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ALBERT PAUL M JR

Form 3

August 11, 2005

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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response...

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement AMERICAN TOWER CORP /MA/ [AMT] ALBERT PAUL M JR (Month/Day/Year) 08/08/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 116 HUNTINGTON AVENUE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) _X__ Director 10% Owner _X_ Form filed by One Reporting Officer Other Person BOSTON, MAÂ 02116 (give title below) (specify below) Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Class A Common Stock (1) 2,895 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$

required to respond unless the form displays a

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1. Title of Derivative Security	2. Date Exerci	sable and	3. Title and A	Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date (Month/Day/Year)		Securities Underlying		Conversion	Ownership	Beneficial
			Derivative Security		or Exercise	Form of	Ownership
			(Instr. 4)		Price of Deriv	Derivative	e (Instr. 5)
	D.	Б	TC'-41		Derivative	Security:	
	Date	Expiration	Title	Amount or	Security	Direct (D)	
	Exercisable	Date		Number of		or Indirect	

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				Shares		(I) (Instr. 5)	
Option to Purchase Class A Common Stock (1)	04/15/2004	04/15/2014	Class A Common Stock	7,150	\$ 10.74	D	Â
Option to Purchase Class A Common Stock (1)	03/12/2003	03/12/2013	Class A Common Stock	35,750	\$ 3.66	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Othe		
ALBERT PAUL M JR 116 HUNTINGTON AVENUE BOSTON, MA 02116	ÂΧ	Â	Â	Â		

Signatures

/s/ Paul M.
Albert, Jr.

**Signature of Reporting Person

O8/10/2005

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Pursuant to the Agreement and Plan of Merger, dated May 3, 2005, by and among American Tower Corporation (the "Company"),
- (1) Asteroid Merger Sub, LLC, and SpectraSite, Inc. ("SpectraSite"), each outstanding share of SpectraSite common stock was automatically converted into 3.575 shares of the Company's Class A Common Stock and all options to purchase SpectraSite common stock were automatically converted into options to purchase 3.575 shares of the Company's Class A Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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