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AMERICAN TOWER CORP /MA/ Form 4 December 02, 2004 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading GEARON J MICHAEL JR Issuer Symbol AMERICAN TOWER CORP /MA/ (Check all applicable) [AMT] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) 116 HUNTINGTON AVE. 12/01/2004 Pres., American Tower Int'l (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting BOSTON, MA 02116 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial Ownership (Month/Day/Year) Owned (Instr. 8) (D) or Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Class A Common S \$ 18.1 2,011,999 D 12/01/2004 5.000 D Stock Class A Common 12/01/2004 S 10.000 D \$18.2 2,001,999 D Stock Class A Common 12/01/2004 S 1,200 D 2,000,799 D 18.23 Stock Class A S 12/01/2004 3,800 D \$ 1,996,999 D 18.24 Common

Stock

Class A Common Stock	12/01/2004	S	14,500	D	\$ 18.25	1,982,499	D
Class A Common Stock	12/01/2004	S	10,000	D	\$ 18.27	1,972,499	D
Class A Common Stock	12/01/2004	S	5,000	D	\$ 18.28	1,967,499	D
Class A Common Stock	12/01/2004	S	20,000	D	\$ 18.3	1,947,499	D
Class A Common Stock	12/01/2004	S	5,000	D	\$ 18.33	1,942,499	D
Class A Common Stock	12/01/2004	S	5,000	D	\$ 18.34	1,937,499	D
Class A Common Stock	12/01/2004	S	49,000	D	\$ 18.35	1,888,499	D
Class A Common Stock	12/01/2004	S	6,400	D	\$ 18.36	1,882,099	D
Class A Common Stock	12/01/2004	S	5,100	D	\$ 18.37	1,876,999	D
Class A Common Stock	12/01/2004	S	10,000	D	\$ 18.38	1,866,999	D
Class A Common Stock	12/01/2004	S	17,800	D	\$ 18.39	1,849,199	D
Class A Common Stock	12/01/2004	S	4,000	D	\$ 18.4	1,845,199	D
Class A Common Stock	12/01/2004	S	3,200	D	\$ 18.42	1,841,999	D
Class A Common Stock	12/02/2004	S	3,000	D	\$ 18.42	1,838,999	D

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Class A Common Stock	12/02/2004	S	1,300	D	\$ 18.43	1,837,699	D
Class A Common Stock	12/02/2004	S	7,400	D	\$ 18.44	1,830,299	D
Class A Common Stock	12/02/2004	S	20,300	D	\$ 18.45	1,809,999	D
Class A Common Stock	12/02/2004	S	1,300	D	\$ 18.46	1,808,699	D
Class A Common Stock	12/02/2004	S	700	D	\$ 18.47	1,807,999	D
Class A Common Stock	12/02/2004	S	1,200	D	\$ 18.48	1,806,799	D
Class A Common Stock	12/02/2004	S	1,800	D	\$ 18.49	1,804,999	D
Class A Common Stock	12/02/2004	S	27,900	D	\$ 18.5	1,777,099	D
Class A Common Stock	12/02/2004	S	7,200	D	\$ 18.51	1,769,899	D
Class A Common Stock	12/02/2004	S	3,800	D	\$ 18.52	1,766,099	D
Class A Common Stock	12/02/2004	S	8,700	D	\$ 18.53	1,757,399	D
Class A Common Stock (1)	12/02/2004	S	10,400	D	\$ 18.54	1,746,999	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. 6. Date Exercis ionNumber Expiration Dat of (Month/Day/Y) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	
		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Person

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GEARON J MICHAEL JR 116 HUNTINGTON AVE. BOSTON, MA 02116			Pres., American Tower Int'l				
Signatures							
/s/ J. Michael Gearon, Jr.	12/02/200)4					
<u>**</u> Signature of Reporting	Date						

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(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).
- This Form 4 is the first of two being filed to report sales of Class A Common Stock on December 1, 2004 and December 2, 2004 by the (1) reporting person. This Form 4 reports total sales of 270,000 shares of Class A Common Stock. 1 of 2 Forms 4.

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.