

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

<p>1. Name and Address of Reporting Person*</p> <p><u>GEARON J MICHAEL JR</u></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>AMERICAN TOWER CORP /MA/ [AMT]</u></p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>Director 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</p> <p><u>Pres., American Tower Int'l.</u></p>
<p>(Last) (First) (Middle)</p> <p><u>116 HUNTINGTON AVENUE</u></p>	<p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><u>12/03/2003</u></p>	
<p>(Street)</p> <p><u>BOSTON MA 02116</u></p> <p>(City) (State) (Zip)</p>	<p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/03/2003		S		10,000	D	\$11.19	681,225	D	
Class A Common Stock	12/03/2003		S		10,000	D	\$11.2	671,225	D	
Class A Common Stock	12/03/2003		S		18,800	D	\$11.3	652,425	D	
Class A Common Stock	12/03/2003		S		2,500	D	\$11.31	649,925	D	
Class A Common Stock	12/03/2003		S		2,500	D	\$11.32	647,425	D	
Class A Common Stock	12/03/2003		S		5,300	D	\$11.33	642,125	D	
Class A Common Stock	12/03/2003		S		4,700	D	\$11.34	637,425	D	
Class A Common Stock	12/03/2003		S		41,500	D	\$11.35	595,925	D	
Class A Common Stock	12/03/2003		S		4,400	D	\$11.36	591,525	D	
Class A Common Stock	12/03/2003		S		300	D	\$11.37	591,225	D	
Class A Common Stock	12/04/2003		S		10,000	D	\$11	581,225	D	
Class A Common Stock	12/04/2003		S		3,800	D	\$11.15	577,425	D	
Class A Common Stock	12/04/2003		S		2,400	D	\$11.16	575,025	D	
Class A Common Stock	12/04/2003		S		400	D	\$11.17	574,625	D	
Class A Common Stock	12/04/2003		S		700	D	\$11.19	573,925	D	
Class A Common Stock	12/04/2003		S		23,000	D	\$11.2	550,925	D	
Class A Common Stock	12/04/2003		S		2,900	D	\$11.21	548,025	D	
Class A Common Stock	12/04/2003		S		2,300	D	\$11.22	545,725	D	
Class A Common Stock	12/04/2003		S		4,300	D	\$11.23	541,425	D	
Class A Common Stock	12/04/2003		S		200	D	\$11.25	541,225	D	
Class A Common Stock								413,031	I	By Partnership ⁽¹⁾
Class A Common Stock								452	I	By Partnership ⁽²⁾

**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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
1. Title of Derivative (Instr. 3)	2. Conversion Date (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	V (Instr. 8)	5A. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Remarks: This Form 4 is being filed to report the sale of (i) 100,000 shares of Class A Common Stock by Mr. Gearon on December 3, 2003 and (ii) 50,000 shares of Class A Common Stock by Mr. Gearon on December 4, 2003.													
								J. Michael Gearon, Jr.		12/05/2003			
								Signature of Reporting Person		Date			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. * 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).													

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.