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Sharma Ami Form 4	t										
March 19, 20)09										
FORM	14									PPROVAL	
VNITED STATES SEC				CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	3235-0287	
Check the										January 31	
if no long subject to Section 1 Form 4 o	F CHAN	SECUR	burden hou	Estimated average burden hours per response 0.							
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 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 F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Sharma Amit			2. Issuer Name and Ticker or Trading Symbol AMERICAN TOWER CORP /MA/				0	5. Relationship of Reporting Person(s) to Issuer			
			[AMT]					(Check all applicable)			
(Last) (First) (Middle) 116 HUNTINGTON AVENUE			3. Date of Earliest Transaction(Month/Day/Year)03/17/2009					Director X Officer (give below)		o Owner er (specify	
DOCTON N	(Street)			ndment, Dat th/Day/Year)	-			6. Individual or Jo Applicable Line) _X_Form filed by	oint/Group Filin	erson	
BOSTON, N	MA 02116							Person		1 0	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ities Acq	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if		on Date, if	(A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Class A				Code V	Amount	(D)	Price				
Common Stock	03/17/2009			М	2,323	A	\$0	2,323	D		
Class A Common Stock	03/17/2009			F	731	D	\$ 30.2	1,592	D		

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

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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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		(Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	03/17/2009		М	2,323	(2)	(2)	Class A Common Stock	2,323	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting o when runne (runne of	Director	10% Owner	Officer	Other			
Sharma Amit 116 HUNTINGTON AVENUE BOSTON, MA 02116			EVP, As	ia			
Signatures							
/s/ Nathaniel B. Sisitsky, as attorney-in-fact	03/19/2009						
**Signature of Reporting Person		D	ate				

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).
- (1) Each Restricted Stock Unit (RSU) represents a contingent right to receive one share of Class A Common Stock.
- (2) This RSU was granted on March 17, 2008 pursuant to the 2007 Equity Incentive Plan and vests in 25% cumulative annual increments beginning March 17, 2009. This Form 4 reflects the vesting of this RSU on March 17, 2009 as to 25% of the original grant amount.

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.