

AMERICAN TOWER CORP /MA/  
Form 8-K  
April 23, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of Earliest Event Reported): April 23, 2007**

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**AMERICAN TOWER CORPORATION**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-14195**  
(Commission File Number)

**65-0723837**  
(IRS Employer

Identification No.)

**116 Huntington Avenue**

**Boston, Massachusetts 02116**

(Address of Principal Executive Offices) (Zip Code)

**(617) 375-7500**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On April 23, 2007, American Tower Corporation (the Company ) issued (1) a press release announcing that that it intends to securitize revenues from 5,295 broadcast and wireless communications towers owned by two special-purpose subsidiaries of the Company through a securitization involving an offering, in a private transaction, of up to \$1.75 billion of Commercial Mortgage Pass-Through Certificates and (2) a press release announcing that the Company has commenced a cash tender offer for any and all of the outstanding 7.25% senior subordinated notes due 2011 of its wholly owned subsidiary, American Towers, Inc., and a related consent solicitation. Copies of the press releases are filed herewith as Exhibit 99.1 and Exhibit 99.2 and are incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release, dated April 23, 2007.
99.2	Press release, dated April 23, 2007.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AMERICAN TOWER CORPORATION**  
(Registrant)

Date: April 23, 2007

By:

/s/ BRADLEY E. SINGER  
Bradley E. Singer  
Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

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