

STULBERGER ADAM F  
 Form 4  
 September 17, 2002

Form 4		
FORM 4  <input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> <b>Washington, D.C. 20549</b>  <b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b>  Files 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(f) of the Investment Company Act of 1940	
1. Name and Address of Reporting Person  Adam Stulberger 51 JFK Parkway Short Hills, NJ 07078 US	2. Issuer Name and Ticker or Trading Symbol  SpectraSite Holdings, Inc. (SITE)	6. Relationship of Reporting Person(s) to Issuer  Officer  _____ Chief Development Officer
	3. IRS or Social Security Number of Reporting Person (voluntary)	4. Statement for Month/Day/Year  9/13/2002  5. If Amendment, Date of Original (Month/Day/Yr)  Original Date  N/A
		7. Individual or Joint/Group Filing  Form filed by One Reporting Person

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

1. Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date if any (Month/Day/Year)	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code	V	Amount	(A) or (D)			

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

1. Title of Derivative Security	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		5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		8. Price of Derivative Security
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$0.17	9/13/2002		A		500,000		(1)	6/30/2004	Common Stock	500,000	

**Explanation of Responses**

(1) Options fully vested upon issuance.

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
 See 18 U.S.C. 1001 and 15U.S.C. 78ff(a).

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Signature of Reporting Person: s/John H. Lynch,  
Attorney-in-Fact

Date: 9/17/2002