

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-05-18** | Period of Report: **2004-04-15**

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ISSUER

SPECTRASITE INC

CIK: **1072048** | IRS No.: **562027322** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **4899** Communications services, nec

Mailing Address
8000 REGENCY PARKWAY
CARY NC 27511

Business Address
100 REGENCY FOREST DR
SUITE 400
CARY NC 27511
9194680112

REPORTING OWNER

MASSON DAVID RICHARD

CIK: **1249588**
Type: **4** | Act: **34** | File No.: **001-31769** | Film No.: **04817243**

Mailing Address
333 S GRAND AVENUE 28TH
FL
LOS ANGELES CA 90071

Business Address
333 S GRAND AVENUE 28TH
FL
OAKTREE CAPITAL
MANAGEMENT LLC
LOS ANGELES CA 90071
2138306300

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed 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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person MASSON DAVID RICHARD			2. Issuer Name and Ticker or Trading Symbol SPECTRASITE INC [SSI]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/15/2004			
C/O OAKTREE CAPITAL MANAGEMENT LLC, 333 SOUTH GRAND AVENUE 28TH FLOOR						
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
LOS ANGELES, CA 90071						
(City)	(State)	(Zip)				

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)			

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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Options	\$38.39	04/15/2004		A		2,000		04/15/2004	04/15/2014	Common Stock, par value \$0.01 per share	2,000	\$ 0	2,000	D ⁽¹⁾

Explanation of Responses:

1. The reporting person is a Principal of Oaktree Capital Management, LLC ("Oaktree"), a registered investment adviser under the Investment Advisers Act of 1940, as amended, and general partner of OCM Opportunities Fund IV, L.P and OCM Opportunities Fund IVb, L.P. (collectively, the "Oaktree

Funds"). The stock options represent the right to purchase the underlying securities of the Issuer reported in Table II and are held directly by the reporting person for the benefit of the Oaktree Funds. Pursuant to the policies of Oaktree, the reporting person cannot retain the reported stock options or the shares issued pursuant thereto and is in the process of assigning the stock options to Oaktree. The reporting person disclaims beneficial ownership of these securities and the filing of this Form 4 shall not be construed as an admission that such person is the beneficial owner of any securities covered by this Form, except to the extent of any indirect pecuniary interest therein.

Signatures

David Richard Masson

** Signature of Reporting Person

05/18/2004

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.