

CROWN CASTLE INTERNATIONAL CORP  
 Form 4  
 August 15, 2006

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
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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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KELLY JOHN P**

2. Issuer Name and Ticker or Trading Symbol  
**CROWN CASTLE INTERNATIONAL CORP [CCI]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**510 BERING DRIVE, SUITE 600**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/14/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**CEO & President**

**HOUSTON, TX 77057**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 Par Value	08/14/2006		M <sup>(1)</sup>		40,000	A	\$ 7.5
							927,839
Common Stock, \$0.01 Par Value	08/14/2006		S <sup>(1)</sup>		100	D	\$ 32.9
							927,739
Common Stock, \$0.01 Par Value	08/14/2006		S <sup>(1)</sup>		100	D	\$ 32.83
							927,639

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Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 32.78	927,439	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 32.77	927,239	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	600	D	\$ 32.76	926,639	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	600	D	\$ 32.75	926,039	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	2,600	D	\$ 32.7	923,439	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	3,900	D	\$ 32.46	919,539	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	4,400	D	\$ 32.45	915,139	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	1,300	D	\$ 32.44	913,839	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	7,600	D	\$ 32.43	906,239	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	1,900	D	\$ 32.42	904,339	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	2,900	D	\$ 32.41	901,439	D
	08/14/2006	<u>S<sup>(1)</sup></u>	10,300	D	\$ 32.4	891,139	D

Common  
Stock,  
\$0.01 Par  
Value

Common  
Stock,  
\$0.01 Par  
Value

Common  
Stock,  
\$0.01 Par  
Value

Common  
Stock,  
\$0.01 Par  
Value

08/14/2006	S <sup>(1)</sup>	200	D	\$ 32.39	890,939	D
08/14/2006	S <sup>(1)</sup>	1,400	D	\$ 32.38	889,539	D
08/14/2006	S <sup>(1)</sup>	1,700	D	\$ 32.35	887,839	D

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

**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 control number.**

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (right to purchase Common Stock)	\$ 7.5	08/14/2006		M <sup>(1)</sup>	40,000	<sup>(2)</sup>	07/06/2008	Common Stock	40,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director    10% Owner    Officer    Other

KELLY JOHN P  
510 BERING DRIVE  
SUITE 600  
HOUSTON, TX 77057

X

CEO & President

## Signatures

/s/ John P. Kelly

08/15/2006

\*\*Signature of  
Reporting Person

Date

## 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) The option exercise and sales reported pursuant to this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 12, 2006.
- (2) Vested 20% annually over five years commencing July 6, 1999.

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.