FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
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1. Name and Address of Reporting Person [*] Young James D			2. Issuer Name and Ticker or Trading Symbol <u>CROWN CASTLE INTERNATIONAL</u> <u>CORP</u> [CCI]		ationship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner Officer (give title Other (specify below) below)		
(Last) (First) 1220 AUGUSTA SUITE 500		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2013		SVP & Chief Operating Officer		
(Street) HOUSTON (City)	TX (State)	77057 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person	

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

1. Title of Security (Instr. 3)	Date Execution Date, (Month/Day/Year) Transaction if any Disposed Of (D) (Instr. 3, 4 and 5)						5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
		(Month/Day/Year)	8) Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (IIISU. 4)	(Instr. 4)
Common Stock, \$0.01 par value	02/21/2013		A		10,042(1)	A	\$0	266,121	D	
Common Stock, \$0.01 par value	02/21/2013		Α		43,715 ⁽²⁾⁽³⁾	A	\$ <mark>0</mark>	309,836	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. Transa Code (8)		5. Number of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The stock is restricted stock issued pursuant to the Company's 2004 Stock Incentive Plan, and 33 1/3% of the restricted stock generally vests (i.e., the transfer and forfeiture restrictions terminate) on February 19 of each of 2014, 2015 and 2016.

2. The shares represent restricted stock issued under the Company's 2004 Stock Incentive Plan. The terms of such restricted stock provide for 0% to 100% of the shares to vest (i.e., the transfer and forfeiture restrictions terminate) on February 19, 2016 based upon the highest average closing price per share of the Company's common stock for 20 consecutive trading days during the period commencing August 24, 2015 and ending on (and including) February 19, 2016 ("Highest Average Price"). The percentage of shares vesting being equal to 33 1/3%, 66 2/3% or 100% of the number of shares of restricted stock granted if the Highest Average Price is \$78.72, \$90.51 or \$103.42, respectively. (footnote continues at footnote 3)

3. (footnote 2 continued) If the Highest Average Price is between \$78.72 and \$90.51, then an additional amount up to 33 1/3% shall vest on a prorata basis (approximately 2.83% per \$1.00 increase in the Highest Average Price is between \$90.51 and \$103.42, then an additional amount up to 33 1/3% shall vest on a prorata basis (approximately 2.58% per \$1.00 increase in the Highest Average Price above \$78.72 is between \$90.51 and \$103.42, then an additional amount up to 33 1/3% shall vest on a prorata basis (approximately 2.58% per \$1.00 increase in the Highest Average Price above \$90.51). If the stock price is at or above \$78.72 per share as of February 19, 2016 and remains at or above for 20 consecutive trading days, then a minimum of 33 1/3% the shares of restricted stock shall vest. Any shares of such restricted stock that do not vest as described in the preceding sentence will generally be forfeited.

<u>/s/ James D. Young</u> <u>02/25/2013</u>

** Signature of Reporting Person 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.

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