

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Abrams Capital Partners II, L.P.</u>  (Last) (First) (Middle) 222 BERKELEY STREET, 22ND FLOOR  (Street) BOSTON MA 02116  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CROWN CASTLE INTERNATIONAL CORP [ CCI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>s-h w/board representation</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/26/2007	
	4. If Amendment, Date of 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

**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)	Price			
Common Stock	01/26/2007		D <sup>(1)</sup>		153,426	D	\$33.8718	422,655	D <sup>(2)(8)(11)(12)</sup>	
Common Stock	01/26/2007		D <sup>(1)</sup>		1,569,451	D	\$33.8718	4,323,518	D <sup>(3)(8)(11)(12)</sup>	
Common Stock	01/26/2007		D <sup>(1)</sup>		384,143	D	\$33.8718	1,058,236	D <sup>(4)(8)(11)(12)</sup>	
Common Stock	01/26/2007		D <sup>(1)</sup>		135,307	D	\$33.8718	372,744	D <sup>(5)(9)(11)(12)</sup>	
Common Stock	01/26/2007		D <sup>(1)</sup>		553,040	D	\$33.8718	1,523,512	D <sup>(6)(10)(11)(12)</sup>	
Common Stock	01/26/2007		D <sup>(1)</sup>		14,279	D	\$33.8718	39,334	D <sup>(7)(11)(12)</sup>	

**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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Abrams Capital Partners II, L.P.  
 (Last) (First) (Middle)  
 222 BERKELEY STREET, 22ND FLOOR  
 (Street)  
 BOSTON MA 02116  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Abrams Capital Partners I, L.P.  
 (Last) (First) (Middle)  
 222 BERKELEY STREET, 22ND FLOOR  
 (Street)  
 BOSTON MA 02116  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

Whitecrest Partners, LP

(Last) (First) (Middle)

222 BERKELEY STREET, 22ND FLOOR

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Great Hollow International, L.P.

(Last) (First) (Middle)

P.O. BOX 309GT, SOUTH CHURCH STREET

(Street)

GEORGETOWN E9 XXXXX-XXXX

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Riva Capital Partners L P

(Last) (First) (Middle)

222 BERKELEY ST 22ND FL

(Street)

BOSTON MA 02116

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

222 Partners, LLC

(Last) (First) (Middle)

222 BERKELEY STREET, 22ND FLOOR

(Street)

BOSTON MA 02116

(City) (State) (Zip)

**Explanation of Responses:**

1. On January 26, 2007 the Issuer purchased the shares reported herein pursuant to a Stock Purchase Agreement, dated as of January 19, 2006, among the Issuer, the reporting persons and other parties.
2. These shares are owned by Abrams Capital Partners I, LP.
3. These shares are owned by Abrams Capital Partners II, LP.
4. These shares are owned by Whitecrest Partners, LP.
5. These shares are owned by Great Hollow International, LP.
6. These shares are owned by Riva Capital Partners, LP.
7. These shares are owned by 222 Partners, LLC.
8. Abrams Capital, LLC ("Abrams Capital") is the general partner of Abrams Capital Partners I, LP, Abrams Capital Partners II, LP and Whitecrest Partners, LP. Pamet Capital Management L.P. ("Pamet L.P.") is the investment adviser of Abrams Capital Partners I, LP, Abrams Capital Partners II, LP and Whitecrest Partners, LP.
9. Great Hollow Partners LLC ("Great Hollow LLC") is the general partner of Great Hollow Partners International, L.P. ("Great Hollow International"), and Pamet L.P. is the investment adviser of Great Hollow International.
10. Riva Capital Management, LLC ("Riva LLC") is the general partner of Riva Capital Partners, L.P. ("Riva L.P."), and Abrams Capital Management LLC is the investment adviser of Riva L.P.
11. Pamet Capital, LLC ("Pamet LLC") is the general partner of Pamet L.P. David Abrams is the managing member of Abrams Capital, Pamet LLC, Great Hollow LLC, Riva LLC and 222 Partners LLC. Abrams Capital, Pamet L.P., Pamet LLC, Great Hollow LLC, Riva LLC and Mr. Abrams may be deemed to have voting and investment power over shares owned by the reporting persons with respect to which they serve as investment adviser or general partner or to the extent that they exercise control over an entity acting in such capacity. The shares disclosed in the table as being beneficially owned by the reporting persons are also included in a separate report as being beneficially owned by Mr. Abrams.
12. Each of Abrams Capital, Pamet L.P., Pamet LLC and Mr. Abrams and each reporting person disclaims beneficial ownership of all reported shares except to the extent of its pecuniary interest therein and the inclusion of the shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

/s/ David Abrams, the  
Managing Member of Abrams  
Capital, LLC, the General  
Partner of Abrams Capital  
Partners I, L.P. 01/30/2007

/s/ David Abrams, the  
Managing Member of Abrams  
Capital, LLC, the General  
Partner of Abrams Capital  
Partners II, L.P. 01/30/2007

/s/ David Abrams, the  
Managing Member of Abrams 01/30/2007

Capital, LLC, the General  
Partner of Whitecrest Partners,  
L.P.

/s/ David Abrams, the  
Managing Member of Great  
Hollow Partners LLC, the 01/30/2007  
General Partner of Great  
Hollow International, L.P.

/s/ David Abrams, the  
Managing Member of Riva  
Capital Management LLC, the 01/30/2007  
General Partner of Riva Capital  
Partners, L.P.

/s/ David Abrams, the  
Managing Member of 222  
Partners, LLC 01/30/2007

\*\* 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.

**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.**