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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): December 21, 1998

CROWN CASTLE INTERNATIONAL CORP.
(Exact Name of Registrant as Specified in its Charter)

Delaware (State or Other Jurisdiction of Incorporation)	333-43873 (Commission File Number)	76-0470458 (IRS Employer Identification Number)
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510 Bering Drive
Suite 500
Houston, TX 77057
(Address of Principal Executive Office)

Registrant's telephone number, including area code: (713) 570-3000

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Item 5. Other Events

Crown Castle International Corp. ("CCIC" or the "Company") has completed the offering (the "Offering") of \$200 million aggregate principal amount of its senior exchangeable pay-in-kind preferred stock in a Rule 144A/Regulation S distribution.

A copy of the press release issued by CCIC on December 21, 1998 with respect to the Offering is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit No.	Description
99.1	Press Release dated December 21, 1998

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Crown Castle International Corp.,

By: /s/ Charles C. Green, III
Executive Vice President and
Chief Financial Officer

December 21, 1998

EXHIBIT INDEX

Exhibit No.

Description of Exhibit

99.1

Press Release dated December 21, 1998

Houston, TX, December 21, 1998 -- Crown Castle International Corp. (NASDAQ: TWRS) announced today that it completed the private offering in a distribution pursuant to Rule 144A/Regulation S under the Securities Act of 1933 of its \$200 million principal amount senior exchangeable pay-in-kind preferred stock. The net proceeds of the offering are anticipated to be used for the proposed joint venture with Bell Atlantic Mobile, to repay outstanding bank borrowings and for general corporate purposes.

The exchangeable preferred stock has not been registered under the Securities Act of 1933 or any state securities laws and, unless so registered, may not be offered or sold except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933 and applicable state securities laws.