
 OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

FORM 4

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(f) of the Investment Company Act of 1940

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

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1. Name and Address of Reporting Person

Ferenbach, Carl (1)

(Last) (First) (Middle)
 c/o Berkshire Partners, LLC
 One Boston Place
 Suite 3300

(Street)

Boston, Massachusetts 02108

(City) (State) (Zip)

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2. Issuer Name and Ticker or Trading Symbol

Crown Castle International Corp. (TWRS)

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3. IRS or Social Security Number of Reporting Person (Voluntary)

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4. Statement for Month/Year

August 2000

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer
 (Check all applicable)

[X] Director [] 10% Owner
 [] Officer (give title below) [] Other (specify below)

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7. Individual or Joint/Group Filing (Check Applicable Line)

[X] Form filed by One Reporting Person
 [] Form filed by More than One Reporting Person

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

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1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Beneficial Ownership (Instr. 4)
			Amount	(A) or (D) Price			
Common Stock, par value \$.01 per share	8/22/00	J(2)	3,655,870	D	N/A		
Common Stock, par value \$.01 per share	8/22/00	J(3)	48,900	D	N/A		
Common Stock,							

par value \$.01 per share	8/22/00	S	26,500	D	\$37.27
Common Stock, par value \$.01 per share	8/22/00	S	103,300	D	\$36.56
Common Stock, par value \$.01 per share	8/23/00	S	73,500	D	\$36.32
Common Stock, par value \$.01 per share	8/24/00	S	34,800	D	\$36.50
Common Stock, par value \$.01 per share	8/25/00	S	96,776	D	\$36.61
Common Stock, par value \$.01 per share	8/30/00	S	7,860	D	\$36.00
Common Stock, par value \$.01 per share	8/30/00	S	84,900	D	\$35.42
					1,060,625
					I
					(1)

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

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. Conver- sion of Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of(D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End Month (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Warrants	\$7.50 per share	N/A			10/31/97 10/31/07	Common 70,000		70,000	I	(1)
Options Right to Buy	\$13.50	N/A			08/21/98 07/01/08	Common 25,000		25,000	D	
Options Right to Buy	\$20.94	N/A			01/14/99 01/14/09	Common 5,000		5,000	D	
Options Right to Buy	\$33.50	N/A			02/02/00 02/02/10	Common 5,000		5,000	D	
Options Right to Buy	\$24.81	N/A			05/25/00 05/25/10	Common 10,000		10,000	D	

Explanation of Responses:

- (1) Mr. Ferenbach is a Managing Director of Berkshire Investors LLC; a Managing Director of Third Berkshire Managers, the general partner of Third Berkshire Associates, general partner of Berkshire Fund III, L.P.; and a Managing Director of Fourth Berkshire Associates, the general partner of Berkshire Fund IV, L.P. Mr. Ferenbach disclaims beneficial ownership of the securities of the Issuer owned by Berkshire Fund III, L.P., Berkshire Fund IV, L.P., Berkshire Investors LLC, Third Berkshire Associates and Fourth Berkshire Associates, except to the extent of his interest therein.
- (2) Distribution to Partners.
- (3) Distributions to members.
- (4) Gifts to Charity

/s/Carl Ferenbach

9/8/2000

**Signature of Reporting Person
Managing Partner of
Grelock Equity GP Limited Partnership

Date

** 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 provided is insufficient, see Instruction 6 for procedures.