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

#### SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

Crown Castle International Corp.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

22822710

(CUSIP Number)

David N. Brooks, Esq. General Counsel Fortress Investment Group LLC 1345 Avenue of the Americas New York, New York 10105 (212) 798-6100

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

COPY TO:

Joseph A. Coco, Esq. Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, New York 10036 (212) 735-3000

June 28, 2007

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. o

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 22822710 Page 2 of 35						
1	1 NAME OF REPORTING PERSON					
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
	FRIT PINN	LLC				
2	CHECK TI	HE APPR	OPRIATE BOX IF A MEMBER OF A GRO	UP		
	(See Instruc	ctions)	(a) o			
			(b) o			
3	SEC USE (	ONLY				
	COLIDGE	DE ELIMIE	00 (C. T			
4			S (See Instructions)			
	Not Applic	ot Applicable				
5	CHECK IF	DISCLC	SURE OF LEGAL PROCEEDINGS IS REQ	UIRED PURSUANT		
	TO ITEMS		(e)			
	CITIZENC	IIID OD I	N ACE OF ODG ANIZATION			
6		HIP OK I	PLACE OF ORGANIZATION			
	Delaware					
	NUMBER OF	7	SOLE VOTING POWER			
	NUMBER OF		-0-			
	SHARES	8	SHARED VOTING POWER			
	BENEFICIALLY		-0-			

EACH -			-0-
	EACH		SHARED DISPOSITIVE POWER
RE	PORTING		-0-
P	ERSON		
	WITH		
11	AGGREGA	TE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	-0-		
12	CHECK IF	THE AGGI	REGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
	SHARES (S	See Instructi	ons)
13 PERCENT OF CLASS REPRESENTE		OF CLASS	REPRESENTED BY AMOUNT IN ROW (11)
	0%		
14	TYPE OF R	EPORTING	G PERSON (See Instructions)
	OO		

SOLE DISPOSITIVE POWER

OWNED BY 9

# SCHEDULE 13D

CUSIP	No. 22822710		Page 3 of 35 Pages
1	NAME OF	REPORT	TING PERSON
			TIFICATION NO. OF ABOVE PERSON
	FRIT Hold	ings LLC	
2	CHECK T	HE APPR	OPRIATE BOX IF A MEMBER OF A GROUP
	(See Instru	ctions)	(a) o
			(b) o
3	SEC USE	ONLY	
4			S (See Instructions)
	Not Applic		
5	TO ITEMS		SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT (e)
6	CITIZENS	HIP OR P	PLACE OF ORGANIZATION
	Delaware		
N	UMBER OF	7	SOLE VOTING POWER
	SHARES		·
BE	NEFICIALLY	8	SHARED VOTING POWER
C	WNED BY		-0-
		9	SOLE DISPOSITIVE POWER
	EACH		-0-
R	EPORTING		
	PERSON	10	SHARED DISPOSITIVE POWER
			-0-
	WITH	ATT 1366	NAME DESCRIPTION AND ADDRESS OF THE CAN DEPOSIT ADRESS OF THE CAN DEPOSIT ADDRESS OF THE CAN DEPOSIT ADDRESS OF THE
11	AGGREGA -0-	ATE AMC	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12		THE AC	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
12	SHARES (		· ·
13	PERCENT 0%	OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)
1.4		DEDODTI	NG PERSON (See Instructions)
14	OO	KEPUKII	MA LEVOOM (See HISHICHORS)

CUSIP No. 22822710 Page 4 of 35 Pag					
1	NAME OF REPORTING PERSON				
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON				
	Fortress Registered Investment Trust				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
	(See Instructions) (a) o				
	(b) o				
3	SEC USE ONLY				
	COLUDED OF PURIDO (C. J )				
4	SOURCE OF FUNDS (See Instructions)				
	Not Applicable				
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED F	PURSUANT			

# TO ITEMS 2(d) or 2(e)

6	CITIZENS Delaware	HIP OR P	LACE OF ORGANIZATION
NI	JMBER OF	7	SOLE VOTING POWER
			-0-
,	SHARES		CHARED MOTING POLITE
BEN	NEFICIALLY	8	SHARED VOTING POWER -2000-
O,	WNED BY		
	EACH	9	SOLE DISPOSITIVE POWER
RI	REPORTING		-0-
	PERSON	10	SHARED DISPOSITIVE POWER
-			-2000-
	WITH		
11	AGGREGA	ATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	-2000-		
12	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
	SHARES (		
13	PERCENT	OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)
	Less than 1	1%	· ,
14	TYPE OF	REPORTI	NG PERSON (See Instructions)
	00		

# SCHEDULE 13D

CUSI	P No. 22822710		Page 5 of 35 Pages				
1	_	_	ING PERSON				
		S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON					
			estment Fund LLC				
2			OPRIATE BOX IF A MEMBER OF A GROUP				
	(See Instruc	tions)	(a) o				
			(b) o				
3	SEC USE (	DNLY					
4			S (See Instructions)				
	Not Applica						
5	CHECK IF TO ITEMS		SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT (e)				
6	CITIZENS	HIP OR P	LACE OF ORGANIZATION				
	Delaware						
N	NUMBER OF	7	SOLE VOTING POWER				
			-0-				
	SHARES	8	SHARED VOTING POWER				
BE	ENEFICIALLY	O	-0-				
(	OWNED BY						
	EACH	9	SOLE DISPOSITIVE POWER				
			-0-				
ŀ	REPORTING		CIVA PER PAGROCITA DE POVERE				
	PERSON	10	SHARED DISPOSITIVE POWER -0-				
	WITH		-0-				
11		TE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	-0-						
12	CHECK IF SHARES (		GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ctions)				
13	PERCENT 0%	OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)				
14		REPORTII	NG PERSON (See Instructions)				

CUS	IP No. 22822710	Page 6 of 35 Pages
-1	NAME OF DEPOPTING DEDCON	

	FIG Advis	ors LLC	
2	CHECK T	HE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP
	(See Instru	ctions)	(a) o
			(b) o
3	SEC USE	ONLY	
4	SOURCE	OF FUNDS	S (See Instructions)
	Not Applic	able	,
5	CHECK IF		SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT e)
6	CITIZENS Delaware	HIP OR P	LACE OF ORGANIZATION
N	UMBER OF	7	SOLE VOTING POWER -0-
	SHARES		
BEI	NEFICIALLY	8	SHARED VOTING POWER -0-
0	WNED BY		
	EACH	9	SOLE DISPOSITIVE POWER -0-
R	EPORTING		
	PERSON	10	SHARED DISPOSITIVE POWER
	WITH		
11	AGGREG	ATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	-0-		
12	CHECK IF SHARES (		GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ctions)
13	PERCENT 0%	OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)
14	TYPE OF IA	REPORTII	NG PERSON (See Instructions)

CUSIP No. 2282271	0	Page 7 of 35 Page			
1 NAME	NAME OF REPORTING PERSON				
S.S. OR	I.R.S. IDEN	TIFICATION NO. OF ABOVE PERSON			
Robert I	I. Gidel				
2 CHECK	THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP			
(See Ins	tructions)	(a) o			
		(b) o			
3 SEC US	E ONLY				
4 SOURC	E OF FUND	S (See Instructions)			
Not App					
5 CHECK	IF DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT			
TO ITE	MS 2(d) or 2	(e)			
c CITIZE	NICITID OD D	LACE OF ORGANIZATION			
6 CITIZE Delawa		TACE OF ORGANIZATION			
Delawai	7	SOLE VOTING POWER			
NUMBER OF	/	-24,753-*			
SHARES		2 1,7 55			
	8	SHARED VOTING POWER			
BENEFICIALLY		-8,752-**			
OWNED BY					
EACH	9	SOLE DISPOSITIVE POWER			
		-24,753-*			
REPORTING					
PERSON	10	SHARED DISPOSITIVE POWER			
XAZITTI I		-8,752-**			
WITH	CATE AND	NUME DENIEFICIALLY OF A DED DY FACIL DEDODERAC DEDCOM			
11 AGGRE -33,505		DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
		GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN			
	S (See Instru	• /			
JIIAKE	ה (אבב ווופונות	icuono)			
13 PERCE	NT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)			
less than	1%				
TYPE C	F REPORTI	NG PERSON (See Instructions)			

14 IN

\* In his capa

- In his capacity as Managing Member of Liberty Partners, LLC.
- In his capacity as a trustee of the Robert H. Gidel Revocable Trust.
- \*\*\* 24,753 shares in his capacity as Managing Member of Liberty Partners, LLC and 8,752 shares in his capacity as a trustee of the Robert H. Gidel Revocable Trust.

## SCHEDULE 13D

CUSIP No.	. 22822710		Page 8 of 35 Pag		
1	NAME OF REPORTING PERSON				
	S.S. OR I.R	S. IDEN	TIFICATION NO. OF ABOVE PERSON		
	Fortress Inv	estment F	Fund LLC		
2	CHECK TH	HE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP		
	(See Instruc	ctions)	(a) o		
			(b) o		
3	SEC USE C	ONLY			
4	SOURCE O	OF FUND	S (See Instructions)		
	Not Applica	able			
5	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT		
	TO ITEMS	2(d) or 2(	(e)		
6	CITIZENC	HID OD D	LACE OF ORGANIZATION		
б	Delaware	HIP OK P	LACE OF ORGANIZATION		
	Delaware	7	SOLE VOTING POWER		
NUM	BER OF	,	-0-		
SH	ARES		<b>C</b>		
		8	SHARED VOTING POWER		
BENEF	ICIALLY		-2000-*		
OWN	ED BY				
F.A	ACH	9	SOLE DISPOSITIVE POWER		
			-0-		
REPC	ORTING				
PEF	RSON	10	SHARED DISPOSITIVE POWER		
<b>T</b> A7	TTH		-2000-*		
<u>vv</u> 11		TE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	-2000-*	II L 7 IIVIO	ON DENERGREE OWNED DI ENGINEFORTING LERSON		
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN				
	SHARES (		· ·		
			·		
13			SS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 1		MC DEDCOM (C. I		
14		KEPOKIII	NG PERSON (See Instructions)		
	00		r of all issued and outstanding shares of baneficial interest of Fortress		

<sup>\*</sup> Solely in its capacity as the holder of all issued and outstanding shares of beneficial interest of Fortress Registered Investment Trust.

CUSI	IP No. 22822710		Page 9 of 35 Pa	ages	
1	NAME OF	REPOR'	TNG PERSON		
	S.S. OR I.F	R.S. IDEI	TIFICATION NO. OF ABOVE PERSON		
	Fortress Fu	nd MM l	LC		
2	CHECK TI	HE APPI	OPRIATE BOX IF A MEMBER OF A GROUP		
	(See Instru	ctions)	(a) o		
			(b) o		
3	SEC USE (	ONLY			
4	SOURCE (	OF FUNI	S (See Instructions)		
	Not Applicable				
5	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT		
	TO ITEMS	2(d) or 2	(e)		
6	CITIZENS	HIP OR	LACE OF ORGANIZATION		
	Delaware				
1	NUMBER OF	7	SOLE VOTING POWER		
1	NUMBER OF		-0-		
	SHARES	8	SHARED VOTING POWER		
B	BENEFICIALLY		-2000-*		

O	WNED BY	9	SOLE DISPOSITIVE POWER
RE	EACH EPORTING	10	-0- SHARED DISPOSITIVE POWER -2000-*
I	PERSON		
	WITH		
11	AGGREGA -2000-*	TE AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1%		
14	TYPE OF F OO	REPORTIN	G PERSON (See Instructions)
* Solely i	n its capacity as	the managii	ng member of Fortress Investment Fund LLC.

CUSIF	No. 22822710			Page 10 of 35 Page
1	NAME OF	REPORT	TING PERSON	
	S.S. OR I.I	R.S. IDEN	TIFICATION NO. OF ABOVE PERSON	
	FIT GSL L	LC		
2	CHECK T	HE APPR	OPRIATE BOX IF A MEMBER OF A GRO	UP
	(See Instru	ctions)	(a) o	
			(b) o	
3	SEC USE (	ONLY		
4	SOURCE (	OF FUND	S (See Instructions)	
	Not Applic	able	•	
5	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REC	UIRED PURSUANT
	TO ITEMS	2(d) or 2	(e)	
6	CITIZENS	HIP OR P	PLACE OF ORGANIZATION	
Ü	Delaware	0111		
		7	SOLE VOTING POWER	
N	UMBER OF		-0-	
	SHARES			
DE	NEELCIALIS	8	SHARED VOTING POWER	
BE	NEFICIALLY		-0-	
C	WNED BY			
	EACH	9	SOLE DISPOSITIVE POWER	
			-0-	
R	EPORTING			
	PERSON	10	SHARED DISPOSITIVE POWER	
	TAZITET I		-0-	
11	WITH	ATE ANG	OUNT BENEFICIALLY OWNED BY EACH	I DEDODTING DEDOON
11	-0-	ALE AIVIC	JOINT DEMERICIALLY OWNED BY EACH	I KEPUKTING PERSUN
12	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCL	UDES CERTAIN
	SHARES (		* *	
13	PERCENT	OF CLAS	SS REPRESENTED BY AMOUNT IN ROV	V (11)
	0%			
14	TYPE OF	REPORTI	NG PERSON (See Instructions)	
	00			

CUSIP No	. 22822710	Page 11 of 35 Pages
1	NAME OF REPORTING PERSON	
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	FIT Holdings LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	_
	(See Instructions) (a) o	
	(b) o	
3	SEC USE ONLY	_
4	SOURCE OF FUNDS (See Instructions)	

	Not Applica	ıble	
5	CHECK IF TO ITEMS		SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT e)
6	CITIZENSI Delaware	HIP OR P	LACE OF ORGANIZATION
N	UMBER OF	7	SOLE VOTING POWER -0-
	SHARES		
BE	NEFICIALLY	8	SHARED VOTING POWER -0-
C	WNED BY		
	EACH	9	SOLE DISPOSITIVE POWER -0-
R	EPORTING		
	PERSON	10	SHARED DISPOSITIVE POWER
	WITH		
11	AGGREGA -0-	TE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12	CHECK IF SHARES (S		GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ctions)
13	PERCENT 0%	OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)
14	TYPE OF R OO	EPORTII	NG PERSON (See Instructions)

CUSIP	No. 22822710		Page 12 of 35 Pag
1	NAME OF	REPORT	TING PERSON
	S.S. OR I.F	R.S. IDEN	TIFICATION NO. OF ABOVE PERSON
	Fortress In	estment '	Trust II
2	CHECK T	HE APPR	OPRIATE BOX IF A MEMBER OF A GROUP
	(See Instru	ctions)	(a) o
			(b) o
3	SEC USE (	ONLY	
4			OS (See Instructions)
	Not Applic		
5			OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
	TO ITEMS	2(a) or 2	c(e)
6	CITIZENS	HIP OR F	PLACE OF ORGANIZATION
	Delaware		
NIT	IMADED OF	7	SOLE VOTING POWER
NU	JMBER OF		-0-
	SHARES		
BEN	NEFICIALLY	8	SHARED VOTING POWER
0	WIND DV		-464-
U	WNED BY	9	SOLE DISPOSITIVE POWER
	EACH	9	-0-
RI	EPORTING		v
	PERSON	10	SHARED DISPOSITIVE POWER
			-464-
	WITH		
11	AGGREGA -464-	ATE AMC	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
12		THE AC	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
12	SHARES (		
13	PERCENT	OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)
	Less than 1	%	
14	TYPE OF	REPORTI	ING PERSON (See Instructions)
	00		

CUSIP No. 22822710		Page 13 of 35 Pages
1 NAME OF REPORT	ING PERSON	
S.S. OR I.R.S. IDEN	ΓΙFICATION NO. OF ABOVE PERSON	I
Fortress Investment F	und II LLC	
2 CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A G	ROUP
(See Instructions)	(a) o	
	(b) o	
3 SEC USE ONLY		
4 SOURCE OF FUNDS	S (See Instructions)	
Not Applicable		
5 CHECK IF DISCLOS TO ITEMS 2(d) or 2(	SURE OF LEGAL PROCEEDINGS IS R e)	EQUIRED PURSUANT
6 CITIZENSHIP OR P	LACE OF ORGANIZATION	
Delaware		
NUMBER OF 7	SOLE VOTING POWER	
NUMBER OF	-0-	
SHARES		
BENEFICIALLY 8	SHARED VOTING POWER -464-*	
OWNED BY	-404-	
EACH 9	SOLE DISPOSITIVE POWER	
DEDODENIC	-0-	
REPORTING	CHARED DICEOCUTIVE DOLVED	
PERSON 10	SHARED DISPOSITIVE POWER -464-*	
WITH	-404- ·	
11 AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EA	CH REPORTING PERSON
-464-*		
12 CHECK IF THE AGO	GREGATE AMOUNT IN ROW (11) EX	CLUDES CERTAIN
SHARES (See Instruc	ctions)	
13 PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN R	OW (11)
Less than 1%		
14 TYPE OF REPORTIN	NG PERSON (See Instructions)	
00		
	of a majority of the issued and outstandi	ng shares of beneficial interest of
Fortress Investment Trust II.		

CUSIP No.	22822710			Page 14 of 35 Pages
1	NAME OF	REPORTI	NG PERSON	
	S.S. OR I.R	.S. IDENT	TFICATION NO. OF ABOVE PERSON	
	Fortress Fur	nd MM II I	LLC	
2	CHECK TH	IE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	)
	(See Instruc	tions)	(a) o	
			(b) o	
3	SEC USE C	NLY		
4	SOURCE C	F FUNDS	(See Instructions)	
	Not Applica			
5	CHECK IF	DISCLOS	URE OF LEGAL PROCEEDINGS IS REQUI	IRED PURSUANT
	TO ITEMS	2(d) or 2(e	2)	
6	CITIZENSI	HIP OR PL	ACE OF ORGANIZATION	
	Delaware			
NITIME	BER OF	7	SOLE VOTING POWER	
NOME	DER OF		-0-	
SHA	ARES			
BENEFI	ICIALLY	8	SHARED VOTING POWER	
OMANI	ED DV		-464-*	
OWN	ED BY	9	SOLE DISPOSITIVE POWER	
EA	CH	9	-0-	
REPO	RTING		-0-	
		10	SHARED DISPOSITIVE POWER	
PER	SON		-464-*	
W	ITH			
11	AGGREGA	TE AMOU	JNT BENEFICIALLY OWNED BY EACH R	EPORTING PERSON
	-464-*			
12	CHECK IF	THE AGO	GREGATE AMOUNT IN ROW (11) EXCLUD	DES CERTAIN

# SHARES (See Instructions)

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	Less than 1%
14	TYPE OF REPORTING PERSON (See Instructions)
	00

<sup>\*</sup> Solely in its capacity as the managing member of Fortress Investment Fund II LLC.

# SCHEDULE 13D

CUSIP	No. 22822710			Page 15 of 35 Pages
1	NAME OF	REPORT	ING PERSON	
	S.S. OR I.I	R.S. IDEN	TIFICATION NO. OF ABOVE PERSON	
	FIG LLC (	formerly k	nown as Fortress Investment Group LLC)	
2	CHECK T	HE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	
	(See Instru	ctions)	(a) o	
			(b) o	
3	SEC USE	ONLY		
4	SOURCE	OF FUND	S (See Instructions)	
	Not Applic			
5	CHECK II	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRE	ED PURSUANT
	TO ITEMS	5 2(d) or 2(	(e)	
6	CITIZENS	HIP OR P	LACE OF ORGANIZATION	
	Delaware			
NI	UMBER OF	7	SOLE VOTING POWER	
111	UNIDER OF		-0-	
	SHARES			
BEN	NEFICIALLY	8	SHARED VOTING POWER	
			-2464-*	
Ü	WNED BY		COLE DICROCITIVE DOLVED	
	EACH	9	SOLE DISPOSITIVE POWER	
Di	EPORTING		-0-	
IX	EFORTING	10	SHARED DISPOSITIVE POWER	
	PERSON	10	-2464-*	
	WITH		2404	
11	AGGREG	ATE AMO	UNT BENEFICIALLY OWNED BY EACH REP	ORTING PERSON
	-2464-*			
12	CHECK II	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES	S CERTAIN
	SHARES (	See Instru	ctions)	
13	PERCENT	OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	Less than 1	1%		
14	TYPE OF	REPORTI	NG PERSON (See Instructions)	
	00			
2000 sl	hares solely in its	capacity	as the managing member of Fortress Fund MM LI	C and 464 shares solely

st 2000 shares solely in its capacity as the managing member of Fortress Fund MM LLC and 464 shares solely in its capacity as the managing member of Fortress Fund MM II LLC.

CI	USIP No. 22822710			Page 16 of 35 Pages
1	_	S. IDE	TING PERSON NTIFICATION NO. OF ABOVE PERSON Entity I LP	
2	CHECK TH (See Instruct		ROPRIATE BOX IF A MEMBER OF A GROUP  (a) 0	
			(b) o	
3	SEC USE O	NLY		
4	SOURCE O Not Applica		DS (See Instructions)	
5	CHECK IF I TO ITEMS 2		OSURE OF LEGAL PROCEEDINGS IS REQUIF 2(e)	RED PURSUANT
6	CITIZENSH Delaware	IIP OR	PLACE OF ORGANIZATION	
	NUMBER OF	7	SOLE VOTING POWER -0-	
	SHARES		SHARED VOTING POWER -2464-*	
	BENEFICIALLY OWNED BY	9	SOLE DISPOSITIVE POWER -0-	

EACH 10 SHARED DISPOSITIVE POWER REPORTING -2464-\*

PERSON

WITH

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	-2464-*
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
	SHARES (See Instructions)
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	Less than 1%
14	TYPE OF REPORTING PERSON (See Instructions)
	00

<sup>\*</sup> Solely in its capacity as holder of all of the issued and outstanding shares of beneficial interest of FIG LLC.

# SCHEDULE 13D

CUSIP	No. 22822710		Pa	ge 17 of 35 Page
1	NAME OF	REPORT	TING PERSON	
	S.S. OR I.I	R.S. IDEN	TIFICATION NO. OF ABOVE PERSON	
	FIG Corp.			
2	CHECK T	HE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	
	(See Instru	ctions)	(a) o	
			(b) o	
3	SEC USE	ONLY		
4	SOURCE (	OF FUND	S (See Instructions)	
	Not Applic	able	,	
5	CHECK IF	DISCLO	SURE OF LEGAL PROCEEDINGS IS REQUIRED PUR	SUANT
	TO ITEMS	2(d) or 2	(e)	
6	CITIZENS	HIP OR P	LACE OF ORGANIZATION	
	Delaware			
NII	JMBER OF	7	SOLE VOTING POWER	
110	JMBEK OF		-0-	
:	SHARES			
BEN	NEFICIALLY	8	SHARED VOTING POWER	
			-2464-*	
O	WNED BY		COLE DISPOSITIVE POLVED	
	EACH	9	SOLE DISPOSITIVE POWER	
RI	EPORTING		-0-	
		10	SHARED DISPOSITIVE POWER	
	PERSON	10	-2464*-	
	WITH			
11	AGGREGA	ATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING	G PERSON
	-2464-*			
12	CHECK IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	AIN
	SHARES (	See Instru	ctions)	
13	PERCENT	OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	Less than 1			
14		REPORTI	NG PERSON (See Instructions)	
	00			

CUSIP No	To. 22822710 Page 18	of 35 Pages
1	NAME OF REPORTING PERSON	
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	Fortress Investment Group LLC (formerly known as Fortress Investment Group Holo	dings LLC)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(See Instructions) (a) o	
	(b) o	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (See Instructions)	
	Not Applicable	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUAL	NT
	TO ITEMS 2(d) or 2(e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	

NUMBER OF	7	SOLE VOTING POWER -0-
SHARES		v
BENEFICIALLY	8	SHARED VOTING POWER -2464-*
OWNED BY		
EACH	9	SOLE DISPOSITIVE POWER -0-
REPORTING		
PERSON	10	SHARED DISPOSITIVE POWER -2464-*
WITH		
11 AGGRE0 -2464-*	GATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	IF THE AG (See Instru	GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ctions)
13 PERCEN	T OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)
Less than	1%	
14 TYPE OF	REPORTI	NG PERSON (See Instructions)
00	1 11 6	

<sup>\*</sup> Solely in its capacity as holder of all of the issued and outstanding shares of beneficial interest of FIG Corp.

This Amendment No. 1 to the Schedule 13D filed by the Reporting Persons on January 2, 2007 (the "Original Schedule 13D") is being filed to report the sale of 30,419,617 shares of common stock, par value \$0.01 per share, of Crown Castle International Corp., a Delaware corporation. This transaction is described more fully under Items 4 and 5. Terms defined in the Original Schedule 13D previously filed have the same meanings in this Amendment.

## Item 2. Identity and Background

The following new information is added to Item 2, subclause (a):

Subsequent to the filing of the Original Schedule 13D, the entity referred to therein as "Fortress Investment Group LLC" changed its name to "FIG LLC" and the entity referred to therein as "Fortress Investment Group Holdings LLC" changed its name to "Fortress Investment Group LLC." Annex A to the Original Schedule 13D is amended and restated in its entirety as set forth in Amended and Restated Annex A attached hereto.

## Item 4. Purpose of Transaction.

The following new information is added to Item 4:

On June 28, 2007, (i) FRIT PINN LLC, FRIT Holdings LLC, Fortress Registered Investment Trust, Fortress Pinnacle Investment Fund LLC, and FIT GSL LLC (collectively, the "Selling Shareholders") and certain other selling shareholders named therein, (ii) Morgan Stanley & Co. Incorporated, Allen & Company LLC, and Banc of America Securities LLC, (as representatives for the underwriters named therein, collectively, the "Underwriters") and (iii) the Issuer entered into an Underwriting Agreement (the "Underwriting Agreement") pursuant to which the Selling Shareholders agreed to sell an aggregate of 30,419,617 shares of Common Stock to the Underwriters at \$35.30 per share. The foregoing description of the Underwriting Agreement is not intended to be complete and is qualified in its entirety by reference to the Underwriting Agreement filed with the Securities and Exchange Commission on June 29, 2007 as Exhibit 10.1 to the Issuer's Current Report on Form 8-K, and incorporated herein by reference.

#### Item 5. Interest in Securities of the Issuer

The following new information is added to the applicable subclauses of Item 5:

(a), (b), (c), (e) As a result of the sale by the Selling Shareholders pursuant to the Underwriting Agreement, which was completed on July 5, 2007, each Reporting Person beneficially owns less than 1% of the outstanding shares of Common Stock.

# Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

The following new information is added to Item 6:

On June 28, 2007, the Selling Shareholders, the Underwriters, the Issuer and certain other parties entered into the Underwriting Agreement pursuant to which the Selling Shareholders agreed to sell an aggregate of 30,419,617 shares of Common Stock to the Underwriters at \$35.30 per share. The foregoing description of the Underwriting Agreement is not intended to be complete

and is qualified in its entirety by reference to the Underwriting Agreement filed with the Securities and Exchange Commission on June 29, 2007 as Exhibit 10.1 to the Issuer's Current Report on Form 8-K, and incorporated herein by reference.

#### Item 7. Material to be Filed as Exhibits

- 99.1 Joint Filing Agreement, dated as of July 9, 2007, by and among Fortress Pinnacle Investment Fund LLC, a Delaware limited liability company, FIG Advisors LLC, a Delaware limited liability company, Robert H. Gidel, an individual, FRIT PINN LLC, a Delaware limited liability company, FRIT Holdings LLC, a Delaware limited liability company, Fortress Registered Investment Trust, a Delaware business trust, Fortress Investment Fund LLC, a Delaware limited liability company, Fortress Fund MM LLC, a Delaware limited liability company, FIT Holdings LLC, Fortress Investment Trust II, a Delaware business trust, Fortress Investment Fund II LLC, a Delaware limited liability company, FIG LLC, a Delaware limited liability company, FIG LLC, a Delaware limited liability company, Fortress Operating Entity I LP, a Delaware limited partnership, FIG Corp., a Delaware corporation, and Fortress Investment Group LLC, a Delaware limited liability company.
- 99.2 Underwriting Agreement dated June 28, 2007, among Morgan Stanley & Co. Incorporated, Allen & Company LLC and Banc of America LLC, as representatives for the underwriters, Fortress Registered Investment Trust, FRIT Holdings LLC, FRIT PINN LLC, FIT GSL LLC, Fortress Pinnacle Investment Fund, GCP SPV 1, LLC, GCP SPV 2, LLC, Greenhill Capital Partners, LLC, Abrams Capital Partners I, L.P., Abrams Capital Partners II, L.P. and Whitecrest Partners, L.P., as selling shareholders, and Crown Castle International Corp., filed with the Securities and Exchange Commission on June 29, 2007 as Exhibit 10.1 to the Issuer's Current Report on Form 8-K, and incorporated herein by reference.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

#### FORTRESS PINNACLE INVESTMENT FUND LLC

By: /s/ Robert H. Gidel

Robert H. Gidel

as sole manager of Fortress Pinnacle Investment Fund LLC

## **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

## FIG ADVISORS LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer of Fortress Investment Group

LLC, managing member of FIG Advisors LLC

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

ROBERT H. GIDEL

/s/ Robert H. Gidel

Robert H. Gidel

# **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

#### FRIT PINN LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Vice President and Secretary

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

#### FRIT HOLDINGS LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

#### FORTRESS REGISTERED INVESTMENT TRUST

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

## **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

## FORTRESS INVESTMENT FUND LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary of Fortress Fund MM LLC, managing member of Fortress

Investment Fund LLC

# **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

# FORTRESS FUND MM LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FIT GSL LLC

By:

/s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FIT HOLDINGS LLC

By:

/s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FORTRESS INVESTMENT TRUST II

By:

/s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

## **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FORTRESS INVESTMENT FUND II LLC

By:

/s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary of Fortress Fund MM II LLC, managing member of Fortress

Investment Fund II LLC

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FORTRESS FUND MM II LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FIG LLC

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FORTRESS INVESTMENT GROUP LLC

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

## FORTRESS OPERATING ENTITY I LP

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer of FIG Corp, general partner

of Fortress Operating Entity I LP

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 9, 2007

FIG CORP.

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer

## AMENDED AND RESTATED ANNEX A

## DIRECTORS AND EXECUTIVE OFFICERS OF FIG LLC

The name and principal occupation of the director and each of the executive officers of FIG LLC, the holder of all issued and outstanding shares of beneficial interest of FIG Advisors LLC, the managing member of Fortress Fund MM LLC, the managing member of Drawbridge Special Opportunities Advisors LLC and the managing member of Drawbridge Global Macro Advisors LLC, are listed below. The principal business address of each of the directors and executive officers of Fortress Investment Group LLC is 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment

	Group LLC
Peter L. Briger, Jr.	Co-President and Director of Fortress Investment Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Michael E. Novogratz	Co-President and Director of Fortress Investment Group LLC
Daniel N. Bass	Chief Financial Officer of Fortress Investment Group LLC

#### DIRECTORS AND EXECUTIVE OFFICERS OF FIG CORP.

The name and principal occupation of the directors and each of the executive officers of FIG Corp., the general partner of Fortress Operating Entity I LP, are listed below. The principal business address of each of the directors and executive officers of FIG Corp. is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas,  $46^{th}$  Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Peter L. Briger, Jr.	Co-President and Director of Fortress Investment Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Michael E. Novogratz	Co-President and Director of Fortress Investment Group LLC
Daniel N. Bass	Chief Financial Officer of Fortress Investment Group LLC
David Brooks	Secretary, Vice President and General Counsel of Fortress Investment Group LLC

## DIRECTORS AND EXECUTIVE OFFICERS OF FORTRESS INVESTMENT GROUP LLC

The name and principal occupation of each of the directors and executive officers of Fortress Investment Group LLC, the holder of all of the issued and outstanding shares of FIG Corp., are listed below. The principal business address of each of the directors and executive officers of Fortress Investment Group LLC is 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Peter L. Briger, Jr.	Co-President and Director of Fortress Investment Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Michael E. Novogratz	Co-President and Director of Fortress Investment Group LLC
Daniel N. Bass	Chief Financial Officer of Fortress Investment Group LLC
David Brooks	Secretary, Vice President and General Counsel of Fortress Investment Group LLC

#### GENERAL PARTNER OF FORTRESS OPERATING ENTITY I LP

The name of the general partner of Fortress Operating Entity I LP, the holder of all issued and outstanding shares of beneficial interest of Fortress Investment Group LLC, is FIG Corp. The name and principal occupation of the directors and each of the executive officers of Fortress Investment Group LLC, the holder of all of the issued and outstanding shares of FIG Corp., are listed below. The principal business address of the general partner of Fortress Operating Entity I LP and each of the directors and executive officers of Fortress Investment Group LLC is 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Peter L. Briger, Jr.	Co-President and Director of Fortress Investment Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Michael E. Novogratz	Co-President and Director of Fortress Investment Group LLC
Daniel N. Bass	Chief Financial Officer of Fortress Investment Group LLC
David Brooks	Secretary, Vice President and General Counsel of Fortress Investment Group LLC

The name and principal occupation of each of the executive officers of Fortress Investment Fund II LLC, the holder of a majority of the issued and outstanding shares of beneficial interest of Fortress Investment Trust II, are listed below. The principal business address of each of the executive officers of Fortress Investment Fund II LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds

#### DIRECTORS AND EXECUTIVE OFFICERS OF FIT GSL LLC

The name and principal occupation of each of the directors and executive officers of FIT GSL LLC are listed below. The principal business address of each of the directors and executive officers of FIT GSL LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds
Jonathan Ashley	Managing Director of Fortress Investment Group LLC

#### EXECUTIVE OFFICERS OF FORTRESS FUND MM II LLC

The name and principal occupation of each of the executive officers of Fortress Fund MM II LLC, the managing member of Fortress Investment Fund II LLC, are listed below. The principal business address of each of the executive officers of Fortress Fund MM II LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas,  $46^{th}$  Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds

#### MANAGERS AND MEMBERS OF FORTRESS INVESTMENT FUND LLC

The name and principal occupation of each of the managers and members of Fortress Investment Fund LLC, the holder of all of the issued and outstanding shares of beneficial interest of Fortress Registered Investment Trust, are listed below. The principal business address of each of the managers and members officers of Fortress Investment Fund LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Peter L. Briger, Jr.	Co-President and Director of Fortress Investment Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Michael E. Novogratz	Co-President and Director of Fortress Investment Group LLC
Daniel N. Bass	Chief Financial Officer of Fortress Investment Group LLC

## EXECUTIVE OFFICERS OF FIT HOLDINGS LLC

The name and principal occupation of each of the executive officers of FIT Holdings LLC, the sole member of FIT GSL LLC, are listed below. The principal business address of each of the managers and members officers of FIT Holdings LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds

#### EXECUTIVE OFFICERS OF FRIT HOLDINGS LLC

The name and principal occupation of each of the executive officers of FRIT Holdings LLC, the sole member of FRIT PINN LLC, are listed below. The principal business address of each of the managers and members officers of FRIT Holdings LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds

#### MANAGERS AND MEMBERS OF FORTRESS FUND MM LLC

The name and principal occupation of each of the managers and members of Fortress Fund MM LLC, the managing member of Fortress Investment Fund LLC, are listed below. The principal business address of each of the managers and members officers of Fortress Fund MM LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds

#### MEMBERS AND MANAGERS OF FRIT PINN LLC

The name and principal occupation of each of the members and managers of FRIT PINN LLC are listed below. The principal business address of each of the members and managers of FRIT PINN LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds
William B. Doniger	Managing Director of Fortress Investment Group LLC

# MANAGERS AND MEMBERS OF FIG ADVISORS LLC

The name and principal occupation of each of the managers and members of FIG Advisors LLC, the investment advisor of Fortress Pinnacle Investment Fund LLC, are listed below. The principal business address of each of the managers and members officers of FIG Advisors LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas,  $46^{th}$  Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds

## TRUSTEES AND EXECUTIVE OFFICERS OF FORTRESS REGISTERED INVESTMENT TRUST

The name and principal occupation of each of the trustees and executive officers of Fortress Registered Investment Trust, the sole member of FRIT Holdings LLC, are listed below. The principal business address of each of the executive officers of Fortress Registered Investment Trust is c/o Fortress Investment Group LLC 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

## Trustees

NAME	PRINCIPAL OCCUPATION	PRINCIPLE BUSINESS ADDRESS
Carmen Gigliotti	Senior Portfolio Manager, DuPont Pension Fund Investment	DuPont Pension Fund Investment One Righter Pkwy Suite 3200 Wilmington, DE 19803
Amy Diamond	Manager, Private Investments,	Northwestern University 1800 Sherman

	Northwestern University	Ave, Suite 400, Evanston, Il 60201
Doug Gorence	Chief Investment Officer for the University of Minnesota Foundation Investment Advisors	220 S. 6 <sup>th</sup> Street, Suite 1225, Minneapolis, MN 55402
Marcia Haydel	Portfolio Manager, General Motors Investment Management Corporation	General Motors Investment Management Corporation 767 Fifth Avenue New York, NY 10153
Dennis Porterfield	Self-employed	321 Race Track Road Ho-Ho-Kus, NJ 07423
Gary Holt	Investment Officer, Washington State Investment Board	Washington State Investment Board 2100 Evergreen Park Drive SW Olympia, WA 98504
John Sites	Partner, Daystar Partners	Daystar Partners 411 Theodore Fremd Avenue , Suite 100 Rye, NY 10580
Mark Barnard	Director - Private Investments, Howard Hughes Medical Institute	Howard Hughes Medical Institute 4000 Jones Bridge Road Chevy Chase, MD 20815-6789
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment Group LLC	Fortress Investment Group LLC 1345 Avenue of the Americas, 46 <sup>th</sup> Floor New York, NY 10105

# **Executive Officers**

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds
Allison Thrush	Managing Director of Fortress Investment Group LLC

# TRUSTEES AND EXECUTIVE OFFICERS OF FORTRESS INVESTMENT TRUST II

The name and principal occupation of each of the trustees and executive officers of Fortress Investment Trust II, the holder of all issued and outstanding shares of beneficial interest of FIT Holdings LLC, are listed below. The principal business address of each of the executive officers of Fortress Investment Trust II is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas,  $46^{th}$  Floor, New York, NY 10105.

## Trustees

NAME	PRINCIPAL OCCUPATION	PRINCIPLE BUSINESS ADDRESS
Carmen Gigliotti	Senior Portfolio Manager, DuPont Pension Fund Investment	DuPont Pension Fund Investment One Righter Pkwy Suite 3200 Wilmington, DE 19803
Amy Diamond	Manager, Private Investments, Northwestern University	Northwestern University 1800 Sherman Ave, Suite 400 Evanston, IL 60201
Doug Gorence	Chief Investment Officer for the University of Minnesota Foundation Investment Advisors	220 S. 6 <sup>th</sup> Street, Suite 1225, Minneapolis, MN 55402
Dean Takahashi	Senior Director, Yale University	55 Whitney Avenue, New Haven, CT
Dennis Porterfield	Self- employed	321 Race Track Road Ho-Ho-Kus, NJ 07423
Gary Holt	Investment Officer, Washington State Investment Board	Washington State Investment Board 2100 Evergree Park Drive SW Olympia, WA 98504
John Sites	Partner, Daystar Partners	Daystar Partners 411 Theodore Fremd Avenue, Suite 100 Rye, NY 10580

Mark Barnard	Director – Private Investments,	Howard Hughes Medical Institute
	Howard Hughes Medical Institute	4000 Jones Bridge Road
		Chevy Chase, MD 20815-6789
Mike Dire	Director, California State Teachers'	7667 Folsom Blvd, Suite 250
	Retirement System	Sacramento, CA 95826
Ron Schmitz	Chief Investment Officer, Oregon State	100 Labor & Industries Bldg.
	Treasury	350 Winter St., NE
		Salem, OR 97301-3896
Wesley R. Edens	Chairman of the Board of Directors and	Fortress Investment Group LLC
	Chief Executive Officer of Fortress	1345 Avenue of the Americas, 46 <sup>th</sup>
	Investment Group Holdings LLC	Floor
		New York, NY 10105

# **Executive Officers**

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds
Allison Thrush	Managing Director of Fortress Investment Group LLC

## OFFICERS OF FORTRESS PINNACLE INVESTMENT FUND LLC

The name and principal occupation of each of the officers of Fortress Pinnacle Investment Fund LLC are listed below. The principal business address of each of the officers of Fortress Pinnacle Investment Fund LLC is c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46<sup>th</sup> Floor, New York, NY 10105.

NAME	PRINCIPAL OCCUPATION
Wesley R. Edens	Chairman of the Board of Directors and Chief Executive Officer of Fortress Investment
	Group LLC
Robert I. Kauffman	President-Europe and Director of Fortress Investment Group LLC
Randal A. Nardone	Chief Operating Officer and Director of Fortress Investment Group LLC
Jeffrey R. Rosenthal	Chief Financial Officer of Fortress Investment Group LLC's Private Equity Funds
Allison Thrush	Managing Director of Fortress Investment Group LLC

#### JOINT FILING AGREEMENT

This JOINT FILING AGREEMENT, dated as of July 9, 2007, is made by and among by FRIT PINN LLC ("FRIT PINN"), FRIT Holdings LLC ("FRITH"), Fortress Registered Investment Trust ("FRIT"), Fortress Pinnacle Investment Fund LLC ("FPIF"), FIG Advisors LLC ("FIGA"), Robert H. Gidel ("Gidel"), Fortress Investment Fund LLC ("FIF"), Fortress Fund MM LLC ("FFMM"), FIT GSL LLC ("FIT GSL"), FIT Holdings LLC ("FITH"), Fortress Investment Trust II ("FIT II"), Fortress Investment Fund II LLC ("FIF II"), Fortress Fund MM II LLC ("FFMMII"), FIG LLC ("FIG"), Fortress Operating Entity I LP ("FOEI"), FIG Corp. ("FIG Corp.") and Fortress Investment Group LLC ("FIGH"). FRIT PINN, FRITH, FRIT, FPIF, FIGA, Gidel, FIF, FFMM, FIT GSL, FITH, FIT II, FIF II, FFMMII, FIG, FOEI, FIG Corp. and FIGH are collectively referred to herein as the "Parties" and each individually as a "Party." Pursuant to Rule 13d-1(k)(1)(iii) promulgated under the Securities Exchange Act of 1934, as amended, the Parties hereby acknowledge and agree that Amendment No. 1 to Schedule 13D is filed on behalf of each such Party and that all subsequent amendments to the Statement on Schedule 13D shall be filed on behalf of each of the Parties without the necessity of filing additional joint filing agreements. The Parties hereby acknowledge that each Party shall be responsible for timely filing of such amendments, and for the completeness and accuracy of the information concerning such Party contained therein, but shall not be responsible for the completeness and accuracy of the information concerning any other Party, except to the extent that such Party knows or has reason to believe that such information is inaccurate.

[signature pages follow]

IN WITNESS WHEREOF, the Parties hereto have executed this Joint Filing Agreement as of the day and year first above written.

## FORTRESS PINNACLE INVESTMENT FUND LLC

By: /s/ Robert H. Gidel

Robert H. Gidel

as sole manager of Fortress Pinnacle Investment Fund LLC

#### FIG ADVISORS LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer of Fortress Investment Group LLC, managing member of FIG Advisors LLC

## ROBERT H. GIDEL

By: /s/ Robert H. Gidel

Robert H. Gidel

#### FRIT PINN LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Vice President and Secretary

## FRIT HOLDINGS LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

#### FORTRESS REGISTERED INVESTMENT TRUST

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

## FORTRESS INVESTMENT FUND LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary of Fortress Fund MM LLC, managing member of Fortress Investment Fund LLC

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## FORTRESS FUND MM LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

FIT GSL LLC

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer and Secretary

FIT HOLDINGS LLC

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer and Secretary

FORTRESS INVESTMENT TRUST II

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

FORTRESS INVESTMENT FUND II LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary of Fortress Fund MM II LLC, managing member of Fortress Investment Fund II LLC

FORTRESS FUND MM II LLC

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer and Secretary

FIG LLC

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer

FORTRESS OPERATING ENTITY I LP

By: /s/ Randal A. Nardone

Randal A. Nardone

as Chief Operating Officer of FIG Corp., general partner of

Fortress Operating Entity I LP

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FIG CORP.

By: /s/ Randal A. Nardone

Randal A. Nardone as Chief Operating Officer

FORTRESS INVESTMENT GROUP LLC

By: /s/ Randal A. Nardone

Randal A. Nardone As Chief Operating Officer