

CROWN CASTLE INTERNATIONAL CORP  
 Form 4  
 November 21, 2006

**FORM 4**

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

OMB APPROVAL

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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 OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 MCKENZIE ROBERT F

2. Issuer Name and Ticker or Trading Symbol  
 CROWN CASTLE INTERNATIONAL CORP [CCI]

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

(Last) (First) (Middle)  
 510 BERING DRIVE, SUITE 600  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/17/2006

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

HOUSTON, TX 77057  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 \$0.01 Par Value   | 11/17/2006                           |  | M                              | 17,813  | A \$ 4.2  | 46,710   | D   |
| Common Stock \$0.01 Par Value   | 11/17/2006                           |  | M <sup>(1)</sup>               | 2,500 <sup>(1)</sup>  | A \$ 20.9375  | 49,210   | D   |
| Common Stock \$0.01 Par Value   | 11/17/2006                           |  | M <sup>(1)</sup>               | 5,000 <sup>(1)</sup>  | A \$ 24.8125  | 54,210   | D   |

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|  |            |                        |                |   |          |        |   |
|--|------------|------------------------|----------------|---|----------|--------|---|
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 100            | D | \$ 34.45 | 54,110 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 100            | D | \$ 34.43 | 54,010 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 100            | D | \$ 34.42 | 53,910 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 300            | D | \$ 34.41 | 53,610 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 500            | D | \$ 34.4  | 53,110 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 2,713          | D | \$ 34.39 | 50,397 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 1,600          | D | \$ 34.38 | 48,797 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 4,400          | D | \$ 34.37 | 44,397 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 7,500          | D | \$ 34.36 | 36,897 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | S                      | 500            | D | \$ 34.35 | 36,397 | D |
| Common<br>Stock<br>\$0.01 Par<br>Value | 11/17/2006 | <u>S<sup>(1)</sup></u> | 135 <u>(1)</u> | D | \$ 34.43 | 36,262 | D |
|  | 11/17/2006 | <u>S<sup>(1)</sup></u> |                | D | \$ 34.43 | 34,523 | D |

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|                                  |            |                  |  |                     |   |          |          |
|----------------------------------|------------|------------------|--|---------------------|---|----------|----------|
| Common Stock<br>\$0.01 Par Value |            |                  |  | 1,739<br><u>(1)</u> |   |          |          |
| Common Stock<br>\$0.01 Par Value | 11/17/2006 | S <sup>(1)</sup> |  | 1,200<br><u>(1)</u> | D | \$ 34.42 | 33,323 D |
| Common Stock<br>\$0.01 Par Value | 11/17/2006 | S <sup>(1)</sup> |  | 200 <u>(1)</u>      | D | \$ 34.41 | 33,123 D |
| Common Stock<br>\$0.01 Par Value | 11/17/2006 | S <sup>(1)</sup> |  | 200 <u>(1)</u>      | D | \$ 34.4  | 32,923 D |
| Common Stock<br>\$0.01 Par Value | 11/17/2006 | S <sup>(1)</sup> |  | 1,661<br><u>(1)</u> | D | \$ 34.39 | 31,262 D |
| Common Stock<br>\$0.01 Par Value | 11/17/2006 | J <sup>(2)</sup> |  | 2,365<br><u>(2)</u> | D | \$ 0     | 28,897 D |

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

**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 control number.**

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Option (right to                     | \$ 4.2   | 11/17/2006                           |  | M                              | 17,813  | <u>(3)</u>   | 07/30/2007  | Common Stock | 17,813                     |

|  |            |            |  |                  |                     |            |            |                 |       |
|--|------------|------------|--|------------------|---------------------|------------|------------|-----------------|-------|
| purchase<br>Common<br>Stock)                                 |            |            |  |                  |                     |            |            |                 |       |
| Stock<br>Option<br>(right to<br>purchase<br>Common<br>Stock) | \$ 20.9375 | 11/17/2006 |  | M <sup>(1)</sup> | 2,500<br><u>(1)</u> | 01/14/1999 | 01/14/2009 | Common<br>Stock | 2,500 |
| Stock<br>Option<br>(right to<br>purchase<br>Common<br>Stock) | \$ 24.8125 | 11/17/2006 |  | M <sup>(1)</sup> | 5,000<br><u>(1)</u> | <u>(4)</u> | 05/25/2010 | Common<br>Stock | 5,000 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MCKENZIE ROBERT F<br>510 BERING DRIVE<br>SUITE 600<br>HOUSTON, TX 77057 |               | X         |         |       |

## Signatures

/s/ Robert F.  
McKenzie

11/21/2006

\*\*Signature of Reporting  
Person

Date

## Explanation of Responses:

- \* 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).
- (1) This transaction was conducted in connection with a separation agreement approved by and entered as an order of a Colorado District Court. The Reporting Person disclaims beneficial ownership of the securities acquired or disposed of in connection with such transaction.
- (2) Represents transfer to ex-wife of certain shares pursuant to a separation agreement approved by and entered as an order of a Colorado District Court. The Reporting Person disclaims beneficial ownership of the securities disposed of in connection with such transfer.
- (3) Vested 20% on July 30, 1998, and the remainder vested on August 18, 1998, upon consummation of the Issuer's initial public equity offering.
- (4) Vested 1/3 per year on each of the first three anniversary dates of May 25, 2000.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.