Edgar Filing: Abrams David C - Form 4

Alexande David C

Form 4											
January 30, 2007								OMB APPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						IMISSION	OMB Number:	3235-0287			
Subject to Section 16. Form 4 or Form 5 obligations may continue Section 17(a) of the			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						January 31, 2005 Estimated average burden hours per response 0.5		
1(b).											
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> Abrams David C			2. Issuer Name and Ticker or Trading Symbol CROWN CASTLE INTERNATIONAL CORP [CCI]				Issu	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 222 BERKELEY STREET, 22ND FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 01/26/2007					X_ Director 10% Owner Officer (give title below) Other (specify below)			
				Month/Day/Year) App			Individual or Joint/Group Filing(Check plicable Line) _ Form filed by One Reporting Person				
BOSTON, MA 02116									n filed by More than One Reporting		
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivative Se	ecuriti	es Acquired	d, Disposed of,	or Beneficially	Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	d Date, if	3. Transactic Code	4. Securities A DiDisposed of ((Instr. 3, 4 an	Acquir D)	-	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)	
Common Stock	01/26/2007			D <u>(1)</u>	2,809,646	D	\$ 33.8718	7,739,999	Ι	See Footnote (2)	

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Na	Relationships						
	Director	10% Owner	Officer	Other			
Abrams David C 222 BERKELEY STREET BOSTON, MA 02116	Х						
Signatures							
/s/ David Abrams	01/29/2007						
<u>**</u> 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).

Pursuant to a Stock Purchase Agreement, dated as of January 19, 2006, among the Issuer, certain private investment funds over whose
(1) shares Mr. Abrams may be deemed to have beneficial ownership, and other parties, on January 26, 2007 the Issuer purchased an aggregate of 2,809,646 shares of the Issuer's common stock for an aggregate of approximately \$95,167,935.

The shares reported herein are held by private investment funds of which Mr. Abrams, directly or indirectly, is the managing member of the general partner and/or is the managing member of the investment manager. In such capacities, Mr. Abrams may be deemed to have

(2) voting and investment power with respect to all shares being reported herein. Mr. Abrams disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of the shares reported herein for purposes of Section 16 or for any other purpose.

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.