

HAWK E BLAKE
Form 4
May 28, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HAWK E BLAKE

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)
1220 AUGUSTA, SUITE 500
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/28/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & General Counsel

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 or (D) Price		
Common Stock \$0.01 Par Value	05/28/2009		M		8,338 (1) \$ 18.875	514,435	D
Common Stock \$0.01 Par Value	05/28/2009		M		3,559 (1) \$ 19.937	517,994	D
Common Stock \$0.01 Par Value	05/28/2009		S		8,338 (1) \$ 23.6	509,656	D

Edgar Filing: HAWK E BLAKE - Form 4

Common Stock \$0.01 Par Value	05/28/2009	S	3,559 <u>(1)</u>	D	\$ 23.6	506,097	D	
Common Stock \$0.01 Par Value						365 <u>(2)</u>	I	By 401 (k) Plan

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.

SEC 1474
(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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (right to purchase Common Stock)	\$ 18.875	05/28/2009		M	8,338 <u>(1)</u>	<u>(3)</u> 06/01/2009	Common Stock	8,338
Stock Option (right to purchase Common Stock)	\$ 19.937	05/28/2009		M	3,559 <u>(1)</u>	<u>(4)</u> 06/02/2009	Common Stock	3,559

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

HAWK E BLAKE
1220 AUGUSTA
SUITE 500
HOUSTON, TX 77057

EVP & General Counsel

Signatures

/s/ E. Blake
Hawk

05/28/2009

**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) The option exercises and sales reported pursuant to this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- (2) Represents shares previously acquired in transactions exempt under Rule 16b-3(c).
- (3) Vested one-third upon grant, one-third on January 11, 2000 (upon the Company's common stock achieving a pre-established target price), and one-third on March 28, 2000 (upon the Company's common stock achieving a pre-established target price).
- (4) Vested one-third upon grant, one-third on January 18, 2000 (upon the Company's common stock achieving a pre-established target price), and one-third on March 30, 2000 (upon the Company's common stock achieving a pre-established target price).

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.