

PATTERSON WILLIAM J
Form 4
June 21, 2010

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 *
SPO ADVISORY CORP

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)
591 REDWOOD HIGHWAY,
SUITE 3215

3. Date of Earliest Transaction (Month/Day/Year)
06/17/2010

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

(Street)
MILL VALLEY, CA 94941

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

(City) (State) (Zip)

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---------------|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 06/17/2010 | | S | 300,000 | D | \$ 39.27 | 35,745,363 (1) (2) (3) (4) (5) (6) (7) I | See footnotes |
| Common Stock | 06/18/2010 | | S | 900,000 | D | \$ 39.27 | 34,878,463 (1) (2) (3) (4) (5) (6) (7) I | See Footnotes |
| Common Stock | 06/18/2010 | | G ⁽⁸⁾ | 5,300 | D | \$ 0 | 34,878,463 (1) (2) (3) (4) (5) (6) (7) I ⁽⁹⁾ | See Footnotes |

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SPO ADVISORY CORP 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941 | | X | | |
| SPO ADVISORY PARTNERS LP 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941 | | X | | |
| SF ADVISORY PARTNERS LP 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941 | | X | | |
| SPO PARTNERS II LP 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941 | | X | | |
| SAN FRANCISCO PARTNERS LP 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941 | | X | | |
| SCULLY JOHN H 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941 | | X | | |
| | | | | X |

OBERNDORF WILLIAM E
591 REDWOOD HIGHWAY, SUITE 3215
MILL VALLEY, CA 94941

PATTERSON WILLIAM J
591 REDWOOD HIGHWAY, SUITE 3215 X
MILL VALLEY, CA 94941

MCDERMOTT EDWARD H
591 REDWOOD HIGHWAY , SUITE 3215 X
MILL VALLEY, CA 94941

MOBLEY KURT
591 REDWOOD HIGHWAY, SUITE 3215 X
MILL VALLEY, CA 94941

Signatures

Kim M. Silva,
Attorney-in-fact 06/21/2010

**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 entities disposing of these shares are SPO Partners II, L.P. ("SPO Partners"), which sold 2,900,700 shares, San Francisco Partners, L.P. ("SF Partners"), which sold 37,500 shares, William E. Oberndorf ("WEO"), who sold 11,400 shares, Bill and Susan Oberndorf Foundation ("OF"), which sold 34,200 shares, Phoebe Snow Foundation ("PSF"), which sold 62,800 shares, John H. Scully ("JHS"), who sold 3,200 shares, and William J. Patterson ("WJP"), who sold 200 shares. As reported on Line 1, 300,000 shares of the issuer's common stock were sold, ranging in price from \$39.25 - 39.57 on 6/17/10. As reported on Line 2, 900,000 shares of the issuer's common stock were sold, ranging in price from \$39.25 - 39.37 on 6/18/10. As reported on Line 1 of Form 2 of 2, 1,850,000 shares of the issuer's common stock were sold, ranging in price from \$38.99 - 39.98 on 6/21/10.

(2) Following the transactions causing this filing, 31,794,563 shares of the issuer's common stock are owned directly by SPO Partners, and may be deemed to be indirectly beneficially owned by (i) SPO Advisory Partners, L.P. ("SPO Advisory"), the sole general partner of SPO Partners, (ii) SPO Advisory Corp. ("SPO Corp."), the sole general partner of SPO Advisory, and (iii) JHS, WEO, WJP and Edward H. McDermott ("EHM"), the four controlling persons of SPO Corp. Additionally, following the transactions causing this filing, 1,301,700 shares of the issuer's common stock are owned directly by SF Partners, and may be deemed to be indirectly beneficially owned by (i) SF Advisory Partners, L.P. ("SF Advisory"), the sole general partner of SF Partners, (ii) SPO Corp., the sole general partner of SF Advisory, and (iii) JHS, WEO, WJP, & EHM the four controlling persons of SPO Corp.

(3) Additionally, following the transactions causing this filing, PSF owns 450,300 shares of the issuer's common stock. Additionally, following the transactions causing this filing, 281,600 shares of the issuer's common stock are held in the JHS Individual Retirement Account (Rollover), which is self-directed. Additionally, JHS may be deemed to indirectly beneficially own 628,900 shares of the issuer's common stock solely in his capacity as the trustee for the John H. Scully Living Trust dated October 1, 2003 ("JHS Trust"). Additionally, JHS may be deemed to indirectly beneficially own 339,800 shares of the issuer's common stock solely in the capacity of being the general partner of Cranberry Lake Partners, L.P. ("CLP"). Additionally, 230,800 shares of the issuer's common stock may be deemed to be indirectly beneficially owned by JHS solely in his capacity as the general partner of Netcong Newton Partners, L.P. ("Netcong").

(4) Additionally, following the transactions causing this filing, OF owns 115,800 shares of the issuer's common stock. Additionally, following the transactions causing this filing, WEO beneficially owns 997,800 shares of the issuer's common stock held in the WEO individual retirement account, which is self-directed, and may be deemed to indirectly beneficially own (i) 350,000 shares of the issuer's common stock solely in his capacity as sole general partner of Oberndorf Family Partners, (ii) 50,000 shares of the issuer's common stock solely in his capacity as father of his two children, and (iii) 450,000 shares of the issuer's common stock solely in his capacity as a trustee for the William E. & Susan C. Oberndorf Trust ("WEO Trust"), a trust for the benefit of himself and his wife. Additionally, 18,000 shares of the Issuer's common stock are owned directly by Betty Jane Weimer ("BJW").

(5) Additionally, following the transactions causing this filing, 13,100 shares of the issuer's common stock are owned directly by WJP in his individual retirement account, which is self-directed.

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- (6) Additionally, 2,500 shares of the issuer's common stock are owned directly by EHM in his individual retirement account, which is self-directed. Additionally, 10,000 shares of the issuer's common stock are owned directly by EHM.
- (7) Additionally, Brian Scully ("BS"), who directly owns 14,900 shares of the issuer's common stock, and Vince Scully ("VS"), who directly owns 11,000 shares of the issuer's common stock, are no longer included in the SPO Corp filing group.
- (8) The person making this gift is Kurt C. Mobley ("KCM"). KCM may be deemed to be part of a "group", as such term is defined in Rule 13d-5(b)(1) promulgated under the Securities Exchange Act of 1934, which is a 10% Owner.
- (9) Following the transaction causing this filing, KCM directly owns 14,120 shares of the issuer's common stock. Additionally, KCM holds 30,000 shares of the issuer's common stock in the KCM's individual retirement account, which is self-directed. Additionally, KCM may be deemed to indirectly beneficially own 20,000 shares of the issuer's common stock in his capacity as the sole general partner of Cannonball Creek, L.P., a family partnership.

Remarks:

FORM 1 OF 2

The persons listed in the Notes above (each a "Reporting Person") may be deemed to form a "group", as such term is defined in

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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