

PATTERSON WILLIAM J
Form 4
June 24, 2010

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
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(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)
06/22/2010

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

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

MILL VALLEY, CA 94941

(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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	06/22/2010		S		144,300	D	\$ 39.04	32,957,763 (1) (2) (3) (4) (5) I (6)
Common Stock	06/23/2010		S		251,200	D	\$ 39.21	32,716,463 (1) (2) (3) (4) (5) I (6)

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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		
OBERNDORF WILLIAM E 591 REDWOOD HIGHWAY, SUITE 3215 MILL VALLEY, CA 94941		X		
		X		

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

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

X

Signatures

Kim M. Silva,
Attorney-in-fact

06/24/2010

__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 442,300 shares, San Francisco Partners, L.P. ("SF Partners"), which sold 5,300 shares, William E. Oberndorf ("WEO"), who sold 1,700 shares, Bill and Susan Oberndorf Foundation ("OF"), which sold 6,200 shares, Phoebe Snow Foundation ("PSF"), which sold 11,900 shares, and John H. Scully ("JHS"), who sold 500 shares. As reported on Line 1 above, 144,300 shares of the issuer's common stock were sold, ranging in price from \$38.88 - 39.35 on 6/22/10. As reported on Line 2 above, 251,200 shares of the issuer's common stock were sold, ranging in price from \$38.99 - 39.45 on 6/23/10. As reported on Line 1 of FORM 2 of 2, 72,400 shares of the issuer's common stock were sold, ranging in price from \$38.93 - 39.02 on 6/24/10.

(2) Following the transactions causing this filing, 31,352,263 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, William J. Patterson ("WJP") and Edward H. McDermott ("EHM"), the four controlling persons of SPO Corp. Additionally, following the transactions causing this filing, 1,296,400 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 438,400 shares of the issuer's common stock. Additionally, following the transactions causing this filing, 281,100 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 109,600 shares of the issuer's common stock. Additionally, following the transactions causing this filing, WEO beneficially owns 996,100 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 trustee of his two children's accounts, 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.

(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.

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

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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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