

CROWN CASTLE INTERNATIONAL CORP  
Form 8-K  
January 05, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): January 4, 2005**

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**Crown Castle International Corp.**

(Exact Name of Registrant as Specified in its Charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-16441**  
(Commission File Number)

**76-0470458**  
(IRS Employer  
Identification Number)

**510 Bering Drive**  
**Suite 500**

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Houston, TX 77057

(Address of Principal Executive Office)

Registrant's telephone number, including area code: (713) 570-3000

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS**

Following eight years of service with the Company, Wesley D. Cunningham, the Company's principal accounting officer, has announced his resignation as Senior Vice President, Chief Accounting Officer and Corporate Controller of the Company, effective March 31, 2005. Mr. Cunningham will remain in his current capacity as the principal accounting officer of the Company until such effective date, which period includes the preparation and filing of the Company's 2004 Annual Report on Form 10-K. Subsequent to his departure, Mr. Cunningham has agreed to act as a consultant to the Company. It is anticipated that Mr. Cunningham's duties will be transitioned to existing accounting personnel of the Company.

This document contains forward-looking statements that are based on our management's current expectations, including but not limited to plans regarding transition of the duties of the Company's principal accounting officer. Such forward-looking statements are subject to certain risks, uncertainties, assumptions and other factors. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those expected. More information about potential risk factors which could affect the Company is included in our filings with the SEC.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CROWN CASTLE INTERNATIONAL CORP.**

By:           /s/ E. Blake Hawk          

Name: E. Blake Hawk  
Title: Executive Vice President  
and General Counsel

Date: January 4, 2005