

KELLY JOHN P
Form 4/A
August 28, 2001

OMB APPROVAL
OMB Number: 3235-0287
Expires: December 31, 2001
Estimated average burden
hours per response..... 0.5

+-----+
| FORM 4 |
+-----+

U.S. 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
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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person\*

KELLY JOHN P.
(Last) (First) (Middle)

c/o CROWN CASTLE INTERNATIONAL CORP.
510 BERING, SUITE 500

(Street)

HOUSTON TEXAS 77057
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol CROWN CASTLE INTERNATIONAL CORP.
(CCI)

3. I.R.S. Identification Number of Reporting Person, if an entity
(voluntary)

4. Statement for Month/Year AUGUST 2001

5. If Amendment, Date of Original (Month/Year) AUGUST 20, 2001

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Edgar Filing: KELLY JOHN P - Form 4/A

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

Chief Executive Officer and President  
-----

7. 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. Trans-action Date (Month/Day/Year)	3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 a)
		Code	V	Amount	(A) or (D)	Price	
Common Stock \$0.01 Par Value	8/20/01	P		20,000 (1)	A	\$8.00	21,010

Explanation of Responses:

(1) Due to a clerical error, on August 22, 2001, the reporting person filed a Form 4 reporting the acquisition of 21,000 shares of common stock of the issuer. The actual number of shares of common stock acquired was 20,000.

**Edgar Filing: KELLY JOHN P - Form 4/A**

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

\* If the form is filed by more than one person, see Instruction 4(b)(v)

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.

(Page 1 of 2)

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)	4. Transaction Code (Instr. 8)	
			Code	V

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

6. Date Exercisable and	7. Title and Amount of Underlying Securities	8. Price of	9. Number of De
-------------------------	----------------------------------------------	-------------	-----------------

Edgar Filing: KELLY JOHN P - Form 4/A

	Expiration Date (Month/Day/ Year)	(Instr. 3 and 4)		Deriv- ative Secur- ity (Instr. 5)	ative Secur ities Bene- ficia Owned at En of Month (Inst
-----					
Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares		

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

-----

Explanation of Responses:

/s/ JOHN P. KELLY	08/27/01
-----	
**Signature of Reporting Person JOHN P. KELLY	Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.  
If space provided 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.