

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person  
 Centennial Fund V, L.P.  
 1428 15th Street  
 Denver, CO 80202  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 Crown Castle International Corp.  
 TWRS
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 December, 1999
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner ( ) Officer (give title below)  Other  
 (specify below)  
 Joint Report(9)
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	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock	12/28/99	J(1)	800,000 D	2,531,285	D(2)	
Common Stock	12/28/99	J(1)	1,200,000 D	3,565,340	D(3)	
Common Stock	12/28/99	J(1)	26,000 D	77,415	D(4)	
Common Stock	12/28/99	J(5)	204,678 A		D(7)	
Common Stock	12/28/99	J(1)	19,802 D	420,873	D(7)	
Common Stock	12/28/99	J(6)	148,200 A		D(8)	
Common Stock	12/28/99	J(1)	8,957 D		D(8)	
Common Stock	12/28/99	J(11)	260 A	203,430	D(8)	

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership

Explanation of Responses:

(1) Distribution of shares to the Reporting Persons' partners.  
 (2) By Centennial Fund V, L.P. ("Fund V"). Centennial Holdings V, L.P., a Delaware limited partnership ("Holdings V"), is the sole general partner of Fund V. By virtue of the relationship described, Holdings V may be deemed to control Fund V and possess indirect beneficial ownership of the securities of the Issuer directly beneficially held by Fund V. This Form is also being filed on behalf of Holdings V as an indirect beneficial owner of securities of the Issuer.  
 Steven C. Halstedt, Jeffrey H. Schutz, Adam Goldman, Donald H. Parsons, Jr., and David C. Hull, Jr. are the sole general partners of Holdings V (the "Individual Partners"). By virtue of the relationships described above and their roles with Fund V and Holdings V, each of the Individual Partners may be deemed to control Holdings V and Fund V and may be deemed to possess indirect beneficial ownership of the Issuer securities held by Fund V. However, none of the Individual Partners, acting alone, has voting or investment power with respect to the Issuer securities directly beneficially held by Fund V, and, as a result, each Individual Partner disclaims beneficial

ownership of the Issuer securities directly beneficially owned by Fund V. Jeffrey H. Schutz is a director of the Issuer.

(3) By Centennial Fund IV, L.P. ("Fund IV"). Each of the Individual Partners is also one of the five general partners of Centennial Holdings IV, a Delaware limited partnership ("Holdings IV"), which is the sole general partner of Fund IV. By virtue of the relationships described above and their roles with Fund IV and Holdings IV, each of the Individual partners may be deemed to control Holdings IV and Fund IV and may be deemed to possess indirect beneficial ownership of the Issuer securities held by Fund IV. However, none of the Individual Partners, acting alone, has voting or investment power with respect to the Issuer securities directly beneficially held by Fund IV, and, as a result, each individual partner disclaims beneficial ownership of the Issuer securities directly beneficially owned by Fund IV.

(4) By Centennial Entrepreneurs Fund V, L.P. ("Entrepreneurs"). Centennial Holdings V, L.P., a Delaware limited partnership ("Holdings V"), is the sole general partner of Entrepreneurs. By virtue of the relationship described, Holdings V may be deemed to control Entrepreneurs and possess indirect beneficial ownership of the securities of the Issuer directly beneficially held by Entrepreneurs.

By virtue of the relationships described above and their roles with Entrepreneurs, each Individual Partner may be deemed to control Entrepreneurs. However, none of the Individual Partners, acting alone, has voting or investment power with respect to the Issuer securities directly beneficially held by Entrepreneurs, and, as a result, each Individual Partner disclaims beneficial ownership of the Issuer securities directly beneficially owned by Entrepreneurs.

(5) Distribution of shares by Fund IV to Holdings IV.

(6) Distribution of shares by Fund V to Holdings V.

(7) By Holdings

IV.

(8) By Holdings

V.

(9) Pursuant to the Stockholders Agreement entered into between the Issuer and each of the stockholders listed in Schedule I thereto (the "Stockholders Agreement"), and pursuant to the Share Exchange Agreement dated as of April 24, 1998 between the Issuer and Castle Transmission Services (Holdings) Ltd ("CTSH"), Telediffusion de France International S.A., Digital Future Investments B.V. and certain shareholders of CTSH (the "Share Exchange Agreement"), Centennial Fund V, L.P. may be deemed to be the beneficial owner (as defined in Rule 16a-1(a)(1) promulgated under the Securities Exchange Act of 1934, as amended) of the securities of the Issuer owned by parties to the Stockholders Agreement, but Centennial Fund V, L.P. disclaims beneficial ownership of such securities, except to the extent of its pecuniary interest therein.

(10) This form is executed by Jeffrey H. Schutz, General Partner of Holdings V, the sole General Partner of Fund V.

(11) Distribution of shares by Entrepreneurs to Holdings

V.

Joint Filer Name: Centennial Fund IV,  
L.P.  
Address: 1428 15th  
Street  
Denver, CO 80202

Signature:

\_\_\_\_\_  
/s/Jeffrey H. Schutz, General Partner

partnership, of Centennial Holdings IV, L.P., a Delaware limited  
the sole General Partner of Centennial Fund IV, a Delaware  
limited partnership

Joint Filer Name: Centennial Holdings IV,  
L.P.  
Address: 1428 15th  
Street  
Denver, CO 80202

Signature:

\_\_\_\_\_  
/s/Jeffrey H. Schutz, General Partner

partnership, of Centennial Holdings IV, L.P., a Delaware limited  
the sole General Partner of Centennial Fund IV, L. P., a  
Delaware limited partnership

Joint Filer Name: Centennial Entrepreneurs V,  
L.P.  
Address: 1428 15th  
Street  
Denver, CO 80202

Signature:

\_\_\_\_\_  
/s/Jeffrey H. Schutz, General Partner of

Centennial Holdings V, L.P., a Delaware limited partnership, the  
sole General Partner of Centennial Entrepreneurs Fund V, L.P., a  
partnership

Joint Filer Name: Centennial Fund V,  
L.P.  
Address: 1428 15th Street  
Denver, CO 80202

Signature:

\_\_\_\_\_  
Partner /s/Jeffrey H. Schutz, General  
limited of Centennial Holdings V, L.P., a Delaware  
limited partnership, the sole General Partner of  
partnership Centennial Fund V, L.P., a Delaware

Joint Filer Name: Centennial Holdings V,  
L.P.  
Address: 1428 15th Street  
Denver, CO 80202

Signature:

\_\_\_\_\_  
Schutz, /s/Jeffrey H.  
General Partner  
Joint Filer Name: Jeffrey H.  
Schutz  
Address: 1428 15th Street  
Denver, CO 80202

Signature:

\_\_\_\_\_  
Schutz /s/Jeffrey H.

SIGNATURE OF REPORTING PERSON  
/s/Jeffrey H. Schutz, General Partner (10)  
DATE  
January 10, 2000