

CROWN CASTLE INTERNATIONAL CORP  
Form 8-K  
April 03, 2006

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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): March 31, 2006**

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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 600**

**Houston, TX 77057**

(Address of Principal Executive Office)

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

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## Edgar Filing: CROWN CASTLE INTERNATIONAL CORP - Form 8-K

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 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On March 31, 2006, the Company, following approval by the Board of Directors upon recommendation of the Compensation Committee, paid the following annual incentive awards to the following executive officers of the Company:

<b>Name and Principal Position</b>	<b>2005 Annual Incentive (\$)</b>
John P. Kelly Chief Executive Officer, President and Director	\$ 731,550
W. Benjamin Moreland Executive Vice President, Chief Financial Officer and Treasurer	\$ 410,541
E. Blake Hawk Executive Vice President and General Counsel	\$ 328,360
James D. Cordes Senior Vice President Corporate Development & Strategy	\$ 44,128
James D. Young President Tower Operations	\$ 47,564
Michael P. Schueppert President Modeo	\$ 79,104

The 2005 annual incentive awards shown in the table above were approved pursuant to the Company's 2005 EMT Annual Incentive Plan and were based on the Compensation Committee's evaluation of the achievement of Corporate and Business Unit Adjusted EBITDA and Free Cash Flow performance goals for 2005, together with individual performance goals.

**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: April 3, 2006