SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 4)

Clear Channel Outdoor Holdings, Inc. (Name of Issuer)

Class A Common Stock (Title of Class of Securities)

> _____18451C109 (CUSIP Number)

Peter D. Goldstein GAMCO Investors, Inc. One Corporate Center Rye, New York 10580-1435 (914) 921-7732

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

June 1, 2011
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of $\S\S$ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

CUSIP I	No. 18451C109						
1	Names of reporting persons I.R.S. identification nos. of Gabelli Funds, LLC		entities only)	I.D. No. 13-4044523			
2	Check the appropriate box	if a member of	group(SEE INSTRUCTIONS) (a)				
	(b)						
3	Sec use only						
4	Source of funds (SEE INSTRUCTIONS) 00-Funds of investment advisory clients						
5	Check box if disclosure of l	legal proceedings	is required pursuant to items 2 (d) or 2 (e) X				
6	Citizenship or place of orga New York	anization					
	Number Of	: 7	Sole voting power				
	Shares	:	2,108,917 (Item 5)				
	Beneficially	: 8	Shared voting power				
	Owned	:	None				
	By Each	: 9	Sole dispositive power				
	Reporting	:	2,108,917 (Item 5)				
	Person	:10	Shared dispositive power				
	With	:	Shared dispositive power				
		:	None				
11	Aggregate amount benefici	ially owned by ea	ch reporting person				
	2,108,917 (Item 5)						
12	Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)						
13	Percent of class represented	d by amount in r	ow (11)				
	5.16%						
14	Type of reporting person (S IA	SEE INSTRUCT	IONS)				

CUSI	P No. 18451C109		
1	Names of re I.R.S. identi	porting persons fication nos. of above persons (entities only)	
	GAMCO As Inc.	set Management I	I.D. No. 13-
	4044521		
2	Check the a	ppropriate box if a member of a group(SEE INSTRUCTIONS) (a)	
	(b)		
3	Sec use only		
4		nds (SEE INSTRUCTIONS)	
	00-Funds of	finvestment advisory clients	
5	Check box it	f disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)	
	Citizenshin	or place of organization	
,	New York		
	Number Of	: 7 Sole voting power	
	Shares	: 1,613,100 (Item 5)	
	Beneficially	: 8 Shared voting power	
	Owned	: : None	
	By Each	: 9 Sole dispositive power	
	Reporting	: 1,805,100 (Item 5)	
	Person	: :10 Shared dispositive power	
	With	:	
		: None	
11	Aggregate a	mount beneficially owned by each reporting person	
	1,805,100 (Id	em 5)	
12	Check box it (SEE INSTF	f the aggregate amount in row (11) excludes certain shares RUCTIONS)	
13	Percent of c	lass represented by amount in row (11)	
	4.42%		
14	Type of repo	orting person (SEE INSTRUCTIONS)	

CUSIP	No. 18451C10)9					
1		imited	ersons os. of above persons (en	ntities only)			I.D. No. 13-
	3191826	•					11271101 10
	Check the	appropriat	e box if a member of a	group(SEE INSTRUCTION	ONS) (a)		
	(b)						
3	Sec use on	ly					
4	Source of See Item 3		INSTRUCTIONS)				
5	Check box	if disclosu	re of legal proceedings i	is required pursuant to ite	ems 2 (d) or 2 (e)		
6	Citizenshi New Yor		f organization				
N	umber Of	: 7	Sole voting power	er			
	Shares	:	30,000 (Item 5)				
В	eneficially	: 8	Shared voting p	ower			
	Owned	: :	None				
	By Each	: 9	Sole dispositive	power			
I	Reporting	:	30,000 (Item 5)				
	Person	:10	Shared dispositi	ve power			
	With	:	None				
11	Aggregate	amount be	neficially owned by eac	h reporting person			
	30,000 (It	em 5)					
12		if the aggr		1) excludes certain shares	S		
13	Percent of	class repre	sented by amount in ro	w (11)			
	0.07%						
14	Type of re PN	porting per	son (SEE INSTRUCTIO	ONS)			

CUSIP	No. 18451C	109							
1	Names o I.R.S. ide Gabelli S Inc.	f reporting entification Securities,	persons nos. of above persons (entities only)		I.D.				
2	No. 13-3379374 Check the appropriate box if a member of a group(SEE INSTRUCTIONS) (a)								
-	2 Check the appropriate box if a member of a group(SEE INSTRUCTIONS)(a)								
	(b)								
3	Sec use o	only							
4		f funds (SE lient Funds	E INSTRUCTIONS)						
5	Check be	ox if disclo	ure of legal proceedings is required pursuant to items 2 (d) or 2 (e)						
6	Citizensl Delawa		of organization						
N	Number Of	: 7	Sole voting power						
	Shares	:	24,000 (Item 5)						
В	Seneficially	: 8	Shared voting power						
	Owned		None						
	By Each	: 9	Sole dispositive power						
I	Reporting	: :	24,000 (Item 5)						
	Person	:10	Shared dispositive power						
	With	: : :	None						
11	Aggrega	te amount	eneficially owned by each reporting person						
	24,000	(Item 5)							
12		ox if the ag STRUCTIO	regate amount in row (11) excludes certain shares NS)						
13	Percent	of class rep	resented by amount in row (11)						
	0.06%								
14	Type of 1 HC, C	reporting p	erson (SEE INSTRUCTIONS)						

1 Names of reporting persons LRS, identification nos, of above persons (entities only) GGCP, Inc. 2 Check the appropriate box if a member of a group(SEE INSTRUCTIONS) (a) (b) 3 See use only 4 Source of funds (SEE INSTRUCTIONS) None 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (b) or 2 (c) 6 Clitizonship or place of organization Wyoming Number Of: 7 Sole voting power Shares: None (Item 5) Beneficially; 3 Shared voting power Owned: None By Each: 9 Sole dispositive power Reporting: None (Item 5) Person Person 10 Shared dispositive power With: None None (Item 5) Person 11 Aggregate amount beneficially owned by each reporting person None (Item 5) 12 Check box if the aggregate amount in row (II) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (II) 0,000%	CUSIP No.	o. 18451C109	
2 Check the appropriate box if a member of a group(SEE INSTRUCTIONS) (a) (b) 3 Sec use only 4 Source of funds (SEE INSTRUCTIONS) None 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (f) or 2 (c) 6 Citizenship or place of organization Wyoming Number Of: 7 Sole voting power Shares: None (Item 5) Beneficially: 8 Shared voting power Owned: None By Each: 9 Sole dispositive power Reporting: None (Item 5) Person: 10 Shared dispositive power With: None 11 Aggregate amount beneficially owned by each reporting person None (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00%]	I.R.S. identification nos. of above persons (entities only) GGCP, Inc.	I.D.
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Scheck box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)	3	Sec use only	
6 Citizenship or place of organization Wyoming Number Of: 7 Sole voting power Shares: None (Item 5) Beneficially: 8 Shared voting power Owned: None By Each: 9 Sole dispositive power Reporting: None (Item 5) Person: 10 Shared dispositive power With: None 11 Aggregate amount beneficially owned by each reporting person None (Item 5) 12 Check box if the aggregate amount in row (II) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (II) 0.00%			
6 Citizenship or place of organization Wyoming Number Of: 7 Sole voting power Shares: None (Item 5) Beneficially: 8 Shared voting power Owned: None By Each: 9 Sole dispositive power Reporting: None (Item 5) Person: 10 Shared dispositive power With: None 11 Aggregate amount beneficially owned by each reporting person None (Item 5) 12 Check box if the aggregate amount in row (II) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (II) 0.00%		Challe if the land of the land	
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Shares None (Item 5) Beneficially 8 Shared voting power Owned None By Each 9 Sole dispositive power Reporting None (Item 5) Person 10 Shared dispositive power With None II Aggregate amount beneficially owned by each reporting person None (Item 5) 12 Check box if the aggregate amount in row (II) excludes certain shares (SEE INSTRUCTIONS) X	·	Wyoming	
Beneficially : 8 Shared voting power Owned : None By Each : 9 Sole dispositive power Reporting : None (Item 5) Person : 110 Shared dispositive power With : None : None : 111 Aggregate amount beneficially owned by each reporting person None (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00%	Number (Of: 7 Sole voting power	
Owned: None By Each: 9 Sole dispositive power Reporting: None (Item 5): 110 Shared dispositive power With: None: None: None 11 Aggregate amount beneficially owned by each reporting person None (Item 5): 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00%	Shares	: s : None (Item 5) :	
By Each	Beneficial	ally : 8 Shared voting power	
Reporting Person Ito Shared dispositive power With Aggregate amount beneficially owned by each reporting person None (Item 5) Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X Percent of class represented by amount in row (11) O.00% Type of reporting person (SEE INSTRUCTIONS)	Owned	d None	
Person : : : : : : : : : : : : : : : : : : :	By Each	th : 9 Sole dispositive power	
Shared dispositive power	•	: None (Item 5)	
: None : None : None (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00%	Person		
None (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00% 14 Type of reporting person (SEE INSTRUCTIONS)	With		
None (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00% 14 Type of reporting person (SEE INSTRUCTIONS)	11	i	
(SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00% 14 Type of reporting person (SEE INSTRUCTIONS)			
(SEE INSTRUCTIONS) X 13 Percent of class represented by amount in row (11) 0.00% 14 Type of reporting person (SEE INSTRUCTIONS)	12	Check how if the aggregate amount in row (11) excludes certain shares	
0.00% Type of reporting person (SEE INSTRUCTIONS)			
14 Type of reporting person (SEE INSTRUCTIONS)	13	Percent of class represented by amount in row (11)	
	(0.00%	
	14		

CUSIF	No. 18451C109									
1	Names of repo	ation nos. of	above persons (entities only)	I.D. No. 13-						
	Check the appropriate box if a member of a group(SEE INSTRUCTIONS) (a)									
	(b)									
3	Sec use only									
4	Source of fund None	ls (SEE INST	RUCTIONS)							
5	Check box if d	lisclosure of	egal proceedings is required pursuant to items 2 (d) or 2 (e)							
6	Citizenship or New York	place of org	nization							
	Number Of	: 7	Sole voting power							
	Shares	:	None (Item 5)							
	Beneficially	: 8	Shared voting power							
	Owned	: :	None							
	By Each	: 9	Sole dispositive power							
	Reporting	:	None (Item 5)							
	Person	:10	Shared dispositive power							
	With	:	None							
11	Aggregate am	ount benefic	ally owned by each reporting person							
	None (Item	5)								
12	Check box if t (SEE INSTRU		amount in row (11) excludes certain shares							
13	Percent of class	s represente	by amount in row (11)							
	0.00%									
14	Type of report HC, CO	ing person (EE INSTRUCTIONS)							

CUSIP N	No. 18451C109					
1	Names of reporting persons I.R.S. identification nos. of abo Mario J. Gabelli	ove persons (en	tities only)			
2	Check the appropriate box if a	member of a g	group(SEE INSTRUCTIONS) (a)			
	(b)					
3	Sec use only					
4	Source of funds (SEE INSTRU 00 – Funds of a Private Entity					
5	5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)					
6	6 Citizenship or place of organization USA					
	Number Of	: 7	Sole voting power			
Shares : 21,600 (Item 5)						
	Beneficially	: 8	Shared voting power			
	Owned	: : :	None			
	By Each	: 9	Sole dispositive power			
	Reporting	:	21,600 (Item 5)			
	Person	:10	Shared dispositive power			
	With	: :	None			
11	Aggregate amount beneficially	owned by each	h reporting person			
	21,600 (Item 5)					
12	Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) X					
13	Percent of class represented by	y amount in rov	w (11)			
	0.12%					
14	Type of reporting person (SEE IN	INSTRUCTIO	DNS)			

Item 1. Security and Issuer

This Amendment No. 4 to Schedule 13D on the Common Stock of Clear Channel Outdoor Holdings, Inc. (the "Issuer") is being filed on behalf of the undersigned to amend the Schedule 13D, as amended (the "Schedule 13D"), which was originally filed on April 16, 2009. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meanings as set forth in the Schedule 13D.

Item 2. <u>Identity and Background</u>

Item 2 to Schedule 13D is amended, in pertinent part, as follows:

This statement is being filed by Mario J. Gabelli ("Mario Gabelli") and various entities which he

directly or indirectly controls or for which he acts as chief investment officer. These entities engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, and as general partner or the equivalent of various private investment partnerships or private funds. Certain of these entities may also make investments for their own accounts.

The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13G or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: GGCP, Inc. ("GGCP"), GGCP Holdings LLC ("GGCP Holdings"), GAMCO Investors, Inc. ("GBL"), Gabelli Funds, LLC ("Gabelli Funds"), GAMCO Asset Management Inc. ("GAMCO"), Teton Advisors, Inc. ("Teton Advisors"), Gabelli Securities, Inc. ("GSI"), Gabelli & Company"), MJG Associates, Inc. ("MJG Associates"), Gabelli Foundation, Inc. ("Foundation"), MJG-IV Limited Partnership ("MJG-IV"), and Mario Gabelli. Those of the foregoing persons signing this Schedule 13D are hereinafter referred to as the "Reporting Persons".

GGCP makes investments for its own account and is the manager and a member of GGCP Holdings which is the controlling shareholder of GBL. GBL, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including those named below.

GAMCO, a wholly-owned subsidiary of GBL, is an investment adviser registered under the Investment Advisers Act of 1940, as amended ("Advisers Act"). GAMCO is an investment manager providing discretionary managed account services for employee benefit plans, private investors, endowments, foundations and others.

GSI, a majority-owned subsidiary of GBL, is an investment adviser registered under the Advisers Act and serves as a general partner or investment manager to limited partnerships and offshore investment companies and other accounts. As a part of its business, GSI may purchase or sell securities for its own account. GSI is a general partner or investment manager of a number of funds or partnerships, including Gabelli Associates Fund, L.P., Gabelli Associates Fund II, L.P., Gabelli Associates Limited, Gabelli Associates Limited II E, ALCE Partners, L.P., Gabelli Capital Structure Arbitrage Fund LP, Gabelli Capital Structure Arbitrage Fund Limited, Gabelli Intermediate Credit Fund L.P., Gabelli Japanese Value Partners L.P., GAMA Select Energy + L.P., GAMCO Medical Opportunities L.P., GAMCO Long/Short Equity Fund, L.P., Gabelli Multimedia Partners, L.P., Gabelli International Gold Fund Limited and Gabelli Green Long/Short Fund, L.P.

Gabelli & Company, a wholly-owned subsidiary of GSI, is a broker-dealer registered under the Securities Exchange Act of 1934, as amended ("1934 Act"), which as a part of its business regularly purchases and sells securities for its own account.

Gabelli Funds, a wholly owned subsidiary of GBL, is a limited liability company. Gabelli Funds is an investment adviser registered under the Advisers Act which provides advisory services for The Gabelli Equity Trust Inc., The Gabelli Asset Fund, The GAMCO Growth Fund, The Gabelli Convertible and Income Securities Fund Inc., The Gabelli Value Fund Inc., The Gabelli Small Cap Growth Fund, The Gabelli Equity Income Fund, The Gabelli ABC Fund, The GAMCO Global Telecommunications Fund, GAMCO Gold Fund, Inc., The Gabelli Global Multimedia Trust Inc., The GAMCO Global Convertible Securities Fund, Gabelli Capital Asset Fund, GAMCO International Growth Fund, Inc., The GAMCO Global Growth Fund, The Gabelli Utility Trust, The GAMCO Global Opportunity Fund, The Gabelli Utilities Fund, The Gabelli Blue Chip Value Fund, The GAMCO Mathers Fund, The Gabelli Woodland Small Cap Value Fund, The Comstock Capital Value Fund, The Gabelli Dividend and Income Trust, The Gabelli Global Utility & Income Trust, The Gabelli Global Gold, Natural Resources, & Income Trust, The Gabelli Global Deal Fund, Gabelli Enterprise Mergers & Acquisitions Fund, The Gabelli SRI Green Fund, Inc., and The Gabelli Healthcare & Wellness Rs Trust, (collectively, the "Funds"), which are registered investment companies. Gabelli Funds is also the investment adviser to The GAMCO International SICAV (sub-fund GAMCO Stategic Value), a UCITS III vehicle.

Teton Advisors, an investment adviser registered under the Advisers Act, provides discretionary advisory services to The GAMCO Westwood Mighty Mites^m Fund, The GAMCO Westwood Income Fund and The GAMCO Westwood SmallCap Equity Fund.

MJG Associates provides advisory services to private investment partnerships and offshore funds. Mario Gabelli is the sole shareholder, director and employee of MJG Associates. MJG Associates is the Investment Manager of Gabelli International Limited and Gabelli Fund, LDC. Mario J. Gabelli is the general partner of Gabelli Performance Partnership, LP.

The Foundation is a private foundation. Mario Gabelli is the Chairman, a Trustee and the

Investment Manager of the Foundation. Elisa M. Wilson is the President of the Foundation.

Mario Gabelli is the controlling stockholder, Chief Executive Officer and a director of GGCP and Chairman and Chief Executive Officer of GBL. Mario Gabelli is also a member of GGCP Holdings. Mario Gabelli is the controlling shareholder of Teton.

MJG-IV is a family partnership in which Mario Gabelli is the general partner. Mario Gabelli has less than a 100% interest in MJG-IV. MJG-IV makes investments for its own account. Mario Gabelli disclaims ownership of the securities held by MJG-IV beyond his pecuniary interest. The Reporting Persons do not admit that they constitute a group.

GBL, GAMCO, and Gabelli & Company are New York corporations and GSI and Teton Advisors are Delaware corporations, each having its principal business office at One Corporate Center, Rye, New York 10580. GGCP is a Wyoming corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. GGCP Holdings is a Delaware limited liability corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. Gabelli Funds is a New York limited liability company having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. The Foundation is a Nevada corporation having its principal offices at 165 West Liberty Street, Reno, Nevada 89501. For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the foregoing entities and other related persons (collectively, "Covered Persons"), reference is made to Schedule I annexed hereto and incorporated herein by reference.

(d) – Not applicable.

(e) – On April 24, 2008, Gabelli Funds settled an administrative proceeding with the Securities and Exchange Commission ("Commission") regarding frequent trading in shares of a mutual fund it advises, without admitting or denying the findings or allegations of the Commission. The inquiry involved Gabelli Funds' treatment of one investor who had engaged in frequent trading in one fund (the prospectus of which did not at that time impose limits on frequent trading), and who had subsequently made an investment in a hedge fund managed by an affiliate of Gabelli Funds. The investor was banned from the fund in August 2002, only after certain other investors were banned. The principal terms of the settlement include an administrative cease and desist order from violating Section 206(2) of the Investment Advisers Act of 1940, Section 17(d) of the Investment Company Act of 1940 ("Company Act"), and Rule 17d-1 thereunder, and Section 12(d)(1)(B)(1) of the Company Act, and the payment of \$11 million in disgorgement and prejudgment interest and \$5 million in a civil monetary penalty. Gabelli Funds was also required to retain an independent distribution consultant to develop a plan and oversee distribution to shareholders of the monies paid to the Commission, and to make certain other undertakings.

On January 12, 2009, Gabelli Funds settled an administrative proceeding with the Commission without admitting or denying the findings or allegations of the Commission, regarding Section 19(a) of the Company Act and Rule 19a-1 thereunder by two closed-end funds. Section 19(a) and Rule 19a-1 require registered investment companies, when making a distribution in the nature of a dividend from sources other than net investment income, to contemporaneously provide written statements to shareholders that adequately disclose the source or sources of such distribution. While the two funds sent annual statements and provided other materials containing this information, the shareholders did not receive the notices required by Rule 19a-1 with any of the distributions that were made for 2002 and 2003. As part of the settlement Gabelli Funds agreed to pay a civil monetary penalty of \$450,000 and to cease and desist from causing violations of Section 19(a) and Rule 19a-1. In connection with the settlement, the Commission noted the remedial actions previously undertaken by Gabelli Funds.

(f) – Reference is made to Schedule I hereto.

Item 3. <u>Source and Amount of Funds or Other Consideration</u>

Item 3 to Schedule 13D is amended, in pertinent part, as follows:

The Reporting Persons used an aggregate of approximately \$6,196,889 to purchase the additional Securities reported as beneficially owned in Item 5 since the most recent filing on Schedule 13D. GAMCO and Gabelli Funds used approximately \$1,533,435 and \$4,663,454, respectively, of funds that were provided through the accounts of

certain of their investment advisory clients (and, in the case of some of such accounts at GAMCO, may be through borrowings from client margin accounts) in order to purchase the additional Securities for such clients.

Item 5. <u>Interest In Securities Of The Issuer</u>

Item 5 to Schedule 13D is amended, in pertinent part, as follows:

(a) The aggregate number of Securities to which this Schedule 13D relates is 3,989,617 shares, representing 9.76% of the 40,873,932 shares outstanding as reported in the Issuer's most recent Form 10-Q for the quarterly period ended March 31, 2011. The Reporting Persons beneficially own those Securities as follows:

Name	Shares of Common Stock	% of Class of Common
GAMCO	1,805,100	4.42%
Gabelli Funds	2,108,917	5.16%
GSI	24,000	0.06%
Mario Gabelli	21,600	0.05%
MJG IV	30.000	0.07%

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons. GSI is deemed to have beneficial ownership of the Securities owned beneficially by Gabelli & Company. GBL and GGCP are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli and the Foundation.

- (b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) GAMCO does not have the authority to vote 192,000 of the reported shares, (ii) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively vote that Fund's shares, (iii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iv) the power of Mario Gabelli, GBL, and GGCP is indirect with respect to Securities beneficially owned directly by other Reporting Persons.
- (c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(e) Not applicable.

Sig	m	atı	ire	

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 2, 2011

GGCP, INC.

MARIO J. GABELLI

MJG-IV LIMITED PARTNERSHIP

By:/s/ Douglas R. Jamieson Douglas R. Jamieson

Attorney-in-Fact

GABELLI FUNDS, LLC

By:/s/ Bruce N. Alpert

Bruce N. Alpert

Chief Operating Officer – Gabelli Funds, LLC

GAMCO ASSET MANAGEMENT INC.

GAMCO INVESTORS, INC.

GABELLI SECURITIES, INC.

By:/s/ Douglas R. Jamieson

Douglas R. Jamieson

President & Chief Operating Officer – GAMCO Investors, Inc.

President - GAMCO Asset Management Inc. President- Gabelli Securities, Inc.

Schedule I Information with Respect to Executive Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is GAMCO Asset Management Inc., Gabelli Funds, LLC, Gabelli Securities, Inc., Gabelli & Company, Inc., Teton Advisors, Inc., or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) and (e) of this Schedule 13D.

GGCP, Inc. Directors:

ctors:

Mario J. Gabelli

Chief Exec

Chief Executive Officer of GGCP, Inc., and Chairman & Chief Executive Officer of GAMCO Investors, Inc.;

Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.

Marc J. Gabelli Chairman of The LGL Group, Inc.

2525 Shader Road Orlando, FL 32804

Matthew R. Gabelli Vice President – Trading

Gabelli & Company, Inc. One Corporate Center Rye, NY 10580

Charles C. Baum Secretary & Treasurer

United Holdings Co., Inc. 2545 Wilkens Avenue Baltimore, MD 21223

Fredric V. Salerno Chairman; Former Vice Chairman and Chief Financial Officer

Verizon Communications

Officers:

Mario J. Gabelli Chief Executive Officer and Chief Investment Officer

Marc J. Gabelli President

Michael G. Chieco Vice President, Chief Financial Officer, Secretary

Silvio A. Berni Vice President, Assistant Secretary and Controller

GGCP Holdings LLC

Members:

GGCP, Inc. Manager and Member

Mario J. Gabelli Member

GAMCO Investors, Inc.

Directors:

Edwin L. Artzt Former Chairman and Chief Executive Officer

Procter & Gamble Company 900 Adams Crossing Cincinnati, OH 45202

Raymond C. Avansino Chairman & Chief Executive Officer

E.L. Wiegand Foundation 165 West Liberty Street Reno, NV 89501

Richard L. Bready Chairman and Chief Executive Officer

Nortek, Inc. 50 Kennedy Plaza Providence, RI 02903

Mario J. Gabelli See above

Elisa M. Wilson Director

c/o GAMCO Investors, Inc. One Corporate Center Rye, NY 10580

Eugene R. McGrath Former Chairman and Chief Executive Officer

Consolidated Edison, Inc.

4 Irving Place New York, NY 10003

Robert S. Prather President & Chief Operating Officer

Gray Television, Inc. 4370 Peachtree Road, NE Atlanta, GA 30319

Officers:

Mario J. Gabelli Chairman and Chief Executive Officer

Douglas R. Jamieson President and Chief Operating Officer

Henry G. Van der Eb Senior Vice President

Bruce N. Alpert Senior Vice President

Robert S. Zuccaro Executive Vice President and Chief Financial Officer

Christopher Michailoff Acting Secretary

GAMCO Asset Management Inc.

Directors:

Douglas R. Jamieson Regina M. Pitaro William S. Selby

Officers:

Mario J. Gabelli Chief Executive Officer and Chief Investment Officer - Value Portfolios

Douglas R. Jamieson President

Robert S. Zuccaro Chief Financial Officer

Chistopher J. Michailoff General Counsel and Secretary

Gabelli Funds, LLC

Officers:

Mario J. Gabelli Chief Investment Officer – Value Portfolios

Bruce N. Alpert Executive Vice President and Chief Operating Officer

Agnes Mullady President and Chief Operating Officer – Open End Fund Division

Robert S. Zuccaro Chief Financial Officer

Teton Advisors, Inc.

Directors:

Howard F. Ward Chairman

Bruce N. Alpert See above

Nicholas F. Galluccio Chief Executive Officer and President

Robert S. Zuccaro Chief Financial Officer

Officers:

Howard F. Ward See above

Nicholas F. Galluccio See above

Robert S. Zuccaro See above

Christopher J. Michailoff Acting Secretary

Gabelli Securities, Inc.

Directors:

Robert W. Blake & Sons, Inc.

196-20 Northern Boulevard Flushing, NY 11358

Douglas G. DeVivo Asset Management Company LLC

P.O. Box 2048 Menlo Park, CA 94027

Douglas R. Jamieson President

Officers:

Douglas	R. Jamieson	See above
	Christopher J. Michailoff	Secretary
	Robert S. Zuccaro	Chief Financial Officer
Gabelli & Directors	& Company, Inc. s:	
ames G	. Webster, III	Chairman & Interim President
rene Sm	nolicz	Senior Trader Gabelli & Company, Inc.
Officers: James G	: . Webster, III	See Above
Bruce N.	. Alpert	Vice President - Mutual Funds
	Diane M. LaPointe	Treasurer
	Douglas R. Jamieson	Secretary
Gabelli I Officers:	Foundation, Inc.	
	Mario J. Gabelli	Chairman, Trustee & Chief Investment Officer
	Elisa M. Wilson	President
	Marc J. Gabelli	Trustee
	Matthew R. Gabelli	Trustee
	Michael Gabelli	Trustee
MJG-IV Officers:	Limited Partnership	
	Mario J. Gabelli	General Partner

SCHEDULE II INFORMATION WITH RESPECT TO

TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR

SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

SHARES PURCHASED AVERAGE

DATE SOLD(-) PRICE(2)

COMMON STOCK-CLEAR CHANNEL OUTDOOR

MANAGEME	NT INC.
5,000	14.7599
5,000	13.6259
3,000-	13.9212
S, LLC.	
LITY FUND	
30,000	14.6598
5,000	13.8409
2,500	13.9000
ALL CAP GRO	OWTH FUND
7,300	13.7990
JITY TRUST	
16,000	14.5800
ND	
5,000-	14.9432
SET FUND	
9,000	13.7478
	5,000 5,000 3,000- S, LLC. LITY FUND 30,000 5,000 2,500 ALL CAP GRO 7,300 JITY TRUST 16,000 ND 5,000- SET FUND

(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.