UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 12b-25

NOTIFICATION OF LATE FILING

				Commiss	ion File Number: 000)-30700
(Check one):	□ Form 10-K	☐ Form 20-F	□ Form 11-K	■ Form 10-Q	☐ Form N-SAR	□ Form N- CSR
		For Period Ended: September 30, 20	004			
		☐ Transition Report on Form 10-K ☐ Transition Report on Form 20-F ☐ Transition Report on Form 11-K ☐ Transition Report on Form 10-Q ☐ Transition Report on Form N-SAI For the Transition Period Ended:	R			
Nothir		d Instruction (on back page) Before P. Il be construed to imply that the Coi			on contained herein.	
If the notifica	tion relates to a por	tion of the filing checked above, ident				able
	EGISTRANT IN	FORMATION				
Crown Media Full Name of	Holdings, Inc.					
run runic or	Registrant					
Not Applicab	le if Applicable					
ronner manne	ili Applicable					
	ers Green Circle, S					
Address of Pr	incipal Executive (Office (Street and Number)				
	illage, CO 80111					
City, State an	d Zip Code					
PART II — 1	RULES 12b-25(b)	AND (c)				
If the subject	report could not be	filed without unreasonable effort or each. (Check box if appropriate)	xpense and the reg	istrant seeks relief p	oursuant to Rule 12b-2	5(b),
(a) (b) (c) PART III —	expense The subject annu Form N-CSR, or or the subject qua calendar day follo	al report, semi-annual report, transition portion thereof, will be filed on or before trerly report of transition report on Foowing the prescribed due date; and statement or other exhibit required by	n report on Form 1 Fore the fifteenth carrier 10-Q, or portion	0-K, Form 20-F, For alendar day following thereof, will be fi	orm 11-K, Form N-SA ng the prescribed due d led on or before the fif	R or late;
		the reasons why Forms 10-K, 20-F, 11 the prescribed time period.	-K, 10-Q, N-SAR	, N-CSR, or the tran	sition report or portion	1

(Attach extra Sheets if Needed)

SEC 1344 (07-03) 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 control number.

The Company is reviewing, but has not completed, the valuations of certain assets. These valuations are required under generally accepted accounting principles due to management's assessment of the likelihood of a sale of the Company's international business.

PART IV — OTHER INFORMATION Name and telephone number of person to contact in regard to this notification (1) William J. Aliber 816 (Name) (Area Code) (Telephone Number) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the (2) Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). ▼ Yes \square No Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof? □ No *▼ Yes If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made. * The Company has not completed its valuations referenced above. As a result the Company also has not finalized its income statement regarding the three and nine months ended September 30, 2004 and is not prepared to estimate results for those periods. The valuations, when concluded, and other items in the income statement when finalized could cause the results of operations for the three and nine months ended September 30, 2004 to be significantly different from the corresponding periods in 2003.

CROWN MEDIA HOLDINGS, INC.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date November 8, 2004

By /s/ William J. Aliber

William J. Aliber

Executive Vice President, CFO

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).

GENERAL INSTRUCTIONS

- 1. This form is required by Rule 12b-25 (17 CFR 240.12b-25) of the General Rules and Regulations under the Securities Exchange Act of 1934.
- 2. One signed original and four conformed copies of this form and amendments thereto must be completed and filed with the Securities and Exchange Commission, Washington, D.C. 20549, in accordance with Rule 0-3 of the General Rules and Regulations under the Act. The information contained in or filed with the form will be made a matter of public record in the Commission files.
- 3. A manually signed copy of the form and amendments thereto shall be filed with each national securities exchange on which any class of securities of the registrant is registered.
- 4. Amendments to the notifications must also be filed on Form 12b-25 but need not restate information that has been correctly furnished. The form shall be clearly identified as an amended notification.
- 5. *Electronic Filers:* This form shall not be used by electronic filers unable to timely file a report solely due to electronic difficulties. Filers unable to submit reports within the time period prescribed due to difficulties in electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T (§232.201 or §232.202 of this chapter) or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T (§232.13(b) of this chapter).