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May 18, 2001

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MAY 18 2001

FEDERAL COMMUNICATIONS COMMISSION  
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Ms. Magalie Roman Salas  
Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

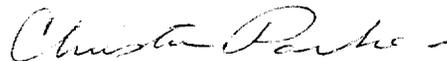
**Re: IB Docket No. 00-187** -- Amendment to Transfer of Control  
Application, FCC Form 603, ULS File No. 0000211819:  
VoiceStream Wireless Corporation, Transferor; Deutsche Telekom  
AG, Transferee; VoiceStream PCS III License Corporation,  
Licensee

Dear Ms. Salas:

Enclosed for the record is a copy of a minor Amendment, submitted yesterday, May 18, 2001, via the Universal Licensing System, to the above-referenced transfer of control application by VoiceStream Wireless Corporation and Deutsche Telekom AG. A paper copy of the Amendment has been served on the parties listed on the attached service list.

Please contact undersigned counsel for VoiceStream Wireless Corporation with any questions regarding the transferor and William R. Richardson, Jr., at (202) 663-6038, with any questions regarding the transferee.

Respectfully submitted,



Christa M Parker  
Admitted to practice in NY only.  
Counsel to VoiceStream Wireless Corp.

Enclosurescc:  
(w/encl.) Attached Service List

No. of Copies rec'd 015  
List A B C D E

CERTIFICATE OF SERVICE

ORIGINAL

I, Lourdes C. Dodson, do hereby certify that on this 18th day of May, 2001, I caused true and correct copies of the foregoing Amendment to be served either by hand delivery, where indicated, or by first class mail, postage pre-paid, upon the parties on the attached service list.

RECEIVED

MAY 18 2001

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Federal Bureau of Investigations  
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Washington, DC 20535

A. Michael Knoll, PhD.  
58 Baker Street  
Stirling, NJ 07980



Lourdes C. Dodson

<b>FCC 603</b>	<b>FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate  Submitted 05/17/2001 at 02:28PM  File Number: <b>0000211819</b>
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<b>1) Application Purpose: Amendment</b>	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number: <b>0000211819</b>
2b) File numbers of related pending applications currently on file with the FCC:	

**Type of Transaction**

3a) Is this a <i>pro forma</i> assignment of authorization or transfer of control? No
3b) If the answer to Item 3a is 'Yes', is this a notification of a <i>pro forma</i> transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
4) For assignment of authorization only, is this a partition and/or disaggregation?
5) Does this filing request a waiver of the Commission's rules? No
6) Are attachments being filed with this application? Yes
7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor (e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

**Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.
9) The assignment of authorization or transfer of control of license is: Voluntary

**Licensee/Assignor Information**

10a) Taxpayer Identification Number: 911911135	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001565506
11) First Name (if individual):	MI:	Last Name: Suffix:
12) Entity Name (if not an individual): VoiceStream PCS III License Corporation		
13) Attention To: Dan Menser, Esq.		
14) P.O. Box:	And / Or	15) Street Address: 3850 131st Avenue, SE, Suite 200
16) City: Bellevue	17) State: WA	18) Zip: 98006
19) Telephone Number: (425)653-4600	20) FAX: (425)653-4840	
21) E-Mail Address: dan.menser@voicestream.com		

**22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)**

<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	Female:	Male:			

**Transferor Information (for transfers of control only)**

23a) Taxpayer Identification Number: 911983600		23b) SGIN: 000	23c) FCC Registration Number (FRN): 0004121760
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individual): VoiceStream Wireless Corporation			
26) P.O. Box:	And / Or	27) Street Address: 3650 131st Avenue S.E., Suite 200	
28) City: Bellevue	29) State: WA	30) Zip: 98006	
31) Telephone Number: (425)653-4600		32) FAX: (425)653-4840	
33) E-Mail Address:			

**Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)**

34) First Name: Louis		MI:	Last Name: Gurman		Suffix: Esq
35) Company Name: Morrison & Foerster LLP					
36) P.O. Box:	And / Or	37) Street Address: 2000 Pennsylvania Avenue, N.W., Suite 5500			
38) City: Washington	39) State: DC	40) Zip: 20006			
41) Telephone Number: (202)887-1500		42) FAX: (202)887-0763			
43) E-Mail Address: lgurman@mfo.com					

**Assignee/Transferee Information**

44) The Assignee is a(n): Corporation					
45a) Taxpayer Identification Number: A00002806		45b) SGIN: 000	45c) FCC Registration Number (FRN):		
46) First Name (if individual):	MI:	Last Name:	Suffix:		
47) Entity Name (if other than individual): Deutsche Telekom AG					
48) Name of Real Party in Interest:				49) TIN:	
50) Attention To:					
51) P.O. Box:	And / Or	52) Street Address: 1020 19th Street, N.W., Suite 850			
53) City: Washington	54) State: DC	55) Zip: 20036			
56) Telephone Number: (202)452-0656		57) FAX: (202)452-9555			
58) E-Mail Address: andreas.togge@usa.telekom.de					

**Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)**

59) First Name: William		MI: T	Last Name: Lake		Suffix:
60) Company Name: Wilmer, Cutler & Pickering					
61) P.O. Box:	And / Or	62) Street Address: 2445 M Street, N.W.			
63) City: Washington	64) State: DC	65) Zip: 20037-1420			
66) Telephone Number: (202)663-6000		67) FAX: (202)663-6363			
68) E-Mail Address: wlake@wilmer.com					

**Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	Yes
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	Yes
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	Yes
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

**Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

**78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)**

<b>Race:</b>	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
<b>Ethnicity:</b>	Hispanic or Latino:	Not Hispanic or Latino:			
<b>Gender:</b>	Female:	Male:			

**Assignor/Transferor Certification Statements**

1) The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for <i>pro forma</i> assignments and transfers by telecommunications carriers. See <i>Memorandum Opinion and Order</i> , 13 FCC Rcd. 6293(1998).
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
79) Typed or Printed Name of Party Authorized to Sign
First Name: Dan   MI:   Last Name: Menser   Suffix:
80) Title: Corporate Counsel
Signature: Dan Menser   81) Date: 06/17/01

**Assignee/Transferee Certification Statements**

1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See *Memorandum Opinion and Order*, 13 FCC Rcd. 6293 (1998).

2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.

3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.  
 \*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.

4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.

5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.

7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Wolfgang	MI:	Last Name: Kopf	Suffix:
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83) Title: Vice President - Notification Management

Signature: Wolfgang Kopf	84) Date: 05/17/01
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**WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).**

**Authorizations To Be Assigned or Transferred**

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
WPOT347					No
KNLG826					No
KNLG827					No
WPOQ796					No
KNLG834					No
KNLG838					No
WPQL429					No
WPQL430					No
WPQL431					No
WPOQ796					No
WPOQ797					No
WPON300					No
WPON301					No

<b>FCC Form 603 Schedule A</b>	<b>Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services</b>	Approved by OMB 3060 - 0800 See instructions for public burden estimate
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**Assignments of Authorization**

**1) Assignee Eligibility for Installment Payments (for assignments of authorization only)**

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?
If 'Yes', is the Assignee applying for installment payments?

**2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)**

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
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**3) Certification Statements**

**For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule**

Assignee certifies that they are eligible to obtain the licenses for which they apply.
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**For Assignees Claiming Eligibility as a Publicly Traded Corporation**

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.
--

**For Assignees Claiming Eligibility Using a Control Group Structure**

Assignee certifies that they are eligible to obtain the licenses for which they apply.
Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

**For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium**

Assignee certifies that they are eligible to obtain the licenses for which they apply.
Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

**For Assignees Claiming Eligibility as a Rural Telephone Company**

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.
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**Transfers of Control**

**4) Licensee Eligibility (for transfers of control only)**

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?	No
If 'Yes', the new category of eligibility of the licensee is:	

**Certification Statement for Transferees**

Transferee certifies that the answers provided in Item 4 are true and correct.
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**Attachment List**

<b>Attachment Type</b>	<b>Date</b>	<b>Description</b>	<b>Contents</b>
Other	09/05/00	Attachment 1 - Lead Application Information	<a href="#">17587223.0.pdf</a>