

FCC 602  
Main Form

FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services

Approved by OMB  
3060 - 0799  
See instructions for  
Public burden estimate

Submitted: 06/01/2004  
Filer FRN: 0004121760

Filer Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Filer Name (if entity): T-Mobile USA, Inc. f/k/a VoiceStream Wireless Corporation		3) FCC Registration Number (FRN): 0004121760	

Contact Information

4) T-Mobile USA, Inc. Dan Menser Esq 12920 SE 38th Street Bellevue, WA 98006	Telephone Number: (425)378-4000
	Fax Number: (425)378-4040
	E-mail Address: Dan.Menser@T-Mobile.com

Related FCC Regulated Businesses of Filer

5a) Name and address of all FCC-Regulated Businesses owned by Filer:	5b) Principal Business:	5c) FCC Registration Number (FRN):	5d) Percent of Interest Held:
VoiceStream GSM I, LLC f/k/a Cook Inlet/VoiceStream PCS LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001542497	100.00
VoiceStream GSM II, LLC f/k/a Cook Inlet/VS GSM II PCS, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001542315	100.00
VoiceStream GSM III, LLC f/k/a Cook Inlet/VS GSM III PCS, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001542307	100.00
Cook Inlet/VS GSM VI PCS, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0006213052	100.00
Omnipoint Albany-Schenectady-Glens Falls E License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002144962	100.00
VoiceStream PCS I License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)/Safety and Security	0001565134	100.00
VoiceStream PCS II License Corporation 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001567783	100.00

VoiceStream PCS III License Corporation 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001565506	100.00
VoiceStream PCS LMDS Corporation 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (LMDS)	0001565480	100.00
VoiceStream SMR Corporation 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (SMR)	0001568872	100.00
VoiceStream Columbus, Inc f/k/a APT Columbus, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837292	100.00
VoiceStream Houston, Inc. f/k/a APT Houston, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837276	100.00
VoiceStream Kansas City, Inc. f/k/a APT Kansas City, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837318	100.00
VoiceStream Tampa/Orlando, Inc. f/k/a APT Tampa/Orlando, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837334	100.00
VoiceStream Pittsburgh, L.P. 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0003408150	100.00
Omnipoint Boston D License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146173	100.00
Omnipoint Boston Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146199	100.00
Omnipoint Buffalo Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146124	100.00
Omnipoint Buffalo-Olean D License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002145761	100.00
Omnipoint Communications, Inc. 12920 SE 38th Street Bellevue, WA 98006	Telephone Maintenance & Experimental Authority	0006151179	95.56
Omnipoint Corporation 12920 SE 38th Street	Experimental Authority	0004093795	100.00

<b>Bellevue, WA 98006</b>			
<b>Omnipoint DC Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002145720</b>	<b>100.00</b>
<b>Omnipoint DC License Holdings, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0005557558</b>	<b>100.00</b>
<b>Omnipoint DC-Sallsbury D License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002146215</b>	<b>100.00</b>
<b>Omnipoint Holdings, Inc. 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004677209</b>	<b>100.00</b>
<b>Omnipoint Little Rock-EI Dorado E License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002146314</b>	<b>100.00</b>
<b>Omnipoint Miami E License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002146363</b>	<b>100.00</b>
<b>Omnipoint MI-Indiana Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002146298</b>	<b>100.00</b>
<b>Omnipoint MI-Indiana-Findlay D License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002146264</b>	<b>100.00</b>
<b>Omnipoint MI-Indiana-Lima D License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002146231</b>	<b>100.00</b>
<b>Omnipoint New England DE License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002144921</b>	<b>100.00</b>
<b>Omnipoint NY MTA License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002145696</b>	<b>95.56</b>
<b>Omnipoint St. Louis Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002145969</b>	<b>100.00</b>
<b>NOW Licenses, LLC 3054 Cass Road Traverse City, MI 49685</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0005911227</b>	<b>20.00</b>
<b>VoiceStream GSM I License Company, LLC f/k/a Cook Inlet/VoiceStream License Company LLC 12920 SE 38th Street</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0003864618</b>	<b>100.00</b>

<b>Bellevue, WA 98006</b>			
<b>Omnipoint Atlantic City License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004236600</b>	<b>100.00</b>
<b>Omnipoint Dover License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004236725</b>	<b>100.00</b>
<b>Omnipoint Philadelphia License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004236766</b>	<b>100.00</b>
<b>D&amp;E/Omnipoint Wireless Joint Venture, L.P. 12920 SE 38th Street Bellevue, WA 98006</b>	<b>CMRS (PCS) &amp; Int'l Section 214 Global Resale</b>	<b>0002146389</b>	<b>100.00</b>
<b>Omnipoint Philadelphia-E. Lancaster E License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>CMRS (PCS) &amp; Int'l Section 214 Global Resale</b>	<b>0002146108</b>	<b>100.00</b>
<b>CIVS IV License Sub I, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004513834</b>	<b>100.00</b>
<b>Omnipoint Salina-E. Hutchinson E License, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002145563</b>	<b>100.00</b>
<b>VoiceStream PCS BTA I License Corporation 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0001565449</b>	<b>100.00</b>
<b>Cook Inlet/ VS GSM IV PCS, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004515029</b>	<b>100.00</b>
<b>BCN Communications, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004227534</b>	<b>100.00</b>
<b>Cook Inlet/VS GSM V PCS, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0005746482</b>	<b>100.00</b>
<b>GTE Wireless Cincinnati, LLC 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0004205399</b>	<b>100.00</b>
<b>VoiceStream Minneapolis, Inc. 12920 SE 38th Street Bellevue, WA 98006</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0002837250</b>	<b>100.00</b>
<b>VoiceStream PV/SS PCS, L.P. 12920 SE 38th Street</b>	<b>Commercial Mobile Radio Service (PCS)</b>	<b>0001605039</b>	<b>100.00</b>

Bellevue, WA 98006			
Omnipoint Facilities Spectrum 2, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0008191009	100.00
Iowa Wireless Services Holding Corporation 11358 Aurora Avenue Urbandale, IA 50322	Commercial Mobile Radio Service (PCS)	0002576874	38.00
Powertel, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS); International resale; point-to-point microwave	0003819356	100.00

**Signature**

Typed or Printed Name of Party Authorized to Sign

6)First Name: Dan	MI:	Last Name: Menser	Suffix: Esq
Title: Senior Corporate Counsel			
Signature: Dan Menser Esq			Date:06/01/2004
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).			

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August 2002 - Page 1

**Attachment List**

Attachment Type:	Date:	Description:	Contents:
Other	06/01/2004	Attachment 1 - Ownership Disclosure Statement	T-Mobile.pdf

## ATTACHMENT 1

### **OWNERSHIP DISCLOSURE STATEMENT FOR T-MOBILE USA, INC. F/K/A VOICESTREAM WIRELESS CORPORATION**

T-Mobile USA, Inc. f/k/a VoiceStream Wireless Corporation ("T-Mobile") is filing this FCC Form 602 to reflect a change in T-Mobile's ownership structure that occurred pursuant to a Share Purchase Agreement (the "Agreement"), dated as of January 7, 2004, between T-Mobile International AG & Co. KG and T-Mobile Global Holding GmbH.

#### **I. Disclosable Interest Holders of T-Mobile**

*Federal Republic of Germany ("FRG"):* FRG directly owns approximately 26.03 percent of the shares of DT, which, through its subsidiaries and as noted below, holds 100 percent of T-Mobile's shares. FRG also holds an indirect interest in DT through Kreditanstalt für Wiederaufbau ("KfW"), a bank controlled by the German government. FRG owns 80 percent of KfW, which directly owns approximately 16.74 percent of the shares of DT. Thus, FRG is deemed to hold approximately 43 percent of DT and, indirectly, T-Mobile.

*Kreditanstalt für Wiederaufbau ("KfW"):* KfW directly owns approximately 16.74 percent of the shares of DT and, indirectly, of T-Mobile. KfW is a bank controlled by the German government and federal states.

*Deutsche Telekom AG ("DT"):* DT, a corporation organized under the laws of the Federal Republic of Germany, is headquartered at Friedrich-Ebert-Allee 140, 53113 Bonn, Germany. DT, through its indirectly owned subsidiary TMGH (defined below), holds 100 percent of T-Mobile's common stock. DT provides local, long distance, mobile telephony, Internet, data, cable television, and other telecommunications and information services in Germany and other foreign countries.

*T-Mobile International Holding GmbH ("TMIH"):* TMIH is a wholly owned subsidiary of DT.

*T-Mobile International AG & Co. KG ("TMIAG"):* TMIAG is a wholly owned subsidiary of TMIH, as follows: TMIH holds a direct 99 percent limited partnership interest in TMIAG. TMIH also holds 100 percent of the stock of T-Mobile International AG, which in turn holds a 1 percent general partnership interest in TMIAG.

*T-Mobile Global Holding GmbH ("TMGH"):* TMGH is a wholly owned subsidiary of TMIAG. On January 7, 2004, T-Mobile became a wholly owned subsidiary of TMGH, which continues to be controlled by TMIAG. TMGH thus holds 100 percent direct ownership of T-Mobile.

## II. Other Interests

Based on Section 1.2112(a) of the Commission's Rules and the Wireless Telecommunications Bureau's May 25, 1999, Public Notice clarifying information to be disclosed on FCC Form 602, there are no officers or directors who have disclosable interests in T-Mobile. Out of an abundance of caution, however, T-Mobile provides additional information regarding the officers and directors listed below, either because they represent (but do not control) shareholder interests of 10 percent or greater on T-Mobile's Board of Directors or because they are key management personnel within T-Mobile.

1. John W. Stanton – Mr. Stanton is a member of T-Mobile's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.
2. Robert P. Dotson – Mr. Dotson is T-Mobile's President and Chief Executive Officer and a member of T-Mobile's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.
3. Rene Obermann – Mr. Obermann is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.
4. Dr. Karl-Gerhard Eick – Mr. Eick is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.
5. Jeffrey A. Hedberg – Mr. Hedberg is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.
6. Kai-Uwe Ricke – Mr. Ricke is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.

No other person or entity holds a 10 percent or more interest, or other disclosable interest, in T-Mobile.

### III. FCC Regulated Businesses Of Disclosable Interest Holders

DT, through T-Mobile, holds a 100 percent interest in Powertel, Inc. ("Powertel"). The following entities are wholly owned subsidiaries of Powertel that hold FCC regulated businesses:

Name	Principal Business	FRN	Percent of Interest Held
Powertel Atlanta Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001832765	100%
Powertel Birmingham Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001832831	100%
Powertel Jacksonville Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001809532	100%
Powertel Kentucky Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001831189	100%
Powertel Knoxville Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001831205	100%
Powertel Memphis Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001832807	100%
Powertel Nashville Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001831221	100%



<b>Name</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Eliska Wireless Ventures License Subsidiary I, L.L.C. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004675773	100%

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Approved by OMB  
3060 - 0799  
See instructions for  
Public burden estimate

Submitted: 06/01/2004  
Filer FRN: 0002145696

Filer Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Filer Name (if entity): <b>Omnipoint NY MTA License, LLC</b>		3) FCC Registration Number (FRN): <b>0002145696</b>	

Contact Information

4) T-Mobile USA, Inc. Dan Menser Esq 12920 SE 38th Street Bellevue, WA 98006	Telephone Number: (425)378-4000
	Fax Number: (425)378-4040
	E-mail Address: dan.menser@t-mobile.com

Related FCC Regulated Businesses of Filer

5a) Name and address of all FCC-Regulated Businesses owned by Filer:	5b) Principal Business:	5c) FCC Registration Number (FRN):	5d) Percent of Interest Held:
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Signature

Typed or Printed Name of Party Authorized to Sign

6) First Name: <b>Dan</b>	MI:	Last Name: <b>Menser</b>	Suffix: <b>Esq</b>
Title: <b>Senior Corporate Counsel</b>			
Signature: <b>Dan Menser Esq</b>			Date: <b>06/01/2004</b>

**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).**

**FCC 602  
Schedule A**

**FCC Ownership Disclosure Information for the  
Wireless Telecommunications Services**

Approved by OMB  
3060 - 0799  
See instructions for  
Public burden  
estimate

**Schedule for Disclosable Interest Holder**

**Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)**

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): <b>T-Mobile USA, Inc.</b>		3) FCC Registration Number (FRN): <b>0004121760</b>	
4) Disclosable Interest Holder's Address: <b>12920 SE 38th Street Bellevue, WA 98006</b>			
5) Type of Interest in Filer: <b>Indirect ownership interest in Filer</b>	6) Disclosable Interest Holder is a (n): <b>Corporation</b>	7) Percent of Interest Held in Filer: <b>95.56</b>	
8) Disclosable Interest Holder's Type of Ownership: <b>Membership Shares</b>		9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: <b>United States</b>	

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

10a) Name and address of all FCC-Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2:	10b) Principal Business:	10c) FCC Registration Number (FRN):	10d) Percent of Interest Held:
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**Attachment List**

Attachment Type:	Date:	Description:	Contents:
<b>Indirect Ownership</b>	<b>06/01/2004</b>	<b>FCC Regulated Businesses of Disclosable Interest Holders</b>	<b>T-Mobile 602.pdf</b>

**FCC 602  
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**FCC Ownership Disclosure Information for the  
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Submitted: 06/01/2004  
Filer FRN: 0004121760

**Filer Information**

1) First Name (if individual): MI: Last Name: Suffix:

2) Filer Name (if entity): T-Mobile USA, Inc. f/k/a VoiceStream Wireless Corporation 3) FCC Registration Number (FRN): 0004121760

**Contact Information**

4) T-Mobile USA, Inc. Telephone Number: (425)378-4000  
Dan Menser Esq Fax Number: (425)378-4040  
12920 SE 38th Street  
Bellevue, WA 98006 E-mail Address: Dan.Menser@T-Mobile.com

**Related FCC Regulated Businesses of Filer**

5a) Name and address of all FCC-Regulated Businesses owned by Filer:	5b) Principal Business:	5c) FCC Registration Number (FRN):	5d) Percent of Interest Held:
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2) Filer Name (if entity): T-Mobile USA, Inc. f/k/a VoiceStream Wireless Corporation 3) FCC Registration Number (FRN): 0004121760

**Contact Information**

4) T-Mobile USA, Inc.  
Dan Menser Esq  
12920 SE 38th Street  
Bellevue, WA 98006

Telephone Number: (425)378-4000

Fax Number: (425)378-4040

E-mail Address: Dan.Menser@T-Mobile.com

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VoiceStream Houston, Inc. f/k/a APT Houston, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837276	100.00
VoiceStream Kansas City, Inc. f/k/a APT Kansas City, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837318	100.00
VoiceStream Tampa/Orlando, Inc. f/k/a APT Tampa/Orlando, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Experimental Authority	0002837334	100.00
VoiceStream Pittsburgh, L.P. 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0003408150	100.00
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Omnipoint Corporation 12920 SE 38th Street	Experimental Authority	0004093795	100.00

Bellevue, WA 98006

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Omnipoint DC-Salisbury D License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146215	100.00
Omnipoint Holdings, Inc. 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004677209	100.00
Omnipoint Little Rock-El Dorado E License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146314	100.00
Omnipoint Miami E License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146363	100.00
Omnipoint MI-Indiana Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146298	100.00
Omnipoint MI-Indiana-Findlay D License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146264	100.00
Omnipoint MI-Indiana-Lima D License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002146231	100.00
Omnipoint New England DE License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002144921	100.00
Omnipoint NY MTA License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002145696	95.56
Omnipoint St. Louis Area DE License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002145969	100.00
NOW Licenses, LLC 3054 Cass Road Traverse City, MI 49685	Commercial Mobile Radio Service (PCS)	0005911227	20.00
VoiceStream GSM I License Company, LLC	Commercial Mobile	0003864618	100.00

f/k/a Cook Inlet/VoiceStream License Company LLC 12920 SE 38th Street Bellevue, WA 98006	Radio Service (PCS)		
Omnipoint Atlantic City License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004236600	100.00
Omnipoint Dover License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004236725	100.00
Omnipoint Philadelphia License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004236766	100.00
D&E/Omnipoint Wireless Joint Venture, L.P. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Int'l Section 214 Global Resale	0002146389	100.00
Omnipoint Philadelphia-E. Lancaster E License, LLC 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS) & Int'l Section 214 Global Resale	0002146108	100.00
CIVS IV License Sub I, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004513834	100.00
Omnipoint Salina-E. Hutchinson E License, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002145563	100.00
VoiceStream PCS BTA I License Corporation 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001565449	100.00
Cook Inlet/ VS GSM IV PCS, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004515029	100.00
BCN Communications, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004227534	100.00
Cook Inlet/VS GSM V PCS, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0005746482	100.00
GTE Wireless Cincinnati, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004205399	100.00
VoiceStream Minneapolis, Inc. 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0002837250	100.00



VoiceStream PV/SS PCS, L.P. 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001605039	100.00
Omnipoint Facilities Spectrum 2, LLC 12920 SE 38th Street Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0008191009	100.00
Iowa Wireless Services Holding Corporation 11358 Aurora Avenue Urbandale, IA 50322	Commercial Mobile Radio Service (PCS)	0002576874	38.00
Powertel, Inc. 12920 SE 38th Street Bellevue, WA 98006	CMRS (PCS); international resale; point-to- point microwave	0003819356	100.00

Signature.....  
 Typed or Printed Name of Party Authorized to Sign

6) First Name: Dan MI: Last Name: Menser Suffix: Esq

Title: Senior Corporate Counsel

Signature: Date: 06/01/2004  
 Dan Menser Esq

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).

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Attachment List

Attachment Type:	Date:	Description:	Contents:
Other	06/01/2004	Attachment 1 - Ownership Disclosure Statement	I- <u>Mobile.pdf</u>

## ATTACHMENT 1

### OWNERSHIP DISCLOSURE STATEMENT FOR T-MOBILE USA, INC. F/K/A VOICESTREAM WIRELESS CORPORATION

T-Mobile USA, Inc. f/k/a VoiceStream Wireless Corporation ("T-Mobile") is filing this FCC Form 602 to reflect a change in T-Mobile's ownership structure that occurred pursuant to a Share Purchase Agreement (the "Agreement"), dated as of January 7, 2004, between T-Mobile International AG & Co. KG and T-Mobile Global Holding GmbH.

#### **I. Disclosable Interest Holders of T-Mobile**

*Federal Republic of Germany ("FRG"):* FRG directly owns approximately 26.03 percent of the shares of DT, which, through its subsidiaries and as noted below, holds 100 percent of T-Mobile's shares. FRG also holds an indirect interest in DT through Kreditanstalt für Wiederaufbau ("KfW"), a bank controlled by the German government. FRG owns 80 percent of KfW, which directly owns approximately 16.74 percent of the shares of DT. Thus, FRG is deemed to hold approximately 43 percent of DT and, indirectly, T-Mobile.

*Kreditanstalt für Wiederaufbau ("KfW"):* KfW directly owns approximately 16.74 percent of the shares of DT and, indirectly, of T-Mobile. KfW is a bank controlled by the German government and federal states.

*Deutsche Telekom AG ("DT"):* DT, a corporation organized under the laws of the Federal Republic of Germany, is headquartered at Friedrich-Ebert-Allee 140, 53113 Bonn, Germany. DT, through its indirectly owned subsidiary TMGH (defined below), holds 100 percent of T-Mobile's common stock. DT provides local, long distance, mobile telephony, Internet, data, cable television, and other telecommunications and information services in Germany and other foreign countries.

*T-Mobile International Holding GmbH ("TMIH"):* TMIH is a wholly owned subsidiary of DT.

*T-Mobile International AG & Co. KG ("TMIAG"):* TMIAG is a wholly owned subsidiary of TMIH, as follows: TMIH holds a direct 99 percent limited partnership interest in TMIAG. TMIH also holds 100 percent of the stock of T-Mobile International AG, which in turn holds a 1 percent general partnership interest in TMIAG.

*T-Mobile Global Holding GmbH ("TMGH"):* TMGH is a wholly owned subsidiary of TMIAG. On January 7, 2004, T-Mobile became a wholly owned subsidiary of TMGH, which continues to be controlled by TMIAG. TMGH thus holds 100 percent direct ownership of T-Mobile.

## II. Other Interests

Based on Section 1.2112(a) of the Commission's Rules and the Wireless Telecommunications Bureau's May 25, 1999, Public Notice clarifying information to be disclosed on FCC Form 602, there are no officers or directors who have disclosable interests in T-Mobile. Out of an abundance of caution, however, T-Mobile provides additional information regarding the officers and directors listed below, either because they represent (but do not control) shareholder interests of 10 percent or greater on T-Mobile's Board of Directors or because they are key management personnel within T-Mobile.

1. John W. Stanton – Mr. Stanton is a member of T-Mobile's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.
2. Robert P. Dotson – Mr. Dotson is T-Mobile's President and Chief Executive Officer and a member of T-Mobile's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.
3. Rene Obermann – Mr. Obermann is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.
4. Dr. Karl-Gerhard Eick – Mr. Eick is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.
5. Jeffrey A. Hedberg – Mr. Hedberg is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.
6. Kai-Uwe Ricke – Mr. Ricke is a member of T-Mobile's Board of Directors. He is a citizen of the FRG; his principal business offices are at 12920 S.E. 38th Street, Bellevue, Washington 98006.

No other person or entity holds a 10 percent or more interest, or other disclosable interest, in T-Mobile.

### III. FCC Regulated Businesses Of Disclosable Interest Holders

DT, through T-Mobile, holds a 100 percent interest in Powertel, Inc. ("Powertel"). The following entities are wholly owned subsidiaries of Powertel that hold FCC regulated businesses:

Name	Principal Business	FRN	Percent of Interest Held
Powertel Atlanta Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001832765	100%
Powertel Birmingham Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001832831	100%
Powertel Jacksonville Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001809532	100%
Powertel Kentucky Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001831189	100%
Powertel Knoxville Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001831205	100%
Powertel Memphis Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001832807	100%
Powertel Nashville Licenses, Inc. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0001831221	100%

<b>Name</b>	<b>Principal Business</b>	<b>FRN</b>	<b>Percent of Interest Held</b>
Eliska Wireless Ventures License Subsidiary I, L.L.C. 12920 SE 38th Street, Bellevue, WA 98006	Commercial Mobile Radio Service (PCS)	0004675773	100%