

Filing Type

1a) Current Filing Proposed Filing

1b) Is the purpose of this filing to report cellular cross-ownership holdings required pursuant to section 1.919 of the Commission's Rules? Yes No

If 'Yes', provide an exhibit with this filing that identifies the Rural Service Area market(s) involved, as well as the cellular licensee of which the filer has acquired direct or indirect ownership interest of 10% or greater.

Filer Information

| | | | |
|--|-----|---|---------|
| 2) First Name (if individual): | MI: | Last Name: | Suffix: |
| 3) Filer Name (if entity): T-Mobile USA, Inc. | | 4) FCC Registration Number (FRN): 0004121760 | |

5) Contact Information

| | |
|---|--|
| Name and Address: Dan Menser Esq T-Mobile USA, Inc. 12920 SE 38th Street Bellevue, WA 98006 | Telephone Number: 425-383-4000 Fax Number: 425-383-7040 E-mail Address: Dan.Menser@T-Mobile.com |
|---|--|

Related FCC Regulated Businesses of Filer

| 6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary): | 6b) Principal Business | 6c) FCC Registration Number (FRN): | 6d) Percent of Interest Held: |
|---|---------------------------------------|---------------------------------------|----------------------------------|
| Cook Inlet GSM IV PCS Holdings, LLC | Commercial Mobile Radio Service (PCS) | 0006746523 | 100.00 |
| Cook Inlet/VS GSM VII PCS, LLC | Commercial Mobile Radio Service (PCS) | 0012214029 | 65.98 |
| Iowa Wireless Services Holding Corporation | Commercial Mobile Radio Service (PCS) | 0002576874 | 54.00 |
| Omnipoint NY MTA License, LLC | Commercial Mobile Radio Service (PCS) | 0002145696 | 100.00 |
| Powertel Memphis Licenses, Inc. | Commercial Mobile Radio Service (PCS) | 0001832807 | 100.00 |
| SunCom Wireless License Company, LLC | Commercial Mobile Radio Service | 0003246055 | 100.00 |
| SunCom Wireless Puerto Rico License Co., LLC | Commercial Mobile Radio Service | 0011670551 | 100.00 |
| T-Mobile License LLC f/k/a VoiceStream PCS BTA I License Corporation | CMRS, Int'l, Experimental Authority | 0001565449 | 100.00 |
| T-Mobile West Corporation f/k/a VoiceStream Houston, Inc. | CMRS (PCS) & Experimental Authority | 0002837276 | 100.00 |
| VoiceStream Pittsburgh, L.P. | Commercial Mobile Radio Service (PCS) | 0003408150 | 100.00 |

| 6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary): | 6b) Principal Business: | 6c) FCC Registration Number (FRN): | 6d) Percent of Interest Held: |
|---|---------------------------------------|---------------------------------------|-------------------------------|
| Wireless Alliance LLC | Commercial Mobile Radio Service (PCS) | 0002624799 | 30.00 |

Signature

7) Typed or Printed Name of Party Authorized to Sign

| | | | |
|-------------------------|----------|-------------------|---------|
| First Name: Kathleen | MI: O | Last Name: Ham | Suffix: |
|-------------------------|----------|-------------------|---------|

Title: Managing Director, Fed. Reg. Affairs

| | |
|------------------------------|--------------------|
| Signature: Kathleen O Ham | Date: 0/01/2007 |
|------------------------------|--------------------|

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).

FOR REFERENCE COPY

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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): Deutsche Telekom AG | | 3) FCC Registration Number(FRN): 0006184170 | |
| 4) Disclosable Interest Holder's Address: Friedrich-Ebert-Allee 140 Bonn, Germany 53113 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Corporation | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting Other: See ownership disclosure statement | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Germany | | |

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 the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
|--|--|---------------------------------------|-------------------------------|
| Cook Inlet GSM IV PCS Holdings, LLC | Commercial Mobile Radio Service (PCS) | 0006746523 | 100.00 |
| Cook Inlet/VS GSM VII PCS, LLC | Commercial Mobile Radio Service (PCS) | 0012214029 | 65.98 |
| Iowa Wireless Services Holding Corporation | Commercial Mobile Radio Service (PCS) | 0002576874 | 54.00 |

| 10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
|--|---------------------------------------|------------------------------------|-------------------------------|
| Omnipoint NY MTA License, LLC | Commercial Mobile Radio Service (PCS) | 0002145696 | 100.00 |
| Powertel Memphis Licenses, Inc. | Commercial Mobile Radio Service (PCS) | 0001832807 | 100.00 |
| SunCom Wireless License Company LLC | Commercial Mobile Radio Service | 0003246055 | 100.00 |
| SunCom Wireless Puerto Rico License Co., LLC | Commercial Mobile Radio Service | 0011670551 | 100.00 |
| T-Mobile License LLC f/k/a VoiceStream PCS BTA I License Corporation | CMRS Int'l, Experimental Authority | 0001565449 | 100.00 |
| T-Mobile USA, Inc. | Telecommunications | 0004121760 | 100.00 |
| T-Mobile West Corporation f/k/a VoiceStream Houston, Inc. | CMRS (PCS) & Experimental Authority | 0002837276 | 100.00 |
| VoiceStream Pittsburgh, L.P. | Commercial Mobile Radio Service (PCS) | 0003408150 | 100.00 |
| Wireless Alliance, LLC | Commercial Mobile Radio Service (PCS) | 0002624799 | 30.00 |

Schedule for Disclosable Interest Holders

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): Federal Republic of Germany | | 3) FCC Registration Number(FRN): 0015190424 | |
| 4) Disclosable Interest Holder's Address: c/o Federal Ministry of Finance Wilhelmstr. 97 Berlin, Germany 10117 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Governmental Entity | | 7) Percent of Interest Held in Filer: 14.83 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting Other: See ownership disclosure statement | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Germany | | |

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 the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
|--|-------------------------|---------------------------------------|-------------------------------|
| Deutsche Telekom AG | Telecommunications | 0006184170 | 14.83 |

Schedule for Disclosable Interest Holders

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): Kreditanstalt für Wiederaufbau | | 3) FCC Registration Number(FRN): 0015190440 | |
| 4) Disclosable Interest Holder's Address: Palmengartenstrasse 5- 9 Frankfort, Germany 60325 | | | |
| 5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Other Bank | | 7) Percent of Interest Held in Filer: 16.87 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting Other: See ownership disclosure statement | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Germany | | |

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 the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
|--|-------------------------|---------------------------------------|-------------------------------|
| Deutsche Telekom AG | Telecommunications | 0006184170 | 16.87 |

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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): T-Mobile Global Holding GmbH | | 3) FCC Registration Number(FRN): 0015190499 | |
| 4) Disclosable Interest Holder's Address: Landgrabenweg 151 Bonn, Germany 53227 | | | |
| 5) Type of Interest in Filer () (refer to instructions for a list of codes): Direct Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Limited Liability Company | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting Other: See ownership disclosure statement | | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Germany | |

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 the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
|--|-------------------------|---------------------------------------|-------------------------------|
| T-Mobile USA, Inc. | Telecommunications | 0004121760 | 100.00 |

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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): T-Mobile International AG | | 3) FCC Registration Number(FRN): 0015190473 | |
| 4) Disclosable Interest Holder's Address: Landgrabenweg 151 Bonn, Germany 53227 | | | |
| 5) Type of Interest in Filer () (refer to instructions for a list of codes): Indirect Ownership Interest in Filer | 6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Corporation | | 7) Percent of Interest Held in Filer: 100.00 |
| 8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Other: Limited Liability Company interests See ownership disclosure statement | 9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: Germany | | |

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 the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary) | 10b) Principle Business | 10c) FCC Registration Number (FRN) | 10d) Percent of Interest Held |
|--|-------------------------|---------------------------------------|-------------------------------|
| T-Mobile USA, Inc. | Telecommunications | 0004121760 | 1.00 |

Attachment(s):

| Type | Description | Date Entered |
|------|---------------------------------------|--------------|
| 1 | <u>Ownership Disclosure Statement</u> | 200710 |

**OWNERSHIP DISCLOSURE STATEMENT FOR
T-MOBILE USA, INC.**

I. Disclosable Interest Holders of T-Mobile USA, Inc.:

The direct and indirect ownership of T-Mobile USA, Inc. ("T-Mobile USA") is illustrated in the organizational chart attached hereto as Exhibit A. Set forth below is a description of each entity in the ownership chain and information about its ownership interests and relationship to T-Mobile USA.

- *Federal Republic of Germany ("FRG")*: FRG directly holds approximately 14.83 percent of the ownership interests of Deutsche Telekom AG ("DT") (consisting of 646.6 million shares of common stock). FRG also directly holds approximately 80 percent of the ownership interests in Kreditanstalt für Wiederaufbau, which, as described below, holds approximately 16.87 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 31.70 percent of DT.
- *Kreditanstalt für Wiederaufbau ("KfW")*: KfW is a bank controlled by the German government and federal states. KfW directly holds approximately 16.87 percent of the ownership interests of DT (consisting of 735.7 million shares of DT common stock).
- *Deutsche Telekom AG ("DT")*: DT is a corporation organized under the laws of the Federal Republic of Germany. DT directly holds 100 percent of the ownership interests of T-Mobile International AG.
- *T-Mobile International AG ("TMIAG")*: TMIAG is a corporation organized under the laws of the Federal Republic of Germany. TMIAG directly holds 100 percent of the ownership interests in T-Mobile Global Holding GmbH.
- *T-Mobile Global Holding GmbH ("TMHG")*: TMHG is a limited liability company organized under the laws of the Federal Republic of Germany. TMHG directly holds 100 percent of the ownership interests in T-Mobile USA, Inc. (consisting of 292,669,971 shares of T-Mobile USA, Inc. common stock).

II. Other Interests

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

Corporate Structure

