

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In re Applications of)	
)	
SunCom Wireless Holdings, Inc.,)	
Transferor,)	WT Docket No. 07-237
)	
and)	
)	
T-Mobile USA, Inc.)	
Transferee)	
)	
for Consent to Transfer Control of)	
Licenses and Authorizations Pursuant)	
to Sections 214 and 310(d) of the)	
Communications Act)	
)	

**PETITION TO ADOPT CONDITIONS TO
AUTHORIZATIONS AND LICENSES**

Pursuant to Section 1.41 of the Federal Communications Commission’s (“FCC” or “Commission”) rules,¹ the Department of Homeland Security (“DHS”), with the Department of Justice (“DOJ”) and the Federal Bureau of Investigation (“FBI”) (collectively, the “Agencies”), respectfully submit this Petition to Adopt Conditions to Authorizations and Licenses (“Petition”). Through this Petition, the Agencies advise the Commission that they have no objection to the Commission granting its consent in the above-referenced proceeding, provided that the Commission condition the grant on compliance by Deutsche Telekom AG (“DT”), T-Mobile USA, Inc. (“T-Mobile”) and SunCom Wireless Holdings, Inc. (“SunCom”) with the commitments and undertakings contained in the Agreement dated as of January 12, 2001 (“Agreement”) and amended as of January 4, 2007 (so in original, intended to be January 4,

¹ 47 C.F.R. § 1.41.

2008, “Amendment”) between DT, T-Mobile and SunCom and the Agencies. The Agreement is attached to the Commission’s decision consenting to DT’s acquisition of VoiceStream Wireless Corporation (FCC 01-142, released Apr. 27, 2001), of which T-Mobile is the successor-in-interest. The Amendment is attached as Exhibit 1.

In the above-captioned proceeding, T-Mobile and SunCom (together, the “Applicants”) have sought Commission consent to transfer control of SunCom’s wholly-owned, indirect licensee subsidiaries and their FCC licenses and authorizations to T-Mobile.² Upon consummation of the proposed transaction, SunCom and its licensee subsidiaries will become wholly-owned, indirect subsidiaries of T-Mobile, and thus wholly-owned, indirect subsidiaries of DT.

As the Commission is aware, the Agencies have taken the position that their ability to satisfy their obligations to protect the national security, enforce the laws, and preserve the safety of the public could be impaired by transactions in which foreign entities will own or will operate a part of the U.S. telecommunications system, or in which foreign-located facilities will be used to provide domestic telecommunications services to U.S. customers. After discussions with representatives of DT, T-Mobile and SunCom in connection with the proposed request, the Agencies have concluded that the commitments set forth in the Agreement and Amendment will help ensure that the Agencies and other entities with responsibility for enforcing the law, protecting the national security, and preserving public safety can proceed in a legal, secure, and confidential manner to satisfy these responsibilities. Accordingly, the Agencies hereby advise the Commission that they withdraw the request to defer action of November 23, 2007, and that they have no objection to the Commission granting the above-referenced applications, provided

² See FCC File Nos. 0003178152, 0003178835, ITC-T/C-20071001-00404, ITC-T/C-20071001-00405 and ISP-PSR-20071001-00013.

that the Commission conditions its consent on DT's and T-Mobile's compliance with the commitments set forth in the Agreement and Amendment.

The Agencies are authorized to state that the Applicants do not object to the grant of this Petition.

Respectfully submitted,

/S/ STEWART A. BAKER

Mr. Stewart A. Baker
Assistant Secretary of Policy
United States Department of Homeland
Security
3801 Nebraska Ave., N.W.
Washington, D.C. 20528

/S/ KENNETH L. WEINSTEIN

Mr. Kenneth L. Weinstein
Assistant Attorney General for National Security
United States Department of Justice
950 Pennsylvania Ave., N.W.
Washington, D.C. 20530

/S/ ELAINE N. LAMMERT

Ms. Elaine N. Lammert
Deputy General Counsel
Federal Bureau of Investigation
935 Pennsylvania Avenue, N.W.
Washington, D.C. 20530