

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of

Iowa Wireless Services Holding Corporation

Petition for Declaratory Ruling under
Section 310(b)(4) of the Communications
Act of 1934, as Amended

IB Docket No. _____

To: International Bureau
Federal Communications Commission

PETITION FOR DECLARATORY RULING

Iowa Wireless Services Holding Corporation (“Iowa Wireless”), by its undersigned attorneys, and pursuant to 47 U.S.C. § 310(b)(4) of the Communications Act of 1934, as amended, and 47 C.F.R. § 1.990(a)(1) of the Commission’s rules, respectfully petitions the Federal Communications Commission (“FCC” or Commission”) for a declaratory ruling that it would not serve the public interest to prohibit indirect foreign ownership in Iowa Wireless of more than 25 percent. As further detailed below, Deutsche Telekom AG (“DT”), a foreign corporation that (through T-Mobile US, Inc. (“T-Mobile US”)) holds an indirect foreign ownership interest in Iowa Wireless of more than 25 percent as previously approved by the Commission, will execute an internal corporate reorganization that will result in the insertion of a wholly-owned indirect subsidiary into Iowa Wireless’s ownership chain. There will be no additional changes to Iowa Wireless’s ownership structure. Because this non-U.S. company was not previously approved by the Commission, Iowa Wireless seeks approval for the insertion of this holding company into Iowa Wireless’s ownership chain.

In addition, pursuant to the FCC's recently released foreign ownership rules,¹ Iowa Wireless requests that the Commission's declaratory ruling include the following authority:

1. The specific non-U.S. entities with a non-controlling interest in T-Mobile US described herein are permitted to increase their equity and/or voting interest, at some future time, up to and including a non-controlling indirect 49.99 percent equity and/or voting interest;
2. As previously authorized,² the specific non-U.S. entities with a controlling interest in T-Mobile US are permitted to increase their interests, at some future time, up to and including 100 percent of T-Mobile US' equity and/or voting interests;
3. This declaratory ruling includes all of Iowa Wireless's subsidiaries and affiliates, whether existing at this time or formed or acquired subsequently;³
4. DT is permitted to introduce new, non-U.S.-organized companies into its vertical ownership chain as long as the new non-U.S.-organized company is under 100 percent common ownership and control; and
5. This declaratory ruling includes all services to which section 310(b) applies and all geographic areas.

In support hereof, the following is respectfully shown:

I. BACKGROUND AND DESCRIPTION OF OWNERSHIP

Iowa Wireless, a Delaware corporation, is an FCC licensee that holds wireless PCS, AWS, and NN licenses. Iowa Wireless is a wholly-owned subsidiary of Iowa Wireless, LLC ("IWS-LLC"), which is composed of two members: INS Wireless, Inc. ("INSW") (a wholly-owned subsidiary of Iowa Network Services, Inc.) and VoiceStream PCS I Iowa Corporation ("VoiceStream PCS"). T-Mobile Global Holding GmbH ("T-Mobile Holding"), a German company, holds a direct 74 percent controlling interest in T-Mobile US, Inc.. T-Mobile US

¹*Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Second Report and Order, 28 FCC Rcd 5741 (2013) ("*2013 Foreign Ownership Order*").

² *DT-MetroPCS Order* at 2359.

³ For the Commission's convenience, a list of Iowa Wireless's radio service holdings is attached as Appendix A.

holds a 100 percent controlling interest in T-Mobile USA, Inc., which in turn holds a 100 percent controlling interest in VoiceStream PCS. VoiceStream PCS holds a 54 percent non-controlling interest in Iowa Wireless Services, LLC, which in turn holds a 100 percent controlling interest in Petitioner.

Two shareholders hold a ten percent or greater interest in DT - (1) the Federal Republic of Germany (“FRG”), holds approximately a 15 percent direct interest in DT and (2) Kreditanstalt für Wiederaufbau (“KfW”) – a bank organized in Germany that is 80 percent owned by the FRG and 20 percent owned by the German federal states – holds approximately a 17 percent direct interest in DT. The Commission recently determined that the public interest would be served by allowing up to 100 percent indirect foreign investment in T-Mobile US and its affiliated licensees by DT.⁴ It is important to note that while the declaratory ruling issued as part of the *DT-MetroPCS Order* permits T-Mobile US to be “100 percent owned indirectly, as a result of foreign ownership interests held in their controlling U.S. parent, by T-Mobile Global and T-Mobile Holding (individually), by Deutsche Telekom (individually), and by Deutsche Telekom’s shareholders (collectively)”, the FCC has only authorized an indirect foreign ownership in Iowa Wireless of up to 60 percent.

In 2001, Iowa Wireless filed a petition for declaratory ruling under Section 310(b)(4) of the Act to permit DT to hold an indirect ownership interest of up to 38 percent in Iowa Wireless.⁵ The FCC granted Iowa Wireless’s petition, and authorized Iowa Wireless to be indirectly owned

⁴ *Applications of Deutsche Telekom AG, T-Mobile USA, Inc., and MetroPCS Communications, Inc. for Consent to Transfer of Control of Licenses and Authorizations*, Memorandum Opinion and Order and Declaratory Ruling, 28 FCC Rcd 2322, 2359 (2013) (“*DT-MetroPCS Order*”).

⁵ *See Iowa Wireless Services Holding Corporation, et al., Petition for a Declaratory Ruling Pursuant to Section 310(b)(4) of the Act*, Memorandum Opinion and Order, 16 FCC Rcd 9779 (2001).

up to 38 percent by DT and DT's German shareholders.⁶ In 2006, the Commission granted a second petition filed by Iowa Wireless under Section 310(b)(4) for permission for DT to increase its indirect ownership stake in Iowa Wireless up to and including 60 percent.⁷ In 2010, the FCC granted Iowa Wireless's request to extend the 2006 declaratory ruling to include the company's AWS licenses.⁸

DT has decided to implement an internal corporate reorganization to streamline and simplify its corporate structure. This will affect the ownership of Iowa Wireless by introducing DT Holding B.V., a Dutch company, into the ownership chain. Specifically, T-Mobile Holding will contribute all of its shares of T-Mobile US to DT Holding B.V., a company organized in the Netherlands. DT Holding B.V. is a wholly-owned subsidiary of T-Mobile Holding and, following the transaction, will hold the 74 percent direct interest in T-Mobile US, which will continue to hold the indirect 54 percent interest in Iowa Wireless. No other changes will be made to the ownership of Iowa Wireless.⁹

The scope of authority in the *DT-MetroPCS Order* declaratory ruling, which was released prior to the adoption of the Commission's new foreign ownership rules, is limited to the non-U.S. entities named in the application.¹⁰ Because DT Holding B.V. was not specifically

⁶ *Id.* at 9849.

⁷ *Iowa Wireless Services Holding Corporation, Petition for Declaratory Ruling*, Public Notice, 21 FCC Rcd 14739 (2006).

⁸ *Iowa Wireless Services Holding Corporation, Petition for Declaratory Ruling*, Public Notice, 25 FCC Rcd 12430 (2010).

⁹ Charts detailing the ownership of Iowa Wireless before and after the transaction are attached as Appendix B.

¹⁰ See *DT-MetroPCS Order* at 2359 ("the T-Mobile USA/MetroPCS Common Carrier Licensees shall obtain prior Commission approval before any foreign individual or entity acquires a direct or indirect equity and/or voting interest in T-Mobile US, Inc. in excess of 25 percent, with the exception of the equity and voting interests held currently by the [Federal Republic of Germany

approved as part of the *DT-MetroPCS Order*, Iowa Wireless now seeks specific authority for this non-U.S. entity and all authority available as a result of the FCC’s new foreign ownership rules.¹¹ Iowa Wireless does *not* seek to increase the amount of indirect foreign ownership in the company permissible under the FCC’s prior declaratory rulings.¹²

II. INFORMATION REQUIRED BY SECTION 1.991

Section 1.991(a): Contact Information, FRN, Place of Organization, and Type of Business

Iowa Wireless Services Holding Corporation
FRN: 0002576874
4135 N.W. Urbandale Drive
Urbandale, IA 50322
Tel: (515) 258-7000
Fax: (515) 258-7100
Place of Organization: Delaware
Type of Business: Corporation

Section 1.991(b): Legal Counsel Contact

James U. Troup, Esq.
Tony S. Lee Esq.
Fletcher, Heald & Hildreth, PLC
1300 17th Street North, 11th Floor
Arlington, VA 22209
Tel: (703) 812-0400
Fax: (703) 812-0486
Email: troupe@fhhlaw.com
lee@fhhlaw.com

Section 1.991(c)(1): Types of Radio Licenses Covered By Declaratory Ruling

Iowa Wireless seeks a declaratory ruling covering the PCS, AWS, and NN licenses held by the company.

(“FRG”)] and [Kreditanstalt für Wiederaufbau (“KfW”) – a bank organized in Germany that is 80 percent owned by the FRG and 20 percent owned by the German federal states].”).

¹¹ See 2013 *Foreign Ownership Order*, *supra* n.1.

¹² See nn.5, 7, and 8.

Section 1.991(c)(2): Associated Applications

This application is not connected with any applications for radio station licenses or spectrum leasing arrangements. As a result of the DT’s indirect ownership in Iowa Wireless, this application is associated with the Petition for Declaratory Ruling filed by T-Mobile US, Inc. with the International Bureau. See File No. ISP-PDR-20130924-00006. Iowa Wireless confirms that all required notifications regarding the proposed *pro forma* transfer of Iowa Wireless’s FCC licenses will be filed within 30 days after closing.

Section 1.991(d): Type of Declaratory Ruling

Iowa Wireless seeks authority under Section 1.990(a)(1) of the Commission’s rules.

Section 1.991(e) and (g): Direct Ownership

The following entity holds a ten percent or greater direct ownership interest in Iowa Wireless Services, LLC, the 100 percent parent of Iowa Wireless:

Name: INS Wireless, Inc.
Address: 4201 Corporate Drive
West Des Moines, IA 50265-5906
Citizenship: United States
Principal Business: Telecommunications and information services
Type of Business
Organization: Corporation
Percentage Held: Direct 46% equity in and managing member of Iowa Wireless Services, LLC

Name: VoiceStream PCS I Iowa Corporation
Address: 12920 SE 38th Street
Bellevue, WA 98006
Citizenship: United States
Principal Business: Telecommunications and information services
Type of Business
Organization: Corporation
Percentage Held: Direct 54% equity in and non-managing member of Iowa Wireless Services, LLC

No other individual or entity holds a ten percent or greater direct equity or voting interest in Iowa Wireless Services, LLC.

Section 1.991(f) and (g): Indirect Ownership

The following entities hold a ten percent or greater indirect ownership interest in Iowa Wireless Services, LLC, the 100 percent parent of Iowa Wireless:

Name: Iowa Network Services, Inc.
Address: 4201 Corporate Drive
West Des Moines, IA 50265-5906
Citizenship: United States
Principal Business: Telecommunications and information services
Type of Business
Organization: Corporation
Percentage Held: Iowa Network Services, Inc. holds a 100% equity and voting interest in INS Wireless, Inc.

Name: T-Mobile USA, Inc.
Address: 12920 SE 38th Street
Bellevue, WA 98006
Citizenship: United States
Principal Business: Telecommunications and information services
Type of Business
Organization: Corporation
Percentage Held: T-Mobile USA, Inc. holds a 100% equity and voting interest in VoiceStream PCS I Iowa Corporation

Name: T-Mobile US, Inc.
Address: 12920 SE 38th Street
Bellevue, WA 98006
Citizenship: United States
Principal Business: Telecommunications and information services
Type of Business
Organization: Corporation
Percentage Held: T-Mobile US, Inc. holds a 100% equity and voting interest in T-Mobile USA, Inc.

Name: Deutsche Telekom Holding B.V.
Address: Stationsplein 8-K, Office Number 809
6221 BT Maastricht
Citizenship: Netherlands
Principal Business: Holding company
Type of Business
Organization: Limited Liability Company
Percentage Held: Direct 74% equity and voting interest in T-Mobile US

Name: T-Mobile Global Holding GmbH (“T-Mobile Holding”)
Address: Landgrabenweg 151
Bonn, Germany 53227
Citizenship: Germany
Principal Business: Telecommunications and information services
Type of Business
Organization: Limited Liability Company
Percentage Held: T-Mobile Holding will directly hold a 100% equity and voting interest in Deutsche Telekom Holding B.V.

Name: T-Mobile Global Zwischenholding GmbH (“T-Mobile Global”)
Address: Friedrich-Ebert-Allee 140
Bonn, Germany 53111
Citizenship: Germany
Principal Business: Telecommunications and information services
Type of Business
Organization: Limited Liability Company
Percentage Held: T-Mobile Global directly holds a 100% equity and voting interest in T-Mobile Holding.

Name: Deutsche Telekom AG (“DT”)
Address: Friedrich-Ebert-Allee 140
Bonn, Germany 53113
Citizenship: Germany
Principal Business: Telecommunications and information services
Type of Business
Organization: Corporation
Percentage Held: DT directly holds a 100% equity and voting interest in T-Mobile Global.

Name: Kreditanstalt für Wiederaufbau (“KfW”)
Address: Palmengartenstrasse 5-9
Frankfort, Germany 60325
Citizenship: Germany
Principal Business: Commercial banking
Type of Business
Organization: Bank
Percentage Held: KfW, a bank controlled by the German government and federal states, holds approximately 17 percent of the equity and voting interests of DT.

Name: Federal Republic of Germany (“FRG”)
Address: c/o Federal Ministry of Finance
Wilhelmstr 97
Berlin, Germany 10117
Citizenship: Germany
Principal Business: Government entity
Type of Business Organization: Government entity
Percentage Held: FRG directly holds approximately 15 percent of the equity and voting interests of DT. FRG also directly holds approximately 80 percent of the equity and voting interests in KfW which, as described above, holds approximately 17 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 32 percent of the equity and voting interests in DT.

No other individual or entity holds a direct or indirect ten percent or greater interest in Iowa Wireless Services, LLC.

Section 1.991(h)(1): Estimate of Aggregate Foreign Ownership

The Commission recently approved the aggregate foreign ownership in T-Mobile US and its affiliated licensees as part of the *DT-MetroPCS Order*.¹³ This aggregate foreign ownership information is incorporated by reference. DT is authorized to hold an indirect ownership stake in Iowa Wireless up to and including 60 percent.¹⁴

Section 1.991(h)(2): Ownership Chart

Charts depicting Iowa Wireless’s ownership before and after the proposed corporate restructuring are attached as Appendix B.

Section 1.991(i) and (j): Requests for Specific Approval

Iowa Wireless requests specific approval for each of the entities listed above in response to Sections 1.991(e)-(g).

Section 1.991(k): Requests for Advance Approval

Iowa Wireless seeks approval for the following entities with a non-controlling interest in Iowa Wireless to increase their individual interests in T-Mobile US, at some future time, up to any amount, including 100 percent of the equity and voting interests in T-Mobile US. The FCC has previously granted this authority for all entities included below except for Deutsche Telekom Holding B.V.¹⁵

¹³ See *DT-MetroPCS Order* at 2352-2359.

¹⁴ See nn.5, 7, and 8.

¹⁵ *Id.* at 2359.

- Deutsche Telekom Holding B.V.
- T-Mobile Global Holding GmbH (“T-Mobile Holding”)
- T-Mobile Global Zwischenholding GmbH (“T-Mobile Global”)
- Deutsche Telekom AG (“DT”)

Iowa Wireless also seeks approval for the following entities to increase their aggregate interest in T-Mobile US, at some future time, up to and including a non-controlling 49.99 percent equity and voting interest in T-Mobile US. Iowa Wireless does not seek to modify the amount of indirect foreign ownership the Commission previously authorized to be held in Petitioner.¹⁶

- Kreditanstalt für Wiederaufbau (“KfW”)
- Federal Republic of Germany

III. GRANT OF THIS PETITION IS IN THE PUBLIC INTEREST

The FCC recently determined that the public interest would be served by allowing up to 100 percent indirect foreign investment in T-Mobile US and its affiliated licensees.¹⁷ Other than the addition of one Dutch holding company, the foreign ownership of Iowa Wireless remains unchanged, and DT will continue to be authorized to hold up to and including a 60% indirect interest in the company. Ultimate control of Iowa Wireless is not affected by this change. Thus, the same public interest rationale that applied to the Commission’s March 2013 decision approving Iowa Wireless’s non-U.S. ownership should also apply to this *pro forma* change.

Since that declaratory ruling, the Commission has further streamlined its foreign ownership rules, finding that “foreign investment has been and will continue to be an important source of financing for U.S. telecommunications companies, fostering technical innovation, economic growth, and job creation.”¹⁸ The newly adopted rules were implemented specifically to provide licensees with the type of flexibility Iowa Wireless requests in this Petition. Grant of

¹⁶ See nn.5, 7, and 8.

¹⁷ *DT-MetroPCS Order* at 2359.

¹⁸ *2013 Foreign Ownership Order* at 5744, ¶ 3.

this Petition will serve the public interest by facilitating foreign investment in a U.S. telecommunications company that will allow expanded and improved service to U.S. consumers.

IV. CONCLUSION

Wherefore, for the forgoing reasons, Iowa Wireless requests that the Commission promptly grant the requested declaratory ruling.

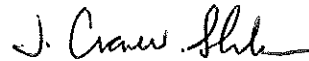
Respectfully submitted,

/s/ Tony S. Lee
James U. Troup, Esq.
Tony S. Lee, Esq.
FLETCHER, HEALD & HILDRETH, PLC
1300 N. 17th Street, 11th Floor
Arlington, VA 22209
Tel: (703) 812-0400
Fax: (703) 812-0486
Email: troupe@fhhlaw.com
lee@fhhlaw.com

Date: October 30, 2013

CERTIFICATION

The undersigned certifies that the information in this Petition is in accordance with the provisions of Sections 1.16 and 1.990(c)(1) of the Commission's rules, 47 C.F.R. §§ 1.16 and 1.990(c)(1). In particular, Iowa Wireless has calculated the ownership interests disclosed in this Petition based on its review of the Commission's rules and the interests disclosed satisfy each of the pertinent standards and criteria set forth in the rules.



J. Craven Shumaker
President & CEO
Iowa Wireless Services Holding Corporation

October30, 2013

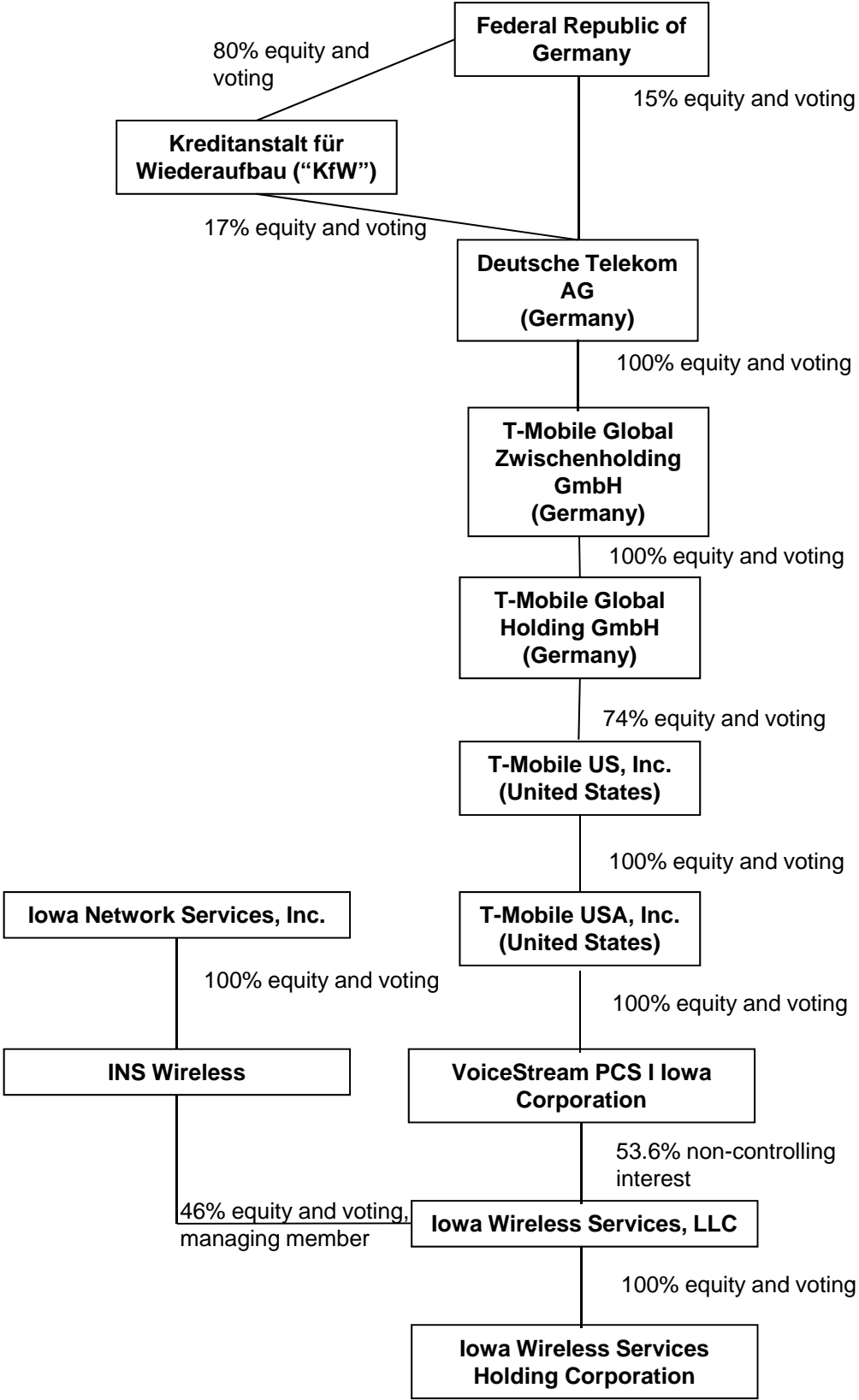
APPENDIX A

IOWA WIRELESS SERVICES HOLDING CORPORATION RADIO SERVICES

Company Name	FRN	Radio Service(s) (Radio Service Code)
Iowa Wireless Services Holding Corporation	0002576874	AWS, 1710-1755/2110-2155 MHz Bands (AW) PCS Broadband (CW) 3650-3700 MHz (NN)

APPENDIX B

Current Ownership



Proposed Ownership

