

MAY 30 '00 12:29 FR

0 TO 74B3H4B0102H1101

George Mark

RETURN ONLY

**MORRISON & FOERSTER LLP**  
ATTORNEYS AT LAW

SAN FRANCISCO  
106 ANGELES  
PALO ALTO  
WALNUT CREEK  
SACRAMENTO  
ORANGE COUNTY  
SAN DIEGO  
DENVER

2000 PENNSYLVANIA AVENUE, NW  
WASHINGTON, D.C. 20006-1888  
TELEPHONE (202) 887-1500  
TELEFACSIMILE (202) 887-0763

May 26, 2000

NEW YORK  
BUENOS AIRES  
LONDON  
BRUSSELS  
BEIJING  
HONG KONG  
SINGAPORE  
TOKYO

RECEIVED  
L.Gurman@mfo.com  
(202) 887-8745

MAY 26 2000

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Hand Delivery

Magalie Roman Salas, Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554  
Attn: Susan O'Connell

Re: VoicesStream Wireless Corporation  
In re Application of Aerial Communications, Inc. (Transferor) and VoicesStream  
Wireless Holding Corporation (Transferee) for Consent to Transfer of Control  
of Licenses and Authorizations  
Section 214 Authorization

Dear Ms. Salas:

On behalf of VoicesStream Wireless Corporation f/k/a VoicesStream Wireless Holding Corporation ("VoicesStream"), we hereby notify the Commission of consummation of the transfer of control of a Section 214 International Authorization shown below associated with the above-referenced reorganization.<sup>1</sup> VoicesStream consummated the reorganization on May 4, 2000.

File No.  
ITC-214-19970626-00352  
Licensee  
Aerial Communications, Inc.

Should you have any questions concerning this matter, please contact undersigned counsel.

Very truly yours,



Louis Gurman

<sup>1</sup> See Applications of Aerial Communications, Inc., et. al., Memorandum Opinion and Order, DA No. 00-730 (rel. Mar. 31, 2000).

RETURN COPY

MORRISON & FOERSTER LLP

ATTORNEYS AT LAW

SAN FRANCISCO  
LOS ANGELES  
PALO ALTO  
WALNUT CREEK  
SACRAMENTO  
ORANGE COUNTY  
SAN DIEGO  
DENVER

2000 PENNSYLVANIA AVENUE, NW  
WASHINGTON, D.C. 20006-1888  
TELEPHONE (202) 887-1500  
TELEFACSIMILE (202) 887-40763

NEW YORK  
BUENOS AIRES  
LONDON  
BRUSSELS  
BEIJING  
HONG KONG  
SINGAPORE  
TOKYO

March 30, 2000

RECEIVED

MAR 30 2000

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Magalie Roman Salas, Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554  
Attn: Roger Noel

Re: VoiceStream Wireless Corporation  
In re Applications of VoiceStream Wireless Corporation and Omnipoint Corporation (Transferors) and VoiceStream Wireless Holding Corporation (Transferee) for Consent to Transfer of Control of Licenses and Authorizations  
Lead Application File No. 0000016501 et. al.

Dear Ms. Salas:

On behalf of VoiceStream Wireless Corporation *f/k/a* VoiceStream Wireless Holding Corporation ("VoiceStream"), we hereby request a waiver of Section 1.913 of the Commission's Rules in order to submit this consummation notification of the transfers of the above-referenced licenses and authorizations.<sup>1</sup> VoiceStream consummated the above-referenced merger<sup>2</sup> on February 25, 2000. Enclosed is an attachment listing the licenses in question and the corresponding FCC file numbers. Commission staff informally requested that the consummation notices be filed on paper today in order to facilitate reference to the instant closing in connection with a separate VoiceStream transaction. A normal electronic filing will be undertaken tomorrow.

Due to the press of other business, including the merger of undersigned counsel's law practice with Morrison & Foerster, LLP during the past 30 days, we inadvertently failed to file a timely consummation notice on March 27, 2000. 47 C.F.R. §1.948(d). Because the underlying transaction was promptly and timely consummated

<sup>1</sup> As noted in Annex I hereto, the transfers of two Section 214 authorizations formerly held by Omnipoint Communications Cap Operations, LLC were not transferred to VoiceStream. Those authorizations were previously tendered for cancellation.

<sup>2</sup> See In re Applications of VoiceStream Wireless Corporation, et. al., Memorandum Opinion and Order, FCC No. 00-53 (rel. Feb. 15, 2000).

214s  
Cancelled

**MORRISON & FOERSTER LLP**

Ms. Magalie Roman Salas  
March 30, 2000  
Page 2

and due to the extenuating circumstances described above, we respectfully request waiver of the 30-day requirement of the notification rule.

Please contact undersigned counsel, should you have any questions on this matter.

Sincerely,



Louis Gurman

Enclosure

cc (w/encl.)(By Hand): William W. Kunze, Esquire  
Lauren Kravetz, Esquire  
John Branscome, Esquire

Consummation Notification

March 30, 2000

Page 1 of 18

**LICENSES ASSIGNED OR TRANSFERRED FROM VOICESTREAM WIRELESS CORPORATION AND  
OMNIPOINT CORPORATION TO VOICESTREAM WIRELESS HOLDING CORPORATION**

MAY 30 '00 12:30 FR

0 TO 7405#468752#4182 P.05/22

**LICENSES ASSIGNED OR TRANSFERRED FROM VOICESTREAM WIRELESS CORPORATION AND  
OMNIPPOINT CORPORATION TO VOICESTREAM WIRELESS HOLDING CORPORATION**

**TABLE OF CONTENTS**

BREAKDOWN OF LICENSES ..... PAGE 3

PCS LICENSES ..... PAGE 5

POINT-TO-POINT MICROWAVE LICENSES ..... PAGE 10

SPECIALIZED MOBILE RADIO ..... PAGE 12

LOCAL MULTIPPOINT DISTRIBUTION SERVICE ..... PAGE 13

PCS ..... PAGE 14

SECTION 214 AUTHORIZATIONS ..... PAGE 18

**BREAKDOWN OF LICENSES**  
 MARCH 30, 2000

ASSIGNOR/ TRANSFEROR	SERVICE	ASSIGNEE/ TRANSFeree	NUMBER OF LICENSES	TYPE OF APPLICATION	FCC FORM NUMBER
VOICESTREAM WIRELESS CORPORATION SUBSIDIARIES (SEE ATTACHED CHART).	PCS	VOICESTREAM WIRELESS HOLDING CORPORATION	108 <sup>1</sup>	TRANSFER OF CONTROL	ULS-603
	POINT-TO-POINT MICROWAVE	VOICESTREAM WIRELESS HOLDING CORPORATION	34	TRANSFER OF CONTROL	704
	SMR BUSINESS RADIO	VOICESTREAM WIRELESS HOLDING CORPORATION	15 <sup>2</sup>	TRANSFER OF CONTROL	1-603; 1- 704; AND 1-703
	LMDS	VOICESTREAM WIRELESS HOLDING CORPORATION	16	TRANSFER OF CONTROL	ULS-603
	<b>TOTAL —</b>			<b>173</b>	

<sup>1</sup> This total includes licenses held by VoiceStream PCS I License L.L.C. (PCS I), VoiceStream PCS II License Corporation (PCS II), VoiceStream PCS III License Corporation (PCS III), and VoiceStream PCS BTA I License Corporation (BTA I). In addition, this total includes license KNLG345 in the Sherman-Denison, Texas BTA that was being acquired from ALLTEL Corporation and assigned to BTA I (transaction consummated December 24, 1999).

<sup>2</sup> Includes an SMR 800 MHZ license for call sign WPF267 located in Jamestown, N.D. In addition, VoiceStream SMR Corporation holds a Business Radio Service authorization under call sign WPML418 in the 154.600 MHZ frequency operating at Bellevue and Issaquah, Washington (FCC file no. A019625).

ASSIGNOR/ TRANSFEROR	SERVICE	ASSIGNEE/ TRANSFeree	NUMBER OF LICENSES	TYPE OF APPLICATION	FCC FORM NUMBER
OMNIPOINT CORPORATION SUBSIDIARIES (SEE ATTACHED CHART).	PCS PART 5 EXPERIMENTAL TELEPHONE MAINTENANCE	VOICESTREAM WIRELESS HOLDING CORPORATION	69	TRANSFER OF CONTROL	ULS- 603; 3- 703
			3		
			1		
	SECTION 214 APPLICATIONS	VOICESTREAM WIRELESS HOLDING CORPORATION	8		
<b>TOTAL</b>			<b>81</b>		

MAY 30 '00 12:51 PM

0 10 748344667924182 P.05/22

TRANSFERS OF CONTROL TO VOICESTREAM WIRELESS HOLDING CORPORATION  
 PCS LICENSES

File Number	Date Submitted	Licensee	Call Sign	Market No. - Freq. Block	Market Name
0000016518	7/16/99	VoiceStream PCS I License L.L.C.	*KNLF259	M30 - A	Portland, OR
			KNLF263	M32 - A	Des Moines-Quad Cities, IA
			KNLF281	M41 - A	Oklahoma City, OK
0000016354	7/16/99	VoiceStream PCS II License Corporation	*KNLF244	M22 - B	Denver, CO
			KNLF271	M36 - A	Salt Lake City, UT
			KNLF277	M39 - A	El Paso-Albuquerque, TX
			KNLF293	M47 - A	Honolulu, HI
0000016499	7/16/99	VoiceStream PCS III License Corporation	*KNLG826	B331 - E	Olympia - Centralia, WA
			KNLG827	B347 - E	Phoenix, AZ
			KNLG834	B413 - E	Seattle-Tacoma, WA
			KNLG838	B447 - E	Tucson, AZ
0000016497	7/16/99	VoiceStream PCS BTA I License Corporation	*KNLG247	B001 - D	Aberdeen, SD
			KNLG345	B418 - D	Sherman-Denison, TX <sup>3</sup>
			KNLG758	B191 - D	Hobbs, NM
			KNLG759	B193 - D	Hot Springs, AR
			KNLG760	B199 - D	Huron, SD
			KNLG761	B200 - D	Hutchinson, KS
			KNLG762	B217 - D	Jefferson City, MO
			KNLG763	B224 - D	Kalispell, MT
			KNLG764	B228 - D	Kennewick-Pasco-Richland, WA

<sup>3</sup> Acquired from ALLTEL Corporation; transaction consummated December 29, 1999.



Consummation Notification  
 March 30, 2000  
 Page 6 of 18

File Number	Date Submitted	Licensee	Call Sign	Market No. - Freq. Block	Market Name
		VoiceStream PCS BTA I License Corporation	KNLG766	B257 - D	Little Rock, AR
			KNLG768	B275 - D	Manhattan-Junction City, KS
			KNLG771	B296 - D	Midland, TX
			KNLG772	B300 - D	Missoula, MT
			KNLG773	B301 - D	Mitchell, SD
			KNLG774	B308 - D	Mount Vernon-Centralia, IL
			KNLG775	B327 - D	Odessa, TX
			KNLG776	B341 - D	Paris, TX
			KNLG777	B348 - D	Pine Bluff, AR
			KNLG778	B355 - D	Poplar Bluff, MO
			KNLG779	B367 - D	Quincy, IL-Hannibal, MO
			KNLG780	B383 - D	Rolla, MO
			KNLG781	B396 - D	Salina, KS
			KNLG782	B400 - D	San Angelo, TX
			KNLG783	B401 - D	San Antonio, TX
			KNLG784	B422 - D	Sioux Falls, SD
			KNLG785	B460 - D	Walla Walla, WA-Pendleton, OR
			KNLG786	B464 - D	Watertown, SD
			KNLG787	B470 - D	West Plains, MO
			KNLG788	B472 - D	Wichita, KS
			KNLG789	B021 - E	Ashtabula, OH
			KNLG790	B041 - E	Billings, MT
			KNLG791	B045 - E	Bismarck, ND
			KNLG792	B053 - E	Bozeman, MT
			KNLG793	B065 - E	Canton-New Philadelphia, OH
			KNLG794	B066 - E	Cape Girardeau-Sikeston, MO
			KNLG795	B067 - E	Carbondale-Marion, IL

File Number	Date Submitted	Licensee	Call Sign	Market No. - Freq. Block	Market Name
		VoiceStream PCS BTA I License Corporation	KNLG796	B084 - E	Cleveland-Akron, OH
			KNLG797	B087 - E	Clovis, NM
			KNLG798	B090 - E	Columbia, MO
			KNLG799	B104 - E	Danville, VA
			KNLG800	B106 - E	Dayton-Springfield, OH
			KNLG801	B122 - E	East Liverpool-Salem, OH
			KNLG802	B131 - E	Erie, PA
			KNLG803	B138 - E	Fargo, ND
			KNLG804	B140 - E	Fayetteville-Springdale-Rogers, AR
			KNLG805	B144 - E	Flagstaff, AZ
			KNLG806	B167 - E	Grand Island-Kearney, NE
			KNLG807	B171 - E	Great Falls, MT
			KNLG808	B185 - E	Hastings, NE
			KNLG809	B213 - E	Jacksonville, IL
			KNLG810	B219 - E	Jonesboro-Paragould, AR
			KNLG811	B230 - E	Kirksville, MO
			KNLG812	B250 - E	Lewiston-Moscow, ID
			KNLG813	B256 - E	Lincoln, NE
			KNLG814	B266 - E	Lynchburg, VA
			KNLG815	B270 - E	McCook, NE
			KNLG816	B278 - E	Mansfield, OH
			KNLG817	B284 - E	Martinsville, VA
			KNLG818	B287 - E	Meadville, PA
			KNLG819	B296 - E	Midland, TX
			KNLG820	B297 - E	Milwaukee, WI
			KNLG821	B322 - E	Nogales, AZ
			KNLG822	B323 - E	Norfolk, NE

File Number	Date Submitted	Licensee	Call Sign	Market No. - Freq. Block	Market Name
		VoiceStream PCS BTA I License Corporation	KNLG823	B324 - E	Norfolk-Va. Beach-Newport News-Hampton, VA
			KNLG824	B325 - E	North Platte, NE
			KNLG825	B327 - E	Odessa, TX
			KNLG828	B362 - E	Prescott, AZ
			KNLG829	B374 - E	Richmond-Petersburg, VA
			KNLG830	B387 - E	Russellville, AR
			KNLG831	B394 - E	St. Louis, MO
			KNLG832	B403 - E	Sandusky, OH
			KNLG833	B404 - E	San Francisco-Oakland-San Jose, CA
			KNLG835	B416 - E	Sharon, PA
			KNLG836	B420 - E	Sierra Vista-Douglas, AZ
			KNLG837	B430 - E	Staunton-Waynesboro, VA
			KNLG839	B484 - E	Youngstown-Warren, OH
			KNLG840	B486 - E	Yuma, AZ
			KNLH734	B003 - D	Abilene, TX
			KNLH735	B013 - D	Amarillo, TX
			KNLH736	B027 - D	Austin, TX
			KNLH737	B037 - D	Bemidji, MN
			KNLH738	B040 - D	Big Spring, TX
			KNLH740	B057 - D	Brownwood, TX
			KNLH742	B064 - D	Butte, MT
			KNLH744	B088 - D	Coffeyville, KS
			KNLH746	B153 - D	Fort Smith, AR
			KNLH747	B166 - D	Grand Forks, ND
			KNLH748	B182 - D	Harrison, AR
			KNLH749	B188 - D	Helena, MT
			KNLH757	B130 - D	Enid, OK

File Number	Date Submitted	Licensee	Call Sign	Market No. - Freq. Block	Market Name
		VoiceStream PCS BTA I License Corporation	KNLH762	B264 - E	Lubbock, TX
			KNLH763	B329 - D	Oklahoma City, OK
			KNLH764	B354 - D	Ponca City, OK
			KNLH766	B392 - E	St. George, UT
			KNLH768	B433 - D	Stillwater, OK
			KNLH770	B477 - E	Willmar-Marshall, MN
			KNLH771	B481 - D	Worthington, MN

\* Asterisks indicates lead call sign for Public Notice purposes.

TRANSFERS OF CONTROL TO VOICESTREAM WIRELESS HOLDING CORPORATION  
 POINT-TO-POINT MICROWAVE LICENSES

File Number	Date Submitted	Licensee	Call Sign	Location
9714102	7/15/99	VoiceStream PCS I License L.L.C.	*WPNH333	Urbandale
			WPNH334	Des Moines Proj. Office
			WPNH335	Elkhart
			WPNH336	Ames, IA
			WPNH337	Mitchellville
			WPNH339	University Towers
			WPNH341	Rolling Acres
			WPNH412	Trickle Firestone
			WPOR260	Grandview
			WPOR261	9000 Trucking
			WPOR262	Warehouse
9714100	7/15/99	VoiceStream PCS II License Corporation	*WPJE993	Salt Lake City
			WPJE994	Salt Lake City
			WPJE995	Salt Lake City
			WPJE996	Salt Lake City
			WPJE997	Mount Aire
			WPJE998	Salt Lake City
			WPNH379	Baculite Mesa
			WPNH380	Cheyenne Mountain
			WPNH381	Black Forest
			WPNH382	Hilltop Elizabeth
			WPNH384	Amoco Building
			WPNH386	Kinnison
			WPNH387	Cheyenne South
			WPNH523	Johnson Trucking
			WPNJ430	Dacono

File Number	Date Submitted	Licensee	Call Sign	Location
			WPOR633	Crow Hill
			WPOR634	Utah State University
9714099	7/15/99	VoiceStream PCS III License Corporation	*WPOQ796	Bothell Switch
			WPOQ797	West Tiger Mountain
			WPOQ798	Rattlesnake Mountain
			WPOQ799	Capitol Hill
			WPOQ802 <sup>4</sup>	Olympia
			WPOT347	Spar Hill

\* Asterisks indicate lead call sign for Public Notice purposes

<sup>4</sup> VoiceStream canceled this license as of August 11, 1999.

TRANSFERS OF CONTROL TO VOICESTREAM WIRELESS HOLDING CORPORATION  
 SPECIALIZED MOBILE RADIO

File Number	Date Filed	Licensee	Call Sign	Market No.- Freq. Block	Market Name
0000016500	7/16/99	VoiceStream SMR Corporation	*KNNX843	M046 - L	Wichita, KS
			KNNX844	M046 - K	Wichita, KS
			KNNX845	M046 - J	Wichita, KS
			KNNX846	M046 - I	Wichita, KS
			KNNX847	M046 - H	Wichita, KS
			KNNX848	M046 - G	Wichita, KS
			KNNX849	M046 - C	Wichita, KS
			KNNX850	M042 - O	Spokane, WA-Billings, MT
			KNNX851	M042 - M	Spokane, WA-Billings, MT
			KNNX852	M042 - L	Spokane, WA-Billings, MT
			KNNX853	M042 - K	Spokane, WA-Billings, MT
			KNNX854	M042 - J	Spokane, WA-Billings, MT
			KNNX855	M032 - C	Des Moines-Quad Cities, IA
			WPF267	800 MHz	Jamestown, ND <sup>5</sup>
			WPML418	154.6	Bellevue & Issaquah, Wash. <sup>6</sup>

\* The asterisk indicates lead call sign for Public Notice purposes

<sup>5</sup> 800 MHz SMR license

<sup>6</sup> Business Radio Service authorization (FCC File No. A019625)

**TRANSFERS OF CONTROL TO VOICESTREAM WIRELESS HOLDING CORPORATION  
 LOCAL MULTIPOINT DISTRIBUTION SERVICE**

File Number	Date Submitted	Licensee	Call Sign	Market No. - Freq. Block	Market Name
0000016544	7/16/99	VoiceStream PCS LMDS Corporation	*WPLM355	B366 - A	Pueblo, CO
			WPLM362	B413 - B	Seattle-Tacoma, WA
			WPLM363	B331 - B	Olympia-Centralia, WA
			WPLM364	B482 - B	Yakima, WA
			WPLM365	B055 - B	Bremerton, WA
			WPLM366	B036 - B	Bellingham, WA
			WPLM367	B002 - B	Aberdeen, WA
			WPLM368	B356 - A	Port Angeles, WA
			WPLM369	B261 - A	Longview, WA
			WPLM370	B399 - B	Salt Lake City-Ogden, UT
			WPLM374	B244 - A	Las Cruces, NM
			WPLM375	B407 - A	Santa Fe, NM
			WPLM386	B192 - B	Honolulu, HI
			WPLM387	B190 - B	Hilo, HI
			WPLM388	B222 - B	Kahului-Wailuku-Lahaina, HI
			WPLM389	B088 - B	Coffeyville, KS

\* The asterisk indicates lead call sign for Public Notice purposes



TRANSFERS OF CONTROL TO VOICESTREAM WIRELESS HOLDING CORPORATION  
 PCS

File Number	Date Submitted	Licensee	Call Sign	Market Number	Block	Market Name
0000016501	7/16/99	**Omnipoint Albany-Schenectady-Glens Falls E License, LLC	*KNLF880	B007	E	Albany-Schenectady, NY
			KNLG266	B164	E	Glens Falls, NY
0000016502	7/16/99	Omnipoint Boston Area DE License, LLC	*KNLF953	B030	E	Bangor, ME
			KNLH310	B051	E	Boston, MA
			KNLH311	B201	D	Hyannis, MA
			KNLH312	B227	E	Keene, NH
			KNLH313	B251	E	Lewiston-Auburn, ME
			KNLH314	B274	D	Manchester-Nashua-Concord, NH
			KNLH315	B357	D	Portland-Brunswick, ME
			KNLH316	B363	D	Presque Isle, ME
			KNLH317	B363	E	Presque Isle, ME
			KNLH318	B465	E	Waterville-Augusta, ME
			KNLH319	B480	D	Worcester-Fitchburg-Leominster, MA
0000016503	7/16/99	Omnipoint Boston D License, LLC	KNLF954	B051	D	Boston, MA
0000016504	7/16/99	Omnipoint Boston-Keene D License, LLC	KNLF955	B227	D	Keene, NH
0000016505	7/16/99	Omnipoint Buffalo Area DE License, LLC	*KNLF957	B215	E	Jamestown-Dunkirk, NY
			KNLH321	B330	E	Olean, NY-Bradford, PA
			KNLH322	B379	D	Rochester, NY
0000016506	7/16/99	Omnipoint Buffalo-Olean D License, LLC	KNLF958	B330	D	Olean, NY-Bradford, PA
0000016538	7/16/99	Omnipoint Communications, Inc.	KNLF202	M1	A	New York, NY

File Number	Date Submitted	Licensee	Call Sign	Market Number	Block	Market Name
0000016507	7/16/99	Omnipoint DC Area DE License, LLC	*KNLF323	B100	E	Cumberland, MD
			KNLF962	B075	E	Charlottesville, VA
			KNLH324	B156	D	Fredericksburg, VA
			KNLH325	B179	D	Hagerstown, MD-Chambersburg, PA-Martinsburg, WV
			KNLH326	B398	E	Salisbury, MD
			KNLH327	B461	E	Washington, DC
0000016508	7/16/99	Omnipoint DC-Salisbury D License, LLC	KNLF965	B398	D	Salisbury, MD
0000016509	7/16/99	Omnipoint Little Rock-El Dorado E License, LLC	KNLF968	B125	E	El Dorado-Magnolia-Camden, AR
0000016513	7/16/99	Omnipoint Miami E License, LLC	KNLF978	B293	E	Miami-Ft. Lauderdale, FL
0000016682	7/16/99	Omnipoint MI-Indiana Area DE License, LLC <sup>7</sup>	*KNLF943	B005	E	Adrian, MI
			KNLH287	B047	E	Bloomington-Bedford, IN
			KNLH288	B093	E	Columbus, IN
			KNLH289	B112	E	Detroit, MI
			KNLH290	B126	E	Elkhart, IN
			KNLH291	B143	E	Findlay-Tiffin, OH
			KNLH292	B145	E	Flint, MI
			KNLH293 <sup>8</sup>	B169	E	Grand Rapids, MI
			KNLH294	B204	E	Indianapolis, IN
			KNLH295	B209	E	Jackson, MI
KNLH296	B233	D	Kokomo-Logansport, IN			

<sup>7</sup> Applications to partition and assign spectrum in certain counties in markets B169 and B390 (File No. 0000012921), and to assign the licenses for markets B307 and B310 (File No. 0000012925), to NPI-Omnipoint Wireless LLC consented to by the FCC.

File Number	Date Submitted	Licensee	Call Sign	Market Number	Block	Market Name
			KNLH297	B235	E	Lafayette, IN
			KNLH298	B241	E	Lansing, MI
			KNLH299	B255	E	Lima, OH
			KNLH300	B280	E	Marion, IN
			KNLH301 <sup>g</sup>	B307	E	Mt. Pleasant, MI
			KNLH302 <sup>g</sup>	B310	E	Muskegon, MI
			KNLH303 <sup>g</sup>	B390	E	Saginaw-Bay City, MI
			KNLH304	B442	E	Terre Haute, IN
			KNLH305	B444	D	Toledo, OH
			KNLH306	B457	E	Vincennes-Washington, IN
0000016510	7/16/99	Omnipoint MI-Indiana-Findlay D License, LLC	KNLF971	B143	D	Findlay-Tiffin, OH
0000016511	7/16/99	Omnipoint MI-Indiana-Lima D License, LLC	KNLF975	B255	D	Lima, OH
0000016515	7/16/99	Omnipoint New England DE License, LLC	*KNLG267	B274	E	Manchester-Nashua-Concord, NH
			KNLG269	B351	E	Pittsfield, MA
			KNLG270	B364	D	Providence-Pawtucket, RI-New Bedford-Fall River, MA
			KNLG271	B427	D	Springfield-Holyoke, MA
			KNLG272	B465	D	Waterville-Augusta, ME
			KNLG273	B480	E	Worcester-Fitchburg-Leominster, MA
0000016517	7/16/99	Omnipoint New York D License, LLC	KNLF982	B321	D	New York, NY
0000016519	7/16/99	Omnipoint Petoskey D License, LLC	KNLG268	B345	D	Petoskey, MI

File Number	Date Submitted	Licensee	Call Sign	Market Number	Block	Market Name
0000016681	7/16/99	Omnipoint Philadelphia-E. Lancaster E License, LLC <sup>8</sup>	KNLF983	B240	E	Lancaster, PA
0000016520	7/16/99	Omnipoint St. Louis DE License, LLC	*KNLF988	B090	D	Columbia, MO
			KNLH344	B161	E	Galesburg, IL
			KNLH345	B230	D	Kirksville, MO
			KNLH346	B308	E	Mt. Vernon-Centralia, IL
			KNLH347	B367	E	Quincy, IL-Hannibal, MO
			KNLH348	B394	D	St. Louis, MO
0000016521	7/16/99	Omnipoint Wichita-E. Hutchinson E License, LLC	*KNLF992	B200	E	Hutchinson, KS
			KNLH349	B396	E	Salina, KS

- \* Asterisks indicate lead call sign for Public Notice purposes
- \*\* Indicates lead application for electronic FCC Universal Licensing Service ("ULS") purposes. This application will have all pertinent attachments concerning this transaction.
- \*\*\* Not included is one Telephone Maintenance Transfer of Control from Omnipoint Communications, Inc. to VoiceStream Wireless Holding Corporation (call sign WPJ1365).
- \*\*\*\* Not included are three Part 5 Experimental Licenses:  

<b>Licensee</b> A. Omnipoint Communications, Inc. B. Omnipoint Corporation	<b>Call Sign:</b> WA2XDG KK2XCV and XKF2EH
--	--

<sup>8</sup> Application is for transfer of Omnipoint's negative control of D&E Omnipoint Wireless Joint Venture, L.P., the parent of the licensee.

File Number	Date Submitted	Licensee	Call Sign	Market Number	Block	Market Name
0000016681	7/16/99	Omnipoint Philadelphia-E. Lancaster E License, LLC <sup>8</sup>	KNLF983	B240	E	Lancaster, PA
0000016520	7/16/99	Omnipoint St. Louis DE License, LLC	*KNLF988	B090	D	Columbia, MO
			KNLH344	B161	E	Galesburg, IL
			KNLH345	B230	D	Kirksville, MO
			KNLH346	B308	E	Mt. Vernon-Centralia, IL
			KNLH347	B367	E	Quincy, IL-Hannibal, MO
			KNLH348	B394	D	St. Louis, MO
0000016521	7/16/99	Omnipoint Wichita-E. Hutchinson E License, LLC	*KNLF992	B200	E	Hutchinson, KS
			KNLH349	B396	E	Salina, KS

- \* Asterisks indicate lead call sign for Public Notice purposes
- \*\* Indicates lead application for electronic FCC Universal Licensing Service ("ULS") purposes. This application will have all pertinent attachments concerning this transaction.
- \*\*\* Not included is one Telephone Maintenance Transfer of Control from Omnipoint Communications, Inc. to VoiceStream Wireless Holding Corporation (call sign WPJ1365).
- \*\*\*\* Not included are three Part 5 Experimental Licenses:  

Licensee	Call Sign:
A. Omnipoint Communications, Inc.	WA2XDG
B. Omnipoint Corporation	KK2XCV and XKF2EH

<sup>8</sup> Application is for transfer of Omnipoint's negative control of D&E Omnipoint Wireless Joint Venture, L.P., the parent of the licensee.

MAY 30 '00 13:03 FR 0 TO 7485#468752#4182 P. 21/22

**TRANSFERS OF CONTROL TO VOICESTREAM WIRELESS HOLDING CORPORATION  
SECTION 214 AUTHORIZATIONS**

<b>FCC (Transfer of Control) File Number</b>	<b>Date Submitted</b>	<b>Licensee</b>	<b>FCC File No.</b>
ITC-TC-19990715-00500	7/15/99	Omnipoint Communications, Inc.	ITC-214-19960930-00473
ITC-TC-19990715-00502	7/15/99	Omnipoint Communications Enterprises, L.P.	ITC-214-19970801-00450
ITC-TC-19990715-00498	7/15/99	Omnipoint Communications C Operations, L.L.C.	ITC-214-19970804-00463
ITC-TC-19990715-00501	7/15/99	Omnipoint Communications MB Operations, L.L.C.	ITC-214-19970908-00542
ITC-TC-19990715-00499	7/15/99	Omnipoint Communications Midwest Operations, L.L.C.	ITC-214-19980203-0068
ITC-TC-19990715-00497	7/15/99	Omnipoint Communications DEF Operations, L.L.C.	ITC-214-19970908-00541
ITC-TC-19990715-00496	7/15/99	D&E/Omnipoint Wireless Joint Venture, L.P.	ITC-214-19980807-00546