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BEFORE PROCEEDING

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3060-0589

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Page No. 1 of 1

FCC/MILLION

FEB 27 2001

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**SECTION A - PAYER INFO**

ITC-TIC-20010227-00145

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

Streamlined  
JOSEPH J. SIMONS, TRUSTEE

Morrison & Foerster, LLP

(4) STREET ADDRESS LINE NO. 1  
2000 Pennsylvania Avenue, N.W., Suite 5500

(5) STREET ADDRESS LINE NO. 2

(6) CITY  
Washington

(7) STATE  
DC

(8) ZIP CODE  
20006

(9) DAYTIME TELEPHONE NUMBER (include area code)  
(202)887-1500

(10) COUNTRY CODE (if not in U.S.A.)

**FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED**

(11) PAYER (FRN)  
0003775962

(12) PAYER (TIN)  
940697210

**IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B  
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)**

(13) APPLICANT NAME  
VoiceStream PCS BTA 1 License Corporation

(14) STREET ADDRESS LINE NO. 1  
12920 S.E. 38th Street

(15) STREET ADDRESS LINE NO. 2

(16) CITY  
Bellevue

(17) STATE  
WA

(18) ZIP CODE  
98006

(19) DAYTIME TELEPHONE NUMBER (include area code)  
(425) 378-400

(20) COUNTRY CODE (if not in U.S.A.)

**FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED**

(21) APPLICANT (FRN)  
0004-3047-13

(22) APPLICANT (TIN)  
91-1917328

**COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET**

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE  
CUT

(25A) QUANTITY  
1

(26A) FEE DUE FOR (PTC)

(27A) TOTAL FEE

815.00

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

**SECTION D - CERTIFICATION**

(30) CERTIFICATION STATEMENT

I, \_\_\_\_\_, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

**SECTION E - CREDIT CARD PAYMENT INFORMATION**

(31)

MASTERCARD

MASTERCARD/VISA ACCOUNT NUMBER:  
| | | | | | | | | | | | | | | | | | | | | |

EXPIRATION  
| | | | | | | |

VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described. SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

**MORRISON & FOERSTER LLP**

ATTORNEYS AT LAW

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

2000 PENNSYLVANIA AVENUE, NW  
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NEW YORK  
BUENOS AIRES  
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HONG KONG  
SINGAPORE  
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February 27, 2000

Writer's Direct Dial Number  
(202) 887-6948

*Via Mellon Bank*

Federal Communications Commission  
IB Telecommunications Division  
P. O. Box 358115  
Pittsburgh, PA 15251-5115

Re: Consent to Transfer Control Section 214 Authorization  
Joseph J. Simons, Esq. -- Trustee of the GTE Wireless Assets Trust -- on  
Behalf of GTE Wireless of Cincinnati LLC (Transferor)  
VoiceStream PCS BTA I License Corporation (Transferee)  
ITC-214-2000531-00321

To Whom It May Concern:

On behalf of VoiceStream PCS BTA I License Corporation ("VoiceStream PCS"), we are enclosing for filing an original and five paper copies of an application requesting Commission consent to the transfer of control of a Section 214 authorization currently held by Joseph J. Simons, Esq. -- Trustee of the GTE Wireless Assets Trust ("Trustee") -- on behalf of GTE Wireless of Cincinnati LLC from Trustee to VoiceStream. This application should be associated with related application for Commission consent to transfer control of GTE Cincinnati to VoiceStream PCS filed on February 26, 2001. *See FCC Form 603* ULS File No. 0000380070 (filed Feb 26, 2001).

Enclosed is a check in the amount of \$815.00 to cover the prescribed FCC filing fee. Kindly, date stamp the enclosed duplicate copy as received and return it for our records in the attached envelope.

**MORRISON & FOERSTER LLP**

February 27, 2001

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Please contact undersigned counsel should you have questions regarding the transferee's portion of the application. Any questions regarding transferor's portion of the application should be directed to Mr. Charles W. Logan, counsel to Trustee, at (202) 777-7724.

Respectfully submitted,



Christa M. Parker  
*Counsel to VoiceStream PCS BTA I*  
*License Corporation*  
Admitted to practice in NY only

Enclosures

cc: Mr. Charles W. Logan



("GTE") and Bell Atlantic Corporation ("Bell Atlantic"), consistent with the FCC's spectrum aggregation rules and a court-approved Consent Decree ("Consent Decree") among GTE, Bell Atlantic, Vodafone AirTouch Plc ("Vodafone AirTouch") and the Department of Justice.<sup>1</sup> To comply with these rules and the Consent Decree, and pursuant to the Commission's approval, control of GTE Cincinnati, including PCS station KNLF236 and the Section 214 authority covering this station, have been transferred to the Trustee. In particular, on June 23, 2000, the International Bureau granted applications for the transfer of Section 214 authority to the Trustee and for blanket authority for the Trustee.<sup>2</sup> In addition, on June 26, 2000, the Wireless Telecommunications Bureau granted applications filed by Bell Atlantic, GTE, Vodafone, and the Trustee seeking consent to transfer control of or assign licenses -- including the PCS station license held by GTE Cincinnati -- to the Trustee.<sup>3</sup> Accordingly, the Trustee is the Transferor for purposes of this application to transfer control of international Section 214 authority.

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<sup>1</sup> See Final Judgment, *United States v. Bell Atlantic Corp.*, Civ. No. 1:99CV01119 (LFO) (D.D.C. Apr. 18, 2000) ("Consent Decree"); 47 CFR § 20.6.

<sup>2</sup> See *In the Matter of Joseph J. Simons, Trustee*, File No. ITC-214-2000531-00321, DA 00-1408, International Telecommunications Certificate (IB, rel. June 23, 2000). See also *In the Matter of Joseph J. Simons, Trustee*, File No. ITC-214-2000531-00321, *Application for Global Blanket Authority Pursuant to Section 214 of the Communications Act of 1942, as Amended, to Offer Resale Services as an International Carrier* (filed May 31, 2000); *In the Matter of Joseph J. Simons, Trustee*, File No. ITC-214-20000531-00321, Letter from Nancy J. Victory to Magalie Roman Salas (filed June 16, 2000) (clarifying that the initial application should be treated as an application to transfer control of the international section 214 authority currently held by certain cellular and PCS licensees to Joseph J. Simons, Trustee).

<sup>3</sup> *In re Applications of GTE Corporation, Vodafone AirTouch Plc, and Bell Atlantic Corporation for Consent to Transfer Control of or Assign Properties to Divestiture Trust and For Temporary Waiver of the CMRS Spectrum Cap Rule*, Order, 15 FCC Rcd 11608 (rel. June 26, 2000). The transfer of control of GTE Cincinnati to the Trust was consummated on August 29, 2000. See FCC File No. 0000212640.

Concurrently herewith, the Applicants are filing an FCC Form 603 application for consent to transfer control of the PCS license held by GTE Cincinnati to VoiceStream PCS.<sup>4</sup> Pursuant to Section 214 of the Act and Section 63.18(e)(3) of the Commission's Rules, the Trustee and VoiceStream PCS hereby apply for consent to transfer control of its international Section 214 authority to VoiceStream PCS. Grant of these applications will serve the public interest by permitting the transfer of the commercial wireless facilities held by GTE Cincinnati in a manner consistent with the Consent Decree and the FCC's ownership restrictions. It will also enable VoiceStream PCS to provide wireless communications services in the Cincinnati and Dayton-Springfield areas, which will promote competition among CMRS service providers.

## II. Information Required by Section 63.18 of the Commission's Rules

In support of its request for the transfer of Section 214 authority from Trustee to VoiceStream PCS, the Applicants submit the following information pursuant to Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18:

- (a) The name, address, and telephone number of the transferor and transferee:

<u>Transferor</u>	<u>Transferee</u>
Joseph J. Simons, Esq.	VoiceStream PCS BTA I License Corp.
DOI-Appointed Trustee	12920 S.E. 38th Street
c/o Clifford Chance Rogers & Wells LLP	Bellevue, WA 98006
2001 K Street, NW	(425) 378-4000
Washington, DC 20006-1001	
(202) 912-5000	

- (b) Joseph J. Simons, the transferor, is the trustee of a divestiture trust established under the laws of the state of New York. VoiceStream PCS, the transferee, is a corporation organized under the laws of Delaware and is a wholly owned subsidiary of VoiceStream, also a Delaware corporation.

- (c) Correspondence concerning this application should be addressed to:

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<sup>4</sup> See FCC Form 603 ULS File No. 0000380070 (filed Feb. 26, 2001)

Transferor

Joseph J. Simons, Esq.  
DOJ-Appointed Trustee  
c/o Clifford Chance Rogers & Wells LLP  
2001 K Street, NW  
Washington, DC 20006-1001  
(202) 912-5000

Counsel for Transferor

Charles Logan, Esq.  
Lawler, Metzger & Milkman, LLC  
1909 K Street, NW  
Suite 820  
Washington, DC 20006  
(202) 777-7700

Transferee

Brian T. O'Connor, Esq.  
Vice President of Legislative and  
Regulatory Affairs  
VoiceStream PCS BTA I Corporation  
401 9th Street, NW  
Washington, DC 20004  
(202) 654-5900

Counsel for Transferee

Louis Gorman, Esq.  
Doane F. Kiechel, Esq.  
Christa M. Parker, Esq.  
Morrison & Foerster LLP  
2000 Pennsylvania Ave, N.W.  
Suite 5500  
Washington, DC 20006  
(202) 887-1500

- (d) The Trustee has previously received authority to provide services in accordance with the provisions of Section 63.18(e)(2) of the Rules (global resale authority). See Public Notice, DA 00-1408, Report No. TEL-00249 (rel. June 23, 2000) (File No. ITC-214-20000531-00321).

VoiceStream and several of its subsidiaries have previously received authority under Section 214 of the Communications Act to resell international switched communications services, as follows:

On February 15, 2000, the Commission approved the transfer of control of Omnipoint Corporation (“Omnipoint”) to VoiceStream. Omnipoint is now a wholly owned subsidiary of VoiceStream.<sup>5</sup> Subsequently, Omnipoint Communications, Inc. (“OCI”), a wholly owned subsidiary of Omnipoint, transferred its Section 214 authorization to VoiceStream on March 20, 2000.<sup>6</sup> OCI originally received this global international resale authority in File No. ITC-214-19960930-00473 (effective Nov. 12, 1996).<sup>7</sup>

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<sup>5</sup> See *Applications of VoiceStream Wireless Corp. and Omnipoint Corp., Transferors, and VoiceStream Wireless Holding Co., Cook Inlet/VS GSM II PCS, LLC, or Cook Inlet/VS GSM III PCS, LLC, Transferees et al.*, Memorandum Opinion and Order, 15 FCC Rcd 4722 (2000).

<sup>6</sup> See Letter from Louis Gorman, Counsel to VoiceStream Wireless Corporation, to Magalie Roman Salas, Secretary, Federal Communications Commission (filed Mar. 20, 2000).

<sup>7</sup> VoiceStream Wireless Corporation provides service through a number of wholly owned subsidiaries as permitted by Section 63.21(i) of the Commission’s Rules, 47 C.F.R. § 63.21(i). The Commission was provided with a list of those wholly owned subsidiaries operating under VoiceStream Wireless Corporation’s authorization (File No. ITC-214-19960930-00473) on March 22, 2000. See Letter from Louis Gorman, Counsel to VoiceStream Wireless Corporation,

The following authorized Omnipoint subsidiaries (indirectly owned by VoiceStream following consummation of Omnipoint/VoiceStream transfer) also hold global resale authorizations:

- Omnipoint Communications C Operations, LLC received authority to provide global resale services in File No. ITC-214-19970804-00463 (effective Sept. 19, 1997).
- Omnipoint Communications DEF Operations, LLC received authority to provide global resale services in File No. ITC-214-19970908-00541 (effective Oct. 22, 1997).
- Omnipoint Communications MB Operations, LLC received authority to provide global resale services in File No. ITC-214-19970908-00542 (effective Oct. 22, 1997).
- Omnipoint Communications Midwest Operations, LLC received authority to provide global resale services in File No. ITC-214-19980203-00068 (effective Mar. 25, 1998).
- D&E/Omnipoint Wireless Joint Venture, L.P. (50 percent owned by VoiceStream) received authority to provide global resale services in File No. ITC-214-19980807-00546 (effective Oct. 2, 1998).

On March 31, 2000, the Commission approved the transfer of control of Aerial Communications, Inc. (“Aerial”) to VoiceStream.<sup>8/</sup> Aerial is now a wholly owned

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to Magalie Roman Salas, Secretary, Federal Communications Commission (filed Mar. 22, 2000). Those subsidiaries are Omnipoint Communications, Inc., Omnipoint Corporation, Omnipoint Communications Cap Operations, LLC, Omnipoint Albany-Schenectady-Glen Falls E License, LLC, Omnipoint Boston Area DE License, LLC, Omnipoint Boston D License, LLC, Omnipoint Boston-Keene D License, LLC, Omnipoint Buffalo Area DE License, LLC, Omnipoint Buffalo-Olean D License, LLC, Omnipoint DC Area DE License, LLC, Omnipoint DC-Salisbury D License, LLC, Omnipoint Little Rock-El Dorado E License, LLC, Omnipoint MI-Indiana-Findlay D License, LLC, Omnipoint MI-Indiana-Lima D License, LLC, Omnipoint Miami E License, LLC, Omnipoint New England DE License, LLC, Omnipoint New York D License, LLC, Omnipoint Petoskey D License, LLC, Omnipoint St. Louis DE License, LLC, Omnipoint Wichita-E. Huchison E License, LLC, Omnipoint Philadelphia-E. Lancaster E License, LLC, Omnipoint MI-Indiana Area DE License, LLC, VoiceStream PCS Holding, LLC, VoiceStream PCS I License L.L.C., VoiceStream PCS II License Corporation, VoiceStream PCS III License Corporation, VoiceStream SMR Corporation, VoiceStream PCS LMDS Corporation, VoiceStream PCS BTA I License Corporation, and VoiceStream Washington Corporation.

<sup>8</sup> See *Applications of Aerial Communications, Inc., Transferor, and VoiceStream Wireless Holding Corporation, Transferee*, Memorandum Opinion and Order, 15 FCC Rcd 10089, ¶ 44 (rel. Mar. 31, 2000).



subsidiary of VoiceStream. Aerial received authority to provide global resale services in File No. ITC-214-19970626-00352 (effective Aug. 20, 1997).

On December 13, 2000, the Commission approved the transfer of control of the international global resale authorization from Cook Inlet Region, Inc. to VoiceStream in File No. ITC-T/C-20001013-00604.<sup>9</sup>

- (e) Not applicable. Applicants seek authority to transfer control of GTE Cincinnati's Section 214 authorization to VoiceStream PCS.
- (f) Not applicable. Applicants only seek authority to transfer control of GTE Cincinnati's Section 214 authorization to VoiceStream PCS.
- (g) Not applicable. Applicants do not seek facilities-based authority.
- (h) The following persons or entities hold a ten percent or greater interest in VoiceStream PCS:

WHOLLY OWNED SUBSIDIARIES OF VOICESTREAM WITH A GREATER THAN TEN PERCENT INTEREST IN VOICESTREAM PCS

VoiceStream PCS is a direct wholly owned subsidiary of VoiceStream PCS BTA I Corporation (“VS PCS Corp.”), a Delaware corporation. VS PCS Corp. holds all 1,000 issued and outstanding shares of the common stock of VoiceStream PCS. VS PCS Corp.’s principal business is to hold interests in providers of wireless telecommunications services.

VS PCS Corp., in turn, is a wholly-owned subsidiary of VoiceStream PCS BTA Corporation (“VS BTA”), a Delaware corporation. VS BTA holds 100 percent of the 1,000 issued and outstanding shares of the common stock of VS PCS Corp. Thus, VS BTA exercises indirect control over VoiceStream PCS. VS BTA’s principal business is to hold interests in providers of wireless telecommunications services.

VS BTA, in turn, is a wholly-owned subsidiary of VS Washington Corporation (“VS Washington”), a Washington corporation. VS Washington holds 100 percent of the 1,000 issued and outstanding shares of the common stock of VS BTA. Thus, VS Washington exercises indirect control over VoiceStream PCS. VS Washington’s principal business is to hold interests in providers of wireless telecommunications services.

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<sup>9</sup> See *Applications of Cook Inlet Region, Inc. Transferor and VoiceStream Wireless Corporation, Transferree, for Consent to Transfer Control of Licenses and Authorizations and for Consent to Transfer an International Section 214 Authorization and Cook Inlet/VoiceStream PCS, LLC, et al. Applicants; Petition for Declaratory Ruling Under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Order, DA 00-2820, 2000 FCC LEXIS 6632 (WTB Dec. 13, 2000)

VS Washington, in turn, is a wholly-owned subsidiary of VoiceStream PCS Holding, LLC (“VS PCS Holding”), a Delaware limited liability company. VS PCS Holding holds 100 percent of the 100 shares of the common stock of VS Washington. Thus, VS PCS Holding exercises indirect control over VoiceStream PCS. VS PCS Holding’s principal business is to hold interests in providers of wireless telecommunications services.

VS PCS Holding, in turn, is a wholly owned subsidiary of VoiceStream. VoiceStream holds all 1,000 issued and outstanding membership interests in VoiceStream PCS. VoiceStream exercises indirect control over VoiceStream PCS. VoiceStream’s principal business is to hold interests in providers of wireless telecommunications services.

The address of each of the foregoing VoiceStream entities is 12920 S.E. 38th Street, Bellevue, WA, 98006.

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 currently holds 3,906,250 shares of VoiceStream’s preferred stock which may be voted on a 1:1 basis with VoiceStream common stock, giving DT an approximate 1.53 percent voting interest in VoiceStream. Such 3,906,250 preferred shares are convertible at DT’s option into 31,250,000 shares of VoiceStream common stock, but only in the event that DT’s proposed merger with VoiceStream is terminated. Accordingly, such stock represents an approximate 11.07 percent equity interest in VoiceStream on an as-converted basis. DT thus holds an indirect attributable 11.07 percent equity interest and a 1.53 percent voting interest in VoiceStream PCS.

DT provides local, long distance, mobile telephony, Internet, data, cable television, and other telecommunications and information services in Germany and other foreign countries. Pursuant to Section 214 of the Communications Act, DT is also authorized to provide facilities-based and resale services between the U.S. and certain other countries. These services are described in greater detail in the DT-VoiceStream transfer of control application.<sup>10</sup>

HUTCHISON TELECOMMUNICATIONS PCS (USA) LIMITED (“HTPCSL”)

HTPCSL, a British Virgin Islands corporation, holds 55,899,252 shares of VoiceStream’s common stock. Such stock represents an approximate 19.80 percent equity interest and 21.92 percent voting interest in VoiceStream.<sup>11</sup> HTPCSL thus holds an indirect

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<sup>10</sup> See IB Docket No. 00-187. The authorized contact for DT in the United States is Hans-Willi Hefekäuser, 1020 19th Street, N.W., Suite 850, Washington, D.C., 20036.

<sup>11</sup> These figures include shares held by HTPCSL’s affiliate, Hutchison Telecommunications Holdings (USA) Limited (“HTHL”).

attributable 19.80 percent equity interest and a 21.92 percent voting interest in VoiceStream PCS.

HTPCSL is a wholly owned subsidiary of Hutchison Whampoa Limited (“Hutchison”), a Hong Kong limited liability holding company. HTPCSL, HTHL, and Hutchison are located at Hutchison House, 10 Harcourt Road, Hong Kong.<sup>12</sup> Hutchison is principally engaged in seven core businesses: telecommunications, property, ports, retail, manufacturing, energy and infrastructure. It holds telecommunications interests in Hong Kong, Great Britain, and southeast Asia. Aside from their interests in VoiceStream, however, HTPCSL and HTHL hold no other interests in FCC-regulated businesses.

TELEPHONE AND DATA SYSTEMS, INC. (“TDS”)

TDS, a Delaware corporation, with principal offices located at 30 North LaSalle Street, Chicago, Illinois 60602, currently holds 35,570,494 shares of VoiceStream common stock or an approximate 12.60 percent equity interest and 13.95 percent voting interest. Thus TDS holds an indirect attributable 12.60 percent equity interest and a 13.95 percent voting interest in VoiceStream PCS.

TDS is a diversified telecommunications company with cellular and wireline telephone operations. TDS conducts substantially all of its cellular operations through its 80.7 percent-owned subsidiary, United States Cellular Corporation (“US Cellular”). US Cellular is a publicly traded company with U.S. operations covering 145 managed markets in 26 states (serving 2,602,000 customers as of December 31, 2000). TDS conducts substantially all of its wireline telephone business through its wholly owned subsidiary, TDS Telecommunications Corporation (“TDS Telecom”). As of December 31, 1999, TDS Telecom operated 104 Incumbent Local Exchange Carrier telephone companies serving 571,700 access lines in 28 states. TDS Telecom also offers services as a Competitive Local Exchange Carrier serving 74,100 access lines.

Other Interests

VoiceStream PCS 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 VoiceStream’s Board of Directors or because they are key management personnel within VoiceStream.

Canning K.N. Fok -- Mr. Fok is a member of VoiceStream’s Board of Directors. Mr. Fok is Hutchison’s Group Managing Director. He is also Chairman of Hutchison Telecommunications (Australia) Limited and Partner Communications Company Ltd., Deputy Chairman of Cheung Kong Infrastructure Holdings Limited and Hongkong

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<sup>12</sup> The authorized contact for Hutchison, HTPCSL and HTHL in the United States is David Leach, Dewey Ballantine LLP, 1775 Pennsylvania Avenue, N.W., Washington, D.C., 20006-4605.

Electric Holdings Limited and Director of Cheung Kong (Holdings) Limited. Mr. Fok is a citizen of the United Kingdom, and his principal business office is located at Hutchison House, 10 Harcourt Road, Hong Kong. As an officer of Hutchison and affiliates thereto, he represents VoiceStream common stock held by HTPCSL and HTHL and, indirectly, by Hutchison.

Susan M.F.W. Chow and Frank J. Sixt -- Ms. Chow and Mr. Sixt became members of VoiceStream's Board of Directors following the Omnipoint merger. Both also serve as Executive Directors of Hutchison, Executive Directors of Cheung Kong Infrastructure Holdings Limited, and Directors of Hongkong Electric Holdings Limited, tom.com Limited, and Partner Communications Company Limited. Additionally, Mr. Sixt serves as Group Finance Director of Hutchison, Director of Cheung Kong (Holdings) Limited and Hutchison Telecommunications (Australia) Limited, and Ms. Chow serves as Deputy Group Managing Director of Hutchison. Ms. Chow and Mr. Sixt are citizens of Hong Kong and Canada, respectively; the principal business office of each is located at Hutchison House, 22nd Floor, 10 Harcourt Road, Hong Kong. As officers of Hutchison and affiliates thereto, each represents VoiceStream common stock held by HTPCSL and HTHL and, indirectly, by Hutchison.

John W. Stanton -- Mr. Stanton is Chairman of VoiceStream's Board of Directors and its Chief Executive Officer. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

Robert R. Stapleton-- Mr. Stapleton is VoiceStream's President and a member of its Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

Douglas G. Smith-- Mr. Smith is a Vice Chairman of VoiceStream's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

Donald Guthrie-- Mr. Guthrie is a Vice Chairman of VoiceStream's Board of Directors. He is a United States citizen with principal business offices at 12920 S.E. 38th Street, Bellevue, Washington 98006.

No other person or entity holds a ten percent or greater direct or indirect interest in VoiceStream PCS.

A list of VoiceStream's interlocking directorates is attached as Attachment A hereto.

- (i) VoiceStream PCS hereby certifies that it is not affiliated with any foreign carrier.
- (j)
  - (1) Not applicable. VoiceStream PCS is not a foreign carrier.
  - (2) Not applicable. VoiceStream PCS is not a foreign carrier nor does it control foreign carrier

- (3) No entity owns more than 25 percent of VoiceStream PCS. No entity that owns a foreign carrier controls VoiceStream PCS
- (4) No foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of VoiceStream PCS and are parties to or beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.
- (k) Not applicable. VoiceStream PCS is not affiliated with any foreign carrier.
- (l) Not applicable. VoiceStream PCS is not a foreign carrier and is not affiliated with any foreign carrier.
- (m) VoiceStream PCS is not affiliated with any foreign carrier under 47 C.F.R. § 63.10(a)(1), and it is presumptively non-dominant for the provision of international services.
- (n) VoiceStream PCS certifies that it has not agreed to accept any special concessions directly or indirectly from any foreign carrier concerning any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) VoiceStream PCS certifies that no party to this application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) This application qualifies for streamlined processing under Section 63.12 of the Commission's Rules. VoiceStream PCS has no affiliations with foreign carriers in any destination market, nor does it have an affiliation with a dominant U.S. carrier whose international switched or private line services VoiceStream PCS seeks authority to resell. Accordingly, Applicants respectfully request streamlined processing.

## CONCLUSION

Applicants request that the Commission grant the instant application for consent to transfer control of the international Section 214 authority held by GTE Cincinnati to VoiceStream PCS.

Respectfully submitted,


**JOSEPH J. SIMONS, TRUSTEE**

---

Joseph J. Simons  
DOJ-Appointed Trustee  
607 14<sup>th</sup> Street, N.W.  
Washington, D.C. 20005  
(202) 434-0719

Of Counsel:  
Charles W. Logan  
Lawler, Metzger & Milkman, LLC  
1909 K Street, N.W., Suite 820  
Washington, D.C. 20006  
(202) 777-7700

**VOICESTREAM PCS BTA I CORPORATION**

  
Brian T. O'Connor  
Vice President, Legislative and Regulatory Affairs  
401 9<sup>th</sup> Street, N.W., Suite 550  
Washington, D.C. 20004  
(202) 654-5900

Of Counsel:  
Louis Gurman  
Doane F. Kiechel  
Christa M. Parker  
Morrison & Foerster LLP  
2000 Pennsylvania Avenue, N.W., Suite 5500  
Washington, D.C. 20006  
(202) 887-1500

Dated: February 27, 2001

## CONCLUSION

Applicants request that the Commission grant the instant application for consent to transfer control of the international Section 214 authority held by GTE Cincinnati to VoiceStream PCS.

Respectfully submitted,

**JOSEPH J. SIMONS, TRUSTEE**



Joseph J. Simons

DOJ-Appointed Trustee  
607 14<sup>th</sup> Street, N.W.  
Washington, D.C. 20005  
(202) 434-0719

Of Counsel:

Charles W. Logan  
Lawler, Metzger & Milkman, LLC  
1909 K Street, N.W., Suite 820  
Washington, D.C. 20006  
(202) 777-7700

**VOICESTREAM PCS BTA I CORPORATION**

---

Bryan T. O'Connor

Vice President, Legislative and Regulatory Affairs  
1300 Pennsylvania Avenue, N.W., Suite 700  
Washington, D.C. 20004  
(202) 204-3099

Of Counsel:

Louis Gurman  
Doane F. Kiechel  
Christa M. Parker  
Morrison & Foerster LLP  
2000 Pennsylvania Avenue, N.W., Suite 5500  
Washington, D.C. 20006  
(202) 887-1500

Dated: February 27, 2001

CERTIFICATE OF SERVICE

I, Lourdes C. Dodson, a secretary at the offices of Morrison & Foerster LLP, do hereby certify that I had served by hand the foregoing "Application for Authority to Transfer Control of International Section 214 Authority" on the parties listed below this 27th day of February, 2001:

Lauren Kravetz  
Commercial Wireless Division  
Wireless Telecommunications Bureau  
445 12th Street, SW, Room 4-A163  
Washington, DC 20554

Claudia Fox  
Telecommunications Division  
International Bureau  
445 12th Street, SW, Rm. 6-A848  
Washington, DC 20554

Justin Connor  
Telecommunications Division  
International Bureau  
445 12th Street, SW, Room 6-A832  
Washington, DC 20554

John Branscome  
Commercial Wireless Division  
Wireless Telecommunications Bureau  
445 12th Street, SW, Rm. 4-A234  
Washington, DC 20554

Jackie Ruff  
Telecommunications Division  
International Bureau  
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Washington, DC 20554



Lourdes C. Dodson



MORRISON & FOERSTER LLP

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