

ATTACHMENT 1

Notification of the Pro Forma Transfer of Control of the International Section 214 Authorization of T-Mobile Puerto Rico LLC

T-Mobile USA, Inc. (“T-Mobile”) notifies the Commission of an internal corporate reorganization that resulted in the *pro forma* transfer of control of the international Section 214 authorization (the “License”) of T-Mobile Puerto Rico LLC (“T-Mobile PR”), a wholly-owned subsidiary of T-Mobile. Specifically, the reorganization resulted in the insertion of an intermediate-tier holding company between T-Mobile and its parent company Deutsche Telekom AG (“DT”). Because the restructuring did not result in a change in ultimate control of T-Mobile PR or its international Section 214 authorization, the transfer of control is *pro forma* in nature.

Answer to Question 10

Contact Information For All Parties To This Notification

With a copy to:

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Prior International Section 214 Authorizations

T-Mobile PR holds global resale authority pursuant to Section 63.18(e)(2) of the Commission’s rules pursuant to File No. ITC-214-20070626-00246 on all U.S.-international routes except Montenegro.

Answer to Question 11

Pursuant to Section 63.18(h) of the Commission’s rules, the entities directly or indirectly holding a ten percent or greater interest in T-Mobile PR are listed below. The direct and indirect ownership of T-Mobile PR also is illustrated in the organizational chart attached as Exhibit A.

Direct Ownership

Name: T-Mobile Puerto Rico Holding, LLC (“TMPRH”)
Address: 12920 SE 38th St.
Bellevue, WA 98006
Citizenship: Delaware
Principal Business: Telecommunications
Percentage Held: TMPRH directly holds 100 percent of the ownership interests in T-Mobile PR.

Indirect Ownership

Name: T-Mobile USA, Inc. (“T-Mobile”)
Address: 12920 SE 38th St.
Bellevue, WA 98006
Citizenship: Delaware
Principal Business: Telecommunications and information services
Percentage Held: T-Mobile directly holds 100 percent of the ownership interests in TMPRH.

Name: T-Mobile Global Holding GmbH (“TMHG”)
Address: Landgrabenweg 151
Bonn, Germany 53227
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: TMHG directly holds 100 percent of the ownership interests in T-Mobile.

Name: T-Mobile Global Zwischenholding GmbH (“TGZ”)
Address: Friedrich-Ebert-Allee 140
Bonn, Germany 53113
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: TGZ directly holds 100 percent of the ownership interests in TMHG.

Name: Deutsche Telekom AG (“DT”)
Address: Friedrich-Ebert-Allee 140
Bonn, Germany 53113
Citizenship: Germany
Principal Business: Telecommunications and information services
Percentage Held: DT directly holds 100 percent of the ownership interests of TGZ.

Name: Kreditanstalt fur Wiederaufbau (“KfW”)
 Address: Palmengartenstrasse 5-9
 Frankfort, Germany 60325
 Citizenship: Germany
 Principal Business: Commercial banking
 Percentage Held: KfW, a bank controlled by the German government and federal states, holds approximately 16.87 percent of the ownership interests of DT.

Name: Federal Republic of Germany (“FRG”)
 Address: c/o Federal Ministry of Finance
 Wilhelmstr 97
 Berlin, 10117, Germany
 Citizenship: Germany
 Principal Business: Government entity
 Percentage Held: FRG directly holds approximately 14.83 percent of the ownership interests of DT. FRG also directly holds approximately 80 percent of the ownership interests in KfW which, as described above, holds approximately 16.87 percent of the ownership interests in DT. Thus, FRG is deemed to hold approximately 31.70 percent of DT.

No other entity or individual holds a sufficient interest in DT to constitute a 10 percent or greater interest in T-Mobile PR.

Answer to Question 12

T-Mobile has the following interlocking directorates with foreign carriers:

T-Mobile Director	Foreign Carrier	Foreign Carrier Position
René Obermann Member, Board of Directors	Deutsche Telekom AG	Chairman, Board of Management
	T-Systems Business Services GmbH	Chairman, Supervisory Board
	T-Systems Enterprise Services GmbH	Chairman, Supervisory Board
Hamid Akhavan Member, Board of Directors	Deutsche Telekom AG	Member, Board of Management

Answer to Question 13

Description of Transaction

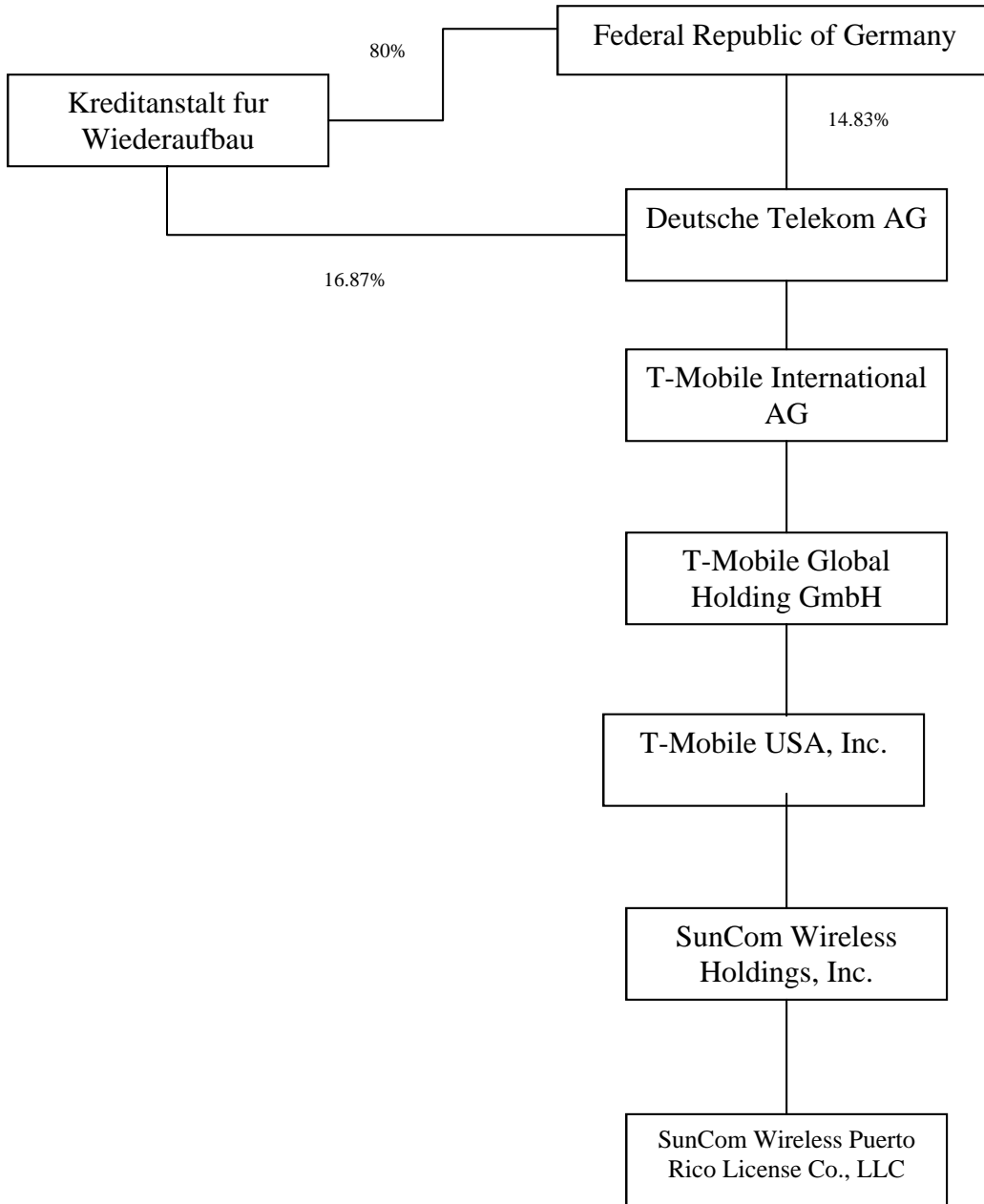
On July 6, 2009, T-Mobile effectuated an internal corporate reorganization that resulted in: (1) the *pro forma* assignment of the License from SunCom Wireless Puerto Rico License Co., LLC to T-Mobile PR, and (2) the *pro forma* transfer of control of the License due to the dissolution of an intermediate-tier holding company – T-Mobile International AG (“TMIAG”) – between T-Mobile and its parent company DT. T-Mobile notified the Commission of the *pro forma* assignment and dissolution of TMIAG on August 4, 2009.¹ T-Mobile recently discovered, however, that the internal corporate reorganization also resulted in the insertion of a new intermediate-tier holding company – T-Mobile Global Zwischenholding GmbH (“TGZ”) – in the place of TMIAG.² Thus, TGZ now is a direct wholly-owned subsidiary of DT and holds 100 percent of the ownership interests in T-Mobile Global Holding GmbH (“TMHG”). TMHG remains the direct 100 percent owner of T-Mobile, which remains the indirect 100 percent owner of T-Mobile PR. Exhibit A illustrates T-Mobile PR’s correct ownership structure before and after the reorganization.

¹ See Notification of the Pro Forma Assignment and Pro Forma Transfer of Control of the International Section 214 Authorization of SunCom Wireless Puerto Rico License Co., LLC, File No. ITC-ASG-20090804-00366 (Aug. 4. 2009).

² T-Mobile requests a waiver of Section 63.24(f)(2) of the Commission’s rules, 47 C.F.R. § 63.24(f)(2), which requires that the Commission be notified of *pro forma* transfers of control within 30 days after the transaction is completed. As explained above, the failure to disclose the insertion of TGZ, a new intermediate-tier holding company, into T-Mobile PR’s corporate ownership structure was inadvertent and due to an internal administrative error. Grant of this waiver request serves the public interest by ensuring that the Commission’s records are complete and up to date. Furthermore, grant of this waiver request will not disadvantage consumers or any other party.

EXHIBIT A

Pre-Reorganization



Post-Reorganization

