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June 25, 2012

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
The Portals
445 12th Street, S.W.
Washington, DC 20554

Re: Ex Parte Notice – WT Docket 12-4

Dear Ms. Dortch:

On behalf of T-Mobile USA, Inc. (“T-Mobile”), and pursuant to Section 1.1206 of the Commission’s Rules, 47 C.F.R. § 1.1206, this is to provide notice of several *ex parte* telephone calls held on June 25, 2012, in connection with WT Docket No. 12-4. The calls were placed by either Thomas J. Sugrue, Senior Vice President, Government Affairs, or Kathleen O’Brien Ham, Vice President, Federal Regulatory Affairs, of T-Mobile. Mr. Sugrue or Ms. Ham either spoke with or left voice mail messages for the following Commission Staff to inform them of the matters set forth in the attached Press Release that was issued this morning in connection with a transaction announced today: Rick Kaplan, Ruth Milkman, Angela Giancarlo, Charles Mathias, Paul Murray, Louis Peraertz, Jim Schlichting, and Marius Schwartz.¹

Should any additional information be required with respect to this *ex parte* notice, please do not hesitate to contact me.

Very truly yours,

/s/ Jean L. Kiddoo

Jean L. Kiddoo
Counsel to T-Mobile USA, Inc.

Attachment

cc (by email):

Rick Kaplan	Paul Murray
Ruth Milkman	Louis Peraertz
Matthew Berry	Jim Schlichting
Angela Giancarlo	Marius Schwartz
Charles Mathias	Renee Wentzel

¹ Mr. Sugrue and Ms. Ham also contacted Mr. Matthew Berry and Ms. Renee Wentzel to inform them of the Press Release. They indicated that they are recused from this proceeding and accordingly nothing of substance was discussed.

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T-Mobile Signs Spectrum Agreement With Verizon Wireless

*T-Mobile to Improve Portfolio of Nationwide Broadband Spectrum
Following Regulatory Approval
Net Gain of Spectrum Will Assist Rollout of LTE in 2013*

Bellevue, Wash. — June 25, 2012 — Today, T-Mobile USA, Inc. announced an agreement with Verizon Wireless for the purchase and exchange of certain Advanced Wireless Services (AWS) spectrum licenses in 218 markets across the U.S. The transaction will improve T-Mobile’s spectrum position in 15 of the top 25 markets in the U.S. by providing an opportunity for T-Mobile both to acquire additional AWS spectrum and to realign its existing spectrum holdings. Following regulatory approval, this spectrum can be promptly deployed to enhance the company’s 4G mobile broadband service, including the rollout of LTE service next year. Some of the spectrum T-Mobile is acquiring in this transaction include licenses that Verizon is purchasing from SpectrumCo, Cox and Leap, and the agreement is contingent on the closing of those transactions and is subject to regulatory approval by the Federal Communications Commission (FCC) and the Department of Justice.

“This agreement will provide T-Mobile with critical AWS spectrum, enhancing both network capacity and performance and allowing us to meet the growing consumer demand for 4G mobile broadband,” T-Mobile CEO and President Philipp Humm said. “This is good for T-Mobile and good for consumers because it will enable T-Mobile to compete even more vigorously with other wireless carriers. We anticipate FCC approval later this summer, in time for us to incorporate this new spectrum into our network modernization and the rollout of LTE services next year.”

T-Mobile will gain spectrum covering 60 million people — notably in Philadelphia; Washington, D.C.; Detroit; Minneapolis; Seattle; Cleveland; Columbus, Ohio; Milwaukee; Charlotte, N.C.; Raleigh-Durham, N.C.; Greensboro, N.C.; Memphis, Tenn.; and Rochester, N.Y. — in exchange for spectrum covering 22 million people and certain cash consideration. The agreement also includes exchanges in a number of markets in which the companies will swap licenses to create more contiguous blocks of spectrum and re-align spectrum in adjacent markets. These intra-market swaps will enhance T-Mobile’s network performance and data

throughput in key locations. This agreement is in addition to T-Mobile's previously announced \$4 billion 4G network evolution plan, which includes modernization of 37,000 cell sites, launching 4G HSPA+ services in the 1900 MHz band and deployment of LTE in 2013.

About T-Mobile USA:

Based in Bellevue, Wash., T-Mobile USA, Inc. is the U.S. wireless operation of Deutsche Telekom AG (OTCQX: DTEGY). By the end of the first quarter of 2012, approximately 129 million mobile customers were served by the mobile communication segments of the Deutsche Telekom group — 33.4 million by T-Mobile USA — all via a common technology platform based on GSM and UMTS and additionally HSPA+ 21/HSPA+ 42. T-Mobile USA's innovative wireless products and services help empower people to connect to those who matter most. Multiple independent research studies continue to rank T-Mobile USA among the highest in numerous regions throughout the U.S. in wireless customer care and call quality. For more information, please visit <http://www.T-Mobile.com>. T-Mobile is a federally registered trademark of Deutsche Telekom AG. For further information on Deutsche Telekom, please visit www.telekom.de/investor-relations.

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