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

In the Matter of

VoiceStream Wireless Corporation,
Transferor, and Deutsche Telekom AG,
Transferee, Application for
Consent to Transfer of Control

IB Docket No. 00-187

Comments of Callahan Associates International LLC

Callahan Associates International LLC submits these comments in support of the application in the above-captioned proceeding involving Deutsche Telekom AG (DT) and VoiceStream Wireless Corporation (VoiceStream) seeking Federal Communications Commission approval to transfer control of certain licenses.

Callahan Associates International LLC (Callahan Associates) is a Denver, Colorado-based global communications development and operating company focusing on the information, communications and entertainment markets. It has pioneered in developing and operating cable telephony partnerships in Germany, Spain, and France. It is one of the leading cable communications operators in Europe with approximately fifteen million franchise homes. Its investor group is composed of several of America’s leading investment companies. Callahan Associates is one of the most active communications companies in expanding the U.S. industry leadership presence into European markets.

As all other U.S companies investing and doing business abroad, Callahan Associates has benefited from the U.S. Government’s leadership in promoting international trade and investment liberalization around the world. Existing law already provides sufficient safeguards to protect legitimate U.S. Government interest in the DT/VoiceStream proposed merger. To now use the FCC licensing process to impose additional conditions would clearly undercut both the US government’s previous WTO commitments, as well as its ability to further open foreign markets to U.S. consumers, investors, and businesses.

With strong U.S. Government leadership, the 1997 WTO Agreement on Basic Telecommunications has been a key catalyst for the thriving global telecommunications

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market. The transition in foreign markets from monopoly to competition has been a tremendous benefit to consumers, with the price of international calls dropping dramatically. U.S. consumers have also benefited as U.S. telecom providers have attracted foreign investment capital, leading to lower telecom prices and numerous new innovative services in the United States. American business, but especially U.S. telecom firms, has been able to improve their international competitiveness dramatically as a result of new access to overseas markets, including the ability to invest in foreign telecom companies. In turn, this new investment has fueled U.S. job growth, both among telecom providers and equipment manufacturers.

Reversing this positive trend may well set off a wave of destructive retaliatory actions. If the United States is viewed as creating new investment barriers in the telecom sector, foreign countries may well use our protectionist precedent to establish new restriction on investments by U.S. telecommunications and other companies abroad.

By way of background on the openness of European telecommunications markets generally and the German market specifically, the recent experience of Callahan Associates is instructive and positive. At the end of 1998, DT distributed its broadband cable activities in Germany to a wholly-owned subsidiary called KDG (Kable Deutschland GmbH) and announced its intention to divided KDG’s business into nine regional companies.

In early 1999, KDG initiated a competitive tender process to solicit bids, including from non-German firms, for controlling interesting in each of these regional cable companies. In February, 2000, Callahan Associates’ bid for the Nordrhein-Westfalen company was successful, in stiff competition against some of Germany’s leading industrial companies and other foreign competitors. In May, 2000, Callahan Associates successfully bid for the second region, Baden-Wurttemberg, although this transaction has not yet closed. Callahan Associates has the option to purchase at least one other region, which would make it the largest cable operator in Europe, with ownership rights to more than 50 percent of the cable subscribers in Germany.

In both these major German regions, the privatized cable companies are owned 55 percent by a Callahan Associates-led consortium and 45 percent by DT. The current shareholding structure gives the Callahan Associates group the ability to control the operational and strategic direction of the companies, giving both DT and Callahan Associates the capability to maximize value creation.

DT has also granted Callahan Associates an option to acquire 50 percent of Media Services GmbH, which is its programming and customer services subsidiary, as well as an option to acquire all the customer relations and distribution systems in its two regions for DeTeKs, which is DT’s professional service provider.

Based upon the extensive experience of Callahan Associates, American companies appear to be the preferred partners in Germany. During the lengthy bid and negotiations process in Germany, DT has been repeatedly and consistently open, transparent, and
flexible, including generously extending deadlines, especially regarding financial commitments, in recognition of the complex state of capital markets in the U.S. and Europe.

This story of the recent European experiences of one major U.S. telecommunications company is instructive of the global environment in which our companies are competing. That environment is increasing open, competitive, transparent, and energetic. Adoption of a policy unduly burdening foreign competitors in the U.S. market would be an unsound invitation to retaliation, conflict, and discrimination against our industry, an industry that has been, to date, so successful in leading the world in communications, information, and technology.

Respectfully Submitted,

Richard J. Callahan
Callahan Associates International LLC
President and Chief Executive Officer
3200 Cherry Creek South Drive
Suite 650
Denver, Colorado 80209

Phone: 303 715-3462
Fax 303 715-3606

January 8, 2001
Certificate of Service

I, Maggie Smith, hereby certify that copies of the foregoing comments submitted by Callahan Associates International LLC were sent by first class mail, postage prepaid, on January 8, 2001 to the following:

(see attached service lists)

[Signature]

(signature of person certifying)
SERVICE LIST

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

Office of Media Relations
Reference Operations Division
445 12th Street, SW
Room CY-A257
Washington, DC 20554

Claudia Fox
Policy and Facilities Branch
Telecommunications Division
International Bureau
445 12th Street, SW. Room 6-A848
Washington, DC 20554

Justin Connor
Policy and Facilities Branch
Telecommunications Division
International Bureau
445 12th Street, SW. Room 6-A832
Washington, DC 20554

Senator Ernest F. Hollings
United States Senate
Committee on Commerce Science, and Transportation
Washington, DC 20510-6125

Computer & Communications Industry Association
666 11th Street, N.W., 6th Floor
Washington, D.C. 20001

Edward M. Graham
Institute for International Economics
11 Dupont Circle, NW
Washington, DC 20036-1207

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

Jamison Prime
Public Safety and Private Wireless Division
Wireless Telecommunication Bureau
445 12th Street, SW. Room 4-A734
Washington, DC 20554

Carl Huie
Experimental Licensing Branch
Electromagnetic Compatibility Division
Office of Engineering and Technology
445 12th Street, SW Room 7-A361
Washington, DC 20554

James Bird
Office of General Counsel
445 12th Street, SW. Room 8-C818
Washington, DC 20554

Christine E. Enemark
Counsel for Cook Inlet Region, Inc.
Covington & Burling
1201 Pennsylvania Ave., NW
Washington, DC 20004-2401

Howard Frisch
UTStarcom
33 Wood Avenue South, 8th Floor
Iselin, NJ 08830

Andrew D. Lipman
Swidler Berlin Shereff Friedman, LLP
3000 K Street, NW, Suite 300
Washington, DC 20007
Debbie Goldman
Communications Workers of America
501 Third St., NW
Washington, DC 20001

Steve Judge
Securities Industry Association
1401 Eye Street, NW
Washington, DC 20005

Todd Malan
Organization for International Investment
1901 Pennsylvania Ave., NW
Suite 807
Washington, DC 20006

Troy F. Tanner
Swidler Berlin Shereff Friedman, LLP
3000 K Street, NW, Suite 300
Washington, DC 20007

Thomas J. Donohue
United States Chamber of Commerce
1615 H Street, NW
Washington, DC 20062

Pace A. Duckenfield
The Alliance for Public Technology
919 Eighteenth Street, NW
Suite 900
Washington, DC 20006

Susan Grant
National Consumers League
1701 K Street NW, Suite 1200
Washington, DC 20006

Jason Mahler
Computer & Communications Industry Association
666 Eleventh Street NW, Sixth Floor
Washington, DC 20001

Gary C. Hufbauer
Institute for International Economics
11 Dupont Circle, NW
Washington, DC 20036-1207

Gerald Schumeyer
Siemens Corporation
153 East 53rd Street
New York, NY 10022

International Transcription Services, Inc.
445 12th Street, SW.
Room CY-B402
Washington, DC 20554
Cheryl A. Tritt
Louis Gurman
Doane F. Kiechel
Nina A. Mrose
Christa M. Parker
MORRISON & FOERSTER
2000 Pennsylvania Ave., N.W.
Washington, D.C. 20006
(202) 887-1500

John T. Nakahata
Karen L. Gulick
Samuel L. Feder
HARRIS, WILTSHIRE & GRANNIS LLP
1200 Eighteenth St., N.W.
Washington, D.C. 20036
(202) 730-1300

David A. Miller
Brian T. O'Connor
Robert A. Calafi
VOICESTREAM WIRELESS CORP.
1300 Pennsylvania Ave., N.W., Suite 700
Washington, D.C. 20004
(202) 204-3099

William T. Lake
John H. Harwood II
William R. Richardson, Jr.
Matthew A. Brill
WILMER, CUTLER & PICKERING
2445 M Street, N.W.
Washington, D.C. 20037
(202) 663-6000

Hans-Willi Hefekäuser
Wolfgang Kopf
Andreas Tegge
DEUTSCHE TELEKOM, INC.
1020 Nineteenth Street, N.W., Suite 850
Washington, D.C. 20036
(202) 452-5100

Counsel for Deutsche Telekom AG

Edward A. Yorkgits, Jr.
Paul G. Madison
KELLEY DRYE & WARREN L.L.P.
1200 Nineteenth Street, N.W., Suite 500
Washington, D.C. 20036
(202) 955-9600

Counsel for Powertel, Inc.