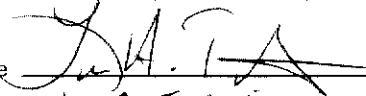


No. C111798 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED ** FINAL NOTICE **	Annual Report Form 1999 <i>Due No Later Than November 30,</i> 1. Mailing Address - Please Correct, If Not Correct VOICESTREAM PCS II CORPORATI LEE A TOSTEVIN 3650 131ST AVE SE STE 400 BELLEVUE WA 98006		2. Registered Agent and Office NOT A P.O. BOX PRENTICE-HALL CORP SYSTE 1401 SHORELINE DR BOISE ID 83702 3. Organized Under the Laws of: DE C111798											
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of ☐ Managers or ☐ Members (check one) <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center;">See attached</td> </tr> </tbody> </table>			Office held	Name	Street or P.O. Address	City	State	Zip	See attached					
Office held	Name	Street or P.O. Address	City	State	Zip									
See attached														
5. <u>New</u> Registered Agent Signature	6. Signature  Date <u>10/14/99</u> Name (Typed or Printed) <u>Lee A. Tostevin</u> Title <u>Asst. Secretary</u>													

ISSUED: 10-01-1999

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VoiceStream PCS II Corporation
a Delaware Corporation

Officers and Directors

John W. Stanton Chairman and Chief Executive Officer	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Donald Guthrie, Director Vice Chairman	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Robert R. Stapleton President	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Cregg B. Baumbaugh, Director Executive Vice President - Finance, Strategy and Development	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Alan R. Bender, Director Executive Vice President, General Counsel and Secretary	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Robert P. Dotson Senior Vice President - Marketing	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Timothy R. Wong Senior Vice President - Engineering	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Patricia L. Miller Vice President, Controller and Principal Accounting Officer	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
David A. Miller Vice President and Assistant Secretary	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006
Lee A. Tostevin Assistant Secretary	3650 131 st Avenue SE, Suite 400 Bellevue, WA 98006