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VOICESTREAM WIRELESS CORP /DE

Form 4

March 09, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Ross, James J.
 317 Madison Avenue
 Suite 1410
 New York, NY 10017
2. Issuer Name and Ticker or Trading Symbol
 VoiceStream Wireless Corporation
 VSTR
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 2/28/2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Transaction Date | 3. Transaction Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------------------|---|--|
| Common Stock | 2/2/2001 | G | V 1,000 | 1995,156 |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount | 6. Date Exercisable and Expiration Date Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. Payment of Underlying Securities of |
|---------------------------------|--|---------------------|---------------------|--|--|--|---|
|---------------------------------|--|---------------------|---------------------|--|--|--|---|

| | | | | | | | | | |

Explanation of Responses:
SIGNATURE OF REPORTING PERSON
/s/ James J. Ross
DATE
2/8/2001