

METROPCS COMMUNICATIONS INC

Form 3/A

March 27, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Â PATTERSON ARTHUR C

(Last)

(First)

(Middle)

428 UNIVERSITY AVENUE

(Street)

PALO ALTO,Â CAÂ 94301

(City)

(State)

(Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/05/2007

3. Issuer Name and Ticker or Trading Symbol

METROPCS COMMUNICATIONS INC [NONE]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director☐ Officer

(give title below)

☒ 10% Owner☐ Other

(specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

03/07/2007

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

391,280 ⁽¹⁾I ⁽²⁾See Footnote ⁽²⁾

Common Stock

248,130 ⁽³⁾I ⁽³⁾Held directly by Ellmore C. Patterson Partners ⁽⁴⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PATTERSON ARTHUR C 428 UNIVERSITY AVENUE PALO ALTO, CA 94301	Â X	Â X	Â	Â

Signatures

/s/ Tracy L. Sedlock, as Attorney in Fact for Arthur C.
Patterson

03/27/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This amount was previously reported as 474,080 shares in the original report on Form 3 filed by the reporting person.
These securities are held directly by Brandy-Trust Private Equity Partners L.P., Brandywine-Anne Hyde Patterson c/o A.O. Choate, Brandywine-Anne Hyde Patterson Trust U/A 1-31-23, Brandywine-Caroline Choate de Chazal Trust U/A 2-10-56, Brandywine-David C. Patterson U/A 2-10-56, Brandywine-Jane C. Beck Trust U/A 2-10-56, Brandywine-Michael E. Patterson Trust U/A 2-10-56,
- (2) Brandywine-Robert E. Patterson Trust U/A 2-10-56 and Brandywine-Thomas HC Patterson Trust U/A 2-10-56, with which the reporting person is affiliated and may be deemed to be a member of a "group" under Section 13d-3 of the Securities Exchange Act of 1934, as amended, and may be deemed to share voting and/or investment power with respect to the shares owned by such entities.
- (3) This amount includes 82,800 shares that were omitted from the original Form 3 filed by the reporting person.
- (4) The reporting person is the sole general partner of Ellmore C. Patterson Partners.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.