

PATTERSON ARTHUR C
Form 4
November 16, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
PATTERSON ARTHUR C

2. Issuer Name and Ticker or Trading Symbol
METROPCS COMMUNICATIONS INC [PCS]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
428 UNIVERSITY AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/12/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

PALO ALTO, CA 94301
(City) (State) (Zip)

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

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	11/12/2010		J	6,777,876 (1) D \$ 0	0 (2) (3)	I	By Accel VII L.P. (2) (3)
Common Stock	11/12/2010		J	1,694,409 (4) D \$ 0	0 (2) (5)	I	By Accel Internet Fund III L.P. (2) (5)
Common Stock	11/12/2010		J	837,441 (6) D \$ 0	0 (2) (7)	I	By Accel Investors '99 L.P. (2) (7)

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Common Stock	11/12/2010	J	1,214 ⁽⁶⁾	A	\$ 0	2,983,181 _{(2) (8)}	I	By ACP Family Partnership L.P. _{(2) (8)}
Common Stock	11/12/2010	J	209,652 ₍₆₎	A	\$ 0	2,090,440 _{(2) (9)}	I	By Ellmore C. Patterson Partners _{(2) (9)}
Common Stock	11/12/2010	J	191,807 ₍₁₎	A	\$ 0	488,706 ₍₂₎	D	
Common Stock	11/12/2010	J	22,592 ₍₄₎	A	\$ 0	22,592 ₍₂₎	I	By Accel Internet Fund III Associates L.L.C. ₍₂₎
Common Stock	11/16/2010	S	22,592	D	\$ 11.22	22,592	I	By Accel Internet Fund III L.L.C.
Common Stock						436,576 ₍₁₀₎ ⁽²⁾	I	By ACP 2007 Accel-7 GRAT U/A/D 4/2/07 ₍₁₀₎ ⁽²⁾
Common Stock						436,577 ₍₁₁₎ ⁽²⁾	I	By ACP 2007 Accel-10 GRAT U/A/D 4/2/07 ₍₁₁₎ ⁽²⁾

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

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.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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shares.

- (9) These shares are held directly by Ellmore C. Patterson Partners. The reporting person is a director of the general partner of Ellmore C. Patterson Partners.
- (10) These shares are held directly by ACP 2007 Accel-7 GRAT U/A/D 4/2/07 of which the reporting person is the trustee.
- (11) These shares are held directly by ACP 2007 Accel-10 GRAT U/A/D 4/2/07 of which the reporting person is the trustee.

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.