Before the
UNITED STATES COPYRIGHT ROYALTY BOARD
LIBRARY OF CONGRESS
Washington, D.C.

In The Matter Of:	:	
Digital Performance Right in Sound Recording and Ephemeral Recordings for a New Subscription Service	:	Docket No. 2005-5 CRB DTNSRA

Testimony of

ERIC LOGAN

Executive Vice President of Programming, XM Satellite Radio Inc.

Witness for XM Satellite Radio Inc.

XM Exhibit 1

TESTIMONY

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DIRECT TESTIMONY OF ERIC LOGAN
(ON BEHALF OF XM SATELLITE RADIO INC.)

1. My name is Eric Logan. I am currently employed by XM Satellite Radio Inc. ("XM") as Executive Vice President of Programming, a position I have held since August 2004. In this capacity, I am responsible for programming and strategy for all of the more than 170 channels on the XM radio service.

2. My testimony primarily will discuss XM's program offerings, and explain how and why XM programs its channels to provide a diverse, unique and compelling program service that will convince consumers to become and remain XM subscribers. To summarize several of my key points:

-- The fundamental value proposition of XM is built on (1) aggregating onto a single platform a diverse variety of programming that will appeal to almost every interest; (2) exclusive programming such as sports and talk; (3) brand-name news and talk programming; (4) XM's unique approach to music programming; and (5) XM's decision to forego advertising revenue on its music channels.

-- Presenting a diverse line-up of programming to potential and current XM subscribers, including news, sports, talk, comedy, and commercial-free music channels, promotes subscriber acquisition and retention, and grows subscriber satisfaction.

-- The non-music channels on XM include exclusive content such as Major League Baseball, Oprah & Friends, National Hockey League (which will be exclusive to XM starting next season) and NCAA college football and basketball from select conferences. These channels also include high-brand recognition content like Fox News, ESPN and CNN, and also play a major role in promoting subscriber acquisition.

-- XM doesn't just "play music" on its music channels. XM creates its music channels with a special character and personality created by expert music programmers and on-air talent. XM also produces exclusive music programming that adds value for XM subscribers, the performers and recording labels.

-- XM's approach to music programming in turn creates powerful promotional value to musical artists and recording labels. Both established and up-and-coming musicians get valuable exposure from the different avenues in which XM presents their music. This power of XM to promote sales has been acknowledged by the artists and recording labels themselves.

Radio Industry Experience Prior to Joining XM

3. I have twenty years of experience working at radio stations and radio station groups, starting in entry level jobs, to turning around a station in the third largest media market in the United States, to working as a senior executive for major AM/FM radio conglomerates. I have held jobs in almost every area in the radio business – sales, tech, on-air, programming and management.

4. I started my radio career in the late 1980's at country stations in Oklahoma City. Starting in 1994, I went on to hold programming positions in Seattle and in San Francisco. In Seattle in July 1994, I relaunched the station formerly known as KXRX-FM with a new, "Young Country" music format, and changed its call letters to KYCW-FM. The station quickly overtook the second-rated competitor. As program director of KYCY-FM in San Francisco in 1995, I diversified the station beyond its country format. Additions to the programming included broadcasts of Oakland Raiders football games. The station's ratings and popularity jumped to overtake our closest competitor in the country format, and ultimately to force that competitor to change its format.

5. The positions in Seattle and San Francisco led to a job based in Tampa, Florida, where I programmed a cluster of CBS-owned stations in 1997-98. In Tampa, I also renegotiated our deal to broadcast NFL football games. This in turn led to my first corporate position, where I had the responsibility of overseeing country music programming on CBS stations across the country, including stations in Houston, Chicago and Kansas City. In 2002, I became Manager of Operations at WUSN-FM, known as "U.S. 99," in Chicago. Responding to the changes to our society brought about by 9/11, I relaunched WUSN-FM as "America's Country Station," combining new country music with other popular music that connected listeners with a new, stronger sense of pride and patriotism. These changes brought WUSN literally from "worst to first" in the Chicago market broadcast ratings in record time.

6. The last several stations I programmed were owned by Infinity/CBS Broadcasting Corporation, one of the largest owners and operators of radio stations in the United States. In 2003, Infinity/CBS promoted me to Vice President of Programming and moved me to New York, where my duties included responsibility for the day to day operations of all of Infinity's

New York City stations. I then went to Citadel Broadcasting for a year, where as President of Programming I was responsible for more than 150 radio stations in over 40 markets.

7. In July 2004, when I was approached to join XM Satellite Radio, I had already been immersed in programming of commercial radio stations for a decade.

8. Beginning November 7, 2006, I will be returning as a member of the Board of Directors of the Country Music Association.

Programming Role and Staff at XM

9. In my capacity as XM's Executive Vice President of Programming, I am responsible for every piece of audio (and accompanying data) broadcast on XM. In the broadest sense, I am responsible for the strategic creative management of XM's bandwidth. Bandwidth -- the finite portion of the broadcast spectrum allocated to XM under its FCC license -- is XM's principal commodity. Not all channels use bandwidth equally. Talk channels can be broadcast using less bandwidth, such that, generally speaking, two talk channels can fit in the bandwidth of one music channel. Even among the music channels, certain types of music are more sonically demanding than others and so require greater bandwidth. I decide how much of the bandwidth is allocated to certain types of programming, and how to re-allocate bandwidth to maximize the XM subscriber's listening experience and create a service they will be willing to pay for. When XM first launched with 100 channels, there were 29 news/talk/sports channels, compared to 52 now (including comedy and kids programming). There were 65 channels dedicated to music and programmed by XM, compared to 69 now.

10. My programming staff includes five Senior Vice Presidents and Vice Presidents, for news/sports/talk, original programming and content, program operations, and music. XM's Chief Creative Officer is Lee Abrams, who for decades has been well known as one of

America's leading FM radio consultants. Department and program directors work under each of the Senior Vice Presidents. Each music channel has a program director. There are 288 people employed in the programming division of XM, 135 of whom are dedicated to music programming.

11. XM's nationwide service affects both our content strategies and, we believe, our listenership. During certain parts of the day, subscribers predominantly listen to XM in the car. For that reason, XM has an extended "drive time" programming focus from 6 a.m. to 12 p.m. Eastern, and from 3 p.m. to 9 p.m. According to Arbitron ratings, XM achieves a Time Spent Listening share that tracks from five to nine hours higher per week than AM/FM radio.

XM's Extensive Channel Selection

12. Because of our more than 170-channel platform, XM is able to provide content with mass-market appeal as well as niche programming that will appeal to a smaller, but potentially more dedicated, fan base. Our ability to acquire, deliver and program content on XM is limited by bandwidth and budget. Therefore, my job is essentially a balancing act to find the most effective way to deploy these resources across our channel line-up, and to build an offering that will promote the acquisition and retention of subscribers. Exhibit 1 shows XM's current channel line-up.

13. The left side of the guide highlights our commercial-free music channels, grouped by genre. Our formats feature a spectrum of musical genres as well as mass appeal formats that have been abandoned by terrestrial radio. As shown on Exhibit 1, XM's music channels are grouped under broad genres - - "Decades," Country, Pop & Hits, Christian, Rock, Hip-Hop & Urban, Jazz & Blues, Lifestyle, Dance, Latin, World, and Classical. Each genre features programs or even entire channels that are dedicated to mainstream and/or hit-based music, but

even these most popular genres have "niche" channels, and play music and performing artists that rarely find their way to the terrestrial airwaves at all. By design, XM uses its broadcast capacity to play everything from the top hits to, for example, Celtic and American Indian music programs.

14. Our "Decades" format devotes a channel to each decade from the music of the big band era in the '40s to pop hits of the '90s. The "Decades" channels for the 1940's (Channel 4), 1950's (Channel 5) and 1960's (Channel 6) almost exclusively play pre-1972 sound recordings. Our seven "Country" channels include a mix of classic country, country superstars, folk, bluegrass and traditional country. Willie Nelson makes his radio home on "Willie's Place" – our single most popular music channel – where our on-air personalities hang out in a make-believe country honky tonk saloon and play classic country songs that receive virtually no airplay on terrestrial radio. Willie's Place also plays mostly sound recordings made before 1972. Other channels that prominently or predominantly feature pre-1972 recordings are Soul Street, Frank's Place, Top Tracks, Bluegrass Junction, The Village, Real Jazz, and Deep Tracks.

15. Our "Pop & Hits" category has a channel selection expansive enough to include traditional top 40, along with soundtracks, show tunes, and international hits. The XM Christian music channels likewise encompass styles from pop to Southern gospel, and play a deep catalog of well-known and lesser-known songs. Fourteen rock channels give our program directors the space and freedom to play any and every rock artist from the last 50 years, and go far beyond the best-known cuts that receive airplay on commercial FM stations.

16. XM's "Hip-Hop & Urban" channels provide a home to brand new music, old school, and a channel of classics hosted by Snoop Dogg. Likewise, our jazz and blues channels play modern, contemporary and traditional jazz and blues, with a channel reserved for American

Standards, "Frank's Place," named for Frank Sinatra with approval and input from the Sinatra family. "Lifestyles" channels have eclectic and new age sounds. XM has five channels of dance music, four Latin music channels, and three channels of World music. XM's three classical music channels include "XM Classics," with traditional classical music, "Vox," which features opera and vocal music, and "XM Pops," offering classical favorites in XM surround sound.

17. Our "Biggest Names in News" category includes well-known and valuable television brands, such as CNN, Fox News, CNBC, and the BBC. Some of the most compelling programming is part of our sports programming, including national coverage of all major league baseball and NHL games. Our "Especially for Women" programming includes "Take Five" and the recently-launched "Oprah & Friends" talk and lifestyles channel. XM's "All-Star Talk and Entertainment" programming includes famous on-air personalities such as Opie and Anthony, whose program rates number one on XM for time spent listening each week. "Sonic Theater" is an XM exclusive channel that presents short stories, serialized readings from well-loved books, plays recorded live on stage, and radio drama. We now have four "Superstar Comedy" channels. We have two kids and family channels that are not part of our "commercial free" music offering, but nevertheless do include music. XM Kids targets kids under 10 and presents a morning show with running characters, sketches and contests as well as radio theater, kids' concerts, science shows and other content throughout the day. We also carry Radio Disney aimed at "tweens" with a mix of top 40 music and other entertainment. Instant traffic and weather and regional programming round out the guide.

The Balance of Content Offerings on XM

18. XM regularly reassesses its channel line-up to keep pace with changing consumer and subscriber tastes and trends. Because we have limited bandwidth, a decision to add new

programming channels will in many cases come at the expense of existing channels. For example, when we added the "Oprah & Friends" talk channel, featuring Oprah Winfrey, we were forced to discontinue carriage of one talk channel. These decisions are complex and, unlike commercial radio, they are not based purely on Arbitron ratings. Rather, these decisions are based on the strategic value of the channel to the overall content offering, measured by other factors such as the channel's ability to attract new subscribers and retain existing subscribers. In some cases, I consider it important to retain a channel with a relatively low but highly devoted listenership.

19. Like any other entertainment medium, we make creative content decisions based on a combination of research, experience and gut instinct. In my experience, it can be difficult to rely solely on listener research when deciding whether to launch a channel. For example, we launched our first comedy channels at the suggestion of some of our programming staff. Comedy had never been done before nationwide in radio, and therefore there was little experience to determine subscriber demand. XM's comedy channels have turned out to be among our most popular offerings. Another example is our Southern Gospel channel, "enLighten." It was popular on our internet streaming service, but we did not have a sense as to whether that popularity would translate once we moved it to our satellite radio platform. We decided to try it on the satellite service, and it has emerged as our most popular Christian channel.

20. What we have learned at XM is that we will be more likely to succeed using a combination of diversity, experimentation, passion and expertise for a particular genre, than programming by numbers. The best way for XM has been to build channels with their own particular focus and personality.

How XM Manages its Content Strategy to Attract and Retain Subscribers

21. XM views its channels in terms of their strategic contribution to the acquisition and retention of subscribers. Different types of XM programming may play distinct roles in acquisition or retention. Attached as Exhibit 2 is a chart that illustrates XM's content strategy.

22. It is far more costly to convince consumers to initially subscribe to XM, compared to the cost of retaining them once they have become a subscriber. Consumers need to be shown the value proposition in paying for something that they have traditionally received for free. And of course, different subscribers will perceive different value from across the broad mix of content on the XM channels.

23. The initial challenge in converting consumers to subscribers is to explain, in a way they can grasp quickly, why XM is different from broadcast radio. We emphasize the diversity of programming on XM – the mix of entertainment and information available on XM's non-music and music channels. Potential subscribers should be able to look at the program guide, see a variety of content and channels that appeal to their personal interests, and appreciate that they are unlikely ever to feel that "there's nothing on for me," as consumers have experienced with broadcast radio. Many people become subscribers because of particular content that they are passionate about and that they can't get except by subscribing to XM. A second factor that can readily be understood by potential subscribers is that XM has 69 music channels that are commercial-free. Many XM subscribers listen in their cars, and would rather not spend their commuting and travel time enduring dozens of commercials per hour on AM/FM broadcast radio.

24. To retain subscribers, XM promotes depth, diversity and long-term value in the totality of our programming. Once consumers become subscribers, most initially will listen

almost exclusively to four or five stations at any given time. To retain these new subscribers, part of my job is to get them to discover more value in XM than they originally anticipated when they chose the service -- both on the channels they already listen to, and on channels that they have not yet experienced.

XM Programming Focused on Subscriber Acquisition

25. A major driver of subscriber acquisition is programming that a consumer only can get nationwide or in the car by subscribing to XM. Such "exclusive" programming also can distinguish XM from competitors in satellite and internet radio, as well as terrestrial radio. Most of XM's exclusive content deals are targeted to promote acquisitions of particular subscriber segments, so XM often pays premium pricing for such programming.

XM's Exclusive Sports Programming

26. Sports play-by-play programming is a primary acquisition tool. Our sports programming is focused primarily on attracting displaced fans nationwide who are unable to follow games of their favorite team because they do not live in the team's market or because the games are not carried even in the local market. MLB schedules over 160 regular season games played by each of its 30 teams. With over 2400 regular season games available on XM, we saw a huge opportunity to attract millions of existing major league baseball fans to XM. After we launched MLB on XM, some 20% of new subscribers that we polled at the time cited MLB as the reason they became subscribers.

27. We also broadcast live 400 National Hockey League ("NHL") hockey games. We provide basketball and football coverage of four Division One college sports conferences -- the ACC, Top 10, Big 10 and Big East. We broadcast 132 NASCAR races, PGA Tour golf tournaments, Mexican League soccer matches, and select National Basketball Association

games. We recently carried 2006 World Cup soccer coverage and play-by-play. We have a broadcast and marketing partnership with the U.S. Open, which in addition to giving us exclusive rights to broadcast the tennis matches, also gives us significant presence at the well-attended event. Exhibit 3 is a chart showing XM's sports programming strategy.

XM's Talk, News and Information Programming

28. In addition to the sports programming, exclusive talk programming is important to XM's acquisition strategy. XM's line-up includes familiar personalities from the world of broadcast radio, including public radio host Bob Edwards, and the Opie and Anthony show. As one indicator of the importance of such programming and its value to the potential acquisition of new subscribers, XM now licenses programs we produce back to terrestrial radio stations. In April 2006, I led a team that negotiated a deal whereby we licensed a portion of XM's Opie and Anthony show back to the CBS radio network, to run in 23 of the largest markets in America – a first for the satellite radio industry. This serves as a marketing tool to expose listeners to satellite radio, since we use the terrestrial radio portion of the show to promote XM and cross-promote the part of Opie and Anthony's show that remains exclusive to XM (as well as other XM content).

29. Similarly, XM produces "Bob Edwards Weekend," which is distributed by Public Radio International to 37 terrestrial public radio broadcast stations around the country. It features two hours of excerpts from The Bob Edwards Show, which is produced by and heard daily on XM.

30. The Oprah & Friends channel, illustrated on Exhibit 4, debuted in late September, featuring original programming on news, health, fitness, home design, spirituality, and lifestyles from Oprah Winfrey's Harpo Productions. The channel is promoted extensively on Oprah

Winfrey's television program and website, which introduces and promotes XM to Oprah's millions of fans.

31. Another strategy that aids in subscriber acquisition is to broadcast content from well-known television and radio networks with high brand recognition. This programming is not exclusively available through XM, but the brand recognition, the nature and quality of the programming, and the diversity of the programming add to the consumer proposition of value they will get as an XM subscriber. Much of this content is a simulcast of television audio, and allows XM subscribers to listen to this programming in their car. Examples of this type of programming include our channels featuring CNN, Fox News, Air America, Bloomberg Radio, CNBC, BBC World Service, Radio Disney, ESPN and C-SPAN Radio. Notably, Fox News and CNN are available on satellite radio but not terrestrial radio, and Fox News in particular is by contract exclusive to the satellite radio platform. As a result, this content is particularly valuable to us as an acquisition tool. As one indicator of the value of this programming, the single most listened-to channel on XM for more than three years running is Fox News. Exhibit 5 depicts our Talk, News, and Entertainment strategy.

32. Our "Take Five" channel focusing on women's lifestyle issues combines some of the most popular television talk programming (Good Morning America Radio, Ellen DeGeneres, and Tyra Banks) with XM-exclusive programming such as interview shows led by women journalists and talk personalities. This aspect of our programming strategy appeals to a large segment of our potential listenership, women between 25-54 years of age. Exhibit 6 illustrates our women's content strategy.

33. Our XMPR public radio channel includes broadcasts of the News Hour with Jim Lehrer and shows produced by Public Radio International, American Public Media and local

public radio stations, as well as exclusive XM-produced programming like The Bob Edwards Show. Much of XMPR's programming is highly regarded and recognized in the industry. The NewsHour has earned more than 80 awards for outstanding reporting, including many of journalism's highest honors. Bob Edwards has won the DuPont-Columbia Award for radio journalism, the George Foster Peabody Award for excellence in broadcasting, and the Edward R. Murrow Award for outstanding contributions to public radio. On October 17, 2006, ASCAP announced they were awarding the Deems Taylor Radio Broadcast Award to The Bob Edwards Show on XM for excellence in music coverage.

34. XM also carries Instant Traffic & Weather on a 24 hour basis. Through Instant Traffic & Weather, XM broadcasts local road and weather conditions for 21 major metropolitan markets, each over its own dedicated channel (channels 210-230), as well as national emergency information on dedicated channel 247. Unlike commercial radio's 30-second updates, XM traffic and weather channels are broadcast nationally and give full reports on commuting and weather conditions.

XM's Commercial-Free Music Programming

35. Much of XM's programming is designed to appeal to fans, and music fans are part of our target subscriber base. Consumers dissatisfied with the homogeneity of commercial FM radio can really only appreciate the sound of XM when they experience it. XM's special programming is available exclusively from XM music channels, as I will discuss in great detail below, and we believe that the music programming style of many XM channels is truly unique. The expertise and creativity that XM brings to its music programming are essential to distinguish XM from other music listening experiences.

36. 69 of the music channels XM offers are commercial-free. At launch, XM aired commercials on more than half of its music channels, but decided it was desirable for subscriber acquisition to make all XM-programmed music channels commercial-free.

XM Programming for Subscriber Retention

37. XM also focuses substantial effort on creating and acquiring programming as part of its retention strategy, to minimize cancellation of subscriptions (called "churn"). Subscribers want to receive continuing value from their XM subscription, and so exposing them to different content is key to demonstrating the XM value proposition on an ongoing basis.

38. One key strategy is to expand and promote the diversity of programming content available on XM, and to use announcements on one channel to cross-promote programming on other channels they also may enjoy. For example, we can encourage those who subscribed to XM for major league baseball games to try the "ESPN" or "Homeplate" sports talk channels, but they also might enjoy a Bob Dylan's Theme Time Radio Hour program with songs all about baseball, or Bob Edwards interviews with personalities from the world of sports. Several of our artist-led music shows can be heard at different days and times on different channels, which helps introduce subscribers to new kinds of music. Given the diversity of programming available on XM, many subscribers will hear talk shows on subjects they never knew existed, and may try other talk channels as a result. We will expose them on our music channels to new genres and artists they have never heard on broadcast radio. We call this "the Joy of Discovery" on XM.

39. Some content available on other media platforms, and that is not exclusive to XM, also promotes subscriber retention. As noted above, most of XM's news, and many of our public affairs talk, channels have content that also is available on broadcast radio, television, and even

on Sirius, and therefore are not completely exclusive to XM. These channels have high brand value that serves our acquisition strategy, but they also promote retention. Subscribers know they don't have to leave XM and search the AM or FM radio dial – XM has it all. We also have us an opportunity to cross-promote the programming on different channels within these broadcasts, and the high listenership for many of these channels creates important revenue opportunities to sell advertising time.

40. Music listeners dissatisfied with terrestrial radio will appreciate XM for a variety of reasons. In addition to the commercial-free aspect of 69 XM music channels, listeners frustrated by the limited formats of broadcast radio will enjoy the diversity of genres of music programming on XM channels. Those tired of narrow playlists on hit-driven radio stations will find breadth and depth in XM's programming. True music fans will appreciate the different ways that XM showcases music and musicians – the "art" of programming on XM. Exhibit 7 is a chart that describes the strategy behind some of the key components of the XM-created music programming. I discuss how we program music in more detail below.

XM's Artist-Led Programming

41. Another key strategy for our music channels is to create special original programming that keeps the channels sounding fresh. XM's artist-led shows give performers free rein to play whatever music they want to play, to share and talk about what inspires them as artists and as fans, to talk about their favorite places to perform, or just tell stories about their experiences recording and touring.

42. Examples of popular artist-led shows are Bob Dylan's "Theme Time Radio Hour," where each week he plays songs on a different theme; Tom Petty's "Buried Treasure," where he digs up vintage rock and roll tracks; Wynton Marsalis's program, "In the Swing Seat,"

where he talks about the style of particular jazz artists; Snoop Dogg's "Welcome to da Chuuch," programmed from his home with music and guests from the world of hip-hop and rap; and, Quincy Jones's multi-series programs on jazz, rhythm and blues, and soul music. "SongStories with Graham Nash" spotlights Nash interviewing many of music's most talented and successful songwriters about the stories behind their most classic songs, their overall creative process and the art of songwriting itself. Artists of different generations and styles drop by to "takeover" a channel station, and have complete freedom to talk about whatever they want, play what they want, and enjoy programming from XM's extensive music library. Exhibit 8 describes some of XM's long form specialty programming. Exhibit 9 is a series of articles concerning Bob Dylan's critically-acclaimed "Theme Time Radio Hour" show.

XM's Concert Series and Special Music Events

43. XM produces programming featuring performances by mainstream and up-and-coming musical artists. We created a series called "Artist Confidential," which is an hour-long program that spotlights one major musical artist or group with interviews and at least 20 minutes of live performances, both audio and video recorded before a small audience in XM's Performance Theater in our studios in Washington, D.C. or occasionally in our New York "Jazz at Lincoln Center" studios. These performances cover every genre of music, including an offshoot program called "Classical Confidential" that airs on our classical music channels. We have done more than 50 Artist Confidential and more than ten Classical Confidential programs, with artists as diverse as Paul McCartney, Bonnie Raitt, Cecilia Bartoli, Leonard Slatkin, Clint Black, Herbie Hancock and Odetta. Exhibit 10 is a listing of all the Artist Confidential performances. Exhibit 11 is a page from the XM website describing our Artist Confidential programs. Excerpts from these interviews and individual recorded Artist Confidential

performances may be programmed later on both music and non-music channels. This gives us the opportunity to both cross-promote the Artist Confidential series and to provide our subscribers with exclusive content that they can hear only on XM.

44. XM Kids' "Rumpus Room" concert series is an exclusive in-studio kids' concert series featuring the best Children's recording artists. Like an Artist Confidential for the under 10 set, it has featured artist such as Laurie Berkner, Dan Zanes, They Might Be Giants, and The Baha Men.

45. Our "Then ... Again ... Live" series invites classic rock artists into the studio with us. They recreate in live performance today, track for track, some of their most famous recordings, and give their personal takes on some of their landmark works – such as how they were recorded, what the band was like at the time, and what they might do differently today. Exhibit 12 is the page from our website describing the Then ... Again ... Live programs. We have also created a series called "Artist to Artist" where a young performer interviews an established artist who inspired him or her (such as the up-and-coming country performer Dierks Bentley interviewing country legend George Jones). Exhibit 13 is a page from our website describing XM's Artist to Artist programming. From time to time, artists drop in on one of our channels and program their own radio show. Out of this concept comes our "Offstage" series, where XM visits different artists at their home or home studio and allows them to host and program a one hour show that mines their personal collection of music. Exhibit 14 is the page from our website describing the Offstage programs.

46. All of these programs are created by XM, and some can be expensive to produce. Each Artist Confidential program, for example, requires more than 100 man hours of production

and set-up work per program. Nevertheless, these XM-created music shows create ongoing value for the existing subscriber base, and play an important role in subscriber retention.

47. XM also broadcasts special concert events. In total, XM has broadcast more than 5,000 concert performances (in addition to our "Artists Confidential" series). Our "Mainstage" series includes concerts from established artists, often carried live (though at times recorded) from large multi-artist festivals such as Bonnaroo, Rock in Rio, Live 8, and Farm Aid. Exhibit 15 is a page from the XM website listing Mainstage concerts we have presented. In addition, we often feature small-venue concert recordings from emerging artists, particularly in our "SRO" series, which exposes new talent to XM's music audience. These venues include the B.B. King Blues Club in New York City. Exhibit 16 is a page from the XM website listing SRO series performances we have presented.

48. XM is also the official satellite radio partner of the Grammy Awards. Only twelve of the Grammy Award categories are televised, which gives XM 120 categories of music performances and awards to broadcast. At Grammy time, XM dedicates a channel to Grammy-related programming, allowing us to broadcast exclusive pre-show coverage of Grammy Week events and specials highlighting the nominees in various music genres. We cross-promote the Grammy Awards channel across many XM channels, and play Grammy-nominated and award music on a variety of the XM music channels in virtually every Grammy category.

Music Programming and its Role in Creating the XM Music Experience

49. In a broad sense, recorded music is a commodity that gains enhanced value through the context in which XM showcases it and in which our subscribers experience it. Without a guide, you are walking into a vast library with no idea of where to start or where to go next. XM's programmers and on-air talent provide that context, like having a music expert

spinning discs in your living room. Channels are developed with a particular personality or point of view, reflecting the thinking of the programmers and our on-air talent.

The Process of Music Programming on XM

50. All of the more than 2.5 million songs in the XM music library are available to programmers on the XM computer system. Program directors determine the criteria important to creating the character of their respective channels. These include types of music and musical artists (such as era-based music for our "Decades" channels), rotation of songs and artists, the theme of the channel, and the particular themes and flows for each program segment.

51. Music programmers add, delete, and order songs into a playlist. The programmers can control the transitions between the songs, determining the duration and nature of the transition (fade out, fade out/fade in, and so forth). Slots are determined for talk by our on-air personalities and promotional announcements for programming on that channel or on other XM channels. On many of XM's channels, our on-air personalities are free to share their knowledge and enthusiasm for the music and the artists, personal anecdotes about the music and the musicians, and useful information such as concert calendars and record release dates.

The Art of Music Programming on XM

52. When hiring music channel program directors, I look for people with a deep knowledge of the genre of the channel they will be programming. My philosophy is that the technical and managerial aspects of programming are something that can be taught, but the art of selecting music cannot, and that is why I look to hire true music experts. Classical music experts like Robert Aubry Davis and Martin Goldsmith, jazz aficionados like Maxx Myrick, blues expert Bill Wax, American standards expert Jonathan Schwartz, or disk jockeys like George Taylor Morris, Earle Bailey, Mike Marrone, and Eddie Kilroy – to name but a few of our many

broadcast legends, each with more than 30 years of professional radio and music experience -- offer our audience thoughtful and unparalleled perspectives on music in the way that it is programmed and the personal stories and information they can tell their audience.

53. XM's program directors are guided by their understanding of music, not by industry data or consultants. They are music people, not sales people. Many of our program directors drive our listeners' tastes in music. In addition to Bill Wax, Mike Marrone, Maxx Myrick, and Robert Aubry Davis, these tastemakers include Jessie Scott (X Country), Billy Zero (XMU), Tobi (XMU), Bill Evans (XM Café), Seth Neiman (Hear Music), Ben Smith (Fine Tuning), Erik Range (Ethel), Ward Cleaver (XMLM), Lou Brutus (Fungus), Lisa Ivery (The City), Leo G. (RAW), Skyy (BPM), and Trinity (Watercolors).

54. XM programs a number of hit-based music channels that give subscribers both the familiar popular formats they would hear on terrestrial radio, and much more. Our "hit-driven" channels are not mere juke-boxes that play the hits. We program these channels to engage our listeners. For example, these channels may feature disk jockey discussion and expertise, entertainment news and interview excerpts. As another example, the top tunes in the nation that play on our "20 on 20" channel are determined by listener email votes, phone calls, letters, text messages and website comments that allow our subscribers to request songs for specific channels. By actively engaging the audience in creating the Top 20, we believe we are creating greater subscriber loyalty to XM.

55. The real power of XM music programming is showcased on channels that we specifically program to be unique audio "destinations" for our listeners. Listeners strongly connect with how the content is presented on these channels, and develop a passion for XM programming. On channels such as Deep Tracks, The Loft, XMU, X Country, The Move, and

our comedy channels, our programmers play music and material subscribers may never have heard before, or haven't heard in years. Programmers are free to choose from the XM library, which contains more than 2.5 million sound recordings and is constantly growing as we add both new and old music to our collection. Program directors regularly showcase new music, and are knowledgeable and sophisticated enough to know the new releases in their particular genres. This expertise and experience creates tremendous value to the XM subscriber, and gives XM its character.

56. Taking just one of these "destination" channels as an example, Deep Tracks regularly features sets that connect the music in ways that appeal to subscribers' intellect and aesthetic sense over and above the appeal of the song itself. Songs often are connected by theme as well as by the style, tempo or key. Every week, Earle Bailey takes the listener on a "Head Trip" playing hours of songs built around a particular word or phrase or theme in the song titles. The "Undercover" program features versions of well-known songs covered by other artists. Our "Fresh Tracks" show features new music releases by long-established and well-loved artists, some of whom get little airplay on today's hit-driven broadcast radio. We have a weekly show intended for headphone listening, with tracks where record producers experimented with stereo effects. We run the Grateful Dead hour, featuring live performances from among hundreds of available recorded concerts. Author and music enthusiast Bill Fitzhugh every week sends us a hand-mixed vinyl show, where he shows how recording artists picked up the musical riffs and themes from other records. Deep Tracks features the weekly hour-long shows by Bob Dylan and Tom Petty, recordings from the King Biscuit Flower Hour, Artist Confidential interviews and concerts, Then...Again...Live shows, and more. Deep Tracks admittedly is one of XM's more

adventurous channels, but this one channel illustrates the breadth, depth, and intensity of XM programming efforts and our programming philosophy.

57. When subscribers tune in one of the XM "destination" channels like the Decades channels, or Deep Tracks or Bluesville or Real Jazz (and many others), they get much more than a passive entertainment experience. Subscribers enter the minds of music experts who entertain, inform, stimulate, and surprise, in a way that appeals to music lovers as well as music listeners. Many of these channels recreate a certain location or time in words and music. Engaging the listener to pay attention and think about the music is another key to what makes XM special to our subscribers. In these respects, it is the thought, effort, expertise and expense that XM brings to these channels that makes subscribers (including by the way recording artists themselves) love listening to music on XM.

58. Not all XM music channels employ live personalities. The overall feeling or emotion XM is trying to convey will help determine whether to have live announcers. For example, The Loft channel often has interviews and stories surrounding the music as much as the music itself. By contrast, "Flight 26," "Big Tracks," and other hits-based channels require fewer DJs. Alternative rock channels like "Fred" and "Lucy" each have a distinct character, which is conveyed through prerecorded drop-in announcements that express the personality of the channel or tell stories rather than talk about the music itself. The alternative rock channel that focuses on newer music, "Ethel," features disk jockeys, artist interviews, live performances, and specials such as artists who "take over" programming the channel.

59. Within the framework of the music channel themes, XM also creates "mini-series" programs that showcase music and artists in creative ways. The 60's channel features a weekly show called "Sonic Sound Salutes," which recreates the heyday of Top 40 radio. During

this show, XM's The 60's channel is transformed into one of the classic 1960's radio stations from around the country, with a mix of songs of the era with recordings that include original station jingles and on-air personalities. Recently, XM recreated Chicago's WLS and Kansas City's WHB. Exhibit 17 is a recent article from The Washington Post about these classic Top 40 station recreations. The ambitious "IT" special spanned the various Decades channels. Starting in Mid-August 2006 on The 40's channel and progressing on each successive Decades channel, XM played sequentially every record that reached the top 40 for each year up to 2006. The songs appeared on the appropriate music channels for each decade, with promotional announcements appearing on neighboring channels before the jump to a new decade. Showcasing this panorama of popular music took nine weeks to complete.

60. Several XM channels focus prominently on exposing music by new artists. For example, "XMU," "Hear Music," "XM Café," "The Verge," and "Fine Tuning" each include in their format substantial amounts of new music by less established artists that fit well in the genre or philosophy of those channels. "The Village" has just added "Songs to Hang on Stars," a program that showcases new contemporary folk artists. Many other channels include new music by less established artists, who benefit from the exposure on XM. Many XM channels also play music by artists that otherwise receive little or no airplay on commercial radio. Exhibit 18 is a listing of XM channels known for their exposure of new artists.

61. These are the kinds of compelling musical experiences that XM creates, and that listeners cannot hear anywhere else but XM. It is this programming expertise and creativity that makes XM music important to our subscribers.

The Promotional Aspects and Appeal of XM

62. Since the mid-1990's working in programming for radio stations through my work at XM today, a significant aspect of my job has been working directly with recording labels, artist management and artists. XM's Chief Creative Officer Lee Abrams has been working with record labels, managers and recording artists since the 1960's. XM is an important promotional vehicle for performing artists and record labels. By our design, XM's music channels provide a national platform to expose recording artists to audiences that appreciate new and different music. Musicians and their labels gain tremendous benefits from this exposure on XM, whether it be a new song from a well-known artist or a lesser-known musician who our subscribers discover on XM.

63. The variety and depth of our programming highlights XM's promotional value to a wide variety of musical artists. Terrestrial radio no longer provides an outlet for certain musical genres in many media markets. Three of the largest radio markets - - New York, Los Angeles, and San Francisco - - do not have a country station. Other disappearing formats include classical music, dance stations, oldies and "modern rock." Exhibit 19 lists formats carried on XM that are missing in major media markets. By contrast, XM's nationwide coverage includes three classical channels, five dance music channels, seven country music channels, fourteen rock channels, and a number of channels, such as certain Decades channels, that play music that used to be heard on AM/FM radio. Our Decades channels are becoming increasingly popular as local radio stations drop formats playing music from the 1960s – 1980s.

64. XM's national reach enables XM to promote music that local radio formats have left behind. When records in these genres succeed in radio markets that do not support that music format, we believe, and we have been told this by record labels and artists, that some

credit for that success is due to airplay on XM. A recent success story: in Los Angeles, after the last local country station changed formats, XM stepped in to sponsor a country music concert. With XM's support, the concert sold out 11,000 tickets.

65. Initially, record labels treated XM as they would a small local radio broadcaster. XM had to purchase hundreds of thousands of CDs to launch its service in 2001. Labels began providing XM with promotional copies of sound recordings, and occasionally brought artists by for in-studio interviews and, helped us with promotions. Yet, many record labels did not fully understand the real power of XM as a national music promotional platform. That power is more than just mere numbers, although the numbers themselves are impressive. Willie's Place, The 70's and The 80's channels each have millions of listeners. Exhibit 20 shows ratings for the second quarter of 2006, and compares weekly listenership on a few of XM's top music channels to other popular national print media and major market radio stations.

66. Artists and their managers, however, immediately grasped XM as a preferred media outlet for musicians to promote their work. When they heard XM, they "got it". They also are impressed with the critical mass audience we have achieved. Artists appreciate the transparency that exposure on XM provides. They speak directly to current and potential fans in extended, natural and personal formats where they can portray themselves and their music the way *they* think is best. They are interviewed by seasoned broadcasters and music experts who know and appreciate the artists' work. There are no commercial breaks or heavy-handed promotion for the channel done at their expense. For example, when Janet Jackson was in Washington in August 2006, as part of a 3-city tour, she granted newspapers and other media outlets short interviews at her hotel. The only DC-area media outlet she visited in person was XM. She spent two hours visiting the urban music channels at XM, and granted an exclusive

interview to XM. Attached as Exhibit 21 is a compact disc with audio clips (and written transcription of these clips) from just a few of the many artists who have talked on-air about XM as a direct conduit from musicians to their fans, unlike the homogenized experience of today's commercial FM radio.

67. The promotional power of XM is evident from the number and nature of the artists and labels that want to work with us. Our Artist Confidential series has featured legendary artists like Paul McCartney, Robert Plant of Led Zeppelin and Brian Wilson of the Beach Boys, and newer stars like Coldplay, Pink and the Dixie Chicks. Our Classical Confidential series has presented interviews and performances with conductor/pianist Leonard Slatkin, young violinist Joshua Bell, singers Cecilia Bartoli and Andrea Bocelli, and flautist James Galway. The XM Then...Again...Live series has featured full album performances of classic rock artists like the Allman Brothers Band, Jethro Tull, Christopher Cross, and Cheap Trick. Virtually all of these artists came to XM for the freedom to discuss, perform and promote their music in the way they want to be portrayed, and received no monetary compensation from XM. In addition to these Artist Confidential shows, XM has conducted and played literally thousands of interviews with artists.

68. Artists want to be part of the XM experience. Most guest celebrity DJs program their shows for free or for a modest stipend to cover their expenses. Many of XM's artist-led shows were born at the suggestion of the artists themselves, because they appreciated XM's approach to programming music and wanted to become part of it. For example, Tom Petty proposed the idea of his Buried Treasure show to XM. Quincy Jones came to XM with his ideas for multi-part special music programs. Willie Nelson proposed to XM the idea of changing the "Hank's Place" country channel to "Willie's Place." Hip-hop artists Snoop Dogg, Ludacris,

Trick Daddy, and Chamillionaire came to XM with the ideas for their own personal programming. Blues legend B.B. King loved the Bluesville channel so much that we awarded him the honorary post of the "Mayor of Bluesville," complete with the key to the "city." Singer/songwriter Graham Nash created his "SongStories" show because of his appreciation for XM as a platform for musicians. Country star Marty Stuart heard Willie's Place on XM in his car, and became so moved by XM's programming approach to showcasing music that he called us up and has begun working with us on the concept for a show of his own. Other musicians who host shows on XM include folk artists Christine Lavin and John McEuen, and country legend and Hall of Famer Bill Anderson.

69. Bob Dylan was interested in working with XM on "Theme Time Radio Hour" because he was an avid XM subscriber who appreciated that XM played music he hadn't heard in decades anywhere else. On August 28, XM played Bob Dylan's newest recording, "Modern Times," in its entirety before it hit the stores. After it hit the stores, many retail outlets (including Sony's online retail website, Sony Connect) packaged the CD with a bonus CD containing an episode of his XM radio show. "Modern Times" entered the charts at number one, and we have been told that XM contributed to that success.

70. Jazz trumpeter and scholar Wynton Marsalis didn't know much about XM when we first approached him to do a show on our Real Jazz channel. But once he heard XM, he was excited at the opportunity to create his "In the Swing Seat" show and to have broadcasts of concerts from Jazz at Lincoln Center, where he serves as Music Director.

71. One of the announcers on our X Country (Cross-Country) channel is a younger musician named Jack Ingram. His work on XM has helped him build his recording career, and to attract concert audiences all across America.

72. XM also creates long-form specials of three-to-eight hours' duration chronicling the history of a recording artist. Interviews, archival material and the complete range of their music is featured in these programs. This "Complete" series has, in the past, covered artists such as The Eagles, Chicago, Les Paul, Shania Twain, Toby Keith, Bobby Darin and the Rolling Stones. Artists are excited to work with XM on these programs for the exposure it provides to our listeners.

73. We regularly receive telephone calls and correspondence from artists, managers and labels thanking us for playing their music. Many labels, artists and managers tell us that airplay on XM has increased sales of their recorded music, attesting to the value of XM. As one example, in October 2004, country star George Strait was about to release a greatest hits CD. XM created a program that interviewed him about his recordings, played all of his previous hits and premiered his new single. The program aired in 2005, just before the CD came out. George Strait's Label Head of Promotion told us that he had his single biggest one day sales ever when the new CD was released. Exhibit 22 includes emails from labels, artists and managers describing the promotional impact of XM.

74. To create some special programs, XM receives a waiver from the recording labels. As I understand it, XM's license to perform sound recordings ordinarily limits how many songs from an individual artist or album may be played consecutively or during a certain period of time. Many labels willingly give us these waivers for particular artists. Some labels, such as Rhino Records (which has rights to many classic rock and soul recordings from the 1960's and 1970's from the Warner, Elektra and Atlantic Records catalog), have given blanket waivers for all artists for a period of time. One label, Concord Records, has given XM a permanent waiver

for its artists. These waivers make possible programs like "Liner Notes," in which a musical artist walks listeners through a one of their new albums.

75. One of the simplest ways that XM helps promote sales of music and artist awareness is also one of the most important. Obviously, people can't buy music or learn about new artists without knowing what it's called and who's singing and playing. The screen on every XM radio displays the name of the artist and the title of the song that the subscriber hears. This is information that XM has to enter into its database, and transmit separately to the receivers. Terrestrial radio stations rarely give this information to their listeners, but we consistently have made this additional information easily available to our subscribers.

76. XM also has helped to create and release CDs of old and new music. Concord Records has collaborated with XM to create CD compilations. The first of these, "Blistering Licks," was released in June 2006, and features giants of jazz such as John Coltrane, Miles Davis, Wes Montgomery and Art Tatum. In the fall of 2006, Starbucks began selling the first of a series of music compilations on CD with some of the best XM Artist Confidential performances. XM has also commercially released a Watercolors smooth jazz CD, and plans to release a blues CD soon.

77. XM's promotional power is especially important for new artists, who appreciate the airplay and support we give them. It has become increasingly difficult for many musicians to get airplay on terrestrial commercial and college radio stations. Billy Zero, program director of XMU, receives hundreds of packages every week from musical artists and groups at various stages in their careers. He listens to each one personally, and has the freedom to choose which ones to air. Because of his taste and dedication, XM has given substantial early play to bands who went on to broader commercial success, and our track record has given XM greater

credibility with record labels. We support new music from artists like The Cardigans, who were popular years ago, but recently have had less access to airplay. Unsigned bands who have gotten record deals within a year of exposure on XM include Morningwood (recently featured on David Letterman's show), Stellastarr, Antigone Rising and Grammy award-winning rapper Rhymefest. Jennifer Nettles of the band Sugarland is one of XM's country music success stories. Within a year of exposure on XM, she had a record deal. Her duet with Bon Jovi has gone to the top of the Billboard Hot Country Songs chart. XM also participated in Bon Jovi's "Have A Nice Gig" challenge, where unsigned bands nationwide submitted their best single to XM Satellite Radio for the chance to be Bon Jovi's opening act. The band selected to open for Bon Jovi at the Meadowlands soon after was signed by a record label.

78. Last year, XM instituted the "XM Nation Awards." XM listeners are invited to vote online in a number of categories concerning the music and sports programming they hear on XM. Exhibit 23 consists of email from listeners who told us their music purchasing habits were influenced by XM.

79. For several years, certain XM channels have reported their playlist information to trade press, such as Billboard Magazine. Recently, thirteen XM channels began reporting their airplay statistics to Radio and Records ("R&R"), a leading industry publication that compiles national airplay charts. The XM channels which report to Billboard and/or R&R are 20 on 20, Flight 26, The Blend, Ethel, Squizz, Highway 16, The City, The Heat, Suite 62, Watercolors, BPM, The Message, and XM Café. Because of the influence of XM on these charts, it is difficult for a song to hit Number One on those charts in the United States without support from XM. These industry publications recognize the promotional power of XM, and confirm XM's status as an important promotional vehicle for musicians and record labels. By influencing

which songs make the industry charts, XM also helps generate airplay for those songs on terrestrial radio stations, which further promotes sales of music downloads and CDs.

Differences between XM and Other Types of Radio Services

80. There are many key differences between programming on XM and commercial terrestrial radio. As discussed above, XM provides subscribers with a wide variety of high-quality content with high production values. XM has more channels than the number of radio stations in a typical geographic market. XM carries more news, sports and talk programming than the typical radio market. XM's music channels are programmed by experts in their field based on the qualities of the music rather than the Billboard charts, and DJ'd by on-air personalities with decades of broadcast experience. Most are commercial-free. XM carries traffic and weather information for 21 markets that is instantly available on every XM car radio, and includes extended reports rather than just a brief "headline." XM has an emergency alert channel that, because they are sent by satellite, can provide critical information to subscribers even when weather knocks out local broadcasting, as we did during the massive hurricane season of 2005. XM programs channels in music formats that are rarely available in most markets. Even local broadcast stations having the same music format as a particular XM channel generally do not play the same depth and breadth of music. XM features more special programming than broadcast radio. As AM/FM stations continue to remove DJs from their programming line-up, XM keeps informed on-air talent who share their music expertise with the audience. Whereas AM/FM radio stations rarely back-announce the songs they play, XM transmits data that identifies the artist and song title for tracks played on XM channels. Simply stated, we offer the variety of content that subscribers want, and much more of it.

81. XM also differs from internet delivery of programming. My experience is that webcast services don't provide the same experience of a guided "musical journey" like XM does, and clearly they do not commit the people, technology resources, and budget that we do. For example, many of these services play songs, without logic or segue transitions between songs like a jukebox or an iPod Shuffle. The services also do not have a staff of experienced and knowledgeable on-air personalities, of the size and breadth of XM's, who can entertain, stimulate and inform the listener. These services do not feature the many types of special programming created by XM exclusively for our listeners. When they do provide special original programming to listeners, the content is generally offered on an interactive basis rather than as part of an overall program schedule or strategy. At present, internet webcasts also lack the mobility and portability of XM and therefore are not programmed to take into account automotive and portable device listening trends as we do.

82. While there are many other forms of audio entertainments available to consumers, XM provides a compelling offering that combines sports, talk and music content to create an "XM Experience" that consumers are willing to pay for on a monthly basis. On a daily basis, XM's dedicated programming staff uses its expertise to provide XM subscribers a service that provokes, surprises, educates, and informs them about music and the world.

Certification

I declare under penalty of perjury that the foregoing is true and correct.

Dated: Washington, DC
October 30, 2006

Eric Logan

Executive Vice President of Programming,
XM Satellite Radio Inc.

37 CFR 351.10(c)
Statement for Exhibits

37 CFR 351.10(c) Statement For Exhibits to Testimony of **Eric Logan:**

Exhibit 1	XM Current Channel Line-Up
Exhibit 2	XM Content Strategy
Exhibit 3	XM Sports Programming Strategy
Exhibit 4	XM Oprah & Friends Channel
Exhibit 5	XM Talk, News & Entertainment Strategy
Exhibit 6	XM Women's Content Strategy
Exhibit 7	XM Music Programming Strategy
Exhibit 8	XM Specialty Programming List
Exhibit 9	Articles re Bob Dylan's "Theme Time Radio Hour" show
Exhibit 10	"Artist Confidential" Broadcast Schedule
Exhibit 11	"Artist Confidential" program page from XM Website
Exhibit 12	"Then…Again…Live" program page from XM Website
Exhibit 13	"Artist 2 Artist" program page from XM Website
Exhibit 14	"Offstage" program page XM Website
Exhibit 15	"Network Live- Mainstage" program page from XM Website
Exhibit 16	"Network Live- Standing Room Only" program page from XM Website
Exhibit 17	"Sending Out Good Vibrations: XM Recreates Top 40 Stations of Old" article from *The Washington Post,* October 15, 2006
Exhibit 18	XM Channels Featuring New Artists
Exhibit 19	Missing Formats by Market
Exhibit 20	Mass Market Appeal
Exhibit 21	Transcript of CD Containing Comments of Recording Artists
Exhibit 22	Labels, Artists, and Managers' Emails re Promotional Impact
Exhibit 23	Customers' Emails re Music Purchasing Habits

EXHIBIT 1

THE MOST CHOICE IN SATELLITE RADIO – OVER 170 CHANNELS COAST TO COAST

100% COMMERCIAL-FREE MUSIC CHANNELS

Decades

Pop & Hits

Rock

Country

Christian

Hip-Hop & Urban

Lifestyle

Latin

World

Jazz & Blues

Dance

Classical

XM ORIGINALS

ONLY ON XM

THE BEST SPORTS PACKAGE

OPRAH & FRIENDS

ALL-STAR TALK & ENTERTAINMENT

KIDS & FAMILY

REGIONAL TALK, NEWS & MUSIC

THE BIGGEST NAMES IN NEWS

SUPERSTAR COMEDY

INSTANT TRAFFIC, WEATHER & ALERTS

XM- LOGAN EX. 1

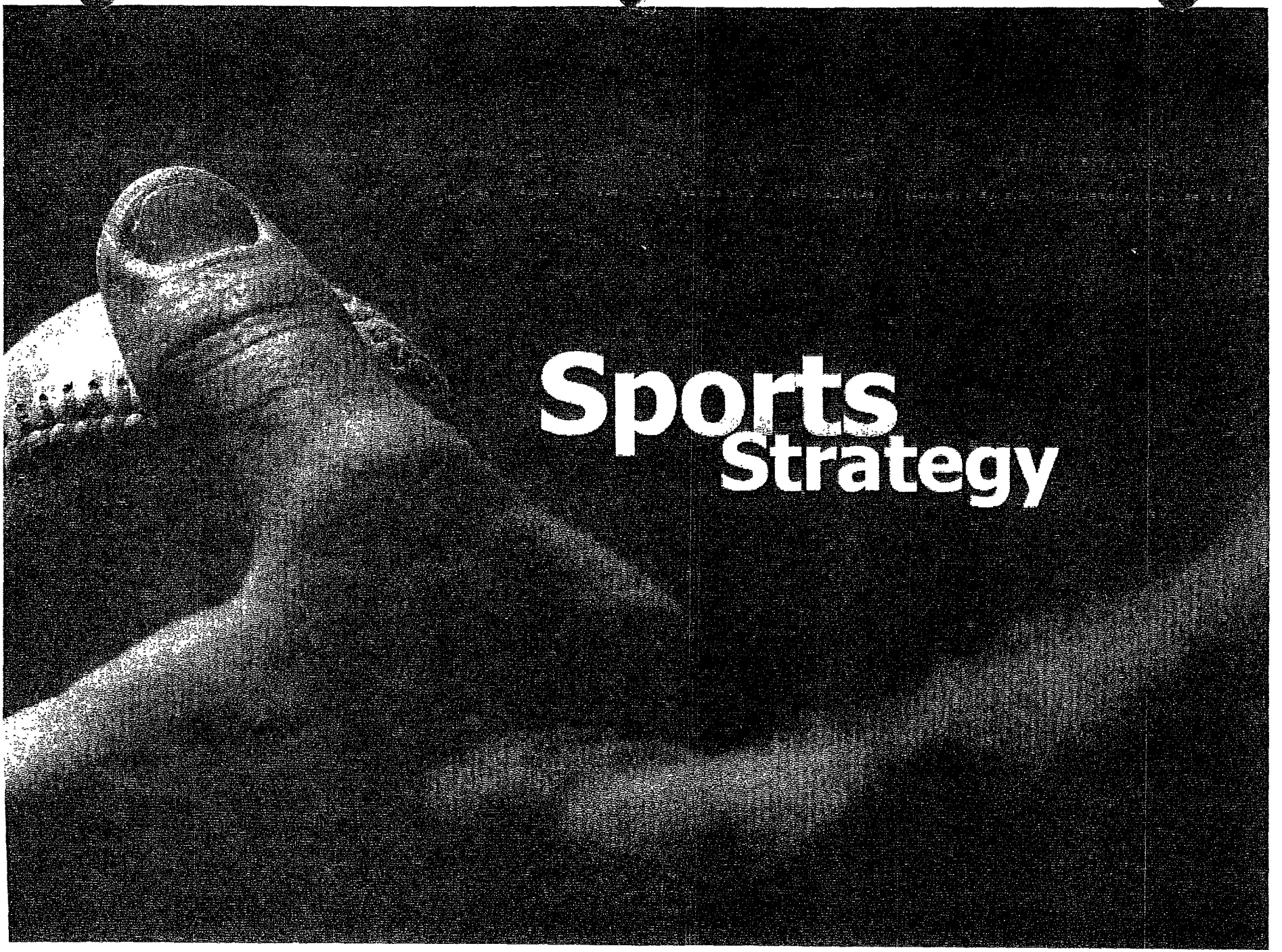
EXHIBIT 2

Content Strategy

Content Strategy

- Appeal to the Mass Market
- Target Growth Segments
- Balance the Cost of Content
- Develop and Build XM Brands and Talent

EXHIBIT 3

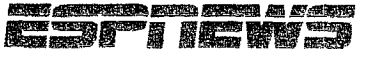


XM- LOGAN EX. 3

The Most Sports Talk & Live Play-by-Play

Sports Play-by-Play

Sports Talk



Over 5,000 live sporting events covered annually

EXHIBIT 4

Women's Strategy

&OPRAH FRIENDS

Launched September 25th

- **Cost effective, blockbuster programming (XM 156)**
- **Exclusive, original programming with Oprah and Expert Friends including:**
  - Gayle King
  - Bob Greene
  - Nate Berkus
  - Marianne Williamson
  - Dr. Maya Angelou
  - Dr. Robin Smith
  - Dr. Oz
  - Jean Chatzky
- **Ideal match with XM's superior brand image**

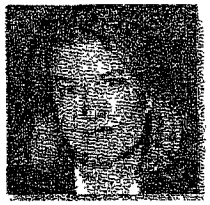
Confidential & Proprietary Information of XM Satellite Radio

EXHIBIT 5

XM-LOGAN EX. 5

The Best in News, Talk, Entertainment & Information

- **Provide choice**
- **Balance exclusive and non-exclusive talent**
  - Marquee talent versus home grown talent
- **Complete service elements**
  - News
  - Traffic
  - Weather & Emergency Alerts
- **Key category in advertising**



XM COMEDY · SONIC THEATER · RADIO CLASSICS · XM Instant Traffic & Weather · XM EMERGENCY ALERT 24/7 · The Weather Channel weather.com

EXHIBIT 6

Women's Strategy

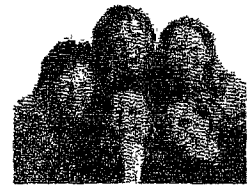
XM-LOGAN EX. 6

Strategic Approach to Key Segments Example: Women's Content

- **62M Women between 25-54 yrs**
- **Creation of an XM SuperBrand**
  - Take Five (XM 155) – Dedicated women's interest and lifestyle channel
  - Brand name talent attracts subscriber interest
  - Platform to grow XM exclusive personalities
- **Advertisers desire highly targeted sales opportunities**

tyra

ellen



satellitesisters

GOOD MORNING AMERICA RADIO

EXHIBIT 7

XM-Logan Ex. 7

Music Strategy

- **Targeting Music Enthusiasts**

  - Musical Depth with enough hits based channels targeted to the mainstream

- **Connecting to Music Enthusiasts through Innovative Programming and Exclusive, Original Series:**

  ARTIST CONFIDENTIAL CLASSICAL CONFIDENTIAL THEN...AGAIN...LIVE!

- **XM Artist Family – The Most Respected Names in Music**

  - Quincy Jones, Wynton Marsalis, Tom Petty, Snoop, BB King

- **Live 8**

- **Strategic Music Partnerships**

EXHIBIT 8

DECADES

Channel #	Show Title	Show Description
	IT - The History of Pop Music	Country legend and Hall of Famer Bill Anderson looks back at definitive moments in country music history. Inside stories from Brenda Lee, Eddy Arnold, Willie Nelson, Dolly Parton, Merle Haggard, and Porter Wagoner.
4	*40s*	Exclusive XM Channel. D-Day Invasion Re-creation of the radio coverage of the day, V-E Day and V-J Day. Harmony Square An hour of barbershop music. Includes full-fledged newscast for the month & day focused on a year somewhere between 1936 and 1950.
5	*50s*	Harlem R&B and Early Soul. The Strip The Las Vegas Rat Pack Era. Pink & Black Days Memphis Blues Scene.
6	*60s*	Wolfman Jack 11pm - 12mid M-F. Sweet 16 Music Machine .The 16 songs from this week for a year from 1960 – 1969. 3 times per day M-F. Sonic Sound Salutes Highlights a great Top-40 radio station from back in the 60s.
7	*70s*	American Top 40 w/ Casey Kasem The original shows without the commercials. Wed. night and 12 noon Saturday. Citizen's Band Listener channel takeover with a list of their favorite songs and shout outs.
8	*80s*	The Ultimate 80s Personal Playlist Listeners choose what gets played for an hour each weekday morning at 9am Eastern. Channel Takeovers Major 80s artists like Eddie Money, Mike Reno of Loverboy, and Asia come in and take over XM 80s on 8 and play and say what they want. American Top 40 w/ Casey Kasem The original shows without the commercials. Thurs. night and 12 noon Sunday.
9	*90s*	Exclusive XM Channel.

COUNTRY

Channel #	Show Title	Show Description
10	*Bill Anderson Visits with the Legends*	Country legend and Hall of Famer Bill Anderson looks back at definitive moments in country music history. Inside stories from Brenda Lee, Eddy Arnold, Willie Nelson, Dolly Parton, Merle Haggard, and Porter Wagoner.
10	*Ranger Doug's "Classic Cowboy Corral"*	This one-hour, weekly program is hosted by Riders In The Sky's very own Ranger Doug and features all the great singing cowboys of the silver screen.
12	*The X in Texas*	The first and third weeks of each month, hear the Armadillo Radio Hour from Threadgill's World HQs in Austin. The second and fourth weeks of each month, it's Jack Ingram's Real American Music Hour! X Country XM Channel 12.
12	*Smoke Stack*	The Southern Boogie Show hosted by the band Blackfoot. Four hours of new and old Southern Rock and Rockin' Country from legends like Lynyrd Skynyrd, The Allman Brothers, and the Charlie Daniels Band.
13, 10	*Highway 16 Driver's Ed*	Get to know the Rookie Drivers on Highway 16 as we introduce you to the new talent coming out of Music City and put them to the ultimate test - a live performance!
13	*Willie Nelson's "Western Express"*	Willie Nelson is the proprietor of Willie's Place, a place where the honky tonk never closes. There's a cast of characters and the sounds of traditional country from the 50s and 60s.
14	*The "Studio Special" Series*	Ride the train that brings you exclusive, live performances from XM's Nashville studio each week. This is where you really get to know the people who make the music, as they share their lives and careers with XM's Kyle Cantrell and share their music with you.
14	*Grassroots*	It's two hours of the history of bluegrass, told through the music of the legends: Bill Monroe, Flatt & Scruggs, the Stanley Brothers, Reno & Smiley, the Country Gentlemen, Jim & Jesse, the Seldom Scene. . . they're all here, every week on Bluegrass Junction XM Channel 14.

15	*The Village*	Songs to Hang from Stars Folk music has been on a long journey over the years. The Village lives the entire history of folk music, but do you want to know what's new? Mary Sue Twohy is an award-winning folk singer/songwriter, and every week explores contemporary folk music on the Village. Christine Lavin Show Christine Lavin is a New York City-based singer/songwriter who founded the Four Bitchin' Babes - she is very popular across the United States and has a one-of-a-kind sense of humor. John McEuen's Acoustic Traveler The founder of the Nitty Gritty Dirt Band guides us through the cross-pollination between acoustic folk and pop music. Armed with his trusty guitar, John shares behind-the-scenes stories from his tours and brings a breadth of music history knowledge to his show from his recording studio in California.

POP & HITS

Channel #	Show Title	Show Description
27	*The Big Score*	A movie score aficionado's paradise. Two hours of some of the best score music ever recorded for celluloid. From classic composers such as Max Steiner and Bernard Herrmann to modern day composers such as John Williams, Thomas Newman and Danny Elfman.
27	*PopFlix*	A look into the world of movies, presented in Cinemagic Segment form (clips and music), via the source/pop music that is featured in each film. From *Ferris Bueller's Day Off* to *Saturday Night Fever*, PopFlix is your soundtrack to the movies.
27	*Reel Time*	An hour long interview show that looks at the world of movies from those that make them. From composers such as Howard Shore and Mark Isham, to directors such as Ridley Scott and Spike Lee, we talk to the people that influence the industry.
27	*Hi-Fi/Sci-Fi*	Enter the world of Hi-Fi/Sci-Fi. . . Cinemagic's look into the world of horror and science fiction movies by featuring clips and music from specific movies as well as updating what is going on in the world of horror and science fiction films.
28	*Talkback*	For the first time from a Broadway theater, following a performance of a show, the stars and creative team of the show answer questions from the audience and XM-28 On Broadway host John von Soosten and Roundabout Theatre Company's education dramaturge Ted Sod. And you get to eavesdrop on the conversation.
28	*Downstage Center*	Downstage Center is a weekly theatrical interview show, featuring the top artists working in theatre both on and Off-Broadway and around the country and abroad. XM-28 On Broadway host John von Soosten and Howard Sherman, Executive Director of the American Theatre Wing, have welcomed guests including actors Angela Lansbury, Bernadette Peters, Matthew Broderick, Joel Grey, Brian Stokes Mitchell, Sutton Foster, Audra McDonald, John Lithgow; composers and/or lyricists Jerry Herman, Charles Strouse, Tom Jones; directors Susan Stroman, Kathleen Marshall, Des McAnuff, Doug Hughes; and playwrights A.R. Gurney, Paula Vogel and Alan Ayckbourn.

28	*On the Aisle*	Host Bill Rudman combines succinct commentary, historical information and showtunes in a lively hour on a different theme each week.
28	*John's Understudy*	When XM-28 On Broadway host John von Soosten takes a day off, his "understudy" fills in. Past understudies have included Broadway stars Sutton Foster, Patrick Cassidy, Victoria Clark, Matthew Morrison and Maureen McGovern.

CHRISTIAN

Channel #	Show Title	Show Description
33	*Ole School (Gospel Classics)*	This one hour show takes the fans back down memory lane. Songs from legends like Sam Cooke and The Soul Stirrers, Mahalia Jackson, Aretha Franklin, and Rev. James Cleveland. This is a request show where listeners can call in or email their favorites.
33	*Spirit Weekends*	On The Spirit our weekends begin Thursday and continue through Sunday and every weekend is special. Here is a sample of the weekends: • 70's Weekend—music from the 70's with artists like Shirley Caesar, Walter Hawkins, Edwin Hawkins, etc. • 80's Weekend—music from the 80's with artists like The Winans, Commissioned, Albertina Walker, etc. • 90's Weekend—music from the 90's with artists like Rev. James Cleveland, Kirk Franklin, Yolanda Adams, etc. • Sisters in The Spirit Weekend—spotlights the divas in Gospel—Shirley Caesar, Yolanda Adams, Albertina Walker, etc. • Gentlemen Of Soul Weekend—highlighting the brothers in Gospel like Daryl Coley, John P. Kee, Kirk Franklin, etc. • Classic Gospel Weekend—Songs our fans haven't heard in years. • Spoken Word Weekend—Preaching, Teaching, & Testimonies—The Word in Song. • The Singing Preachers Weekend—Huge artists from the Pulpit like Bishop T.D. Jakes, Bishop Paul Morton, etc. • Travelin' Weekend—The Spirit goes from Chicago Mass to Mississippi Mass to Georgia Mass and all stops in between.

ROCK

Channel #	Show Title	Show Description
40	*Deep Tracks*	The King Biscuit Flower Hour These are the original shows that ran on Album Rock stations all over the country during the 70s and 80s . . .some of the greatest rock and roll bands captured live. Theme Time Radio Hour With music hand-selected from his personal collection, Bob Dylan takes you to places only he can. Listen as Bob Dylan weaves his own brand of radio with special themes, listener emails and a little help from his friends.
41	*The Rock of Jericho*	WWE Superstar & Fozzy lead singer Chris Jericho is a walking hard rock encyclopedia. He plays 2 hours of his favorite songs each Sunday.
43	*Regular Shows*	Absolute Zero featuring Billy Zero Monday through Saturday mornings beginning at 5am west, 8am east. The After School Special with Tobi Monday through Friday afternoons beginning 1pm west, 4pm east.
43	*Special Features*	The Radar Report The most notable unsigned and indie music is on XMU every Thursday, 6pm west, 9pm east.

43	*One-Off Specials*	1. XMU will be going to CMJ Music Marathon on November 1st, broadcasting live from our New York studios. 2. XMU will be recording another *Live From The Knitting Factory* set on the Monday following CMJ in New York. 3. XMU will re-cast the ACL music festival in November. 4. XMU will be an anchor channel for the movie *Before The Music Dies* and will handle much of the work to get this plugged-in across the network. 5. XMU will have "XM Mew Day" on November 11th. The band Mew will take over the channel with their music, including a live set and acoustic set recorded at XM and a Campus Revolt. 6. The Blue Man Group Scattercast will be November 14th for our 5 year anniversary. We will be playing some of the best live performances we've collected since the beginning. 7. In December we will launch the first Student Exchange program special. 12 hours, 12 different people XM and outside XM that will host an hour of songs they pick, and each person will get one hour. The goal is to do one per semester, maybe more.

44	*Weekly Features*	Tuesdays @ 4am, 12noon, 11pm ET Tsunami Lambert goes into Fred's archives for an hour of New Wave sounds from the 70s and 80s. Artists include The Soft Boys, Psychedelic Furs, The Go-Betweens, O.M.D., The Nerves, Haircut 100, The Cars, The Only Ones, and the English Beat. Tuesdays @ 4am, 12noon, 11pm ET Surface Noise Bill Kates hosting an hour going deep into the archives of Fred's music collection, often including an eclectic mix of artist interviews, performances and insane takeovers of Fred's studios. Past visitors include David Byrne, Gary Numan, Erasure, The Alarm, and World Party. Wednesdays @ 4am, 12noon, 11pm ET One Revolution (Around The Sun) Bachmann takes you on a one-hour flashback, featuring the music, news and events of a featured year in Fred's era each week. Thursdays @ 4am, 12noon, 11pm ET
44	*Specialty Features*	These can vary year to year, except for one, major, on-going feature on Fred that tends to be Fred's most popular: The Fred Essentials The massive countdown of 2,044 of Fred's most essential songs each year. This year was "Version 6." First Run: Leading up to Memorial Day Second Run: Leading up to Labor Day Final Run: Between Christmas and New Years Day Some of the Special Features on Fred thus far in 2006 include: • Fred's 44 Artist Boxset • Ten Revolutions Around The Sun • Club Retro Summer Party
45	*XM Café Live*	Your chance to enjoy XM Cafe artists in a concert setting! You're in the front row for the XM Café's biggest names including Dave Matthews Band, Tori Amos, The Police, Sheryl Crow, Sting, Suzanne Vega, Crowded House and Shawn Colvin. Hosted by Brian Chamberlain.

45	*Song Stories with Graham Nash*	The legendary Graham Nash hosts as some of the greatest singers and songwriters of all time reveal the ingenious process behind creating truly classic songs. Hear the stories behind the songs on SongStories, a half-hour, bi-weekly show.
46	*Top Tracks*	Live Tracks Weekend or Holiday feature playing an hourly set of in concert recordings from Top Tracks artists. The material featured is from the artists' live album releases. Top 46 Albums Weekend or Holiday feature playing several song sets of Top Tracks most important albums such as Dark Side of the Moon, Hotel California, Led Zeppelin IV, etc. in countdown fashion. Concert Soundcheck XM 46 features an extended set of a major Top Tracks artist prior to their live concert appearance in major markets across America. The sets are programmed approximately 6:30 PM local concert time. Artist featured: Rolling Stones in Chicago, The Who in Seattle, Eric Clapton in Washington, D.C., Roger Waters (Pink Floyd) in Phoenix, etc.
47	*Pandemic*	The New Alternative First! Listen to this weekly show hosted by music guru and industry insider: Stabwalt. He digs deep in the scene to find the best new bands before anyone else has even heard of them! Listen to cutting edge new alternative months before the CD has even been pressed . . . Pandemic on Ethel.
47	*Mix Show*	Rock by day . . . but we dance at night! We take out the turn tables every Saturday night and start spinning records from our huge library of vinyl. Expect to hear remixes by The Strokes, Bloc Party, Shiny Toy Guns, The Rapture, Blur, Gorillaz, as well as music by The Chemical Brothers, Hot Chip, Fatboy Slim, and many more! It's Ethel's Alternative Dance Party!
47	*Flannel Hour*	Grunge music (sometimes also referred to as the Seattle Sound) is a genre of alternative rock inspired by hardcore punk, heavy metal, and indie rock. Ethel pauses for an hour once a week to re-live the late 80s/early 90s Seattle Grunge scene. Expect the unexpected . . . we'll play rare Nirvana tracks, MXPX, The Gits, The Melvins & many more! We keep grunge alive . . . on Ethel.
48	*Big Uns*	The biggest songs of the week on Squizz are featured each Saturday at 3PM ET/Noon Pacific. An encore is aired on Sunday at Noon ET/ 9 AM PT.

48	*Nation Penetration*	Squizz features songs from a brand new CD every hour on the day of its release.
48	*Seizure*	A band takes control of Squizz for about an hour, playing and saying whatever they want.
48	*Bodhi's Sic 360 & Grant's Random Selection*	Both daily features that allow the jocks to pick a song and let the audience give feedback.
48	*Squizz Intel*	This is recurring segment where Squizz bands give background, or intelligence, on their music.
48	*The Largest Krip of Korn Ever Heard*	Every 4th of July, Squizz pays tribute to one of our biggest bands, Korn.
48	*Zombie Hell*	This is an annual Halloween show featuring the music of Rob Zombie, along with interview clips of Rob Zombie talking about his music, and various movie projects, which are mostly horror-based.
48	*Sqwazz, The Year That Was*	This is an annual look back at the year in Squizz music, airing at the end of the year.
50	*From the Living Room to The Loft*	Don't get off that couch! Direct from New York's Lower East Side, it's an hour-long, bi-weekly show, featuring performances and interviews with Lofty singer-songwriters (both familiar and new), all recorded live at The Living Room . . . exclusively for The Loft - XM 50.
50	*Mixed Bag Radio*	A 60-minute weekly show featuring radio legend Pete Fornatale, who interviews the most influential musicians of our time and showcases live in-studio performances. Pete's guests run the musical gamut: rock, folk, jazz, pop, legends, heritage artists, newcomers . . . truly a Mixed Bag.
50	*The Loft Sessions*	Ditch your shoes, grab a bean bag and join us for the Loft Sessions . . . where we invite our favorite artists up to the Loft and ask them to create their ideal intimate musical session, especially for you. And as always at the Loft, the music is paramount, so you'll hear everything from hit gems to adventurous covers - even the occasional choice insight - all at each artist's discretion. The Loft Sessions. Meet the artists as they are.
53	*Rancid Radio*	It's the show hosted by the guys in Rancid! They're the DJ's, they pick the tunes, they play the tunes, they book the guests, they interview the guests, they answer the mail and do everything else for the show. Tons of unsigned and indie artists. This could be the best hour of radio you ever hear.

53	*Hee Haw Hell*	Psychobilly & cowpunk music. Dash Rip Rock, Reverend Horton Heat, Nekromantix, Tiger Army and tons more. You also get founders of the genre like Eddie Cochran and Robert Gordon.
53	*Duped*	Punk and ska covers. Some of them are great, brilliant and wonderful. Some of them are not. A glorious musical car wreck of cover song sickness.
53	*Slam A Lot*	The magical kingdom of hardcore. Catch bands like Hatebreed, Sick of It All, Strung Out and dozens of others!
53	*Skanorreha*	We play ska throughout the day on Fungus 53 but put it together in concentrated doses for Skanorreha. Along with groups like Less Than Jake, Reel Big Fish, Big D & the Kids Table and Pietasters we throw in old stalwarts of the genre like The Specials, Selecter and The Skatalites.
53	*Kowabunga Uber Alles*	Fungus style surf music. Hear punk bands doing surf songs mixed with old school surf music by artists like Dick Dale, Silly Surfers, The Ventures and Link Wray.
53	*Oi!sters*	Two hours of the best Oi! music ever heard by man or beast. Peter & the Test Tube Babies, UK Subs, Anti Nowhere League and all the other great Oi! bands of the ages.
53	*Kingdom of Swine*	A three hour musical excursion to the happy land of Industrial music. NIN, Revolting Cocks, Ministry, KMFDM, God Lives Underwater, Machines of Loving Grace and others are mixed with artists like The Residents into a cheery audioscape guaranteed to send you into a downward spiral of mental decay. Don't listen after a break up.
53	*Complete Control Radio*	Punk legend Joe Sib joins the Fungus 53 lineup with his weekly, one hour show. He delves into his incredible punk library and chats up a Who's Who of music each week from his home base in Los Angeles. Sunday Night at 12 Midnight with replays Tuesday 3 PM and Friday 9 AM. All times Eastern.
53	*The AP Show*	Since its debut as a photocopied fanzine, Alternative Press has become one of the most respected and admired publications on the planet. AP now presents "Alternative Press Radio" exclusively on XM's Fungus 53. Join them each for a behind the scenes look at all that is new and true in the world of rock.

HIP HOP & URBAN

Channel #	Show Title	Show Description
62	*After Hours "The Adult Playground"*	The slow jam show with an erotic edge. Su-Th Midnight east / 9PM west.
62	*The Ultimate Slow Jam Tape Extended Play*	Extended version of Cayman's Wednesday afternoon feature. 10PM East.
62	*Music Honors*	We pay tribute to the accomplishments of R&B singers, song writers & producers. Recurring 1x per month.
62	*Dinner and a Show*	Live R&B performances from the XM Performance Theater. Recurring 1x per month.
62	*Suite Talk*	Hosted by Cayman Kelly: interviews with some of your favorite artists.
62	*Release*	Artist walks listeners through newly released CD track by track talking about the songs making CD.
64	*From Be Bop to Hip Hop*	Chronicle of Quincy Jones career 1940's through Present. 6 one-hour shows.
64	*RNBQ*	The History of Rhythm & Blues as told by Quincy Jones. 6 one-hour shows.
64	*Hot Buttered Soul*	Nightly slow jams from the 70's and early 80's.
65	*Snoop Dogg "Welcome to Da Chuuch"*	Every week, step into Snoop's world, as one of hip-hop most prolific and outspoken legends opens up the doors of his "Chuuch", with humor, insight, and the best old school jams...fa schizzle! Fridays at 11pm EST.
65	*The III Out Show with Prince Paul*	One of the most respected producers in the hip-hop game, Prince Paul brings his keen sense of old school shenanigans to the Rhyme, every Monday at 11p EST.
65	*Spitkicker Radio*	Your Spitkicker hosts take you on a musical journey each week, with the likes of De La Soul, A Tribe Called Quest, and many more! Saturdays at 6pm EST.
66	*DTP Presents Open Mic w/Ludacris*	Weekly show of exclusive music from Ludacris, his DTP artist and others. Funny skits, color commentary, etc. Hosted by Ludacris, Poon Daddy & Juicy, Saturdays 6 & 10PM EST.
66	*Chamilitary Radio w/Chamillionaire*	Weekly show spotlighting Chamillionaire's favorite hip hop records as well as some exclusive music. Hosted by Chamillionaire and DJ Ebonix, Fridays 6 & 9PM EST.

66	*Behind the Beats*	Feature spotlighting the artists' life up close and personal, previewing new music from their upcoming projects in front of a studio audience in our Performance Theatre.
67	*From Scratch*	We take you on a journey through the lives of some of the biggest artists in hip hop and r&b. Infusing the art of scratching throughout the ride, each artists tells their life story in their words and music from scratch.
67	*Product and the Power*	Hosted by DJ Nabs. With one ear to the streets and a foot in the boardroom, join DJ Nabs in The Lab every Sunday live from Atlanta. Nabs brings the Product with all the hottest artists and celeb's in The City and he'll expose you to the Power, the most influential people that you may not know in the hip hop world. Plus Nabs welcomes the Def DJ Squad in the Lab each week.
67	*Celebnick Picnic-Memorial Day Weekend*	Get inside the City for this annual celebration to kick off to "Summer in the City." Last year, we barbequed with the best of them! Busta Rhymes, T-Pain, Letoya and Jagged Edge were just a few that hung out in The City Memorial Day Weekend. We'll take this party to the next level, as we get ready for the CP2007.
67	*Penthouse Special*	Hang with Lisa aka Sexy Chocolate and some of her favorite celebs. She'll serve up their favorite dish as long as they give up all the dirt! Everyone doesn't make it up to the Penthouse, so if Lisa lets them in, you know it's serious. Celeb's that hang in the Penthouse-Mariah Carey, Jermaine Dupri, Beenie Man, Mary J. Blige, John Legend and more!
67	*City Sessions*	Catch live performances inside The City from some of the freshest artists in town. Past performances include Chris Brown, Beenie Man, Floetry, Dwele, 112.
67	*What Was Really Good?*	Join The City's entertainment reporter, Tiff Square, every Sunday for the weekly download of the biggest news and gossip that you might have missed during the week.

JAZZ & BLUES

Channel #	Show Title	Show Description
70	*American Jazz*	Dick Golden and special guest Tony Bennett open up the Great American Song Book for two hours of swingin' classic jazz and vocals
70	*Ben Sidran On the Record*	Ben Sidran presents a program of classic interviews with artists like Miles Davis, Herbie Hancock and Sonny Rollins.
70	*In the Swing Seat with Wynton Marsalis*	America's Jazz Ambassador takes on a journey into the world of jazz exploring the genius of artists like John Coltrane, Louis Armstrong, Duke Ellington and Thelonious Monk. We learn how to identify artists by their playing styles, we learn the connection between jazz and other art forms and we hear from people are playing and make new music when artists stop by the studio to play and discuss their music.
70	*Manteca*	3 hours of sizzling Latin Jazz with artists like Dizzy Gillespie, Tito Puente, Eddie Palmieri, Cal Tjader, Paquito D'Rivera, Chucho Valdes and Moacir Santos
70	*Maxx Myrick*	Live from the XM studios at Jazz at Lincoln Center's House of Swing in New York City
70	*Night Moods*	Based on the feeling of artist, composer and genius Thelonious Monks classic 'Round Midnight. Night Moods is 4 hours of elegant, sensual and romantic jazz music for whatever "mood" you're in.
70	*Organized*	One hour of cooking Hammond B3 music with artists like Jimmy Smith, Jack McDuff, Shirley Scott, Joey DeFrancesco, Dr. Lonnie Smith.
70	*Real Jazz Live*	Live concerts from Jazz At Lincoln Center's "House Of Swing," Dizzy's Club Coca Cola and classic concerts recorded live.
70	*Swing Street*	Three hours of swingin' music featuring big bands and orchestras from yesterday and today
70	*The French Quarter*	A rollicking journey through the soul of New Orleans with three hours of traditional New Orleans jazz music.

71	*The Gallery*	Lily is your curator for The Gallery. She swings the doors wide open for an audio exhibit of our favorite new C-Jazz songs on Watercolors for the week. The exhibits are subject to change - or not change - as determined by the Watercolors staff. Music and art lovers converge weekly for this tasteful and timely aural presentation.
72	*Email Reply Hour*	Every Sunday it's the EMAIL REPLY HOUR from 6-7 PM ET (3-4 PM PT), Russ Davis spends an hour responding to email messages by playing requested songs, answering listener questions and reading listener comments that have been emailed to him at beyondjazz@xmradio.com.
72	*If It's Friday, This Must Be Fusion*	It's a Beyond Jazz exclusive feature that focuses on the moment in jazz history when the music became electric and all the musical influences of the world blended with jazz to create the Fusion Era. Beginning at 7AM ET and running each hour until Midnight ET you'll hear a classic fusion nugget and get the stories behind this controversial idiom. Some say Fusion ruined jazz, others say it saved the music. Listen and make up your own mind. If It's Friday, This Must Be Fusion on XM 72, Beyond Jazz.
72	*Jammin Jazz*	Jazz For The New Generation. Hosted by Michelle Sammartino. What's it all about? Well here's how Michelle describes what you'll hear on the show: Anything with that "jam-band" jazz, acid jazz, brass band, swamp boogie, funk influenced, booty-movin' feel that ya just can't hear anywhere else. You'll hear bands that range from New Orleans' Bonerama, Johnny Sketch and the Dirty Notes, Galactic, and Robert Walter, to NY's Medeski Martin & Wood, Garage A Trois, Charlie Hunter, The Benevento-Russo Duo, Antibalas, New England's Jazz Mandolin Project, Soulive, San Francisco's Will Bernard, Garaj Mahal, Bill Frisell, Lonnie Smith, the UK's Up Bustle and Out, Brand New Heavies, Courtney Pine and more!

72	*Live @ BJ's*	Every Wednesday night at 8 PM Pacific/11 PM Eastern and Sunday night at 5 PM Pacific/8 PM Eastern, spend an hour in the world's only imaginary modern jazz club, BJ's, for rare live performances by the biggest stars of Modern Jazz. You'll hear music you can't hear anywhere but on XM, recorded live at our Performance Studio One, from the legendary BBC archives, and rare performances recorded in clubs and concert halls around the world. Plus you'll meet the characters that inhabit BJ's and probably become a regular yourself.
72	*Words & Music*	Conversations with the most influential artists in modern jazz including Chick Corea, Herbie Hancock, Pat Metheny, John Scofield, Bobby McFerrin and Dianne Reeves.
72	*Monday with the Masters*	On Mondays we present the special feature... Monday With The Masters on Beyond Jazz featuring an hour of the classic music by one of the masters of modern jazz. It's the music of the artist interspersed with some of their own words as they tell the stories that shed light on their legendary career. Listen Monday at Noon ET/9AM PT, with a reply Monday night at 11PM ET/8PM PT.
72	*Premier Sunday*	On Sunday evenings we present the last of our Sunday Specials by playing cuts from the newest releases of the week on a special feature we call Premier Sunday on Beyond Jazz. Cuts from the new releases begin the hour, each hour from 9 PM to Midnight. Beyond Jazz listeners want the new music and we give it to them on Premier Sunday.
73	*Jonathan Schwartz on XM*	Jonathan Schwartz, "the Dean of American Pop Standards," brings to XM his encyclopedic knowledge and 30 years of experience as an anchor personality.
74	*Friday Jook Joint*	For the first time ever a nationwide all request blues show. You say it and we play it for four solid hours. But make sure the request is a blue one.
74	*Song Cycle*	Each week, we pick one song and play as many different versions as we can find of that song that have something to do with the blues!
74	*Stone Blue*	Aaron Lee moves to the outskirts of Bluesville to spin Rockin' Blues. These ain't your mother's blues. These tunes are loud, rocking and in your face. Dave Hole, Gary Moore, Tab Benoit, Tinsley Ellis and Walter Trout are all regulars in Stone Blue. Not for the faint-hearted.

74	*The Front Porch*	If acoustic blues is your cup of tea then "The Front Porch" is for you! XM 74 plays an hour of all non-electric blues including the forefathers and foremothers, as well as the contemporary players
74	*Rack of Blues*	A countdown of our weekly "Picks to Click." The newest blues platters from number 15 to number 1, in order and uninterrupted.

DANCE

Channel #	Show Title	Show Description
81	*BPM*	Hop aboard the BPM party plane as the resident BPM DJs help you dance across America. Every week, we touch down in a different city from New York to San Francisco. Just remember, there are no rules on Air 81. Junior's World with BPM resident DJ Junior Vasquez Join legendary new York DJ Junior Vasquez as he takes you on a trip around the world of dance music. Junior's World - - only on XM81 BPM. Saturday nights 11p east, 8 west. Matt Darey presents nocturnal. Saturday nights 8p east, 5 west. Join international superstar DJ Matt Darey from London England as he takes you on a journey into the future.
	Louie Vega	Grammy award winner in 2006. New York legend packs them in at his weekly residency Roots. Live recording, crowd cheers. Plays to house loving crowds worldwide. Aside from his production work, Vega dedicates two-thirds of every year to a rigorous DJ schedule, which finds him playing to thousands of people around the globe, in clubs from Mykonos to Johannesburg.
	Carl Cox	So much has been said about one of the greatest DJs in the world. Carl Cox has excelled as a producer, artist, remixer, radio DJ, businessman, and ambassador for dance music. In the UK he is a full-blown 'Pop Star.' As anyone who has met him will attest, Carl Cox is the living embodiment of the perfect gentlemen, the DJ diplomat and progressive music pioneer. Launching late Oct., Fridays 9:00pm ET
	John Digweed	While lesser DJs bow to the whims of clubland fad and fashion, Digweed continues to stand as a reliable, steadfast pillar of dance floor excellence. His resume of accomplishments makes his protégés swoon and his contemporaries nervous. He was the first U.K. DJ (with Sasha) to hold a club residency in the U.S. He's consistently voted one of the top 10 international DJs in prestigious club culture publications such as DJ Magazine and Muzik.

Pete Tong	Britain's best-loved dance DJ. He doesn't need an award to prove his popularity and he won't act cool to keep his credibility. The host of Radio 1's ground-breaking Essential Mix show for a staggering eight years, he works within the mainstream, but is respected by the underground. "The Essential Mix" is now the most listened to radio show on the internet attracting a global audience of over 12 million.

LATIN

Channel #	Show Title	Show Description
90	*Reggaeton Channel*	This channel can only be found on XM. The only place you will hear Daddy Yankee, Ivy Queen, Tego Claderon, Luny Tunes, Aventura, Hector El Father. Discover all the new Reggaeton songs first on XM.
92	*Exclusive Regional Mexican Music Channel*	Ramon Ayala, Los Tigres Del Norte, Vicente Fernandez, Jenni Rivera, and all of the regional Mexican artists exclusively on XM.
94	*Caliente XM 94*	Salsa, Salsa, Salsa with a splash of Merengue and Bachata too! Today's Salsa to the best classic Salsa.

WORLD

Channel #	Show Title	Show Description
101	*Jamaica Talkin'*	Reports directly from the Island, Dennis Howard brings you the complete info on what's hot this minute in the Jamaican music scene.
101	*Dubwise*	Every night your Joint host and Reggae scholar Dermot Hussey delves into the history of one of reggae's most popular styles. Dub music is still enormously popular, remixing classic Reggae tracks without the lyrics. Get wise to Dubwise on The Joint.
101	*Dancehall Daze*	Most of the XM Nation knows the biggest names in Jamaican Dancehall music – Sean Paul, Beenie Man, etc. But there's far more where that came from – get your free-style on nightly and get on the floor, inside The Joint.

CLASSICAL

Channel #	Show Title	Show Description
110	*Steinway's Black and White Blockbusters*	A weekly 2-hour journey into the world of piano music – hear legendary pianists and up and coming superstars perform the finest piano music ever written.
110	*XM in Concert*	XM brings the majesty of the concert hall directly to you, no tickets required. XM is a nationwide home for the likes of American powerhouses: the New York Philharmonic, the Seattle Symphony Orchestra, and the Detroit Symphony Orchestra; and XM spans the globe for the finest orchestras in the world, like the Vienna and Israel Philharmonics. It's all on XM 110.
110	*Gramophone Editor's Choice*	Want to know what's new in Classical? Every month XM Classics' Martin Goldsmith and Paul Bachmann are joined by the Editor-in-Chief of Gramophone Magazine, James Jolly, for an in-depth examination of the best of the best in new classical CD's: the Top Ten "Editor's Choices."
112	*Opera Stage*	VOX 112 presents the best opera performances from around the world with operas from Covent Garden, the Vienna State Opera, the Bolshoi, Bologna, Bavaria and Carnegie Hall in New York - and in the 2006-2007 season for the first time, the entire Ring Cycle of Wagner recorded live at the 2006 Bayreuth festival. Opera Stage always features the finest singers of today performing in the same opera houses that have made Opera what it is for centuries.
112	*The Big Ticket*	It's your daily ticket to bring the Opera to wherever your XM is – VOX's Robert Aubry Davis has one of the largest opera collections in radio history available to the XM Nation, and features daily performances of operas that go well beyond "the top 25." Even if you're a long-time opera fan, you'll find – sometimes familiar and sublime, and sometimes brand new to you – something to love on the Big Ticket.

112	*Voices of the Night*	Far from only being a home of the Opera, VOX also features the finest variety of Classical Vocal Music across a wide spectrum. For example, Voices of the Night features the most beautiful choral singing on XM every night. VOX also features art songs, lieder, spirituals . . . simply a celebration of the instrument that is the human voice.
113	*Pops LP*	Even though XM Pops specializes in Classical's Greatest Hits, sometimes it's nice to sit back, relax, and enjoy a complete masterpiece. Enter Pops LP. The Long Play brings you classical music's best known works, presented in their entirety in XM Pops' signature XM HD Surround Sound, complete with a brief introduction by XM's Paul Bachmann.
113	*Boundaries*	The nation's first show dedicated to what some call "Classical Crossover" music, XM considers Boundaries to be more like "Classical with a twist." A twist of what? You decide – you'll hear anything from Andrea Bocelli to Il Divo, from Bond to Klazz Bros. and Cuba Percussion, to Barbra Streisand and Aretha Franklin singing opera. It's always interesting, and always redefines the boundaries of what's classical.

XM KIDS

Channel #	Show Title	Show Description
116	*HiJinxInc*	Now under new management, HiJinxInc is open for business! Weekends on XMKiDS Saturdays from 2-4PM ET/11AM-1PM PT and Sundays at 5PM ET/2PM PT. We manufacture fun at HiJinxInc -- where the future is tomorrow!
116	*The XMK Animal Farm*	Funny thing about Kenny. He was the last to see what everyone around him knew all along: he was born to do children's broadcasting. In college, when he was looking for sane, respectable work, his roommate sent him to audition for the clown/co-host role on a children's TV show. "You'll be perfect for this," he said. Kenny got the job. Still an undergraduate with serious acting aspirations, Kenny landed a role in a movie for adults called "Cry-Baby." Coincidence? We don't think so.

COMEDY

Channel #	Show Title	Show Description
151	*Stand Up and Sit Down*	Sit down interviews and stand up routines with today's biggest names like Bill Cosby, Robert Schimmel, Mitch Hedberg, John Pinette, Brian Regan and many more.
151	*New Comic on the Block*	Presenting uninterrupted and uncensored concerts by today's hot new up and coming comics.
151	*Exclusive Concerts*	Recorded for XM Comedy only at some of Comedy's hottest clubs. Including the DC Improv, Atlanta's Punchline, Rascals clubs and many, many more.
151	*Chickenman*	Chickenman He's Everywhere! He's Everywhere! The caped crusader, winged warrior, and day time shoe salesman better known as Benton Harbor fights "EEEVILLL" in this classic 60s radio series every day on Laugh USA 151. Join our superhero and his secretary Miss Hellfinger as they bring justice (and fun for the whole family) to XM.
151	*Comedy Pinata*	A weekly program featuring a different special every week like world premiers of new standup CDs, uninterrupted presentations of classic comedy albums from artists like Bob Newhart and Shelly Berman, and special salutes like "The Rednecks of Comedy" and "Laugh USA's funniest females." Interview specials with Jim Gaffigan, Brian Regan, Bill Cosby and many more.

EXHIBIT 9

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The Airwaves, They Are A-Changin'

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Bob Dylan Signs With XM Satellite Radio to Host a Weekly Show

By Paul Farhi
Washington Post Staff Writer
Wednesday, December 14, 2005; A01

Bob Dylan -- singer, songwriter, former counterculture figure and voice of a generation -- has added another line to his rsum: radio DJ.

The enigmatic troubadour has signed on to host a weekly show on XM Satellite Radio, the D.C.-based pay-radio provider. Dylan will select the music, offer commentary, interview guests and answer e-mail from listeners during the one-hour program, which will start in March, XM said yesterday.

Dylan's hiring is not just a coup for XM, which is in a fierce battle for new subscribers with Sirius Satellite Radio, but also another score for satellite radio over conventional broadcasting.

XM and Sirius have been wooing big names and making high-priced sports deals to differentiate their offerings from terrestrial radio, and from each other. Sirius is counting on shock jock Howard Stern, who will move to the service Jan. 9, to help it close the subscriber gap with XM, which boasts more than 5 million customers to Sirius's 2 million.

XM's chief programmer, Lee Abrams, said his company talked with Dylan's management for about two years about the Grammy-winning artist becoming a host. XM declined to say what Dylan would be paid for the multiyear agreement. Howard Stern signed a $500 million, five-year contract with Sirius.

Abrams said that Dylan was attracted by the promise of a national audience, a commercial-free program and "total creative freedom" to air whatever he likes. Dylan also will broadcast from wherever he wants.

"This will be a peek inside the mind of one of the most important songwriters and poets of the 20th century," Abrams said. "He's a mystery to most people."

Once an almost reclusive figure, Dylan, 64, lately has attained about as much exposure as an Olsen twin. This year he gave his first TV interview in 19 years on "60 Minutes," and was the subject of a Martin Scorsese-directed documentary series on PBS in September. His memoir "Chronicles, Vol. 1" spent 19 weeks on the New York Times bestseller list last year.

He also appeared in, and provided the musical soundtrack for, a Victoria's Secret TV commercial last year. The women's undergarment chain, in turn, sold one of his promo CDs, "Lovesick," in its stores.

For Dylan, the XM deal might represent a way to reach younger music fans and stay "relevant" with those who have followed him for decades, said Tom Taylor, editor of the industry newsletter Inside Radio. "Great artists want to stay in front of their fans and want to be discovered by new generations," he said. "They don't need the money or the other things, but they do want to keep their hand in and stay current."

Dylan, who performs as many as 100 dates a year, is easily the biggest musical name to host his own radio program. Steve Van Zandt, of Bruce Springsteen's E Street Band, hosts a weekly two-hour show, "Little Steven's Underground Garage," that's syndicated to stations across the country (including WARW-FM locally). And XM previously signed programming deals with Tom Petty, Snoop Dogg and Quincy Jones.

Taylor said Dylan has a loyal following but has "never been a huge seller. He's a tastemaker, someone other artists watch." As such, his

XM-LOGAN EX. 9

hiring "is a niche for XM. It's prestige."

Taylor added: "It's for the older baby-boomer subscriber. A lot of the early adopters [of satellite radio] are baby boomers. This will put an additional name on the marquee. It's an additional reason to subscribe."

XM and Sirius essentially are battling for the same pool of potential customers -- those who like radio enough to pay about $13 per month and, in many cases, buy a new radio (for about $50) for scores of channels, which are mostly music and mostly commercial-free. Although XM and Sirius have been growing -- each expects to add hundreds of thousands of subscribers this holiday season -- both have recorded heavy start-up losses. Neither has made a profit since the companies first sold their stock to the public in 1994 and 1999, respectively.

Taylor compares the signings of such big-name talent as Stern and Dylan to the rivalry between the old American Football League and the NFL, which fought each other for the best players in the 1960s. The signings make for great publicity, he said, but in the long run, that might not be enough to sustain both.

"Just like in football," he said, "at some point, do you have a merger and have one satellite service instead of two? Some people think that's eventually what's going to happen."

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XM serves up a Bobathon

By DAVID HINCKLEY
DAILY NEWS STAFF WRITER
Monday, October 9th, 2006

It's still unclear where satellite radio will finally find its foothold in the avalanche of music and audio programming available these days.

But both XM and Sirius offer some superb programs that won't be heard anywhere on terrestrial radio, and XM will wisely spotlight one of those Wednesday.

To mark the 24th episode of **Bob Dylan**'s "Theme Time Radio Hour," XM will run all 24 shows consecutively from midnight to midnight on Ch. 15.

The 24th episode, with the theme of "Time," will also be heard in its regular 10 a.m. Wednesday debut spot on Ch. 40.

"Theme Time Radio Hour" conjures the kind of radio shows Dylan has said he listened to while he was growing up in northern Minnesota - strange and wonderful music from distant places, painting vivid scenes of unexplored worlds.

Dylan talks between records, offering anecdotes about the songs and characters like **Andre Williams**, Howlin' Wolf and the Louvin Brothers who sang them.

The show has a lot of humor, mostly served dry and never at the expense of the music. It's clearly not a joke to Dylan, for instance, that a statue of Western swing pioneer Bob Wills was vandalized.

The music, it's true, may not be for everyone. While Dylan spins a few hits like **Van Morrison**'s "Brown-Eyed Girl," he mostly throws curveballs and changeups.

He plays the unexpected because that's the territory he's always roamed - but also because he's challenging the listener.

You may not have heard of The Rev. J.M. Gates or Charlie Patton or Wynonie Harris or even Hank Snow and the Flamingos, he's saying, but you should have. The fact so few other hosts on on the radio are playing these foundation artists of American music is precisely the reason he does.

Depending on the theme, the music runs toward vintage blues, R&B and country, sprinkled with Jack Teagarden or **Prince**. So far he's played no Bob Dylan songs.

His themes have been as narrow as "coffee" or "baseball" and as wide as "drinking," "divorce," "dogs," "weather" and "maps," all with flexible borders.

His narrative doesn't give away any of the personal secrets he's always felt are none of our business, but they do confirm he's a big fan of words and the way they sound. He will recite lyrics just to savor them, or tick off synonyms for "jail."

After almost 50 years as a performer he's at ease with a microphone. Some of the material is clearly scripted - papers can at times be heard rustling - but he will also break into an unexpected laugh or exclaim something like "Holy Moley, that's good!" after particular favorites.

With Dylan reportedly signed for a year, both his fans and XM, which says "Theme Time Radio Hour" is one of its most popular shows, hope he will reup.

Whether he does or not, he's shone a light on a lot of great popular music that Americans have too often and quite inexplicably over the years tossed aside.

"Theme Time Radio Hour" reminds us how good much of that music remains. Crackling over the radio, it still opens up whole other worlds.

WFUV ESSENTIALS: To liven up pledge week, WFUV (90.7 FM) today starts to reveal the results of its listener-voted poll for "90 Essential Albums."

Winners are likely to include the likes of Dylan, **Bruce Springsteen**, Louis Armstrong and **Lucinda Williams**.

The full list will be rolled out on Friday.

R&R AWARDS: Several local stations are winners in the annual Radio & Records magazine awards:

WRKS (98.7 FM), top urban adult contemporary station.

Wendy Williams of WBLS (107.5 FM), urban AC personality.

Vinny Brown of WBLS, cowinner for urban AC program director.

WLTW (106.7 FM), top adult contemporary station.

Morgan Prue of WLTW, AC music director.

Scott Shannon and **Todd Pettengill** of WPLJ (95.5 FM), hot adult contemporary personalities.

Tony Mascaro of WPLJ, hot AC music director.

Tom Poleman, senior vice president of programming for Clear Channel New York, top programming

executive.

Paul (Cubby) Bryant, now at WKTU (103.5 FM), top-40 music director for his work at WHTZ (100.3 FM).

AROUND THE DIAL: Rob Miller, long-time program director of adult contemporary WALK (97.5 FM) on the Island, is now also programming WKTU (103.5 FM).... Former Virginia Gov. **Mark Warner** guests tomorrow morning with **Sam Greenfield** and **Armstrong Williams** on WWRL (1600 AM).... The FCC has slapped a $10,000 fine on two men it says have run a pirate station at 89.7 FM in New York, **Moises** and **Juan Cabrera**.... With the famous **Zacherle** just having turned 88, radio historian **Herb Hollander** of Queens notes it was 40 years ago that Zach hosted the music show "Disc-O-Teen" on Ch. 47.

Dylan makes 'Modern' magic at the Forum

BY GLENN WHIPP, Staff Writer
U-Entertainment

Article Last Updated:10/21/2006 02:05:55 AM PDT

Bob Dylan's Never-Ending Tour touched down in Los Angeles Friday night at the Forum and, judging from the crowd's reaction, most of the those in attendance had been listening to - and loving - Dylan's new album, "Modern Times."

Dylan played four numbers from "Modern Times" in a 16-song set that featured a typical mix of material from the 1960s and his recent artistic renaissance. Hearing the new songs performed live just weeks after the album's release gave the Friday concert a special significance to long-time fans, many of whom made the pilgrimage to Bakersfield earlier in the year to see Dylan. (Dylan will perform again tonight at the Long Beach Arena.)

Dylan recorded "Modern Times" earlier this year with his current touring band, a group that he has played with now since the spring of 2005. Dylan has called the band - which includes bassist Tony Garnier, drummer George Recile, guitarists Stu Kimball and Denny Freeman and jack-of-all trades Donnie Herron - the best band he has ever been in, "man for man."

That may strike some as hyperbole, given Dylan's prior association with the Hawks, but the current lineup made a pretty solid case Friday, continuing to evolve and tighten as a blistering performing unit. The difference in "It's Alright Ma (I'm Only Bleeding) from Bakersfield to Inglewood was pronounced, and the group handled the new songs with considerable finesse. Opening the encore with "Thunder On the Mountain" is a stroke of genius, reinvigorating the night's last leg.

Dylan celebrated his 65th birthday in May, but you'd never know it from the energy radiating off him on stage. Leading the band from the behind the keyboard, Dylan bobbed and weaved, grooved and gyrated, singing with a power and expressiveness that just continues to deepen with age. His reading of his 1963 anti-war song "John Brown" managed to be both biting and heartbreaking, a musical companion piece to Clint Eastwood's just-released "Flags of Our Fathers."

Both "John Brown" and "Flags" focus on breaking down war-related mythology. Dylan, however, only continues to add to his own legend - but here's the rub. Everything Dylan does these days - performing, recording, writing, working as a DJ on his wonderfully entertaining "Theme Time Radio Hour" on XM Radio - is rooted in an excellence that you can feel with every fiber of your being. No tall tales here. (Well, maybe in "Chronicles," but that was part of the fun.) For Dylan, modern times have never been better.

Glenn Whipp, (818) 713-3672 glenn.whipp@dailynews.com

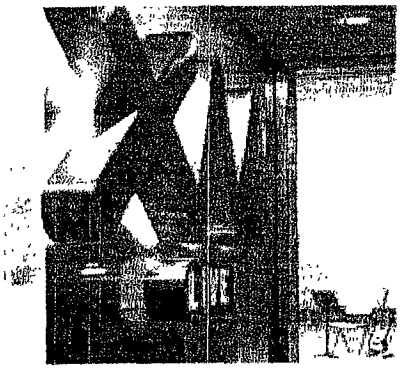
EXHIBIT 10

Artist Confidential - Broadcast Schedule to Date

Show Number	Artist	Original Premiere Air Date
1	Bonnie Raitt	9/12/2004
2	Bob Weir	9/26/2004
3	Rush	10/10/2004
4	Don Henley	10/24/2004
5	Emmy Lou Harris	11/14/2004
6	Arif Mardin (Perf. By Raul Midon)	11/28/2004
7	Neil Sedaka	12/12/2004
8	Bruce Hornsby	12/26/2004
9	Ani DiFranco	1/17/2005
10	Lenny Kravitz	2/7/2005
11	Al Jarreau	2/14/2005
12	Wynton Marsalis	2/21/2005
13	Lamont Dozier	2/28/2005
14	Phil Collins	3/7/2005
15	Judy Collins	3/21/2005
16	Randy Newman	4/4/2005
17	Brian Wilson	4/18/2005
18	George Winston	5/9/2005
19	Robert Plant	5/23/2005
20	Coldplay	6/13/2005
21	Hall & Oates	6/27/2005
22	Willie Nelson	7/11/2005
23	Loggins & Messina	7/25/2005
24	Def Leppard	10/3/2005
25	Tori Amos	10/17/2005
26	Herbie Hancock	11/7/2005
27	Clint Black	11/21/2005
28	Paul McCartney	11/21/2005
29	Santana	12/5/2005
30	Mannheim Steamroller	12/19/2005
31	Cyndi Lauper	1/16/2006
32	Rosanne Cash	1/23/2006
33	Tracy Chapman	2/6/2006
34	Odetta	2/20/2006
35	Joan Baez	3/6/2006
36	Andrea Bocelli	4/17/2006
37	Trey Anastasio	5/1/2006
38	Alan Parsons (5 1 Surround)	5/15/2006
39	David Gilmour	6/5/2006
40	Dixie Chicks	6/19/2006
41	Doobie Brothers	7/3/2006
42	INXS	7/24/2006
43	Pretenders	8/7/2006
44	Stephen Stills	8/14/2006
45	Pink	Aug-06
46	Gamble & Huff	Aug-06
47	Amy Grant	Aug-06
48	Ludacris	9/15/2006
49	Sting	10/9/2006
50	Chicago	Aug-06

EXHIBIT 11

ARTIST CONFIDENTIAL™



Artist Confidential™
Music & Conversation... Up Close & Personal

Spotlighting one artist per episode, XM's George Taylor Morris sits down with music's most fascinating personalities for revealing and candid one-on-one interviews. This intimate conversational forum unfolds before an audience of fans and friends in XM's Performance Theater.

In addition to hearing music legends offer insights into their life, art, and the creative process, listeners experience XM-exclusive musical performances that are part of every episode. From Rush sharing an adventurous personal journey to Neil Sedaka recounting the dawn of rock 'n' roll first-hand, many unheard tales are told.

About the Host
George Taylor Morris is one of the most passionate and experienced music interviewers on the planet with vast experience and a deep and personal understanding of how musicians think. When Artist Confidential™ was launched, there was little doubt that George Taylor Morris simply had to be the host. His casual but studied manner literally defines the show, and his rapport with artists is beyond reproach as artists from Coldplay to McCartney have commented on the positive experience of XM's Artist Confidential™. Whether it's Wynton Marsalis or Def Leppard, George Taylor Morris has the knowledge and vibe to engage the artists and audience that make Artist Confidential™ a premiere XM presentation.

Sting

Monday, October 16 at Noon ET

This autumn Sting ventures into new musical territory...and by "new" we mean old music.... The new album, Songs from the *Labyrinth*, features the music of the Elizabethan songwriter, John Dowland (1563-1626). Sting is joined on this recording by acclaimed lutenist Edin Karamazov, in what Sting describes as 'a soundtrack to Dowland's life in words and music'. Songs from this remarkable CD will be performed live in a rare performance at XM's Artist Confidential, featuring an interview with XM's Paul Bachmann and questions from the fans, from the stunning Allen Room at Jazz at Lincoln Center in New York. Plus, you'll hear some classic songs like "Fields of Gold," "Message In A Bottle," & a special Blues song by Robert Johnson. Another unique presentation of the XM Exclusive Music series!

Mon, Oct. 16 at Noon ET & 9PM ET — XM Pops - XM 113

XM Exclusive Music Series:

- Artist Confidential™
- Then...Again...Live!™
- Artist 2 Artist
- The Complete Series
- Classical Confidential
- Offstage
- Theme Time Radio Hour with Your Host Bob Dylan
- Tom Petty's Buried Treasure
- Welcome to da Chuuch with Big Snoop Dogg
- Disturbing Tha Peace Presents Ludacris' Open Mic
- Dunk Rider Radio with Trick Daddy

Network Live Series:

- Mainstage
- SRO

Artist Confidential is brought to you by Lexus and the new LS Unprecedented.

XM- LOGAN EX. 11

Weds, Oct. 18 at 10:30 PM ET	Vox - XM 112
Thurs, Oct. 19 at 8PM ET	Fine Tuning - XM 76
Fri, Oct. 20 at 6PM ET	HEAR Music - XM 75
Sat, Oct. 21 at 3PM ET	Fine Tuning - XM 76
Sat, Oct. 21 at 6PM ET	XM Pops - XM 113
Sat, Oct. 21 at 10:30 PM ET	Vox - XM 112
Sun, Oct. 22 at 10:30 PM ET	XM Pops - XM 113

Ludacris **Thursday, October 26 at 7PM ET**

Artist Confidential goes Hip Hop and it's insane. XM's Mz. Kitti takes the stage for an hour of intense and crazed dialogue with Ludacris crankin out live songs and interacting with the XM Performance Theatre mob. This ain't a normal Artist Confidential.

Thurs, Oct. 26 at 7PM ET	RAW - XM 66
Fri, Oct. 27 at 8AM ET	RAW - XM 66
Sat, Oct. 28 at Noon ET, 6PM ET, & 10PM ET	RAW - XM 66
Mon, Oct. 30 at 11AM ET	RAW - XM 66

New Albums:

Released Aug. 29th	*Disturbing tha Peace*
Released Sept. 26th	*Release Therapy*

XM Artist Confidential, Vol. 1

XM Artist Confidential, Vol. 1 showcases performances by top artists recorded solely for XM's original music series, Artist Confidential. Produced by XM Satellite Radio exclusively for Starbucks Hear Music, XM Artist Confidential, Vol. 1 includes live renditions of songs by Coldplay, Willie Nelson, Tori Amos, Robert Plant and many others.

Past Performances:

Chicago **Monday, October 2 at 10PM ET**

They've been together for 40 years...and it shows. XM's Artist Confidential, live from the XM Performance theater--Chicago. What does 25 or 6 to 4 really mean? They'll tell us...and play the song along with other songs, new and old...and stories from the Rock n Roll trenches. CHICAGO...Artist Confidential. 40 years of musical magic...in one hour of radio magic.

Mon, Oct. 2 at 10PM ET	The Blend - XM 25
Tues, Oct. 3 at 10PM ET	70's - XM 7
Weds, Oct. 4 at 7PM ET	The Blend - XM 25

Amy Grant **Monday, September 25 at 7PM ET**

She's done it all and you will hear about it as Amy Grant talks and plays for the XM Nation in the latest installment of Artist Confidential. Plus, you'll hear songs from her new album, *Time Again...Amy Grant Live*, before it hits stores Wednesday, September 26th. She's so much more than Country...or Pop...She's Amy Grant and she tells it and plays it like it is on XM's Artist Confidential.

Mon, Sept. 25 at 7PM ET	The Message - XM 32
Weds, Sept. 27 at Noon ET	The Message - XM 32
Fri, Sept. 29 at 7PM ET	The Message - XM 32
Sat, Sept. 30 at 3PM ET	The Message - XM 32
Sun, Oct. 1 at 11AM ET	The Blend - XM 25

Pink **Monday, September 4 at 10PM ET**

Pink invades the XM Performance Theater with her band and brash outlook on music, politics and life. Never one to hold back, Pink engages the full house with heartfelt stories, insights and songs that deliver a rollercoaster ride of emotion and soul.

Mon, Sept. 4 at 10PM ET	XM Hitlist - XM 30
Sat, Sept. 9 at 4PM ET	XM Hitlist - XM 30
Sun, Sept. 10 at 11AM ET	XM Hitlist - XM 30

Stephen Stills

Stephen Stills takes time off to bring his band into the XM Performance Theater for a stunning Artist Confidential where he tells stories about his long fabled career and plans for the future. Another SRO crown of fans interacts with Stephen before he launches into another CS&N tour and New solo album.

The Loft - XM 50	The 70's - XM 7
Deep Tracks - XM 40	XM Café - XM 45

Pretenders

Recorded in an intimate performance at the Irving Plaza Club in New York City, The Pretenders are as outrageous and straight shooting as ever. The no B.S. edge permeates the band and the audience as they rocket through a hard core set with not shortage of potent commentary and straight forward for the audience.

Deep Tracks - XM 40	Fred - XM 44

INXS

As eclectic as ever, in front of a full house in the XM Performance Theater, listen as the past and future music

of this pop alternative supergroup perform classic hits and new music. Armed with a new singer, INXS delivers a powerful hour of interactive radio magic.

The 80s - XM 8 Flight 26 - 26

Fred - XM 44

Doobie Brothers

The Doobie Brothers Roll through their hits and history with stunning harmonies in front of an electric audience. Hear an exclusive performance and interview that tells the 38 year old story of these legendary artists. From the late 60's to today, their music continues to be part of a part of the American soundtrack.

Top Tracks - XM 46 The 70s - XM 7

The Loft - XM 50 Deep Tracks - XM 40

The Blend - XM 25

Dixie Chicks

The Dixie Chicks gather in XM's Studio A in Frederick P. Rose Hall, Home of Jazz at Lincoln Center for an unedited and uncensored hour of dialogue with George Taylor Morris and 100 fans from around the Country. Performing acoustically between the fascinating Q&A, Artist Confidential once again delivers a rare and intimate peek behind the curtain of these icons of popular Music.

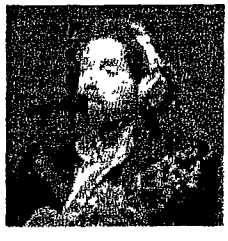
US Country - XM 17 Highway 16 - XM 16

David Gilmour

David Gilmour helps unravel his history, present and future in an Artist Confidential recorded at Sony's legendary West Side studios. Accompanied by Phil Manzanera of Roxy Music fame, David plays selections from his newest work, as well as, engages in conversation with fans from around the World who showed up for this remarkable event.

Deep Tracks - XM 40 Fine Tuning - XM 76

XM Café - XM 45 The Loft - XM 50



Alan Parsons (5.1)

Recorded in brilliant 5.1 Surround Sound, Alan Parsons and his band perform a series of songs in stunning cinematic sound, as Alan walks us through his career with The Beatles, Pink Floyd, The Alan Parsons Project and his current endeavors. An audio tour de force with a true master of sound.

The 70s - XM 7 Deep Tracks - XM 40

Fine Tuning - XM 76

Trey Anastasio

After over 20 years with Phish, Trey Anastasio tries the solo life and tells all in this installment of Artist Confidential. Armed with his array of guitars, Trey performs songs from Phish & plays new songs from his solo album. He also tells us about his future works. The audience of fans came from all over the Country to be one on one with this remarkably gifted and honest artist.

XM Café - XM 45 The Loft - XM 50

Deep Tracks - XM 40

Paul McCartney

The Paul McCartney Artist Confidential from XM's Performance Theater is a defining moment in radio. Paul talks through his career and future with a focus on his American tour and current release "Chaos and Creation in the Backyard". Musically, Paul demonstrates songwriting techniques, performs selections from his current CD, and even invites members of the audience to join him in a song. An incredibly powerful and positive look into the life and music of this timeless musical and cultural icon.

The 60s - XM 6 Deep Tracks - XM 40

The Loft - XM 50 The 70s - XM 7

Watch the XM Artist Confidential TV spot featuring Paul McCartney (0:30)

Low (56k) | High (300k)

Andrea Bocelli

Andrea Bocelli is one of the best-known singers in the world. Internationally, his classical and pop albums have sold over 50 million copies - and most recently, billions saw him perform during the Closing Ceremonies of the Olympic Games in Torino, Italy. His latest CD, Amore, spent weeks in the top 10 along side Rock, Pop, R&B and Rap's biggest stars - an album that features appearances by Christina Aguilera, Stevie Wonder and Kenny G. Bocelli performed Live from The Allen Room, Home of Jazz at Lincoln Center.

XM Pops - XM 113 Vox - XM 112

Fine Tuning - XM 76 Hear Music - XM 75

Santana

For almost forty years, Carlos Santana has been shaping musical culture with his fluid, visionary sound. Now he's live from New York in XM's Studio A in Frederick P. Rose

Hall, Home of Jazz at Lincoln Center, engaging XM listeners with a stunning performance and intimate dialogue on music and life.

Deep Tracks - XM 40 The 70s - XM 7

XM Café - XM 45 Hear Music - XM 75

Joan Baez

In an enchanting edition of XM's Artist Confidential, folksinger/activist Joan Baez reveals to host George Taylor Morris where her passion for peace comes from, how she picks both her causes and her songbook, and her thoughts about many of her contemporaries, including Bob Dylan.

The Village - XM 15 Deep Tracks - XM 40

The Loft - XM 50

Odetta

Associate of Dr. Martin Luther King, confidant to Bob Dylan, and one of the most important artists of the 20th Century, Odetta talks candidly about a wide range of topics from Spirituals to Folk Music to human rights, along with a powerful performance that defines the audio magic of XM's Artist Confidential.

The Village - XM 15 Spirit - XM 33

Fine Tuning - XM 76

Tracy Chapman

Tracy Chapman talks through her with career with George Taylor Morris, performing a wide range of songs. Armed with her band, Tracy discusses every aspect of her life as a musician, from the early days into the future.

XM Café - XM 45 The Loft - XM 50

Hear Music - XM 75

Rosanne Cash

With 11 #1 Singles and a rich history that blends country and pop, Rosanne Cash sits with George Taylor Morris and a full house of fans in the XM Performance Theater to perform and talk about her life, career and her newest CD, "Black Cadillac". Rarely does a performer balance a heritage and a future so effectively in this remarkable edition of Artist Confidential.

The Village - XM 15 The Loft - XM 50

America - XM 10

Cyndi Lauper

Cyndi Lauper brings her uninhibited personality to the XM performance theater soundstage. She tells all and performs a wide range of her hits with a full band. Never short on insights about every imaginable topic, Cyndi is funny, engaging and her voice rings as clear as ever in this wild installment of Artist Confidential.

The 80s - XM 8 | The Loft - XM 50

Blend - XM 25

Mannheim Steamroller

XM's Artist Confidential™ Christmas Edition features an hour with one of the true pioneers in contemporary music, Chip Davis and Mannheim Steamroller. Armed with swirling synths and a bevy of unique acoustic instruments, the band performs a tour de force of Christmas music and compelling conversation about music, life and the quest for sound.

XM Live - XM 200 | Fine Tuning - XM 76

Blend - XM 25 | Holly - XM 103

Clint Black

Clint Black and his full band rock the house with an exclusive mix of hilarious road stories, ballads and barnburners.

XM Live - XM 200 | America - XM 10

Highway 16 - XM 16 | Nashville - XM 11

Herbie Hancock

He's a true master, timeless and talented. Herbie Hancock demonstrates the art of composing and helps define the meaning of jazz on this episode of Artist Confidential™. Sitting at the Steinway, Herbie walks through his latest CD and a fresh, personal perspective on the history of music.

XM Live - XM 200 | Real Jazz - XM 70

Beyond Jazz - XM 72 | Watercolors - XM 71

Tori Amos

Heartfelt, mystical, powerful and personal. Tori Amos' uses soulful insights and her piano magic to reveal stories about her life and music.

XM Live - XM 200 | The Loft - XM 50

XM Café - XM 45 | Fine Tuning - XM 76

Lenny Kravitz

An engaging and musically free Lenny Kravitz performs a wide range of his material and answers every imaginable question thrown to him from a passionate audience of fans from across the USA. An XM Xclusive!

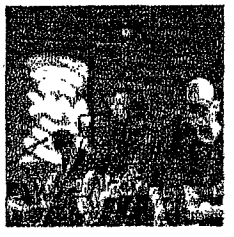
XM Live - XM 200 | The 90s - XM 9

Ethel - XM 47 | Lucy - XM 54

Phil Collins

Phil Collins brings a nine piece band to perform both solo and early Genesis pieces with remarkable sonic quality and magic. Plus, Phil talks candidly about everything from his relationships with other artists to backstage gossip. A rare peek at the music and genius of Phil Collins, exclusively on XM's "Artist Confidential."

XM Live - XM 200



Coldplay

In a cerebral and often hilarious hour, Coldplay performs old and new songs acoustically as a rabid audience of fans interacts on every imaginable level while the band spins tales of music, magic and life. An uncensored and unbridled hour with Coldplay.

The Loft

Bonnie Raitt

Bonnie Raitt brings stories and music from her legendary career to Artist Confidential. From the early days to her latest works, Bonnie walks through the good times and bad with an intimate performance that touches rock, the blues and beyond.

XM Live - XM 200

Willie Nelson

An American Original. A Cultural Icon. Backed by his long time band as well as his two inspired sons, Willie Nelson graces The XM Performance Theater with a remarkable set of songs, along with passionate discussion on his past, present, and future, for an Artist Confidential that is as amazing as they come.

XM Live - XM 200 America - XM 10

Hank's Place - XM 13

Robert Plant

Robert Plant's timeless magic is alive on this extraordinary edition of Artist Confidential. Armed with his new band, Robert performs selections from his new CD, *Mighty Re-arranger*, in front of rabid fans at the XM Performance Theater for a memorable hour of brilliance.

XM Live - XM 200 Deep Tracks - XM 40

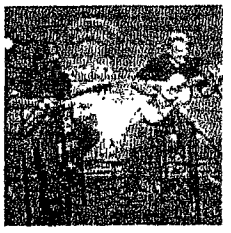
The 80s - XM 8 Boneyard - XM 41

Hall & Oates

Hall & Oates we're the #1 singles band of the 80s and they are still delivering the goods! Hear Hall & Oates walk through their R&B fueled career from the streets of Philly to their stunning new album. The boys interact with their fans and perform their hits along with killer renditions of soul classics on this magical edition of Artist Confidential.

XM Live - XM 200 The 70s - XM 7

The 80s - XM 8 The Blend - XM 25



Rush

Geddy Lee and Alex Lifeson of Rush sit down with host George Taylor Morris for this engaging episode of "Artist Confidential." Hear about the band's career, family life, and what they're up to now.

XM Live - XM 200

Al Jarreau

Al Jarreau scats and sings through a charged hour of pure musical magic, working the crowd and talking about whatever's on his mind! Part of the XM Exclusive Music Series!

XM Live - XM 200 Watercolors - XM 71

The Groove - XM 64 Real Jazz - XM 70

Wynton Marsalis

Wynton Marsalis and his band walk through the history of jazz, demonstrating each era with the unearthly finesse and precision that defines the genre.

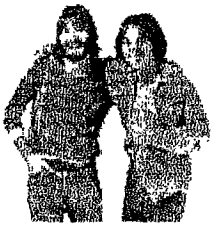
XM Live - XM 200 Beyond Jazz - XM 72

Fine Tuning - XM 76 Real Jazz - XM 70

Lamont Dozier

The internationally acclaimed, Grammy-award winning music master, Lamont Dozier, has indelibly impacted pop music for four decades... and now he shares his stories with the XM Nation!

XM Live - XM 200 | Soul Street - XM 60
The 60s - XM 6 | The Groove - XM 64



Loggins & Messina

After decades apart, Loggins and Messina reunite for a magical hour of their pop classics married with a frank discussion of their roots, their split, their reformation and their future. An audience of long time fans interact with the a passionate Q and A in one of the most compelling Artist Confidentials to date.

XM Live - XM 200 | The 70s - XM 7
Deep Tracks - XM 40 | The Loft - XM 50

Judy Collins

Judy Collins walks through her career with an amazing array of live performances and comments about her personal and musical life. From her early era with Leonard Cohen through the Crosby Stills and Nash Years to her current renaissance as a brilliant vocalist and performer, Judy covers it all in this XM Exclusive event!

XM Live - XM 200 | The Village - XM 15
On Broadway - XM 28 | Fine Tuning - XM 76

George Winston

From a New Orleans fueled piano player, to a master of the harmonica and beyond, George Winston defies category. In this episode of Artist Confidential, George opens the book on his history and future, displaying his incredible versatility and mastery of instruments and styles.

XM Live - XM 200 | Fine Tuning - XM 76
Audiovisions - XM 77 | Village - XM 15

Randy Newman

Soundtrack genius, hit maker and all around great guy, Randy Newman has a blast interacting with host George Taylor Morris and a theater full of hard core fans. Get Randy's thoughts about the Music Business, songwriting, and life as he sees it, in this installment of XM's original show, Artist Confidential.

XM Live - XM 200 | Cinemagic - XM 27

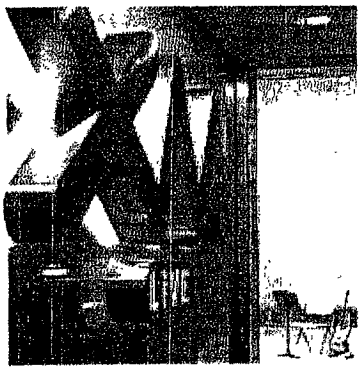
Deep Tracks - XM 40 The Loft - XM 50

Def Leppard

Live and stronger than ever, Def Leppard grace The XM Performance Theater with a pow

EXHIBIT 12

THEN...AGAIN...LIVE!™



XM Exclusive Music Series:

- **Artist Confidential™**
- Then...Again...Live!™
- Artist 2 Artist
- The Complete Series
- Classical Confidential
- Offstage
- Theme Time Radio Hour with Your Host Bob Dylan
- Tom Petty's Buried Treasure
- Welcome to da Chuuch with Big Snoop Dogg
- Disturbing Tha Peace Presents Ludacris' Open Mic
- Dunk Rider Radio with Trick Daddy

Network Live Series:

- Mainstage
- SRO

Then...Again...Live!™
Music to your ears

Imagine taking one of the most classic albums of all time, and asking the original artist to reinterpret it LIVE — in sequence, before an audience of fans — from today's vantage point, and with the benefit of 21st century technology...

Well, XM dreamed it — and did it! — with stunning recreations of albums that are musical touchstones to entire generations of fans including **Jethro Tull's** *Aqualung*, **Lynyrd Skynyrd's** *Pronounced Leh'-Nerd Skin'-Nerd*, and **REO Speedwagon's** *Hi Infidelity*. Each XM presentation of an historic reliving of a legendary album is intercut with the artist's personal observations on their landmark work.

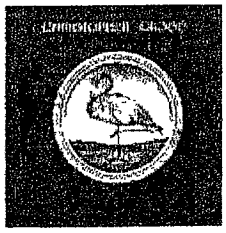
Jethro Tull's *Aqualung*

Monday, September 18 at Noon ET

Jethro Tull's masterpiece, and one of rock's most cerebral and passionate concept albums ever, gets updated in this live album remake, recorded exclusively in the XM Performance Theater.

Mon, Sept. 18 at Noon ET	Fine Tuning - XM 76
Wed, Sept. 20 at 9AM ET	Deep Tracks - XM 40
Thurs, Sept. 21 at 8PM ET	Fine Tuning - XM 76
Fri, Sept. 22 at 2PM ET	Deep Tracks - XM 40
Sat, Sept. 23 at 3PM ET	Fine Tuning - XM 76

Past Performances:



Christopher Cross - *Christopher Cross*

26 years ago, Christopher Cross created one of the most popular debut albums in history. Laced with superb craftmanship and memorable melodies, the album spawned timeless classics like *Ride With The Wind* and *Sailing* Now, hear it recreated in 2006 as Christopher and his band play through the entire album, live from the

XM- LOGAN EX. 12

XM Performance Theater.

The Heart - XM 23 The 80s - XM 8

The Blend - XM 25

America - *America History: Greatest Hits*

One of the original architects of the sound of the 70's was the band America. Their tight harmonies and stellar songwriting launched a style that to this day remains a clear part of the modern American songbook. Live from XM's Performance Theater, America lays down all of their most memorable songs in the latest installment of XM's Then...Again...Live series. Before a select audience of fans, America rolled through their entire *History* Album, track by track, live. XM's exclusive Then...Again...Live series continues as the place for timeless artists to re-invent their classic albums.

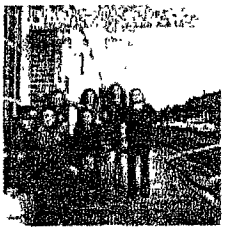
XM Live - XM 200 The 70s - XM 7

Top Tracks - XM 46 Blend- XM 25

Cheap Trick - *Live at Budokan*

Cheap Trick's multi-platinum, 1978 in concert tour de force, raised the roof at Tokyo's Budokan Arena, and set the bar for all live rock records to follow. A combustible joy ride of power pop genius and rock n' roll mastery, packed with their signature smashes. Hear it recreated live from the XM Performance Theater, in the Exclusive Then...Again...Live! Series!

XM Live - XM 200



Lynyrd Skynyrd's *Pronounced Leh-Nerd Skin-Nerd*

Experience Skynyrd's multi-platinum 1973 debut LP re-recorded over 30 years later exclusively for XM. 8 killer tracks featuring Ronnie VanZant's distinctive vocals- and yes, one of them is "Free Bird."

XM Live - XM 200 Deep Tracks - XM 40

Top Tracks - XM 46 The 70s - XM 7

Alice Cooper's *Greatest Hits* **June 2005**

The father of all shock rockers, Alice Cooper, delivers an incredible live version of his Greatest Hits album exclusively for XM. Relive the unforgettable anthems, raucous rockers and potent ballads in this seamless onslaught of hits, exclusively on XM!

XM Live - XM 200 Deep Tracks - XM 40

Top Tracks - XM 46 Boneyard - XM 41

Allman Brothers' *Eat A Peach* — July 2005

Quintessential Southern rockers, The Allman Brothers, do an updated version of their immortal '73 double-LP, *Eat A Peach*, live from the XM Performance Theater! Tune in as one of the most important American bands of the '70s remakes the album recorded as a heartfelt tribute to Duane Allman, who died during its recording.

XM Live - XM 200 | Deep Tracks - XM 40
Top Tracks - XM 46 | Fine Tuning - XM 76

Jethro Tull's *Aqualung* — August 2005

Jethro Tull's masterpiece, and one of rock's most cerebral and passionate concept albums ever, gets updated in this live album remake, recorded exclusively in the XM Performance Theater.

XM Live - XM 200 | Deep Tracks - XM 40
Top Tracks - XM 46 | Fine Tuning - XM 76

Dave Mason *Alone Together* — September 2005

Spencer Davis Group road manager and Traffic co-founder, Dave Mason remakes the musical magic of his 1970 solo debut live at the XM Performance Theater.

XM Live - XM 200 | Deep Tracks - XM 40
Top Tracks - XM 46 | The Loft - XM 50

REO Speedwagon *Hi Infidelity* — October 2005

Hi Infidelity was the soundtrack of middle America throughout the 80's and REO SPEEDWAGON performs the entire CD live on XM's "THEN...AGAIN...LIVE!" series! Before a limited audience of Superfans, you'll hear the whole album in the exact order as it was released on vinyl, cut by cut, with fresh interpretations and creative freedom. The past is alive on XM's exclusive "THEN...AGAIN...LIVE" series!

XM Live - XM 200 | The Blend - XM 25
Top Tracks - XM 46 | 80s - XM 8

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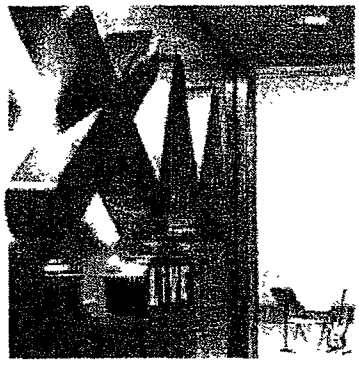
EXHIBIT 13



XM Exclusive Music Series:

- Artist Confidential™
- Then...Again...Live!™
- Artist 2 Artist
- The Complete Series
- Classical Confidential
- Offstage
- Theme Time Radio Hour with Your Host Bob Dylan
- Tom Petty's Buried Treasure
- Welcome to da Chuuch with Big Snoop Dogg
- Disturbing Tha Peace Presents Ludacris' Open Mic
- Dunk Rider Radio with Trick Daddy

Network Live Series:

- Mainstage
- SRO

Artist 2 Artist

For all, the work of musical legends is inspiring. For some, it is life-altering. Emerging stars base their dreams, aspirations-sometimes even musical styles-on their heroes. On Artist 2 Artist, XM gives these up-and-coming talents the opportunity of a lifetime: to interview their personal heroes, one-on-one. Uncensored. Unrehearsed. An intimate conversation into what turns music into art, and artists into legends.

Past Shows:

Anna Nalick & Rob Thomas

Newcomer Anna Nalick interviews her mentor Rob Thomas. One on One. No DJ's. Nothing but two artists talking about life, music and the pursuit of dreams. Recorded at an intimate setting in Ottawa Canada, This installment of Artist2Artist unravels the mysteries as only two artists talking together can do.

The Blend - XM 25 Flight 26 - XM 26

Hear Music - XM 75

Lacuna Coil & Rob Zombie

In a cool twist, hear an artist interview another artist when members of Lacuna Coil tap into the mind of Rob Zombie. Rob's seen it all - Lacuna Coil's just getting their career in the state's going. Hear what kind of advice Rob can give Lacuna Coil to help them avoid career suicide.

Squizz - XM 48

Motley Crue & Silvertide **December 2005**

Young rock band Silvertide interview the legendary Motley Crue during their recent Carnival of Sins tour and the results are a rock 'n' roll education. From sex, drugs, and rock 'n' roll to career choices, the Crue shares with Silvertide how to avoid making all the same mistakes they did, in this exclusive Artist 2 Artist session.

XM- LOGAN EX. 13

Squizz - XM 48

Dierks Bentley & George Jones **September 2005**

Recorded live in the living room of his house south of Nashville, Dierks Bentley talks candidly for more than an hour with the incomprable George Jones about his life, his music and his new release, *Hits I Missed and One I Didn't.*

America - XM 10

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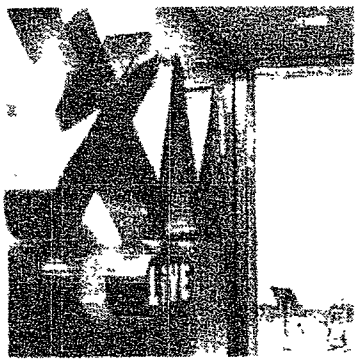
EXHIBIT 14



XM Exclusive Music Series:

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Network Live Series:

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Offstage

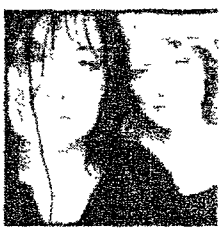
Practically every artist thinks they can program a radio station that plays the music they believe in. XM is giving them the opportunity with the introduction of Offstage. Important artists do their own shows. There are no rules. They can say or play anything. Offstage is where XM turns over the music library to the artists, and lets them do a show their way, with a different artist each month. Hear the stories, the craziness, eclectic character and the personal playlists of artists that make a difference on XM's Offstage.

DMC **Monday, October 9 at 11PM ET**

DMC is one of the architects of the Hip Hop Movement. A pioneer with extraordinary success in the Hip Hop World takes over XM. His musical selection is inspired and profoundly unexpected and he delivers an unbridled hour of radio the way He thinks it should be done

Mon, Oct. 9 at 11PM ET	Deep Tracks - XM 40
Weds, Oct. 11 at 2PM ET	Deep Tracks - XM 40
Sat, Oct. 14 at 5AM ET	Deep Tracks - XM 40

Past Shows:



Heart

Ann and Nancy Wilson (with a little help from Cameron Crowe) take time off from the road to record "offstage" from Nancy's home studio in Los Angeles. Hear their personal playlist, stories and general craziness as the girls go offstage with their own radio show. Personal, free of restrictions and rule free.

Deep Tracks - XM 40

Joe Walsh

Offstage With Joe Walsh - How Ya Doin'? What do The

XM- LOGAN EX. 14

Spinners, The NBC News Theme, Flock Of Seagulls and Kate Bush have in common? Joe Walsh. With his trusty sidekick Rick The Bass Player, Joe takes The XM Nation on a ride through his own rock 'n roll library. Which AC/DC will he play? What are his favorite James Gang and Eagles tracks? It's Offstage With Joe Walsh this week on Deep Tracks XM 40.

Deep Tracks - XM 40

Joe Elliott & Phil Collen [illegible]

XM turns over the keys to both Joe Elliott and Phil Collen to create their own radio shows. No rules. No restrictions. Both Joe and Phil pick the songs from their personal archives, tell stories, whip out instruments and do anything and everything they want, on their terms. Total creative freedom. Radio the way they think it should sound.

Boneyard - XM 41

EXHIBIT 15

NETWORK LIVE - MAINSTAGE

Network Live Series:

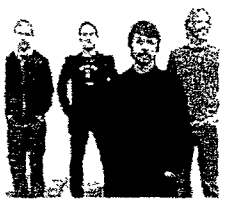
- Mainstage
- SRO

XM Exclusive Music Series:

- Artist Confidential™
- Then...Again... Live!™
- Artist 2 Artist
- The Complete Series
- Classical Confidential
- Offstage
- Theme Time Radio Hour with Your Host Bob Dylan
- Tom Petty's Buried Treasure
- Welcome to da Church with Big Snoop Dogg
- Disturbing Tha Peace Presents Ludacris Open Mic
- Dunk Rider Radio with Trick Daddy

Network LIVE's "Main Stage" brings music fans a front row seat to the hottest, multi platinum acts across all genres including Hip hop, Country, Rock and Pop -- live, up close and personal. Hear the world's top performers from the front row of sold out concerts - from arenas to the most intimate venues. Examples of Main Stage artists include Madonna live from Koko's in London, Bon Jovi from the Nokia Theater in NY(Green Day from The Wiltern in LA, and the Rolling Stones from Copacabana Beach i Rio.

Past Shows:



Mainstage: Foo Fighters

July 21, 2006 at Noon ET

Tune in to hear the Foo Fighter's play in front of 85,000 screaming fans all crammed into London's Hyde Park. Dave Grohl and company are joined by some of rocks most legendary players: Queen's Roger Taylor and Brian May join the band for a near-perfect rendition of "Tie Your Mother Down" featuring Foo drummer Taylor Hawkins pulling vocal duties. In a show that could be considered a live greatest hits, Foo Fighters crank through hits like "Best of You", "Learn to Fly", "Monkeywrench", "Times Like These" and "Everlong". Grohl reveals that the show has been the most unbelievable of their lives.

Ethel - XM 47

Mainstage: Rock in Rio

May 26, 27, June 2

Network LIVE and XM Satellite Radio invite you to the 2006 Rock in Rio concert in Lisbon, Portugal. Over 3.7 million people have attended Rock in Rio, where 240 performers have played over 470 hours of entertainment Scheduled to appear are Jamiroquai, Shakira, The Darkness, Guns N' Roses, Roger Waters, Santana and more! For more show information head to

XM Live - XM 200

XM- LOGAN EX. 15

Mainstage: Jack Johnson

May 22, 2006

Network LIVE and XM were at the Kokua Festival in Honolulu, Hawaii to capture an exclusive Jack Johnson performance at the Waikiki Shell. Hear your favorite songs like "Banana Pancakes," as well as special performances with Ben Harper and Willie Nelson.

Hear Music- XM 75

Mainstage: John Legend DVD

April 13, 2006

Brought to you by Network LIVE and XM's Suite 62, it's the ultimate date, "Dinner & A Show." Be prepared to be wined and dined in first class as we present GRAMMY Award winner John Legend in concert.

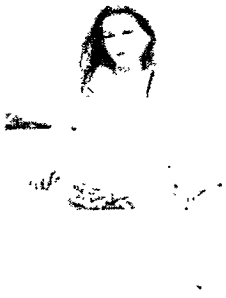
Suite 62- XM 62

Mainstage: David Bowie DVD

April 7, 2006

Brought to you by Network LIVE and XM's Deep Tracks, taped live during the 1983 Serious Moonlight Tour that shattered box office records in every city, David Bowie gave one of the most dramatic and charismatic live performances of his career. The Serious Moonlight Tour has been called the most important rock event in the history of the music genre and his Vancouver show was designed specifically to ensure that the live excitement was captured on tape. It includes such hits as: "Let's Dance", "China Girl", "Heroes", "Rebel", "Young Americans", "Space Oddity", and "Golden Years", among others.

Deep Tracks - XM 40



Mainstage: Gretchen Wilson Live

April 5, 2006

In a Network LIVE/ XM Highway 16 exclusive, the multi-platinum and award winning honky-tonk diva performed live on stage from the Gwinnett Center in Atlanta. Gretchen performed tunes off her debut and recent albums, a cover of "Barracuda," and a duet with Blaine Larsen, the youngest country artist to have a hit on the Billboard charts. Her sophomore album, All Jacked Up entered both the Country and Billboard Top 200 Charts at #1.

Highway 16 - XM 16

Mainstage: Peapod Benefit w/ Blacked Eyed Peas & Sergio Mendes, Justin

Timberlake John Legend and Other Special Guests

March 31, 2006

In a Network LIVE/ XM exclusive captured live from the Henry Fonda Theater in Los Angeles during GRAMMY week, the annual PeaPod event features music legends of the past, present and future to raise awareness and funds for The Peapod Foundation's children's charities.

Hear Music- XM 75

Mainstage: Rolling Stones Live from Copacabana Beach in Rio

February 18, 2006

In an exclusive Network LIVE/ XM broadcast, listeners heard a free Rolling Stones concert attended by more than 3 million fans; LIVE from Rio, Brazil's famed Copacabana Beach.

The 60s - XM 6 Deep Tracks - XM 40

Mainstage: Madonna Live

November 2005

In an exclusive Network LIVE / XM event, Madonna performed songs from her new CD, Confessions on a Dance Floor, live in concert from London's Koko Club, the only UK club Madonna has ever played.

20 on 20 - XM 20 BPM- XM 81

Mainstage: John Mayer Trio

November 2005

In an exclusive Network LIVE / XM event, The John Mayer Trio brought their explosive sound to New York's Bowery Ballroom. The John Mayer Trio is John Mayer on guitar and vocal joined by Steve Jordan on drums and Pino Palladino on bass.

XM Café - XM 45

Mainstage: Keith Urban Live

November 2005

Exclusively from Network LIVE and XM Satellite Radio, Keith Urban brought Country to New York City in a LIVE performance from Irving Plaza.

Highway 16 - XM 16

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EXHIBIT 16

NETWORK LIVE - SRO

Network Live Series:

- Mainstage
- SRO

XM Exclusive Music Series:

- Artist Confidential™
- Then...Again...Live!™
- Artist 2 Artist
- The Complete Series
- Classical Confidential
- Offstage
- Theme Time Radio Hour with Your Host Bob Dylan
- Tom Petty's Buried Treasure
- Welcome to da Chuuch with Big Snoop Dogg
- Disturbing Tha Peace Presents Ludacris' Open Mic
- Dunk Rider Radio with Trick Daddy

Live. Unedited. Real. Network LIVEs "Standing Room Only" ("SRO") is the music series dedicated to connecting emerging artists and fans, the way they are meant to be heard - on stage and unscripted. Providing access and discovery to new, cutting-edge artists such as KT Tunstall, Hawthorne Heights, Gorrillaz, and the Magic Numbers, Network LIVE's SRO on XM feeds the huge appetite for live music programming and introduces you to your next favorite band.

Past Shows:

SRO: Natasha Bedingfield

September 8, 2006

XM Radio and Network Live's SRO present another exclusive performance with Natasha Bedingfield recorded live from New York's Nokia Theatre Tune in without leaving your home or car and hear Natasha belt out her Number One Hit "Unwritten" and her new song "Single."

XM Hitlist - XM 30

SRO: The Fray

August 4, 2006

XM Radio and Network Live's SRO present The Fray recorded live from the City Lights Pavilion in Colorado. This Denver based group perfumed from their home state and you'll hear their hits "Over My Head (Cable Car)," "How to Save a Life" and more!

Flight 26 - XM 26 HEAR Music - XM 75

SRO: Anthony Hamilton

June 9, 2006

HEAR Music- XM 75

XM- LOGAN EX. 16

SRO: Franz Ferdinand

May 19, 2006

In a Network LIVE/ XM exclusive, hear the music of Franz Ferdinand as they play tunes from their latest CD You Could Have It So Much Better. The show was recorded live from the Argon Ballroom in Chicago. Hear favorites like Darts of Pleasure, Take Me Out, and Do You Want To.

Ethel- XM 47

SRO: Magic Numbers

May 8, 2006

Join Network LIVE/ XM Café for an exclusive performance with the Magic Numbers recorded live from this year's SXSW music festival at La Zona Rosa in Austin, Texas.

XM Café- XM 45

SRO: Rogue Wave

May 5, 2006

Network LIVE and XM invite you to join Tobi, XMU's Dean Of Music as she hosts The XMU Student Mixer...featuring a performance from Rogue Wave...live at the Henry Fonda Theater in Los Angeles... Hear Zach Rogue and crew play songs from their latest album Descended Like Vultures.

XMU- XM 43

SRO: Atreyu

April 21, 2006

In a Network LIVE/ XM broadcast recently captured live, Orange County's Atreyu rocked the El Rey Theater in Los Angeles. Squizz will air their set -- raw and uncensored. Atreyu's dynamic guitar assault combines brilliant single-note leads and pummeling power chords, offset by the melodic and guttural vocals. With their new album, A Death-Grip On Yesterday, Atreyu have honed their personal style even more, exceeding all expectations and expanding the boundaries of metallic rock yet again.

Squizz - XM 48

SRO: Morningwood

April 21, 2006

In an exclusive Network Live/ XM concert event, hear New York City's Morningwood recorded at the SXSW music festival in Austin, Texas. Listen for crowd-pleasing favorites "Nu Rock," "Televisor" & "New York Girls".

Ethel- XM 47

SRO: Nada Surf

April 14, 2006

Network LIVE and XM invite you to join Tobi, XMU's Dean Of Music as she hosts an XMU student mixer featuring a performance from Nada Surf live at the Henry Fonda Theater in Los Angeles. Hear the boys from NYC play songs from their latest album *The Weight Is A Gift* and much more.

XMU - XM 43

SRO: Rosanne Cash, Wired In X Country Concert Series

April 5, 2006

Network LIVE and XM's Wired In, the X Country Concert Series, broadcast Rosanne Cash and husband John Leventhal live from La Zona Rosa in Austin, TX . Rosanne played a set wrapped around her new album, Black Cadillac.

X Country - XM 12

SRO: DJ Quik

March 2006

In a Network LIVE/ XM exclusive, DJ Quik live in concert from LA's House of Blues.

RAW - XM 66

SRO: Eels With Strings

March 31, 2006

In a Network LIVE/ XM exclusive broadcast, listeners joined Tobi, XMU's Dean of Music, as she hosted an XMU student mixer featuring Eels With Strings live at New York City's Town Hall. One of music's most versatile acts invaded Town Hall with a string quartet and an eclectic array of instruments and sounds.

XMU - XM 43

SRO: Hawthorne Heights

March 17, 2006

In a Network LIVE / XM exclusive, emo giants Hawthorne Heights performed songs from their latest album, If Only You Were Lonely, live from LA's famed El Rey Theater. This was the only event Hawthorne Heights played live before the release of their new album!

Ethel- XM 47

SRO: Disturbed

March 10, 2006

In this exclusive Network LIVE/ XM concert, hot off the Jagermeister Music Tour, the new school heavy metal band Disturbed rocks live from the Norva in Norfolk, VA.

Squizz - XM 48

SRO: K.T. Tunstall

February 27, 2006

XM Café - XM 45

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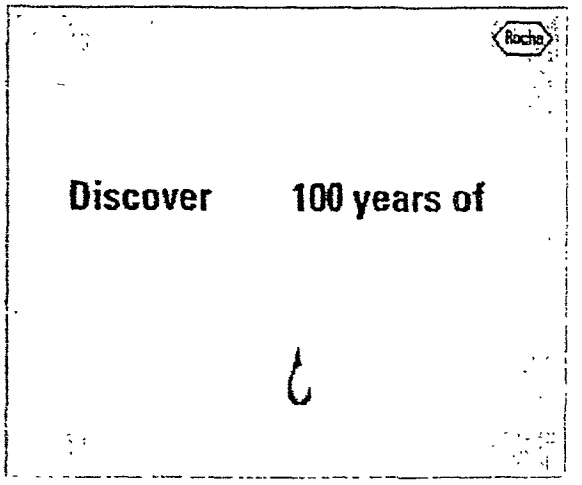
EXHIBIT 17

washingtonpost.com

Sending Out Good Vibrations: XM Re-Creates Top 40 Stations of Old

Advertisement



By Marc Fisher
Washington Post Staff Writer
Sunday, October 15, 2006, N05

Somewhere along the infinite corridors of time -- well, actually, Friday afternoons on Eckington Place NE -- a bunch of middle-aged adolescents who believe that Top 40 radio jingles are the key to the swirling maze of the past are busy re-creating 1967.

In a windowless studio in the vast techno-complex known as XM Satellite Radio, Terry "Motormouth" Young each week transforms 60s on 6 -- XM's channel of hits from a pop music heyday -- into a real live Top 40 station from that era. Weaving together tape-recorded snippets found in listeners' attics, on eBay or in the possession of the nation's obsessive subculture of radio-jingle collectors, Young captures the sound and spirit of the AM stations that once dominated American popular culture as hardly any phenomenon has in the four decades since.

From radio powerhouses such as New York's WABC (http://musicradio77.com), Chicago's WLS (http://musicradiowls.cjb.net) and Los Angeles's KHJ (http://bossradioforever.com) to smaller-city signals like WROV in Roanoke (http://wrovhistory.com) or WLEE in Richmond, Top 40 stations routinely captured from 25 percent to an almost inconceivable 70 percent of the audience in their home towns. Kids listened because the deejays seemed to be speaking a frantic, hopped-up lingo aimed expressly at them; adults listened because they wanted to be part of the happening thing.

In that last moment in the '70s before pop culture splintered into dozens of demographically defined slices, the local Top 40 station was a celebration of whatever was bland and palatable enough to appeal to every age and interest group, blended with just enough rebellion and nonconformity to seem fresh and exciting. With deejays pulling wacky stunts at every turn and stations giving away cash in all manner of contests, you could hardly afford not to tune in.

Although those days are long gone, as radio struggles to avoid losing an entire generation of young people, Young's "Sonic Sound Salutes" each Friday reunites the deejays and sounds of those classic stations with nostalgic older listeners and young folks curious to know what the fuss was all about.

The weekly exercise in recapturing the past started in 2004, when Young, eager to give XM's all-'60s music channel an authentic feel, was searching for old Top 40 station jingles that he could remodel into peppy promotions for his own channel. After weeks of contacting radio stations and jingle producers in search of old tapes and permission to revamp the jingles under the XM name, Young says, "I just got frustrated and said, 'Why don't we just become that radio station for a day?' "

XM programming guru Lee Abrams loved the idea, and together the two began collecting sounds. For Young, the project was a journey back to his youth, when, growing up in Roanoke, he tape-recorded the Top 40 sounds of big-city stations that he picked up on his transistor set late at night.

XM-LOGAN EX. 17

Immediately after Young launched the XM series, listeners across the continent began to send him tapes of their favorite stations -- begging him to re-create the sound of the stations they grew up with. "It's like a dream come true to be a deejay on these classic stations," says Young, 53, who still recalls the first song he played on his first day on the radio -- the Osmonds' "One Bad Apple," on Richmond's WTVR in 1971. Young had wanted to play Led Zeppelin, but station management made it clear that it, and not the hired help, would choose the music.

One recent Friday, Young and NewsChannel 8 morning weatherman Ron Riley (http://ronriley.com) spent four hours re-creating the sound of Chicago's WLS, the classic Top 40 station where Riley was a deejay from 1963 to 1968. Riley hadn't been on the radio in more than 20 years (he had gone from Chicago to Baltimore, where he was heard on WCAO). But the art of walking up the intro of a song and completing the deejay's banter precisely as the lyrics kick in came right back to Riley, "like getting back on a bicycle," he said, "even though I don't know how to ride a bicycle."

With Young working the control board, punching up songs and mixing in newscasts, commercials and lots and lots of jingles from the original WLS (XM uses everything from the old days except the cigarette commercials), Riley sat in a Beatles T-shirt that he'd dug out of his collection and transported himself back to the mid-'60s.

No more turntables, of course, but rather a digital readout that told Riley how many seconds each song's instrumental introduction lasted. The deejay barely needed that number. As soon as he heard the first notes of a song, he knew exactly how much time he had to spin a telegraphic tale of adolescent longing, or to pull off a quick joke.

Using a list of Chicago area high schools and their team names that Young and Abrams had put together, Riley could summon up that instant sense of community, those days when he would preside over 70 high school record hops a year.

Over the long intro to his first song, "I'm a Man," a 1967 hit by the Spencer Davis Group, Riley started out saying: "I'm Ron Riley and how cool it is. This is an awesome experience; we're going to re-create the sounds of the greatest station in the nation." And off he went, talking about his cameo appearance on TV's "Batman" (Riley got 250,000 letters from WLS listeners, who snapped up the station's "Batman Fan Club" bumper stickers), joked about how the price of gasoline had soared to a stupefying 35 cents per gallon, and reminisced about the station's Secret Word Sweepstakes and Silver Dollar giveaways.

In 1966, Flip magazine, a teen pop publication, reported the story of a Marine on patrol in Vietnam who was marching down a muddy road when a Jeep passed by with a banner flying from its whip antenna. "WLS Ron Riley's Batman Fan Club," the banner proclaimed for all of Vietnam to see. Riley has sold much of his '60s paraphernalia collection on eBay, but he keeps that magazine.

As the four hours went by, the music, too, came right back to Riley -- not always the song titles, but the beat and a deejay's essentials: how long the intro lasts and whether the song fades out or ends cold. Riley and Young bounced along in their chairs, the volume turned way high.

And unlike the commercial radio stations they had fled after the consultants (and their demographically tuned playlist research) took over, on this Friday on satellite radio, the guys played what they wanted to hear. "I got two Beach Boys in a row next," Young told Riley at one point.

"I want some Beatles," Riley replied. "We haven't done any Beatles. Let's do 'Magical Mystery Tour.' "

A couple of clicks of the mouse and Young had it up and ready, and 20 seconds later the tune was on the air and Riley was pounding the desk and pumping out the sounds on a revived ghost of a station way back in the tunnel

of time.

XM's Sonic Sounds Salutes continue Friday from 4 to 8 p.m. with a re-creation of CKLW in Windsor, Ontario, and Detroit, and Oct. 27 with WHB in Kansas City.

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EXHIBIT 18

XM Channels Featuring New Artists

- 20 on 20
- Aguila
- Air Musique
- Audio Visions
- Beyond Jazz
- Bluesville
- BPM
- Caliente
- Chill
- Enlighten
- Ethel
- Fine Tuning
- Flight 26
- Fuego
- Fungus
- Hear Music
- Highway 16
- Liquid Metal
- Raw
- Spirit
- Squizz
- Suite 62
- Sur Le Route
- The Blend
- The City
- The Heat
- The Joint
- The Loft
- The Message
- The Move
- The System
- The Verge
- The Village
- U-Pop
- Viva
- Watercolors
- X Country
- XM Café
- XM Hitlist
- XM Kids
- XMU

EXHIBIT 19

Missing Formats by Market

New York
Country
Oldies
Alternative
Latin Pop
Active/New Rock

Los Angeles
Country
Active/New Rock

Chicago
Latin Pop
Oldies
Active/New Rock

San Francisco
Latin Pop
Oldies
Country
Active/New Rock

Dallas
Latin Pop
Active/New Rock
Smooth Jazz

Philadelphia
Alternative
Latin Pop
Classical
Active/New Rock
Smooth Jazz

Houston
Classical
Active/New Rock

Washington DC
Oldies
Latin Pop
Active/New Rock

Detroit
Classical
Latin Pop

Atlanta
Oldies
Latin Pop
Classical
Active/New Rock

Boston
Active/New Rock
Anything Latin-Oriented
Anything Urban-Oriented

Miami
Classical
Alternative

Seattle
Anything Latin-Oriented
Anything Urban-Oriented

Phoenix
Classical
Latin Pop

Source: *Radio and Records*, Spring 2006 Edition

EXHIBIT 20

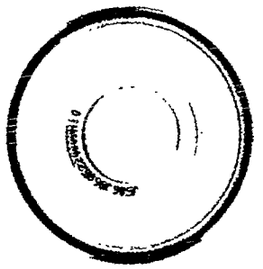
Mass Market Audience – 14M XM Listeners

	Audience/Circulation
WHTZ NY	2.3M
USA TODAY	2.3M
XM's the 70s	**2M**
KIIS LA	1.9M
XM's the 80s	**1.6M**
XM's Top 20 on 20	**1.5M**
WAXQ NY	1.4M
Rolling Stones	1.3M
KCBS LA	1.1M

*Source: Arbitron Custom Survey Nielsen Media Research Spring 2006

EXHIBIT 21

XM-Logan Exhibit
Comments of Recording Artist
Copyrigh 2001-2006 XM Satellite Radio



Track 1- Al Jarreau
Track 2- Big Head Todd
Track 3- Chrissie Hynde
Track 4- Dave Koz
Track 5- Don Henley
Track 6- Huey Lewis
Track 7- Gerald Albright
Track 8- Ian Anderson
Track 9- Kenny Loggins
Track 10- Kir Whalum
Track 11- Marty Stuart
Track 12- Michael Franks
Track 13- Roger McGuinn
Track 14- Wynton Marsalis

Transcript of CD Containing Comments of Recording Artists
Copyright – 2001-2006 XM Satellite Radio

Track 1: Al Jarreau -- Hi everybody! Wow! I can't tell you how great this is to be doing a world-premiere of my music on a pair of cans...with a string between them. I don't get a chance to be involved in the world-premiere of my music. It's usually somebody else doing it and I'm not even in the room, and so this is a great opportunity on this new technology. XM is presenting the world...of really clear radio, uninterrupted reception, no commercials, coast-to-coast—it's great stuff, so I'm glad to have this chance to do it and to talk to you about my new CD, "All I Got," available in stores on September 17th.

Track 2: Big Head Todd -- And I just want to say, you know, what I fan I am of satellite radio. Having been someone who's really lost my attention to conventional radio. I got a satellite radio about a year ago and I haven't listened to anything since. I really hope that you guys can just kick it into the future and best of luck to you, to all of you

Track 3: Chrissie Hynde -- The only thing that really broke my heart was when I came back here and radio had taken such a nose dive, so that's really cheered me up now that, you know, you're doing this and the radio is back

Track 4: Dave Koz -- I think XM is amazing. I'm so excited about the prospect, you know, with radio consolidation and commercials on the air of terrestrial radio and, you know, the play lists getting smaller and smaller, to think about a service that you can get in your car that has, in a lot of ways, commercial-free music and you have the choices, the vast library of songs. You know, for music lovers, this is the place to be. XM is definitely the place to be. And as a musician, as a recording artist, this is like the new frontier, because you look at regular radio stations and you say, you know, it's getting smaller and smaller and smaller, and they're casting a much wider net over and over and over. Same songs are being played. Here is the new frontier for musicians and music lovers to be able to say "open it up a little bit, let the music breath, try taking a few chances." So, I think, you know, the fact that we're doing a world-premiere party for "Golden Slumbers" right here on Watercolors is perfect testament to the fact that a lot more is appropriate here, that you can do more, you can try more, you can take more chances on XM and I applaud you.

Track 5: Don Henley -- I just think it undermines diversity of opinion, it undermines diversity in the cultural aspect in that we get fewer and fewer choices in music, which is why what you're doing is so good here.

Track 6: Huey Lewis -- Q: A very important thing. You're a big fan of XM right? A; Big fan of XM. Q: You got XM satellite radio? A: I got XM satellite radio. Q: What's the channels you listen to? A: I listen to, you know, I go to that 80s channel a little bit...I don't know.... Q: What, Fred? A: I bounce around. Q: Fred? A: No, the 80s. Q: Oh, just the 80s, 80s. Oh, ok.

Track 7: Gerald Albright -- I'm really exited about the experience of having XM radio and Watercolors do a world-premiere of my new CD, "Kicking It Up." I always enjoy the format of XM radio as they play the whole album—the entire project, which is really exciting to the listener because you get more than the single, and just getting the single is the equivalent of reading one chapter of a book and not reading the rest of the chapters of the book. You can't get the whole story of the project. So, I'm really enjoying what XM is doing, and I'm privileged and so appreciative that they took the time to put together this fine world-premiere for me. XM, I thank you.

Track 8: Ian Anderson -- This is something that eventually is the future because choice is everything. The opportunity to be able to make decisions about what you want to hear. And the excitement that comes with finding things that you didn't know you wanted to hear. And having it available to you. So I'm a great supporter of the Amazon.coms' of this world or XM Radio where it has the opportunity to bring to people's lives something that they didn't know might possibly enrich their experience and from that point of view, it's a great opportunity.

Track 9: Kenny Loggins -- This is a great place. I mean, XM, the studio, everything about XM feels totally together and I think that satellite radio is something we need desperately right now. And I'm so glad to see it happening. And see it happening so well, by people who know what they are doing.

Track 10: Kirk Whalum -- As an XM listener, I have actually heard a few world-premieres of some of my famous artists—one of whom would be Paul Jackson, Jr. And it's exciting for me to now be able to tune in and hear my own world-premiere on XM Radio. I was one of those people who was just waiting with baited breath for XM to finally hit the airwave or whichever waves you guys use. It's just so exciting for me to be able to first of all listen to all different kinds of music...just a button. For instance, for me, I love Salsa, so the station called "Caliente," which is number 94—I happen to know my station numbers—I listen to that station all the time. It's great because I can listen and decide what records I want to go buy, and I'm always exposed to something cool and new. I love oldies, as apparent by this new CD called "Into My Soul." I mean, we basically kind of did our homework by listening to the Soul Street station and that's number 60. It's nice to be able to hear those songs and kind of go "oh wow," see that's the sort of vibe we were looking for in this tune. I love Gospel music. We have a Gospel CD out called "The Gospel According to Jazz" and it's doing really well. It's called "Chapter 2." And there is a song called "Falling In Love with Jesus" that they are playing on the Spirit station—on number 63. So, imagine how exciting that is for me to be able...it's really exciting to do our debut, world-premiere of "Into My Soul" on XM radio. It's only fitting.

Track 11: Marty Stuart -- Well, to another musician I would simply say, "XM is the hope." It's the hope that we truly have against all corporate consolidation, all homogenation of American culture. This is a place where you can still go and be yourself. Play what's in your heart without ever looking back or worrying about the outcome.

Track 12: Michael Franks -- I think it's great that you're.... Thank you so much for premiering it this way. I really felt I was so...I had missed the deadline for any kind of promotion for the project that I didn't expect any opportunity quite like this to arise. So thank you so much for putting this program together and premiering it this way. I think is great that XM is appealing to that, something that I think of as like an old concept of—a somewhat lost concept of the relationship between radio and the people who listen to radio. So I think it's admirable that you're all approaching it from that point of view, and it certainly is great for fans. I know, as someone who loves to listen to radio, there certainly have been some bleak times recently in particular, and not to end in a minor key, but let's just say that it is great that you guys are premiering my record and I know my fans will appreciate it a lot. I think that's a terrific thing to do and something that, having been in this business for 30 years, it's something that I haven't noticed in a while. It used to be kind of a common thing that progressive radio would do. And so I think it's terrific that you guys are doing it and thanks.

Track 13: Roger McGuinn -- Well I do a lot of cross-country driving. My wife and I have this wonderful vehicle and we go all over the country with it back and forth, and we wouldn't do it without XM. We listen to XM all the time, we listen to the news and we listen to the music. And it's just great to have, it's a friend, it's like a constant companion, it's everywhere. It even works in tunnels somehow. I don't know how that works but it's great. I've been under these waterways and tunnels and XM is just jamming in. It's the greatest thing.

Track 14: Wynton Marsalis -- I think that this is a perfect example of using technology and putting it to the service of the human soul and to the human spirit. And that to me is really what XM represents.

EXHIBIT 22

-----Orig
From:
Sent: Wednesday, January 26, 2005 4:17 PM
To: Shirlitta Trinity Colon
Subject: Everette

Hey girl, Happy New Year to you, I hope you and your family had a great start to 2005. I hope you have received the New Everette Harp single "when will I see you again "if you have what do you think of it?
Also just to let you know the power of XM since we did not get a lot of smooth jazz air play from those other guys I saw how Xm was able to sell product, Everette sold 20,000 units without them, so I thank you for your help.

Subject: Opera Diva Albums Jump in Sales Because of VOX Special

Dear Robert,

Thank you! You certainly don't have to convince me that exposure on XM is worthwhile. Sales during the week from 7/24-7/31 were nearly 50% higher than the previous week. We'll get more numbers on Wednesday and I would expect they'll jump again.

You are in luck. I do have all three of the titles you requested in my office (in general there is simply not enough room to keep stock of back catalogue items in the office so the warehouse procedure is a necessary evil). But I did have some Renee, and I'll get this to you by tomorrow.

Take care.

Notes From The Loft @ XM 50

We know lots of you will be flocking to your favorite local record shops tomorrow to get your hands On Bonnie Raitt's new *Souls Alike* CD, heads up too, you can also pop online to www.bonnieraitt.com and get in fo on her upcoming October tour Also, Texan Rodney Crowell's new record, *The Outsider* is in stores now and he's out touring as well www.rodneycrowell.com. And at last, we have some useful information for you about The Submarines, who debuted on In Spite Of All The Danger a few weeks ago (and caused more email traffic then we've ever seen!) The Submarines are Blake Hazard (great-granddaughter of F. Scott Fitzgerald) and Jack Dragonetti (formerly of Boston-area band Jack Drag) Their phenomenal new CD, *Declare A New State* is actually being mastered as we write this, however, you can listen to a track on line at www.jackdrag.com or email The Submarines at submarinesnoaky@thesubmarines.com Go nuts! Plus, this week we've got Then . Again Live on The Loft featuring Dave Mason's Alone Together and it's an encore edition of The Loft Sessions with our favorite, Ryan Adams Lastly, it's far from over, please give to Katrina victims at 1-800 HELP NOW Thanks.

the Loft

Mike Marrone & Kate Bradley

New Music

Artist	Album
Bonnie Raitt	Souls Alike
Rodney Crowell	The Outsider
The Submarines	Declare A New State

The Loft Sessions

This week Loft Session #84 Ryan Adams & The Cardinals We're still trying to catch our breath from this unbelievable session with our favorite guitar-slinging wild child, Ryan Adams Joined by his band The Cardinals, Ryan took us through a psychedelic, alt-country tour of songs from his new double CD Cold Roses, complete with gritty guitar-frenzied jams juxtaposed with falsetto melodies Oh yeah. This is an encore presentation. Catch it Monday 12noon & 9pm, Thursday 3pm & 9pm and Saturday 6pm, all times Eastern

http://www.ryan-adams.com

Next week Loft Session #96 Ben Lee. We were all smiles as Australian songwriter Ben Lee let us in on his quirky, witty, wonderful world where *Awake Is The New Sleep* You'll hear tons of tunes from his latest plus Ben plays a very special request, just for us! Listen Monday 12noon & 9pm, Thursday 3pm & 9pm and Saturday 6pm, all times Eastern

http://www.ben-lee.com

Mixed Bag Radio

This week Mixed Bag Radio #40 Ari Hest and The Damnwells It's an all new special dual-artist edition of Mixed Bag Radio with your host, New York radio keystone Pete Fornatale This week Pete's guests are Ari Hest and The Damnwells so tune in for intimate conversation and a live, in-studio performance Hear it Tuesday 3pm, Wednesday 9pm, Saturday 6am and Sunday 6pm, all times Eastern

Next week Mixed Bag Radio #41 Azire 2 Step

http://www.mixedbagradio.com

XM 247/Emergency Alert Channel features round-the-clock, essential information concerning the aftermath of Hurricane Katrina. Also, 1-800-HELP-NOW is your connection to the Red Cross for donations.

XM 248/Red Cross Radio is a 24-hour, nationwide XM channel that provides help and information for Hurricane Katrina victims, Red Cross staff and volunteers along the Gulf Coast, and other Red Cross workers across the country.

XM Radio Online is now included as part of your XM subscription! Go to http://www.xmradio.com for more details.

XM 146/XM's PGA Tour Network is here! Hear the PGA Tours Big Four (Tiger Woods, Phil Mickelson, Vijay Singh, and Ernie Els) plus all the latest golf news, tournament scores, player highlights, and live coverage from the PGA Tour and more!

XM 175/MLB Home Plate(tm) is here! MLB Home Plate is your source for all things baseball, 24 hours a day, 7 days a week. MLB Home Plate features shows hosted by top notch baseball analysts including Rob Dibble from ESPN's Baseball Tonight, Kevin Kennedy from Fox MLB Game of the Week, Charley Steiner from ESPN's SportsCenter and many more!

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http://theloft.xmradio.com

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A: Overflowing X
W: www.myspace.com/thomasaugustus

"Non-linear baby! Non-linear baby!" - Galaxalag

Sent: Thursday, March 09, 2006 10:23 AM
To: Kenny, Thomas
Subject: Strings and Things

Thomas

I want to thank you for helping me find some of the music I have really enjoyed on Torch. Here is my current favorite band list, again, thanks to Torch. I knew none of these bands or this music before tuning in!!!

Bill Wax
Proprietor of Low-Fi's Bar and Pool Hall
Bluesville - XM Satellite Radio
-----Or'
From:
Sent: Thursday, June 29, 2006 1:50 PM
To: Wax, Bill
Subject: Re: Bluesville Picks To Click for the Week of July 1, 2006

Sales on the RHYTHM & GROOVE CLUB have jumped since you have been playing it.

Again, thanks and if there is anything I can do to support this, let me know.

On 6/29/06 1:39 PM, "Wax, Bill" <Bill Wax@xmradio com> wrote:

Another wild week in Bluesville, what with a live broadcast from the D C. Bar-B-Que Battle on the past Sunday and then Irma Thomas here live on Monday to do a set of tunes for us Thanks to Anders Osborn, Marva Wright, Lil' Ed and the Blues Imperials, Hubert Sumlin and the Nighthawks and Rounder Records for helping make this all happen. I am be tired but I am sure having fun

As always below are this weeks' "Picks" and thanks for all your support

ve a great holiday

-----Original Message-----
From: Freed, Alan
To. Zellner, Jon; Skyy; Abrams, Mike; Abrams, Lee
Sent: Thu Jul 13 13:50:53 2006
Subject· FW: BPM's impact on single sales

The BPM smackdown in effect. And with less than 150 spins through last weekend since June 2.

Read from bottom up.

Alan Freed
Music Master/Dance News Producer/On Air
XM81 BPM - America's Dance Hits
:(XM)))) Satellite Radio

Alan Freed
Music Master/Dance News Producer/On Air
XM81 BPM - America's Dance Hits
{{{ XM }}} Satellite Radio
1500 Eckington Place NE
Washington DC 20002
202.380.4133
AIM: beatopia
xmradio.com
bpm.xmradio.com
myspace.com/danceradio

From: ...
Sent: Tuesday, July 11, 2006 5:15 PM
To: Freed, Alan
Subject: RE: XM Satellite Radio - BPM National Spins through 7/9/06

Saw where Plumb hit #1 on Spin Factor this week - awesome! Thanks again for all your support...

Subject: RE: MEATLOAF LINER NOTES

Do you have a copy of the CD to give to Michelle to ingest?

AND his entire library of roasts from the past with Dean Martin, Clint Eastwood etc.

It's all on it's way!! XM is becoming a FORCE!!!

XM Satellite Radio Inc
http //www xmradio.com

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-----Ori
From:
Sent: Sunday, February 29, 2004 12:22 PM
To: Kenny Curtis
Subject:

Hi Kenny-
Thanks for the continued airplay It's exciting to get orders from far-flung states If only we could tour; darn those 9 kids of ours!

-----Original Message-----
From Fox, Sonny
Sent. Thursday, November 11, 2004 6 39 AM
To: Abrams, Lee
Cc: Kates, Bill
Subject FW. ...

Thought you'd enjoy this (start at the bottom)

Sonny, Thanks for your e-mail, it really made me feel terrific! I'm in Toronto these days performing in the musicical, Hairspray, I play five charactors each night and also understudy Edna and Wilbur Turnblad although I've never been on as the understudy Each week I drive back to my home in T and listen to the 150 & 151 channels It's really a terrific hannel and XM is definitly the future of radio and TV I would love to do something with you guys My contract is up Nov. 28th and will be available During my stint up here I put out a CD and it's selling from my website, Kevinmeaney com. Then it directs you to CDbaby com and they distribute it They're a great company and can't believe the sales i've had since I put it out. I'll send one to you on Monday, that's when I'm home in NY. Thanks again for your kind words and make sure you don't have those light pants on! You can see everything! Why do you do this to us!

-----Original Message-----
From Fox, Sonny
Sent Wednesday, November 10, 2004 6:27 PM
To
Cc Haas, Joel
Subject RE:

-----Original Message-
From
Sent Tuesday, December 13, 2005 1:43 PM
To: Wax, Bill
Subject The Love Dogs Say Hi

Hi Bill - Just wanted to say thanks SO much for playing our cd "Live And On Fire" on Bluesville this year. We've been contacted by people from all over the country who have heard our music on XM and are now fans of the band! Not to mention the many cds we've sold on CdBaby as a direct result of our exposure on XM. Most of us in the band have XM, and all are fans of Bluesville, so it's been a real treat to hear ourselves on your show. Thanks also for your many kind words about our music!

Would it be ok for me to send you copies of our 3 other cds? I never like to send unsolicited material, but if you'd like some more Love Dogs music, I'd be thrilled to send it along!

If you're ever in the Boston area, please look us up - it'd be our great pleasure to meet you
Happy Holidays from Boston (18 degrees today!)
Eddie Scheer & The Love Dogs

P S - Thanks also for playing the "Last Call At Harry's" disc!

THE LOVE DOGS

www.thelovedogs.com

4/14/06

Bill Wax
XM Satellite Radio
1500 Eckington Place NE
Washington DC 20002

Dear Bill,

First off, thank you so much for playing our most recent cd "Live & On Fire" on XM. We've received emails from all over the country from folks saying they've heard our music on XM, and we've sold many cds to listeners who otherwise would probably never have heard of us. As a regional band on an independent label, the exposure you've given us has been invaluable!

Enclosed are our three previous titles, should you have some space in your playlist at some later date.

All the best to you and everyone at XM!

Sincerely,

The Love Dogs

From
Sent: Wednesday, August 02, 2006 1:44 PM
To: Wax, Bill
Subject: Re: Information

Hey Bill, I would like to take the time to really thank you and X M radio for playing my

This article brought to you by TimesDispatch.com

NEW Get More Stories in Entertainment

Billy Ray Hatley & the Show Dogs

XM credited for band's worldwide exposure

BY BILL CRAIG
SPECIAL CORRESPONDENT
Thursday, August 10, 2006

During the '90s, musicians who were ignored by record companies and/or corporate radio stations used the Internet as an entry point into the homes, hearts and occasionally the wallets of the American listening public.

Those scores of underloved independent artists haven't given up their Web sites but the new millennium brought them a new friend in the form of satellite radio. If you're in search of an endorsement of the greatness of radio from the sky, spend a couple minutes with Richmond music veteran Billy Ray Hatley.

"XM has just done remarkable stuff for us," Hatley said over the phone. "I've got e-mails from all over the place and from Europe. I've got e-mails from Belgium and France just begging for the CD."

Billy Ray Hatley and the Show Dogs
When: 8:30 p.m. Friday and Saturday
Where: Shenanigans, 4017 MacArthur Ave.
Cover: $6 each night
Details: (804) 264-5010

It doesn't yet carry Kasey Kasem-like prestige, but look up the Top 50 list of XM radio's alternative country channel, X Country, and you'll find "Deuce," the new album from Hatley and his Show Dogs (Mike Moore, Jim Wark, Rico Antonelli) sitting pretty at slot No. 10, just behind Peter Rowan and Dave Alvin and ahead of, among others, Allison Moorer, Sam Bush and Johnny Cash.

"It's exciting for all of us. We came into the charts the first time at around 43 and when we made it to 18, we figured it's not going to do any better than that," Hatley said. "Mike, the bass player, does a lot of traveling and he hears a lot of the songs. He'll hear one and call me and stick the phone to the radio."

Hatley ended up in XM's heavy rotation the old-fashioned way. He simply sent the channel's programming director a copy of "Deuce."

"I had sent her the first CD and she gave me a pretty good amount of airplay. Not more than a week or so after I mailed 'Deuce' to her, she e-mailed me back that she had four songs in rotation."

Hatley's fans will find the same strong mix of rockabilly, country and blues on "Deuce" that attracted them to the Show Dogs' first album, "More Years Than I've Got." There are some subtle differences between the two discs, though.

"I didn't really concentrate on it but some of the songs on the new album have more of a catch to it or more of a hook to them. I've never written songs thinking about that. I've never tried to write songs that were more pop sounding. There are two or three like 'Carolina' and 'Who's Gonna Love Me' that are being played on XM and I think it has lot do with the fact that they're repetitive and have a hook to them."

Though the Show Dogs can now be heard nationwide, if you want the live version, you're going to have to come to Richmond

"To do any kind of touring at all, you got to have some kind of label support. We're just local guys."

Bill Wax
Proprietor of Low-Fi's Bar and Pool Hall
Bluesville - XM Satellite Radio
-----Original Message--
From:
Posted At: Monday, August 28, 2006 10:49 PM
Posted To: Great E-mail
Conversation: Thank you Bill Wax.
Subject: Thank you Bill Wax.

Just wanted to say thanks Bill
Everytime you spin "Superman" or any other
tunes off of my new disc - I sell cd's!
I have sold at least 20 or so cd's that are referred
as having heard it on Bluesville.
People have emailed me and told me they heard me on Bluesville
and were very impressed and had never heard me before
I cannot thank you enough - I am an independent artist - and your exposure
is priceless
Peace and God bless the blues!

Bill Wax
Proprietor of Low-Fi's Bar and Pool Hall
Bluesville - XM Satellite Radio
-----Original Message
From:
Posted At: Friday, September 01, 2006 8:45 AM
Posted To: Great E-mail
Conversation: For Bill Wax
Subject: For Bill Wax

Bill

A friend told me that she heard me doing "Churchbell Blues" on Bluesville last night. I wanted to let you know that I sincerely appreciate you continuing to play cuts from my CD "Out Of The Past" in your rotation. Tough to get an independent release heard. Your interest has been wonderful. Thanks again and keep up the excellent work.

Best regards,

Detroit News
September 4, 2004

"Singer is still adjusting to the spotlight of fame spotlight"
By Susan Whitall

Don't hate Norah Jones for still being a little wide-eyed about her fame. Sure, she's won eight Grammys and sold 18 million units, but she's just 25, an age when many Americans are still in full slacker mode.

When you mention her duet, "Here We Go Again," on the new Ray Charles album "Genius Loves Company" (Concord), Jones reverts to being a giddy kid.

"I felt a little weird singing with Ray Charles," Jones confesses. "I'm 25. I have a young voice. I shouldn't be singing with Ray Charles technically, but I'm not going to turn it down."

Despite her fears, on the song she assays with Charles, his classic "Here We Go Again," Jones displays her usual mature-beyond-her-years, languid vibe.

"He made me feel so good when we were recording, he'd say, 'Yeah, girl!!' " Jones laughs. "I was thinking, 'You're kidding me, you're fricking Ray Charles!' "

Despite Charles' frailty (he died June 10), "He went in and he killed it," she says of his vocal.

With Amos Lee opening, Jones performs Wednesday at the Meadow Brook Music Festival.

Despite, or maybe because of, her splashy debut on Blue Note Records in 2002 with "Come Away With Me," Jones has been whip-sawed by controversy. She's too pretty, she's not authentic jazz, her father's fame helped her. Jones' father was Indian music legend Ravi Shankar, but she was raised quietly in Texas by her mother, Sue Jones, and had little contact with him growing up.

While much has been made of her jazzy roots, she is as obsessed with country music, and played for years in folk coffeehouses.

"I really love the new Loretta Lynn record ('Van Lear Rose,') produced by Jack White). Plus lots of country music or

Joel Haas -- Music Director/Comedy
XM Radio Satellite
1500 Eckington Place NE
Washington, DC 20002-2194

Hey Joel,

How goes it? I appreciate the air play you are giving me. People tell me all the time they hear me on XM Radio. I just finished recording a new CD called the "Rain Delay". If there is anything off this CD that you like, be my guest to use it.

Continued success. All the best.

Sincerely,

-----Or
From:
Sent: Friday, October 01, 2004 9:18 PM
To:
Subject: RE: Mitch Fatel

Thats great!

Mitch's website is receiving a noticeable increase in traffic on the days XM plays Mitch Fatel tracks, and more importantly a noticeable spike in CD sales

THANKS!

-----Original Message-----
From:
Sent: Friday, October 01, 2004 2:07 PM
To:
Subject: FW: Mitch Fatel

We're getting several emails like this Nice!

Joel

-----Original Message-----
From: XMRadio@Netaddiction.org [mailto:XMRadio@Netaddiction.org]
Sent: Friday, October 01, 2004 4:08 PM
To: xmcomedy@xmradio.com

-----Original Message-----
From:
Sent: Tuesday, March 16, 2004 2:10 PM
To: Jessie Scott
Subject: Thanks!

Hey there,

Tommy says he got the check for the CDs, so thanks! We're actually within spitting distance of breaking even! Considering we had a few set-backs here and there, the record has been out a year this week, Tommy has actually made money the first time on a record, and it was all possible because of you folks at XM. I sing your praises whenever I can - I don't have much opportunity, but when I do, I go for it!

I'll let you know whenever someone else is getting ready to head that way an when it makes sense to send them to see you.

Thanks again,

-----Original Mess

From:
Sent: Wednesday, July 12, 2006 11:28 AM
To: Wax, Bill
Subject: RE: David Gogo/Mailing List Feedback

Hi Bill,

My pleasure. It's always great to know direct from the fans where they are actually hearing about an artist and for most in the U.S., it's been through your program.

Really look forward to hearing the final mixes and I'm sure we'll put them to good use.

Thanks Again,

-----Original Message-----
From: Wax, Bill [mailto:Bill_Wax@xmradio.com]
Sent: Wednesday, July 12, 2006 11:08 AM
To:
Subject: RE: David Gogo/Mailing List Feedback

Bill Wax
Proprietor of Low-Fi's Bar and Pool Hall
Bluesville - XM Satellite Radio
-----Or
From:
Sent: Wednesday, August 16, 2006 12:33 PM
To: Wax, Bill
Subject: Jimmy Thackery - October visit to XM

Hi there Bill - hope all is well w/ you!

Things are going great here @ Savoy! Reba & Jimmy have a couple of co-bill festivals this month and they're all fired up about that!!!!
Also, I want to thank you again for all of your efforts!!! My promoters (especially out west) are just blown away everytime someone calls them about a show they heard announced on XM. I have one guy (way off the beaten path) in Colorado who couldn't believe it when fans started calling him about a Thackery show he produced back in late June. He said that the response from fans, who heard about it on XM, really caught him off guard.
Anyway, just wanted to pass that along. I'm sure it's always rewarding to hear that your efforts are actually working!!!!

EXHIBIT 23

-----Original Message-----
From:
Sent: Friday, November 15, 2002 9.56 AM
To: programming@xmradio.com
Subject: Programming: Miscellaneous Comments/Questions

First Name:
Last Name:
XM Subscriber: true
Email Address:

Comment.
When I bought my XM, the salesman told me I would no longer need my CD's. With the variety of music, I would listen to the XM radio all the time. My purchases have actually increased because I hear songs I haven't heard in years. I also buy music I would never have heard on commercial radio.

I LOVE XM!!!!!!

-----Original Message-----
From: :
Sent: Tuesday, January 21, 2003 11:05 AM
To: programming@xmradio com
Subject: Programming: Miscellaneous Comments/Questions

First Name:
Last Name:
XM Subscriber: true
Email Address:

Comment
I would just like to say I love the XM service. Ive had since it first started in my area (NJ), and I just wanted to say thank you for what you've offered. The sheere fact that channels change, and things are constantly being updated is a great sign that shows that you care about your customers. This is the best service that I have ever bought, and I have never looked back on it Furthermore, I never bought too many CD's in the past, but now with artists names and titles being shown, I am going out and buying CD's of bands that I have never heard before. Thanks again for the awesome service you provide

posted May 01, 2003 21 48 " "

Member
Member #

I just heard the "Let It Ripp" World Broadcast Premiere on XM Satellite Radio's "Watercolors" channel It's different than any other Ripps release, but it's excellent. I'm looking forward to picking up the CD once it's available.

From | IP Logged

3/24/2006

3/24/2006

-----Original Message-----
From:
Sent: Tuesday, May 27, 2003 5:57 PM
To: Brian Chamberlain
Subject: I like it!

Hello Brian,

I just wanted to send a quick note and say that I just LOVE the new single "Prove Yourself" by Joan Armatrading. I am going to buy the CD this week. I have only heard it on XM Cafe, and without my XM subscription I wouldn't have even known about it.

We aren't even playing it at all on Cities 97/Minneapolis?!?! I guess she's not really "top priority" to the "major market" stations anymore but her music is just great.

Anyway, thanks for the station and all your hard work. We listen to "Channel Four-Five" about 20 hours a week here at the MS/Conclave office!!!!!

Best regards-

Ted Kelly
Program Director,
UPOP XM29/Worldspace
Director, Global Media Marketing and Promotion, Worldspace Corporation
4th Floor, 2400 N St. N W. Washington D.C. 20037
202.969.6478
www.tedkellyworld.com
tkelly@worldspace.com

From:
Date: 6/10/03
Hey Ted,

I heard The Ataris' "Boys Of Summer" on U-Pop yesterday. AWESOME!!! I just love U-Pop and I have heard a lot of cool music from the station.

I just ordered the new Simply Red album, and the Cardigans new CD from www secondsounds com. It's an online UK music store, as those albums are not released here. I wouldn't even know about them if not for XM29!!!
Keep playing Royksopp's "Eple" more!

-----Original Message-----
From:
Sent: Thursday, August 14, 2003 10:34 AM
To. tobi@xmradio com
Subject: Ugly Duckling

Tobi,

Loving that Ugly Duckling. I order it this week after you gave me the web site. Thanks

You guys are killing me. I thought I would save money on CD's by having XM, instead I keep buying more.

NJ

-----Original Message-----
From: Chamberlain, Brian
Sent: Wednesday, September 03, 2003 8:43 AM
To:
Subject: RE: Tori Amos Song Assistance

Hi

Good ears! You DID hear Tori Amos The song was called "Carbon" off her 2002 "Scarlet's Walk" CD (on Epic Records)

Safe travels, and enjoy the disc!

Thanks for listening!

Brian

Brian Chamberlain
Director of Musical Interludes
XM Cafe/ XM 45
XM Satellite Radio
1500 Eckington Place, N.E.
Washington, D C. 20002
brian chamberlain@xmradio com
P-202 380 4454
F-202.380 4444
www xmradio com
Cafe Studio -1.866 542.CAFE
Cafe Email-xmcafe@xmradio.com
Cafe Webpage- http://xmcafe xmradio com

-----Original Message-----
From:

Sent: Tuesday, September 02, 2003 9:39 PM
To: xmcafe@xmradio.com
Subject: Tori Amos Song Assistance

Good evening,

I am trying to find the title to a song I heard on the Cafe today ..it has to do with "eyes" and it was in a set with David Gray's "Real Love" and a track by R.E M. around 11-12 P M. Pacific Standard Time. I was driving back from L A. to Vegas I would like to buy that CD....Thanks!

-----Original Message-----
From:
Sent. Friday, September 19, 2003 2 03 PM
To: Watercolors
Subject: Re· Song Request

Thanks so much, Lily. I ordered the CD and can't wait to get it You've just been great.

----- Original Message -----
From: "Watercolors" <watercolors@xmradio.com>
To.
Sent: Thursday, September 18, 2003 9:32 AM
Subject: RE. Song Request

> Hi
> Oh yah! I've got your mystery artist the song you heard was "Love
> Calls" by Kem. His album is called Kemistry and was just released in
March
> on Motown records http://www.kemistryrecords.com/main htm
>
> Happy Hunting.

> lily
> directeur de musique & on-air guide
> watercolors, xm71
> watercolors@xmradio.com
>
>
>
> -----Original Message-----
> From:
> Sent: Wednesday, September 17, 2003 4:53 PM
> To: Watercolors
> Subject: Re: Song Request
>
>
> Hi Lily,
> I think I may have heard my song yesterday (Tues, Sept. 16) at 4:42 pm
> (CST). I know it has the phrase, "There's nowhere to hide when love
> calls your name " Got any idea who it is?
>
> ----- Original Message -----
> From: "Watercolors" <watercolors@xmradio.com>
> To:
> Sent: Wednesday, September 10, 2003 9:18 AM
> Subject: RE: Song Request
>
>
> > Hi
> > I'm not giving up YET! Wow, what an effort! And it seems we still
> > haven't found your mystery tune. I went back to the day 9.03 03 and
> > made a list of all the male vocals played between 10am and 8pm
> > eastern/9am and
> 7pm
> > central. Here is what I came up with.
> >
> > Eastern/Central/Artist/Song Title
> >
> > 10:39am e/9:39am c El Debarge/Dindi
> >
> > 11.28am e/10:28am c Will Downing-Don't Talk To Me Like That
> >
> > 11.51am e/10:51am c Walter Beasley-Do You Wanna Dance
> >
> > 1:03am e/12 03pm c George Duke-No Rhyme, No Reason
> >
> > 1:28pm e/ 12:28pm c Pieces of a Dream f/Maxi Priest-Pieces
> >
> > 2:14pm e/ 1:14pm c Ephraim Lewis-Drowning In Your Eyes
> >
> > 2 37pm e/ 1:37pm c Walter Beasley - Don't Know Why
> >
> > 5:55pm e/ 4 55pm c Bobby Caldwell - Stuck On You
> >

> > 6:21pm e/ 5.21pm c Al Jarreau - It's How You Say It
> >
> > 7:12pm e/ 6:12pm c Joe Sample f/ Take Six - U Turn
> >
> > 7:55pm e/ 6 55pm c Michael Franks -The Lady Wants To Know
> >
> > If none of these songs fit the description, keep listening, you'll
> probably
> > hear that song again on Watercolors someday down the line. Once
> > again, I hope this information helps! Sure, there's a million other
> > things at work
> I
> > SHOULD be doing, but I want you to find your song too! Take care,
> >
> > Lily
> >
> > lily
> > directeur de musique & on-air guide
> > watercolors, xm71
> > watercolors@xmradio.com
> >
> >
> >
> > -----Original Message-----
> > From:
> > Sent: Tuesday, September 09, 2003 2 12 PM
> > To: Watercolors
> > Subject: Re: Song Request
> >
> >
> > Hi Lily,
> > I have about decided it had to be Bobby Caldwell. "Stuck on You"
> > isn't
> the
> > song, but I really don't think anyone else sounds quite like him and
> that's
> > the first person who popped into my mind while the song was playing.
> > You know he has that smooth, velvety sound. Anyway, I am giving up
> > and I am
> so
> > grateful for all the time you have put in trying to help me You're
> > a
> real
> > trooper! I just love listening to you and am there every day. If a
> > song plays on Watercolors what are the chances that I will hear it
> > again? Do
> you
> > guys repeat often? If I hear it again, I will be sure to notice the
> > exact time. Thanks again for your efforts. It's been great
> > corresponding with
> a
> > celebrity!!!!

> >
> > ----- Original Message -----
> > From: "Watercolors" <watercolors@xmradio.com>
> > To: '___ ..
> > Sent: Tuesday, September 09, 2003 10:03 AM
> > Subject: RE. Song Request
> >
> >
> > > Hi again . . . ,
> > > We may just find this song someday! I checked during the 4:30-5pm
> > > central time on 9 3 03 and found a Bobby Caldwell song that played
> > > at
> > 4.54pm
> > > central. The song was "Stuck On You" by Bobby Caldwell, from his
> > > 1996 release called Blue Conditon. This album is still
> > > inprint.. and perhaps THIS is the song you heard! Cross you
> > > fingers
> > > :)
> > >
> > > Have a great day,
> > > lily
> > > directeur de musique & on-air guide
> > > watercolors, xm71
> > > watercolors@xmradio com
> > >
> > >
> > >
> > > -----Original Message-----
> > > From.
> > > Sent: Monday, September 08, 2003 1.02 PM
> > > To: Watercolors
> > > Subject: Re. Song Request
> > >
> > >
> > > Hello again,
> > > I listened on the internet to Maxi Priest...still not him. Maybe
> > > it was between 4:30 and 5:00. Noon hour and 4:30 - 5:00 are
> > > really the only
> > times
> > > I am in my car to listen. If it wasn't in the afternoon I guess
> > > we are
> > not
> > > going to find it. It just was so hauntingly beautiful. You know
> > > how
> > Bobby
> > > Caldwell has that certain smooth sound...well this guy had that
> > > same quality. Sorry I have been such a pain You know, you
> > > certainly are a
> > nice
> > > person to put up with this.
> > > ----- Original Message -----
> > > From: "Watercolors" <watercolors@xmradio com>

> > > To:
> > > Sent: Monday, September 08, 2003 10.37 AM
> > > Subject: RE: Song Request
> > >
> > >
> > > > Hi
> > > > Ok, I checked during the noon hour and came up with this: The
> > > > group Pieces of a Dream played at 12:26pm central. The song was
> > > > the title track "Pieces" featuring the vocals of Maxi Priest.
> > > > You'll find it on the
> > > Pieces
> > > > of a Dream album called Pieces from 1997 which is still inprint.
> > > > Let me know if we've found your mystery tune!!
> > > >
> > > > lily
> > > >
> > > > -----Original Message-----
> > > > From:
> > > > Sent: Monday, September 08, 2003 10:36 AM
> > > > To: Watercolors
> > > > Subject: Re: Song Request
> > > >
> > > >
> > > > Hi Lily,
> > > > If you're not sick of me by now, you should be! Sorry, that's
> > > > not it either. Could you try one more thing? How about between
> > > > 12:30pm
> > > > (CST)
> > > and
> > > > 1:00pm and maybe between 4 30pm (CST) and 5:00pm. All on
> > > > 9/3/03 If this doesn't work, I give up . I won't bother you
> > > > again. Thank you so much
> > > for
> > > > trying. You are a dear.
> > > >
> > > > ----- Original Message -----
> > > > From: "Watercolors" <watercolors@xmradio.com>
> > > > To:
> > > > Sent: Friday, September 05, 2003 1:36 PM
> > > > Subject: RE: Song Request
> > > >
> > > >
> > > > > Hi
> > > > > Well, let's try again. . On 9.03.03 Ephraim Lewis "Drowning in
> > > > > Your Eyes" played at 1:17p central, then, another male vocal
> > > > > played at 1:39p central. It was Walter Beasley's version of
> > > > > the Norah Jones tune "Don't Know Why" from his most recent
> > > > > album called Go With The Flow Could that
> > > > be
> > > > > it? I hope this information helps. Let me know if we've
> > > > > discovered the right song!
> > > > >

> > > > > lily
> > > > > directeur de musique & on-air guide
> > > > > watercolors, xm71
> > > > > watercolors@xmradio com
> > > > >
> > > > >
> > > > >
> > > > > -----Original Message-----
> > > > > From:
> > > > > Sent: Friday, September 05, 2003 2.01 PM
> > > > > To: Watercolors
> > > > > Subject: Re: Song Request
> > > > >
> > > > >
> > > > > Hi again Lily,
> > > > > I'm still trying to find out who the vocalist was around
> > > > > 1.00pm
> > > > > (CST) on 9/03/03. Did you play any Bobby Caldwell music around
> > > > > that time? Could
> > > > > have
> > > > > been a little before or after that time. I'm trying so hard
> > > > > to find out
> > > > > who
> > > > > it was. Thanks!
> > > > >
> > > > > ----- Original Message -----
> > > > > From. "Watercolors" <watercolors@xmradio com>
> > > > > To:
> > > > > Sent: Friday, September 05, 2003 9:06 AM
> > > > > Subject: RE. Song Request
> > > > >
> > > > >
> > > > > Hi
> > > > > Welcome to the XM family. Thanks for spending time with
> > > > > Watercolors! I've got the answer to your mystery tune. At
> > > > > 2:17pm eastern/1:17pm central on 9/3/03 we played "Drowning
> > > > > In Your Eyes" by Ephraim Lewis from the album Skin. The
> > > > > album is still inprint and was released in 1992. I hope
> > > > > this info helps on your quest for new music. Happy
> > > > > Listening!
> > > > >
> > > > > Let us know if you have any more musical questions, lily
> > > > > directeur de musique & on-air guide watercolors, xm71
> > > > > watercolors@xmradio com
> > > > >
> > > > >
> > > > > -----Original Message-----
> > > > > From
> > > > > Sent: Thursday, September 04, 2003 12 07 PM
> > > > > To. watercolors@xmradio com
> > > > > Subject: Song Request

> > > > > >
> > > > > >
> > > > > > ••••••••••••••••••••••••••••
> > > > > > XMRADIO.COM Song Request
> > > > > > ••••••••••••••••••••••••••••
> > > > > >
> > > > > >
> > > > > > would like to
> > > > > > hear:
> > > > > >
> > > > > > Artist: Not sure
> > > > > > Title: Not sure
> > > > > >
> > > > > > Listener's Comments:
> > > > > > This is for Watercolors (71) Please help. A song played
> > > > > > somewhere close
> > > > > > to
> > > > > > 1.00 pm (CST) on 09/03/03 and I need to know the artist and
> > > > > > title. It
> > > > > > was
> > > > > > a male vocalist and he had such a wonderful sound. Sounded
> > > > > > like Sting, but
> > > > > > I
> > > > > > don't think it was him. Can you please check your schedule
> > > > > > and try to
> > > > > > find
> > > > > > out who he was. Please. It could have been anywhere
> > > > > > between 12:55 and 1:15. I will appreciate this so much!
> > > > > > Thanks

-----Original Message-----
From: Tobi
Sent: Tuesday, September 23, 2003 10:21 AM
To:
Subject: RE: Caesers

that totally rules timothy p...you'll totally dig that caesars album...and i'm sure you'll look snazzy in your new xmu t-shirt :)
as for the american analog set...their latest album is called "promise of love" and the album before that is called "know by heart"...the latter is one of my all time favorite albums ever...it's so beautiful...it soothes my soul. if you pick up either album i'm sure you'll be pleased...if you can only pick one of the two...i'd recommend "know by heart." let me know what you think if you pick up either or both. in the meantime...thanks so much for all of your support of the U.

have a super fab day .tobi)

-----Original Message-----
From:
Sent: Tuesday, September 23, 2003 9:49 AM
To: xmu@xmradio.com
Subject: Caesers

Hi Tobi,

I like the Caesers "Jerk It Out" and so I just went to amazon.com and ordered the album! I think this American Analog cut you're playing in pretty good, too Last night I got a brand new XMU T shirt from XMFanStore.com, I'm wearing it today. Hope all is going along smoothly down in the Hub. Have a great day.

-----Original Message-----
From:
Sent: Monday, July 19, 2004 11:48 PM
To: xmcafe@xmradio.com
Subject: Info. Please?

Hello

I want you to know I really enjoy this channel. It alone is worth the cost of my XM subscription.

I don't know if you do this or not, but thought I would try. This evening, I heard a Dire Straits song called "Fade too Black" I wanted to see about buying it, but I can't find what album it is from. If you can, I would appreciate it if you could tell me.

Keep up the good work!

-----Original Message-----
From:
Sent: Friday, July 09, 2004 6:47 PM
To: xmcafe@xmradio.com
Subject: Favorite station

Hello,
I got XM radio in October as an anniversary gift from my wife. I just want to say it is the best and most useful
and enjoyable gift I ever received.
Also XM Café is my favorite station. Great music and artists.
Only one thing, I never heard my 2 favorite artist on XM Café yet. They are Tom Waits and Nick Cave.
Do you play any of these guys? Or am I just listening at the wrong times.
Do any of the other stations play them?
I noticed you use Tom Waits "What's he Building in There" for advertising "Build your own show".
Anyway XM café is great.
I am also learning about new artists (new to me that is) and buying CD's of theirs.
IE: Ben Harper, Shawn Colvin and Michelle Shocked to name a few.

Thanks and keep up the good work!

-----Original Message-----
From:
Sent: Monday, October 25, 2004 7:16 PM
To: xmcafe@xmradio.com
Subject: Low Millions

I heard the new band Low Millions are you're nude music review a few weeks back and loved them. I had to order their album because I couldn't find it in the major stores in my area and it was well worth the effort. Thank you for playing them in the first place and make sure to play them as much as possible People need to hear their new album Great choices are "Eleanor", "Here She Comes" (my fav) and "Statue" among many others

PLAY MORE LOW MILLIONS!!!!

Thanks,

A big XM Cafe fan

-----Original Message-----
From:
Sent: Saturday, October 23, 2004 8:48 AM
To: thegroove@xmradio.com
Subject: Tower of Power

Hello from

The Tower of Power broadcast Friday night was pretty good. Funk isn't my normal listening fare, but these guys can really cook. I'll be out later today looking to pick up a CD or two of theirs.

My only disappointment with the broadcast was that it seemed to start in mid set. Is there any chance you will broadcast the entire show in the future?

-----Original Message-----
From:
Sent: Tuesday, October 19, 2004 8.06 AM
To: Brian.Chamberlain@xmradio.com
Subject: RE: Song Request

Thanks for the info, I ordered it off of Amazon. By the way, how do you become a "Director of Musical Interludes? Sounds like a tough job!!! Just Kidding. Thanks again,

>From "Chamberlain, Brian" <Brian.Chamberlain@xmradio.com>
>To:
>Subject. RE: Song Request
>Date: Tue, 19 Oct 2004 07:35:19 -0400
>
>Hi
>
>Find it on his 2001 CD "To Be Frank."
>
>Hope this helps, and thanks for listening!
>
>Brian
>
>
>Brian Chamberlain
>Director of Musical Interludes
>XM Cafe/ XM 45
>XM Satellite Radio
>1500 Eckington Place, N.E.
>Washington, D C. 20002
>brian.chamberlain@xmradio.com
>P-202.380 4454

Thanks! Will buy on Amazon right now Have a great day!

MPT

-----Original Message-----
From: Chamberlain, Brian
Sent: Saturday, July 31, 2004 1:09 PM
To: '
Subject: RE: song & artist

Hi

No need to even list that many...we know exactly who/what you're referring to. That was a band who go by the name Jing Chi with a song called "It's Nobody's Fault But Mine," (actually a reworking of an old Willie Johnson original) The song features Robert Cray on guest vocals..

Find it on the album "Jing Chi 3D."

Hope this helps ., and thanks for listening!

Brian

Brian Chamberlain
Director of Musical Interludes
XM Cafe/ XM 45
XM Satellite Radio
1500 Eckington Place, N.E.
Washington, D.C. 20002
brian chamberlain@xmradio com
P-202.380.4454
F-202.380 4444
www.xmradio com
Cafe Studio -1.866.542.CAFE
Cafe Email- xmcafe@xmradio.com
Cafe Webpage- http://xmcafe.xmradio.com

-----Original Message-----
From:
Sent: Friday, July 30, 2004 2 59 PM
To: xmcafe@xmradio.com
Subject: song & artist

Dear XM Cafe

Yesterday afternoon (July 29) around 4.30 PM Eastern time you ran a song that sounded like Robert Cray along with other artists. The title box on the radio did not list Robert Cray but another group or artist. I did not have a pen in the car and can not remember the artist or the title of the song.

Can you provide a short list of the songs (with artist) that you played between say 4 15 and 4 45 yesterday?

Thanks!

-----Original Message-----
From:
Sent: Saturday, August 07, 2004 4:52 PM
To: Chamberlain, Brian
Subject: Re: song name

Thank you Brian! Just ordered it on Amazon . woo hoo!
I appreciate you getting back to me. and quickly at that!
Take care,

----- Original Message -----
From: Chamberlain, Brian
To:
Sent: Saturday, August 07, 2004 3:33 PM
Subject: RE. song name

Hi

Glad to know you enjoyed our wedding episode of "Sensitivity Training" last week That tune by The Naked Barbies is titled "Marry Me" from their 1996 CD "Tarnished" on NBD Records

Hope this helps, and thanks for listening!

Brian

Brian Chamberlain
Director of Musical Interludes
XM Cafe/ XM 45
XM Satellite Radio
1500 Eckington Place, N.E.
Washington, D.C. 20002
brian.chamberlain@xmradio.com
P-202.380.4454
F-202.380.4444
www.xmradio.com
Cafe Studio -1.866.542.CAFE

Cafe Email- xmcafe@xmradio.com
Cafe Webpage- http://xmcafe.xmradio.com

-----Original Message-----
From:
Sent: Saturday, August 07, 2004 3:41 PM
To: xmcafe@xmradio.com
Subject: song name

Hi.. I heard a song on the sensitivity training episodes this past week by the Naked Barbies and I can't find the album anywhere! Could you tell me what the name of the song is? Im thinking it's something like 'marry me tonight' but just not sure!
Thanks.

-----Original Message-----
From:
Sent: Thursday, October 07, 2004 9:58 AM
To: Chamberlain, Brian
Subject: Re: Song Request

Thanks!! Later today I will get these on CD Connection.com. Thanks for taking the time!
Regards,

> ----- Original Message -----
> **From:** Chamberlain, Brian
> **To:**
> **Sent:** Thursday, October 07, 2004 4:31 AM
> **Subject:** RE: Song Request
>
> Oh my god .what to pick? There's plenty we've been digging in the XM Cafe but among my favorites
>
> *Badly Drawn Boy "One Plus One Is One"*
>
> Ari Hest "Someone To Tell"
>
> Carbon Leaf "Indian Summer"
>
> Betty Dylan "Abdicate The Throne"
>
> John Buller Trio "What You Want"
>
> Kasey Chambers "Wayward Angel"

-----Original Message-----
From:
Sent: Wednesday, October 06, 2004 7:14 PM
To: Chamberlain, Brian
Subject: Re: Song Request

Brian-
Give me a couple suggestions on cds to get. Maybe your most recent favs from your play list?
Keep up the great work!

Regards,

----- Original Message -----
From: Chamberlain, Brian
To:
Sent: Saturday, July 31, 2004 9:42 AM
Subject: RE. Song Request

Hi

That would be your fellow namesake Marc Broussard and "Home," a song off his new "Carencro" CD.

Hope this helps, and thanks for listening!

Brian

Brian Chamberlain
Director of Musical Interludes
XM Cafe/ XM 45
XM Satellite Radio
1500 Eckington Place, N.E.
Washington, D C. 20002
brian chamberlain@xmradio.com
P-202.380 4454
F-202.380 4444
www xmradio com
Cafe Studio -1.866.542.CAFE
Cafe Email- xmcafe@xmradio com
Cafe Webpage- http /xmcafe xmradio.com

-----Original Message-----
From.
Sent Saturday, July 31, 2004 3:37 AM
To xmcafe@xmradio com
Subject: Song Request

Ted Kelly
Program Director,
UPOP XM29/Worldspace
4th Floor, 2400 N St. N.W. Washington D C. 20037
Listen to Ted Kelly's World Party
Mornings across America on XM 29
and Around the World on the Worldspace Satellite Radio Network
202.969.6478
www.tedkellyworld com
tkelly@worldspace.com
----- Forwarded by Ted Kelly/US/WORLDSPACE on 12/16/04 07:03 AM -----

on 12/13/2004 10:42:23 PM

To: upop@xmradio.com
cc. (bcc. UltraPop/US/WORLDSPACE)

Subject Song question

Hi - I LOVE this station. LOVE IT. It reminds me of being a teenager, waiting patiently for my friend's dad to come home from the UK with whatever albums were in the top ten at the time, discovering new music and feeling oh-so-ahead-of-my-time. Thank you for a great station and some incredible new music. Because of U-POP I have been purchasing the artists I hear you play (some are very hard to find in U.S. even from ITunes)
My music collection is now back to the levels when I was in high school 10 years ago
Also your weekly ITunes countdown of the world's most downloaded songs always turns me onto
future additions to my music collection!

And speaking of that music, I have a question - this afternoon (Monday, December 13, 2004), perhaps around 2-ish EST, I heard a great song that I believe was called "Irish Son " But I can't find it anywhere. Does that sound at all familiar? Can you hook a girl up with the particulars? I hope so!

Have a wonderful holiday season and thank you thank you thank you for UPOP.

XM Satellite Radio Inc.
http://www.xmradio.com

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-----Original Message-----
From:
Sent: Monday, October 17, 2005 2:37 PM
To: XM Cafe
Subject: Playlist Lists

Been listening since August '04 and have discovered a whole slew of new music that I didn't know about and probably would have never found. Thanks for that.

I absolutely love XM Cafe.

Now that I've become aware of many new artists, it was only natural to start purchasing their music, in this case in iTunes Music Store. Sometimes I can rack my brain enough to remember something I've heard, other times not. Wondering if you've considered offering a playlist in iTunes. It would be natural fit in the Radio Charts. I'd definitely use the heck out of it.

would like to hear:

Artist: Randall Bramblett

Title: Comin Round Soon

Listener's Comments:

I've never requested anyting on satellite radio. Will you notify me of the ballpark date/time this will play. BTW, I heard this once a week or two ago on your channel and purchased the "album" -- Thin Line -- from Amazon. Thanks for opening these new horizons!

From:
Sent: Thursday, October 27, 2005 11:57 PM
To: The Torch
Subject: where to go?

Thomas

First of all, let me tell you what an AWESOME station The Torch is!!! I was a die-hard ethel fan, but the only station I listen to now (with the exception of ESPN and MLB) is XM 31. What a great time in Christian music that there are so many great artists out there that appeal to the crowd outside of the pop-christian music scene. My question is, where in the world can I go to get this great music? Is there a website or good music store out there? I am working away from home, so I do not know if there are any national chains that you can recommend to me or is it best to try to find it on the bands' websites? Thanks and God Bless!!

Yahoo! FareChase - Search multiple travel sites in one click. <http://us.lrd.yahoo.com/_ylc=X3oDMTFqODRtdXQ4BF9TAzMyOTc1MDIEX3MDOTY2ODgxNjkEcG9zAzEEc2VjA21haWwtZm9vdGVyBHNsawNmYw--/SIG=110oav78o/**http%3a/farechase.yahoo.com/>

-----Original Message-----
From: .
Sent: Saturday, November 26, 2005 2:55 PM
To: XMU
Subject: thanks

Thank god I opted for XM so I could discover what you are putting together I am one of the pickiest people when it comes to music. I have not listenned to radio music for about ten years, online or local. I could never find something to hit my exact taste Not only do you play the indie rock titles that I am addicted to but you also play many up and coming r and b, rap groups. I thought if I had satellite radio, I would not have to buy so many cd's. Now that i have XMU, I have doubled my catalog Thanks for all of the hard work.

-----Original Message-----
From:
Sent: Wednesday, February 15, 2006 12:01 PM
To: Fine Tuning
Subject: Strauss/Waldteuf - Ice Skaters

Could you tell me the name of the CD that you play when you broadcast Strauss/Waldteuf (appears on the radio) Ice Skaters. I want to buy this particular version, it is the best. Thank you

---

From: Marrone, Mike
Sent: Friday, February 17, 2006 4:01 PM
To:
Subject: RE: Where can I find this artist?

Hi

That is a new track that Michael has released exclusively through iTunes to help the victims of Hurricane Katrina. There are 6 different versions available, but only as digital downloads .

However, the song itself was actually written and originally recorded by Joseph Arthur, and to tell you the truth I like his version a little better. You can find Joseph's original version on this album.

http://www.amazon.com/gp/product/B00004RDTU/qid=1140210181/sr=2-2/ref=pd_bbs_b_2_2/102-5183103-3457710?s=music&v=glance&n=5174

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl. NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on the web: http://loft.xmradio.com

From:
Posted At: Fri 2/17/2006 3:08 PM
To: The Loft
Posted To: XM50
Subject: Where can I find this artist?

Hi Guys, I am trying to find the CD you played that has the song named "In The Sun" by Michael Stipe on it.
I've checked Amazon without luck. Can you help?

I think I need to stop listening to "The Loft", it's costing me too much in CD's.
Just kidding, keep up the good stuff.
Thanks.

3/29/2006

-----Original Message-----
From:
Sent: Saturday, February 18, 2006 1:44 AM
To: XMU
Subject: heya

So I was listening while driving and heard a band, Built To Spill, but it was after another band whose song I was desperately trying to remember, Broken Social Scene, so I don't remember the name of BTS's song. This is driving me bat guano, it was a really good song but BTS has a lot on iTunes and I can't find what I heard (and yes, I started buying their stuff like crazy). I think maybe it was One Thing, but I'm not sure, can you shed some light possibly?

P S while I am a big fan of the subsoniq show (I'm a fan of old school hip hop and "discovered" prog hip hop on XMU), I'm not stealing this moniker, I've actually been using it for 7+ years now online.

P P.S you guys need a deal with apple to make an XMU section on iTunes, I and my credit card company would love you for it

From:
Sent: Sat 2/18/2006 1:56 PM
To: Fitzpatrick, Marty
Subject: Lester Butler

Dear Mr. Fitzpatrick,
Thank you for your prompt reply - now if I can find the Red Devil cd, this quest will be complete.
Some people have a 'photographic' memory for faces, the written word, etc., I have a 'photographic' ear for musicians so to speak And was very impressed by Mr Butler the couple of times I heard him
Two people are indeed in jail for Lesters death - ELVISPELVIS COM/LESTERBUTLER HTM - has the details if you are interested.
November 5, 2005 was a sad day indeed for the WRAY family and friends - thank you for even knowing Fred Lincoln [Link] Wray had passed away
And in closing, may I say that your XMRADIO - Cross Country is the greatest thing to come along the airwaves in years. I have been introduced to more new music, and new artists than I would have thought possible. My personal cd collection has increased by 47 cd's since Directv started broadcasting your station in the middle of November - all inspired by what I heard on Cross Country.
The music hasn't been this good since I grew up in Tulsa in the 50's listening to Leon Russell, David Gates, Johnny Cale [J J Cale], Clyde Stacy, Wesley Reynolds, Jerry Adams, Chuck Blackwell, Carl Radle, Hoyt Axton, Tommy Crook, and a host of others of the original "Tulsa Tops"
Again, thank you for your prompt reply, and keep up the good work.
Sincerely,

Mike Marrone
Program Director
The Loft - XM 50
XM Satellite Radio
1500 Eckington Pl. NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on The Web: http://loft.xmradio.com

-----Original Message-----
From:
Sent. Monday, February 20, 2006 1 37 PM
To: The Loft
Subject: Eva Cassidy

Hi Mike and Kate,

Thanks for playing "Wade in the Water" and turning me on to the awesome musical talent of Eva Cassidy. I've heard this track a couple times on the Loft, and I decided I had to get some more of her work. This past weekend, I picked up the anthology albums "Songbird" and "Wonderful World".

Eva's tragic illness reminds me of the similar tragedy 10 years earlier when California folksinger Kate

Wolf died just as her work was starting to become nationally known. Both are singers I'd like to have seen in a live
show. Thanks to devoted groups of followers, Eva's and Kate's work have
not only lived on, but have reached a larger audience after their deaths.

Thanks again,

-----Original Message-----
From:
Posted At: Monday, February 20, 2006 5:00 PM Posted To: XM40
Conversation: Riviera Paradise
Subject: Riviera Paradise

I received my XM radio free, with a 3 month subscription. I hooked it up in my office at work, but told co-workers that I'd cancel after my free period was over when they asked about it I got hooked minutes after I found channel 40.

Every so often, I find my self pushing myself away from my desk, to roll over and find out what is playing, as just happened with Riviera Paradise Off to amazon com I go, again

-----Original Message-----
From
Sent Tuesday, February 21, 2006 11.20 AM
To: Scott, Jessie
Subject: Stone Coyotes

Hi, Jessie - More guestbook goodies.
THANKS! Barbara

February 21, 2006

You guys rock Just bought two more of your cd's This is a truly unique sound X Country XM got me hooked!

February 20, 2006

I thought I was done with Rock.
you changed my mind!
Now, when are you coming to Santa Cruz, Ca?

February 16, 2006

-----Original Message-----
From: Watercolors
Sent. Wednesday, February 22, 2006 6:34 PM
To:
Subject. RE: Song Request

Sweet! I'm glad you found it!!

-Lily

-----Original Message-----
From:
Sent: Wednesday, February 22, 2006 2:33 PM
To: Watercolors
Subject. RE: Song Request

Hey Lily, I did eventually find the cd but the cost was around 80 dollars on ebay.I didnt want to spend that much . Today was my lucky day as i heard you play it again this morning and i thought i need to check on it. Turns out you were right they re-released it on the 7th. I am listening to it now!
THanks again!

--- Watercolors <watercolors@xmradio.com> wrote:

> Hi !
> Thanks for being a part of the XM nation! The
> version of "Last
> Train Home" that we're playing is from the Pat
> Metheny Group's album
> called Still Life (Talking) (1987). This album has
> been out of print
> since 1990, but you're lucky because Geffen Records
> is re-releasing some
> of Pat Metheny's projects including this one. I
> believe Geffen pressed
> re-issues at the end of 2004. You may have to do
> some searching. I've
> attached a pic of the CD cover art!
>
> Happy hunting!!
>
> Let me know if you find it, many write in looking
> for it .)
>
> Lily
> Music Director, Watercolors
> watercolors@xmradio.com
>
>
>
>
> -----Original Message-----
> From:
> Sent: Thursday, September 15, 2005 1:37 PM
> To: Watercolors
> Subject: Song Request
>
>
> **********
> XMRADIO.COM Song Request
> **********
>
> would like
> to hear:

> Artist: pat matheny
> Title: last train home
>
> Listener's Comments:
> you just played
> Last train home. I cannot find that song. What album
> is it on.Thanks for
> the great music!
>

Do You Yahoo!?
Tired of spam? Yahoo! Mail has the best spam protection around
http://mail yahoo com

-----Original Message-----
From:
Sent: Wednesday, February 22, 2006 12 53 PM
To: XMU
Subject: dearest tobi

i love this radio station more and more each day
i have bought more cds from hearing them on your station, than i ever have.
i would do anything to have my band heard on this station even if it is the only station we are ever heard on again
my label is not doing all they can to make that happen, so i am. i sent the cd a few months ago.

did you get it? should i send another? can i wash your car or something? you can check more info on us at the following

thanks for your time tobi and keep delivering the goods. rocknroll4ever

Thomas Kenny - Music Director
XM 31 - The Torch
1500 Eckington Place NE
Washington, DC 20002
O. 202.380 4353
E: thomas.kenny@xmradio.com
A: Overflowing X
W: www myspace com/thomasaugustus

"Non-linear baby! Non-linear baby!" - Galaxalag

-----Original Message-----
From:
Sent: Saturday, February 11, 2006 1:40 AM
To: The Torch
Subject: monarch

hey. . first of all, i would like to say i love the station. . you guys play great music .. and i was wondering if you could give me a link to the site of the band MONARCH. . i heard them on your station and i can't find their cd anywhere or their site .. thank you so much for your help....

Thomas Kenny - Music Director
XM 31 - The Torch
1500 Eckington Place NE
Washington, DC 20002
O: 202.380.4353
E: thomas.kenny@xmradio.com
A: Overflowing X
W: www.myspace.com/thomasaugustus

"Non-linear baby! Non-linear baby!" - Galaxalag

From:
Sent: Saturday, February 11, 2006 7:44 PM
To: The Torch
Subject: Torch Tunes

Hey this is emily
You guys know what itunes is right? anyways, i think you guys should start Torch Tunes where you can download songs that you guys play on the radio onto an iPod.
i love all of the music you play on there and so does my dad but we can't find any of the cd's or the artists that you guys play anywhere. i love the TORCH!!!

-----Original Message-----
From:
Sent: Wednesday, February 22, 2006 12:17 AM
To. The 60's
Subject. A SONG YOU PLAYED--ATTN: PHLASH OR TERRY YOUNG

PHLASH OR MOTOR MOUTH--ONE OF YOU PLAYED A SONG ON 2-21-06 AND ALL I CAUGHT WAS "LAKESIDE DRIVE" ---WHO IS THAT BY??????????????????
HOW CAN I GET THAT SONG--I HAVE NEVER HEARD IT AND I LOVE IT.

FAN CLAN # 577

Do You Yahoo!?
Tired of spam? Yahoo! Mail has the best spam protection around
http //mail yahoo com

-----Original Message-----
From: Marrone, Mike
To:
Sent: Sat Feb 25 11 21:39 2006
Subject: RE: Song Request

That was a fine new artist by the name of Steve Reynolds. Here's a link to the album on Amazon:
http://www.amazon.com/gp/product/B000AO73Y2/qid=1140884444/sr=2-1/ref=pd_bbs_b_2_1/102-5183103-3457710?s=music&v=glance&n=5174

And here's Steve's website:
http://www.stevereynoldsmusic.com/

Best,

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl. NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on the web: http://loft xmradio.com <http://loft.xmradio.com>

From:
To: The Loft
Posted To: XM50
Subject: Song Request

****
XMRADIO.COM Song Request
****

I would like to hear:

Artist: Unknown
Title: Miner's Lamp

Listener's Comments:
I heard this song yesterday about 4:30. Could you please tell me who the artist is? I would really like to purchase the song/album Thanks!

-----Original Message-----
From. Marrone, Mike
To:
Sent: Tue Feb 28 21 57.12 2006
Subject. RE. Song Request

Hi

That was Michael Stipe with his version of Joseph Arthur's "In The Sun." Here's the story about why he has recorded and released this exclusively through iTunes:

http://www billboard.com/bbcom/news/article_display jsp?vnu_content_id=1001956349

Best,

Mike

Mike Marrone
Program Director
The Loft - XM50
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1500 Eckington Pl NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on the web: http://loft.xmradio.com <http://loft.xmradio.com>

From
PM
To. The Loft

Posted To: XM50
Subject: Song Request

****
XMRADIO.COM Song Request
****

Artist: Michael Stipes (REM)
Title: IN the Sun

Listener's Comments:
I heard this song played yesterday on my drive home about 6:00 EST, and loved it. I went to look for it and nobody has ever heard of Michael Stipes going out on his own away from REM. Is this just too new? Can you tell me the name of the album so I can find it? Thanks, Please e-mail me back

-----Original Message-----
From: Marrone, Mike
To:
Sent Sat Feb 25 12:56:25 2006
Subject: RE. The Push Stars

Hi

You have the correct information, I found their studio version for you on Amazon. We do not sell any of The Loft Sessions.

Here you go:

http://www amazon.com/gp/product/B0001GF2N8/qid=1140890165/sr=2-1/ref=pd_bbs_b_2_1/102-5183103-3457710?s=music&v=glance&n=5174

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on the web: http://loft.xmradio.com <http://loft xmradio.com>

From: Posted At: Sat 2/25/2006 12:49 PM
To: The Loft

Posted To: XM50
Conversation: The Push Stars
Subject: The Push Stars

Kate,

I have been trying to locate a song named Claire that I heard The Push Stars perform during their Loft Session Any ideas or did I write down the wrong same name?

-----Original Message-----
From:
Sent: Saturday, February 25, 2006 10:52 PM
To: The Bob Edwards Show
Subject: Website Feedback

Name:

Email Address:

Comments: Bob -- I loved your interview with Carl Reiner. I laughed out loud throughout the interview, and I loved the 2000 year old man tidbits. I ended up buying a CD of the 2000 Year Old Man as well as NNNNN, Reiner's new book. What a great interviewer you are, and what a wonderful interviewee Carl Reiner was. His stories were wonderful, and his obvious ease in the interview was clearly due to your skill as an interviewer. I love having XM Radio so I can continue to hear you. You were the primary reason we now have three XM radios. Thanks so much, and please please please never retire.

From:
Sent: Wednesday, March 01, 2006 2:36 PM
To: The Torch
Subject: Sufjan Stevens

Folks; I'm a new subscriber to XM Radio and love The Torch Actually it's the only station I've been listening to ! I really like "The Man Of Metropolis Steals Our Hearts" by Sufjan Stevens and went out and bought his "Illinois" cd that it's on. Very strange cd and while I can see some of the Christian allegory in that song I'm wondering what your take is on him and any other background info you have on him. I went to his web site and it's as bizarre as his cd. Is he a Christian ? Just curious

-----Original Message-----
From: Marrone, Mike
To:
Sent: Mon Mar 06 23.34:27 2006
Subject: RE: Who was the artist?

Hi,

That was Jeffrey Foucault and the tune can be found on this album:

http://www amazon.com/gp/product/B0002IQGOO/qid=1141706049/sr=2-1/ref=pd_bbs_b_2_1/002-0600555-4956063?s=music&v=glance&n=5174

We get no money or anything by sending you to this Amazon link, I just do it so you can hear a song sample and make sure it's what you want.

Thanks for listening and getting in touch.

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl. NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on the web: http://loft.xmradio.com <http://loft.xmradio com>

-----Original Message-----
From: Marrone, Mike
To:
Sent. Sun Mar 19 20.56.29 2006
Subject. RE: Song Request

Hi

I think the artist you heard and are trying to find is Glenn Tilbrook. Here's a link to all of his solo stuff on Amazon. If you click the individual albums they will pull up a track listing and sound samples so you can be sure. "Transatlantic Ping Pong" is the newest one, and I believe this is what you heard on The Loft.

http://www.amazon.com/exec/obidos/search-handle-url/102-5183103-3457710?url=index%3Dmusic&search-type=quick-search&field-keywords=glenn+tilbrook&Go.x=15&Go.y=10

Glenn was a founding member and the lead singer of a great band called Squeeze before he went solo. Search for them on Amazon after you check Glenn out.

Best,

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl NE
Washington, DC 20002
(202) 380-4436 (direct)

-----Original Message-----
From: [illegible] Posted At: Saturday, March 18, 2006
9:09 AM Posted To: XM45
Conversation: Song Request
Subject: Song Request

****
XMRADIO.COM Song Request
****

[illegible] from egg hbr. twp., n.j. would like to hear:

Artist: bruce hornsby ??????
Title: Sunflower Cat

Listener's Comments:
I keep hearing this song called "Sunflower Cat" and i keep missing the artist..... i love it and would like to purchase the cd. .. . is it Bruce Hornsby?

-----Original Message-----
From: Marrone, Mike
To:
Sent: Thu Mar 16 08.07·53 2006
Subject: RE: Song Request

Hi

That was Warren Haynes recorded live at Bonnaroo, it is available on this album·

http //www.amazon com/gp/product/B00024I3B2/qid=1142514449/sr=2-1/ref=pd_bbs_b_2_1/102-5183103-3457710?s=music&v=glance&n=5174

Thanks for listening.

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl. NE
Washington, DC 20002
(202) 380-4436 (direct)
The Loft on the web. http://loft.xmradio.com <http.//loft xmradio.com>

From.
To· The Loft

, Posted At. Wed 3/15/2006 10·22 PM

From: Anthony, Jon
Sent: Wednesday, March 15, 2006 1:26 PM
To:
Subject: RE: Music City Connection

Hi, ! THANKS so much for the kind words about the show! It's just the beginning of what will be a GREAT series on XM!

Although it's not available for purchase, you can catch it again on-air tomorrow (Thursday) night at 6pm eastern time, and then again Saturday morning at 9am eastern time! Keep listening -- there are more great "Music City Connection" shows airing in the coming months here on XM!

THANKS so much for listening to Highway 16! Have a great day!

- Jon Anthony
Highway 16
XM Satellite Radio

-----Original Message-----
From:
Posted At: Tuesday, March 14, 2006 8:39 PM
Posted To: XM16
Conversation:
Subject:

I just caught the end of the Music City Connection.Heroes Behind the Hits, and it was one of the coolest things I've heard I loved every minute of it. I was just wondering if there was any kind of album put together on the event, or if it could be watched, heard, or downloaded somewhere.

-----Original Message-----
From:
Sent: Wednesday, March 01, 2006 10:41 AM
To. The Bob Edwards Show
Subject: Website Feedback

Name:

Email Address:

Comments: Mr. Edwards - I bought XM radio when you first signed up. I realized recently that I haven't heard Morning Edition in months; your current show takes precedence.

I wanted to say thanks for all the new things to which you introduce me. Currently I'm reading _Crack at the Edge of the World_ and _Best Worst Times_; I just bought Bird York and Steve Reynolds, and I have documentaries on the Smothers Brothers and the Dust Bowl on order, as well as 'A Time for Burning ' I learn a lot, and my life is more interesting, because of your show Thank you

From: Posted At: Mon 3/6/2006 10:06 PM
To: The Loft
Posted To: XM50
Subject: Who was the artist?

A few weeks ago you played a cover of Creedence Clearwaters Lodi. Can you tell me who the artist was and if I can get this music on CD? Thanks!

-----Original Message-----
From:
Sent: Sunday, March 12, 2006 2:23 PM
To: Chrome; The 80's; The Groove
Subject: Thanks

I have been an XM radio subscriber and listener of your programming since July of 2004 and this thank you has been too long in coming About the time I got XM I started roller skating trying to get some exercise on what the local rink calls "Classic Wednesday". It's really a bunch of 80's dance and electronica music. I kept skating until my skin condition got the best of my feet (check out in case you guys ever need a great charity to support). Given that I couldn't skate regularly any more and still loved to hear the music I was listening to on your channels, I approached the owner who I had worked with at another rink during college about DJ'ing on Wednesdays. He gave me a shot and I have been there every Wednesday night since last May and I have to give a lot of the credit to your programming.
I am supposed to move from dedicated volunteer status to paid part-timer this week.

I started with a Sky-Fi and now have a new Sky-Fi2 and Roady2. The Sky-fi2 goes pretty much everywhere I go, the car, my desk, my night stand garage...
you name it Each time I listen, I come up with another song to try and find in the old LP collection or to find on Napster or other commercial source. I have to go Glynco Georgia for training the last two weeks of this month and the regular skaters are already lamenting about it. Without you guys re-educating me on the music I love, I am sure that would not be the normal response.

Thanks again and keep playing the great music.

From:
Sent: Mon 3/13/2006 8:11 PM
To: Fitzpatrick, Marty
Subject: Re: song/artist

Thank you for responding...we realize you are nationwide. Jessie actually beat your response time by 30 minutes, but it's nice to hear from the Music Director. We have several hundred CDs (many country rock) and plan on adding that to our collection. Thanks again,

On Mar 12, 2006, at 10:46 PM, Fitzpatrick, Marty wrote:

You may have heard from Jessie already, but if not, here's your info...
There are two versions of "Gallo Del Ciello" One is by Joe Ely, the other by Tom Russell It is a great story song.
We're glad you're there!
. Marty
Marty Fitzpatrick

Music Director, X Country Channel 12
Marty.Fitzpatrick@xmradio com

From.
Posted At: Sun 3/12/2006 8.29 AM
To· XCountry
Posted To· XM12
Subject· song/artist

We heard a song on your station about a Mexican fighting rooster called Cay Del Sierro (I'm not sure if that is spelled correctly???) Any chance you could email the artist and title. We love your station!!!

-----Original Message-----
From:
Posted To: XM45
Conversation: Artist Identification
Subject: Artist Identification

Posted At. Monday, March 13, 2006 5:31 PM

Hello! I am hearing an artist listed on XM Cafe as "Euphoria", playing a song titled "Back Against the Wall" I need the label & date of release if I'm to track down the CD?

-----Original Message-----
From:
March 13, 2006 7.55 PM Posted To: XM45
Conversation: What's that song...
Subject: What's that song...

Hi,

I heard this song twiceon your station and haven't been able to catch the artist or song title... You just played it today (Monday 3/13) at 5:30 EST

I need this disc!

Thanks!

-----Original Message-----
From
Sent: Tuesday, March 14, 2006 1:23 PM
To: XM Cafe
Subject RE. Trey Anastasio this morning

Perfect, I'll order the CD right now! I'm in Minnesota so that is the correct time

---

From: XM Cafe [mailto XMMDAC@xmradio.com]
Sent: Tuesday, March 14, 2006 12:18 PM
To:
Subject: RE: Trey Anastasio this morning

You must be referring to "Sleep Again" from Trey's new "Shine" CD, which we played @ 6:32 am eastern.

Hope this helps, and thanks for listening.

Brian

Brian Chamberlain

Director of Musical Interludes

XM Cafe/ XM 45

XM Satellite Radio

1500 Eckington Place, N E.

Washington, D C. 20002

brian chamberlain@xmradio com

P-202.380 4454

F-202.380.4444

www xmradio com <http.//www.xmradio.com/>

Cafe Studio -1.866.542 CAFE

Cafe Email- xmcafe@xmradio.com <mailto xmcafe@xmradio.com>

Cafe Webpage- http.//xmcafe xmradio.com <http://xmcafe.xmradio com/>

-----Original Message-----
From.
Sent. Tuesday, March 14, 2006 11:54 AM
To: XM Cafe
Subject: Trey Anastasio this morning

I was listening to XMcafe this morning at about 5:30 am and you were playing a song by Trey

Anastasio. I can't figure out what song it was so I can buy the CD. It was a fantastic song!

Thanks for your help

From:
Sent: Monday, March 20, 2006 7:09 PM
To: Bruno Yasoni; The Torch
Subject: Re: Where to find downloads

Hey guys,

I havent' heard back from anyone yet, so I thought I'd better email again.
I found Monday Morning's "Sunshine", but here are some others I'm looking for:

Bride - Revolution
Bride - Blow it Away
Mute Math - Chaos
The Listening - Isaiah
12 Stones - So Far Away
Aaron Sprinkle - Antennaes Wife..

Hey - it's your own fault for playing so much good music :-)

I'm trying to find a good Download Site that carries the music played on XM-31 since i-tunes and Napster don't carry a lot of the music you play. Can you recommend anywhere on the Web that offers these tunes and others you play for download? Pay, of course ....

Thanks,

wrote:

> **Hi Xm folks,**
>
> **There are sooooo many "gotta-have" songs on The Torch - I'm not sure I can keep up!!!!**

I have i-tunes (reeeeeeal limited selections), so I was glad to see Napster join in. I picked up a lot of songs on Napster that i-tunes didn't have, but there are a couple of songs I still couldn't find:
Monday Morning - Sunshine
Bride - Revolution

Y'all (yes, I'm from the south - Houston) know who has these and other GREAT selections played on The Torch? It would be so much easier if The Torch had their own Music Library to download from (paid, of course), but I imagine that would be a HUGE undertaking.

Bill Wax
Proprietor of Low-Fi's Bar and Pool Hall
Bluesville - XM Satellite Radio
-----Original Message-----
From:
Sent: Tuesday, March 21, 2006 11:19 AM
To: Wax, Bill
Subject: RE: Bluesville Request

Bill,

Not sure how this request came out on the other end.

I was requesting "You were never mine" by Janiva Magness. I first heard it on Bluesville but I'm not sure if it was your show

By the way I really appreciate your show and the commentary you provide

If it only had channel 74 that would be enough for me to keep paying my subscription to xm radio Since I got the new car (and xm radio) I have heard so many new (and old artists) For the first time in a long time I'm buying music and attending live shows.

For example, I heard Sonny Landreth's "Congo Square" for the first time on XM (not much Louisiana Music here in Boston) I bought the album and as good luck would have it learned he would be performing nearby My son, an aspiring guitarist (at 16 he has no interest in the blues) went to the show and had a ball.

So there .keep on making us blue folk happy!

Regards,

-----Original Message-----
From: Wax, Bill [mailto:Bill.Wax@xmradio.com]
Sent: Monday, March 20, 2006 5:10 PM
To:
Subject: Bluesville Request

Dear - Thanks for your request top us here in Bluesville, but we do not have this song in our library. Do you know who sang the tune?

Thanks for listening to Bluesville and for helping keep the blues alive

Bill Wax
Proprietor of Low-Fi's Bar and Pool Hall
Bluesville - XM Satellite Radio

-----Original Message-----
From:
Sent: Monday, March 27, 2006 11:48 PM
To: Deep Tracks
Subject: thanx for Dave Gilmour's new one!

Heard Dave Gilmour's new album on your channel a couple of weeks ago & had to run out & get the CD. It's outstanding! Would have never known about it had you not played a cut from it; you certainly won't hear it on the regular radio! Thanx so much!

-----Original Message-----
From:
Sent: Tuesday, April 04, 2006 1:42 PM
To: Bradley, Kate
Subject: RE: song/group search

Thanks Kate I subscribed to XM a couple of years ago in an attempt to curb my CD buying habit Who was I kidding??? You have made it possible for me to become a wiser shopper Thank you The aforementioned friend and I listen to other channels, but we always seem to come back home to the Loft.
Keep up the great work,
John

From: Bradley, Kate [mailto:Kate.Bradley@xmradio.com]
Sent: Tuesday, April 04, 2006 12:26 PM
To:
Subject: RE: song/group search

Hi John!

That was The Submarines who are BRILLIANT from the CD Declare A New State, the song Brighter Discontent Get it here:

www.thesubmarines.com

Thanks for listening!

Kate

Kate Bradley
Music Director, *The Loft @ XM 50*
XM Satellite Radio
1500 Eckington Place NE
Washington, DC 20002

202.380.4483 kate bradley@xmradio com

Music Calls: Wednesdays, 11am - 12pm Eastern

-----Original Message-----
From:
Posted At: Tuesday, April 04, 2006 11:58 AM
Posted To: XM50
Conversation: song/group search
Subject: song/group search

A couple of days ago a friend of mine heard a song on the Loft, but his receiver has no memory feature and a clipped display He thinks he saw "Submarin" (group) and "Brighter" (title). Any help for the semi-clueless?
Thanks,

-----Original Message-----
From:
Posted At: Tue 2/14/2006 1:51 AM
To. Ethel
Posted To: XM47
Subject: great stuff

hey thanks you guys are my new favorite xm channel . basically i like every song on your playlist which is why i would like to ask you to post your last 10 songs played online like some other channels then i will remember the names of the bands so i can go get their cds!

From:
Sent: Monday, April 10, 2006 3:04 PM
To: XMU
Subject: RE: Snow Patrol

Thanks so much for your response and for the heads up about about the Lightbody interview!

As always, I truly appreciate what you all do at XMU, so keep up the good work and good tunes... you enable me to keep up my several CD a week habit by constantly exposing me to new music that I can then go out and buy can't get enough of new music! Thanks!

-----Original Message-----
From: XMU [mailto:XMNWRK@xmradio.com]
Sent: Monday, April 10, 2006 11:26 AM
To:
Subject: RE: Snow Patrol

hi joe

the song you heard from snow patrol is a new one...it's called "hands open" and it will be featured on their new full length album called "eyes open" that will be in your local record store on may 9th. sweet.

if you're a fan of snow patrol...then you should check out my "XMU Afterschool Special" tomorrow (wednesday) because at 7 pm east / 4 pm west...i'll be airing a little chat that i had with gary lightbody. along with two acoustic songs recorded when he was in the xm studios in canada a few weeks ago it's going to be pretty sweet.

thanks so much for listening to xmu!

tobi.

dean of music . *program director*
xmu.channel 43 . *college indie new music*

From:
Sent: Friday, March 31, 2006 2:50 PM
To: XMU
Subject: Snow Patrol

What is the name of the Snow Patrol that you just played (and played yesterday)? It has the lyric, "We'll put Sufjan Stevens on. And listen to your favorite song. Chicago lights up. ..."

Is from there earlier 1999 album?

From: Watercolors
Sent: Tuesday, April 11, 2006 9:04 AM
To:
Cc: Zellner, Jon
Subject: RE: Song Played

Sweet! I'm glad you found it, and added it to your music collection :)

Happy XM Listening,
Lily
Music Director/Watercolors
watercolors@xmradio.com

-----Original Message-----
From:
Sent: Monday, April 10, 2006 12:05 AM

To: Watercolors
Subject: RE: Song Played

Dear Lily,

Thank you again.

The song I was looking for was Surrender by Dave Koz.

Without your kind help this would be lost forever.

I ordered the CD The Dance.

I owe you.

You're the best.

So My Best To You

Thanks

-------Original Message-------

From: Watercolors
Date: 03/30/06 11:41:39
To:
Subject: RE: Song Played

Hi
Here's a list of tunes played on 3/23 between 5-5.30pm EST. I hope you find the tune you looking for in the list!

5.00pm Rose Rouge/St Germain
5:06pm Positive Vibe/Pamela Williams
5:10pm Lilac Lane/Acoustic Alchemy
5:15pm Surrender/Dave Koz
5:20pm Eternity/Lizz Wright
5.24pm I Feel You/Walter Beasley
5:28pm Always Thinking Of You/Nick Colionne
5:32pm Tamera/Warren Hill

Best,
Lily

-----Original Message-----
From:

>
>Thanks for listening to Bleusville and for helping keep the blues
>alive
>
>Bill Wax
>Proprietor of Low-Fi's Bar and Pool Hall
>Bluesville - XM Satellite Radio
>

FREE pop-up blocking with the new MSN Toolbar – get it now!
http://toolbar.msn.click-url com/go/onm00200415ave/direct/01/

From:
Sent: Monday, April 17, 2006 11:39 AM
To: The Torch
Subject: The Torch

Gentlemen,
I wanted to express my disappointment about removing The Torch from my XM radio I travel in my car extensively, that is why I purchased XM Radio,and I listen to the Torch 90% of the time. In fact 12 of the last 13 CD's I purchased came from songs I heard on The Torch. I don't listen to music on line I do have DirecTV and can enjoy The Torch there But without it in my car I'm not sure I need XM Radio anymore. Please reconsider your decision
Sincerely,

-----Original Message-----
From:
Sent: Thursday, March 30, 2006 1:16 PM
To: Lee, Aaron
Subject: Whoa. Tea for one .

Hey Aaron,

Man, that rocked. I seldom buy CDs anymore I'm going to have to get the new JB disc.

--

It's 106 miles to Chicago, we got a full tank of gas, half a pack of cigarettes, it's dark and we're wearing sunglasses Hit it.

-----Original Message-----
From:
Sent: Sunday, April 16, 2006 5:07 PM
To: The Bob Edwards Show
Subject. Website Feedback

Name.

Email Address:

Comments: I love this program!! Just heard the segment on the Flecktones and bought two of their albums as a result. Keep up the great work!

-----Original Message-----
From: '
Sent: Monday, April 17, 2006 9.58 PM
To: Kenny, Thomas
Subject. RE: Going to web-based program

Thomas,

Thanks for your message back. I can appreciate the decision to appeal to the broadest audience possible - you've got a network to run, after all, with limited bandwidth. The other delivery means don't help me a whole lot, since I don't have direct TV and my employer blocks access to "media" programming over my work connection. Getting XM to my PC in the office would be AWESOME!

I've listened to XM32 a little so far today, but it's not the same. I'm going to miss Underoath, Kids in the Way, MXPX, etc Those groups and their peers can credit quite a few CD sales to your station, from me anyway.

In any case, signing up for XM was a no-brainer when the free trial period ended when I got my Honda Accord a couple of years back, and that was before I listened to The Torch probably 80% of the time I'm signed up until the lease runs out. .at which point I'll sign up again with another car.

Thanks for the personal response and best wishes on your new channels (audio and distribution).
Regards,

Thomas.Kenny@xmra
dio com

04/17/2006 04:56
PM

To

cc

Subject
RE. Going to web-based program

Hi. This is Thomas from The Torch. Thanks for your email. The response from listeners has been overwhelming. Any follow-up is appreciated.

Here is a full explanation of the changes taking place on 4/17/06.

As you know, XM just introduced several new channels into the lineup and removed a few as well. The decision to remove a channel is never easy
It is understood that the Torch had a very loyal audience However, the research and listener feedback indicated that this very loyal audience was also very limited Listener feedback is very important to XM as some channels have been brought back based on "popular demand."

The good news is that the Torch will be available through Direct TV (CH.
829) for the first time in additional to online at www xmradio.com and through AOL music

And, you'll be able to hear some of the music that the Torch played on The Message, XM 32, which plays a great mix of Christian pop and rock hits. And, we recently introduced XM 34 - Enlighten to our satellite audience, playing the best in Southern Gospel. Urban Gospel, XM 33 - Spirit, will also remain on satellite.

I thank you again for writing and for being an XM subscriber. If you have any further comments about any of the XM music channels, please feel free to directly contact VP of Music Programming, Jon Zellner.
jon.zellner@xmradio com

Regards,

Thomas

Thomas Kenny - Music Director
XM 31 - The Torch
1500 Eckington Place NE
Washington, DC 20002
O: 202.380 4353
E: thomas.kenny@xmradio.com
A: Overflowing X
W: www.myspace.com/thomasaugustus

"Non-linear baby! Non-linear baby!" - Galaxalag

-----Original Message-----
From
Sent: Saturday, April 15, 2006 9:32 AM
To: The Torch
Subject: Going to web-based program

Subject: Going to web-based program

Attachment(s):

Listening to XM in my car is going to be a lot less enjoyable now that I won't get The Torch any more.

(Embedded image moved to file. pic29734 jpg)

From:
Posted At: Monday, December 19, 2005 1:01 AM
Posted To: XM05
Conversation: Thanks For Bringing The Rockabilly Roadtrip Back!!!!!!!!
Subject: Thanks For Bringing The Rockabilly Roadtrip Back!!!!!!!!

Bruce,
It is so nice to hear New shows of the Rockabilly Roadtrip!! I know it must be hard to keep coming up with new shows every week, but you are doing a terrific job. Each week, you expand my mind and ears and turn me onto a new artist. This week it was Jules Blattner! I had never heard of him before, but now I will be ordering his Hydra CD.

Keep up the great work!!!!

-----Original Message-----
From:
Sent: Monday, July 24, 2006 2:25 PM
To: Fine Tuning
Subject: error in music listing

It's about 2:25 p.m. Eastern and you are currently playing Emerson, Lake & Palmer's "Lucky Man," which is OK, except that your channel listing says you're playing ELP's "Karn Evil 9 3rd Impression." Thought you'd want to know...

avid Fine Tuning listener

P.S. A while ago you had the California Guitar Quartet on your show and I bought all their CDs as a result of hearing them. Thank you!

-----Original Message-----
From: Marrone, Mike
To:
Sent: Sun Mar 12 22:08:03 2006
Subject: RE: Paul Brady

Hi

This is a good Best Of:

http://www.amazon.com/gp/product/B00005U8H8/qid=1142219253/sr=2-2/ref=pd_bbs_b_2_2/102-5183103-3457710?s=music&v=glance&n=5174

This is one of his best.

http://www.amazon.com/gp/product/B000001DVG/ref=m_art_li_10/102-5183103-3457710?s=music&v=glance&n=5174

And I really like the latest one

http://www.amazon.com/gp/product/B000765I2W/ref=pd_art_ftr_2/102-5183103-3457710?s=music&v=glance&n=5174

Mike

Mike Marrone
Program Director
The Loft - XM50
XM Satellite Radio
1500 Eckington Pl. NE
Washington, DC 20002

(202) 380-4436 (direct)
The Loft on the web: http://loft.xmradio com <http://loft.xmradio.com>

From:
Sent: Sun 3/12/2006 9.37 PM
To: Marrone, Mike
Subject: Paul Brady

I was wondering if you could give me a little direction with Paul Brady. Any favorite albums that you think are the best? Thanks.

Best regards

-----Original Message-----
From:
Sent: Friday, July 21, 2006 6:50 AM
To: Watercolors
Subject: Fwd: Need The Title and Artist for 2 Songs Heard On Your Station

Lily:

Thank you so much, I have purchased the CDs containing the 2 songs that I heard on your station.

Thanks again.

-----Original Message-----
From: XMLTJA@xmradio.com
To:
Sent: Fri, 23 Jun 2006 9:23 PM
Subject: RE: Need The Title and Artist for 2 Songs Heard On Your Station

Hi
Thanks for being a part of the XM nation! we played "Le Restaurant" by Brenda Russell around 4:40pm ET Find this song on her 1988 album called *Get Here*. I've attached a pic of the CD cover

art, and this album is still inprint. As for "you oughta know by now" - those lyrics sound familiar, but I can't quite put my finger on it. Was this also a female vocal? Need some more help for this one, but I know we can find it. Let us know!

Happy XM Listening,
Lily
Music Director, Watercolors
watercolors@xmradio.com

-----Original Message-----
From:
Sent: Wednesday, June 21, 2006 3:31 PM
To: Watercolors
Subject: Need The Title and Artist for 2 Songs Heard On Your Station

To Whom It May Concern:

On Tuesday, between 3:00 and 5.00 pm eastern time, I heard two songs, that I would like to purchase, but I don't know the exact titles (or the artists), I believe they are titled:

"You Ought a Know By Now"
"At The Restaurant."

Any assistance would be greatly appreciated.

<HR

From:
Posted At: Tuesday, August 29, 2006 12:54 PM
Posted To: XM74
Conversation: Information request
Subject: Information request

I just listened to your broadcast of "Bluesville" on a United Airlines flight from Chicago to Hong Kong I absolutely loved it!!!! THANK YOU!

I was wondering if there was a list of songs and artists I wanted to buy some of their CDs?

Thank you,

-----Original Message-----
From:
Sent: Monday, July 24, 2006 2:25 PM
To: Fine Tuning
Subject: error in music listing

It's about 2:25 p.m. Eastern and you are currently playing Emerson, Lake & Palmer's "Lucky Man," which is OK, except that your channel listing says you're playing ELP's "Karn Evil 9 3rd Impression." Thought you'd want to know...

, avid Fine Tuning listener

P.S. A while ago you had the California Guitar Quartet on your show and I bought all their CDs as a result of hearing them. Thank you!

-----Original Message-----
From:
Sent: Wednesday, October 18, 2006 5:57 PM
To: XM Cafe
Subject: Re: Song Request

Brian - great job ! i bought the cd last week and have been enjoying...thanx to you.

----- Original Message -----
From: "XM Cafe" <XMMDAC@xmradio.com>
To:
Cc: "Evans, Bill" <Bill.Evans@xmradio.com>; "Carter, Cathy" <Cathy.Carter@xmradio.com>
Sent: Monday, October 16, 2006 10:25 AM
Subject: RE: Song Request

Hi

Good ears. The song you heard is called "Sign In The Door" by Kasey Chambers. Find it on her new CD "Carnival."

Hope this helps, and thanks for listening.

Brian

Brian Chamberlain
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Cafe Email- xmcafe@xmradio.com
Cafe Webpage- http://xmcafe.xmradio.com

-----Original Message-----
From:
Sent: Saturday, October 14, 2006 8:40 AM

To: XM Cafe
Subject: Song Request

****
XMRADIO.COM Song Request
****

would like to hear:

Artist: casey chambers ?
Title: the lonley don't live here anymore

Listener's Comments:
On friday the 13 I was listening and heard a song - time 4:44 pm - the title may have been "the lonely don't live hear any more" - it was a female artist. at end of the set the dj mentioned some names - casey chambers, or amy mann. i loved the song and the artist. can you tell me who that was and what the song title is. thanx,

From:
Sent: Wednesday, May 03, 2006 11:46 AM
To: XMU

Subject: Re: xmu

So the great Tobi is also the brains behind the operation! Well, I must say you've done so much to enhance my life with your selection savvy! I'm a child of the '70s who'd seen my enthusiasm for music trickle to a dribble until I found XM, and most specifically XMU.

Now I have about three pieces of 81/2 x 11 paper, front and back, listed with bands I want to purchase material of. A good 85% of these emanated from XMU. I've already thrilled to purchase The Delgados, Arcade Fire, The Dears, Elefant and Aqueduct on CD thanks to your vision. I will continue to regenerate my collection in the coming years with your guidance!

Great to meet you.