

Petition to Participate in Docket No. 2007-1 CRB DTRA-BE

In accordance with 17 U.S.C. § 803(b)(1) and 37 CFR 251.45(a), the entity set forth herein files with the Copyright Royalty Board a notice stating the entity's intention to participate in the proceedings to establish reasonable rates and terms for the making of ephemeral recordings by entities that transmit performances of sound recordings to business establishments pursuant to 17 U.S.C. §§ 114(d)(1)(C)(iv) and 112(e). This Petition responds to the Copyright Royalty Board's notice announcing the commencement of the above-captioned proceeding and request for Petitions to Participate, 72 Fed. Reg. 584 (Jan. 5, 2007).

1. Name of Service(s): XM Satellite Radio Inc.

2. Mailing Address: 1500 Eckington Place NE

Washington, DC 20002-2194

3. Website Address of Service: www.xmradio.com

4. Interest In the Proceedings:

XM Satellite Radio Inc. ("XM") operates a service that transmits performances of sound recordings to business establishments pursuant to the limitations on exclusive rights specified by 17 U.S.C. §§ 114(d)(1)(C)(iv); in furtherance of that service, XM makes ephemeral recordings of sound recordings and is thus subject to the rates and terms for the making of ephemeral copies under § 112(e).

5. Officer or Authorized Representative of Service:

1. Name: R. Bruce Rich**

2. Title: Partner, Weil Gotshal & Manges LLP

3. **Address:** 767 Fifth Ave., New York, NY 10153
4. **Telephone No:** (212) 310-8170
5. **Facsimile No:** (212) 310-8007
6. **Date:** 2/6/2007
7. **Signature:** R. Bruce Rich / ST.

**As required by 37 C.F.R § 350.2, it is hereby affirmed that Mr. Rich is presently a member in good standing of the bar of New York State (N.Y. Bar No. 1304534).