

**Before the  
UNITED STATES COPYRIGHT ROYALTY JUDGES  
Washington, D.C.**

	)	
<b>In the Matter of</b>	)	
	)	
<b>DETERMINATION OF RATES AND TERMS FOR BUSINESS ESTABLISHMENT SERVICES</b>	)	<b>Docket No. 17-CRB-0001-BER (2019-2023) CRB Business Establishments III</b>
	)	

**SIRIUS XM RADIO INC.’S PETITION TO PARTICIPATE**

Sirius XM Radio Inc. (“Sirius XM”) hereby submits this Petition to Participate in the above-captioned proceeding pursuant to the Copyright Royalty Judges’ Notice announcing the commencement of the proceeding. 82 Fed. Reg. 143 (January 3, 2017).

Sirius XM’s contact information, as required by 37 C.F.R. § 351.1(b)(1), is as follows:

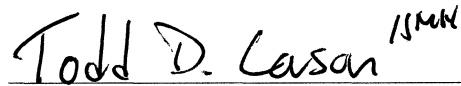
Sirius XM Radio Inc.  
1290 Avenue of the Americas  
New York, NY 10020  
Ph. (212) 584-5100  
Fax (212) 584-5200  
patrick.donnelly@siriusxm.com

Sirius XM provides business establishment services to customers across the United States, and therefore has a significant interest in the subject matter of the proceeding. Sirius XM utilizes the Section 112(e) statutory license to make ephemeral copies of sound recordings for purposes of transmitting performances of sound recordings to business establishments pursuant to the limitations of Section 114(d)(1)(c)(iv); accordingly, Sirius XM will be subject to the rates and terms set by the Judges in this proceeding for the 2019-2023 license period.

For reasons described in the accompanying Declaration of Todd Larson, Sirius XM is filing this Petition on February 6, 2017, two business days after the announced February 2, 2017, deadline. Sirius XM takes the Judges' deadlines very seriously, and apologizes for any inconvenience this causes the Judges. Given the apparent lack of prejudice to any other participant as a result of the short delay, Sirius respectfully requests that the Judges accept the late-filed petition.

Pursuant to 37 C.F.R. § 351.5(b)(4), we enclose the requisite \$150 filing fee.

Respectfully submitted,



R. Bruce Rich (N.Y. Bar No. 1304534)  
Todd D. Larson (N.Y. Bar No. 4358438)  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, NY 10153  
Tel: 212.310.8170  
Fax: 212.310.8007  
r.bruce.rich@weil.com  
todd.larson@weil.com

*Counsel for Sirius XM Radio Inc.*

February 6, 2017