

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

In the Matter of:

Determination of Rates and Terms for
Preexisting Subscription Services and
Satellite Digital Audio Radio Services

Docket No. 2011-1
CRB PSS/Satellite II

DECLARATION AND RULE 11 CERTIFICATION OF MICHAEL B. DESANCTIS

1. I am counsel for SoundExchange, Inc. (“SoundExchange”) in Docket No. 2011-1 CRB PSS/Satellite II and am authorized to submit this declaration on behalf of SoundExchange. I respectfully submit this declaration and certification pursuant to Rule 350.4(e)(1) of the Copyright Royalty Judges Rules and Procedures, 37 C.F.R. § 350.4(e)(1), and the terms of the Protective Order issued on November 16, 2011 (“Protective Order”).

2. I have reviewed SoundExchange’s Proposed Findings of Fact and Redaction Log submitted in this proceeding. I have determined to the best of my knowledge, information, and belief that portions of those filings contain information that the Judges have agreed during the course of this proceeding to treat as “Protected Material” as defined by the Order. The Protected Material is identified in the Redaction Log and shaded in the printed copies of SoundExchange’s filing.

3. All Protected Material identified in the Redaction Log, including written and hearing testimony and trial exhibits, was either (a) designated by the Copyright Royalty Judges as restricted Protected Material during the course of the trial; or (b) stipulated by Sirius XM, Music Choice, and SoundExchange to be Protected Material in the Joint Motion To Treat Certain Admitted Exhibits As Restricted, submitted by the parties on September 24, 2012.

4. I submit this Declaration and Certification along with the accompanying Redaction Log on behalf of SoundExchange in an abundance of caution and so as not to waive the continuing application of the Protective Order for all parties to the materials listed on the Redaction Log.



Michael B. DeSanctis

Dated: September 27, 2012

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

In the Matter of:

Determination of Rates and Terms for
Preexisting Subscription Services and
Satellite Digital Audio Radio Services

Docket No. 2011-1
CRB PSS/Satellite II

REDACTION LOG FOR SOUNDEXCHANGE’S PROPOSED FINDINGS OF FACT

Pursuant to the requirements of the Protective Order entered by the Copyright Royalty Judges on November 16, 2011, SoundExchange hereby submits the following list of redactions from its Proposed Findings of Fact filed on September 26, 2012. The Declaration and Certification of Michael B. DeSanctis submitted herewith certifies, in compliance with 37 C.F.R. § 350.4(e)(1), that the listed redacted materials meet the definition of “Protected Material” contained in the Protective Order. Furthermore, all redacted material listed below, including written and hearing testimony and trial exhibits, was designated by the Copyright Royalty Judges as restricted Protected Material during the course of the trial.

<u>Document</u>	<u>Page/Paragraph Number</u>	<u>Description</u>
SoundExchange’s Proposed Findings of Fact	Page 4, Paragraph 10	Contains material non-public information designated by the CRB as Protected Material
	Page 5, Paragraph 12	Contains material non-public information designated by the CRB as Protected Material
	Page 7, Paragraph 18	Contains material non-public information designated by the CRB as Protected Material
	Page 7, Paragraph 20	Contains material non-public information designated by the CRB as Protected Material

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	Page 18, Paragraph 50	Contains material non-public information designated by the CRB as Protected Material
	Page 22, Paragraph 66	Contains material non-public information designated by the CRB as Protected Material
	Page 39, Paragraph 130	Contains material non-public information designated by the CRB as Protected Material
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	Page 61, Paragraph 185	Contains material non-public information designated by the CRB as Protected Material
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Page 391, Paragraph 863	Contains material non-public information designated by the CRB as Protected Material	

CERTIFICATE OF SERVICE

I, David Moskowitz, do hereby certify that copies of the foregoing were sent via electronic mail and First Class mail on the 27th day of September 2012, to the following:

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David Moskowitz