

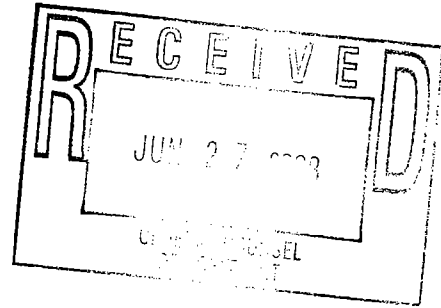
soundexchange

1121 FOURTEENTH STREET, NW, SUITE 700, WASHINGTON, DC 20005
P: 202.640.5858 F: 202.640.5859
WWW.SOUNDEXCHANGE.COM



June 4, 2008

Tanya M. Sandros
General Counsel
United States Copyright Office
Library of Congress
James Madison Memorial Building
101 Independence Avenue, SE,
Washington, D.C. 20559-6000



Re: Notices of Intent to Audit Certain Digital Audio Transmission Services Pursuant to the Statutory Licenses Set Forth in 17 U.S.C. §§ 112 and 114

Dear Tanya:

Thank you again for your call on Monday. As you requested, please find enclosed date-stamped copies of the following Notices, which were filed with the Copyright Office (as well as the Copyright Royalty Board) on the dates indicated:

- Notice of Intent to Audit Yahoo!, Inc. for CY 2005 – filed on October 29, 2007;
- Notice of Intent to Audit Real Networks, Inc. for CY 2005 – filed on November 28, 2007;
- Notice of Intent to Audit AOL LLC for CY 2005 – filed on February 29, 2008;
- Notice of Intent to Audit MTV Networks for CY 2005 – filed on February 29, 2008; and
- Notice of Intent to Audit Susquehanna Radio Corp. for CY 2005 – filed February 29, 2008; and
- Notice of Intent to Audit Last.fm, Ltd. for CY 2005, 2006 and 2007 – filed March 3, 2008.

I understand that these letters may have been misplaced or misdirected after they were delivered to the public information desk at the Copyright Office. As we discussed, we will plan to give you a call in the future to let you know when any such notices may be arriving, so that you may alert the public information desk. If there is anything else we can do, or if you have any other questions, please do not hesitate to give me a call.

Sincerely,

Colin Rushing
Senior Counsel
(202) 640-5869

Enclosures

soundexchange

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October 29, 2007

BY HAND

Copyright Royalty Board
Library of Congress
James Madison Memorial Building
101 Independence Ave., SE
Washington, D.C. 20559-6000

Re: Notice of Intent to Audit Yahoo!, Inc. for CY 2005

To Whom It May Concern:

Pursuant to 37 C.F.R. §§ 262.6(c) and 380.6(c), SoundExchange, as the sole collective designated by the Copyright Royalty Board (hereinafter, "the Board") to collect and distribute the statutory royalties paid by eligible nonsubscription transmission services and new subscription services under 37 C.F.R. §§ 262.4(b)(1) and 380.4(b)(1), hereby notifies the Board of its intent to expand its audit of the licensee Yahoo!, Inc. and its affiliate Musicmatch, Inc. (collectively, "Yahoo!").

On December 23, 2005, SoundExchange filed with the Copyright Office a Notice of Intent to Audit Yahoo! for the years 2002, 2003, and 2004. SoundExchange is now in the process of having its auditor, Royalty Review Council, conduct on-site verifications of Yahoo!'s books and records for portions of the foregoing period. In order to minimize disruptions to Yahoo! and maximize the efficiency of the audit, Yahoo! has consented to SoundExchange's expanding the scope of its audit to cover the year 2005 provided SoundExchange files a Notice of Intent to Audit that year with the Board.

Therefore, SoundExchange is notifying the Board of its intent to expand its audit of Yahoo! to cover the year 2005 for both its subscription and nonsubscription transmissions.

The audit shall be conducted by Royalty Review Council, located at 15456 Ventura Blvd., Suite 203, Sherman Oaks, CA 91403.

Pursuant to 37 C.F.R. §§ 262.6(c) and 380.6(c), a copy of this Notice of Intent to Audit is being served contemporaneously upon Yahoo!.

RECEIVED

OCT 29 2007

**COPYRIGHT OFFICE
PUBLIC OFFICE
RECEIVED**

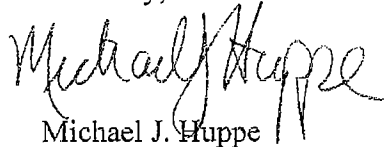
OCT 29 2007

Copyright Royalty Board

United States Copyright Office
Library of Congress
Office of the General Counsel
October 29, 2007
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In the event the Copyright Office still has jurisdiction over this matter with respect to 2005 (based upon Copyright Office regulations that were in effect in 2005 – 37 C.F.R. § 262.6(c)), SoundExchange is also serving a copy of this Notice of Intent to Audit upon the Copyright Office.

Sincerely,

A handwritten signature in black ink that reads "Michael J. Huppe". The signature is written in a cursive style with a large, stylized "M" and "H".

Michael J. Huppe
General Counsel

cc: Office of the General Counsel, United States Copyright Office (by hand)
Jeff Mickeal, Yahoo! (by Facsimile and FedEx)

