

4. I rejected that proposal, and told Mr. Pomerantz that SoundExchange should file the motion that day (April 1) if it were so disposed. SoundExchange did not file such a motion on that date.

I hereby declare under the penalty of perjury that, to the best of my knowledge, information and belief, the foregoing is true and correct.

Dated: April 24, 2015
Washington, DC

A handwritten signature in black ink that reads "R. Bruce Rich" with a stylized flourish at the end.

R. Bruce Rich
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Tel: (212) 310-8170
Fax: (212) 310-8007
bruce.rich@weil.com

Counsel for Pandora Media, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on April 24, 2015, I caused a copy of the foregoing *Declaration of R.*


Bruce Rich to be served by e-mail and first-class mail upon the participants listed below:

<p>Cynthia Greer Sirius XM Radio Inc. 1500 Eckington Place, NE Washington, DC 20002 cynthia.greer@siriusxm.com Tel: 202-380-1476 Fax: 202-380-4592</p> <p>Patrick Donnelly Sirius XM Radio Inc. 1221 Avenue of the Americas 36th Floor New York, NY 10020 patrick.donnelly@siriusxm.com Tel: 212-584-5100 Fax: 212-584-5200</p> <p><i>Sirius XM Radio Inc.</i></p>	<p>Paul Fakler Arent Fox LLP 1675 Broadway New York, NY 10019 paul.fakler@arentfox.com Tel: 202-857-6000 Fax: 202-857-6395</p> <p>Martin Cunniff Arent Fox LLP 1717 K Street, N.W. Washington, DC 20036 martin.cunniff@arentfox.com Tel: 202-857-6000 Fax: 202-857-6395</p> <p><i>Counsel for Sirius XM Radio Inc.</i></p>
<p>C. Colin Rushing Bradley Prendergast SoundExchange, Inc. 733 10th Street, NW, 10th Floor Washington, DC 20001 Tel: 202-640-5858 Fax: 202-640-5883 crushing@soundexchange.com bprendergast@soundexchange.com</p> <p><i>SoundExchange, Inc.</i></p>	<p>Glenn Pomerantz Kelly Klaus Anjan Choudhury Munger, Tolles & Olson LLP 355 S. Grand Avenue, 35th Floor Los Angeles, CA 90071-1560 glenn.pomerantz@mto.com kelly.klaus@mto.com anjan.choudhury@mto.com Tel: 213-683-9100 Fax: 213-687-3702</p> <p><i>Counsel for SoundExchange, Inc.</i></p>

<p>Mark C. Hansen John Thorne Evan T. Leo Scott H. Angstreich Kevin J. Miller Caitlin S. Hall Igor Helman Leslie V. Pope Matthew R. Huppert Kellogg, Huber, Hansen, Todd, Evans & Figel, P.L.L.C. 1615 M Street, NW, Suite 400 Washington, DC 20036 mhansen@khhte.com jthorne@khhte.com eleo@khhte.com sangstreich@khhte.com kmiller@khhte.com chall@khhte.com ihelman@khhte.com lpope@khhte.com mhuppert@khhte.com Tel: 202-326-7900 Fax: 202-326-7999</p> <p><i>Counsel for iHeartMedia, Inc.</i></p>	<p>Donna K. Schneider Associate General Counsel, Litigation & IP iHeartMedia, Inc. 200 E. Basse Road San Antonio, TX 78209 donnaschneider@iheartmedia.com Tel: 210-832-3468 Fax: 210-832-3127</p> <p><i>iHeartMedia, Inc.</i></p>
<p>Bruce G. Joseph Karyn K. Ablin Michael L. Sturm Wiley Rein LLP 1776 K Street, NW Washington, DC 20006 bjoseph@wileyrein.com kablin@wileyrein.com msturm@wileyrein.com Tel: 202-719-7000 Fax: 202-719-7049</p> <p><i>Counsel for National Association of Broadcasters</i></p>	<p>David Oxenford Wilkinson Barker Knauer, LLP 2300 N Street, NW, Suite 700 Washington, DC 20037 doxenford@wbklaw.com Tel: 202-383-3337 Fax: 202-783-5851</p> <p><i>Counsel for National Association of Broadcasters, Educational Media Foundation</i></p>

<p>Gregory A. Lewis National Public Radio, Inc. (NPR) 1111 North Capital Street, NE Washington, DC 20002 glewis@npr.org Tel: 202-513-2050 Fax: 202-513-3021</p> <p><i>National Public Radio, Inc.</i></p>	<p>Kenneth Steinthal Joseph Wetzel King & Spaulding LLP 101 Second Street, Suite 2300 San Francisco, CA 94105 ksteinthal@kslaw.com jwetzel@kslaw.com Tel: 415-318-1200 Fax: 415-318-1300</p> <p>Ethan Davis 1700 Pennsylvania Avenue, NW Suite 200 Washington, DC 20006 edavis@kslaw.com Tel: 202-626-5440 Fax: 202-626-3737</p> <p>Antonio Lewis 100 N. Tryon Street, Suite 3900 Charlotte, NC 28202 alewis@kslaw.com Tel: 704-503-2583 Fax: 704-503-2622</p> <p><i>Counsel for National Public Radio, Inc.</i></p>
<p>Kevin Blair Brian Gantman Educational Media Foundation 5700 West Oaks Boulevard Rocklin, CA 95765 kblair@kloveair1.com bgantman@kloveair1.com Tel: 916-251-1600 Fax: 916-251-1731</p> <p><i>Educational Media Foundation</i></p>	<p>Jane Mago 1771 N Street, NW Washington, D.C. 20036 jmago@nab.org Tel: 202-429-5459 Fax: 202-775-3526</p> <p><i>National Association of Broadcasters (NAB)</i></p>

<p>Karyn K. Ablin Jennifer L. Elgin Wiley Rein LLP 1776 K Street, NW Washington, DC 20006 kablin@wileyrein.com jelgin@wileyrein.com Tel: 202-719-7000 Fax: 202-719-7049</p> <p><i>Counsel for National Religious Broadcasters Noncommercial Music License Committee</i></p>	<p>Russ Hauth Harv Hendrickson 3003 Snelling Drive, North Saint Paul, MN 55113 russh@salem.cc hphendrickson@unwsp.edu Tel: 651-631-5000 Fax: 651-631-5086</p> <p><i>National Religious Broadcasters NonCommercial Music License Committee</i></p>
<p>Jeffrey J. Jarmuth Law Offices of Jeffrey J. Jarmuth 34 East Elm Street Chicago, IL 60611 jeff.jarmuth@jarmuthlawoffices.com Tel: 312-335-9933 Fax: 312-822-1010</p> <p><i>Counsel for AccuRadio, LLC</i></p>	<p>Kurt Hanson AccuRadio, LLC 65 E. Wacker Place, Suite 930 Chicago, IL 60601 kurt@accuradio.com Tel: 312-284-2440 Fax: 312-284-2450</p> <p><i>AccuRadio, LLC</i></p>
<p>William Malone 40 Cobbler's Green 205 Main Street New Canaan, Connecticut 06840 malone@ieee.org Tel: 203-966-4770</p> <p><i>Counsel for Intercollegiate Broadcasting System, Inc. and Harvard Radio Broadcasting Co., Inc.</i></p>	<p>Frederick Kass 367 Windsor Highway New Windsor, NY 12553 ibs@ibsradio.org IBSHQ@aol.com P: 845-565-0003 F: 845-565-7446</p> <p><i>Intercollegiate Broadcasting System, Inc. (IBS)</i></p>
<p>George Johnson GEO Music Group 23 Music Square East, Suite 204 Nashville, TN 37203 george@georgejohnson.com Tel: 615-242-9999</p> <p><i>GEO Music Group</i></p>	



 Reed Collins