

**Before the  
COPYRIGHT ROYALTY BOARD  
LIBRARY OF CONGRESS  
Washington, D.C.**

	)	
<b>In The Matter Of:</b>	)	
	)	<b>Docket No. 2011-3</b>
<b>Adjustment or Determination of Compulsory</b>	)	<b>CRB Phonorecords II</b>
<b>License Rates for Making</b>	)	
<b>and Distributing Phonorecords</b>	)	
	)	

**RDIO, INC.'S PETITION TO PARTICIPATE**

Pursuant to 17 U.S.C. § 803(b)(1)(B), Section 351.1(b) of the Copyright Royalty Judges' Rules and Procedures (37 C.F.R. § 351.1(b)), and the Copyright Royalty Judges' January 5, 2011 Federal Register notice (76 Fed. Reg. 590), Rdio, Inc. ("Rdio") hereby petitions to participate in the above-captioned proceeding to determine the reasonable rates and terms for making and distributing phonorecords.

Rdio has a significant interest in the subject matter of this proceeding because it owns and operates a service engaging in digital phonorecord deliveries. Rdio expects to continue making digital phonorecord deliveries throughout the statutory term of the rates under consideration.

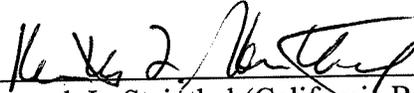
Rdio's contact information, as required by 37 C.F.R. § 351.1(b)(1)(i)(A), is as follows:

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The requisite \$150 filing fee is enclosed herewith.

Dated: January 31, 2011

Respectfully submitted,



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