170 CHANNELS TO FIND WHAT TURNS YOU ON

100% COMMERCIAL-FREE MUSIC CHANNELS

The Official Satellite Radio Partner of the GRAMMYs

Decades

4	the 40s	'40s Pop Hits/Big Band
5	the 50s	'50s Pop Hits
6	the 60s	'60s Pop Hits
7	the 70s	'70s Pop Hits
8	the 80s	'80s Pop Hits
9	the 90s	'90s Pop Hits

The times and the music, they were a changin'. But here, everything is just the way the decade left it. '60s pop culture re-created. Plus, Wolfman Jack every night.

Country

10	Classic Country	
12	Americana	
13	Willie Nelson's Traditional Country	
14	Bluegrass	
15	Folk	
16	New Country Hits	
17	'80s & '90s Country	

This is the road to today's top country hits. Rascal Flatts, Keith Urban, Faith Hill, Kenny Chesney and all of country's newest superstars play daily on *Highway 16*.

Pop & Hits

20	Top 20 Hits	
23	Love Songs/Lite Pop	
25	Adult Contemporary	
36	Modern Adult Hits	
27	Movie Soundtracks	
28	Show Tunes	
29	International Hits	
30	Contemporary Hits	

20 on 20 plays what's hot right this second... Gwen Stefani, Justin Timberlake, All American Rejects, Pussycat Dolls... Your votes determine which in the 20 with countdowns daily at 12, 3, 6 and 9 ET and PT.

Get on board *Flight 26* for a modern music journey through the 90s and now. New music from John Mayer, Nickelback and The Goo Goo Dolls mixed with 90s hits from Matchbox Twenty, Sarah McLachlan and the Dave Matthews Band.

Christian

32	Christian Pop & Rock	
33	Gospel	
34	Southern Gospel	

It's music with a positive message. A bright blend of Christian Pop and Rock hits from the '80s through today. Refreshing, sonically rich and family-friendly.

Rock

40	Deep Classic Rock	
41	'80s Hard Rock XL	
42	Heavy Metal XL	
43	Indie/College/Underground	
44	Classic Alternative	
45	Adult Album Rock	
46	Early Classic Rock	
47	New Alternative	
48	New Hard Rock XL	
49	Later Classic Rock	
50	Acoustic Rock	
52	Emerging Artists	
53	Punk/Hardcore/Ska XL	
54	'90s Alternative	

Deep Tracks plays covers—not hits. The nuggets rarely heard on FM radio, the landmark songs, the lost gems and classic concerts. Plus, exclusive shows from Bob Dylan and Tom Petty.

Real alternative music by My Chemical Romance, Red Hot Chili Peppers, The Killers and new artists Mr. Decembertots, Stateside and Snow Patrol. Presented on Channel 47 by five XM DJs that are fans of the music they play.

Hip-Hop & Urban

60	Classic Soul	
62	Adult R&B Hits	
64	Old School R&B	
65	Snoop Dogg's Classic Hip-Hop/Rap XL	
66	New Uncut Hip-Hop XL	
67	Urban/R&B/Mix Shows	
68	Hip-Hop/Crossover Hits	

Snoop Dogg takes you on a journey through the first 20 years of hip-hop.

Uncensored and straight from the streets. Raw and fresh sounds – uncut and unfiltered.

Jazz & Blues

70	Traditional Jazz	
71	Smooth/Contemporary Jazz	
72	Modern Jazz	
73	American Standards	
74	Blues	

You know the real thing when you hear it: Louis, Ella, Duke, Dizzy, Monk, Bird. Plus hear Wynton Marsalis chronicle his career & influences on *In The Swing Seat*.

A rich celebration of the great American songbook under the leadership of radio personality Jonathan Schwartz.

Lifestyle

75	The Sound of Starbucks	
76	Eclectic/Free Form 304-D	
77	New Age	
78	Beautiful Music	

An eclectic brew of jazz, blues, alternative and other music genres. Whether a legend or a newcomer, *Hear Music*™ defies categories with a unique balance of styles that explore the entire world of music.

The world's most interesting music. An eclectic and abstract mix of classical, jazz, rock and countless other styles with great players and superb melodies.

Dance

80	House/Progressive	
81	Dance Hits	
82	Electronica/Trance	
83	Disco/Classic Dance	
84	Smooth Electronic	

American Dance Hits, where the club never closes and the party never ends. The nation's only 24/7 dance floor pushing out pure dance music, club hits, remixes and pop hit crossovers.

A voyage into Chill, a place that pulses with exotic and cerebral music known as smooth electronica. Ambient, electronic and downtempo that's beyond a channel. It's an experience in sound.

Latin

90	Reggaeton SP	
91	Latin Pop Hits SP	
92	Regional Mexican SP	
94	Tropical SP	

Fuego is the nation's only all-reggaeton channel, playing the hottest sounds in Latin music. Dembow's the beat and *Fuego* is the channel for Daddy Yankee, Don Omar, Tego Calderon and Ivy Queen.

World

100	New & Emerging Music FR	
101	Reggae	
102	Pop Hits FR	

Roots reggae, ska, rock steady, dancehall and dub. *The Island* is your daily trip to Jamaica. Hear Bob Marley and Jimmy Cliff, to Maxi Priest, Shaggy and more.

Classical

110	Traditional Classical	
112	Opera/Classical Vocals	
113	Classical Favorites 304-D	

The greatest music of the last thousand years. From full-length symphonies and chamber music to the intimacies of a solo recital and the grandeur of choral masterworks.

ONLY ON XM

ARTIST CONFIDENTIAL

EXCLUSIVE LIVE PERFORMANCES AND INTERVIEWS WITH COLDPLAY, WILLIE NELSON, LENNY KRAVITZ, CLINT BLACK, TREY ANASTASIO & MORE

XM EXCLUSIVE PARTNERS: GRAMMY Awards, JAZZ, Blues

MORE XM EXCLUSIVE PROGRAMMING: LIVE CONCERTS, WOLFMAN JACK, GRATEFUL DEAD HOUR, Radio

THE BEST SPORTS PACKAGE

SPORTS TUNE-IN GUIDE CHANNEL 143

140	Sports Talk/Play-by-Play	190-192	ACC Football/Basketball
141	Sports News	193-195	Pac-10 Football/Basketball
142	Sports Talk	196-198	Big Ten Football/Basketball
144	Sports Talk with Exclusive SuperStars	199-201	SEC Football/Basketball
145	IndyCar® Series Racing	203	Big East Football/Basketball
146	The PGA TOUR® Network/ Live Coverage & Golf Talk	204	24/7 Hockey Talk & Play-by-Play
147	Sports en Español/ Mexican League Soccer SP	205-209	NHL Hockey Play-by-Play
174	Play-by-Play en Español SP	243	Sports, Schedules, Scores & Updates
175	MLB Home Plate™ 24/7 MLB™ News & Talk	246	Sports Schedules FR
176-189	14 Major League Baseball® Play-by-Play Channels		

Visit sportsmedia.com for sports broadcast schedules. Games subject to availability. All sports schedules subject to change.

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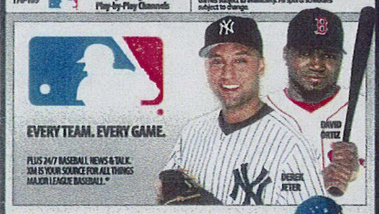

The PGA TOUR® NETWORK LIVE COVERAGE & GOLF TALK

NHL HOCKEY GAMES THE ON-ICE LEADER FOR FANS ACROSS NORTH AMERICA

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XMSN XM SPORTS NATION

COLLEGE SPORTS OVER 120 COLLEGE TEAMS INCLUDING

XM DELIVERS OVER 5,000 SPORTS BROADCASTS A YEAR, INCLUDING: THE OPEN, US OPEN

OPRAH & FRIENDS

156	Oprah & Friends	
155	Women's Talk & Lifestyle	

How you can call and get advice directly from Oprah's most trusted experts and friends on Oprah's new 24/7 radio channel, XM Channel 156. Oprah & Friends, exclusively on XM. Plus you'll hear an exclusive weekly show where Oprah speaks from the heart about what's on her mind.

THE BIGGEST NAMES IN NEWS

PLUS, BOB EDWARDS, ANDERSON COOPER, CHRIS MATTHEWS, TIM RUSSERT, JIM CRAMER AND MANY MORE

121	FOX News Channel	131	BBC World Service
122	CNN	132	C-SPAN Radio
123	CNN Headline News	133	The Bob Edwards Show, PBS, APM & WBUR
124	ABC News & Talk		
125	The Weather Channel		
126	CNN en Español SP		
127	CNBC	244	News & Information
129	Bloomberg Radio	245	News & Information FR

Insightful, entertaining, and provocative programming produced by some of the most respected names in public broadcasting, including Public Radio International (PRI).

ALL-STAR TALK & ENTERTAINMENT

128	Concerts/Festivals/ Special Features & Events	166	Conservative Talk
152	Extreme Talk	167	Progressive Talk
162	El Entertainment	168	FOX News Talk
163	Books & Drama	169	African-American Talk
164	Old Time Radio	170	Christian Talk
165	Experts & Advice	171	Truckers' Channel
		172	Talk Radio for Men Only FR
		233	24/7 News & Talk for Physicians

Clear, no-nonsense advice and options. Hear Bob Costas, Art Bell, Matt Drudge and more.

KIDS & FAMILY

XM KIDS IS PARENTS' CHOICE RECOMMENDED

115	Radio Disney	116	Oldies

REGIONAL TALK, NEWS & MUSIC

11	Today's Country CHH	24	Soft Pop Oldies CHH
21	Top 40 CHH	161	Nashville Country CHH
22	Variety/Adult Hits CHH	173	Talk & Information

SUPERSTAR COMEDY

150	Uncensored Comedy XL		
151	Comedy		
153	Uncensored Comedy XL		
154	National Lampoon Radio	202	The Opie & Anthony Show/ The Howard Stern Show XL

INSTANT TRAFFIC, WEATHER & ALERTS

210 Boston, MA	217 Chicago, IL	224 Phoenix, AZ	229 Orlando, FL
211 New York, NY	218 St. Louis, MO	225 Dallas/Fort Worth, TX	230 Miami/Ft. Lauderdale, FL
212 Philadelphia, PA	219 Minneapolis/St. Paul, MN	226 Houston, TX	247 XM Emergency Alert
213 Baltimore, MD	220 Seattle, WA	227 Atlanta, GA	
214 Washington, DC	221 San Francisco, CA	228 Tampa/St. Petersburg, FL	
215 Pittsburgh, PA	222 Los Angeles, CA		
216 Detroit, MI	223 San Diego, CA		

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XMRADIO ONLINE

XM Previews on Channel 1. ⚠ May include frequent explicit language. Please call XM Listener Care at 1-800-XM-RADIO for Parental Control/Blocking Option.
FR Broadcast in French. SP Broadcast in Spanish. CHH These music channels include commercials. ✓ Visit xmradio.com for Ch. 130 special event dates and times.
Ch. 129 sim SAM ET-6PM ET Mon.-Fri. 304-D Available in XM-HD Surround Sound on select XM Ready home receivers.
Channel lineup effective April 1, 2007 — All programming/channel lineup/XM service subject to change. Visit xmradio.com for updates. ©2007 XM Satellite Radio Inc.

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FINAL

XM Exhibit 3