

October 28, 2015

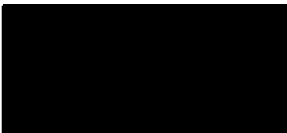
Internet Corporation for Assigned Names and Numbers ("ICANN")
12025 Waterfront Drive, Suite 300
Los Angeles, California 90094

Attention: New gTLD Program Staff

RE: Request for Exemption from Registry Operator Code of Conduct

Dear New gTLD Program Staff:

Celebrate Broadway, Inc., ("CBI"), in connection with the execution of the Registry Agreement for the .broadway TLD (the "Registry Agreement"), hereby requests an exemption from the obligations of the Registry Operator Code of Conduct set forth in Specification 9 to the Registry Agreement (the "Code of Conduct"). Pursuant to such request, Registry Operator confirms that each of the following statements is true and correct (collectively, referred to as the "Statements"):

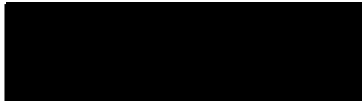
1. All domain name registrations in the TLD are registered to, and maintained by, CBI for the exclusive use of CBI or its Affiliates (as defined in the Registry Agreement);
 2. CBI will not sell, distribute or transfer control or use of any registrations in the TLD to any third party that is not an Affiliate of CBI ; and
 3. Application of the Code of Conduct to the TLD is not necessary to protect the public interest for the following reasons:
 - a. All domain-name registrations in the TLD will be registered to CBI.
 - b. CBI will not sell, distribute, or transfer control or use of any registrations in the TLD to any third party. Evidence of CBI's intent not to permit third-party control of domain names is likewise indicted by
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the attached Registration Policy.

c. Application of the Code of Conduct is not necessary to protect the public interest. Operation of the TLD will have minimal effect on the marketplace, because CBI will not merchandise domain names in this TLD to third parties. Measures to protect the public interest from anticompetitive abuse, including requiring new registry operators to provide open access to registrars, are unnecessary to protect the public when domain names in the TLD will be exclusively registered to and controlled by CBI and its affiliates.

Because CBI meets ICANN's established written standard, it respectfully requests an exemption from the Registry Operator Code of Conduct.

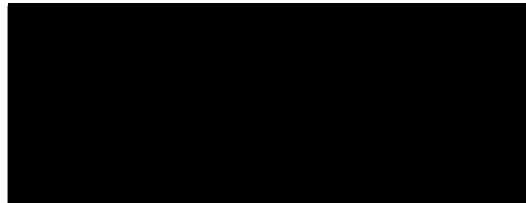
Respectfully Submitted,



Co-Chief Financial Officer



cc:



Enclosure: Registration Policy

REGISTRATION POLICY for .BROADWAY

Eligibility to register and use domain names under the .broadway TLD will be highly restricted. *Only Registry Operator, Celebrate Broadway, Inc. ("CBI"), will be allowed to register domain names under the TLD* for the exclusive use of CBI and its affiliates. "Affiliates" includes CBI licensees and parties otherwise in a contractual relationship with CBI relating to use of the .broadway domain. Only CBI and Affiliates, in CBI's sole discretion, whose proposals are approved under CBI's internal review process as set forth below, will be allowed to license and use .broadway domains so long as CBI remains the registrant of record and further maintains its rights and obligations as registrant.

Specifically, and in accordance with Specification 11 of the Registration Agreement, use of the domain names registered to, and controlled by, CBI will be restricted to members of good standing of the Broadway League (the National Trade Association of the Broadway industry) or to approved partners, associates, or organizations with connections to legitimate Broadway theatre who agree to uphold the mission of the TLD as outlined in the New gTLD application, and to suspend or delete any registrations determined by the Registry Operator to have been registered in contravention of this restriction. These restrictions will remain in place until such time as the CBI determines that it is in the best interests of legitimate Broadway theatre to modify them.

Restricting eligibility and use in this way is justified because the mission of the TLD is to serve the legitimate Broadway Theater community, and not to recover revenues through the sale of domains to the public. Permitting third-party registrants or users who have not been approved per this Policy could confuse the public about the authenticity of content on the TLD, or its affiliation with legitimate Broadway Theater, contrary to that mission.

Persons wishing to use a .broadway TLD will submit an application to CBI. Requests will be decided by CBI via an internal committee and internal procedure. CBI will be the sole registrant and will maintain ultimate control of all domains registered under the TLD. These internal policies and procedures will ensure that registration and use of domain names under the TLD will be intended to, and will, serve the stated mission of the TLD.

Content/Use: Domains registered under the TLD will be used in conformance with the stated mission.

Enforcement: Because all domain names under the TLD will be registered to and ultimately controlled by CBI, no enforcement issues with respect to third parties will arise and appeal mechanisms applicable to such issues are unnecessary.

CBI will reserve from registration all names contained in Specification 5 of the gTLD agreement, Schedule of Reserved Names.