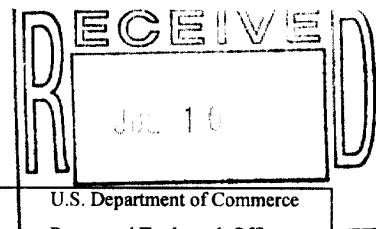


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RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name and address of conveying party(ies):</p> <p>Name: <u>WebTV Networks, Inc.</u> Address: <u>1098 Alta Avenue</u> <u>Mountain View, CA 94043</u></p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation, State of <u>California</u> <input type="checkbox"/> Other: _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Microsoft Corporation</u> Address: <u>One Microsoft Way</u> <u>Redmond, WA 98052-6399</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation, State of <u>Washington</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other: <u>corrected assignment</u></p> <p>Execution Date: July __, 1998</p>	
<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application Number(s). <u>75/235,274</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration Number:</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning this document should be mailed:</p> <p>Name: <u>Stephanie Lamarre</u> Address: <u>McCutchen, Doyle, Brown & Enersen, LLP</u> <u>Three Embarcadero Center</u> <u>San Francisco, CA 94111</u></p>	<p>6. Total applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 C.F.R. § 2.6)(\$40.00 per assignment): <u>\$40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account. <input checked="" type="checkbox"/> The Commissioner is authorized to charge underpayment of any fees or credit any overpayment to deposit Account Number 13-0257.</p> <p>8. Deposit Account Number: <u>13-0257</u></p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</p> <p><u>Stephanie Lamarre</u> <u>Stephanie Lamarre</u> <u>July 9, 1998</u> Name Signature Date</p> <p>Total number of pages including cover sheet, attachments and document: <u>3</u></p>	
<p>Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231</p>	

CORRECTED
ASSIGNMENT OF MARK

WHEREAS, WebTV Networks, Inc., a California corporation located and doing business at 1098 Alta Avenue, Mountain View, California 94043 ("Assignor") has adopted, used, and is using the following mark for which an application for registration has been filed in the United States Patent and Trademark Office: AROUND TOWN, Serial No. 75/235,274.

WHEREAS Assignor is assigning the mark in the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060; and

WHEREAS, Microsoft Corporation, a Washington corporation located and doing business at One Microsoft Way, Redmond, WA 98052-6399 ("Assignee"), the successor of the ongoing and existing business of assignor to which the mark pertains, is desirous of acquiring said mark and the pending application thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all its right, title and interest in and to the said mark, together with the goodwill of the business symbolized by the mark. This assignment includes the right to sue and recover damages for past and future infringements of Assignor's rights in the mark and to bring any proceeding in the U.S. Patent and Trademark Office for cancellation or opposition or other proceeding in connection with said mark. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

Assignor further agrees that it will execute, verify, acknowledge and deliver all such further papers, including any instruments of transfer and recordable assignments, and perform such other acts as Assignee lawfully may request, to perfect and vest title in the mark in Assignee, or Assignee's successors and assigns.

IN TESTIMONY WHEREOF, Assignor has executed this document on the date indicated.

WebTV Networks, Inc.

By: Albert Pimentel

Date: July 8, 1998

Name: Albert Pimentel

Title: Senior Vice President Network Services

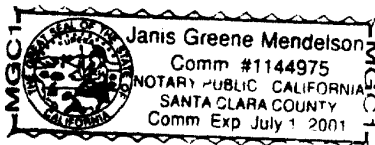
STATE OF CALIFORNIA

COUNTY OF Santa Clara

On July 8, 1998 before me, Janis Greene Mendelson, Notary Public,
personally appeared Albert Pimentel

NAME(S) OF SIGNER(S)

☒ personally known to me - OR - ☐ proved to me on the basis of satisfactory
evidence to be the person(s) whose
name(s) is/are subscribed to the within
instrument and acknowledged to me that
he/she/they executed the same in
his/her/their authorized capacity(ies), and
that by his/her/their signature(s) on the
instrument the person(s), or the entity
upon behalf of which the person(s) acted,
executed the instrument.



Witness my hand and official seal.

Janis Greene Mendelson
SIGNATURE OF NOTARY

—OPTIONAL SECTION—

CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to
fill in the data below, doing so may prove
invaluable to persons relying on the document.

☐ INDIVIDUAL

☒ CORPORATE OFFICER(S)
SR. VP Network Services

TITLE(S)

☐ PARTNER(S) ☐ LIMITED

☐ GENERAL

☐ ATTORNEY-IN-FACT

☐ TRUSTEE(S)

☐ GUARDIAN/CONSERVATOR

☐ OTHER: _____

SIGNER IS REPRESENTING:

Name of Person(s) or Entity(ies)

WebTV Networks, Inc.

—OPTIONAL SECTION—

THIS CERTIFICATE MUST BE ATTACHED TO
THE DOCUMENT DESCRIBED AT RIGHT:

Though the data requested here is not required by law, it
could prevent fraudulent reattachment of this form.

Title or Type of Document Assignment of Mark

Number of Pages one Date of Document July 8, 1998

Signer(s) Other Than Named Above _____

©1993 National Notary Association, Canoga Park, CA

RECORDED: 07/09/1998

AB981850.008/19710-900

TRADEMARK
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