DOC ID ----> 199823901184

Prescribed by
Bob Taft, Secretary of State

Form FGS (December 1990)

License No. 856592
Approved SB
Date 8-26-98
Fee $3.00

CERTIFICATE OF CHANGE OF DESIGNATED AGENT FOR A FOREIGN CORPORATION

Microsoft Corporation
(name of corporation)

a corporation organized under the laws of the State of Washington

and licensed to transact business in the State of Ohio, hereby appoints:

CSC-Lawyers Incorporating Service
(name of new agent)

16 East Broad Street
(Street Address)

Columbus, Ohio 43215
(City. Village or Township) (Zip Code)

NOTE: P.O. Box addresses are not acceptable for cities with populations over 2,000.

to succeed CT Corporation System as its designated agent for service of
(name of former agent)

process, notice or demand required by statute to be served upon the corporation in the State of Ohio.

This document is signed by the President, Vice President, or Secretary.

By: _____
Gregory B. Maffei, Vice President, Finance
and Chief Financial Officer

INSTRUCTIONS

1. The statutory agent for a corporation must be a) a natural person who is a resident of Ohio, or b) an Ohio corporation or foreign corporation licensed in Ohio which is authorized by its articles to act as agent, and which has a business address in this state. R.C. 1703.04.1

2. The document must be signed by the President, Vice President, or Secretary. R.C. 1703.04.1 (K).

3. The filing fee is $3.00. R.C. 1703.04.1 (L). Make checks payable to the Secretary of State.

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CORRESPONDENCE
CORPORATIONS FILING

August 26, 1998

RE: MICROSOFT CORPORATION

PICK-UP___

Please return the attached documents to:

LISA K. VAIDO
CSC, The United States Corporation Company
16 East Broad Street
Suite 610
Columbus, OH 43215

Phone: 463-9901

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	DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1.	8/31/1998	199823901184	FGS FOREIGN/DESIGNATED APPOINTMENT OF AGENT	3.00	0.00	0.00	0.00	0.00
			TOTAL	3.00	0.00	0.00	0.00	0.00

Return To:
CSC THE UNITED STATES CORPORAT
ATTN L K. VAIDO
16 E BROAD ST STE 610
COLUMBUS, OH 43215-0000

----------cut along the dotted line----------

The State of Ohio
Certificate

Secretary of State - Bob Taft

856592

It is hereby certified that the Secretary of State of Ohio has custody of the business records for MICROSOFT CORPORATION and that said business records show the filing and recording of:

Document(s)	*Document No(s):*
FOREIGN/DESIGNATED APPOINTMENT OF AGENT	*199823901184*

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, This 26th day of August, A.D. 1998

Bob Taft
Secretary of State