AMENDMENT NUMBER 2

Dated July 1, 1991

TO THE LICENSE AGREEMENT

Dated September 1, 1990
Numbered G150-0271

for

Microsoft® MS-DOS®, Version 4.01
Microsoft® Works, Version 2.0

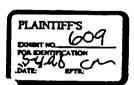Between

MICROSOFT CORPORATION,
a Delaware Corporation,

and

VOBIS DATA COMPUTER GMBH,
a German Corporation

15.11.91 /rc

HIGHLY
CONFIDENTIAL

AMENDMENT

Effective July 1, 1991, the below signed parties agree that the indicated portions of the above referenced License Agreement (hereinafter the "Agreement") are hereby amended by this instrument (hereinafter the "Amendment"), as follows:

1. Section 9, entitled "TERM OF AGREEMENT", is hereby amended and as amended shall read as follows:

9. TERM OF AGREEMENT

Provided this Agreement has been properly executed by COMPANY and by an officer of MS, the initial term of this Agreement ("Initial Term") shall run from the EFFECTIVE DATE until the earlier of: (i) two (2) years from the end of the calendar quarter in which COMPANY's first shipment to a customer of any Product for revenue occurs; or (ii) two (2) years and six (6) months from the end of the calendar quarter during which the EFFECTIVE DATE occurs. COMPANY shall give MS written notice of the first date of shipment of any Product by COMPANY to a customer for revenue.

2. Section 20, entitled "PRIOR AGREEMENT", is hereby added and as added shall read as follows:

20. PRIOR AGREEMENT:

Provided that, as of the EFFECTIVE DATE of this Amendment, COMPANY has paid MS all amounts due under G150-9325 dated December 1, 1989 between COMPANY and MS (hereinafter the "PRIOR AGREEMENT"), and COMPANY has complied with all the terms and conditions of PRIOR AGREEMENT:

   a)   COMPANY shall receive a credit equal to: i) the minimum commitment payments made by COMPANY pursuant to Exhibit B of the PRIOR AGREEMENT, minus ii) the amount of said minimum commitment payments determined to represent earned royalties in accordance with the PRIOR AGREEMENT. If earned royalties exceed such minimum commitment payments there shall be no credit. If such minimum commitment payments exceed earned royalties, the excess prepaid royalties shall be transferred to this Agreement and shall be recoupable against earned royalties.

   b)   The PRIOR AGREEMENT shall be deemed to be terminated as of the EFFECTIVE DATE hereof.

3. In Exhibit C3, the table in subsection (a) of the ROYALTY PAYMENTS AND REPORTING REQUIREMENTS section is hereby amended and as amended shall read as follows:

Customer System	Royalty Rate ($US)
Exhibit M1	$ 13.05

4. Exhibit C4 and C8 is hereby amended and as amended shall read as set forth in the attached Exhibit C4 and C8.

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IN WITNESS WHEREOF, the parties have executed this Amendment as of July .. 1991. All signed copies of this Amendment shall be deemed to be originals.

MICROSOFT CORPORATION

By _____

Joachim Kempin
Name (Print)

Vice President, OEM Sales
Title

3/9/92
Date

VOBIS DATA COMPUTER GMBH

By _____

Theo Lieven
Name (Print)

General Manager
Title

Dec. 27., 1991
Date

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EXHIBIT C4

ADDITIONAL LANGUAGE VERSIONS

The Product described in Exhibit C3 ("Reference Exhibit") shall include the additional language versions identified below. COMPANY shall license at most one language version of the Product for use on each applicable CUSTOMER SYSTEM. COMPANY's royalty obligations shall be as set forth in the Reference Exhibit regardless of the language version licensed with each applicable CUSTOMER SYSTEM. Notwithstanding the preceding sentence, COMPANY shall pay MS an additional language version royalty equal to fifteen percent (15%) of the royalty otherwise payable to MS for each full or partial copy of each language version of the Product identified below which is licensed or otherwise disposed of by COMPANY during the term of this Agreement. COMPANY shall report, on a language version by language version basis, and pay such language version royalties pursuant to and as part of its royalty payment and reporting obligations under the Royalty Payments and Reporting Requirements section of the Reference Exhibit. The Product Name and Associated Trademark are, in all Language Versions listed below, the same as in the Reference Exhibit.

1. Language Version: Danish

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D701-2DK that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

2. Language Version: Dutch

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D701-2NL that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

3. Language Version: Finnish

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D701-2SF that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

4. Language Version: French

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D701-2F that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

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5. Language Version: German

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2D that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

6. Language Version: Italian

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2I that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

7. Language Version: Norwegian

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2N that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

8. Language Version: Portuguese

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2P that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1985 - 1990 . All rights reserved.

9. Language Version: Russian

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2SU that MS delivers with the Product.
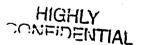
Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

10. Language Version: Spanish

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2E that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

11. Language Version: Swedish

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2S that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1990 . All rights reserved.

12. Language Version: Turkish

Product Deliverables:

(a) Product in Object Code Form
(b) Standard document in Series Number D701-2TR that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

COPYRIGHT © MICROSOFT CORPORATION, 1987 - 1991 . All rights reserved.

Exhibit to the License Agreement dated September 1, 1990, between MICROSOFT CORPORATION and VOBIS DATA COMPUTER GMBH.
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ADDITIONAL LANGUAGE VERSIONS

The Product described in Exhibit C7 ("Reference Exhibit") shall include the additional language versions identified below. COMPANY shall license at most one language version of the Product for use on each applicable CUSTOMER SYSTEM. COMPANY's royalty obligations shall be as set forth in the Reference Exhibit regardless of the language version licensed with each applicable CUSTOMER SYSTEM. Notwithstanding the preceding sentence, COMPANY shall pay MS an additional language version royalty equal to fifteen percent (15%) of the royalty otherwise payable to MS for each full or partial copy of each language version of the Product identified below which is licensed or otherwise disposed of by COMPANY during the term of this Agreement. COMPANY shall report, on a language version by language version basis, and pay such language version royalties pursuant to and as part of its royalty payment and reporting obligations under the Royalty Payments and Reporting Requirements section of the Reference Exhibit. The Product Name and Associated Trademark are, in all Language Versions listed below, the same as in the Reference Exhibit.

1. Language Version: Dutch

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D781-5NL that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

2. Language Version: French

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D781-5F that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

3. Language Version: German

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D781-5D that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

4. Language Version: Italian

    Product Deliverables:

        (a)   Product in Object Code Form
        (b)   Standard document in Series Number D781-5I that MS delivers with the Product.

    Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

        COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

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5. Language Version: Portuguese

Product Deliverables:

    (a)   Product in Object Code Form
    (b)   Standard document in Series Number D781-5P that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

    COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

6. Language Version: Russian

Product Deliverables:

    (a)   Product in Object Code Form
    (b)   Standard document in Series Number D781-5SU that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

    COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

7. Language Version: Spanish

Product Deliverables:

    (a)   Product in Object Code Form
    (b)   Standard document in Series Number D781-5E that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

    COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

8. Language Version: Swedish

Product Deliverables:

    (a)   Product in Object Code Form
    (b)   Standard document in Series Number D781-5S that MS delivers with the Product.

Copyright Notice (if not completed, the Copyright Notice shall be as set forth in the Reference Exhibit):

    COPYRIGHT © MICROSOFT CORPORATION, 1981 - 1991 . All rights reserved.

Exhibit to the License Agreement dated September 1, 1990, between MICROSOFT CORPORATION and VOBIS DATA COMPUTER GMBH.
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