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**From:** Kahl, Gui [Gui.Kahl@gateway.com]  
**Sent:** Wednesday, December 19, 2001 3:26 PM  
**To:** Lisa Georgi; Homeister, Chris; Leonard, David J - Supply Management; Gattis, Jeffrey  
**Cc:** Heidi Sherman; Fama, Tony  
**Subject:** RE: MS Uniform Term Documents

**Importance:** High

Heidi,

Per our earlier conversation, we'd like to understand the need to have a new NDA and Logo License Agreement signed as neither one of these agreements are due to expire in the near future. The existing and most recent Logo License Agreement is scheduled to expire in May 2003 while our existing NDA was signed in May 1999 and is evergreen.

We spent a great of time and effort to arrive at a mutually acceptable referenced-above documents. Although the new DTOS may reference the NDA and Logo License agreements, we do not believe such a reference requires that such documents to be re-established.

I look forward to your prompt feedback. Thanks for your help and clarification.  
Gui

-----Original Message-----

**From:** Lisa Georgi [mailto:lgeorgi@microsoft.com]  
**Sent:** Monday, December 17, 2001 5:44 PM  
**To:** Kahl, Gui; Homeister, Chris; Leonard, David J - Supply Management; Gattis, Jeffrey  
**Cc:** Heidi Sherman  
**Subject:** MS Uniform Term Documents

Hello,

By now you have probably seen the Uniform Term Documents posted on MOO and received the OPK supplemental letter. Also, the new Windows pricing is posted too. I'd like to walk you through the sequence of events so we are all on the same page. Heidi will be driving this process with Dave since he owns the DTOS and supporting agreements.

Since GW's current DTOS expires 1-31-02, GW will need to sign the new DTOS and have it active in the MSLI system by the end of January in order to not experience any delivery issues of Windows APMs from your AR's. There are several documents that also need to be signed that are connected to the new DTOS. These documents include the BTD, NDA, Logo License 4.0 and Third Party Installer agreements. The MDP is an optional program that does not require a signature. By December 21 Heidi will send to Dave a watermark set of all of these documents for GW's signature. We need to have all of them returned to Heidi, signed, by January 21, 2002 and Heidi will work with MSLI to ensure there is no interruption to your business. Because these are uniform documents, there are no changes.

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Also, in order to participate in the MDP 2002 which begins January 1, 2002, GW needs to sign the new LLA 4.0 and NDA. Please work with Heidi on these important documents to have them executed by the end of the year if you choose to participate in the MDP 2002.

Below is the complete list of Uniform Term Documents

Business Terms Document (BTD) includes the MOO agreement

Non-Disclosure Agreement (NDA)

Desktop Operating System License (DTOS)

Third Party Installer Agreement (TPI)

Logo License Agreement 4.0 (LLA 4.0)

Market Development Program (MDP) 2002

OEM Resource Guide

Heidi and I are committed to working with you to answer any questions that you may have about this process and the new terms in order to help GW smoothly transition to the new documents. Please don't hesitate to give us a call.

Thanks,

Lisa Georgi

Microsoft Corporation

425-705-3497

[lgeorgi@microsoft.com](mailto:lgeorgi@microsoft.com)

**MS01 0149706**

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