From:	Kyle Faulkner
Sent:	Monday, March 27, 2000 9:54 PM
To:	Richard Lang; Roundtable
Subject:	RE: Burstware/MS next steps

I am also out tomorrow. I am getting the Lasik eye surgery.

I will separately send this to Ed Lyons also and ask him to respond on what is needed.

Some quick notes (Ed to correct):
1. We would like the specification for ASF
   I think this had been available but they had pulled it by the time we started using ASF.
2. Also there is something about the filter graph for ASF is different and they don't document the API's so we are doing a trick with a little HTTP server for ASF which has caused us some problems. If they could document the ASF filter graph API's that would help us.

Also I am also unclear on what you suggestion about "certain server format's" intended so if you could clarify this for me also that would help.

Thanks

Kyle Faulkner
Chief Technology Officer
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(415) 391-4455 x221
www.burst.com

-----Original Message-----
From: Richard Lang
Sent: Monday, March 27, 2000 2:10 PM
To: Roundtable
Subject: FW: Burstware/MS next steps

Kyle, Mike, what specifically do we want from them regarding ASF? I'll get back to them after I receive your input. Written form would be best. If you could get back by tomorrow I would appreciate it. I will be out of town on Wednesday and pretty booked on Thursday. Thanks! Richard

-----Original Message-----
From: Will Friedman [mailto:wfried@microsoft.com]
Sent: Monday, March 27, 2000 12:45 PM
To: 'Richard Lang'
Cc: Tom Koshy; Tony Bawcutt; Bill Schiefelbein
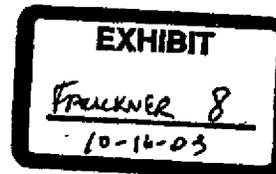**Subject:** Burstware/MS next steps

Hi Richard,

Thanks for your response. Let me know what kind of help you need with ASF and we can look into it.

Also, can you be more specific about what you mean in terms of supporting certain server formats?

By the way, I've really noticed your marketing campaign lately - it looks like you've put a lot into your promotional activities.

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EXHIBIT

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Plaintiff's Exhibit

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Thanks for keeping us apprised of customer announcements. We'd also like to receive direct referrals to customers once you have implementations working in various networks as I mentioned in my earlier mail.

Take care,
Will

-----Original Message-----
From: Richard Lang [mailto:RichardLang@burst.com]
Sent: Monday, March 20, 2000 2:10 PM
To: Will Friedman
Cc: Tom Koshy
Subject: RE: Are you back?

Hi Will. I think you are probably correct. The possible collaberative items that Microsoft would be able to do at this time are to give us assistance, if we need it, with ASF development; and provide a link to burstware and description of our Bridge on your WMP site (<http://www.windowsmedia.com/Players/Players.asp>). Are you willing and/or interested in these items?

I am sorry that you see burstware as competitive. We can work in conjunction with media caching to make your real-time streaming investments better ones. We could also focus our attention only on certain server formats, which could be to your advantage.

The investment opportunity was for your benefit. The firewall issue is resolved in this month's release. We'll let you know as we make customer announcements. Thank you for your consideration.

Richard Lang
-----Original Message-----
From: Will Friedman [mailto:wfried@microsoft.com]
Sent: Friday, March 03, 2000 5:12 PM
To: 'RichardLang@burst.com'
Cc: Tom Koshy; Tony Bawcutt; Bill Schlefelbein; Will Poole
Subject: RE: Are you back?
Hi Richard,

Thanks for your response.

It's premature at this point to discuss plug-in integration in the player, because it is such a significant decision for us to change Windows and the other platforms on which we build or license Windows Media Technologies (e.g., handheld devices, the Macintosh, etc.) Also, if we were to include the plug-in, it would turn devices like the Comet box into "official" Windows Media origin servers, removing the need for Windows NT or Windows 2000 servers, which as you can understand gives us pause.

As you know we don't see streaming as an outdated or entirely problematic technology; rather it is core to our business.

Before we can consider deeper collaboration (especially modifying Windows), what we need to see is a demonstration that the burst solution is viable and that it works in the marketplace. We are not convinced at this point of the financial attractiveness of Burstware over edge network delivery, or its implementation feasibility in large-scale real-world deployments. Some things that would help here would be the following:

- Demonstrate a significant customer base using your implementation. For example, if several major corporations were using Burstware and finding that it improved their performance and reduced their network traffic and their IT officers would vouch for this to us, this would be a major step toward proving the viability of the burst solution. Today we are hearing more from you about investments and financial backing of burst.com than evidence of satisfied customers.
- Update your technology so that proxy administrators do not have to change their firewall settings to make it

2

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work. This could be a big barrier to adoption.
* In general show evidence of Burst deployment making significant inroads into the marketplace and point us to customers who have completed their trials and are moving into implementation or have implementation under way.

In terms of investment, it is the same issue. Microsoft does not make investments until there is a demonstrated strategic relationship between the companies. The first step toward a strategic relationship will be solidly established evidence of significant benefit to our mutual customers. I need to caution that even with a strategic relationship, an investment is not always necessary or proper, but it is something that the finance team can consider.

Finally, I hope that you are not saying that we either need to put your software in Windows or make an investment or else you will drop support for Windows Media and court Real or focus on your QuickTime support. We would hope that there would be a middle ground. We believe that Windows Media will continue to be one of the most, if not the most, important multimedia delivery/playback solutions in the world, and one that will remain worthy of your continued support.

I suggest that the next step is for you to present us with satisfied customer contacts at several major corporations or major ISPs who are using burst technology based on the Windows Media platform.

Thanks,
Will

----Original Message----
From: Richard Lang [mailto:RichardLang@burst.com]
Sent: Monday, February 28, 2000 2:15 PM
To: Will Friedman
Cc: Tom Koshy; Will Poole
Subject: RE: Are you back?

Hello Will. It's good to hear from you. Sorry about the delay in answering your email. I was out of town. As I mentioned in my last email, after you left, Bill Schiefelbein sent me a response email questioning the assumptions in our ROI paper. I responded with answers to his questions and some suggestions for going forward (you were copied by both Bill and me on the correspondence).

Since you left, several major events have taken place at our company. (1) We changed our company name to *burst.com* (2) We completed a $19M round of private financing (3) We have initiated trials with several very large networks; (4) We have just initiated a new round of strategic financing ($30-40M) with E*Offering acting as our banker on the transaction.

In order to get things moving, I would like to propose the following:
  (1) Microsoft integrates our *Burstware Bridge* plug-in into the Windows Media Player. This can be an upgrade which will permit the best looking video and audio possible to be viewed on WMP.
  (2) Microsoft participates in our strategic round of financing. Microsoft has already received the prospectus, but we have not yet heard back from you.
  (3) We meet in Redmond or in San Francisco asap to determine is there is sufficient interest in forging a meaningful long-term alliance between our companies.

Obviously, *burst.com* can move forward with Real Networks, or others, and if there is not definitive interest from Microsoft, we will. As I mentioned to one of our Board members, recently. I believe that we specifically offer Microsoft an incredible window (no pun intended) to *checkmate* Real by adopting an evolution in streaming technology specifically designed for broadband networks; and one that is *completely patented* besides! Real will not be able to compete if Microsoft has both the next-generation technology *and* the patents to it. If Microsoft isn't interested, we will certainly find other partners, but I can assure you that it will be a golden opportunity missed for Microsoft. one that people will one day be reading about.

My recommendation is that Microsoft starts looking at the big picture soon, and act in a timely manner. Let's put our best efforts together and win the streaming game together.

3

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Looking forward to your response. Thank you.

Richard Lang
Chairman & CEO
burst.com
415-391-4455, ext.#201

-----Original Message-----
From: Will Friedman [mailto:wfried@microsoft.com]
Sent: Tuesday, February 22, 2000 4:27 PM
To: 'Richard Lang'
Cc: Will Poole; Tom Koshy
Subject: RE: Are you back?
Hi Richard,

We are still interested in forging a relationship. Bill has been on vacation, but could you update me on your latest exchange? Let's get this moving again.

Thanks,
Will

-----Original Message-----
From: Richard Lang [mailto:RichardLang@burst.com]
Sent: Monday, February 14, 2000 2:57 PM
To: Will Friedman
Cc: Will Poole; Tom Koshy
Subject: Are you back?

Hello Will. I'm afraid that in your absence in January, our discussions with Microsoft ground to a halt. Bill Schlefelbein sent me a response email questioning our assumptions. I responded with answers to his questions and some suggestions for going forward. That was about a month ago and I have not heard anything back. I am assuming that you are still the designated contact.
In the meantime, we have changed our name to *burst.com* and last week closed a $19M financing.
I hope that you are still interested in forging a relationship, but as I mentioned in my email to Bill, our future strategic direction will be determined by the strength of that interest. We are about to embark on a $30-40M round with e-offering which targets strategic, industry investors. In this process, I am sure that we will forge new alliances. Please let me know what your desire is with regard to working together. I'll look forward to hearing from you.
Richard Lang
Chairman & CEO
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415-391-4455, ext.#201

4

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