

From: Mike Flanagan
Sent: Friday, February 28, 2003 3:45 PM
To: Christina Calio; Chris Weinstein (LCA); Jeffrey Friedberg; John Paddleford
Subject: RE: MusicNet side letter



fax000.tif (35 KB)

Done. They have signed and returned via fax, see attached. I will now sign their DRM Addendum and get them their bits on Monday.

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

From: Christina Calio
Sent: Friday, February 28, 2003 12:05 PM
To: Mike Flanagan; Chris Weinstein (LCA); Jeffrey Friedberg; John Paddleford
Subject: RE: MusicNet side letter

Can you please go ahead and fax it to Paul Greenberg, 212-704-9977

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

From: Mike Flanagan
Sent: Friday, February 28, 2003 12:01 PM
To: Chris Weinstein (LCA); Jeffrey Friedberg; John Paddleford; Christina Calio
Subject: RE: MusicNet side letter

Privileged

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

From: Chris Weinstein (LCA)
Sent: Friday, February 28, 2003 10:50 AM
To: Mike Flanagan; Jeffrey Friedberg; John Paddleford; Christina Calio
Subject: RE: MusicNet side letter

Privileged

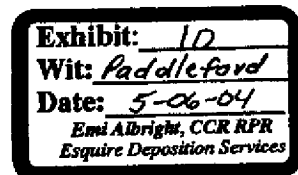
----- Original Message -----

From: Mike Flanagan
Sent: Friday, February 28, 2003 10:39 AM
To: Chris Weinstein (LCA); Jeffrey Friedberg; John Paddleford; Christina Calio
Subject: RE: MusicNet side letter

Privileged

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

From: Chris Weinstein (LCA)
Sent: Friday, February 28, 2003 7:39 AM
To: Jeffrey Friedberg; John Paddleford; Christina Calio; Mike Flanagan
Subject: RE: MusicNet side letter



1

Plaintiff's Exhibit

7209

Comes V. Microsoft

MS-CC-Bu 000000365606
HIGHLY CONFIDENTIAL

MS-PCIA 5012169

Privileged

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

From: Jeffrey Friedberg
Sent: Thursday, February 27, 2003 10:32 PM
To: John Paddleford; Christina Calio; Chris Weinstein (LCA)
Subject: RE: MusicNet side letter

Excellent. Thanks for handling this.

FYI - I'll be at an offsite tomorrow with little access to vmail or email.

Jeff

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

From: John Paddleford
Sent: Thursday, February 27, 2003 7:04 PM
To: Jeffrey Friedberg; Christina Calio; Chris Weinstein (LCA)
Subject: MusicNet side letter

FYI - I spoke to MN about the side letter - all seems good. I told them Calio was going to deliver it tomorrow.

John

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

From: External Caller (RED-UMS-05)
Sent: Thursday, February 27, 2003 4:36 PM
To: John Paddleford
Subject: Voice Mail Message (52588) (15 seconds)

You've received a voice message.

To play this message <<

Open the attached file and Windows will use your default media player (Microsoft Windows Media Player). If you do not have Microsoft Windows Media Player already installed, it is available from within Windows 2000 and WindowsXP application publishing (Control Panel Add/Remove Programs) or from the www.windowsmedia.com web site.

For more information about Avaya's Unified Messaging for Microsoft Exchange, please visit the Messaging & Collaboration UM web site at <http://itgweb/exchange/um>.

If you require technical support, please contact your local helpdesk.

Thank you,

ITG Messaging & Collaboration Services (MACS)

MusicNet

220 W. 42nd Street, New York, NY 10036
Phone (212) 704-0280
Fax (212) 704-9977

FAX

To: Michael Flanagan From: Cindy Charley
Fax: 425-936-7329 Pages: (including cover) 2
Phone: _____ Date: _____
Re: _____ CC: _____

Urgent Please Reply Please Review

Comments:

See attached

MS-CC-Bu 000000365609
HIGHLY CONFIDENTIAL

MS-PCAIA 5012172



February 28, 2003

CONFIDENTIAL

MusicNet, Inc.
220 West 42nd Street
New York, NY 10036

Re: MusicNet and Windows Media Format Software Development Kit 9 Series DRM

Dear Sir/Madam:

Per our discussions, we understand that MusicNet desires to use the Windows Media Format Software Development Kit 9 Series with a DRM client certificate to develop an application that queries the DRM playcount in the Windows Media license store on an end user's machine ("MusicNet Application") in order to determine whether such an application would be useful in tracking end user play counts and pay royalties to content providers. While the MusicNet Application, as we understand it, may not qualify as a "Licensed Application" under the DRM Addendum to End User License Agreement for the Microsoft Windows Media Format Software Development Kit 9 Series ("License Agreement"), Microsoft nevertheless hereby authorizes MusicNet under the License Agreement to develop the MusicNet Application for its own internal evaluation purposes for a period of three (3) months. MusicNet may not, however, distribute the MusicNet Application to third parties, and all other terms and conditions of the License Agreement remain applicable.

In the interim, we are considering how we might clarify the terms of the License Agreement to authorize additional uses of our technology similar to what you have described while at the same time ensuring the integrity of our digital rights management technology. Should we develop a revised copy of the License Agreement, we will promptly provide the same to MusicNet.

To confirm our shared understanding in this matter, please sign and return a copy of this letter to confirm your acceptance of these terms. We look forward to working with you on this project and appreciate your use of Microsoft technologies.

Sincerely,

MICROSOFT CORPORATION

By: Michael Elsas
Name: Michael Elsas
Its: Operations & Business Manager

AGREED AND ACCEPTED:

MUSICNET, INC.
By: [Signature]
Name: Cindy Chantz
Its: General Counsel
Date: 2/28/03