DECLARATION OF JOSEPH J. KANICKI, JR.

I, Joseph J. Kanicki, Jr., declare:

1. I am Strategic Commodity Manager for Dell Computer Corporation. Dell manufactures and sells personal computers for business and home use. I am responsible for supporting activities necessary for world-wide procurement of software licenses for Dell from Microsoft Corporation.

2. In July 1995, Dell executed a license agreement with Microsoft for the preinstallation of Microsoft's Windows operating systems software on Dell computers. In May 1996, Dell and Microsoft executed an amendment to this license agreement. This amendment expressly required Dell to ship Microsoft's Internet Explorer 2.0 or subsequent Internet Explorer versions with all its computers that had Windows 95 or Windows NT operating systems preinstalled. Dell negotiated for and obtained an exception to this requirement for instances in which a customer requested a Windows 95 or Windows NT computer without Internet Explorer. Some business and government customers prefer not to have Internet Explorer preinstalled on their computers because: (1) the customer may have its own software or software standards which do not include the latest version of Internet Explorer, (2) the customer may wish to install a competitive browser instead of Internet Explorer, or (3) the customer may wish to prevent its employees from accessing or attempting to access the Internet or the World-Wide Web.

3. I have been involved in negotiating a new license agreement with Microsoft that will cover Microsoft's Windows 95 operating system, as well as other Microsoft operating system products. Although the final contract has not yet been executed, I anticipate that the license agreement will contain a provision that will allow Dell a similar flexibility in customizing our computers to meet customer demand, including the ability to offer to customers who request it a Windows 98 computer with Internet Explorer disabled or removed from the desktop.

I declare under penalty of perjury that the foregoing is true and correct. Executed at Austin, Texas on April 29, 1998.

Joseph J. Kanicki, Jr.

GOVERNMENT EXHIBIT 1390