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LOBBYING REGISTRATION

Lobbying Disclosure Act of 1995 (Section 4)

Check if this is an Amended Registration 1. Effective Date of Registration 2/5/2002
 2. House Identification Number _____ Senate Identification Number _____

REGISTRANT

3. Registrant Name **Capitol Tax Partners, LLP.**
 Address **1350 I Street NW Suite 450**
 City **Washington** State **DC** Zip **20005**
 4. Principal place of business (if different from line 3)
 City _____ State/Zip (or Country) _____
 5. Telephone number and contact name Contact E-Mail (optional)
202-289-8700 Jonathan Talisman talisman@capitoltax.com
 6. General description of registrant's business or activities
Law and Legislative Consulting Firm

CLIENT A lobbying firm is required to file a separate registration for each client. Organizations employing in-house lobbyists should label "Self" and proceed to line 10. Self

7. Client Name **Microsoft Corporation**
 Address **21 Dupont Circle, NW 5th Floor**
 City **Washington** State **DC** Zip **20036**
 8. Principal place of business (if different from line 7)
 City _____ State/Zip (or Country) _____
 9. General description of client's business or activities
Worldwide leader in software for personal and business computing

LOBBYISTS

10. Name of each individual who has acted or is expected to act as a lobbyist for the client identified on line 7. If any person listed in this section has served as a "covered executive branch official" or "covered legislative branch official" within two years of first acting as a lobbyist for this client, state the executive and/or legislative position(s) in which the person served.

Name	Covered Official Position (if applicable)
William Fant	Deputy Asst Secy (treasury) for legislative Affa
Lindsay D. Hooper	
Robert J. Leonard	
Joseph Mikrut	Tax Legislative Counsel - US Treasury



Registrant Name: Capitol Tax Partners, LLP.

Client Name: Microsoft Corporation

Item	Description	Data
10a 10b	Lobbyist Name Covered Official Position	Jonathan Talisman Assistant Treasury Secretary for Tax Policy



Registrant Name: Capitol Tax Partners, LLP.

Client Name: Microsoft Corporation

LOBBYING ISSUES

11. General lobbying issue areas. Select all applicable codes listed in instructions and on the reverse side of Form LD-1, page 1.

TAX

12. Specific lobbying issues (current and anticipated)

Tax legislative policy matters regarding employment tax withholding on employee stock purchase plans and incentive st

AFFILIATED ORGANIZATIONS

13. Is there an entity other than the client that contributes more than \$10,000 to the lobbying activities of the registrant in a semiannual period and in whole or major part plans, supervises, or controls the registrant's lobbying activities?

~~No. Go to line 14. Yes. Complete the rest of this section for each entity matching the criteria above, then proceed to line 14.~~

Name	Address	Principal Place of Business (city and state or country)

FOREIGN ENTITIES

14. Is there any foreign entity that:

- a) holds at least 20% equitable ownership in the client or any organization identified on line 13; or
- b) directly or indirectly, in whole or in major part, plans, supervises, controls, directs, finances, or subsidizes activities of the client or any organization identified on line 13; or
- c) is an affiliate of the client or any organization identified on line 13 and has a direct interest in the outcome of the lobbying activity?

~~No. Sign and date the registration. Yes. Complete the rest of this section for each entity matching the criteria above, the sign and date the registration.~~

Name	Address	Principal Place of Business (city and state or country)	Amount of contribution for lobbying activities

Signature

Date 2/14/2002

Printed Name and Title

Jonathan Talisman - Partner

