

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

HEALTHION/WEBMD CORPORATION

(Name of Issuer)

Common Stock, Par Value, \$0.0001 Per Share

(Title of Class of Securities)

422209106

(CUSIP Number)

December 31, 1999

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO.: 422209106

1 NAME OF REPORTING PERSON

Microsoft Corporation

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

91-1144442

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Washington

5 SOLE VOTING POWER
NUMBER OF 25,609,727
SHARES

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH
-0-

7 SOLE DISPOSITIVE POWER
REPORTING PERSON 25,609,727

8 SHARED DISPOSITIVE POWER
WITH -0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
25,609,727

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
16.8%

12 TYPE OF REPORTING PERSON
CO

Item 1.

(a) Name of Issuer: Healtheon/WebMD Corporation (the "Issuer").

(b) Address of principal executive offices of the Issuer: 400 The Lenox Building, 3999 Peachtree Road NE, Atlanta, Georgia, 30326.

Item 2.

(a) Name of Person Filing: Microsoft Corporation.

(b) Address of Principal Business Office: One Microsoft Way, Redmond, Washington, 98052-6399.

(c) Citizenship: State of Washington.

(d) Title of Class of Securities: Common Stock, Par Value, \$0.0001 Per Share.

(e) CUSIP Number: 422209106.

Item 3. Not Applicable.

Item 4. Ownership.

(a) Amount beneficially owned: 25,609,727, consisting of 11,933,340 shares of Issuer's Common Stock, and a warrant, exercisable within 60 days, for 13,676,387 shares of Issuer's Common Stock.

(b) Percent of class: 16.8%.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote 25,609,727.

(ii) Shared power to vote or to direct the vote -0-.

(iii) Sole power to dispose or to direct the disposition of 25,609,727.

(iv) Shared power to dispose or to direct the disposition of -0-.

Item 5. Ownership of Five Percent or Less of a Class: Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person: Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company: Not Applicable.

Item 8. Identification and Classification of Members of the Group: Not Applicable.

Item 9. Notice of Dissolution of a Group: Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2000

Date

MICROSOFT CORPORATION

By /s/ Robert A. Eshelman

Robert A. Eshelman
General Counsel, Finance & Operations