

Edgar Filing: SUPPORT COM INC - Form SC 13G

SUPPORT COM INC
Form SC 13G
February 14, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c)
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)
(Amendment No. ____)*

Support.com, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

868587106

(CUSIP Number)

December 31, 2000

(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).

(Continued on following pages)

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Exhibit Index on Page 18

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CUSIP NO. 749077103

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PAGE 2 OF 20 PAGES

1 NAME OF REPORTING
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Accel VI L.P. ("A6")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
SOLE VOTING POWER
3,604,714 shares, except that Accel VI Associates L.L.C. ("A6A"), the general partner of A6, may be deemed to have sole power to vote these shares, and James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the managing members of A6A, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
See response to row 5.

7 SHARED DISPOSITIVE POWER
3,604,714 shares, except that A6A, the general partner of A6, may be deemed to have sole power to dispose of these shares, and Breyer, Patterson, Sednaoui, Swartz and Wagner, the managing members of A6A, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,604,714

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
10.8%

12 TYPE OR REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 749077103

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Edgar Filing: SUPPORT COM INC - Form SC 13G

1 NAME OF REPORTING
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Accel VI Associates L.L.C. ("A6A")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 SOLE VOTING POWER
3,604,714 shares, all of which are directly owned by Accel VI L.P. ("A6"). A6A, the general partner of A6, may be deemed to have sole power to vote these shares, and James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the managing members of A6A, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
3,604,714 shares, all of which are directly owned by A6. A6A, the general partner of A6, may be deemed to have sole power to dispose of these shares, and Breyer, Patterson, Sednaoui, Swartz and Wagner, the managing members of A6A, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,604,714

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
10.8%

12 TYPE OR REPORTING PERSON*
OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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NAME OF REPORTING
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Accel Internet Fund II L.P. ("AIF2")
Tax ID Number:

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2 (a)
(b)

SEC USE ONLY
3

CITIZENSHIP OR PLACE OF ORGANIZATION
4 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 SOLE VOTING POWER
460,553 shares, except that Accel Internet Fund II Associates L.L.C. ("AIF2A"), the general partner of AIF2, may be deemed to have sole power to vote these shares, and James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the managing members of AIF2A, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
460,553 shares, except that AIF2A, the general partner of AIF2, may be deemed to have sole power to dispose of these shares, and Breyer, Patterson, Sednaoui, Swartz and Wagner, the managing members of AIF2A, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 460,553

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

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11 1.4%

TYPE OR REPORTING PERSON*
12 PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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NAME OF REPORTING
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Accel Internet Fund II ASSOCIATES L.L.C. ("AIF2A")
Tax ID Number:

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2 (a)
(b)

SEC USE ONLY
3

CITIZENSHIP OR PLACE OF ORGANIZATION
4 Delaware

SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 460,553 shares, all of which are owned by Accel Internet Fund II L.P. ("AIF2"). AIF2A, the general partner of AIF2, may be deemed to have sole power to vote these shares, and James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the managing members of AIF2A, may be deemed to have shared power to vote these shares.

SHARED VOTING POWER
6 See response to row 5.

SOLE DISPOSITIVE POWER
7 460,553 shares, all of which are owned by AIF2. AIF2A, the general partner of AIF2, may be deemed to have sole power to dispose of these shares, and Breyer, Patterson, Sednaoui, Swartz and Wagner, the managing members of AIF2, may be deemed to have shared power to dispose of these shares.

SHARED DISPOSITIVE POWER
8 See response to row 7.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 460,553

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

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11 1.4%

TYPE OR REPORTING PERSON*
12 OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Accel Keiretsu VI L.P. ("AK6")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
SOLE VOTING POWER
57,570 shares, except that Accel Keiretsu VI Associates L.L.C. ("AK6A"), the general partner of AK6, may be deemed to have sole power to vote these shares, and James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the managing members of AK6A, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
57,570 shares, except that AK6A, the general partner of AK6, may be deemed to have sole power to dispose of these shares, and Breyer, Patterson, Sednaoui, Swartz and Wagner, the managing members of AK6A, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
57,570

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.2%

12 TYPE OR REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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NAME OF REPORTING

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1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Accel Keiretsu VI Associates L.L.C. ("AK6A")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
SOLE VOTING POWER
57,570 shares, all of which are directly owned by Accel Keiretsu VI L.P. ("AK6"). AK6A, the general partner of AK6, may be deemed to have sole power to vote these shares, and James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the managing members of AK6A, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
57,570 shares, all of which are directly owned by AK6. AK6A, the general partner of AK6, may be deemed to have sole power to dispose of these shares, and Breyer, Patterson, Sednaoui, Swartz and Wagner, the managing members of AK6A, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
57,570

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.2%

12 TYPE OR REPORTING PERSON*
OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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Accel Investors '98 L.P. ("AI98")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5 SOLE VOTING POWER
305,560 shares, except that James W. Breyer ("Breyer"), Arthur C. Patterson ("Patterson"), G. Carter Sednaoui ("Sednaoui"), James R. Swartz ("Swartz") and J. Peter Wagner ("Wagner"), the general partners of AI98, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
305,560 shares, except that Breyer, Patterson, Sednaoui, Swartz and Wagner, the general partners of AI98, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
305,560

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.9%

12 TYPE OR REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
James W. Breyer ("Breyer")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)

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NAME OF REPORTING
 1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Arthur C. Patterson ("Patterson")
 Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0 shares
	6	SHARED VOTING POWER 4,428,397 shares, of which 3,604,714 are directly owned by Accel VI L.P. ("A6"), 460,553 are directly owned by Accel Internet Fund II L.P. ("AIF2"), 57,570 are directly owned by Accel Keiretsu VI L.P. ("AK6") and 305,560 are directly owned by Accel Investors '98 L.P. ("AI98"). Patterson is a managing member of Accel VI Associates L.L.C. ("A6A"), the general partner of A6, a managing member of Accel Internet Fund II Associates L.L.C. ("AIF2A"), the general partner of AIF2, a managing member of Accel Keiretsu VI Associates L.P. ("AK6A"), the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to vote these shares.

7 SOLE DISPOSITIVE POWER
0 shares

8 SHARED DISPOSITIVE POWER
4,428,397 shares, of which 3,604,714 are directly owned by A6, 460,553 are directly owned by AIF2, 57,570 are directly owned by AK6 and 305,560 are directly owned by AI98. Patterson is a managing member of A6A, the general partner of A6, a managing member of AIF2A, the general partner of AIF2, a managing member of AK6A, the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4,428,397

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
13.3%

12 TYPE OR REPORTING PERSON*
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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NAME OF REPORTING

1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
G. Carter Sednaoui ("Sednaoui")
Tax ID Number:

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)
(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 U.S. Citizen

SOLE VOTING POWER

5 0 shares

SHARED VOTING POWER

6 4,428,397 shares, of which 3,604,714 are directly owned by Accel VI L.P. ("A6"), 460,553 are directly owned by Accel Internet Fund II L.P. ("AIF2"), 57,570 are directly owned by Accel Keiretsu VI L.P. ("AK6") and 305,560 are directly owned by Accel Investors '98 L.P. ("AI98"). Sednaoui is a managing member of Accel VI Associates L.L.C. ("A6A"), the general partner of A6, a managing member of Accel Internet Fund II Associates L.L.C. ("AIF2A"), the general partner of AIF2, a managing member of Accel Keiretsu VI Associates L.P. ("AK6A"), the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to vote these shares.

SOLE DISPOSITIVE POWER

7 0 shares

SHARED DISPOSITIVE POWER

8 4,428,397 shares, of which 3,604,714 are directly owned by A6, 460,553 are directly owned by AIF2, 57,570 are directly owned by AK6 and 305,560 are directly owned by AI98. Sednaoui is a managing member of A6A, the general partner of A6, a managing member of AIF2A, the general partner of AIF2, a managing member of AK6A, the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to dispose of these shares.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 4,428,397

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

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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11 13.3%

 TYPE OR REPORTING PERSON*
 12 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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 NAME OF REPORTING
 1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 James R. Swartz ("Swartz")
 Tax ID Number:

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 2 (a)
 (b)

 SEC USE ONLY
 3

CITIZENSHIP OR PLACE OF ORGANIZATION
 4 U.S. Citizen

	5	SOLE VOTING POWER 0 shares
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 4,428,397 shares, of which 3,604,714 are directly owned by Accel VI L.P. ("A6"), 460,553 are directly owned by Accel Internet Fund II L.P. ("AIF2"), 57,570 are directly owned by Accel Keiretsu VI L.P. ("AK6") and 305,560 are directly owned by Accel Investors '98 L.P. ("AI98"). Swartz is a managing member of Accel VI Associates L.L.C. ("A6A"), the general partner of A6, a managing member of Accel Internet Fund II Associates L.L.C. ("AIF2A"), the general partner of AIF2, a managing member of Accel Keiretsu VI Associates L.P. ("AK6A"), the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to vote these shares.
--	---	--

	7	SOLE DISPOSITIVE POWER 0 shares
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	8	SHARED DISPOSITIVE POWER 4,428,397 shares, of which 3,604,714 are directly owned by A6, 460,553 are directly owned by AIF2, 57,570 are directly owned by AK6 and 305,560 are directly owned by AI98. Swartz is a managing member of A6A, the general partner of A6, a managing member of AIF2A, the general partner of AIF2, a managing member of AK6A, the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to dispose of these shares.
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 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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9 4,428,397

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
13.3%

12 TYPE OR REPORTING PERSON*
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
J. Peter Wagner ("Wagner")
Tax ID Number:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
U.S. Citizen

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING WITH	5	SOLE VOTING POWER 0 shares
	6	SHARED VOTING POWER 4,428,397 shares, of which 3,604,714 are directly owned by Accel VI L.P. ("A6"), 460,553 are directly owned by Accel Internet Fund II L.P. ("AIF2"), 57,570 are directly owned by Accel Keiretsu VI L.P. ("AK6") and 305,560 are directly owned by Accel Investors '98 L.P. ("AI98"). Wagner is a managing member of Accel VI Associates L.L.C. ("A6A"), the general partner of A6, a managing member of Accel Internet Fund II Associates L.L.C. ("AIF2A"), the general partner of AIF2, a managing member of Accel Keiretsu VI Associates L.P. ("AK6A"), the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to vote these shares.
	7	SOLE DISPOSITIVE POWER 0 shares
	8	SHARED DISPOSITIVE POWER 4,428,397 shares, of which 3,604,714 are directly owned by A6, 460,553 are directly owned by AIF2, 57,570 are directly owned by AK6 and 305,560 are directly owned by AI98. Wagner is a managing member of

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A6A, the general partner of A6, a managing member of AIF2A, the general partner of AIF2, a managing member of AK6A, the general partner of AK6, and a general partner of AI98 and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
4,428,397

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
13.3%

12 TYPE OF REPORTING PERSON*
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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ITEM 1(A). NAME OF ISSUER

Support.com, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

575 Broadway
Redwood City, CA 94063

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by Accel VI L.P., a Delaware limited partnership ("A6"), Accel VI Associates L.L.C., a Delaware limited liability company and the general partner of A6 ("A6A"), Accel Internet Fund II L.P., a Delaware limited partnership ("AIF2"), Accel Internet Fund II Associates L.L.C., a Delaware limited liability company and the general partner of AIF2 ("AIF2A"), Accel Keiretsu VI L.P., a Delaware limited partnership ("AK6"), Accel Keiretsu VI Associates L.L.C., a Delaware limited liability company and the general partner of AK6 ("AK6A"), Accel Investors '98 L.P., a Delaware limited partnership ("AI98"), James W. Breyer ("Breyer"), a managing member of A6A, AIF2A and AK6A and a general partner of AI98, J. Peter Wagner ("Wagner"), a managing member of A6A, AIF2A and AK6A and a general partner of AI98, Arthur C. Patterson ("Patterson"), a managing member of A6A, AIF2A and AK6A and a general partner of AI98, G. Carter Sednaoui ("Sednaoui"), a managing member of A6A, AIF2A and AK6A and a general partner of AI98, and James R. Swartz ("Swartz"), a managing member of A6A, AIF2A and AK6A and a general partner of AI98. The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

A6A, the general partner of A6, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by A6. AIF2A, the general partner of AIF2, may be deemed to

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have sole power to vote and sole power to dispose of shares of the issuer directly owned by AIF2. AK6A, the general partner of AK6, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by AK6. Breyer, Wagner, Patterson, Sednaoui and Swartz are managing members of A6A and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by A6. Breyer, Wagner, Patterson, Sednaoui and Swartz are managing members of AIF2A and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by AIF2. Breyer, Wagner, Patterson, Sednaoui and Swartz are managing members of AK6A and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by AK6. Breyer, Wagner, Patterson, Sednaoui and Swartz are general partners of AI98 and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by AI98.

ITEM 2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

Accel Partners
428 University Ave.
Palo Alto, California 94301

ITEM 2(C) CITIZENSHIP

A6, AIF2, AK6 and AI98 are Delaware limited partnerships. A6A, AIF2A and AK6A are Delaware limited liability companies. Breyer, Wagner, Patterson, Sednaoui, Swartz and Wagner are United States citizens.

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ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER

Common Stock
CUSIP # 868587106

ITEM 3. Not Applicable

ITEM 4. OWNERSHIP

The following information with respect to the ownership of the Common Stock of the issuer by the persons filing this Statement is provided as of December 31, 2000:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

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

(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the

disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the

disposition of:

See Row 8 of cover page for each Reporting Person.

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.

Under certain circumstances set forth in the partnership agreements of A6, AIF2, AK6 and AI98, and the limited liability company agreements of A6A, AIF2A and AK6A the general partners, limited partners or members as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner or member.

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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

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ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable

ITEM 10. CERTIFICATION.

Not applicable

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SIGNATURES

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.

Date: February 14, 2001

Entities: Accel VI L.P.
Accel VI Associates L.L.C.
Accel Internet Fund II L.P.
Accel Internet Fund II Associates L.L.C.
Accel Keiretsu VI L.P.
Accel Keiretsu VI Associates L.L.C.
Accel Investors '98 L.P.

By: /s/ G. Carter Sednaoui

G. Carter Sednaoui,
Attorney-in-fact for the
above-listed entities

Individuals: James W. Breyer
Arthur C. Patterson
G. Carter Sednaoui
James R. Swartz
J. Peter Wagner

By: /s/ G. Carter Sednaoui

G. Carter Sednaoui,
Attorney-in-fact for the
above-listed individuals

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EXHIBIT INDEX

Exhibit

Found on Sequential
Numbered Page

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Exhibit A: Agreement of Joint Filing	19
Exhibit B: Reference to G. Carter Sednaoui as Attorney-in-Fact	20