SECURITIES AND EXCHANGE COMMISSION

WASHINGTON D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 29, 2004

MICROSTRATEGY INCORPORATED

(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction

of Incorporation)

0-24435 (Commission 51-0323571 (I.R.S. Employer

File Numbers)

Identification No.)

1861 International Drive McLean, Virginia (Address of Principal Executive Offices)

22102 (Zip Code)

Registrant s telephone number, including area code: (703) 848-8600

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(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events and Regulation FD Disclosure.

On January 29, 2004, MicroStrategy Incorporated (the Company) issued a press release announcing the Company s financial results for the quarter ended December 31, 2003 and providing additional outlook and financial guidance information. A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Item 7. Financial Statements and Exhibits.

(c) Exhibits
<u>Exhibit</u> <u>Document</u>
99.1 Press release regarding the Company s fourth quarter financial results, dated as of January 29, 2004.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 29, 2004

MicroStrategy Incorporated

(Registrant)

By: /s/ Eric F. Brown

Name:Eric F. BrownTitle:President and Chief Financial Officer

Exhibit Index

Exhibit Description

99.1 Press release regarding the Company s fourth quarter financial results, dated as of January 29, 2004