

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

ROSETTA STONE LTD.,)
)
Plaintiff,)
)
vs.)
)
GOOGLE INC.,)
)
Defendant.)
)

Case No. 1:09-cv-00736 (GBL/TCB)

PROPOSED ORDER GRANTING JOINT MOTION TO SEAL

Upon consideration of Rosetta Stone Ltd.’s (“Rosetta Stone”) and Google Inc.’s (“Google”) Joint Motion to Seal the following documents:

- Rosetta Stone’s Memorandum of Law in Support of its Motion for Partial Summary Judgment as to Liability;
- Declarations of Jennifer L. Spaziano, Eric Eichmann, Van Leigh and Jason Calhoun in Support Thereof;
- Google’s and Rosetta Stone’s respective responsive and rebuttal briefs to Rosetta Stone’s Motion for Partial Summary Judgment as to Liability, and any declarations in support of those responsive or rebuttal briefs;
- Google’s Memorandum of Law in Support of its Motion for Summary Judgment;
- Declarations of Margret M. Caruso, Edward A. Blair, Bill Lloyd and Cory Louie in Support Thereof;
- Rosetta Stone’s and Google’s respective responsive and rebuttal briefs to Google’s Motion for Summary Judgment, and any declarations in support of those responsive or rebuttal briefs;
- Google’s Memorandum of Law in Support of its Motion to Exclude the Expert Report of Kent D. Van Liere, Ph.D.;

- Declaration of Cheryl A. Galvin in Support Thereof; and
- Rosetta Stone's and Google's respective responsive and rebuttal briefs to Google's Motion to Exclude the Expert Report of Kent D. Van Liere, Ph.D, and any declarations in support of those responsive or rebuttal briefs

(hereinafter the "Joint Motion") and good cause appearing therefor, it is hereby ORDERED that the Joint Motion is **GRANTED**:

1. The filings identified above reference documents, testimony, and information that relate to business practices and internal communications that are confidential and proprietary, the public disclosure of which would be harmful to Rosetta Stone's and/or Google's business interests.

2. Reasonable public notice of the sealing of these documents has been given through the filings in this case.

3. No less restrictive method would adequately preserve the confidential and proprietary nature of the information at issue.

Dated: April __, 2010
