

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)

**DECLARATION OF ERIC EICHMANN IN SUPPORT OF ROSETTA STONE LTD.'S
MOTION FOR PARTIAL SUMMARY JUDGMENT AS TO LIABILITY**

FILED IN PART UNDER SEAL

I, Eric Eichmann, declare and state as follows:

1. I am the Chief Operating Officer of Rosetta Stone Inc. ("Rosetta Stone" or the "Company"). I make this Declaration based on my own personal knowledge, and if called upon to do so, I could and would testify competently thereto.

2. Rosetta Stone adopted and used, and has continued to use, the names and marks ROSETTA STONE, ROSETTA STONE LANGUAGE LEARNING SUCCESS, ROSETTASTONE.COM and ROSETTA WORLD (the "Rosetta Stone Marks") in connection with its language-learning products and services.

3. Rosetta Stone identifies itself, together with the products and services which it offers, using the Rosetta Stone Marks in different advertising media, including television and radio commercials, magazine advertisements, kiosks in public places, and the Internet. Attached hereto as Eichmann Exhibit 1 are true and correct copies of examples of Rosetta Stone advertisements.

4. The Rosetta Stone Marks appear prominently on each page of Rosetta Stone's website. Attached hereto as Eichmann Exhibit 2 are true and correct copies of (i) the current landing page for www.rosettastone.com and (ii) examples of other pages of Rosetta Stone's website.

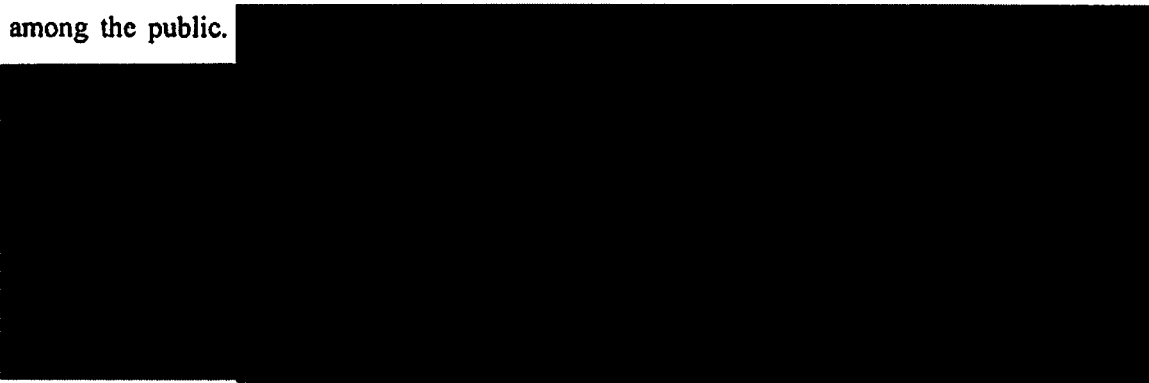
5. The Rosetta Stone Marks appear on the actual products ordered from Rosetta Stone. No other name or designation appears anywhere on or in connection with the products or packaging for Rosetta Stone's products. Rosetta Stone's bright yellow packaging, moreover, is recognized by consumers as being distinctive of and associated with Rosetta Stone's products. The sales and shipping invoices accompanying Rosetta Stone's products

include the Rosetta Stone Marks. Attached hereto as Eichmann Exhibit 3 is a true and correct copy of a picture of Rosetta Stone's current packaging as shown on Rosetta Stone's website.



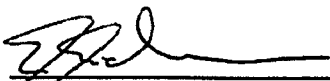
7. In addition to its own advertising efforts, Rosetta Stone has been the subject of many articles in national publications and television programs such as *The New York Times*, *The Wall Street Journal*, *The Washington Post*, *Fortune*, *USA Today*, *Conde Nast Traveler*, *O Magazine*, *Today*, and *The Tonight Show*. Attached hereto as Eichmann Exhibit 4 are true and correct copies of examples of such articles.

8. The Rosetta Stone Marks have achieved high levels of actual recognition among the public.



I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on March 25, 2010, at Arlington, Virginia.



Eric Eichmann

CERTIFICATE OF SERVICE

I hereby certify that on March 26, 2010, I will electronically file the foregoing with the Clerk of Court using the CM/ECF system, which shall send notification of such filing (NEF) to the following:

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Counsel for Defendant, Google Inc.

Respectfully submitted,

March 26, 2010

Date

/s/

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