

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 VAN LEIGH IN SUPPORT OF ROSETTA STONE LTD.'S
MOTION FOR PARTIAL SUMMARY JUDGMENT AS TO LIABILITY**

FILED IN PART UNDER SEAL

I, Van Leigh, declare and state as follows:

1. I am the Director of Online, Direct-to-Consumer Sales at Rosetta Stone Ltd. (“Rosetta Stone”) and have served in that role since August 10, 2009. In this capacity, I am responsible for online demand generation, which includes promoting awareness of the Rosetta Stone brand and generating consumer demand for Rosetta Stone products via the internet. 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. On March 4, 2010, using Camtasia Studio software, I digitally recorded a session on the internet. At approximately 3:25 pm while in Great Falls, Virginia, I accessed Google’s search engine through an internet search. I typed the search term “Rosetta Stone” into the Google search box and pressed “enter” on my keyboard. Attached hereto as Leigh Exhibit 1 is a true and correct copy of the Google search-results page that appeared on my screen.

3. Two of the sponsored links appearing on the Google search-results page purported to offer genuine Rosetta Stone software but, in fact, do not offer genuine Rosetta Stone software. Specifically, the advertisers that placed the sponsored links appearing on the Google search-results page having the advertisement text “\$118 Get **Rosetta** Software” and “Save on **Rosetta Stone**” (i) are not affiliated with Rosetta Stone, (ii) are not authorized to sell Rosetta Stone software and (iii) do not offer genuine Rosetta Stone software for sale. Attached hereto as Leigh Exhibit 2 is a true and correct copy of a screenshot of the landing page for the sponsored link www.softwaresupplier.info. Attached hereto as Leigh Exhibit 3 are true and correct copies of three screenshots taken from the www.softwaresupplier.info website.

4. Attached hereto as Leigh Exhibit 4 is a true and correct copy of a screenshot of the landing page for the sponsored link learnanylanguages.com. Attached hereto

as Leigh Exhibit 5 are true and correct copies of two screen shots taken from the learnanylanguages.com website.

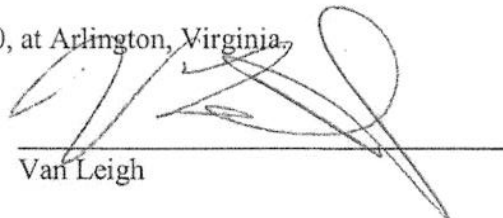
5. Attached hereto as Leigh Exhibit 6 is a DVD containing a true and correct electronic copy of the internet session that I recorded on March 4, 2010.

6. Rosetta Stone receives no compensation from Google for use of Rosetta Stone's trademarks. To the contrary, in order to reduce the likelihood that consumers will be confused by Google's practices, among other things, Rosetta Stone bids on Rosetta Stone's trademarks so that its advertisements appear when Internet users conduct Google searches using the Rosetta Stone Marks.



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.



Van Leigh

A handwritten signature in black ink is written over a horizontal line. The signature is stylized and appears to read 'Van Leigh'. Below the line, the name 'Van Leigh' is printed in a simple, sans-serif font.

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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