

EXHIBIT 6

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

ROSETTA STONE LTD.,

Plaintiff,

-v-

GOOGLE INC.,

Defendant.

Civil Action No. 1:09cv736(GBL/TCB)

DECLARATION OF BRIAN JAMES MILLER

I, Brian James Miller, hereby declare:

1. I am currently employed as Database Marketing Manager by Rosetta Stone Ltd. ("Rosetta Stone").
2. I first began work at Rosetta Stone on September 3, 2002
3. I have reviewed a sworn declaration by Christina Aguiar of Google Inc. ("Google") in which she testifies that I "created an AdWords account on or around February 20, 2002" for Rosetta Stone. That is not true. In February 2002, I was a full-time student at Eastern Mennonite University in Harrisonburg, Virginia. I graduated from Eastern Mennonite University in April 2002.

4. In or around August 2006, I signed on to the Rosetta Stone AdWords account as part of my regular duties and in the ordinary course of business. Upon signing on, a notification appeared indicating that there were revisions to the terms and conditions of Rosetta Stone's AdWords account. I reviewed these revisions. My understanding of the sentence in Section 9 referenced by Christina Aguiar in her declaration was that any lawsuit relating to Rosetta Stone's AdWords account would be brought in Santa Clara County, California. I electronically accepted the new terms and conditions by clicking a box as indicated.

5. The AdWords account terms and conditions I accepted in or around August 2006 were drafted entirely by Google. Rosetta Stone had no part in preparing them. These terms and conditions were not the subject of a negotiation between Google and Rosetta Stone. There were never any discussions about them. Indeed, Google presented them to us on a "take-it-or-leave-it" basis.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 3, 2009.

A handwritten signature in cursive script that reads "Brian James Miller". The signature is written in black ink and is positioned above a horizontal line.

Brian James Miller