

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

ROSETTA STONE LTD.,)	
)	
Plaintiff,)	
)	
vs.)	Civ. Action No. 1:09-cv-00736(GBL/TCB)
)	
GOOGLE INC.,)	
)	
Defendant.)	
)	

ROSETTA STONE LTD.'S OMNIBUS MOTION IN LIMINE

Pursuant to the Federal Rules of Evidence, Rosetta Stone Ltd. (“Rosetta Stone”) moves the Court to enter an Order barring the following at trial:

1. Any testimony or evidence regarding Rosetta Stone’s efforts to enforce its end-user license agreements.
2. Any testimony or evidence regarding Rosetta Stone’s work with third-party intellectual property enforcement agencies, such as the Business Software Alliance, to stop copyright infringement and other violations of Rosetta Stone’s intellectual property rights.
3. Any testimony or evidence regarding the prevalence of software counterfeiting and piracy.
4. Any testimony or evidence regarding Rosetta Stone’s efforts to encourage Congress to enact legislation specifically prohibiting Internet search engines from selling trademarked terms as keywords that trigger paid advertisements.
5. Any testimony or evidence regarding Rosetta Stone’s involvement in organizations focused on warning consumers about deceptive search-engine advertising.

6. Any testimony or evidence regarding compliments extended by Rosetta Stone employees to Google sales representatives for work unrelated to Rosetta Stone's trademarks.

7. Any documents produced by Google after March 18, 2010 that are not publicly available.

The grounds and authorities in support of this motion are set forth in the Memorandum of Law in Support of Rosetta Stone Ltd.'s Omnibus Motion in Limine along with the supporting Declaration and Exhibits. Counsel for Rosetta Stone discussed this Motion with counsel for Google on April 16, 2010, but the parties were unable to resolve these matters.

Respectfully submitted,

April 20, 2010
Of Counsel:
Mitchell S. Ettinger
(*Pro hac vice*)
Clifford M. Sloan
(*Pro hac vice*)
Jennifer L. Spaziano
(*Pro hac vice*)
Skadden, Arps, Slate, Meagher & Flom, LLP
1440 New York Avenue, N.W.
Washington, D.C. 20005-2111

/s/_____
Warren T. Allen II
Virginia Bar Number 72691
Attorney for Plaintiff Rosetta Stone Ltd.
Skadden, Arps, Slate, Meagher & Flom, LLP
1440 New York Avenue, N.W.
Washington, D.C. 20005-2111
(202) 371-7000
(202) 393-5760
wtallen@skadden.com

CERTIFICATE OF SERVICE

I hereby certify that on April 20, 2010 I will electronically file the foregoing with the Clerk of the Court using the CM/ECF system which will then send a notification of such filing (NEF) to the following:

Jonathan D. Frieden
ODIN, FELDMAN & PETTLEMAN, P.C.
9302 Lee Highway, Suite 1100
Fairfax, VA 22031
jonathan.frieden@ofplaw.com

Counsel for Defendant, Google Inc.

April 20, 2010

Date

/s/

Warren T. Allen II (Va. Bar No. 72691)
Attorney for Rosetta Stone Ltd.
Skadden, Arps, Slate, Meagher & Flom LLP
1440 New York Avenue, N.W.
Washington, D.C. 20005-2111
Telephone: (202) 371-7000
Facsimile: (202) 393-5760
Warren.Allen@skadden.com