



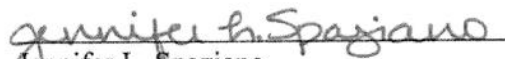
I, Jennifer L. Spaziano, declare and state as follows:

1. I am a partner of the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, in Washington, D.C. I am duly licensed to practice before the courts of the State of California and the District of Columbia and have been admitted to appear *pro hac vice* in the captioned matter. I am counsel for Rosetta Stone Ltd. in the captioned matter and make this Supplemental Declaration in Support of Rosetta Stone Ltd.'s Motion for Sanctions. I make this Declaration based on my own personal knowledge, and if called upon to do so, I could and would testify competently thereto.



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

Executed on April 22, 2010, at Washington, District of Columbia.

  
Jennifer L. Spaziano

**CERTIFICATE OF SERVICE**

I hereby certify that on April 22, 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:

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True and correct copies of documents filed under seal will be sent electronically to:

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April 22, 2010

\_\_\_\_\_  
Date

/s/

\_\_\_\_\_  
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