

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)

**STIPULATION REGARDING QUANTUM OF POTENTIALLY ALLOWABLE COSTS**

COMES NOW Plaintiff Rosetta Stone Ltd. and Defendant Google Inc., by counsel, pursuant to the Federal Rules of Civil Procedure, and submit the following stipulation regarding the quantum of allowable costs:

Should the Court determine that the Defendant is a prevailing party and that Defendant is entitled to costs incurred in defense of those claims for which they are the prevailing party, the parties hereby stipulate to the compromised settlement of \$79,500.00 as the quantum of costs under 20 U.S.C. § 1920.

This stipulation was made with an effort to conserve the resources of the parties and the Court. The Plaintiff further adds that the foregoing stipulation regarding the quantum of costs is made without waiving any right to appeal and without acquiescing to or conceding the correctness of the Court's September 21, 2009 Order, the Court's April 28, 2010 Orders, the Court's August 3, 2010 Memorandum Opinions, the Court's August 3, 2010 Final Judgment, Defendant's Bill of Costs as filed on August 16, 2010, any order regarding entitlement to costs that relates thereto, or any other order in this litigation.

Respectfully Submitted,

GOOGLE INC.

By counsel

/s/

Jonathan D. Frieden, Esquire (VSB No. 41452)  
Stephen A. Cobb, Esquire (VSB No. 75876)  
ODIN, FELDMAN & PITTLEMAN, P.C.  
9302 Lee Highway, Suite 1100  
Fairfax, Virginia 22031  
(703) 218-2100  
(703) 218-2160 (facsimile)  
[jonathan.frieden@ofplaw.com](mailto:jonathan.frieden@ofplaw.com)  
[stephen.cobb@ofplaw.com](mailto:stephen.cobb@ofplaw.com)

Margret M. Caruso, Esquire (Admitted *Pro Hac Vice*)  
QUINN, EMANUEL, URQUHART, OLIVER & HEDGES, LLP  
555 Twin Dolphin Drive, Suite 560  
Redwood Shores, California 94065  
(650) 801-5101  
(650) 801-5100 (facsimile)  
[margretcaruso@quinnemanuel.com](mailto:margretcaruso@quinnemanuel.com)  
*Counsel for Defendant Google Inc.*

**SEEN AND AGREED**

/s/

Warren Thomas Allen , II  
Clifford M. Sloan  
Jennifer L. Spaziano  
SKADDEN ARPS SLATE MEAGHER & FLOM LLP  
1440 New York Ave NW  
Washington, DC 20005-2111  
202-371-7126  
202-661-9063 (facsimile)  
[wtallen@skadden.com](mailto:wtallen@skadden.com)  
[cliff.sloan@skadden.com](mailto:cliff.sloan@skadden.com)  
[jen.spaziano@skadden.com](mailto:jen.spaziano@skadden.com)  
*Counsel for Plaintiff Rosetta Stone Ltd.*

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that on the 31<sup>st</sup> day of August, 2010, I will electronically file the foregoing with the Clerk of Court using the CM/ECF system, which will then send a notification of such filing (NEF) to the following::

Warren Thomas Allen, II  
SKADDEN ARPS SLATE MEAGHER & FLOM LLP  
1440 New York Ave NW  
Washington, DC 20005-2111  
202-371-7126  
Fax: 202-661-9063  
Email: wtallen@skadden.com  
*Counsel for Plaintiff Rosetta Stone Ltd.*

\_\_\_\_\_/s/\_\_\_\_\_  
Jonathan D. Frieden, Esquire (VSB No. 41452)  
Stephen A. Cobb, Esquire (VSB No. 75876)  
ODIN, FELDMAN & PITTLEMAN, P.C.  
9302 Lee Highway, Suite 1100  
Fairfax, Virginia 22031  
(703) 218-2100  
(703) 218-2160 (facsimile)  
[jonathan.frieden@ofplaw.com](mailto:jonathan.frieden@ofplaw.com)  
[stephen.cobb@ofplaw.com](mailto:stephen.cobb@ofplaw.com)  
*Counsel for Defendant Google Inc.*