

No. <b>C 186614</b>		<b>Due no later than Mar 31, 2013</b>		2. Registered Agent and Address <b>(NO PO BOX)</b>		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>		<b>Annual Report Form</b>  <b>1. Mailing Address: Correct in this box if needed.</b>  ROSETTA STONE LTD. DONNA J REXRODE 135 W MARKET ST TAX DEPT. HARRISONBURG VA 22801 USA		NATIONAL REGISTERED AGENTS INC 921 S ORCHARD ST STE G BOISE ID 83705 USA		
				3. <u>New</u> Registered Agent Signature:*		
4. Corporations: Enter Names and Business Addresses of President, Secretary, and Directors. Treasurer (optional).						
Office Held	Name	Street or PO Address	City	State	Country	Postal Code
PRESIDENT	STEPHEN W SWAD	135 W MARKET ST	HARRISBURG	VA	USA	22801
SECRETARY	MICHAEL C WU	135 W MARKET ST	HARRISONBURG	VA	USA	22801
DIRECTOR	LAURA L WITT	ABS CAPITAL PARTNERS 400 E PRATT ST STE 910	BALTIMORE	MD	USA	21202
DIRECTOR	PATRICK W GROSS	THE LOVELL GROUP 1725 I ST NW STE 300	WASHINGTON	DC	USA	20006
DIRECTOR	JOHN E LINDAHL	3600 IDS CENTER 80 S 8TH ST	MINNEAPOLIS	MN	USA	55402
DIRECTOR	PHILLIP A CLOUGH	ABS CAPITAL PARTNERS 400 E PRATT ST STE 910	BALTIMORE	MD	USA	21202
DIRECTOR	TOM PH ADAMS	135 W MARKET ST	HARRISONBURG	VA	USA	22801
5. Organized Under the Laws of:		6. Annual Report must be signed.*				
<b>VA C 186614</b>		Signature: Stephen W. Swad			Date: 03/01/2013	
		Name (type or print): Stephen W. Swad			Title: President	
Processed 03/01/2013		* Electronically provided signatures are accepted as original signatures.				