

1.) CORPORATION NAME:

Rosetta Stone Ltd.

DUE DATE: **5/31/2014**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**ALISA C. KEY
135 WEST MARKET STREET
HARRISONBURG, VA**

SCC ID NO: **03925369**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	5,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

HARRISONBURG CITY (FILED IN ROCKINGHAM COUNTY)

4.) STATE OR COUNTRY OF INCORPORATION:

VA

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 135 W MARKET STREET

CITY/ST/ZIP: HARRISONBURG, VA 22801

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	STEPHEN SWAD	
TITLE:	PRES/CEO	
ADDRESS:	135 WEST MARKET ST	
CITY/ST/ZIP/CO:	HARRISONBURG, VA 22801	

	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	PHILLIP A CLOUGH	
TITLE:	DIRECTOR	
ADDRESS:	ABS CAPITAL PARTNERS	
CITY/ST/ZIP/CO:	400 E PRATT ST - STE 910 BALTIMORE, MD 21202	

	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	LAURA L. WITT	
TITLE:	DIRECTOR	
ADDRESS:	ABS CAPITAL PARTNERS	
CITY/ST/ZIP/CO:	400 E PRATT ST 910 BALTIMORE, MD 21202	

	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME:	Patrick W. Gross	
TITLE:	DIRECTOR	
ADDRESS:	1725 I Street NW	
CITY/ST/ZIP/CO:	Suite 300 Washington, DC 20006	

	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME:	Thomas M. Pierno	
TITLE:	CFO	
ADDRESS:	135 West Market Street	
CITY/ST/ZIP/CO:	Harrisonburg, VA 22801	

	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME:	Judy K. Verses	
TITLE:	Pres Global E&E	
ADDRESS:	135 West Market Street	
CITY/ST/ZIP/CO:	Harrisonburg, VA 22801	

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ STEPHEN SWAD	STEPHEN SWAD, PRES/CEO	4/7/2014
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.		