

1.) CORPORATION NAME: Rosetta Stone International Inc. 2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: MICHAEL C WU 1919 N LYNN ST ARLINGTON, VA 22209 3.) CITY OR COUNTY OF VA REGISTERED OFFICE: ARLINGTON COUNTY 4.) STATE OR COUNTRY OF INCORPORATION: DE	DUE DATE: 10/31/2012 SCC ID NO: F1806696 5.) STOCK INFORMATION <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%;">CLASS</td> <td style="width:50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>100</td> </tr> </table>	CLASS	AUTHORIZED	COMMON	100
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6.) PRINCIPAL OFFICE ADDRESS: ADDRESS: 1919 N LYNN ST 7TH FL. CITY/ST/ZIP: ARLINGTON, VA 22209

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.

NAME: MICHAEL C WU TITLE: SECRETARY/GC ADDRESS: 1919 N LYNN ST 7TH FL CITY/ST/ZIP/CO: ARLINGTON, VA 22209	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
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NAME: STEPHEN M SWAD TITLE: PRESIDENT/CEO ADDRESS: 1919 N LYNN STREET 7TH FL CITY/ST/ZIP/CO: ARLINGTON, VA 22209	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
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NAME: THOMAS M PIERNO TITLE: CFO ADDRESS: 1919 N LYNN STREET 7TH FL CITY/ST/ZIP/CO: ARLINGTON, VA 22209	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
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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/ MICHAEL C WU	MICHAEL C WU, SECRETARY/GC	10/23/2012
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.