2008 FOR PROFIT CORPORATION

Apr 21, 2008 08:00 A Secretary of State **ANNUAL REPORT** DOCUMENT # F06000003780 ROSETTA STONE LTD CORPORATION Principal Place of Business Mailing Address 135 W MARKET STREET 135 W MARKET STREET HARRISONBURG, VA 22801 HARRISONBURG, VA 22801 04152008 No Chg-P CR2E034 (11/05) DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 54-1629211 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY DO NOT WRITE 1201 HAYS STREET TALLAHASSEE, FL 32301 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 U00000909895 Trust Fund Contribution After May 1, 2008 Fee will be \$550.00 Added to Fees 05/06/08-89087-922 150.00 OFFICERS AND DIRECTORS 10. TITLE ADAMS, TOM PH NAME STREET ADDRESS 135 W MARKET STREET CITY-ST-ZIP HARRISONBURG, VA 22801 TITLE WU, MICHAEL NAME STREET ADDRESS 1056 SWINKS MILL RD MC LEAN, VA 22102 CITY-ST-ZIP TITLE STREET ADDRESS DO NOT WRITE CITY-ST-ZIP TITLE IN THIS SPACE NAME STREET ADDRESS CITY-ST-ZIP

12. Thereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered

SIGNATURE:

TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP

NATURE AND TYPED ON PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

FILED