

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|----------------------------------|--|----------------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Termination of 2003 Security Interest in Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Bank of America, N.A. | | 01/22/2008 | National Association: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | School Specialty, Inc. | | |
| Street Address: | P.O. Box 1579 | | |
| City: | Appleton | | |
| State/Country: | WISCONSIN | | |
| Postal Code: | 54913 | | |
| Entity Type: | CORPORATION: WISCONSIN | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2780870 | TEACHER'S SOFTWARE COMPANY | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (414)273-5198 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 414-273-3500 | | |
| Email: | nakees@gklaw.com | | |
| Correspondent Name: | Nicholas A. Kees; Godfrey & Kahn, S.C. | | |
| Address Line 1: | 780 N. Water Street | | |
| Address Line 4: | Milwaukee, WISCONSIN 53202 | | |
| ATTORNEY DOCKET NUMBER: | 009316-0657 | | |
| NAME OF SUBMITTER: | Nicholas A. Kees | | |
| Signature: | /Nicholas A. Kees/ | | |
| Date: | 06/10/2008 | | |

CH \$40.00 2780870

Total Attachments: 2
source=term3#page1.tif
source=term3#page2.tif

TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of January 22, 2008, is made by Bank of America, N.A., as Administrative Agent (the "Secured Party").

WHEREAS, School Specialty, Inc. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

WHEREAS, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on June 12, 2003 at Reel 2667 and Frame 0185; and

WHEREAS, the Secured Party has agreed to terminate and release its security interest in the Trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, the Secured Party hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Party by the Grantor in the following Trademarks:

1. the Trademarks identified on Schedule A attached hereto;
2. the goodwill of the business connected with the use of, and symbolized by, each Trademark identified on Schedule A; and
3. the products and proceeds of the Trademarks identified on Schedule A, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

IN WITNESS WHEREOF, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

Bank of America, N.A., as Administrative Agent

Anthea Del Bianco

By: Vice President

Name: Anthea Del Bianco

Title:

Schedule A

**School Specialty, Inc.
(Wisconsin Corporation)**

U.S. Trademark

Registered Mark

| Mark | Registration No. | Registration Date |
|----------------------------|------------------|-------------------|
| TEACHER'S SOFTWARE COMPANY | 2780870 | 11/04/03 |