

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Collateral Agent		11/13/2009	national banking association:

RECEIVING PARTY DATA

Name:	School Specialty, Inc.
Street Address:	W6316 Design Drive
City:	Greenville
State/Country:	WISCONSIN
Postal Code:	54942
Entity Type:	CORPORATION: WISCONSIN

PROPERTY NUMBERS Total: 37

Property Type	Number	Word Mark
Registration Number:	2148667	
Registration Number:	2267319	BRIGHTER CHILD BRIGHTER CHOICES
Registration Number:	1909946	BRIGHTER CHILD SERIES
Registration Number:	1604588	FRACTION STAX
Registration Number:	2135186	
Registration Number:	0953663	IF
Registration Number:	2205989	IN CELEBRATION
Registration Number:	2211391	IN CELEBRATION
Registration Number:	1391553	JI
Registration Number:	2391307	
Registration Number:	0899693	ALPHABET EXPRESS
Registration Number:	1918816	BABY BRIGHTS BOOKS
Registration Number:	2102495	BRIGHTER CHILD
Registration Number:	1895045	BRIGHTER CHILD

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Registration Number:	2265034	BRIGHTER CHILD BRIGHTER CHOICES
Registration Number:	2222571	BUILD-N-LEARN
Registration Number:	1559584	CONCERTWARE
Registration Number:	2116986	CRAZY SLATE
Registration Number:	3117124	EXTREME READERS
Registration Number:	1824391	FRACTION BUILDER
Registration Number:	2136550	FRANK SCHAFFER PUBLICATIONS
Registration Number:	2281881	FSP
Registration Number:	1527561	GIFTED & TALENTED
Registration Number:	1944317	GIFTED & TALENTED
Registration Number:	1888442	HOMEWORK HELPERS
Registration Number:	2684327	INSTANT SHOWCASE
Registration Number:	0708362	JUDY
Registration Number:	1378066	JUDY/INSTRUCTO
Registration Number:	3069394	LIGHTNING READERS
Registration Number:	3036804	MATH 2 MASTER
Registration Number:	3091153	MILESTONE
Registration Number:	1617464	NUMBERMAZE
Registration Number:	2401523	PEG-IT
Registration Number:	2632544	POCKET CHANGE
Registration Number:	2610356	SPOT THE CLOCK
Registration Number:	1629285	STEPPING STONES
Registration Number:	1658192	THEME-A-SAURUS

CORRESPONDENCE DATA

Fax Number: (919)416-8328
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 9192868041
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Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	32700.010880 JES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/

TRADEMARK

REEL: 004096 FRAME: 0813

Date:

11/16/2009

Total Attachments: 3

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of November 13, 2009, is made by Bank of America, N.A., as Collateral 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 July 31, 2006 at Reel 3358 and Frame 0849; 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, for valuable consideration, 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 Collateral Agent

By: *Anthea Del Bianco*
Name: **Anthea Del Bianco**
Title: **Vice President**

Schedule A

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

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
Design only Sun & Bears	2148667	04/07/98
BRIGHTER CHILD BRIGHTER CHOICES and Design	2267319	08/03/99
BRIGHTER CHILD SERIES and Design	1909946	08/08/95
FRACTION STAX	1604588	07/03/90
Design only Frank Schaffer & Circle	2135186	02/10/98
IF	0953663	02/20/73
IN CELEBRATION and Design	2205989	11/24/98
IN CELEBRATION and Design	2211391	12/15/98
JI	1391553	04/29/86
Design only Juggler	2391307	10/03/00
ALPHABET EXPRESS	0899693	09/29/70
BABY BRIGHTS BOOKS	1918816	09/12/95
BRIGHTER CHILD	2102495	10/07/97
BRIGHTER CHILD	1895045	05/23/95
BRIGHTER CHILD BRIGHTER CHOICES	2265034	07/27/99
BUILD-N-LEARN	2222571	02/09/99
CONCERTWARE	1559584	10/10/89
CRAZY SLATE	2116986	11/25/97
EXTREME READERS	3117124	07/18/06
FRACTION BUILDER	1824391	03/01/94
FRANK SCHAFFER PUBLICATIONS	2136550	02/17/98
FSP	2281881	09/28/99
GIFTED & TALENTED	1527561	02/28/89
GIFTED & TALENTED	1944317	12/26/95
HOMEWORK HELPERS	1888442	04/11/95
INSTANT SHOWCASE	2684327	02/04/03
JUDY	0708362	12/13/60
JUDY/INSTRUCTO	1378066	01/14/86
LIGHTNING READERS	3069394	03/14/06
MATH 2 MASTER	3036804	12/27/05
MILESTONE	3091153	05/09/06
NUMBERMAZE	1617464	10/16/90
PEG-IT	2401523	11/07/00
POCKET CHANGE	2632544	10/08/02
SPOT THE CLOCK	2610356	08/20/02
STEPPING STONES	1629285	12/25/90
THEME-A-SAURUS	1658192	09/24/91