



<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇨ ⇨ ⇨		
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
<b>1. Name of conveying party(ies):</b>  JayJo Books, LLC  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Missouri <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>2. Name and address of receiving party(ies)</b> Name: <u>School Specialty, Inc.</u> Internal Address: _____ Street Address: <u>P.O. Box 1579</u> City: <u>Appleton</u> State: <u>WI</u> Zip: <u>54913</u>  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Wisconsin</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No          (Designations must be a separate document from assignment)          Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small>	
<b>3. Nature of conveyance:</b> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>08/31/2004</u>	<b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s) _____ _____ B. Trademark Registration No.(s) <u>see attached</u> <u>schedule A</u> Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>5. Name and address of party to whom correspondence concerning document should be mailed:</b> Name: <u>Nicholas A. Kees</u> Internal Address: <u>Godfrey &amp; Kahn, S.C.</u> _____ _____ Street Address: <u>780 N. Water Street</u> _____ City: <u>Milwaukee</u> State: <u>WI</u> Zip: <u>53202</u>	<b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px;">6</span>  <b>7. Total fee (37 CFR 3.41):</b> .....\$ <u>165.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <b>8. Deposit account number:</b> <u>07-1509</u>	
<b>DO NOT USE THIS SPACE</b>		
<b>9. Signature.</b>  Nicholas A. Kees  <u>12/21/04</u> Name of Person Signing                              Signature                              Date Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;">4</span>		

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**Schedule A**

<b>MARK</b>	<b>COUNTRY</b>	<b>REG. NO.</b>	<b>REG. DATE</b>	<b>STATUS</b>
HEALTHY HABITS FOR KIDS	US	2,497,340	10/09/2001	Registered
ASHES	US	2,579,781	06/11/2002	Registered
SUBSTANCE FREE KIDS	US	2,273,146	08/24/1999	Registered
	US	2,006,067	10/08/1996	Registered
PUBLISHING SPECIAL BOOKS FOR SPECIAL KIDS	US	2,053,174	04/15/1997	Registered
SPECIAL KIDS IN SCHOOL	US	1,965,208	04/02/1996	Registered

**TRADEMARK ASSIGNMENT**

WHEREAS, JayJo Books, LLC, a corporation of the State of Missouri having its principal place of business at P.O. Box 213, St. Louis, MO 63088-0213, ("Assignor") is the owner of the trademarks listed on attached Schedule A (hereinafter the "Trademarks"); and

WHEREAS, School Specialty, Inc., a corporation of the State of Wisconsin, having a mailing address of P.O. Box 1579, Appleton, Wisconsin 54913, ("Assignee"), desires to acquire Assignor's entire right, title and interest in and to the Trademarks worldwide, together with the goodwill of the business symbolized thereby;


WHEREAS, ASSIGNOR has agreed in that certain Asset Purchase Agreement dated August 31, 2004 to assign all of its right, title and interest in, to and under the above identified TRADEMARKS to ASSIGNEE;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN: Be it known that in consideration of the payment of ASSIGNEE to ASSIGNOR of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE all of its entire right, title and interest to said TRADEMARKS, together with the goodwill associated therewith.

ASSIGNOR agrees to execute and deliver at the request and expense of the ASSIGNEE, all papers, instruments, and assignments, and to perform any other reasonable acts the ASSIGNEE may require in order to vest all ASSIGNOR's rights, title, and interest in and to the TRADEMARKS to the ASSIGNEE.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the 31st day of August, 2004.


JAYJO BOOKS, LLC

By:   
Edward W. Werz  
Chairman

STATE OF NEW YORK            )  
   )  
 COUNTY OF NASSAU            )            SS

On this 31st day of August, 2004, personally came before me Edward W. Werz, to me known to be the Chairman of JAYJO BOOKS, LLC, and the person who executed the foregoing instrument on behalf of said corporation and acknowledged the same.

[Notarial Seal]

  
 Notary Public, State of New York  
 My Commission: 1/29/06

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**Darlene Clair**  
**Notary Public, State of New York**  
**No. 01CL5055032**  
**Qualified in Suffolk County + Nassau Co**  
**Commission Expires 1/29/06**