

12/21/2004
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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

The Bureau For At-Risk Youth Inc.

- Individual(s)
- General Partnership
- Corporation-State NY
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 08/31/2004

2. Name and address of receiving party(ies)

Name: School Specialty, Inc.

Internal Address:

Street Address: P.O. Box 1579

City: Appleton State: WI Zip: 54913

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Wisconsin
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1963243, 1966692

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Nicholas A. Kees

Internal Address: Godfrey & Kahn, S.C.

Street Address: 780 N. Water Street

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41).....\$ 66.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-1509

DO NOT USE THIS SPACE

9. Signature

Nicholas A. Kees

Name of Person Signing

Signature

12/21/04

Date

Total number of pages including cover sheet, attachments, and document: 4

All documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

CH \$66.00 071609 1963243

Aug 31 04 05:35p

GUIDANCE CHANNEL

516-348-5519

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TRADEMARK ASSIGNMENT

WHEREAS, The Bureau For At-Risk Youth Inc., a corporation of the State of New York having its principal place of business at 645 New York Avenue, Huntington, New York, 11743, ("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.

THE BUREAU FOR AT-RISK YOUTH INC.

By: 

Edward W. Werz
President

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STATE OF NEW YORK)
)
COUNTY OF NASSAU) SS

On this 31st day of August, 2004, personally came before me Edward W. Weisz, to me known to be the President of THE BUREAU FOR AT-RISK YOUTH INC., 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

Schedule A

MARK	COUNTRY	REG. NO.	REG. DATE	STATUS
THE BUREAU FOR AT-RISK YOUTH	US	1,963,243	03/19/1996	Registered
AT-RISK RESOURCES	US	1,966,692	04/09/1996	Registered