TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

 SUBMISSION TYPE:
 NEW ASSIGNMENT

 NATURE OF CONVEYANCE:
 Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
School Specialty, Inc.		05/22/2012	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	Bayside Finance, LLC		
Street Address:	600 Fifth Avenue, 24th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10020		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	85739308	ABC
Serial Number:	85736959	RAISING RESPECT: TAKE A STAND AGAINST BULLYING
Serial Number:	85744810	ABC
Serial Number:	85752878	ABC
Serial Number:	85758695	ABC
Serial Number:	85764916	ABC
Serial Number:	85767880	ОТМР
Serial Number:	85767883	PREMIER OTMP
Serial Number:	85767887	PREMIER OTMP CURRICULUM
Serial Number:	85767886	PREMIER OTMP PROGRAM
Serial Number:	85767889	PREMIER OTMP SKILL-BUILDING PROGRAM

CORRESPONDENCE DATA

Fax Number: 4142735198

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first; if that is unsuccessful, it will be sent to the e-mail address first to the e-mail ad

900244548 REEL: 004945 FRAME: 0281

via US Mail. 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: 009316-0870 NAME OF SUBMITTER: Nicholas A. Kees Signature: /Nicholas A. Kees/ Date: 01/17/2013

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

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NOTICE OF GRANT OF SECURITY INTEREST

IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that, pursuant to a certain Security and Pledge Agreement dated as of May 22, 2012 ("the Security and Pledge Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bayside Finance, LLC, as Agent ("the Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted, to the Agent for the ratable benefit of the holders of the Secured Obligations, a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 attached hereto.

The undersigned Grantor hereby acknowledges that the security interest in the trademarks and trademark applications set forth on <u>Schedule 1</u> attached hereto (i) may only be terminated in accordance with the terms of the Security and Pledge Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SCHOOL SPECIALTY, INC. a Wisconsin corporation

By: /Nicholas A. Kees/
Nicholas A. Kees
Godfrey & Kahn, S.C.
Attorneys for School Specialty, Inc.

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SCHEDULE 1

School Specialty, Inc. (Wisconsin Corporation)

U.S. Trademarks

Mark	App. No.	Filing Date
ABC	85/739,308	09/26/2012
RAISING RESPECT: TAKE A STAND AGAINST BULLYING	85/736,959	09/24/2012
ABC	85/744,810	10/03/2012
ABC	85/752,878	10/12/2012
ABC	85/758,695	10/19/2012
ABC	85/764,916	10/26/2012
OTMP	85/767,880	10/31/2012
PREMIER OTMP	85/767,883	10/31/2012
PREMIER OTMP CURRICULUM	85/767,887	10/31/2012
PREMIER OTMP PROGRAM	85/767,886	10/31/2012
PREMIER OTMP SKILL- BUILDING PROGRAM	85/767,889	10/31/2012

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RECORDED: 01/17/2013

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