

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM760181

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SchoolKidz.com, LLC		10/06/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	School Specialty, LLC		
Street Address:	701 E. 22nd Street		
City:	Lombard		
State/Country:	ILLINOIS		
Postal Code:	60148		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2724741	KINDERGARTEN WELCOME MAT	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	4155911000		
Email:	trademarksCH@winston.com		
Correspondent Name:	Laura Franco, Winston & Strawn LLP		
Address Line 1:	101 California St		
Address Line 4:	San Francisco, CALIFORNIA 94111		
NAME OF SUBMITTER:	Laura M. Franco		
SIGNATURE:	/Laura M. Franco/ MEG		
DATE SIGNED:	10/10/2022		
Total Attachments: 8			
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INTELLECTUAL PROPERTY RIGHTS ASSIGNMENT AGREEMENT

This Intellectual Property Rights Assignment Agreement (this “Assignment”), dated October 6, 2022, is by and between SchoolKidz.com, LLC, a Delaware limited liability company (“Assignor”), and School Specialty, LLC, a Delaware limited liability company (“Assignee”).

WHEREAS, Assignor and Assignee are, among others, parties to that certain Asset Purchase Agreement, dated as of the date hereof (as amended, restated, modified or supplemented from time to time, the “Purchase Agreement”), providing, subject to the terms and conditions set forth therein, for the sale, transfer, assignment, conveyance and delivery by Assignor to Assignee of the Intellectual Property of the Assignor included in the Purchased Assets;

WHEREAS, capitalized terms not otherwise defined herein shall have the meaning set forth in the Purchase Agreement;

WHEREAS, Assignor is willing to assign all rights it may have in and to the Intellectual Property on the terms and subject to the conditions set forth in the Purchase Agreement; and

WHEREAS, in accordance with the Purchase Agreement, Assignee desires to acquire the Intellectual Property, including all intellectual property rights therein identified on Exhibit A.

NOW, THEREFORE, for good and valuable consideration provided for herein and in the Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged:

Effective as of the date hereof, Assignor hereby irrevocably sells, conveys, transfers, sets over, and assigns to Assignee, its successors and assigns, all of Assignor’s Intellectual Property together with all of the goodwill of the business symbolized by the Intellectual Property (the “Assigned Intellectual Property”), the same to be held and enjoyed by Assignee, its successors and assigns. Assignee hereby accepts the assignment of the Assigned Intellectual Property.

Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States, and the corresponding entities or agencies in any applicable foreign jurisdictions, whose duty is to issue patents or other evidence or forms of industrial property protections on applications as aforesaid, to issue the same to Assignee and to record Assignee as owner of the Intellectual Property, as assignee of the entire right, title, and interest in, to, and under the same, for the sole use and enjoyment of Assignee, its successors, assigns or other legal representatives.

Nothing in this Assignment, express or implied, is intended or shall be construed to confer upon, or give to, any person or entity, other than the parties to this Assignment and their successors and assigns, any rights, remedies, obligations or liabilities.

This Assignment is being executed and delivered pursuant to the Purchase Agreement and in all respects is subject to the covenants, representations, warranties and other provisions thereof. Notwithstanding any other provision of this Assignment to the contrary, nothing contained in this Assignment shall be deemed in any way to supersede, modify, replace, rescind, enlarge, alter, amend or in any way affect the terms or provisions of the Purchase Agreement. In the event of any

conflict or inconsistency between the terms of the Purchase Agreement and the terms hereof, the terms of the Purchase Agreement shall govern.

This Assignment shall bind and inure to Assignee and Assignor and their respective successors and assigns.

This Assignment may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same.

This Agreement shall be exclusively interpreted and governed by the laws of the State of Delaware, without regard to its conflict of law provisions.

[Signature pages follow]

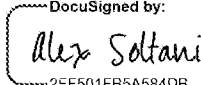
IN WITNESS WHEREOF, the undersigned have caused this Intellectual Property Rights Assignment Agreement to be executed as of the date first set forth above.

ASSIGNOR:

SCHOOLKIDZ.COM, LLC

**By: Skyview Capital Group Management,
LLC, its Manager**

By: Skyview Capital, LLC, its Manager

By:  2EE501EB5A584DB
Name: Alex Soltani
Its: Manager

ASSIGNEE:

SCHOOL SPECIALTY, LLC

By: Ryan Bohr
Name: Ryan Bohr
Title: President & Chief Executive Officer

[Signature Page to Intellectual Property Rights Assignment Agreement]

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TRADEMARK
REEL: 007863 FRAME: 0277

Exhibit A

1. Trademarks

Country	Trademark	Registration No	Status	Deadlines within 6 months of Closing	Owner
US	KINDERGARTEN WELCOME MAT	US 2724741	Registered	[None]	Schoolkidz.Com, LLC

2. Domain Names

Domain Name	International Domain Name	TLD	Create Date	Ownership Date	Expiration Date
BIRTHDAYKIDZ.COM		.COM	01/03/2000	08/01/2008	05/02/2023
BIRTHDAYKIDZ.NET		.NET	09/02/2009	09/02/2009	05/02/2023
BOOKSOCK.COM		.COM	06/04/2001	08/01/2008	05/02/2023
BOOKWRAPZ.COM		.COM	28/04/2000	23/07/2007	05/02/2023
BUILD-A-KIT.COM		.COM	23/06/2010	23/06/2010	23/06/2023
BUILD-A-KIT.NET		.NET	23/06/2010	23/06/2010	23/06/2023
BUILDAKIT.NET		.NET	20/05/2005	23/07/2007	05/02/2023
CAMPINGKIDZ.COM		.COM	15/09/2000	23/07/2007	05/02/2023
CERTIFIKITS.COM		.COM	28/04/2000	23/07/2007	05/02/2023
CLASSROOMCREDITS.COM		.COM	23/11/1999	29/10/2007	05/02/2023
COLLEGEKIDZ.COM		.COM	25/03/2000	08/01/2008	05/02/2023
COLLEGEKIDZ.NET		.NET	09/02/2009	09/02/2009	05/02/2023
COLLEGESUPPLIESPLUS.COM		.COM	01/03/2011	01/03/2011	01/03/2023
DISCOUNTSTUDENTSUPPLY.COM		.COM	26/09/2011	26/09/2011	26/09/2022

GRADEREADY.COM	.COM	19/11/ 1999	29/10/20 07	05/02/20 23
KIDZANDSPORTS.COM	.COM	19/12/ 2006	07/11/20 07	05/02/20 23
kidztools.com	.COM	06/02/ 2013	09/01/20 19	06/02/20 23
kits-for-kidz.com	.COM	22/06/ 2021	22/06/20 21	22/06/20 23
KITSFORKIDZ.COM	.COM	20/07/ 2000	23/07/20 07	05/02/20 23
KITSFORKIDZ.NET	.NET	20/07/ 2000	23/07/20 07	05/02/20 23
KITSFORKIDZ.ORG	.ORG	21/07/ 2000	23/07/20 07	21/07/20 23
MODERNPTO.COM	.COM	22/06/ 2011	22/06/20 11	22/06/20 23
MYSCHOOLKIDZ.COM	.COM	15/09/ 2000	23/07/20 07	05/02/20 23
MYSCHOOLSUPPLYLIST.COM	.COM	11/05/ 2002	23/07/20 07	05/02/20 23
MYSCHOOLSUPPLYLIST.NET	.NET	11/05/ 2002	23/07/20 07	05/02/20 23
SCHOOL-DEPOT.COM	.COM	04/03/ 2014	04/03/20 14	04/03/20 24
school-kidz.com	.COM	17/02/ 2021	18/02/20 21	17/02/20 23
SCHOOLDEPOT.ORG	.ORG	07/11/ 2006	04/11/20 07	07/11/20 22
SCHOOLKIDS.COM	.COM	24/08/ 1994	05/05/20 15	23/08/20 23
SCHOOLKIDZ.BIZ	.BIZ	13/12/ 2005	29/10/20 07	12/12/20 22
schoolkidz.co	.CO	09/12/ 2019	09/12/20 19	09/12/20 22
SCHOOLKIDZ.COM	.COM	14/07/ 1999	23/07/20 07	05/02/20 23
SCHOOLKIDZ.INFO	.INFO	13/12/ 2005	29/10/20 07	13/12/20 22
SCHOOLKIDZ.NET	.NET	15/01/ 2000	29/10/20 07	05/02/20 23
SCHOOLKIDZ.ORG	.ORG	15/01/ 2000	29/10/20 07	15/01/20 23
schoolkidzapps.com	.COM	18/02/ 2021	18/02/20 21	18/02/20 24
SCHOOLKIDZUSA.COM	.COM	05/04/ 2001	08/01/20 08	05/02/20 23
SCHOOLKIDZWORLD.COM	.COM	19/05/ 2000	23/07/20 07	05/02/20 23

SCHOOLKITS.COM	.COM	16/12/1999	29/10/2007	05/02/2023
SCHOOLKITSONLINE.COM	.COM	01/02/2010	01/02/2010	05/02/2023
SCHOOLSUPPLIESAMERICA.NET	.NET	23/06/2010	23/06/2010	23/06/2023
SCHOOLSUPPLIESAMERICA.ORG	.ORG	23/06/2010	23/06/2010	23/06/2023
SCHOOLSUPPLIESPLUS.COM	.COM	05/09/2012	05/09/2012	05/09/2024
SCHOOLSUPPLYAMERICA.COM	.COM	04/02/2010	04/02/2010	05/02/2023
SCHOOLSUPPLYKITS.COM	.COM	17/07/2004	18/07/2014	17/07/2023
		18/07/2014	18/07/2014	18/07/2023
SCHOOLSUPPLYKITS.NET	.NET	2014	14	23
SCHOOLSUPPLYKITS.ORG	.ORG	18/07/2014	18/07/2014	18/07/2023
		21/04/2000	23/07/2007	05/02/2023
SCHOOLWISHES.NET	.NET	2000	07	23
		16/07/2010	16/07/2010	16/07/2023
SHOPKFK.COM	.COM	2010	10	23
		16/07/2010	16/07/2010	16/07/2023
SHOPKFK.ORG	.ORG	2010	10	23
		01/02/2010	01/02/2010	05/02/2023
SHOPTTKITS.COM	.COM	2010	10	23
STAPLESCHOOLKIDZ.COM	.COM	20/10/2008	20/10/2008	05/02/2024
STAPLESSCHOOLKIDZ.COM	.COM	20/10/2008	20/10/2008	05/02/2024
STAPLESSCHOOLKIDZ.INFO	.INFO	20/10/2008	20/10/2008	20/10/2022
STAPLESSCHOOLKIDZ.NET	.NET	20/10/2008	20/10/2008	05/02/2024
STAPLESSCHOOLKIDZ.ORG	.ORG	20/10/2008	20/10/2008	20/10/2022
STUDENTBODYCLOTHING.COM	.COM	06/12/1999	29/10/2007	05/02/2023
		10/02/2006	08/01/2008	05/02/2023
SUPPLYPACKS.COM	.COM	2006	08	23
		09/02/2009	09/02/2009	05/02/2023
SUPPLYPACKS.NET	.NET	2009	09	23
		23/03/2021	25/03/2021	23/03/2023
teacher-tailored.com	.COM	2021	21	23
TEACHERTAILORED.COM	.COM	06/12/1999	29/10/2007	05/02/2023
		22/09/2021	27/09/2021	22/09/2022
teachertailored.net	.NET	2021	21	22

teachertailored.org	.ORG	24/05/ 2022	26/05/20 22	24/05/20 23
theschoolkidz.com	.COM	18/06/ 2020	06/07/20 20	18/06/20 23
touchlessfundraising.com	.COM	24/03/ 2021	24/03/20 21	24/03/20 23
touchlessfundraising.info	.INFO	24/03/ 2021	24/03/20 21	24/03/20 23
TTKITS.COM	.COM	01/02/ 2010	01/02/20 10	05/02/20 23
VACATIONKIDZ.COM	.COM	15/09/ 2000	23/07/20 07	05/02/20 23

Material Unregistered Owned Intellectual Property:

1. The customer portal
2. SSRS reports
3. .Net Applications
4. The following trademarks: HELPING YOU MAKE THE GRADE!; KITS FOR KIDZ; SCHOOLKIDZ; and TEACHER'SBEST