

**ORIGINAL****UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

SCHOOL SPECIALTY, INC.,  
a Wisconsin corporation

Debtor.

Employer Tax I.D. No. 1239

Chapter 11

Case No. 13-10125 (KJC)

In re:

BIRD-IN-HAND WOODWORKS, INC.,  
a New Jersey corporation

Debtor.

Employer Tax I.D. No. 8811

Chapter 11

Case No. 13-10126 (KJC)

In re:

CALIFONE INTERNATIONAL, INC.,  
a Delaware corporation

Debtor.

Employer Tax I.D. No. 3578

Chapter 11

Case No. 13-10127 (KJC)

In re:

CHILDCRAFT EDUCATION CORP.,  
a New York corporation

Debtor.

Employer Tax I.D. No. 9818

Chapter 11

Case No. 13-10128 (KJC)



In re:

CLASSROOMDIRECT.COM, LLC,  
a Delaware limited liability company  
Debtor.

Employer Tax I.D. No. 2425

Chapter 11

Case No. 13- 10129 (KJC)

In re:

DELTA EDUCATION, LLC,  
a Delaware limited liability company  
Debtor.

Employer Tax I.D. No. 8764

Chapter 11

Case No. 13-10124 (KJC)

In re:

FREY SCIENTIFIC, INC.,  
a Delaware corporation  
Debtor.

Employer Tax I.D. No. 3771

Chapter 11

Case No. 13-10130 (KJC)

In re:

PREMIER AGENDAS, INC.,  
a Washington corporation  
Debtor.

Employer Tax I.D. No. 1380

Chapter 11

Case No. 13-10131 (KJC)

In re:

SAX ARTS & CRAFTS, INC.,  
a Delaware corporation  
Debtor.

Employer Tax I.D. No. 6436

Chapter 11

Case No. 13-10132 (KJC)

In re:

SPORTIME, LLC,  
a Delaware limited liability company  
Debtor.

Employer Tax I.D. No. 6939

Chapter 11

Case No. 13-10133 (KJC)

Re: Docket No. 3

**ORDER AUTHORIZING JOINT ADMINISTRATION  
PURSUANT TO BANKRUPTCY RULE 1015 AND LOCAL RULE 1015-1**

Upon the Motion<sup>1</sup> of School Specialty, Inc. and its affiliated debtors and debtors-in-possession in the above-captioned cases (each a “Debtor” and collectively, the “Debtors”) for entry of an order, pursuant to section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”), rule 1015 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), authorizing the joint administration of the Debtors’ cases under chapter 11 of the Bankruptcy Code; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing that venue of these cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that adequate and proper notice of the Motion has been given and that no other or further notice need be given; and a hearing having been held to consider the relief requested in the Motion; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their

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<sup>1</sup> All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Motion.

estates, their creditors and all other parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Motion is GRANTED, as set forth herein.
2. The above-captioned cases are consolidated for procedural purposes only and shall not be a substantive consolidation of the respective estates. The cases shall be administered jointly under Case No. 13-10125 (KJC) in accordance with the provisions of Bankruptcy Rule 1015 and Local Rule 1015-1, and the joint caption of the cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
SCHOOL SPECIALTY, INC., <i>et al.</i> ,	Case No 13-10125 (KJC)
Debtors. <sup>1</sup>	Jointly Administered

FN 1: The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number and state of incorporation, are: School Specialty, Inc. (Wisc.; 1239), Bird-In-Hand Woodworks, Inc. (N.J.; 8811), Califone International, Inc. (Del.; 3578), Childcraft Education Corp. (N.Y.; 9818), ClassroomDirect.com, LLC (Del.; 2425), Delta Education, LLC (Del.; 8764), Frey Scientific, Inc. (Del.; 3771), Premier Agendas, Inc. (Wash.; 1380), Sax Arts & Crafts, Inc. (Del.; 6436), and Sportime, LLC (Del.; 6939). The address of the Debtors' corporate headquarters is W6316 Design Drive, Greenville, Wisconsin 54942.

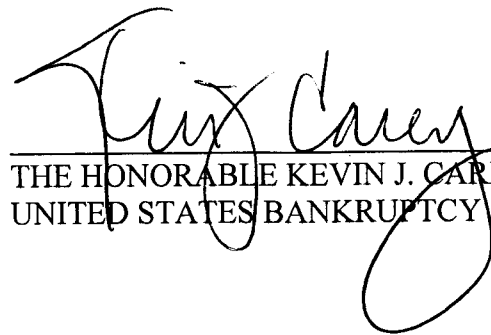
3. All original pleadings shall be captioned as indicated in the preceding decretal paragraph and all original docket entries shall be made in the case of School Specialty, Inc., a Wisconsin corporation, Case No. 13-10125 (PJW), and a docket entry shall be made in the other Debtors' chapter 11 cases substantially as follows:

An order has been entered in this case directing the consolidation and joint administration for procedural purposes only of the chapter 11 cases of School Specialty, Inc., Bird-In-Hand

Woodworks, Inc., Califone International, Inc., Childcraft Education Corp., ClassroomDirect.com, LLC, Delta Education, LLC, Frey Scientific, Inc., Premier Agendas, Inc., Sax Arts & Crafts, Inc., and Sportime, LLC. The docket in the chapter 11 case of School Specialty, Inc., Case No. 13-10125 (KJC) should be consulted for all matters affecting this case and the affiliated Case Nos. 13-10124 through 13-10125. **33**

4. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: January 30, 2013  
Wilmington, Delaware

  
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THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE