

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

SCHOOL SPECIALTY, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 13-10125 (KJC)

Jointly Administered

AFFIDAVIT OF SERVICE

I, Shakira L. Ferguson, depose and say that I am employed by Kurtzman Carson Consultants LLC ("KCC"), the claims and noticing agent for the Debtors in the above-captioned cases.

On January 30, 2013, at my direction and under my supervision, employees of KCC caused to be served the following document via Overnight mail on the service list attached hereto as **Exhibit A** and via Overnight mail on a list of potential purchasers (Due to the confidential nature of this list, the Exhibit is not attached hereto and is on file with KCC):

- **Order Shortening the Time for Notice of the Debtors' Motion for Entry of (A) an Order Under 11 U.S.C. §§ Sections 105(a), 363 and 365, and Fed. R. Bankr. P. 2002, 6004, 6006 and 9014: (I) Scheduling Hearing on Approval of Asset Sale, Assumption and Assignment of Executory Contracts to Bayside School Specialty, LLC (or Its Assignee) and Assumption of Certain Liabilities, and (II) Approving Bidding Procedures, Breakup Fee and Expense Reimbursement, and Form and Manner of Notice Thereof; and (B) an Order (I) Approving the Asset Purchase Agreement; (II) Authorizing the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Interests or Encumbrances; (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (IV) Granting Related Relief** [Docket No. 84]

Furthermore, on January 31, 2013, at my direction and under my supervision, employees of KCC caused to be served the following documents via Overnight mail on the service list attached hereto as **Exhibit B** and via Overnight mail on a list of potential purchasers (Due to the confidential nature of this list, the Exhibit is not attached hereto and is on file with KCC):


- **Notice of Filing Amended Bidding Procedures and Revised Bidding Procedures Order** [Docket No. 90]

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.; 6030). The address of the Debtors' corporate headquarters is W6316 Design Drive, Greenville, N



- Notice of the Debtors' Motion for Entry of (A) an Order (I) Scheduling Hearing on Approval of Asset Sale, Assumption and Assignment of Executory Contracts to Bayside School Specialty, LLC (or Its Assignee) and Assumption of Certain Liabilities, and (II) Approving Bidding Procedures, Assumption & Assignment Procedures, Breakup Fee and Expense Reimbursement, and Form and Manner of Notice Thereof; and (B) an Order (I) Approving the Asset Purchase Agreement; (II) Authorizing the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Interests or Encumbrances; (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (IV) Granting Related Relief [Docket No. 91]

Dated: February 6, 2013


Shakira L. Ferguson

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 6th day of February, 2013, by Shakira L. Ferguson, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: Vanessa R. Quinones

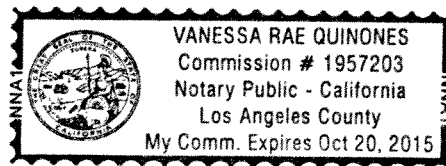


Exhibit A

Exhibit A
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Top 40 Unsecured Creditor	3M	Inge G Thulin, CEO	3M Corporate Headquarters	3M Center		St Paul	MN	55144-1000	
Top 40 Unsecured Creditor	A T CLAYTON AND CO	Benjamin G Soule, CFO/COO	300 Atlantic Street, 7th Fl			STAMFORD	CT	06901-3513	
Top 40 Unsecured Creditor	ACCO BRANDS USA LLC	Attn Director or Officer	300 Tower Parkway			LINCOLNSHIRE	IL	60069-3665	
Counsel to Dixon Ticonderoga Company	Akerman Senterfitt	Sundeep S Sidhu	420 S Orange Ave Ste 1200			Orlando	FL	32801-4904	
Counsel to the agent under the Debtors' Term Loan Agreement/Counsel to Bayside Finance, LLC and Bayside School Specialty, LLC	Akin Gump Strauss Hauer & Feld LLP	Attn: Meredith Lahaie	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Counsel to the agent under the Debtors' Term Loan Agreement/Counsel to Bayside Finance, LLC and Bayside School Specialty, LLC	Akin Gump Strauss Hauer & Feld LLP	Attn: Michael Stamer	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Counsel to Bayside Finance, LLC and Bayside School Specialty, LLC	Akin Gump Strauss Hauer & Feld LLP	Lindsay Zahradka	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Top 40 Unsecured Creditor	AMERICAN ART CLAY CO INC	Bill Berry, President	6060 Guion Road			INDIANAPOLIS	IN	46254	
Top 40 Unsecured Creditor	AMERICAN PAPER CONVERTERS INC	Attn Director or Officer	570 Bondow Dr			Neenah	WI	54956	
Top 40 Unsecured Creditor	ARTCO-BELL CORP	Bob Bishop, CEO	1302 Industrial Boulevard			TEMPLE	TX	76504	
Counsel for the ad hoc group of convertible debenture holders/Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Baker & McKenzie LLP	Attn: Carmen Lonstein	300 East Randolph St Ste 5000			Chicago	IL	60601	
Counsel for the ad hoc group of convertible debenture holders/Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Baker & McKenzie LLP	Attn: Erin E Broderick	300 East Randolph St Ste 5000			Chicago	IL	60601	

Exhibit A
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Counsel for the ad hoc group of convertible debenture holders/Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Baker & McKenzie LLP	Attn: Shima S Roy	300 East Randolph St Ste 5000			Chicago	IL	60601	
Top 40 Unsecured Creditor	BALLS R US CO LTD	Mr. Chia-Liang Chen	No 3/6 MOO 9	Phuthamonthon 7 RD	Tatalard, Sampran	Nakornpathom		73110	Thailand
The indenture trustee for the Debtors' convertible debentures	Bank of New York Mellon	As Indenture Trustee	One Wall Street			New York	NY	10286	
The indenture trustee for the Debtors' convertible debentures	Bank of New York Mellon	Mary Callahan, Vice President	2 N LaSalle St Ste 1020			Chicago	IL	60602	
Top 40 Unsecured Creditor	BANK OF NEW YORK MELLON TRUST COMPANY N.A.	Corporate Trust Administrator	As Indenture Trustee	2 N. LaSalle Street, Suite 1020		Chicago	IL	60602	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	David Powlen	1000 N W St Ste 1500			Wilmington	DE	19801	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	John T Gregg	One Noth Wacker Dr Ste 4400			Chicago	IL	60606	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	Kevin G Collins	1000 N W St Ste 1500			Wilmington	DE	19801	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	Paula K Jacobi	One Noth Wacker Dr Ste 4400			Chicago	IL	60606	
Agent to the Term Loan	Bayside Finance, LLC, as Agent	c/o Bayside Capital Inc.	Attn Jackson Craig	600 Fifth Ave, 24th Fl		New York	NY	10020	
Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Bifferato LLC	Ian Connor Bifferato	800 N King Street	PO Box 2165		Wilmington	DE	19801	
Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Bifferato LLC	Thomas F Driscoll III	800 N King Street	PO Box 2165		Wilmington	DE	19801	
Top 40 Unsecured Creditor	BRETFORD MFG	Chris Petrick, CEO	11000 Seymour Avenue			Franklin Park	IL	60131	
Top 40 Unsecured Creditor	CARPETS FOR KIDS INC	Jeff Fagen, Owner	115 S.E. 9th Ave.			Portland	OR	97214	
Top 40 Unsecured Creditor	CH ROBINSON	John P. Wiehoff, President & CEO	14701 Charlson Road			EDEN PRAIRIE	MN	55347	

Exhibit A
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Term Lender	CIT	ATTN GREG GARBUZ	TWO LINCOLN CENTRE	5420 LBJ FREEWAY, SUITE 200		DALLAS	TX	75240	
Term Lender	CIT	ATTN NEAL T. LEGAN	TWO LINCOLN CENTRE	5420 LBJ FREEWAY, SUITE 200		DALLAS	TX	75240	
Top 40 Unsecured Creditor	COPERNICUS EDUCATIONAL PRODUCTS	Attn Director or Officer	4210 Plain Center Ave NE			Canton	OH	44714	
Top 40 Unsecured Creditor	Copernicus Educational Products		PMB #459 60 Industrial Pkwy			Cheektowaga	NY	14227	
Top 40 Unsecured Creditor	Copernicus Educational Products		8194 County Rd 109			Arthur	ON	N0G 1A0	Canada
Top 40 Unsecured Creditor	CRAYOLA LLC	Mike Perry, CEO	1100 Church Ln			Easton	PA	18044	
Top 40 Unsecured Creditor	DAKLIN ELECTRONICS CO., LTD.-1026	Attn Director or Officer	Unit D, 1/F., Valiant Industrial Centre	2-12 Au Pui Wan Street		Fotan	Shatin		Hong Kong
US DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	820 N French St 6th Fl			Wilmington	DE	19801	
DE Secretary of State	Delaware Secretary of State	Division of Corporations Franchise Tax	401 Federal Street	PO Box 898		Dover	DE	19903	
DE State Treasury	Delaware State Treasury		820 Silver Lake Blvd., Suite 100			Dover	DE	19904	
Top 40 Unsecured Creditor	DIXON TICONDEROGA CO	Tim Gomez, CEO	195 International Parkway			HEATHROW	FL	32746	
Top 40 Unsecured Creditor	ELMERS PRODUCTS INC	Attn Director or Officer	1 Easton Oval			Columbus	OH	43219	
Top 40 Unsecured Creditor	ESSELTE PENDAFLEX	Gary G. Brooks, President & CEO	225 Broadhollow Road, Ste 300			MELVILLE	NY	11747	
Top 40 Unsecured Creditor	FLEETWOOD GROUP INC	Doug Ruch, CEO	11832 James Street			Holland	MI	49424	
Collateral Agent to the ABL Facility	General Electric Capital Corporation	Jeffre S Kolke	500 W Monroe			Chicago	IL	60661	
Collateral Agent to the ABL Facility	General Electric Capital Corporation	Kai Sorenson, VP	500 W Monroe			Chicago	IL	60661	
Counsel to the agent under the Debtors' ABL facility/Counsel to Wells Fargo Capital Finance, LLC	Goldberg Kohn LTD	Attn: Jeremy M Downs	55 East Monroe St Ste 3300			Chicago	IL	60603-5792	
Counsel to the agent under the Debtors' ABL facility/Counsel to Wells Fargo Capital Finance, LLC	Goldberg Kohn LTD	Attn: Keith Radner	55 East Monroe St Ste 3300			Chicago	IL	60603-5792	
Counsel to the agent under the Debtors' ABL facility/Counsel to Wells Fargo Capital Finance, LLC	Goldberg Kohn LTD	Attn: Randall L Klein	55 East Monroe St Ste 3300			Chicago	IL	60603-5792	
Top 40 Unsecured Creditor	INTERIOR CONCEPTS CORP	Attn Director or Officer	18525 Trimble Court			SPRING LAKE	MI	49456	
The Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation	2970 Market St			Philadelphia	PA	19104	
The Internal Revenue Service	Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150			Baltimore	MD	21201	

Exhibit A
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Top 40 Unsecured Creditor	JACK RICHESON AND CO INC	Jack Richeson, Owner	557 Marcella Street			KIMBERLY	WI	54136	
Top 40 Unsecured Creditor	KC BIN AND EQUIPMENT	Attn Director or Officer	Vaughn Storage Systems	6704 W 19th St		LUBBOCK	TX	79407	
Counsel to United Parcel Service, Inc.	King & Spalding LLP	Jonathan W Jordan	1180 Peachtree St NE			Atlanta	GA	30309	
Top 40 Unsecured Creditor	LEARNING RESOURCES INC	Etienne Veber, President & CEO	380 N. Fairway Drive			VERNON HILLS	IL	60061	
Counsel to Dallas County	Linebarger Goggan Blair & Sampson LLP	Elizabeth Weller	2323 Bryan St Ste 1600			Dallas	TX	75201	
Top 40 Unsecured Creditor	LOGICALIS	Terry Flood, President	34505 W Twelve Mile Rd			FARMINGTON HILLS	MI	48331-3259	
Top 40 Unsecured Creditor	LYVE MEDIA LLC	Attn Director or Officer	15 Locust Street, Suite 5			HAVERHILL	MA	01830-7015	
Counsel to the County of Milam, Texas	McCreary Veselka Bragg & Allen PC	Lee Gordon	PO Box 1269			Round Rock	TX	78680	
Top 40 Unsecured Creditor	MELISSA AND DOUG LLC	Attn Director or Officer	141 Danbury Rd			WILTON	CT	06897	
Top 40 Unsecured Creditor	MOORECO INC	Greg Moore, CEO	2885 Lorraine Avenue			Temple	TX	76501	
Top 40 Unsecured Creditor	MORNING SOUND INDUSTRIES CO., LTD	Attn Director or Officer	423, Pao Tai Rd	Chien Chen Dist		Kaohsiung		00806	Taiwan
Counsel to United Parcel Service, Inc.	Morris James LLP	Stephen M Miller	500 Delaware Ave Ste 1500	PO Box 2306		Wilmington	DE	19801	
Top 40 Unsecured Creditor	NATIONAL PUBLIC SEATING CORP	Barry Stauber, President	149 Entin Road			Clifton	NJ	07014	
The United States Trustee	Office of the United States Trustee Delaware	Juliet Sarkessian	844 King St Ste 2207	Lockbox 35		Wilmington	DE	19899-0035	
DE AG Office	Office of the US Attorney General	Joseph R. Biden III	Carvel State Office Building	820 N French St		Wilmington	DE	19801	
Top 40 Unsecured Creditor	PACON CORPORATION	Jim Schmitz, CEO	2525 N. Casaloma Drive			Appleton	WI	54913-8865	
Top 40 Unsecured Creditor	PAN PACIFIC SOURCING LLC	Brian McKay, Officer	481 Great Plain Avenue			Needham	MA	02492-3728	
Top 40 Unsecured Creditor	QUAD GRAPHICS INC	Attn Director or Officer	N61 W23044 HARRYS WAY			SUSSEX	WI	53089	
Counsel to Wells Fargo Capital Finance LLC	Richards Layton & Finger PA	Paul N Heath	One Rodney Square	920 North King Street		Wilmington	DE	19801	
Counsel to Wells Fargo Capital Finance LLC	Richards Layton & Finger PA	Zachary I Shapiro	One Rodney Square	920 North King Street		Wilmington	DE	19801	
Interested Party	Riverside Claims LLC		PO Box 626	Planetarium Station		New York	NY	10024	
Top 40 Unsecured Creditor	ROSELLE PAPER INC	Samuel Lefkovits, President	615 E 1st Avenue			ROSELLE	NJ	07203-1562	
Top 40 Unsecured Creditor	SANDUSKY LEE CORP	Attn Director or Officer	75 Park Ave			Littlestown	PA	17340	
Top 40 Unsecured Creditor	SANFORD LP	Howard C Heckes, CEO	2707 Butterfield Road # 130			Oak Brook	IL	60523-1278	
Top 40 Unsecured Creditor	SARGENT ART	Tom Hudak, CEO	100 East Diamond Avenue			HAZLETON	PA	18201	
SEC Regional Office	Securities & Exchange Commission	Daniel M Hawke Regional Dir	The Mellon Independence Ctr	701 Market St		Philadelphia	PA	19106-1532	
SEC NY Regional Office	Securities & Exchange Commission	George S Canellos Regional Dir	3 World Financial Center Ste 400			New York	NY	10281-1022	
SEC Headquarters	Securities & Exchange Commission	Secretary Of The Treasury	100 F St Ne			Washington	DC	20549	

Exhibit A
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Top 40 Unsecured Creditor	SP RICHARDS CO	Wayne Beachman, CEO	6300 Highlands Pkwy			SMYRNA	GA	30082	
Counsel to the Texas Comptroller of Public Accounts	Texas Comptroller of Public Accounts	Jay W Hurst, Assistant Attorney General	Bankruptcy & Collections Division	PO BOX 12548		Austin	TX	78711-2548	
Top 40 Unsecured Creditor	TEXAS INSTRUMENTS INC	Richard K. Templeton, President & CEO	12500 Ti Boulevard			DALLAS	TX	75243-0592	
Top 40 Unsecured Creditor	THE PEABODY ORLANDO	Attn Director or Officer	9801 International Drive			ORLANDO	FL	32819	
Counsel to Logicalis, Inc.	The Rosner Law Group LLC	Frederick B Rosner & Scott J Leonhardt	824 N Market St Ste 810			Wilmington	DE	19801	
Top 40 Unsecured Creditor	UPS	D. Scott Davis, CEO	55 Glenlake Parkway NE			Atlanta	GA	30328	
US Attorneys Office	US Attorney for Delaware	Charles Oberly c/o Ellen Slight	1007 Orange St Ste 700	PO Box 2046		Wilmington	DE	19899-2046	
Counsel to Logicalis, Inc.	Warner Norcross & Judd LLP	Dennis W Loughlin	2000 Town Center Ste 2700			Southfield	MI	48075	
Top 40 Unsecured Creditor	WB MANUFACTURING	Steve Burgess, President	507 E Grant Street			THORP	WI	54771-9662	
Agent to the ABL Facility (UCC)	Wells Fargo Capital Finance, LLC, as Administrative Agent	Account Manager - School Specialty	111 S Wacker Dr, Ste 3000			Chicago	IL	60606	
Agent to the ABL Facility	Wells Fargo Capital Finance, LLC, as Administrative Agent	Account Manager - School Specialty	150 S Wacker Dr, Ste 2200			Chicago	IL	60606	
Agent to the ABL Facility	Wells Fargo Capital Finance, LLC, as Administrative Agent	Attn Laura Nickas	150 S Wacker Dr, Ste 2200	MAC N2814-220		Chicago	IL	60606-4204	
Agent to the ABL Facility	Wells Fargo Capital Finance, LLC, as Administrative Agent	Attn Steve Linderman	150 S Wacker Dr, Ste 2200	MAC N2814-220		Chicago	IL	60606-4204	
Counsel to Collateral Agent to the ABL Facility	Winston & Strawn LLP	Attn: Kevin M Ryan	35 Wacker Dr			Chicago	IL	60601	

Exhibit B

Exhibit B
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Top 40 Unsecured Creditor	3M	Inge G Thulin, CEO	3M Corporate Headquarters	3M Center		St Paul	MN	55144-1000	
Top 40 Unsecured Creditor	A T CLAYTON AND CO	Benjamin G Soule, CFO/COO	300 Atlantic Street, 7th Fl			STAMFORD	CT	06901-3513	
Top 40 Unsecured Creditor	ACCO BRANDS USA LLC	Attn Director or Officer	300 Tower Parkway			LINCOLNSHIRE	IL	60069-3665	
Counsel to Dixon Ticonderoga Company	Akerman Senterfitt	Sundeep S Sidhu	420 S Orange Ave Ste 1200			Orlando	FL	32801-4904	
Counsel to the agent under the Debtors' Term Loan Agreement/Counsel to Bayside Finance, LLC and Bayside School Specialty, LLC	Akin Gump Strauss Hauer & Feld LLP	Attn: Meredith Lahaie	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Counsel to the agent under the Debtors' Term Loan Agreement/Counsel to Bayside Finance, LLC and Bayside School Specialty, LLC	Akin Gump Strauss Hauer & Feld LLP	Attn: Michael Stamer	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Counsel to Bayside Finance, LLC and Bayside School Specialty, LLC	Akin Gump Strauss Hauer & Feld LLP	Lindsay Zahradka	One Bryant Park	Bank of America Tower		New York	NY	10036-6745	
Top 40 Unsecured Creditor	AMERICAN ART CLAY CO INC	Bill Berry, President	6060 Guion Road			INDIANAPOLIS	IN	46254	
Top 40 Unsecured Creditor	AMERICAN PAPER CONVERTERS INC	Attn Director or Officer	570 Bondow Dr			Neenah	WI	54956	
Top 40 Unsecured Creditor	ARTCO-BELL CORP	Bob Bishop, CEO	1302 Industrial Boulevard			TEMPLE	TX	76504	
Counsel for the ad hoc group of convertible debenture holders/Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Baker & McKenzie LLP	Attn: Carmen Lonstein	300 East Randolph St Ste 5000			Chicago	IL	60601	
Counsel for the ad hoc group of convertible debenture holders/Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Baker & McKenzie LLP	Attn: Erin E Broderick	300 East Randolph St Ste 5000			Chicago	IL	60601	

Exhibit B
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Counsel for the ad hoc group of convertible debenture holders/Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Baker & McKenzie LLP	Attn: Shima S Roy	300 East Randolph St Ste 5000			Chicago	IL	60601	
Top 40 Unsecured Creditor	BALLS R US CO LTD	Mr. Chia-Liang Chen	No 3/6 MOO 9	Phuthamonthon 7 RD	Tatalard, Sampran	Nakornpathom		73110	Thailand
The indenture trustee for the Debtors' convertible debentures	Bank of New York Mellon	As Indenture Trustee	One Wall Street			New York	NY	10286	
The indenture trustee for the Debtors' convertible debentures	Bank of New York Mellon	Mary Callahan, Vice President	2 N LaSalle St Ste 1020			Chicago	IL	60602	
Top 40 Unsecured Creditor	BANK OF NEW YORK MELLON TRUST COMPANY N.A.	Corporate Trust Administrator	As Indenture Trustee	2 N. LaSalle Street, Suite 1020		Chicago	IL	60602	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	David Powlen	1000 N W St Ste 1500			Wilmington	DE	19801	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	John T Gregg	One Noth Wacker Dr Ste 4400			Chicago	IL	60606	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	Kevin G Collins	1000 N W St Ste 1500			Wilmington	DE	19801	
Counsel to Mead Products LLC and ACCO Brands Corporation	Barnes & Thornburg LLP	Paula K Jacobi	One Noth Wacker Dr Ste 4400			Chicago	IL	60606	
Agent to the Term Loan	Bayside Finance, LLC, as Agent	c/o Bayside Capital Inc.	Attn Jackson Craig	600 Fifth Ave, 24th Fl		New York	NY	10020	
Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Bifferato LLC	Ian Connor Bifferato	800 N King Street	PO Box 2165		Wilmington	DE	19801	
Counsel to the Steering Committee of School Specialty, Inc. 3.75% Convertible Subordinated Notes Due 2026	Bifferato LLC	Thomas F Driscoll III	800 N King Street	PO Box 2165		Wilmington	DE	19801	
Top 40 Unsecured Creditor	BRETFORD MFG	Chris Petrick, CEO	11000 Seymour Avenue			Franklin Park	IL	60131	
Top 40 Unsecured Creditor	CARPETS FOR KIDS INC	Jeff Fagen, Owner	115 S.E. 9th Ave.			Portland	OR	97214	
Top 40 Unsecured Creditor	CH ROBINSON	John P. Wiehoff, President & CEO	14701 Charlson Road			EDEN PRAIRIE	MN	55347	

Exhibit B
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Term Lender	CIT	ATTN GREG GARBUZ	TWO LINCOLN CENTRE	5420 LBJ FREEWAY, SUITE 200		DALLAS	TX	75240	
Term Lender	CIT	ATTN NEAL T. LEGAN	TWO LINCOLN CENTRE	5420 LBJ FREEWAY, SUITE 200		DALLAS	TX	75240	
Top 40 Unsecured Creditor	COPERNICUS EDUCATIONAL PRODUCTS	Attn Director or Officer	4210 Plain Center Ave NE			Canton	OH	44714	
Top 40 Unsecured Creditor	Copernicus Educational Products		PMB #459 60 Industrial Pkwy			Cheektowaga	NY	14227	
Top 40 Unsecured Creditor	Copernicus Educational Products		8194 County Rd 109			Arthur	ON	NOG 1A0	Canada
Top 40 Unsecured Creditor	CRAYOLA LLC	Mike Perry, CEO	1100 Church Ln			Easton	PA	18044	
Interested Party	Crayola LLC	Morgan Whitebread, Manager,	1100 Church Ln			Easton	PA	18044	
Top 40 Unsecured Creditor	DAKLIN ELECTRONICS CO., LTD.- 1026	Attn Director or Officer	Unit D, 1/F., Valiant Industrial Centre	2-12 Au Pui Wan Street		Fotan	Shatin		Hong Kong
US DOJ	Delaware Dept of Justice	Attn Bankruptcy Dept	820 N French St 6th Fl			Wilmington	DE	19801	
DE Secretary of State	Delaware Secretary of State	Division of Corporations Franchise Tax	401 Federal Street	PO Box 898		Dover	DE	19903	
DE State Treasury	Delaware State Treasury		820 Silver Lake Blvd., Suite 100			Dover	DE	19904	
Top 40 Unsecured Creditor	DIXON TICONDEROGA CO	Tim Gomez, CEO	195 International Parkway			HEATHROW	FL	32746	
Top 40 Unsecured Creditor	ELMERS PRODUCTS INC	Attn Director or Officer	1 Easton Oval			Columbus	OH	43219	
Top 40 Unsecured Creditor	ESSELTE PENDAFLEX	Gary G. Brooks, President & CEO	225 Broadhollow Road, Ste 300			MELVILLE	NY	11747	
Top 40 Unsecured Creditor	FLEETWOOD GROUP INC	Doug Ruch, CEO	11832 James Street			Holland	MI	49424	
Collateral Agent to the ABL Facility	General Electric Capital Corporation	Jeffre S Kolke	500 W Monroe			Chicago	IL	60661	
Collateral Agent to the ABL Facility	General Electric Capital Corporation	Kai Sorenson, VP	500 W Monroe			Chicago	IL	60661	
Counsel to the agent under the Debtors' ABL facility/Counsel to Wells Fargo Capital Finance, LLC	Goldberg Kohn LTD	Attn: Jeremy M Downs	55 East Monroe St Ste 3300			Chicago	IL	60603-5792	
Counsel to the agent under the Debtors' ABL facility/Counsel to Wells Fargo Capital Finance, LLC	Goldberg Kohn LTD	Attn: Keith Radner	55 East Monroe St Ste 3300			Chicago	IL	60603-5792	
Counsel to the agent under the Debtors' ABL facility/Counsel to Wells Fargo Capital Finance, LLC	Goldberg Kohn LTD	Attn: Randall L Klein	55 East Monroe St Ste 3300			Chicago	IL	60603-5792	
Top 40 Unsecured Creditor	INTERIOR CONCEPTS CORP	Attn Director or Officer	18525 Trimble Court			SPRING LAKE	MI	49456	
The Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation	2970 Market St			Philadelphia	PA	19104	
The Internal Revenue Service	Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150			Baltimore	MD	21201	

Exhibit B
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
Top 40 Unsecured Creditor	JACK RICHESON AND CO INC	Jack Richeson, Owner	557 Marcella Street			KIMBERLY	WI	54136	
Top 40 Unsecured Creditor	KC BIN AND EQUIPMENT	Attn Director or Officer	Vaughn Storage Systems	6704 W 19th St		LUBBOCK	TX	79407	
Counsel to United Parcel Service, Inc.	King & Spalding LLP	Jonathan W Jordan	1180 Peachtree St NE			Atlanta	GA	30309	
Top 40 Unsecured Creditor	LEARNING RESOURCES INC	Etienne Veber, President & CEO	380 N. Fairway Drive			VERNON HILLS	IL	60061	
Counsel to Dallas County	Linebarger Goggan Blair & Sampson LLP	Elizabeth Weller	2323 Bryan St Ste 1600			Dallas	TX	75201	
Top 40 Unsecured Creditor	LOGICALIS	Terry Flood, President	34505 W Twelve Mile Rd			FARMINGTON HILLS	MI	48331-3259	
Top 40 Unsecured Creditor	LYVE MEDIA LLC	Attn Director or Officer	15 Locust Street, Suite 5			HAVERHILL	MA	01830-7015	
Counsel to the County of Milam, Texas	McCreary Veselka Bragg & Allen PC	Lee Gordon	PO Box 1269			Round Rock	TX	78680	
Top 40 Unsecured Creditor	MELISSA AND DOUG LLC	Attn Director or Officer	141 Danbury Rd			WILTON	CT	06897	
Top 40 Unsecured Creditor	MOORECO INC	Greg Moore, CEO	2885 Lorraine Avenue			Temple	TX	76501	
Top 40 Unsecured Creditor	MORNING SOUND INDUSTRIES CO., LTD	Attn Director or Officer	423, Pao Tai Rd	Chien Chen Dist		Kaohsiung		00806	Taiwan
Counsel to United Parcel Service, Inc.	Morris James LLP	Stephen M Miller	500 Delaware Ave Ste 1500	PO Box 2306		Wilmington	DE	19801	
Counsel to Crayola LLC	Morris Nichols Arsht & Tunnell LLP	Erin R Fay	1201 N Market St	PO Box 1347		Wilmington	DE	19801	
Counsel to Crayola LLC	Morris Nichols Arsht & Tunnell LLP	Gregory W Werkheiser	1201 N Market St	PO Box 1347		Wilmington	DE	19801	
Top 40 Unsecured Creditor	NATIONAL PUBLIC SEATING CORP	Barry Stauber, President	149 Entin Road			Clifton	NJ	07014	
The United States Trustee	Office of the United States Trustee Delaware	Juliet Sarkessian	844 King St Ste 2207	Lockbox 35		Wilmington	DE	19899-0035	
DE AG Office	Office of the US Attorney General	Joseph R. Biden III	Carvel State Office Building	820 N French St		Wilmington	DE	19801	
Top 40 Unsecured Creditor	PACON CORPORATION	Jim Schmitz, CEO	2525 N. Casaloma Drive			Appleton	WI	54913-8865	
Top 40 Unsecured Creditor	PAN PACIFIC SOURCING LLC	Brian McKay, Officer	481 Great Plain Avenue			Needham	MA	02492-3728	
Top 40 Unsecured Creditor	QUAD GRAPHICS INC	Attn Director or Officer	N61 W23044 HARRYS WAY			SUSSEX	WI	53089	
Counsel to Wells Fargo Capital Finance LLC	Richards Layton & Finger PA	Paul N Heath	One Rodney Square	920 North King Street		Wilmington	DE	19801	
Counsel to Wells Fargo Capital Finance LLC	Richards Layton & Finger PA	Zachary I Shapiro	One Rodney Square	920 North King Street		Wilmington	DE	19801	
Interested Party	Riverside Claims LLC		PO Box 626	Planetarium Station		New York	NY	10024	
Top 40 Unsecured Creditor	ROSELLE PAPER INC	Samuel Lefkovits, President	615 E 1st Avenue			ROSELLE	NJ	07203-1562	
Top 40 Unsecured Creditor	SANDUSKY LEE CORP	Attn Director or Officer	75 Park Ave			Littlestown	PA	17340	
Top 40 Unsecured Creditor	SANFORD LP	Howard C Heckes, CEO	2707 Butterfield Road # 130			Oak Brook	IL	60523-1278	
Top 40 Unsecured Creditor	SARGENT ART	Tom Hudak, CEO	100 East Diamond Avenue			HAZLETON	PA	18201	

Exhibit B
Core/2002 Overnight Service List

PARTY DESCRIPTION	COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	COUNTRY
SEC Regional Office	Securities & Exchange Commission	Daniel M Hawke Regional Dir	The Mellon Independence Ctr	701 Market St		Philadelphia	PA	19106-1532	
SEC NY Regional Office	Securities & Exchange Commission	George S Canellos Regional Dir	3 World Financial Center Ste 400			New York	NY	10281-1022	
SEC Headquarters	Securities & Exchange Commission	Secretary Of The Treasury	100 F St Ne			Washington	DC	20549	
Top 40 Unsecured Creditor	SP RICHARDS CO	Wayne Beachman, CEO	6300 Highlands Pkwy			SMYRNA	GA	30082	
Counsel to the Texas Comptroller of Public Accounts	Texas Comptroller of Public Accounts	Jay W Hurst, Assistant Attorney General	Bankruptcy & Collections Division	PO BOX 12548		Austin	TX	78711-2548	
Top 40 Unsecured Creditor	TEXAS INSTRUMENTS INC	Richard K. Templeton, President & CEO	12500 Ti Boulevard			DALLAS	TX	75243-0592	
Top 40 Unsecured Creditor	THE PEABODY ORLANDO	Attn Director or Officer	9801 International Drive			ORLANDO	FL	32819	
Counsel to Logicalis, Inc.	The Rosner Law Group LLC	Frederick B Rosner & Scott J Leonhardt	824 N Market St Ste 810			Wilmington	DE	19801	
Top 40 Unsecured Creditor	UPS	D. Scott Davis, CEO	55 Glenlake Parkway NE			Atlanta	GA	30328	
US Attorneys Office	US Attorney for Delaware	Charles Oberly c/o Ellen Sights	1007 Orange St Ste 700	PO Box 2046		Wilmington	DE	19899-2046	
Counsel to Logicalis, Inc.	Warner Norcross & Judd LLP	Dennis W Loughlin	2000 Town Center Ste 2700			Southfield	MI	48075	
Top 40 Unsecured Creditor	WB MANUFACTURING	Steve Burgess, President	507 E Grant Street			THORP	WI	54771-9662	
Agent to the ABL Facility (UCC)	Wells Fargo Capital Finance, LLC, as Administrative Agent	Account Manager - School Specialty	111 S Wacker Dr, Ste 3000			Chicago	IL	60606	
Agent to the ABL Facility	Wells Fargo Capital Finance, LLC, as Administrative Agent	Account Manager - School Specialty	150 S Wacker Dr, Ste 2200			Chicago	IL	60606	
Agent to the ABL Facility	Wells Fargo Capital Finance, LLC, as Administrative Agent	Attn Laura Nickas	150 S Wacker Dr, Ste 2200	MAC N2814-220		Chicago	IL	60606-4204	
Agent to the ABL Facility	Wells Fargo Capital Finance, LLC, as Administrative Agent	Attn Steve Linderman	150 S Wacker Dr, Ste 2200	MAC N2814-220		Chicago	IL	60606-4204	
Counsel to Collateral Agent to the ABL Facility	Winston & Strawn LLP	Attn: Kevin M Ryan	35 Wacker Dr			Chicago	IL	60601	