

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

In re:

SCHOOL SPECIALTY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 13-10125 (KJC)

Jointly Administered

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON MAY 23, 2013 AT 1:30 P.M. (ET)**²

ADJOURNED MATTER

1. Motion for Relief from Automatic Stay and Motion to Abstain [D.I. 684; 3/28/13]

Related Documents:

- a) Amended Notice of Motion [D.I. 848; 4/20/13]

Objection Deadline: April 22, 2013 at 4:00 p.m. (ET) [Extended for the Debtors]

Objections/Responses Received: None to date.

Status: By agreement of the parties, this matter is adjourned to a date after the confirmation hearing.

UNCONTESTED MATTER WITH CERTIFICATE OF NO OBJECTION

2. Debtors' Motion for an Order Pursuant to 28 U.S.C. § 1452 and Bankruptcy Rules 9006(b) Extending the Debtors' Time to File Notices of Removal of Claims and Causes of Action Related to the Debtors' Chapter 11 Proceedings [D.I. 950; 4/26/13]

Related Documents:

- a) Certificate of No Objection [D.I. 1043; 5/14/13]

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. (Wis.; 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.

² **Items appearing in bold consist of those not included on the Amended Agenda filed on May 17, 2013 at Docket No. 1086.**

- b) Order Extending the Debtors' Time to File Notices of Removal of Claims and Causes of Action Related to the Debtors' Chapter 11 Proceedings [D.I. 1066; 5/16/13]

Objection Deadline: May 10, 2013 at 4:00 p.m. (ET) [Extended for the Official Committee of Unsecured Creditors to May 13, 2013 at 4:00 p.m. (ET)]

Objections/Responses Received: None.

Status: An order has been entered by the Court. No hearing is necessary.

UNCONTESTED MATTER GOING FORWARD

- 3. Debtors' Amended Motion for an Order (I) Authorizing Debtors to Amend Their ABL DIP Facility and (II) Granting Related Relief [D.I. 1013; 5/7/13]

Related Documents:

- a) Debtors' Motion for an Order (I) Authorizing Debtors to Amend Their ABL DIP Facility and (II) Granting Related Relief [D.I. 955; 4/29/13]
- b) Certificate of No Objection [D.I. 1058; 5/16/13]
- c) Notice of Withdrawal of Docket No. 1058 [D.I. 1060; 5/16/13]
- d) **Certificate of No Objection [D.I. 1094; 5/17/13]**
- e) **Notice of Withdrawal of Docket No. 1094 [D.I. 1123; 5/21/13]**

Objection Deadline: May 13, 2013 at 4:00 p.m. (ET)

Objections/Responses Received: None.

Status: The parties are negotiating a further amendment to the ABL DIP Facility and the Debtors plan to submit a revised amendment and a revised proposed form of order with respect to this matter at or prior to the hearing. This matter is going forward.

CONTESTED MATTERS GOING FORWARD

- 4. Motion for Appointment of an Equity Committee Filed by Dwight Bonnell [D.I. 959; 4/30/13]

Related Documents:

- a) Order Regarding Motion for Appointment of Equity Committee [D.I. 978; 5/1/13]

- b) Letter of Prabin Shiwakoli Regarding Appointment of Equity Committee [D.I. 1012; 5/6/13]
- c) Exhibits for the Equity Committee Hearing Scheduled May 20, 2013 Submitted in Support of the Appointment of an Equity Committee as Required in the Order Signed by Judge Carey May 1, 2013 [D.I. 1050; 5/15/13]

Objection Deadline: May 13, 2013 at 4:00 p.m. (ET)

Objections/Responses Received:

- d) United States Trustee's Response to Requests to Appoint Equity Committee [D.I. 1031; 5/13/13]
- e) Debtors' Objection to Request for Equity Committee [D.I. 1033; 5/13/13]

Status: This matter will be going forward.

- 5. Confirmation of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 862; 4/23/13]

Related Documents:

- a) Notice of the Official Committee of Unsecured Creditors' Submission of Proposed form of Plan Support Recommendation to Creditors in Connection with the Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 872; 4/24/13]
- b) Order: (A) Conditionally Approving Disclosure Statement; (B) Fixing Voting Record Date; (C) Approving Solicitation Materials and Procedures for Distribution Thereof; (D) Approving Forms of Ballots and Establishing Procedures for Voting on Plan and Tabulating Votes; (E) Scheduling Hearing and Approving Notice and Procedures for Filing Objections to (I) Confirmation of the Plan, and (II) Proposed Cure Amounts Related to Contracts and Leases Assumed Under the Plan; and (F) Granting Related Relief [D.I. 902; 4/24/13]
- c) Notice of Filing of Solicitation Version of Disclosure Statement for Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 931; 4/24/13]
- d) Notice of (I) Approval of Disclosure Statement, (II) Deadline for Voting on Plan, (III) Hearing to Consider Confirmation of Plan, and (IV) Deadline for Filing Objection to Confirmation of Plan [D.I. 939; 4/25/13]

- e) Certification of Publication in the New York Times Regarding Notice of (I) Approval of Disclosure Statement, (II) Deadline for Voting on Plan, (III) Hearing to Consider Confirmation of Plan, and (IV) Deadline for Filing Objection to Confirmation of Plan [D.I. 1014; 5/7/13]
- f) Notice of Filing of Supplement to Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1026; 5/9/13]
- g) Affidavit of Service by Kurtzman Carson Consultants LLC Regarding Solicitation Packages [D.I. 1035; 5/13/13]
- h) Notice of Filing of First Amended Supplement to Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1044; 5/15/13]
- i) Notice of Filing of Exit Financing Documents [D.I. 1045; 5/15/13]
- j) Supplemental Affidavit of Service by Kurtzman Carson Consultants LLC Regarding Solicitation Packages [D.I. 1051; 5/15/13]
- k) Notice of Filing of Second Amended Supplement to Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1056; 5/15/13]

Objection Deadline: May 16, 2013 at 4:00 p.m. (ET) [Extended to May 17, 2013 for the U.S. DOJ, Comerica Bank, Level 3 Communications and Global Crossing Communications. Extended for the the U.S. Trustee to May 16, 2013 at 6:00 p.m. (ET). Extended for Cameron Independent School District and Milam County to May 20, 2013. Extended for Mid Valley Packaging & Supply Co. to May 20, 2013 at 4:00 p.m. (ET)]

Objections/Responses Received:

- l) Objection and Reservation of Rights of American Art Clay Co., Inc. to the Revised Proposed Order Approving Disclosure Statement and Related Procedures and to the Disclosure Statement for Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Joinder in the Objection of the Official Committee of Unsecured Creditors [D.I. 849; 4/21/13]
- m) Objection of Certain Holders of Convertible Notes to Proposed Disclosure Statement for Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and to Revised Proposed Order Approving Disclosure Statement and Solicitation and Related Procedures [D.I. 850; 4/21/13]

- n) Michigan Department of Treasury's Objections to Debtors' Amended Joint Plan of Reorganization [D.I. 957; 4/30/13]
- o) Objection of the Texas Comptroller of Public Accounts to Confirmation of Debtors' Amended Joint Plan of Reorganization [D.I. 979; 5/1/13]
- p) Tennessee Department of Revenue's Objection to Confirmation of Debtors' Amended Joint Chapter 11 Plan [D.I. 1052; 5/15/13]
- q) Objection of Franklin Covey Co. to Debtors' Notice of Assumption of License Agreement [D.I. 1054; 5/15/13]
- r) Objection by the Internal Revenue Service to the Debtors' Joint Plan Under Chapter 11 of the Bankruptcy Code [D.I. 1057; 5/16/13]
- s) Objection of Education Development Center, Inc. to Debtors' Proposed Assumption of License Agreement [D.I. 1061; 5/16/13]
- t) Response and Limited Objection of UPS-Supply Chain Solutions, Inc. to Potential Assumption and Assignment of Executory Contracts [D.I. 1064; 5/16/13]
- u) Limited Objection of PanPacific Sourcing, LLC to the Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Related Potential Assumption of Contracts and Leases/Fixing of Related "Cure" Amounts [D.I. 1068; 5/16/13]
- v) Oracle's Opposition to Debtors' Notice of (I) Possible Assumption of Executory Contracts and Unexpired Leases (II) Fixing of Cure Amounts and (III) Deadline to Object to Cure Amounts and Adequate Assurance of Future Performance [D.I. 1069; 5/16/13]
- w) Limited Objection of Comerica Bank to Confirmation of Plan of Reorganization [D.I. 1070; 5/16/13]
- x) Objection of Certain Holders of Convertible Notes to Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and to Debtors' Disclosure Statement and Request for Adjournment Based on Debtors' Failure to Disclose Material Elements of Their Plan [D.I. 1072; 5/16/13]
- y) Objection of Teksystems Global Services, LLC to Debtors' Proposed Cure Amount [D.I. 1073; 5/16/13]
- z) Objection of Teksystems, Inc. to Debtors' Proposed Cure Amount [D.I. 1075; 5/16/13]

- aa) United States Trustee's Objection to Confirmation of the Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1077; 5/16/13]
- bb) **Objection of Sandi Lauer to Proposed Cure Amount [D.I. 1088; 5/17/13]**
- cc) **Supplemental Objection of Certain Holders of Convertible Notes to Debtors Amended Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code and to Debtors Disclosure Statement and Request for Adjournment Based on Debtors Failure to Disclose Material Elements of Their Plan [D.I. 1106; 5/19/13]**
- dd) **Mid Valley Packaging & Supply Co.'s Conditional Non-Objection to Confirmation of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1109; 5/20/13]**
- ee) **Informal Responses from the Environmental Protection Agency, GE Capital Information Technology Solutions, Inc., CIT Technology Financing Services, Inc., BIC USA Inc. and Milam County, Texas**

Additional Pleadings:

- ff) **Notice of Withdrawal of Response and Limited Objection of UPS-Supply Chain Solutions, Inc. to Potential Assumption and Assignment of Executory Contracts [D.I. 1095; 5/17/13]**
- gg) **Notice of Filing of Second Amended Supplement to Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1099; 5/17/13]**
- hh) **Certification of P. Joe Morrow IV with Respect to the Tabulation of Votes on the Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1101; 5/17/13]**
- ii) **Declaration of David Vander Ploeg in Support of Confirmation of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1102; 5/17/13]**
- jj) **Memorandum of Law in Support of Confirmation of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1103; 5/17/13]**
- kk) **Motion to Exceed Page Limitation for Filing Memorandum of Law in Support of Confirmation of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1104; 5/17/13]**

- ll) **Notice of Filing of Proposed Confirmation Order [D.I. 1105; 5/17/13]**
- mm) **Notice of Filing of Blacklined Version of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1124; 5/21/13]**
- nn) **Declaration of Agnes Tang in Support of Confirmation of Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code [D.I. 1125; 5/21/13]**
- oo) **Debtors' Reply to Objections [D.I. 1126; 5/21/13]**

Status: With respect to items (l), (t), and (bb), these objections have been withdrawn. With respect to items (n), (o), (p), (r), (u), (w), (y), (z), (dd) and (ee), the respective objection has been resolved through language in the proposed confirmation order. A settlement has been reached with respect to items (x) and (cc), and the Objecting Noteholders have agreed to withdraw their objections without prejudice. The details of the settlement will be placed on the record at the hearing. With respect to items (q) and (s), these matters are being continued to the hearing scheduled for June 17, 2013. This matter will be going forward.

MATTER REQUESTED TO GO FORWARD

- 6. Emergency Motion of the Debtors for Authority to File Under Seal Certain Documents Contained in the First Amended Plan Supplement [D.I. 1084; 5/17/13]

Related Documents:

- a) Motion of Debtors for Entry of an Order Shortening Notice and Objection Periods with Respect to the Emergency Motion of the Debtors for Authority to File Under Seal Certain Documents Contained in the First Amended Plan Supplement [D.I. 1085; 5/17/13]
- b) **Order Shortening Notice and Objection Periods with Respect to the Emergency Motion of the Debtors for Authority to File Under Seal Certain Documents Contained in the First Amended Plan Supplement [D.I. 1093; 5/17/13]**

Objection Deadline: At the hearing.

Objections/Responses Received: Informal comments from the Office of the United States Trustee.

Status: This matter will be going forward.

Dated: May 21, 2013
Wilmington, Delaware

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