

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

SCHOOL SPECIALTY, INC., *et al.*,<sup>1</sup>

Reorganized Debtors.

Chapter 11

Case No. 13-10125 (KJC)

Jointly Administered

Re: Docket Nos. 902, 1044, 1061, 1158 & 1186

ORDER APPROVING ASSUMPTION OF LICENSE AGREEMENT  
BETWEEN SCHOOL SPECIALTY, INC. AND EDUCATION  
DEVELOPMENT CENTER, INC., AS AMENDED

Upon consideration of the *Objection of Education Development Center, Inc. to Debtor's Proposed Assumption of License Agreement* [Docket No. 1061] (the "Objection"), relating to that certain License Agreement<sup>2</sup> between Debtor School Specialty, Inc. ("SSI") and Education Development Center, Inc. ("EDC"); and SSI and EDC having engaged in extensive negotiations to resolve the Objection; and SSI and EDC having entered into the Amendment to the License Agreement in full resolution of the Objection; and it appearing that the Court has jurisdiction to consider this matter in accordance with 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 in accordance with Article XI of the Plan and paragraph KK of the Confirmation Order; and it appearing that venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and upon consideration of the Amendment; and it

<sup>1</sup> The Reorganized Debtors in these cases, along with the last four digits of each Reorganized Debtor's federal tax identification number and state of incorporation, are: School Specialty, Inc. (Del.; 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 Reorganized Debtors' corporate headquarters is W6316 Design Drive, Greenville, Wisconsin 54942.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Certification of Counsel.



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appearing that the assumption of the License Agreement, as amended, is in the best interests of the Reorganized Debtors, their estates and creditors; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The assumption of the License Agreement, as amended, is hereby APPROVED.

2. All cure amounts due in connection with SSI's assumption of the Agreement have been paid in full.

3. The Objection is hereby deemed to have been withdrawn with prejudice.

4. Notwithstanding any provision of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure or the Local Rules of Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, this Order shall be effective immediately upon entry.

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

Dated: Nov. 19, 2013  
Wilmington, Delaware



THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE