

**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

Re: Docket No. 114

**ORDER ESTABLISHING BAR DATES FOR FILING PROOFS OF
CLAIM, INCLUDING SECTION 503(b)(9) CLAIMS AND APPROVING
THE FORM AND MANNER OF NOTICE THEREOF**

Upon consideration of the motion (the "Motion")² of the Debtors for the entry of an order (this "Order") establishing deadlines for filing proofs of prepetition claims, including administrative expense claims arising under 11 U.S.C. § 503(b)(9) (each a "Section 503(b)(9) Claim"), and approving the form and manner of notice thereof; and the Court having heard the evidence and statements of counsel regarding the Motion and having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having jurisdiction to consider the Motion and the relief requested therein 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 due notice of the Motion having been provided; and it appearing that no other or further notice of the Motion need be provided; and the Court having determined that the relief sought in the Motion is

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.

² Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Motion. As used herein, (a) the term "claim" has the meaning given to it in section 101(5) of title 11 of the Bankruptcy Code, (b) the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code, (c) the term "governmental unit" has the meaning given to it in section 101(27) of the Bankruptcy Code, and (d) the term "person" has the meaning given to it in section 101(41) of the Bankruptcy Code.



in the best interests of the Debtors, their estates and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED, and DECREED that:

1. The Motion is granted, as set forth herein.
2. Except as provided otherwise herein, all persons and entities except governmental units, holding or wishing to assert a claim arising prior to the Petition Date, including any Section 503(b)(9) Claims, against the Debtors shall file a proof of such claim in writing so that it is actually received by Kurtzman Carson Consultants, LLC ("KCC") on or before 5:00 p.m. (prevailing Pacific Time) on the date which is 30 days after the Service Date (the "General Bar Date"). The Service Date shall not occur before the Debtors have filed their Schedules and Statements of Financial Affairs.
3. The General Bar Date applies to all types of Claims against the Debtors that arose prior to the Petition Date, including Section 503(b)(9) Claims, secured claims, unsecured priority claims, and unsecured nonpriority claims, except for claims of governmental units. The filing of a Proof of Claim Form shall be deemed to satisfy the procedural requirements for the assertion of administrative priority claims under section 503(b)(9) of the Bankruptcy Code.
4. Pursuant to section 502(b)(9) of the Bankruptcy Code, all governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date are required to file proofs of claim by July 29, 2013 at 5:00 p.m. (prevailing Pacific Time) (the "Government Bar Date").
5. The Government Bar Date applies to all governmental units holding claims against the Debtors that arose prior to the Petition Date (whether secured claims, Section

503(b)(9) Claims, unsecured priority claims, and unsecured non-priority claims), including, without limitation, governmental units with claims against the Debtors for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party.

6. The Debtors shall retain the right to (a) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, classification or otherwise; (b) subsequently designate any claim listed in the Schedules as either one or more of: disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules; provided, however, that if the Debtors amend or supplement the Schedules after the Service Date, the Debtors shall give notice of any such amendment or supplement to the holders of claims affected thereby and the affected creditor shall have until the Amended Schedule Bar Date (as defined in paragraph 7 below) to file a proof of claim or to amend any previously filed proof of claim with respect to such amended scheduled claim.

7. All notices of the Amended Schedule Bar Date shall include: (a) a copy of the applicable amendment to the Schedules; (b) a Proof of Claim Form, (c) a copy of the Bar Date Notice; and (d) a notice of the Amended Schedule Bar Date applicable to such claimant. The Amended Schedule Bar Date shall be the later of the General Bar Date (or the Government Bar Date for governmental units), or 21 days after a creditor is served with notice that the Debtors have amended their Schedules; provided, however, that notwithstanding the foregoing, nothing set forth herein will preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

8. Notwithstanding anything in this Order to the contrary, the holder of any claim arising from the rejection of an executory contract or unexpired lease shall be required to file a proof of claim on account of such Rejection Damages Claim against the Debtors by the Rejection Bar Date which shall be the later of the General Bar Date (or the Government Bar Date for governmental units), and 30 days after service of notice of entry of the applicable Rejection Order.

9. All proofs of claims must conform substantially to Form B10 of the Official Bankruptcy Forms. Usage of the Proof of Claim Form annexed hereto as Exhibit 2 shall satisfy this requirement.

10. The following persons or entities whose claims otherwise would be subject to the General Bar Date, need not file proofs of claim:

- a. any person or entity that already has filed a signed proof of claim against the applicable Debtor(s) with the Clerk of the Bankruptcy Court for the District of Delaware in a form substantially similar to Official Bankruptcy Form B10;
- b. any person or entity whose claim is listed on the Schedules if (i) the claim is NOT scheduled as "disputed," "contingent" or "unliquidated," and is not listed in the amount of zero; (ii) such person or entity agrees with the amount, nature, classification, and priority of the claim as set forth in the Schedules; and (iii) such person or entity agrees that its claim is an obligation only of the specific Debtor that has listed the claim in its Schedules, and no other Debtor;
- c. any holder of a claim that previously has been allowed by order of the Court;
- d. any holder of a claim that has been paid in full by any of the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- e. any Debtor having a claim against another Debtor;
- f. any holder of an administrative expense allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code other than Section 503(b)(9) Claims;

- g. any director who sits on the board of directors of any of the Debtors as of the date of the Motion and any employee designated as an "officer" for purposes of section 16 of the Securities Exchange Act of 1934 as of the date of the Motion, in each case, who may hold a contingent and unliquidated claim for indemnification, contribution or reimbursement; provided, that any director or officer covered by this provision who wishes to assert claims, other than contingent and unliquidated claims for indemnification, contribution or reimbursement, must file proofs of claim on account of such claims on or before the General Bar Date unless another exception in this paragraph applies;
- h. the Prepetition ABL Agent nor any of the Prepetition ABL Lenders with respect to any of the Prepetition ABL Debt arising under the Prepetition ABL Documents, the claims for which, in the absence of the filing of any proof of claim, shall be governed by the Prepetition ABL Documents and the Interim DIP Order, as applicable;³
- i. the Prepetition Term Loan Agent nor any of the Prepetition Term Loan Lenders with respect to any of the Prepetition Term Loan Debt arising under the Prepetition Term Loan Documents, the claims for which, in the absence of the filing of any proof of claim, shall be governed by the Prepetition Term Loan Documents and the Interim DIP Order, as applicable;⁴
- j. any holder of an interest based on equity securities of a Debtor solely with respect to such holder's ownership interest in or possession of such equity securities; provided, however, that any such holders who wish to assert a claim against any of the Debtors based on transactions in the Debtors' securities, including, but not limited to, claims for damages or rescission based on the purchase or sale of such securities, must file a proof of claim on or prior to the General Bar Date; provided, further, that the Debtors reserve all rights with respect to any such claims including, *inter alia*, to assert that such claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code; and
- k. any holder of a claim that is limited exclusively to the repayment of principal, interest, and other fees and expenses under any agreements governing any notes, bonds, debentures, or other debt securities (the "Debt Securities"), to the extent the indenture trustee for such Debt

³ The Prepetition ABL Agent shall have the right, if it chooses, to file a single proof of claim on behalf of all claims of the Prepetition ABL Agent and the Prepetition ABL Lenders arising under the Prepetition ABL Documents.

⁴ The Prepetition Term Loan Agent shall have the right, if it chooses, to file a single proof of claim on behalf of all claims of the Prepetition Term Loan Agent and the Prepetition Term Loan Lenders arising under the Prepetition Term Documents.

Securities timely filed a proof of claim on behalf of all holders of such claims; provided, however, that, to the extent any holder of a Debt Security wishes to assert a claim, other than a claim for the Debt Security, arising out of or relating to the Debt Security, such claimant must file for such claim a Proof of Claim on or before the General Bar Date.

11. Pursuant to Bankruptcy Rule 2002, the form of the Bar Date Notice and the Proof of Claim form annexed hereto as Exhibit 1 and 2, respectively, and the manner of providing notice of the Bar Dates proposed in the Motion, are approved in all respects. The manner of notice of the Bar Dates approved herein, including publication of the Publication Notice, is deemed to fulfill the notice requirements of the Bankruptcy Rules and the Local Rules and shall be deemed good and sufficient notice of the Bar Dates to known creditors pursuant to Bankruptcy Rule 2002(a)(7).

12. The Debtors shall cause copies of the Bar Date Notice and a Proof of Claim Form (a "Bar Date Notice Package") to be mailed to all the Notice Parties (as identified in the Motion)⁵ by first class mail, postage prepaid. On the date the Debtors commence service of the Bar Date Notice Package (i.e., the Service Date), the Debtors shall also file on the docket in these cases a copy of the Bar Date Notice that specifies the actual date of the General Bar Date.

13. The Debtors are authorized to cause publication of the bar date notice in the national edition of *The New York Times*, *The Wall Street Journal*, or *USA Today* at least 25 days prior to the General Bar Date.

⁵ The Notice Parties are defined as (a) the Office of the United States Trustee for the District of Delaware; (b) all known potential creditors, including all persons and entities listed in the Schedules as holding or potentially holding Prepetition Claims at the addresses set forth therein; (c) all record holders of School Specialty's publicly-issued equity securities determined no later than the Petition Date; (d) counsel to any statutorily appointed committee; (e) all parties that have requested notice of the proceedings in these cases pursuant to Bankruptcy Rule 2002 as of the Service Date; (f) all parties that have filed proofs of claim in the Chapter 11 Cases as of the Service Date; (g) all entities who are parties to executory contracts and unexpired leases with the Debtors, including parties to purchase orders; (h) all entities who are parties to litigation with the Debtors, or their counsel (if known); (i) the District Director of the Internal Revenue Service for the District of Delaware; (j) all other taxing authorities for the jurisdictions in which the Debtors maintain or conduct business; (k) the Securities Exchange Commission and all other regulatory agencies with oversight authority of the Debtors; and (l) all environmental authorities listed in Question 17 of the Debtors' Statement of Financial Affairs.

14. Any person or entity that is required to file a proof of claim in the Chapter 11 Cases but fails to do so in a timely manner shall be forever barred, estopped, and enjoined from: (a) asserting in these Chapter 11 Cases any Prepetition Claim against the Debtors that such person or entity has that (i) is in an amount that exceeds the amount, if any, that may be set forth in the Schedules on behalf of such entity as undisputed, noncontingent and liquidated, or (ii) is of a different nature or in a different classification or priority than what may be set forth in the Schedules (in either case, any such Claim being hereafter referred to as an "Unscheduled Claim"); and (b) voting upon, or receiving distributions under, any plan or plans of reorganization or liquidation in the Chapter 11 Cases in respect of an Unscheduled Claim; provided, however, that a claimant shall be able to vote upon, and receive distributions under, any plan of reorganization or liquidation in this case to the extent, and in such amount, as any undisputed, noncontingent and liquidated claims identified in the Schedules on behalf of such claimant.

15. Any proof of claim must clearly indicate the name of the applicable Debtor against whom the claim is asserted and the applicable bankruptcy case number for such Debtor. If a claim is asserted against more than one of the Debtors, a separate proof of claim must be filed in each such Debtor's bankruptcy case, otherwise the Debtors will treat such claim as filed only against the first listed Debtor.

16. All proofs of claim or requests for allowance of administrative expense may be submitted in person, by courier service, by hand delivery, or by mail or overnight mail to KCC, the Court-approved notice and claims agent in the Chapter 11 Cases, at the following address and must actually be received on or before the applicable Bar Date: **School Specialty**

**Claims Processing Center, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue,
El Segundo, California 90245.**

17. The provisions of this Order apply to all claims of whatever character, against the Debtors or their assets, whether secured or unsecured, priority or nonpriority, liquidated or unliquidated, fixed or contingent.

18. All creditors who desire to rely on the Schedules with respect to filing a proof of claim in the Chapter 11 Cases shall have the responsibility for determining that their respective Claims are accurately listed therein.

19. The Debtors are authorized to amend the forms and notices approved hereby to conform to the applicable dates established by this Order and to make other non-substantive changes thereto.

20. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

21. The Debtors and KCC are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

22. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

23. The Court shall retain jurisdiction, even after the closing of the Chapter 11 Cases, with respect to all matters arising from or related to the implementation of this Order.

Dated: Wilmington, Delaware
February 25, 2013



THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

**FORM NOTICE OF DEADLINE FOR THE
FILING OF PROOFS OF CLAIM**

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 ESTABLISHMENT OF BAR DATES FOR FILING PROOFS OF
CLAIM, INCLUDING SECTION 503(b)(9) CLAIMS

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST ANY OF THE
DEBTORS

On January 28, 2013 (the "Petition Date"), School Specialty, Inc. and its affiliated debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") filed petitions commencing chapter 11 cases (the "Chapter 11 Cases") under title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Court").

On February ____, 2013, the Court entered an order [Docket No. ____] (the "Bar Date Order") establishing various bar dates for filing proofs of claim and requests for allowance of certain administrative expenses. The Court has established **April __, 2013 at 5:00 p.m. (prevailing Pacific Time) (the "General Bar Date")**, as the general claims bar date for filing proofs of claim in the Chapter 11 Cases for all persons and entities other than governmental units, and July 29, 2013, at 5:00 p.m. (prevailing Pacific Time) (the "Government Bar Date") as the bar date for governmental units to file proofs of claim in the Chapter 11 Cases. As described below, the Bar Date Order also establishes different bar dates for other categories of claims.

For your convenience, enclosed with this Notice is a proof of claim form, which identifies the amount, nature and classification of your claim(s), if any, listed in the Debtors' schedules of assets and liabilities filed in these Chapter 11 Cases (the "Schedules").

As used in this Notice, the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units and the United States trustee. The terms "persons" and "governmental units" are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

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.

Additionally, the term "claim" means, as to or against any of the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured. Finally, "Section 503(b)(9) Claims" means any claim entitled to administrative expense status under section 503(b)(9) of the Bankruptcy Code.²

1. THE BAR DATES

The Bar Date Order establishes the following bar dates for filing proofs of claim in these cases (the "Bar Dates"):

- a. **The General Bar Date.** Pursuant to the Bar Date Order, except as described below, all persons or entities holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date are required to file proofs of claim **so that they are received by the Debtors' claims agent, listed in paragraph 4 below by April 29, 2013 at 5:00 p.m. (prevailing Pacific Time)**. The General Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including Section 503(b)(9) Claims, secured claims, unsecured priority claims, and unsecured nonpriority claims.
- b. **The Government Bar Date.** Pursuant to the Bar Date Order, all governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date are required to file proofs of claim so that they are received by the Debtors' claims agent, listed in paragraph 4 below **by July 29, 2013 at 5:00 p.m. (prevailing Pacific Time)**. The Government Bar Date applies to all governmental units holding claims against the Debtors (whether Section 503(b)(9) Claim, secured claims, unsecured priority claims, or unsecured nonpriority claims) that arose prior to the Petition Date, including, without limitation, governmental units with claims against the Debtors for unpaid taxes, whether such claims arise from prepetition tax periods or prepetition transactions to which the Debtors were a party.
- c. **The Amended Schedule Bar Date.** If, subsequent to the date of this Notice, a Debtor amends or supplements its Schedules to modify the undisputed, noncontingent, and liquidated amount of a claim listed in the Schedules, to change the nature or classification of a claim against a Debtor reflected in the Schedules, or to add a new claim to the Schedules, the Debtors will give notice of any such amendment or supplement to the holders of claims affected thereby. The affected creditor is required to file a proof of claim or amend any previously filed proof of claim in respect of the affected claim so that it is received by the Debtors' claims

² "After notice and a hearing, there shall be allowed, administrative expenses, other than claims allowed under section 502(f) of this title, including . . . the value of any goods received by the debtor within 20 days before the date of commencement of a case under this title in which the goods have been sold to the debtor in the ordinary course of such debtor's business." 11 U.S.C. § 503(b)(9).

agent, listed in paragraph 4 below, on or before the later of (i) the above-listed Bar Date applicable to such affected creditor, and (ii) 21 days after the date that notice of the applicable amendment or supplement to the Schedules is served on the creditor. The later of these dates is referred to in this Notice as the "Amended Schedule Bar Date."

- d. **The Rejection Bar Date.** Any entity whose claim arises out of the Court-approved rejection of an executory contract or unexpired lease pursuant to section 365 of the Bankruptcy Code prior to the confirmation of a chapter 11 plan in the applicable Debtor's case must file a proof of claim so that it is received by the Debtors' claims agent, listed in paragraph 4 below, on or before the later of (i) the General Bar Date (or the Government Bar Date for governmental units), and (ii) 30 days after service of notice of entry of the order authorizing the Debtor's rejection of the applicable contract or lease, notice of which shall be provided to the affected creditors. The later of these dates is referred to in this Notice as the "Rejection Bar Date."

2. WHO MUST FILE A PROOF OF CLAIM

Unless one of the exceptions described in Section 5 below applies, you **MUST** file a proof of claim by the applicable Bar Date to vote on a chapter 11 plan of liquidation or to share in distributions from the Debtors' bankruptcy estates if you have a claim that arose or is deemed to have arisen prior to the Petition Date. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the applicable Bar Date, even if such claims are not now fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before the Petition Date.

3. WHAT TO FILE

The Debtors are enclosing a proof of claim form for use in these Chapter 11 Cases, or you may use another proof of claim form that conforms substantially to Official Bankruptcy Form B10. If your claim is scheduled by the Debtors, the attached proof of claim form also sets forth: (a) the amount of your claim (if any) as scheduled by the Debtors; (b) the specific Debtor against which the claim is scheduled; (c) whether your claim is scheduled as either one or more of: disputed, contingent, or unliquidated; and (d) whether your claim is listed as a secured, unsecured priority or unsecured nonpriority claim. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the proof of claim form provided by the Debtors to file your claim.

All proof of claim forms must be signed by the creditor or, if the creditor is not an individual, by an authorized agent of the creditor. The proof of claim form must be written in English and be denominated in United States currency. You should attach to your completed proof of claim any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

Any entity asserting claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor. In addition, any entity filing a proof of claim must identify on its proof of claim form the particular Debtor against which its claim is asserted. If

more than one Debtor is listed on the form, the proof of claim will be treated as filed only against the first listed Debtor.

Under the Bar Date Order, the filing of a proof of claim form shall be deemed to satisfy the procedural requirements for the assertion of administrative priority claims under section 503(b)(9) of the Bankruptcy Code. All other administrative Claims under section 503(b) of the Bankruptcy Code must be made by separate requests for payment in accordance with section 503(a) of the Bankruptcy Code. **For the avoidance of doubt, Section 503(b)(9) Claims must be filed by the General Bar Date, except for any Section 503(b)(9) Claims held by governmental units, which have to be filed by the Government Bar Date.**

4. WHEN AND WHERE TO FILE

All proofs of claim must be submitted in person, by courier service, by hand delivery, or by mail or overnight mail, in each instance, **so as to be received on or before the applicable Bar Date** at the following address: **School Specialty Claims Processing Center, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245.**

Proofs of claims will be collected, docketed and maintained by the Debtors' claims agent, Kurtzman Carson Consultants, LLC ("**KCC**"). If you wish to receive acknowledgement of KCC's receipt of a proof of claim, you must submit by the applicable Bar Date and concurrently with submitting your original signed proof of claim (a) a copy of the signed proof of claim and (b) a self-addressed, postage prepaid return envelope.

Proofs of claim will be deemed filed only when actually received by KCC. Proofs of claim may not be delivered by facsimile or electronic mail transmission. Any facsimile or electronic mail submissions will not be accepted and will not be considered filed until a proof of claim is submitted by one of the methods described above.

5. WHO NEED NOT FILE A PROOF OF CLAIM

The Bar Date Order further provides that the following entities, who otherwise would be subject to the General Bar Date, need not file proofs of claim in these Chapter 11 Cases:

- a. any person or entity that already has filed a signed proof of claim against the applicable Debtor(s) with the Clerk of the Bankruptcy Court for the District of Delaware in a form substantially similar to Official Bankruptcy Form B10;
- b. any person or entity whose claim is listed on the Schedules if (i) the claim is NOT scheduled as "disputed," "contingent" or "unliquidated," and is not listed in an amount of zero; (ii) such person or entity agrees with the amount, nature, classification, and priority of the claim as set forth in the Schedules; and (iii) such person or entity agrees that its claim is an obligation only of the specific Debtor that has listed the claim in its Schedules, and no other Debtor;
- c. any holder of a claim that previously has been allowed by order of the Court;

- d. any holder of a claim that has been paid in full by any of the Debtors pursuant to the Bankruptcy Code or in accordance with an order of the Court;
- e. any Debtor having a claim against another Debtor;
- f. any holder of an administrative expense allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code other than a Section 503(b)(9) Claim;
- g. any director who sits on the board of directors of any of the Debtors as of the date of the Motion and any employee designated as an "officer" for purposes of section 16 of the Securities Exchange Act of 1934 as of the date of the Motion, in each case, who may hold a contingent and unliquidated claim for indemnification, contribution or reimbursement; provided, that any director or officer covered by this provision who wishes to assert claims, other than contingent and unliquidated claims for indemnification, contribution or reimbursement, must file proofs of claim on account of such claims on or before the General Bar Date unless another exception in this paragraph applies;
- h. the Prepetition ABL Agent³ nor any of the Prepetition ABL Lenders with respect to any of the Obligations arising under the Prepetition ABL Documents, the claims for which, in the absence of the filing of any proof of claim, shall be governed by the Prepetition ABL Documents and the Interim DIP Order, as applicable;⁴
- i. the Prepetition Term Loan Agent nor any of the Prepetition Term Loan Lenders with respect to any of the Prepetition Term Loan Debt arising under the Prepetition Term Loan Documents, the claims for which, in the absence of the filing of any proof of claim, shall be governed by the Prepetition Term Loan Documents and the Interim DIP Order, as applicable;⁵ and
- j. any holder of an interest based on equity securities of a Debtor solely with respect to such holder's ownership interest in or possession of such equity securities; provided, however, that any such holders who wish to assert a claim against any of the Debtors based on transactions in the Debtors' securities, including, but not limited to, claims for damages or rescission based on the purchase or sale of such securities, must file a

³ Capitalized terms used in this paragraph, but not otherwise defined in the Motion shall have the meanings ascribed to such terms in the Interim Order (I) Authorizing Debtors to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(C)(1), 364(C)(3), 364(D)(1), 364E and 507, (B) Authorizing Cash Collateral Pursuant to 11 U.S.C. §363, (C) Grant Priming Liens and Superpriority Claims to the DIP Lenders, (D) Provide Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364, and (E) Use Cash Collateral to Reduce Obligations Arising Under the ABL Credit Agreement, (II) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(B) and (C) and (III) Granting Related Relief [Docket No. 86] (the "Interim DIP Order").

⁴ The Prepetition ABL Agent shall have the right, if it chooses, to file a single proof of claim on behalf of all claims of the Prepetition ABL Agent and the Prepetition ABL Lenders arising under the Prepetition ABL Documents.

⁵ The Prepetition Term Loan Agent shall have the right, if it chooses, to file a single proof of claim on behalf of all claims of the Prepetition Term Loan Agent and the Prepetition Term Loan Lenders arising under the Prepetition Term Documents.

proof of claim on or prior to the General Bar Date; provided, further, that the Debtors reserve all rights with respect to any such claims including, *inter alia*, to assert that such claims are subject to subordination pursuant to section 510(b) of the Bankruptcy Code.

6. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

As described in Section 1 above, any entity that has a claim arising out of the rejection of an executory contract or unexpired lease prior to the confirmation of a chapter 11 plan must file a proof of claim for damages caused by such rejection by the Rejection Bar Date.

7. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

ANY PERSON OR ENTITY THAT IS REQUIRED TO FILE A PROOF OF CLAIM BUT THAT FAILS TO DO SO BY THE APPLICABLE BAR DATE DESCRIBED IN THIS NOTICE SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM THE FOLLOWING: (A) ASSERTING IN THESE CHAPTER 11 CASES ANY CLAIM AGAINST THE DEBTORS THAT AROSE IS DEEMED TO HAVE ARISEN PRIOR TO THE PETITION DATE THAT THE ENTITY HAS THAT (I) IS IN AN AMOUNT THAT EXCEEDS THE AMOUNT, IF ANY, THAT IS IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY AS UNDISPUTED, NONCONTINGENT AND LIQUIDATED, OR (II) IS OF A DIFFERENT NATURE OR A DIFFERENT CLASSIFICATION THAN ANY CLAIM IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH PERSON OR ENTITY (ANY SUCH CLAIM UNDER SUBPARAGRAPH (A) BEING REFERRED TO IN THIS NOTICE AS AN "UNSCHEDULED CLAIM"); OR (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER, ANY PLAN OR PLANS OF REORGANIZATION OR LIQUIDATION IN THE CHAPTER 11 CASES IN RESPECT OF AN UNSCHEDULED CLAIM; PROVIDED, HOWEVER, THAT A CLAIMANT SHALL BE ABLE TO VOTE UPON, AND RECEIVE DISTRIBUTIONS UNDER, ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THIS CASES TO THE EXTENT, AND IN SUCH AMOUNT, AS ANY UNDISPUTED, NONCONTINGENT AND LIQUIDATED CLAIMS IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH CLAIMANT.

8. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Schedules. To determine if and how you are listed in the Schedules, please refer to the information set forth on the enclosed proof of claim form regarding the nature, amount, classification and status of your claim. If the Debtors believe that you may hold claims against more than one Debtor, you will receive proof of claim forms, each of which will reflect the nature and amount of your claim by separate Debtor, as listed in the Schedules.

If you choose to rely on the Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. Please see section 10 below regarding how to obtain or review copies of the Schedules. However, the enclosed form: sets forth the amount of your claim (if any) as set forth in the Schedules; identifies the Debtor against which it is scheduled;

specifies whether your claim is listed in the Schedules as either one or more of: disputed, contingent, or unliquidated; and identifies whether your claim is scheduled as a secured claim, unsecured priority claim, or unsecured nonpriority claim.

As described above, if: (a) you agree with the nature, amount, classification and priority of your claim as listed in the Schedules; (b) you do not dispute that your claim is only against the Debtor specified by the Debtors; and (c) your claim is not described as either one or more of: "disputed," "contingent," or "unliquidated," and is not listed in an amount of zero, you need not file a proof of claim. Otherwise, you must file a proof of claim before the applicable Bar Date in accordance with the procedures set forth in this Notice. In such instance, you may either, (a) use the form enclosed, but cross out the information you believe to be incorrect and write in the information you believe to be correct; or (b) obtain a blank proof of claim form that conforms substantially to the Official Bankruptcy Form B10, which can be obtained by contacting School Specialty Claims Processing Center, c/o/ Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245, or by calling (877) 709-4758, or by emailing SSIinfo@kccllc.com, and fill in such form with the information you believe to be correct. In either instance, such form must be filed with the Debtors' claims agent, at the address listed in section 4 above, by the applicable Bar Date.

9. RESERVATION OF RIGHTS

The Debtors reserve the right to (a) dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to the nature, amount, liability, priority, classification or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (c) otherwise amend or supplement the Schedules. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

10. OBTAINING DOCUMENTS AND ADDITIONAL INFORMATION

Copies of the Schedules, the Bar Date Order and other information regarding the Chapter 11 Cases are available for inspection free of charge on KCC's website at <http://kccllc.net/schoolspecialty>. The Schedules and other filings in the Chapter 11 Cases also are available for a fee at the Court's website at <http://www.deb.uscourts.gov>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules and other documents filed in these cases also may be examined between the hours of 9:00 a.m. and 4:00 p.m. (prevailing Eastern Time), Monday through Friday, at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801.

If you require additional information regarding the filing of a proof of claim, you may contact the Debtors' notice and claims agent, KCC, directly by writing to: School Specialty Claims Processing Center, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245, or by calling (877) 709-4758.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT ITS OWN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM. NEITHER THE COURT NOR COUNSEL TO THE DEBTORS CAN ADVISE CREDITORS WHETHER THEY SHOULD FILE A PROOF OF CLAIM.

Dated: February __, 2013
Wilmington, Delaware

YOUNG CONAWAY STARGATT &
TAYLOR, LLP

Pauline K. Morgan (No. 3650)

Maris J. Kandestin (No. 5294)

Morgan L. Seward (No. 5388)

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

PAUL, WEISS, RIFKIND, WHARTON &
GARRISON LLP

Alan W. Kornberg

Jeffrey D. Saferstein

Lauren Shumejda

Ann K. Young

1285 Avenue of the Americas

New York, New York 10019

Telephone: (212) 373-3000

Facsimile: (212) 757-3990

Counsel to the Debtors and Debtors in Possession

EXHIBIT 2

FORM OF PROOF OF CLAIM

DEADLINE FOR FILING CLAIMS: 5:00 P.M. (PACIFIC TIME), APRIL 1, 2013

10 Modified (Official Form 10) (12/11)

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE			PROOF OF CLAIM
Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form.)			
<input type="checkbox"/> School Specialty, Inc. (Case No. 13-10125) <input type="checkbox"/> Delta Education, LLC (Case No. 13-10124) <input type="checkbox"/> Bird-in-Hand Woodworks, Inc. (Case No. 13-10126) <input type="checkbox"/> Califone International, Inc. (Case No. 13-10127)	<input type="checkbox"/> Childcraft Education Corp, Inc. (Case No. 13-10128) <input type="checkbox"/> Classroomdirect.com, LLC (Case No. 13-10129) <input type="checkbox"/> Frey Scientific, Inc. (Case No. 13-10130) <input type="checkbox"/> Premier Agendas, Inc. (Case No. 13-10131)	<input type="checkbox"/> Sax Arts & Crafts, Inc. (Case No. 13-10132) <input type="checkbox"/> Sportime, LLC (Case No. 13-10133)	
NOTE: This form should not be used to make a claim for an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) arising after the commencement of the case. A "request" for payment of an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (the person or other entity to whom the debtor owes money or property):			<input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____
Name and address where notices should be sent:			
Telephone number: _____ email: _____			
Name and address where payment should be sent (if different from above):			<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.
Telephone number: _____ email: _____			
1. Amount of Claim as of Date Case Filed: \$ _____ If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.			
2. Basis for Claim: (See instruction #2)			5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier – 11 U.S.C. §507 (a)(4). <input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. §507 (a)(8). <input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. §507 (a)(____). Amount entitled to priority: \$ _____
3. Last four digits of any number by which creditor identifies debtor: _____	3a. Debtor may have scheduled account as: _____ (See instruction #3a)	3b. Uniform Claim Identifier (optional): _____ (See instruction #3b)	
4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable (when case was filed) Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____			
6. Claim Pursuant to 11 U.S.C. § 503(b)(9): Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ _____ (See instruction #6)			
7. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #7)			
8. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction 8, and the definition of "redacted".) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____			
9. Signature: (See instruction #9) Check the appropriate box. <input type="checkbox"/> I am the creditor. <input type="checkbox"/> I am the creditor's authorized agent. (Attach copy of power of attorney, if any.) <input type="checkbox"/> I am the trustee, or the debtor, or their authorized agent. (See Bankruptcy Rule 3004.) <input type="checkbox"/> I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)			
* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment			
COURT USE ONLY			

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: _____
 Title: _____ (Signature) _____ (Date) _____
 Company: _____
 Address and telephone number (if different from notice address above): _____

 Telephone number: _____ Email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

B 10 Modified (Official Form 10) (12/11) cont.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, exceptions to these general rules may apply.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a).

If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Claim Pursuant to 11 U.S.C. §503(b)(9):

Check this box if you have a claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim. (See DEFINITIONS, below.)

7. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

8. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

9. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

INFORMATION

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity to whom debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. §101 (10).

Claim

A claim is the creditor's right to receive payment for a debt owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien.

A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, please enclose a stamped self-addressed envelope and a copy of this proof of claim. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent's website at

<http://www.kccllc.net/SchoolSpecialty>

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

**PLEASE SEND COMPLETED
PROOF(S) OF CLAIM SO AS TO
BE ACTUALLY RECEIVED ON
OR BEFORE _____ TO:**

School Specialty Claims Processing Center
c/o KCC
2335 Alaska Avenue
El Segundo, CA 90245