

EXHIBIT A

Debtor: School Specialty, Inc.

Secured Party: Bank of America Illinois, as Agent

All of the following collateral, which constitutes the retail operations sold by Debtor to Superior School Supplies, Inc., a Kansas corporation ("Buyer"), pursuant to the Asset Purchase Agreement, dated January 20, 1996, between Debtor and Buyer:

All of the inventory, equipment, and other tangible property of Debtor which is (i) located at 214 South Santa Fe Avenue, Salina, Kansas, and at 2520 Iowa Street, Lawrence, Kansas, and (2) used in the operation of Debtor's business of retail sales of educational products (including, without limitation, sales of school supplies and materials, software, furniture and equipment) at or from Debtor's retail stores located in Salina, Kansas and Lawrence, Kansas (the "Retail Business"). The term "Retail Business" shall not include warehouse operations, wholesale sales, or wholesale sales of educational products through telemarketing, direct mailings, catalogs or salesmen whose responsibility is to travel to customer locations to solicit orders from customers in person.