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LOW AS **\$4**
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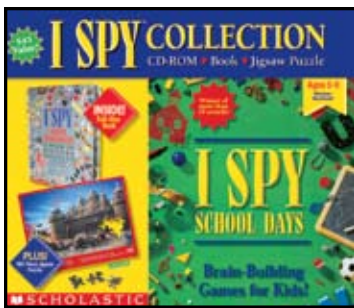
YEAR END CLEARANCE!

Hurry—While Supplies Last! Now through June 30, 2009!

Teachers: Please copy and distribute this flyer to your students so they can take advantage of the special savings as well. Enter Catalog Code: **G3SAVE**. You can also make this special offer available to parents to order online

Parents: Enter a quantity for each item you would like to order using the order form on page 7.

22 More Titles Under \$10 Inside!



18. I SPY™ Collection

Challenge your brain with the I SPY™ School Days CD-ROM, a 100-piece Sand Castle jigsaw puzzle and the hardcover I SPY™ Super Challenger book.

AGES 5-9

WIN95/98/2000/MAC

\$8.00 (Reg. \$29.99)

AWARD WINNER!



39. Paws & Claws Pet Vet™ 2 Healing Hands

Treat creatures big and small in your pet clinic and on the road with the Pet Vet ambulance. Even go riding with your very own horse.

AGES 8-UP

WINXP*/Vista*

*256MB, P-1.2 GHz, 64MB video card, 600MB free HD space)

\$5.00 (Reg. \$19.99)



21. JumpStart® Languages™

Visit French, Spanish, Japanese and English booths at the world's fair. Learn vocabulary and cultural information in 9 fun, animated activities in each location.

AGES 3-6

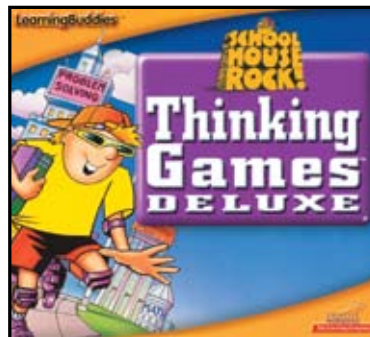
WIN98*/Me*/2000*/XP*/MAC**

*(P-II-266 {P-II-300/WINXP}, 12X CD-ROM)

**{(128MB/OS X in Classic Mode), G3-266, 16X CD-ROM)

\$5.00 (Reg. \$19.99)

AWARD WINNER!



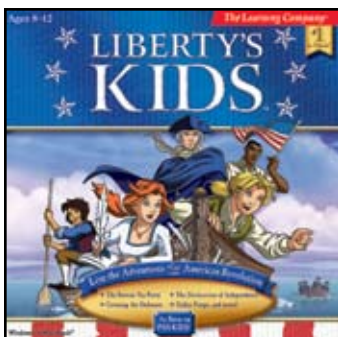
45. Schoolhouse Rock!® Thinking Games™ Deluxe

Rock your way to better skills with 60 activities, arcade-style games and 18 award-winning Schoolhouse Rock!® videos in this 2 CD collection.

AGES 6-12

WIN95/98

\$5.00 (Reg. \$14.99)



26. Liberty's Kids™

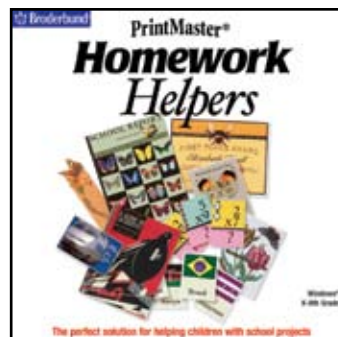
Find out the who, what, where, why and when of 7 major historical events as you journey back to the American Revolution with Liberty's Kids.

AGES 8-12

WIN95/98/Me/2000/XP/MAC

\$5.00

AWARD WINNER!



41. PrintMaster® Homework Helpers

Help homework stand out with over 6,000 graphics great for school. Use more than 500 templates to design report covers, dioramas, timelines and more.

AGES 6-UP

WIN95*/98*/Me*/NT*/2000/XP*

*(P-200 {P-II-300/XP})

\$5.00 (Reg. \$6.99)

Family Games



1. 1 vs 100 Nintendo DS™

Do you want the money or the mob? Answer trivia questions correctly to build your bank and eliminate the mob members one by one until you are the last one standing.

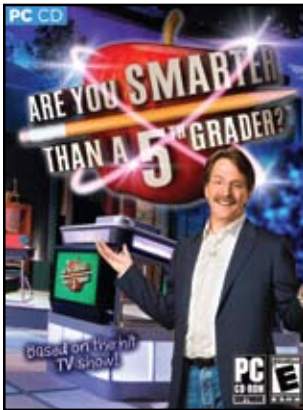
AGES 8-UP
Nintendo DS™
\$15.00 (Reg. \$19.99)



11. Battleship™/Connect Four™/Sorry!™/Trouble™ Nintendo DS™

Sink battleships, get all your pawns and pegs to the finish first and connect four checkers in a row in this 4 game pack.

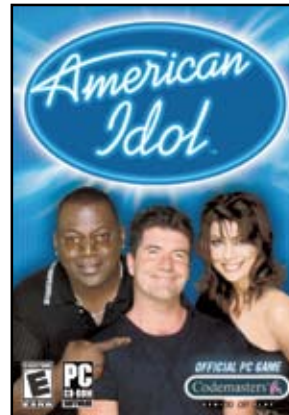
AGES 8-UP
Nintendo DS™
\$17.00 (Reg. \$19.99)



5. Are You Smarter Than a 5th Grader?™

Every question is from a grade school textbook and the answers are elementary! Answer 10 questions from 23 categories to win big bucks and prove you are smarter than a 5th grader.

AGES 8-UP
WINXP*/Vista*
*(256MB, P-4-1.2 GHz, 32MB video card)
\$10.00 (Reg. \$19.99)



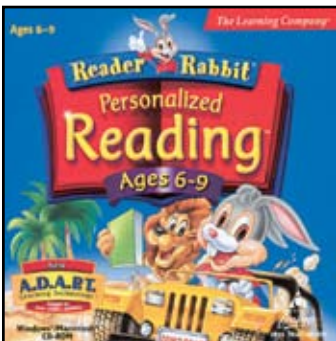
4. American Idol™ Official PC Game

Compete for the title from the auditions all the way to the finals in this recreation of the TV show featuring 40 top hits.

AGES 8-UP
WIN98*/Me*/2000*/XP*
*(128MB, P-III-700, 32MB graphics card, 1.8GB free HD space)
\$6.00

Click! Exclusive!
Not Available Anywhere Else!

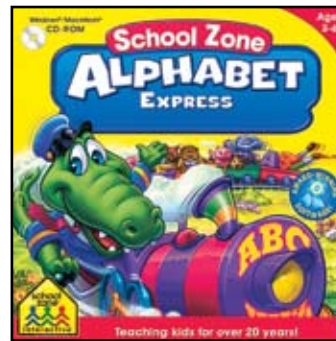
Language Arts



44. Reader Rabbit® Personalized Reading™ Ages 6-9

Go on an imaginative adventure filled with advanced phonics, challenging vocabulary words and creative writing activities. Activities adapt to each child's learning abilities.

AGES 6-9
WIN95/NT/MAC
\$5.00 (Reg. \$19.99)



3. Alphabet Express

All aboard for a train ride beyond the ABCs! Word searches, dot-to-dots, coloring pages and more teach the letters of the alphabet.

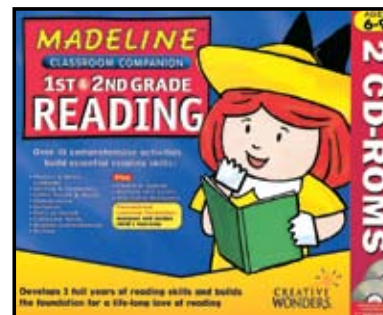
AGES 3-6
WIN95/98/MAC
\$10.00 (Reg. \$19.99)
AWARD WINNER!



30. Mia's Big Adventure Collection Language: The Kidnap Caper

Learn 450 words in Spanish or French as you track down clues to help find Mia's missing grandmother. Just watch out for Romaine the Rat!

AGES 6-10
WIN98*/Me*/2000*/XP*/MAC**
*(128MB, P-II-400, 12X CD-ROM)
**(128MB, G3-400, 12X CD-ROM)
\$10.00 (Reg. \$19.99)
AWARD WINNER!



29. Madeline™ 1st & 2nd Grade Reading

Join Madeline in more than 45 activities that teach 2 years of reading skills. Build phonics, spelling, vocabulary, reading comprehension, writing, French, Spanish and more. Program adjusts to every player's unique needs.

AGES 6-9
WIN95/98/MAC
\$6.00 (Reg. \$9.99)

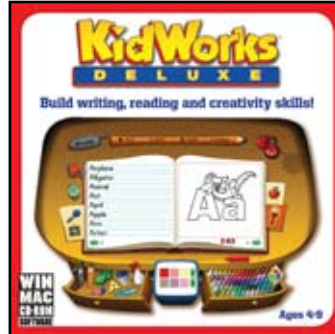
Creativity



14. Crayola™ Treasure Adventures™ Nintendo DS™

Your Stylus becomes 120 digital Crayola crayons, then you can draw and color your way through different puzzles and pictures.

AGES 4-UP
Nintendo DS™
\$20.00 (Reg. \$29.99)
AWARD WINNER!



25. KidWorks® Deluxe

Give me the works! Write and illustrate your own book with this word processor and paint program in one. Includes more than 100 story-starter ideas.

AGES 4-9
WINXP*/Vista*/MAC**
 *(256MB, P-III-800, {1GB/P-1 GHz/Vista}, 24X CD-ROM, 32MB video card)
 ***(256MB, G4-800, OS 10.4, 24X CD-ROM)
\$10.00
AWARD WINNER!

JumpStart World

JumpStart World™

More than 60 activities build more than 30 grade-specific skills correlated to state standards in math, reading and more. Learn at your own pace with personalized progress tracking.

WINXP*/Vista*
 *(256MB {1GB/Vista}, P-III-1 GHz, 24X CD-ROM, 32MB 3-D video card, 1.4GB free HD space, broadband connection)

\$8.00 each

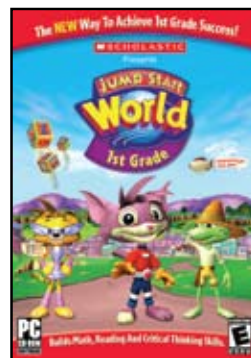
(Reg. \$19.99)

AWARD WINNERS!



24. JumpStart World™ Kindergarten

AGES 4-6



22. JumpStart World™ 1st Grade

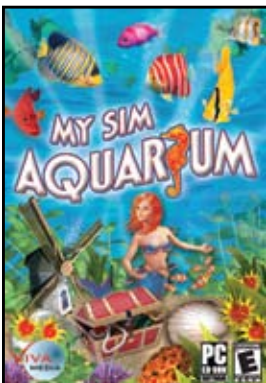
AGES 5-7



23. JumpStart World™ 2nd Grade

AGES 6-8

Animals



33. My Sim Aquarium

All the fun of fish without the fuss! Turn your monitor into an aquarium—choose from more than 12 tanks and over 48 colorful underwater species.

AGES 8-UP
WIN95*/98*/Me*/2000*/XP*/Vista*
 *(P-233, 8MB video card, 3-D accelerator card)

\$10.00 (Reg. \$19.99)

AWARD WINNER!



38. Paws & Claws Pet School™

Build and run a school for pets where you train animals for careers in helping the blind, acting, circus performing and more.

AGES 8-UP
WIN2000*/XP*/Vista*
 *(256MB, P-1.2 GHz, 64MB video card, 600MB free HD space)

\$5.00 (Reg. \$19.99)



37. Paws & Claws Best Friends Dogs & Cats™ Nintendo DS™

Choose from different breeds including Dalmatian and Siamese. Care for, train, love and raise your new playful puppy or cuddly kitten.

AGES 8-UP
Nintendo DS™
\$16.00 (Reg. \$19.99)



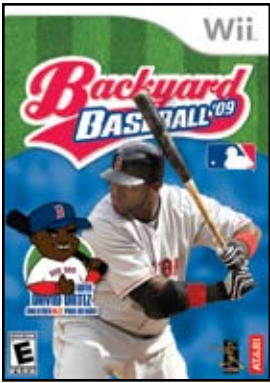
42. Puppy Luv Adventures

Choose from 25 of the cutest pups, then teach him 16 clever tricks while playing and learning to care for your new best friend.

AGES 6-UP
WINXP*/Vista*
 *(512MB, P-4-2.5 GHz, 128MB graphics card, 500MB free HD space)

\$8.00 (Reg. \$9.99)

Sports

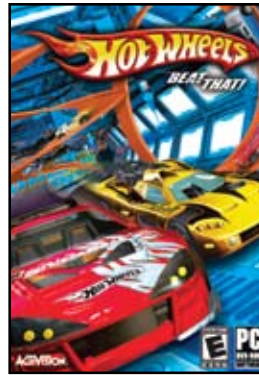


8. Backyard Baseball® '09 Wii™

Play hardball with David "Big Papi" Ortiz and other MLB superstars as kids. Choose your favorite from all 30 teams or create your own. Even play in the All-Star Game and Home Run Derby.

AGES 7-UP
Nintendo Wii™

\$25.00



17. Hot Wheels™ Beat That! PC DVD

Choose one of 30 authentically reproduced cars, grab the wheel and let her rip! Then challenge your friends to BEAT THAT!

AGES 6-UP

WINXP®/Vista®

*(256MB, P-4-1 GHz, 2X DVD-ROM, 64MB video card, 2GB free HD space)

\$10.00 (Reg. \$29.99)



15. Get in the Game!™ Kidz Sports Pack

Prepare yourself for a triple dose of sports action as you crush the competition in crazy games of hockey, basketball and soccer.

AGES 6-UP

WIN2000®/XP®/Vista®

*(512MB, P-900, 32MB video card, 700MB free HD space)

\$6.00 (Reg. \$9.99)



28. Little League® World Series Baseball 2008 Nintendo DS™

Have big fun in Little League! Choose from 16 teams, including 8 international, and bat, pitch, throw and catch your way to the championship. Even play mini-games against your friends.

AGES 6-UP

Nintendo DS™

\$20.00



32. MX vs. ATV Unleashed™

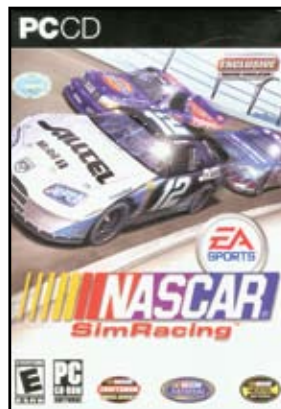
Hit the off-road! Pit motocross bikes against tons of all-terrain vehicles. Race on a variety of tracks and courses to be crowned the ultimate off-road champion.

AGES 10-UP

WIN2000®/XP®

*(256MB, P-III-1.2 GHz, 64MB video card, 1.2GB free HD space)

\$5.00 (Reg. \$9.99)



35. NASCAR® SimRacing™

Ever dream of being a NASCAR® star? Here's your chance. Buckle up for the real-life sounds and feels of 190 mph stock car racing on 28 amazing tracks. Features realistic NASCAR® physics.

AGES 8-UP

WIN98®/Me®/2000®/XP®

*(256MB, P-I GHz, 32MB video card, 3GB free HD space)

\$10.00 (Reg. \$24.99)

Barbie



9. Barbie® Fashion Show: An Eye for Style™ PC DVD

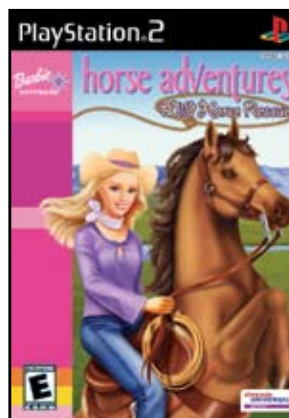
Design your own dresses, skirts, shoes and more for 10 different models. Then, hit the catwalk with your creations in 10 fashion shows.

AGES 6-UP

WINXP®/Vista®

*(512MB, P-I GHz, DVD-ROM, 64MB video card, 600MB free HD space)

\$10.00 (Reg. \$29.99)



10. Barbie™ Horse Adventures™ Wild Horse Rescue PS2

Help Barbie find missing horses. Search the trails on horseback as you jump obstacles and gallop over bridges and rivers in 5 different environments.

AGES 7-UP

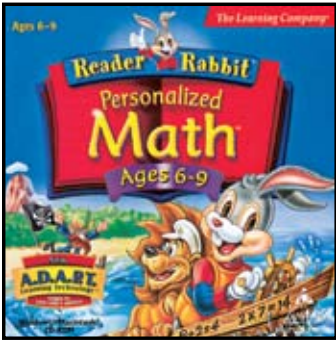
PlayStation®2

\$15.00

AWARD WINNER!

Click! Exclusive!
Not Available Anywhere Else!

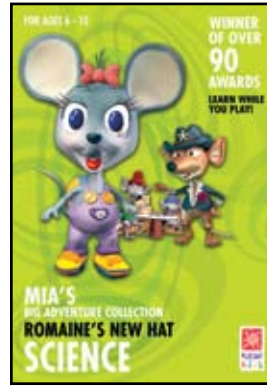
Math & Science



43. Reader Rabbit® Personalized Math™ Ages 6-9

Play arcade games and solve puzzles with Reader Rabbit as you make your way through 29 action-packed math challenges. Activities adapt so children can learn at their own pace.

AGES 6-9
WIN95/98/NT/MAC
\$5.00 (Reg. \$19.99)



31. Mia's Big Adventure Collection Science: Romaine's New Hat

Build early science skills correlated to curriculum standards as you help Mia locate her mother's lost hat and find her way home.

AGES 6-10
WIN98*/Me*/2000*/XP*/MAC**
*(128MB, P-II-400)
**(128MB, G3-400)
\$10.00 (Reg. \$19.99)
AWARD WINNER!

Simulation



27. Little Farm

Match patches in the field to grow tons of vegetables. You'll need to battle insects, animals and the weather to save the harvest and expand your farm.

AGES 5-UP
WIN2000*/XP*/Vista*
*(256MB, P-800, 64MB graphics card)
\$8.00 (Reg. \$19.99)

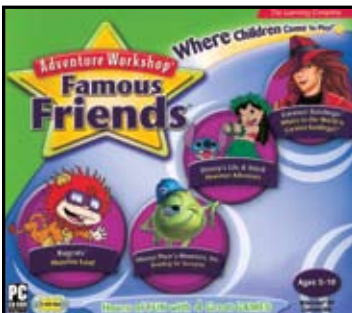


47. ShopMania

Solve puzzles and think on your feet to keep up with the shoppers and get promoted in the world's largest department store.

AGES 8-UP
WIN98*/Me*/2000*/XP*
*(128MB {256MB/2000/XP}, P-300, 16MB video card)
\$4.00 (Reg. \$9.99)
AWARD WINNER!

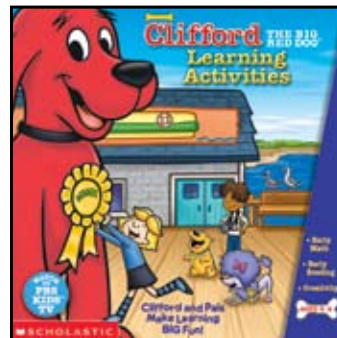
Multi-Skill



2. Adventure Workshop® Famous Friends™

Build skills in geography, reading, problem solving and more with your favorite famous friends in this 4 CD set. Includes: Rugrats™ Munchin Land, Disney/Pixar's Monsters, Inc. Bowling for Screams, Disney's Lilo & Stitch Hawaiian Adventure and Where in the World is Carmen Sandiego?®.

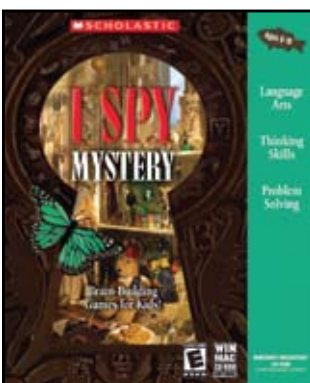
AGES 5-10
WIN98*/Me*/2000*/XP*
*(P-II-300, 4MB video card)
\$8.00 (Reg. \$19.99)



13. Clifford Learning Activities

Join Clifford and his pals for 10 big activities on Birdwell Island. Pick fruit with Cleo, write rhymes with Jetta and more.

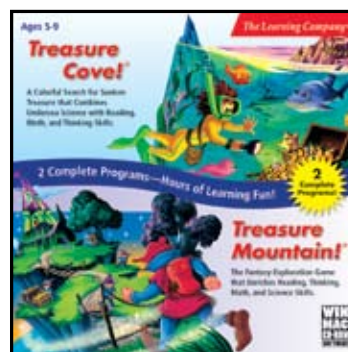
AGES 4-6
WIN95/98/Me/2000/XP/MAC*
*(PowerPC-200)
\$4.00 (Reg. \$9.99)
AWARD WINNER!



19. I SPY™ Mystery

It's no mystery—this I SPY is super fun! Earn clues that will help you solve 13 mysteries by completing 54 I SPY picture riddles.

AGES 6-10
WIN98*/Me*/2000*/XP*/MAC**
*(P-II-266)
**(G3-233, 24X CD-ROM)
\$10.00 (Reg. \$29.99)
AWARD WINNER!

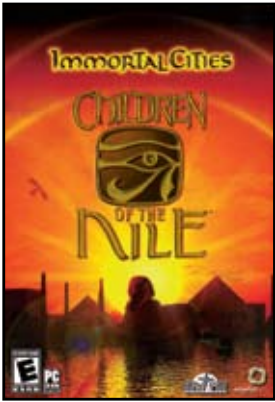


49. Treasure Cove!®/ Treasure Mountain!® Pack

Defeat the Master of Mischief and collect treasures in 2 exciting adventures that build math, science, reading and problem-solving skills!

AGES 5-9
WIN95/98/Me/2000/XP*/MAC
*(P-II-300/XP)
\$5.00 (Reg. \$22.99)

History



20. Immortal Cities Children of the Nile™
 Construct and command an entire civilization on the Nile. Rule wisely as you create buildings and roads, govern citizens and more.
AGES 10-UP
WIN98*/Me*/2000*/XP*
 *(128MB, P-III-800, 32MB video card, 1.1GB free HD space)
\$5.00 (Reg. \$14.99)
AWARD WINNER!



36. Nemesis of the Roman Empire
 Travel back to ancient Rome at the time of the Punic Wars. Command armies, capture entire cities and possibly even change the fate of the world!
AGES 12-UP
WIN98*/Me*/2000*/XP*
 *(128MB, P-II-400, 1000s of colors)
\$5.00
AWARD WINNER!

Favorite Characters



34. Naruto™ Clash of Ninja™ Revolution wii™
 Train like a ninja through 3-D fighting environments using the Wii Remote and Nunchuck to work your way to ninja master.
AGES 13-UP
 Parental Guidance: recommended for ages 13 and older.
Nintendo Wii™
\$20.00 (Reg. \$29.99)



16. Harry Potter and the Goblet of Fire™
 Play as Harry, Ron or Hermione and come face-to-face with a fire-breathing dragon, rescue friends from the chilly Black Lake, compete in the Quidditch World Cup and even duel Volde... He Who Must Not Be Named.
AGES 10-UP
WIN98*/Me*/2000*/XP*
 *(256MB, P-600, 32MB video card, 850MB free HD space)
\$10.00 (Reg. \$19.99)

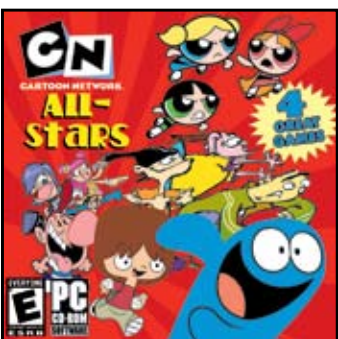


40. Power Rangers: Super Legends on Nintendo DS™
 Play as your favorite Power Rangers from the Mighty Morphin era to the current Operation Overdrive season on a mission to save the world.
AGES 10-UP
Nintendo DS™
\$20.00



48. Teenage Zombies: Invasion of the Alien Brain Thingsy Nintendo DS™
 Play fun mini-games through 7 wacky worlds to help a trio of teenage zombies save the planet.
AGES 10-UP
Nintendo DS™
\$15.00 (Reg. \$19.99)

©Disney



12. Cartoon Network™ All-Stars
 Four great Cartoon Network games! Play crazy mini-golf, skateboard with the Eds, solve wacky puzzles and hit the slopes with the Powerpuff Girls.
AGES 6-UP
WIN98*/2000*/XP*
 *(128MB, P-III-800)
\$5.00 (Reg. \$9.99)

Accessories

Audio Wrapz Speaker Case for the iPod™ 3rd Generation Nano

Listen to the music on your iPod Nano with or without headphones with these 100% silicone speaker cases. No batteries required.

ALL AGES

iPod Nano Accessory Hardware not included.

\$8.00 each
 (Reg. \$23.99)

AWARD WINNER!



6. Black



7. Pink



Play — Online, Too —



46. Shining Stars®: Super Starcade Nintendo DS™

Name your plush friend and give it a unique personality. Then, explore a virtual world with your plush as your avatar.

AGES 6-UP
Nintendo DS™

\$15.00 (Reg. \$19.99)



50. Ty Beanie Babies 2.0™: Vines the Monkey Pack

Monkey around with this exclusive book and collectible carrier! Comes with a secret code to Beanie Land, so you can explore the online world.

AGES 5-UP
Plush, Book & Carrier

\$7.00

Click! Exclusive!
Not Available Anywhere Else!

MINIMUM SYSTEM REQUIREMENTS

FORMAT	WIN95/98/Me/NT	WIN2000/XP/Vista	MAC
RAM	64MB	128MB	64MB
CPU	Pentium-166	Pentium-233	PowerPC-180, Sys. 9.2
CD-ROM	8X	8X	8X
SOUND	DirectX 9.0 compatible 16-bit sound card		16-bit sound
COLOR	DirectX 9.0 compatible 2MB video card		1000's of colors

Exceptions are noted by an * in the product description.
† Works on Nintendo DS™



Clearance

Teachers: Orders placed online that total less than \$20.00 will incur a \$3.50 service fee.

Dear Student: Choose the titles you want from this flyer. Fill out the order form below and return it with payment to your teacher. Make check payable to Scholastic Inc. No cash please. DO NOT MAIL.

Student's Name: _____ Return to Teacher by: _____

CLICK! CLEARANCE 2009

PLEASE USE INK.

Classroom Titles	Platform	Item #	Office Use	Qty. x Price =	\$ Amt. Due
1 1 vs 100 Nintendo DS	Nintendo DS	1	1	\$15.00	
2 Adventure Workshop Famous Friends	WIN98/Me/2000/XP	2	4	8.00	
3 Alphabet Express	WIN95/98/MAC	3	7	10.00	
4 American Idol Official PC Game	WIN98/Me/2000/XP	4	0	6.00	
5 Are You Smarter Than a 5th Grader?	WINXP/Vista	5	2	10.00	
6 Audio Wrapz Speaker Case...Nano Black	iPod Nano Accessory	6	5	8.00	
7 Audio Wrapz Speaker Case...Nano Pink	iPod Nano Accessory	7	8	8.00	
8 Backyard Baseball '09 Wii	Nintendo Wii	8	0	25.00	
9 Barbie Fashion Show...Style PC DVD	WINXP/Vista	9	3	10.00	
10 Barbie Horse Adventures...Rescue PS2	PlayStation2	10	0	15.00	
11 Battleship/Connect Four...Nintendo DS	Nintendo DS	11	2	17.00	
12 Cartoon Network All-Stars	WIN98/2000/XP	12	5	5.00	
13 Clifford Learning Activities	WIN95/98/Me/2000/XP/MAC	13	8	4.00	
14 Crayola Treasure Adventures Nintendo DS	Nintendo DS	14	0	20.00	
15 Get in the Game! Kidz Sports Pack	WIN2000/XP/Vista	15	3	6.00	
16 Harry Potter and the Goblet of Fire	WIN98/Me/2000/XP	16	6	10.00	
17 Hot Wheels Beat That! PC DVD	WINXP/Vista	17	9	10.00	
18 I SPY Collection	WIN95/98/2000/MAC	18	1	8.00	
19 I SPY Mystery	WIN98/Me/2000/XP/MAC	19	4	10.00	
20 Immortal Cities Children of the Nile	WIN98/Me/2000/XP	20	0	5.00	
21 JumpStart Languages	WIN98/Me/2000/XP/MAC	21	3	5.00	
22 JumpStart World 1st Grade	WINXP/Vista	22	6	8.00	
23 JumpStart World 2nd Grade	WINXP/Vista	23	9	8.00	
24 JumpStart World Kindergarten	WINXP/Vista	24	1	8.00	
25 KidWorks Deluxe	WINXP/Vista/MAC	25	4	10.00	
26 Liberty's Kids	WIN95/98/Me/2000/XP/MAC	26	7	5.00	
27 Little Farm	WIN2000/XP/Vista	27	0	8.00	
28 Little League World Series...Nintendo DS	Nintendo DS	28	2	20.00	
29 Madeline 1st & 2nd Grade Reading	WIN95/98/MAC	29	5	6.00	
30 Mia's Big Adventure...The Kidnap Caper	WIN98/Me/2000/XP/MAC	30	1	10.00	
31 Mia's Big Adventure...Romaine's New Hat	WIN98/Me/2000/XP/MAC	31	4	10.00	
32 MX vs. ATV Unleashed	WIN2000/XP	32	7	5.00	
33 My Sim Aquarium	WIN95/98/Me/2000/XP/Vista	33	0	10.00	
34 Naruto Clash of Ninja Revolution Wii	Nintendo Wii	34	2	20.00	
35 NASCAR SimRacing	WIN98/Me/2000/XP	35	5	10.00	
36 Nemesis of the Roman Empire	WIN98/Me/2000/XP	36	8	5.00	
37 Paws & Claws Best Friends...Nintendo DS	Nintendo DS	37	0	16.00	
38 Paws & Claws Pet School	WIN2000/XP/Vista	38	3	5.00	
39 Paws & Claws Pet Vet 2 Healing Hands	WINXP/Vista	39	6	5.00	
40 Power Rangers...Legends on Nintendo DS	Nintendo DS	40	2	20.00	
41 PrintMaster Homework Helpers	WIN95/98/Me/NT/2000/XP	41	5	5.00	
42 Puppy Luv Adventures	WINXP/Vista	42	8	8.00	
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