

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Post-Effective Amendment No. 1 to  
Form S-3  
REGISTRATION STATEMENT  
Under  
THE SECURITIES ACT OF 1933

Henry Schein, Inc.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	135 Duryea Road Melville, New York 11747 (516) 843-5500	11-3136595 (I.R.S. Employer Identification Number)
---	---	--

Stanley M. Bergman  
Chairman, Chief Executive  
Officer and President  
Henry Schein, Inc.  
135 Duryea Road  
Melville, New York 11747  
(516) 843-5500  
(Address, including zip code, and telephone  
number, including area code, of  
registrant's principal executive offices)

Copies to:

Robert A. Cantone, Esq.  
Proskauer Rose LLP  
1585 Broadway  
New York, New York 10036  
(212) 969-3000

Mark E. Mlotek, Esq.  
Vice President, General Counsel and Secretary  
Henry Schein, Inc.  
135 Duryea Road  
Melville, New York 11747  
(516) 843-5500

Approximate date of commencement of proposed sale of the securities to the public: As soon as practicable after the effective date of this Registration Statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box:

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered in connection with dividend or interest reinvestment plans, check the following box:

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering:

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering:

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box:

hereof.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this post-effective amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Melville, State of New York on December 10, 1998.

Henry Schein, Inc.

/s/ STANLEY M. BERGMAN

By: \_\_\_\_\_  
 Stanley M. Bergman  
 Chairman, Chief Executive Officer  
 and President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Capacity	Date
_____ /s/ STANLEY M. BERGMAN Stanley M. Bergman	Chairman, Chief Executive Officer, President and Director (principal executive officer)	December 10, 1998
*		
_____ James P. Breslawski	Executive Vice Chairman and Director	December 10, 1998
*		
_____ Steven Paladino	Senior Vice President, Chief Fin. Officer and Director (principal financial and accounting officer)	December 10, 1998
*		
_____ Gerald A. Benjamin	Senior Vice President-Administration and Customer Satisfaction and Director	December 10, 1998
*		
_____ Leonard A. David	Vice President-Human Resources, Special Counsel and Director	December 10, 1998
*		
_____ Mark E. Mlotek	Vice President, General Counsel, Secretary and Director	December 10, 1998

\*

Director

December 10, 1998

---

Marvin H. Schein

\*By: /s/ STANLEY M. BERGMAN  
Stanley M. Bergman  
Attorney-in-Fact

[Letterhead of Proskauer Rose LLP]

December 10, 1998

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Henry Schein, Inc.  
Registration No. 333-59793

Ladies and Gentlemen:

On behalf of our client, Henry Schein, Inc. (the "Company"), we herewith transmit for filing pursuant to the Securities Act of 1933, Post-Effective Amendment No. 1 to the above-referenced Registration Statement for the purposes of deregistering the securities remaining unsold thereunder.

If the Staff has any questions or requires additional information, please do not hesitate to call the undersigned at 212.969.3248.

Respectfully,

/S/ EDWARD W. SCHEUERMANN  
Edward W. Scheuermann

cc: H. Christopher Owings, Esq.  
Assistant Director

Michael Ettinger, Esq.  
Associate General Counsel

