

BRESLAWSKI JAMES P
Form 4
December 19, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRESLAWSKI JAMES P

2. Issuer Name and Ticker or Trading Symbol
HENRY SCHEIN INC [HSIC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O HENRY SCHEIN, INC., 135
DURYEA ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
12/19/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
President, COO

(Street)
MELVILLE, NY 11747

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.01	12/19/2006		M		30,000	A	\$ 12.28 0
Common Stock, par value \$0.01	12/19/2006		M		31,000	A	\$ 5.9063 0
Common Stock, par value \$0.01	12/19/2006		S		10,127	D	\$ 49.44 50,873
Common Stock, par	12/19/2006		S		8,574	D	\$ 49.45 42,299

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value \$0.01

Common Stock, par value \$0.01	12/19/2006	S	3,200	D	\$ 49.46	39,099	D
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Common Stock, par value \$0.01	12/19/2006	S	1,100	D	\$ 49.47	37,999	D
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Common Stock, par value \$0.01	12/19/2006	S	2,400	D	\$ 49.48	35,599	D
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Common Stock, par value \$0.01	12/19/2006	S	3,203	D	\$ 49.49	32,396	D
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Common Stock, par value \$0.01	12/19/2006	S	12,700	D	\$ 49.5	19,696	D
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Common Stock, par value \$0.01	12/19/2006	S	1,400	D	\$ 49.51	18,296	D
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Common Stock, par value \$0.01	12/19/2006	S	166	D	\$ 49.52	18,130	D
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Common Stock, par value \$0.01	12/19/2006	S	800	D	\$ 49.53	17,330	D
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Common Stock, par value \$0.01	12/19/2006	S	907	D	\$ 49.54	16,423	D
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Common Stock, par value \$0.01	12/19/2006	S	5,223	D	\$ 49.55	11,200	D
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Common Stock, par value \$0.01	12/19/2006	S	100	D	\$ 49.56	11,100	D
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Common Stock, par value \$0.01	12/19/2006	S	100	D	\$ 49.57	11,000	D
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Common Stock, par value \$0.01	12/19/2006	S	6,450	D	\$ 49.6	4,550	D
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Common Stock, par value \$0.01	12/19/2006	S	1,800	D	\$ 49.61	2,750	D
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Common Stock, par value \$0.01	12/19/2006	S	800	D	\$ 49.62	1,950	D	
Common Stock, par value \$0.01	12/19/2006	S	900	D	\$ 49.63	1,050	D	
Common Stock, par value \$0.01	12/19/2006	S	300	D	\$ 49.65	750	D	
Common Stock, par value \$0.01	12/19/2006	S	350	D	\$ 49.7	400	D	
Common Stock, par value \$0.01	12/19/2006	S	200	D	\$ 49.73	200	D	
Common Stock, par value \$0.01	12/19/2006	S	200	D	\$ 49.74	0	D	
Common Stock, par value \$0.01						177,604	D	
Common Stock, par value \$0.01 (Restricted)						8,719	D	
Common Stock, par value \$0.01						3,119	I	401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr.
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4, and 5)

				Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRESLAWSKI JAMES P C/O HENRY SCHEIN, INC. 135 DURYE A ROAD MELVILLE, NY 11747	X		President, COO	

Signatures

/s/ James P.
Breslawski

12/19/2006

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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