

Form 8-A
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

SCHOOL SPECIALTY, INC.

(Exact name of registrant as specified in its charter)

Delaware

39-0971239

(State of incorporation or
organization)

(I.R.S. Employer
Identification No.)

1000 North Bluemound Drive, Appleton, Wisconsin 54914

(Address or principal executive offices) (Zip Code)

If this form relates to the
registration of a class of
securities pursuant to Section
12(b) of the Exchange Act and is
effective pursuant to General
Instruction A.(c), please check
the following box. / /

If this form relates to the
registration of a class of
securities pursuant to Section
12(g) of the Exchange Act and is
effective pursuant to General
Instruction A.(d), please check
the following box. /X/

Securities Act registration statement file number(s) to which this form
relates: 333-46537 (filed February 19, 1998) and 333-47509 (filed March 6,
1998).

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so Registered

Name of each exchange on which
Each class is to be Registered

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, par value \$.001 per share

(Title of Class)

Item 1 Description of Registrant's Securities to be Registered.

The Registrant's Registration Statement on Form S-1 filed with the Securities and Exchange Commission on February 19, 1998, as amended by Amendment No. 1 to the Registration Statement filed on May 6, 1998, Amendment No. 2 to the Registration Statement filed on May 18, 1998 and Amendment No. 3 to the Registration Statement filed on June 3, 1998 (File No. 333-46537), and the Registrant's Registration Statement on form S-1 filed with the Securities and Exchange Commission on March 6, 1998, as amended by Amendment No. 1 to the Registration Statement filed on May 8, 1998, Amendment No. 2 to the Registration Statement filed on May 18, 1998 and Amendment No. 3 to the Registration Statement filed on June 4, 1998 (File No. 333-47509) (collectively referred to hereafter as the "Registration Statements") and as each Registration Statement may be amended subsequent to the date hereof and the final prospectus included in each Registration Statement as filed pursuant to Rule 424 are hereby incorporated by reference herein.

Item 2	Exhibit Number	Description
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	1.	Specimen of security registered hereunder Incorporated by reference to the Exhibit filed as Exhibit 4.1 to the Registration Statements.
	2.	Documents defining rights of holders of Common Stock Incorporated by reference to the Exhibits filed as Exhibit 3.1 - Restated Certificate of Incorporation, and Exhibit 3.2 - Amended and Restated By-Laws, to the Registration Statements.

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

SCHOOL SPECIALTY, INC.

(Registrant)

Date: June 4, 1998

By: /s/ Daniel P. Spalding

Name: Daniel P. Spalding

Title: Chief Executive Officer