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The reader should not assume that the information is accurate and complete.

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

Notice of Exempt Offering of Securities

OMB APPROVAL

OMB Number: 3235-0076

Estimated average burden

hours per response: 4.00

1. Issuer's Identity

CIK (Filer ID Number)

0000001800

Name of Issuer

ABBOTT LABORATORIES

Jurisdiction of Incorporation/Organization

IL

Year of Incorporation/Organization

X Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

Previous Names

X None

Entity Type

X Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other (Specify)

2. Principal Place of Business and Contact Information

Name of Issuer

ABBOTT LABORATORIES

Street Address 1

100 Abbott Park Road

Street Address 2

City

Abbott Park

State/Province/Country

IL

ZIP/PostalCode

60064-3500

Phone Number of Issuer

3. Related Persons

Last Name

White

First Name

Miles

Middle Name

D.

Street Address 1

100 Abbott Park Road

Street Address 2

City

Abbott Park

State/Province/Country

IL

ZIP/PostalCode

60064

Relationship: X Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name

Ashley

First Name

Richard

Middle Name

W.

Street Address 1

100 Abbott Park Road

Street Address 2

City

Abbott Park

State/Province/Country

IL

ZIP/PostalCode

60064

Relationship: X Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Capek	John	M.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Freyman	Thomas	C.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Liepmann	Holger	A.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Michael	Edward	L.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Schumacher	Laura	J.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Tyree	James	L.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Bohuon	Olivier	
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Chen	Thomas	F.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Fussell	Stephen	R.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Hance	Robert	B.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Landgraf	John	C.
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Linder	Greg	W.

**Street Address 1**  
100 Abbott Park Road  
**City**  
Abbott Park  
**State/Province/Country**  
IL  
**Street Address 2**  
  
**ZIP/PostalCode**  
60064  
**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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**Last Name**  
Mason  
**First Name**  
Heather  
**Middle Name**  
L.  
**Street Address 1**  
100 Abbott Park Road  
**City**  
Abbott Park  
**State/Province/Country**  
IL  
**Street Address 2**  
  
**ZIP/PostalCode**  
60064  
**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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**Last Name**  
Mazzo  
**First Name**  
James  
**Middle Name**  
V.  
**Street Address 1**  
100 Abbott Park Road  
**City**  
Abbott Park  
**State/Province/Country**  
IL  
**Street Address 2**  
  
**ZIP/PostalCode**  
60064  
**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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**Last Name**  
Patton Jr.  
**First Name**  
Donald  
**Middle Name**  
V.  
**Street Address 1**  
100 Abbott Park Road  
**City**  
Abbott Park  
**State/Province/Country**  
IL  
**Street Address 2**  
  
**ZIP/PostalCode**  
60064  
**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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**Last Name**  
Szela  
**First Name**  
Mary  
**Middle Name**  
T.  
**Street Address 1**  
100 Abbott Park Road  
**City**  
Abbott Park  
**State/Province/Country**  
IL  
**Street Address 2**  
  
**ZIP/PostalCode**  
60064  
**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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**Last Name**  
Warmuth  
**First Name**  
Michael  
**Middle Name**  
J.  
**Street Address 1**  
100 Abbott Park Road  
**City**  
Abbott Park  
**State/Province/Country**  
IL  
**Street Address 2**  
  
**ZIP/PostalCode**  
60064  
**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Alpern	Robert	J.
Street Address 1	Street Address 2	
333 Cedar Street	C203 SHM	
City	State/Province/Country	ZIP/PostalCode
New Haven	CT	06520
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Austin	Roxanne	S.
Street Address 1	Street Address 2	
30 Pelican Crest Drive		
City	State/Province/Country	ZIP/PostalCode
Newport Coast	CA	92657
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Daley	William	M.
Street Address 1	Street Address 2	
JPMorgan Chase & Co.	1 Chase Tower, 10 S. Dearborn, Ste. 0883	
City	State/Province/Country	ZIP/PostalCode
Chicago	IL	60603
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Farrell	W.	James
Street Address 1	Street Address 2	
100 Abbott Park Road		
City	State/Province/Country	ZIP/PostalCode
Abbott Park	IL	60064
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Fuller	H.	Laurance
Street Address 1	Street Address 2	
Primacy Business Center	1111 E. Warrenville Rd. Ste. 257	
City	State/Province/Country	ZIP/PostalCode
Naperville	IL	60563
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Osborn	William	A.
Street Address 1	Street Address 2	

100 Abbott Park Road

**City**

**State/Province/Country**

**ZIP/PostalCode**

Abbott Park

IL

60064

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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**Last Name**

**First Name**

**Middle Name**

Owen

David

A. L.

**Street Address 1**

**Street Address 2**

78 Narrow Street

Limehouse

**City**

**State/Province/Country**

**ZIP/PostalCode**

London

X0

E148BP

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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**Last Name**

**First Name**

**Middle Name**

Powell Jr.

Boone

**Street Address 1**

**Street Address 2**

9209 Westview Circle

**City**

**State/Province/Country**

**ZIP/PostalCode**

Dallas

TX

75231

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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**Last Name**

**First Name**

**Middle Name**

Reynolds

W.

Ann

**Street Address 1**

**Street Address 2**

130 West 67th Street

Apt. 21A

**City**

**State/Province/Country**

**ZIP/PostalCode**

New York

NY

10023

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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**Last Name**

**First Name**

**Middle Name**

Roberts

Roy

S.

**Street Address 1**

**Street Address 2**

317 Pine Ridge Road

**City**

**State/Province/Country**

**ZIP/PostalCode**

Bloomfield Hills

MI

48304

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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**Last Name**

**First Name**

**Middle Name**

Scott III

Samuel

C.

**Street Address 1**

**Street Address 2**

Corn Products Intl. Inc.

5 Westbrook Corporate Center

**City**

**State/Province/Country**

**ZIP/PostalCode**

Westchester

IL

60154

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Smithburg	William	D.
Street Address 1	Street Address 2	
676 North Michigan	Suite 3860	
City	State/Province/Country	ZIP/PostalCode
Chicago	IL	60611
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Tilton	Glenn	F.
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/PostalCode
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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#### 4. Industry Group

Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Hospitals & Physicians	Computers
Investing	X Pharmaceuticals	Telecommunications
Investment Banking	Other Health Care	Other Technology
Pooled Investment Fund	Manufacturing	Travel
Is the issuer registered as an investment company under the Investment Company Act of 1940?	Real Estate	Airlines & Airports
Yes                      No	Commercial	Lodging & Conventions
Other Banking & Financial Services	Construction	Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		

#### 5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000

X Over \$100,000,000  
Decline to Disclose  
Not Applicable

Over \$100,000,000  
Decline to Disclose  
Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505	
Rule 504 (b)(1)(i)	X Rule 506	
Rule 504 (b)(1)(ii)	Securities Act Section 4(5)	
Rule 504 (b)(1)(iii)	Investment Company Act Section 3(c)	
	Section 3(c)(1)	Section 3(c)(9)
	Section 3(c)(2)	Section 3(c)(10)
	Section 3(c)(3)	Section 3(c)(11)
	Section 3(c)(4)	Section 3(c)(12)
	Section 3(c)(5)	Section 3(c)(13)
	Section 3(c)(6)	Section 3(c)(14)
	Section 3(c)(7)	

7. Type of Filing

X New Notice Date of First Sale 2009-03-02 First Sale Yet to Occur  
Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

Equity	Pooled Investment Fund Interests
X Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$100,000 USD

12. Sales Compensation

Recipient	Recipient CRD Number	None
Goldman, Sachs & Co.	361	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number	X None
None	None	

Street Address 1

Street Address 2

85 Broad Street

City State/Province/Country

ZIP/Postal Code

New York

NY

10004

State(s) of Solicitation (select all that apply) X All States Foreign/non-US

Check "All States" or check individual States

### 13. Offering and Sales Amounts

Total Offering Amount      \$6,690,000 USD or Indefinite  
Total Amount Sold            \$6,690,000 USD  
Total Remaining to be Sold      \$0 USD or Indefinite

Clarification of Response (if Necessary):

### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

### 15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions              \$13,380 USD    Estimate  
Finders' Fees                      \$0 USD        Estimate

Clarification of Response (if Necessary):

### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD    Estimate

Clarification of Response (if Necessary):

### Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

<b>Issuer</b>	<b>Signature</b>	<b>Name of Signer</b>	<b>Title</b>	<b>Date</b>
Abbott Laboratories	/s/ William J. Chase	William J. Chase	Vice President and Treasurer	2009-03-13

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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