

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>NEMMERS JOSEPH M</u> (Last) (First) (Middle) <u>100 ABBOTT PARK ROAD</u> (Street) <u>ABBOTT PARK IL 60064-6400</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ABBOTT LABORATORIES [ABT]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>08/24/2006</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Executive Vice President</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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 shares without par value	08/24/2006		M		3,065	A	\$32.6111	86,462	D	
Common shares without par value	08/24/2006		M		10,077	A	\$33.2314	96,539	D	
Common shares without par value	08/24/2006		M		1,163	A	\$34.7727	97,702	D	
Common shares without par value	08/24/2006		F		10,590	D	\$49	87,112	D	
Common shares without par value								11,046 ⁽¹⁾	I	Profit Sharing Trust
Common shares without par value								353 ⁽²⁾⁽³⁾	I	By self for son
Common shares without par value								296 ⁽²⁾⁽³⁾	I	By self for son
Common shares without par value								290 ⁽²⁾⁽³⁾	I	By self for son

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, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy) ⁽⁴⁾	\$32.6111	08/24/2006		M		3,065	02/11/2003	02/10/2010	common shares	3,065	\$0	0	D	
Option (right to buy) ⁽⁴⁾	\$33.2314	08/24/2006		M		10,077	02/14/2006	02/13/2013	common shares	10,077	\$0	1,393	D	
Option (right to buy) ⁽⁴⁾	\$34.7727	08/24/2006		M		1,163	02/13/2001	02/12/2008	common shares	1,163	\$0	1,954	D	
Option (right to buy) ⁽⁴⁾	\$49	08/24/2006		A		2,039	02/25/2007	02/10/2010	common shares	2,039	\$0	2,039	D	
Option (right to buy) ⁽⁴⁾	\$49	08/24/2006		A		7,726	02/25/2007	02/13/2013	common shares	7,726	\$0	7,726	D	
Option (right to buy) ⁽⁴⁾	\$49	08/24/2006		A		825	02/25/2007	02/12/2008	common shares	825	\$0	825	D	

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of August 24, 2006.
2. Reporting person disclaims beneficial ownership of all securities held by his sons.
3. Includes shares acquired under the Abbott Laboratories Dividend Reinvestment and Stock Purchase Plan in transactions exempt from Section 16 under Rule 16(a)-11.

4. Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program, including a replacement option feature, in a transaction exempt from Section 16(b) under Rule 16b-3.

[Deborah K. Koenen, by power
of attorney for Joseph M.
Nemmers](#)

[08/28/2006](#)

** Signature of Reporting Person

Date

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

* 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.

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.