

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>Tyree James L</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>08/15/2006</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 Officer (give title below) Other (specify below)  <u>Senior Vice President</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> 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	08/15/2006		M		5,100	A	\$33.2314	95,506	D	
Common shares without par value	08/15/2006		M		2,519	A	\$39.6784	98,025	D	
Common shares without par value	08/15/2006		M		2,468	A	\$40.5054	100,493	D	
Common shares without par value	08/15/2006		M		3,180	A	\$44.321	103,673	D	
Common shares without par value	08/15/2006		F		11,308	D	\$47.96	92,365	D	
Common shares without par value								1,128 <sup>(1)</sup>	I	Profit Sharing Trust

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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy) <sup>(2)</sup>	\$33.2314	08/15/2006		M			5,100	02/14/2006	02/13/2013	common shares	5,100	\$0	0	D	
Option (right to buy) <sup>(2)</sup>	\$39.6784	08/15/2006		M			2,519	01/13/2000	06/29/2007	common shares	2,519	\$0	0	D	
Option (right to buy) <sup>(2)</sup>	\$40.5054	08/15/2006		M			2,468	04/13/1999	06/29/2007	common shares	2,468	\$0	0	D	
Option (right to buy) <sup>(2)</sup>	\$44.321	08/15/2006		M			3,180	07/12/1999	06/29/2007	common shares	3,180	\$0	0	D	
Option (right to buy) <sup>(2)</sup>	\$47.96	08/15/2006		A		3,782		02/16/2007	02/13/2013	common shares	3,782	\$0	3,782	D	

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of August 15, 2006.
2. 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.

Remarks:

The exercises were made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on August 9, 2006.

John A. Berry, by power of attorney for James L. Tyree

08/17/2006

\*\* 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.

