FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| ٧ | vas | hing | ton, | D.C. | 20549 | |
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| STATEMENT | OF CHANG | ES IN BENEFI | CIAL OWNERSHIP |
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| OMB APPRO | OVAL |
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| OMB Number: | 3235-028 |
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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).

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

| 1. Name and Address of Reporting Person* SMITHBURG WILLIAM D | | | | 2. Issuer Name and Ticker or Trading Symbol ABBOTT LABORATORIES [ABT] | | | | | | | | tionship all app Direct | icable) | Person(s) to | Issuer Owner | | | |
|--|--|------------|----------------|---|---|---|--|-------------|---|---|---|-------------------------------|---|--|---|---|---|--|
| | TH MICH | , | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2005 | | | | | | | | A | | r (give title | | er (specify | |
| (City) | GO IL | | 60611 (Zip) | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Indiv Line) X | Form | or Joint/Group Filing (Check Applicable In filed by One Reporting Person In filed by More than One Reporting | | | | |
| (Oity) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | . Transac Date Month/Da | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transac Code (I 8) Code | v spo | 4. Secur Dispose 5) Amount | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) Amount (A) or (D) Proceeds of, or Beneficial (A) (A) (A) (A) (A) (B) (A) (A) (A) (A) (A) (A) (A) (A) (A) (A | | or and ce | 5. Amount of Securities Beneficially Owned Follow Reported Transaction(s (Instr. 3 and 4) | | 6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| (e.g., 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) | | | ate, Tra | 5. Numb Transaction of Code (Instr. Derivati | | | mber rative rities ired r osed) | 6. Date Exe | options, convertil b. 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 (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership t (Instr. 4) | |
| | | | | Co | ode \ | v | | | Date Exercisable | Expiration Date | | Title | Amoun or Numbe of Shares | r | | | | |
| Stock equivalent units | \$0 ⁽¹⁾ | 12/31/2005 | | I | A | | 583 | | (1) | | (1) | common shares | 583 | \$3 | 39.43 | 17,627 ⁽²⁾ | D | |

Explanation of Responses:

- 1. Director fees deferred and credited to a stock equivalent unit account under a grantor trust established by the director and paid, in cash, generally at age 65 or upon retirement from the board. The stock equivalent units earn the same return as if the fees were invested in Abbott stock
- 2. Balance includes stock equivalent units acquired pursuant to a dividend reinvestment feature.

John A. Berry, by power of attorney for William D. **Smithburg**

01/04/2006

Date

** Signature of Reporting Person

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.