

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* FREYMAN THOMAS C (Last) (First) (Middle) 100 ABBOTT PARK ROAD (Street) ABBOTT PARK IL 60064-6400 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol ABBOTT LABORATORIES [ABT] 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Executive Vice President 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
---	--	--

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	07/25/2006		M		4,073	A	\$41.9715	224,816	D	
Common shares without par value	07/25/2006		M		2,355	A	\$42.4226	227,171	D	
Common shares without par value	07/25/2006		F		5,984	D	\$47.56	221,187	D	
Common shares without par value								466	I ⁽¹⁾	By daughter
Common shares without par value								466	I ⁽¹⁾	By self for son
Common shares without par value								466	I ⁽¹⁾	By self for son
Common shares without par value								18,578 ⁽²⁾	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) ⁽³⁾	\$41.9715	07/25/2006		M			4,073	08/11/1999	02/13/2007	common shares	4,073	\$0	0	D	
Option (right to buy) ⁽³⁾	\$42.4226	07/25/2006		M			2,355	03/22/2001	02/13/2007	common shares	2,355	\$0	0	D	

Explanation of Responses:

1. Reporting person disclaims beneficial ownership of all securities held by his daughter and sons.
2. Balance in the Abbott Laboratories Stock Retirement Trust as of July 25, 2006.
3. 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:

These exercises are being made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on March 1, 2006.

John A. Berry, by power of attorney for Thomas C. Freyman 07/27/2006

** 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.