

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

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

1. Name and Address of Reporting Person* <u>Landgraf John C</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>12/21/2004</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>Senior 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	11/26/2004		G	V	290	D	\$0	64,515	D	
Common shares without par value	12/21/2004		M		13,852	A	\$32.6111	78,367	D	
Common shares without par value	12/21/2004		M		17,754	A	\$33.2314	96,121	D	
Common shares without par value	12/21/2004		M		3,074	A	\$45.4723	99,195	D	
Common shares without par value	12/21/2004		F		29,092	D	\$46.42	70,103	D	
Common shares without par value								14,414 <sup>(1)</sup>	I	Profit Sharing Trust
Common shares without par value								833 <sup>(2)(3)</sup>	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	(A)	(D)	Date Exercisable	Expiration Date					
Option (right to buy) <sup>(4)</sup>	\$32.6111	12/21/2004		D			13,852	02/11/2003	02/10/2010	common shares	\$0	3,065	D	
Option (right to buy) <sup>(4)</sup>	\$33.2314	12/21/2004		D			17,754	02/14/2004	02/13/2013	common shares	\$0	46,088	D	
Option (right to buy) <sup>(4)</sup>	\$45.4723	12/21/2004		D			3,074	08/21/2001	04/27/2005	common shares	\$0	0	D	
Option (right to buy) <sup>(4)</sup>	\$46.42	12/21/2004		A			11,357	06/22/2005	02/10/2010	common shares	\$0	11,357	D	
Option (right to buy) <sup>(4)</sup>	\$46.42	12/21/2004		A			14,699	06/22/2005	02/13/2013	common shares	\$0	14,699	D	

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of December 21, 2004.
2. Reporting person disclaims beneficial ownership of all securities held by his son.
3. Includes shares acquired under the Abbott Laboratories Dividend Reinvestment and Stock Purchase Plan in a transaction exempt from Section 16 under 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.

John A. Berry, Attorney-in-Fact 12/22/2004  
for John C. Landgraf

\*\* 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.

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