

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>02/02/2009</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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive 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	02/02/2009		S		1,000	D	\$54.88	46,287	D	
Common shares without par value	02/02/2009		S		1,000	D	\$55.2	45,287	D	
Common shares without par value	02/02/2009		S		4,800	D	\$55.21	40,487	D	
Common shares without par value	02/02/2009		S		4,300	D	\$55.22	36,187	D	
Common shares without par value	02/02/2009		S		2,400	D	\$55.23	33,787	D	
Common shares without par value	02/02/2009		S		500	D	\$55.24	33,287	D	
Common shares without par value	02/02/2009		S		1,400	D	\$55.25	31,887	D	
Common shares without par value	02/02/2009		S		1,500	D	\$55.26	30,387	D	
Common shares without par value	02/02/2009		S		1,200	D	\$55.27	29,187	D	
Common shares without par value	02/02/2009		S		3,100	D	\$55.28	26,087	D	
Common shares without par value	02/02/2009		S		3,000	D	\$55.29	23,087	D	
Common shares without par value	02/02/2009		S		1,000	D	\$55.3	22,087	D	
Common shares without par value	02/02/2009		S		1,642	D	\$55.32	20,445	D	
Common shares without par value	02/02/2009		S		5,300	D	\$55.33	15,145	D	
Common shares without par value	02/02/2009		S		1,500	D	\$55.34	13,645	D	
Common shares without par value	02/02/2009		M		55,333	A	\$44.16	68,978	D	
Common shares without par value	02/02/2009		M		10,856	A	\$54.54	79,834	D	
Common shares without par value	02/02/2009		M		32,642	A	\$46.34	112,476	D	
Common shares without par value	02/02/2009		S		55,333	D	\$54.7391	57,143	D	
Common shares without par value								1,191 <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				

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>	\$44.16	02/02/2009		M			55,333	02/17/2008	02/16/2016	Common shares	55,333	\$0	27,667	D	
Option (right to buy) <sup>(2)</sup>	\$54.54	02/02/2009		M			10,856	08/26/2008	02/11/2009	Common shares	10,856	\$0	0	D	
Option (right to buy) <sup>(2)</sup>	\$46.34	02/02/2009		M			32,642	02/18/2008	02/17/2015	Common shares	32,642	\$0	2,158	D	

Explanation of Responses:

- Balance in the Abbott Laboratories Stock Retirement Trust as of February 2, 2009.
- Employee stock option, including a replacement option feature, granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program, in a transaction exempt from Section 16 under Rule 16b-3.

Remarks:

Form 2 of 2 forms.

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

02/04/2009

\*\* 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.