

ABBOTT LABORATORIES  
Form 8-K  
January 13, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**January 7, 2011**

Date of Report (Date of earliest event reported)

**ABBOTT LABORATORIES**

(Exact name of registrant as specified in its charter)

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**Illinois**

(State or other Jurisdiction  
of Incorporation)

**1-2189**

(Commission File Number)

**36-0698440**

(I.R.S. Employer  
Identification No.)

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**100 Abbott Park Road  
Abbott Park, Illinois 60064-6400**

(Address of principal executive offices)(Zip Code)

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Registrant's telephone number, including area code: **(847) 937-6100**

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers**

In connection with his appointment as Chief of Staff to President Obama, William M. Daley has resigned from the Board of Directors of Abbott Laboratories, effective January 7, 2011.

**Item 5.03 Amendment to Articles of Incorporation or Bylaws**

On January 7, 2011, Abbott Laboratories Board of Directors amended the first sentence of Article III, Section 2 of Abbott's by-laws to provide that Abbott's Board of Directors shall consist of thirteen persons. Abbott's by-laws previously provided that the Board of Directors consisted of fourteen persons.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit No.</b> | <b>Exhibit</b>  |
|--------------------|---|
| 3.1                | By-Laws of Abbott Laboratories, as amended and restated effective January 7, 2011 |

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Abbott Laboratories**

Date: January 13, 2011

By: */s/ Thomas C. Freyman*  
Thomas C. Freyman  
Executive Vice President,  
Finance and Chief Financial Officer

**Exhibit Index**

| <b>Exhibit No.</b> | <b>Exhibit</b>  |
|--------------------|---|
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