

ABBOTT LABORATORIES
Form 8-K
January 13, 2011

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

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)

Illinois

(State or other Jurisdiction
of Incorporation)

1-2189

(Commission File Number)

36-0698440

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

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

| Exhibit No. | Exhibit |
|--------------------|---|
| 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

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