

**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
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1. Name and Address of Reporting Person* <u>SMITH BRADFORD T</u>  (Last) (First) (Middle) 430 SOUTH SPRING STREET  (Street) BURLINGTON NC 27215  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LABORATORY CORP OF AMERICA HOLDINGS [ LH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>EVP, Chf Legal Offcr, Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/10/2006	

**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 Stock	01/10/2006		M <sup>(1)</sup>		24,600	A	\$39.34	71,014.2881 <sup>(2)(3)</sup>	D	
Common Stock	01/10/2006		M <sup>(1)</sup>		25,037	A	\$43.53	96,051.2881 <sup>(2)(3)</sup>	D	
Common Stock	01/10/2006		M <sup>(1)</sup>		17,500	A	\$39	113,551.2881 <sup>(2)(3)</sup>	D	
Common Stock	01/10/2006		S <sup>(1)</sup>		67,137	D	\$55	46,414.2881 <sup>(2)(3)</sup>	D	

**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
Non-qualified Stock Options <sup>(4)</sup>	\$39.34	01/10/2006		M <sup>(1)</sup>			24,600	01/07/2003 <sup>(5)</sup>	01/07/2012	Common Stock	24,600	\$39.34	0.0000	D	
Non-qualified Stock Options <sup>(4)</sup>	\$43.53	01/10/2006		M <sup>(1)</sup>			25,037	02/14/2003 <sup>(5)</sup>	02/14/2012	Common Stock	25,037	\$43.53	52,500	D	
Non-qualified Stock Options <sup>(4)</sup>	\$39	01/10/2006		M <sup>(1)</sup>			17,500	02/17/2005 <sup>(5)</sup>	02/17/2014	Common Stock	17,500	\$39	70,000	D	

**Explanation of Responses:**

- Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.
- Amount shown reflects a 2-for-1 stock split effective on May 10, 2002.
- Amount includes 40,698 shares acquired on December 31, 2005 under the Laboratory Corporation of America Holdings 1997 Employee Stock Purchase Plan, which were not reflected in column 5 of Table I of the reports filed on January 9, 10 and 11, 2006 because the reporting person did not learn of the number of shares acquired until after the filing of those reports.
- Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.
- The option vests in three equal annual installments beginning on the date reflected in this column.

**Remarks:**

By: /s/ BRADFORD T. SMITH 01/12/2006

\*\* 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.

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