SMITH BRADFORD T

Form 4

February 23, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SMITH BRADFORD T			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer				
			LABORATORY CORP OF AMERICA HOLDINGS [LH]	(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Other (specify below) below)				
430 SOUTH SPRING STREET			02/21/2006	EVP, Chf Legal Offcr,Secretary				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
BURLINGTON, NC 27215			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secui	rities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following Reported	ies Ownership Form: Direct (D) or Indirect (I) ed (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/21/2006		S <u>(1)</u>	573	D	\$ 58.12	69,844.2881 (2)	D	
Common Stock	02/21/2006		S(1)	744	D	\$ 58.11	69,100.2881 (2)	D	
Common Stock	02/21/2006		S(1)	119	D	\$ 58.1	68,981.2881 (2)	D	
Common Stock	02/21/2006		S(1)	435	D	\$ 58.09	68,546.2881 (2)	D	
Common Stock	02/21/2006		S <u>(1)</u>	99	D	\$ 58.08	68,447.2881 (2)	D	

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Common Stock	02/21/2006	S <u>(1)</u>	356	D	\$ 58.07	68,091.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	633	D	\$ 58.06	67,458.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	217	D	\$ 58.05	67,241.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	474	D	\$ 58.04	66,767.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	138	D	\$ 58.03	66,629.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	296	D	\$ 58.02	66,333.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	1,937	D	\$ 58.01	64,396.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	5,574	D	\$ 58	58,822.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	158	D	\$ 57.99	58,664.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	415	D	\$ 57.98	58,249.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	1,206	D	\$ 57.97	57,043.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	277	D	\$ 57.95	56,766.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	158	D	\$ 57.94	56,608.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	1,265	D	\$ 57.91	55,343.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	1,087	D	\$ 57.9	54,256.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	889	D	\$ 57.89	53,367.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	494	D	\$ 57.88	52,873.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	804	D	\$ 57.87	52,069.2881 (2)	D
Common Stock	02/21/2006	S <u>(1)</u>	455	D	\$ 57.86	51,614.2881 (2)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title o	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		Or		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SMITH BRADFORD T 430 SOUTH SPRING STREET BURLINGTON, NC 27215

EVP, Chf Legal Offcr, Secretary

Signatures

By: /s/ BRADFORD T. SMITH

02/23/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.
- (2) Amount shown reflects a 2-for-1 stock split effective on May 10, 2002.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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