

**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	
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1. Name and Address of Reporting Person* <u>ELINGBURG WESLEY R</u>  _____ (Last) (First) (Middle)  _____ (Street)  _____ (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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/16/2004</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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 <sup>(1)</sup>	03/16/2004		S		244	D	\$38.1	113,113.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		81	D	\$38.07	113,032.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		244	D	\$38.01	112,788.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		460	D	\$38	112,328.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		624	D	\$37.95	111,704.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		54	D	\$37.91	111,650.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		949	D	\$37.9	110,701.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		162	D	\$37.87	110,539.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		162	D	\$37.8	110,377.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		21	D	\$37.76	110,356.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		407	D	\$37.74	109,949.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		657	D	\$37.73	109,292.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		135	D	\$37.72	109,157.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		136	D	\$37.71	109,021.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		461	D	\$37.7	108,560.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		515	D	\$37.69	108,045.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		163	D	\$37.68	107,882.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		217	D	\$37.67	107,665.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		271	D	\$37.66	107,394.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		81	D	\$37.65	107,313.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		81	D	\$37.64	107,232.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		135	D	\$37.63	107,097.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		108	D	\$37.62	106,989.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		218	D	\$37.6	106,771.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		135	D	\$37.59	106,636.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		109	D	\$37.58	106,527.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		406	D	\$37.57	106,121.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		840	D	\$37.56	105,281.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		1,571	D	\$37.55	103,710.3272 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	03/16/2004		S		271	D	\$37.54	103,439.3272 <sup>(2)</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					

**Explanation of Responses:**

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.

**Remarks:**

More to follow.

[/s/ Bradford T. Smith,](#)  
[Attorney-in-Fact for Wesley R. 03/18/2004](#)  
[Elingburg](#)

\*\* 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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