

**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>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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP, Chf Legal Offcr,Secretary
	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2005	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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>	02/22/2005		M		35,000	A	\$24.46	133,074.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		608	D	\$48.55	132,466.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		3,080	D	\$48.5	129,386.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		791	D	\$48.49	128,595.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		4,955	D	\$48.47	123,640.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		122	D	\$48.45	123,518.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		638	D	\$48.42	122,880.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		729	D	\$48.41	122,151.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		5,503	D	\$48.4	116,648.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		729	D	\$48.39	115,919.7251 <sup>(1)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		4,135	D	\$48.38	111,784.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		1,520	D	\$48.36	110,264.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		7,144	D	\$48.35	103,120.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		1,793	D	\$48.31	101,327.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		1,246	D	\$48.3	100,081.7251 <sup>(2)</sup>	D	
Common Stock <sup>(1)</sup>	02/22/2005		S		2,007	D	\$48.25	98,074.7251 <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						Title
Non-qualified Stock Options <sup>(1)(3)</sup>	\$24.46	02/22/2005		M			35,000	02/19/2004 <sup>(4)</sup>	02/19/2013	Common Stock	35,000	\$0	35,000	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.
- Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.
- The option vests in three equal installments beginning on the date reflected in this column.

By: /s/ BRADFORD T. SMITH 02/24/2005

\*\* Signature of Reporting Person Date

\* 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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