

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

FORM 4

OMB APPROVAL

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB Number: 3235-0287

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Expires: January 31, 2005

Estimated average burden hours per response ...0.5

(Print or Type Responses)

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Stark, Stevan R.

(Last) (First) (Middle)

c/o Laboratory Corporation of America
430 South Spring Street

(Street)

Burlington, North Carolina 27215

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Laboratory Corporation of America Holdings ("LH")

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Year

April 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director

____ 10% Owner

X Officer (give title below)

____ Other (specify below)

Executive Vice President

7. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (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 at End of Month (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	4/2/02	S	1,700 D	\$95.18		
Common Stock	4/2/02	S	800 D	\$95.24		
Common Stock	4/2/02	S	4,600 D	\$95.50		
Common Stock	4/2/02	S	400 D	\$95.76		

Common Stock	4/2/02	S	7,700	D	\$95.86		
Common Stock	4/2/02	S	2,500	D	\$96.00		
Common Stock(1)	4/19/02	M	5,000	A	\$65.00		
Common Stock(1)	4/19/02	M	9,067	A	\$66.125		
Common Stock(1)	4/19/02	S	14,067	D	\$100.00	53,316.3570	D

(1) Transactions indicated were pursuant to a plan in compliance with Rule 10b5-1 under the Securities Exchange Act of 1934.

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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)
			Code	V		(A)	(D)	
Employee Stock Option (1)(2)	\$65.00	4/19/02	M		5,000	(3)	6/28/05	Common Stock 5,000
Employee Stock Option (2) (4)	\$66.125	4/19/02	M		9,067	(5)	2/6/11	Common Stock 9,067
8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)				
	0							
	18,133	D						

Explanation of Responses:

- (1) Common stock purchase option granted under the Laboratory Corporation of America Holdings 1994 Stock Option Plan.
- (2) Transactions indicated were pursuant to a plan in compliance with Rule 10b5-1 under the Securities Exchange Act of 1934.
- (3) Total option to purchase 5,000 shares vested in three approximately equal installments on June 28, 1995, June 28, 1996 and June 28, 1997.
- (4) Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.
- (5) Total option to purchase 27,200 shares vests in three approximately equal installments on February 5, 2002, February 5, 2003 and February 5, 2004.

/s/ Bradford T. Smith

**Signature of Reporting Person
Bradford T. Smith, Attorney-in-Fact for

May 6, 2002

Date

Stevan R. Stark

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