

LABORATORY CORP OF AMERICA HOLDINGS  
Form 8-K  
December 14, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**December 13, 2005**

**(Date of earliest event reported)**

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**LABORATORY CORPORATION OF AMERICA HOLDINGS**

**(Exact Name of Registrant as Specified in its Charter)**

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**DELAWARE**  
**(State or other jurisdiction**  
  
**of Incorporation)**

**1-11353**  
**(Commission File Number)**

**13-3757370**  
**(I.R.S. Employer**  
  
**Identification No.)**

**358 SOUTH MAIN STREET,**  
  
**BURLINGTON, NORTH CAROLINA**

**27215**

**336-229-1127**

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(Address of principal executive offices)

(Zip Code)

(Registrant's telephone number  
including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. Other Events.**

We entered into an Indenture dated as of December 5, 2005 (the Indenture ) with The Bank of New York Trust Company, N.A., as trustee relating to an unlimited amount of unsecured senior debt securities. Under the Indenture, we sold \$250,000,000 aggregate principal amount of our 5.625% Senior Notes due 2015 in a public offering pursuant to our effective shelf registration statement on Form S-3 (SEC File No. 333-130141) (the Registration Statement ). A copy of the Indenture is filed herewith as Exhibit 4.1 and is hereby incorporated by reference into the Registration Statement.

**Item 9.01. Financial Statements and Exhibits.**

**Exhibit No.**

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4.1 Indenture dated as of December 5, 2005

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Laboratory Corporation of America Holdings

(Registrant)

Date: December 13, 2005

By: /s/ Bradford T. Smith

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Bradford T. Smith,

Executive Vice President and Secretary

**EXHIBIT INDEX**

**Exhibit No.**

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4.1 Indenture dated as of December 5, 2005