**FILE NOW: FILING FEE AFTER MAY 1ST IS $550.00**

FILED
May 12 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT **1998**

FLORIDA DEPARTMENT OF STATE
**Sandra B. Mortham**
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F97000006747 (6)

1. Corporation Name
**ABBOTT LABORATORIES INC.**

DO NOT WRITE IN THIS SPACE

| Principal Place of Business | Mailing Address |
|---|---|
| 100 ABBOTT PARK ROAD<br>ABBOTT PARK IL 60064-3500 | 100 ABBOTT PARK ROAD<br>ABBOTT PARK IL 60064-3500 |

3. Date Incorporated or Qualified: 12/19/1997

| | |
|---|---|
| 2. Principal Place of Business (21) | 2a. Mailing Address (26) 100 Abbott Park Road |
| Suite, Apt. #, etc (22) | Suite, Apt. #, etc. (27) Tax Division, D367/AP6D |
| City & State (23) | City & State (28) Abbott Park, IL |
| Zip (24) / Country (25) | Zip (29) 60064-3500 / Country (30) USA |

4. FEI Number: 36-4184946 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☒ Yes ☐ No

| 9. Name and Address of Current Registered Agent | 10. Name and Address of New Registered Agent |
|---|---|
| C T CORPORATION SYSTEM<br>1200 SOUTH PINE ISLAND ROAD<br>PLANTATION FL 33324 | 81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City FL 85 Zip Code |

11. Pursuant to the provisions of Sections 607 0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE ______________________
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|---|---|---|---|
| TITLE | DV ☐ DELETE | 1.1 TITLE | ☐ Change ☐ Addition |
| NAME | COUGHLAN, GARY P | 1.2 NAME | |
| STREET ADDRESS | 100 ABBOTT PARK ROAD | 1.3 STREET ADDRESS | |
| CITY-ST-ZIP | ABBOTT PARK IL 60064-3500 | 1.4 CITY-ST-ZIP | |
| TITLE | AS ☐ DELETE | 2.1 TITLE | ☐ Change ☐ Addition |
| NAME | SMITH, BRIAN J | 2.2 NAME | |
| STREET ADDRESS | 100 ABBOTT PARK ROAD | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | ABBOTT PARK IL 60064-3500 | 2.4 CITY-ST-ZIP | |
| TITLE | ☐ DELETE | 3.1 TITLE | P ☐ Change ☒ Addition |
| NAME | | 3.2 NAME | Hodgson, Thomas R. |
| STREET ADDRESS | | 3.3 STREET ADDRESS | 100 Abbott Park Road |
| CITY-ST-ZIP | | 3.4 CITY-ST-ZIP | Abbott Park, IL 60064-3500 |
| TITLE | ☐ DELETE | 4.1 TITLE | C ☐ Change ☒ Addition |
| NAME | | 4.2 NAME | Burnham, Duane |
| STREET ADDRESS | | 4.3 STREET ADDRESS | 100 Abbott Park Road |
| CITY-ST-ZIP | | 4.4 CITY-ST-ZIP | Abbott Park, IL 60064-3500 |
| TITLE | ☐ DELETE | 5.1 TITLE | VT ☐ Change ☒ Addition |
| NAME | | 5.2 NAME | Freyman, Thomas C. |
| STREET ADDRESS | | 5.3 STREET ADDRESS | 100 Abbott Park Road |
| CITY-ST-ZIP | | 5.4 CITY-ST-ZIP | Abbott Park, IL 60064-3500 |
| TITLE | ☐ DELETE | 6.1 TITLE | V ☐ Change ☒ Addition |
| NAME | | 6.2 NAME | Lussen, John F. |
| STREET ADDRESS | | 6.3 STREET ADDRESS | 100 Abbott Park Road |
| CITY-ST-ZIP | | 6.4 CITY-ST-ZIP | Abbott Park, IL 60064-3500 |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: 4/27/98 847/937-1212

CR2E034 (10/97)

COPY

ACTION TAKEN BY WRITTEN CONSENT OF THE SOLE DIRECTOR OF
ABBOTT LABORATORIES INC.

The undersigned, being the sole Director of Abbott Laboratories Inc., a Delaware corporation (the "Corporation"), and acting pursuant to the authority provided in Section 141(f) of the Delaware General Corporation Law, does hereby adopt the following resolutions:

RESOLVED: That the following named persons be and are hereby elected Officers of this Corporation to the offices preceding their names succeeding those elected pursuant to resolution dated December 31, 1997, to serve until their successors shall have been chosen and qualified:

| | |
|---|---|
| Chief Executive Officer: | Duane L. Burnham |
| President and Chief Operating Officer: | Thomas R. Hodgson |
| Executive Vice President | Paul N. Clark |
| Executive Vice President | Robert L. Parkinson |
| Executive Vice President | Miles D. White |
| Senior Vice President, Ross Products: | Joy A. Amundson |
| Senior Vice President, Diagnostic Operations: | Thomas D. Brown |
| Senior Vice President, Finance & Chief Financial Officer: | Gary P. Coughlan |
| Senior Vice President, Secretary & General Counsel: | Jose M. de Lasa |
| Senior Vice President, Chemical & Agricultural Products: | William G. Dempsey |
| Senior Vice President, Hospital Products: | Rick A. Gonzalez |

| | |
|---|---|
| Senior Vice President, Pharmaceutical Operations: | Arthur J. Higgins |
| Senior Vice President, Human Resources: | Ellen M. Walvoord |
| Vice President, Investor Relations & Public Affairs: | Catherine V. Babington |
| Vice President, Diagnostic Commercial Operations: | Patrick J. Balthrop |
| Vice President, Litigation & Governmental Affairs: | Mark E. Barmak |
| Vice President, MediSense: | Christopher B. Begley |
| Vice President, Internal Audit: | Gary P. Byers |
| Vice President, Management Information Services and Administration: | Kenneth W. Farmer |
| Vice President, Pharmaceutical Products, Marketing and Sales: | Edward Fiorentino |
| Vice President and Treasurer: | Thomas C. Freyman |
| Vice President, Diagnostic Assays and Operations: | Jay B. Johnston |
| Vice President, Taxes: | John F. Lussen |
| Vice President and Controller: | Theodore A. Olson |
| Vice President, Ross Pediatric Products: | Carl A. Spalding |
| Vice President, Ross Medical Nutritional Products: | William H. Stadtlander |
| Vice President, Corporate Quality Assurance & Regulatory Affairs: | Marcia A. Thomas |

| | |
|---|---|
| Vice President, Corporate Health Systems: | H. Thomas Watkins |
| Vice President, Corporate Planning and Development: | Steven J. Weger |
| Vice President, Diagnostic Operations: | Susan M. Widner |
| Vice President, Corporate Engineering: | Lance B. Wyatt |
| Assistant Secretary: | Charles M. Brock |
| Assistant Secretary: | Honey Lynn Goldberg |
| Assistant Secretary: | Brian J. Smith |
| Assistant Secretary: | Steven F. Weinstock |

Dated: February 27, 1998

Gary P. Coughlan