

BOSTON SCIENTIFIC CORP
Form 3
May 10, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement		3. Issuer Name and Ticker or Trading Symbol	
Â MCCONNELL WILLIAM F JR			(Month/Day/Year) 05/08/2006		BOSTON SCIENTIFIC CORP [(BSX)]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)
ONE BOSTON SCIENTIFIC PLACE			(Check all applicable)			
(Street)			___ Director ___ 10% Owner		6. Individual or Joint/Group Filing(Check Applicable Line)	
NATICK,Â MAÂ 017601537			_X_ Officer ___ Other		_X_ Form filed by One Reporting Person	
(City)	(State)	(Zip)	(give title below) (specify below) SVP, Administration CRM		___ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	34,340	D	Â
Common Stock	8,613	I	By ESSOP <u>(1)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (2)	01/15/2009	Common Stock	186,446	\$ 15.06	D	Â
Stock Option (Right to Buy)	Â (2)	01/14/2010	Common Stock	186,446	\$ 14.3	D	Â
Stock Option (Right to Buy)	Â (2)	01/15/2011	Common Stock	186,446	\$ 13.23	D	Â
Stock Option (Right to Buy)	Â (2)	04/01/2014	Common Stock	57,547	\$ 17.61	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCONNELL WILLIAM F JR ONE BOSTON SCIENTIFIC PLACE NATICK, MA 017601537	Â	Â	Â SVP, Administration CRM	Â

Signatures

By: /s/ Lawrence J. Knopf,
Attorney-in-fact

05/10/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Reflects Guidant ESSOP shares assumed by Boston Scientific in connection with its acquisition of Guidant.

(2) Reflects options to purchase common stock of Boston Scientific originally granted as options to purchase common stock of Guidant Corporation and assumed by Boston Scientific in connection with its acquisition of Guidant. These options are fully exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.