FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check 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, 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 o Menaker, Jr. Fran				Name and Ticke ietta Material			ymbol	6. Relationshi Issuer (C	p of Reporting Check all appl		
(Last) (Firs	st) (Middle			ntification		tatement		 [X] Director			
 Lockheed Martin Corpo 6801 Rockledge Drive 	oration	_ j _ ı		of Reporting if an Entity ary)	i	onth/Yea /2000	ar	į	(give [] Othe title below)	er (Specify below) 	
 (Stree 	et)	 			j Da	Amendme te of Or onth/Yea	riginal	 7. Individual (Check app] [X] Form Fi	licable line) [']	Filing 	
Bethesda MI	20817	į					,	Reporti	ing Person Lled by More Th	l l	
(Sta	ate) (Zip)								porting Person		
	TABLE 1 NON-DE	RIVATIVE	SECURI	TIES ACQUIRED,	DISPOSI	ED OF, (OR BENEI	FICIALLY OWNED		 	
1. Title of Security (Instr. 3) 	2. Transaction Date (Month/Day/ Year)		sac- Code tr. 8)	4. Securities or Dispose (Instr. 3,	ed of (D)	cu cia End	ount of Se- rities Benefi- ally Owned at d of Month nstr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect	of In- direct Benefi- cial	
 	 	Code 	V 	Amount Amount 	(A) or (D)	Price 	 	 	(I) (Instr. 4)	ship	
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FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

Deriv- ative Security 	(Month/ Day/ Year)		Trans- 5. Number of action Derivative Code Securities (Instr. Acquired (A) 8) or Disposed or (D) (Instr. 3, 4, and 5)		rities ired (A) isposed D) tr. 3,	6. Date Exer- cisable and Expiration Date (Month/Day/ Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		of Deriv-
 		 Code 	 V	 (A)	(D)	Exer-	tion	 Title 	Amount or Number of Shares	
1-for-1 	7/3/2000	A 	V 	49.00 	 	(1) 	,		49.00 	41.625
i 		 	 	 	 	 	 	 		
	, 	´ 		,		4, and 5) 	4, and 5) Date Exer Code V (A) (D) cisable		4, and 5)	

9.	Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	3,330.82 	D	

Explanation of Responses:

- (1) The stock units were accrued under the Martin Marietta Materials, Inc. Common Stock Purchase Plan for Directors (the "Plan") and are to be settled in cash and/or stock on (i) the date the reporting person ceases to be a Non-Employee Director or (ii) the date that is one month and one year following the date the reporting person ceases to be a Non-Employee Director, in accordance with the reporting person's election under the Plan.
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Frank H. Menaker, Jr.

8/29/00

Signature of Reporting Person* Frank H. Menaker, Jr.

Date

Note. File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. (Print or Type Responses)

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