UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
() Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).
1. Name and Address of Reporting Person
Sue W. Cole
U.S. Trust Company of North Carolina 301 North Elm Street
NC, Greensboro 27401
 Issuer Name and Ticker or Trading Symbol Martin Marietta Materials, Inc. (MLM)
3. IRS or Social Security Number of Reporting Person (Voluntary)
 Statement for Month/Year 2/2002
5. If Amendment, Date of Original (Month/Year)
 Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below) Director

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 I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. 3. 4.Securities Ad Transaction or Disposed o Date Code V Amount		Indir
Common Stock	2/11/ P 2500	A 39.35 2500	I By IRA
	2002		

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Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

2.Con-	3.	4.	5.Number	of De	e €	6.Dat	e Exer	7.Title and	Amount	8.Price	e 9.Number	10. 11.Nature o
version	Trans	action	rivative	Secu	1 L	cisab.	le and	of Underly	ing	of Deri	i of Deriva	Dir Indirect
or Exer	1	1	rities A	cqui	E	Expira	ation	Securities		vative	tive	ect Beneficial
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rity	Date	Code \	/ Amount	Í	ļ.	ble	ĺ			Ì	Month	(I)
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Explanation of Responses: