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 of Reporting Person(1) Stewart Jonathan T.				Name and Ticke ietta Material		6. Relationship of Reporting Person to Issuer (Check all applicable)					
			3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)			1/2000		[] Director [] 10% Owner			
(Street) Raleigh NC 27607			###-##-### 		5. If Amendment, Date of Original (Month/Year)						
 (City)	ate) (Zip)		 						porting Person		
	TABLE 1 NON-DER	IVATIVE	SECURI'	ries acquired,	DISPOS	ED OF, (OR BENE	FICIALLY OWNED			
(Instr. 3) Date (Month/Day/ Year)		tion	tion Code or Disposed (Instr. 8)			ci En		rities Benefi- ship of ally Owned at Form: did d of Month Direct Be nstr. 3 and 4) (D) or ci Indirect Ow (I) sh (Instr. 4) (I			
 Common Stock	 1/19/2000	 А	 V	 746		 	 	 2946	D	4) 	
							 	468		by 401(k) Plan	

FORM 4 (CONTINUED)

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

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriv- ative Security	action Date (Month/ Day/ Year)	Code Securi / (Instr. Acquir		vative rities ired (A) isposed D) tr. 3,	cisable and of Underlyin Expiration Securities			derlying ties c. 3 and 4)	of Deriv- 4) ative Secur- ity (Instr. 5)	
	 	 	Code		 	(D)	Exer- cisable	Date	Title		
Incentive Stock FY 1999 (1)					757 		12/1/	12/1/	Common Stock	757	37.10
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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)
757	D	

Explanation of Responses:

(1) Units awarded under the Martin Marietta Materials, Inc. Incentive Stock Plan. Units will be distributed as shares of common stock after 3 years of additional employment.

(*) Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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)

Jonathan T. Stewart

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