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

	s of Reporting Person			Name and Ticke		6. Relationship of Reporting Person to Issuer (Check all applicable)				
	irst) (Middl	- e)	3. IRS Ide Number Person (Volun				- [X] Director [] 10% Owner [] Officer (give [] Other (Specify title below) below)			
 Sapphire 	NC 2877				5. If Amendment, Date of Original (Month/Year)		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 1 NON-D	ERIVAT	TIVE SECUR	ITIES ACQUIRED,	DISPOSE	D OF, (OR BENE	FICIALLY OWNED		
	y 2. Transaction Date (Month/Day/ Year)	į t	Transaction Code (Instr. 8)	4. Securities or Dispose	d of (D) 4 and 5	5)	cu ci En (I:	ount of Se- rities Benefi- ally Owned at d of Month nstr. 3 and 4)	ship Form: Direct	7. Nature of In- direct Benefi- cial Owner- ship (Instr. 4)
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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)

. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	action Date	ction action ate Code Month/ (Instr. ay/ 8)			Securities		cisable and Expiration		(Instr. 3 and 4)	
		 	Code	v	 	· 	Exer- cisable		Title	Amount or Number of Shares	
Stock Units (1)	1-for-1 	4/1/2000 4/1/2000 	i		İ	 	(1)	(1)	Common Stock	39.00 39.00 	46.75
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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	/s/
	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)

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