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* Leonard Bobby F.					2. Issuer Name and Ticker or Trading Symbol 6. Martin Marietta Materials, Inc. (MLM)							Relationship of Reporting Person to Issuer (Check all applicable) - X Director 10% Owner								
(Last) (First) (Middle) 14409 Pettit Way				3. IRS or Social Security Number of Reporting - Person (Voluntary)			ty 4	4. Statement for Month/Year 5/1999		or	Office		er	 (give title	other	r (Specif	pecify below)			
Potomac	(Street) MD		20854		###-##-###			- 5	5. If Amendment,				bel			below)				
(City)	(State)		(Zip)					-	Date of Original (Month/Year) 7.			I Individual or Joint/Group Filing (Check applicable line) X Form filed by one Reporting Person Form filed by more than one Reporting Person								
	TABL	E 1 -	- NON-DER	IVAT	IVE SECU	RIT	IES AC	QUIRED	, DIS	POS	SED OF,	, OR E	BENEFIC	IALL	Y OWNE	D				
1. Title of S (Instr. 3)	ecurity		Trans- action Date (Month/ Day/ - Year) C		Transaction Code (Instr. {	3)	or D	rities ispose tr. 3, (A) (D)	d of 4 an	(D)) ` ´	5.	Amount curiti cially End of (Instr	es Be Owne Mont	enefi- ed at th		Owner- ship Form: Direct (D) or Indirec (I) (Instr.	:t	o d B c o s	ature f In- irect enefi- ial wner- hip Instr.

(Print or Type Response)

(8/96)

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	3. Trans- 4 action Date (Month/ Day/ Year)	. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exer- 7. cisable and Expiration Date (Month/Day/ Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)
			Code V		Date Expira- Exer- tion	Amount or Title Number of Shares	
Directors Options (1)	63.44	5/19/1999	A V	1500		Stock	
Stock Units (2)	1-for-1	5/19/1999	A V	177	(2) (2)	Common 177 Stock	63.44
 Title of Derivative Security (Instr. 3) 	9. Number Derivat Securit Benefic Owned a of Mont (Instr.	ive ies ially t End h	Secur Direc or In	of vative	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
Directors Options (1)							
Stock Units (2)	1024.	43	[)			
Explanation of Responses 1. Non-qualified stock of Stock-Based Award Plan. (2. The stock units were a Directors (the "Plan") at ceases to be a Non-Employ the reporting person ceas election under the Plan.	: otion award gra Options become accrued under t nd are to be se yee Director or ses to be a Non	nted under t exercisable he Martin Ma ttled in cas (ii) the da	he Martin one year 1 rietta Mat h and/or s te that is	Marietta Material from the date of g terials, Inc. Comm stock on (i) the c s one month and or	.s, Inc. Amended and grant. non Stock Purchase P late the reporting p he year following th	lan for erson e date	

/s/ Bobby F. Leonard 6/8/99

**Signature of Reporting Person 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.

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