

MARTIN MARIETTA MATERIALS INC
Form 4
February 13, 2001

FORM 4

[] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person(1)			2. Issuer Name and Ticker or Trading Symbol		6. R
Adamson Richard G.			Martin Marietta Materials, Inc. (MLM)		
(Last)	(First)	(Middle)	3. IRS Identification	4. Statement For	[X
			Number of Reporting	Month/Year	[
			Person, if an Entity		
10 River Overlook			(Voluntary)	1/2001	
(Street)				5. If Amendment,	7. I
				Date of Original	(
Sapphire	NC	28774		(Month/Year)	[
(City)	(State)	(Zip)			[

[illegible]

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)
			Code V	(A) (D)	Date Expiration Date
Stock Units(1)	1-for-1	1/2/2001	A V	30.00	(1) (1)

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)
1,690.65	D	

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Explanation of Responses:

(1) The stock units were accrued under the Martin Marietta Materials, Inc. Common Stock Purchase and are to be settled in cash and/or stock on (i) the date the reporting person ceases to be a Non-Em date that is one month and one year following the date the reporting person ceases to be a Non-Em 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/ Richard

Signature of

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)

Richard G.