

MARTIN MARIETTA MATERIALS INC
Form 4
September 18, 2001

FORM 4

[] 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)			2. Issuer Name and Ticker or Trading Symbol		6. R
Henry	Janice	K.	Martin Marietta Materials, Inc. (MLM)		
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(Last)	(First)	(Middle)	3. IRS Identification	4. Statement For	[
			Number of Reporting	Month/Year	[X
			Person, if an Entity		
2710 Wycliff Road			(Voluntary)	8/2001	
-----					Seni
(Street)				5. If Amendment,	7. I
				Date of Original	(
Raleigh	NC	27607		(Month/Year)	[
-----			-----		
(City)	(State)	(Zip)			[

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA

[illegible]

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FORM 4 (CONTINUED)

[illegible]2

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Explanation of Responses:

(1) Non-qualified stock option award granted under the Martin Marietta Materials, Inc. Amended and Restated Stock Option Plan. Options become exercisable in three equal annual installments commencing one year from the date of grant.

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

/s/ Janice

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)

Janice K. H