

SECURITIES AND EXCHANGE COMMISSION

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-3
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

LOCKHEED MARTIN CORPORATION*
(Exact name of registrant as specified in its charter)

Maryland 52-1893632
(State or other jurisdiction (I.R.S. Employee Identification No.)
of incorporation or organization)

6801 Rockledge Drive
Bethesda, Maryland 20817
(301) 897-6000
(Address, including zip code, and telephone number, including area code, of
registrant's principal executive offices)

Frank H. Menaker, Jr.
Vice President and General Counsel
Lockheed Martin Corporation
6801 Rockledge Drive
Bethesda, Maryland 20817
(301) 897-6000
(Name, address, including zip code, and telephone number, including area code,
of agent for service)

APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC:
From time to time after the effective date of this registration statement.

If the only securities being registered on this Form are being offered
pursuant to dividend or interest reinvestment plans, please check the following
box. []

If any of the securities being registered on this Form are to be offered on a
delayed or continuous basis pursuant to Rule 415 under the Securities Act of
1933, other than securities offered only in connection with dividend or interest
reinvestment plans, please check the following box: []

If this Form is filed to register additional securities for an offering
pursuant to Rule 462(b) under the Securities Act, please check the following box
and list the Securities Act registration statement number of the earlier
effective registration statement for the same offering. []

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. []

=====
*Successor to Lockheed Corporation

[END OF REGISTRATION STATEMENT COVER PAGE]

EXPLANATORY STATEMENT

On January 28, 1996, Lockheed Martin Corporation (the "Corporation") consummated an internal reorganization pursuant to which its wholly owned subsidiaries, Martin Marietta Technologies, Inc., Martin Marietta Corporation, Lockheed Sanders Corporation, Lockheed Missiles and Space Company, Inc. and Lockheed Corporation, were merged in a series of transactions into the Corporation. As a result, the businesses previously conducted by those former subsidiaries and the Corporation are now conducted by the Corporation. On February 8, 1993, Lockheed Corporation filed a Registration Statement on Form S-3 (Reg. No. 33-49327) (the "Registration Statement") registering Lockheed Corporation debt securities with an initial offering price of \$2,000,000,000 in the aggregate (the "Debt Securities"). Of the total aggregate amount of Debt Securities so registered, Debt Securities with an aggregate initial offering price of \$1,537,500,000 have been issued as of the date of this Post-Effective Amendment. This Post-Effective Amendment to Form S-3 removes from registration the remaining Debt Securities issuable pursuant to the Registration Statement.

ITEM 16. EXHIBITS.

24 Powers of Attorney

24 Powers of Attorney

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ NORMAN R. AUGUSTINE

Norman R. Augustine
President, Chief Executive
Officer and Director

April 25, 1996

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ MARCUS C. BENNETT

April 25, 1996

Marcus C. Bennett
Senior Vice President, Chief
Financial Officer and Director
(Principal Financial Officer)

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ ROBERT E. RULON

April 25, 1996

Robert E. Rulon

Vice President and Controller
(Principal Accounting Officer)

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ LYNNE V. CHENEY

April 25, 1996

Lynne V. Cheney
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ VANCE D. COFFMAN

April 25, 1996

Vance D. Coffman
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/HOUSTON K. FLOURNOY

April 25, 1996

Houston K. Flournoy
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ CALEB B. HURTT

April 25, 1996

Caleb B. Hurtt
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ GWENDOLYN S. KING

April 25, 1996

Gwendolyn S. King
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ VINCENT N. MARAFINO

April 25, 1996

Vincent N. Marafino
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ EUGENE F. MURPHY

April 25, 1996

Eugene F. Murphy
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ ALLEN E. MURRAY

April 25, 1996

Allen E. Murray
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ FRANK SAVAGE

April 25, 1996

Frank Savage
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ DANIEL M. TELLEP

April 25, 1996

Daniel M. Tellep
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ EDWARD E. HOOD, JR.

April 25, 1996

Edward E. Hood, Jr.
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ CARLISLE A.H. TROST

April 25, 1996

Carlisle A.H. Trost
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ JAMES R. UKROPINA

April 25, 1996

James R. Ukropina
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION
(as successor by merger to each of
Martin Marietta Corporation and
Lockheed Corporation)

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to prepare, execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission"), under the Securities Act of 1933, as amended, (the "Securities Act") of a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-59466-01), filed by Martin Marietta Corporation and a Post-Effective Amendment to Registration Statement on Form S-3 (Reg. No. 33-49327), filed by Lockheed Corporation (collectively, the "Post-Effective Amendments"), for the purpose of removing from registration those securities not issued thereunder, and all matters required by the Commission in connection with the Post-Effective Amendments under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

/s/ DOUGLAS C. YEARLEY

April 25, 1996

Douglas C. Yearley
Director