

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

FORM S-8
 REGISTRATION STATEMENT
 UNDER
 THE SECURITIES ACT OF 1933

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

Maryland
 (State or other jurisdiction of incorporation or organization)

52-1893632
 (I.R.S. Employer Identification No.)

6801 Rockledge Drive
 Bethesda, Maryland 20817
 (Address of principal executive offices)

Lockheed Martin Corporation
 Supplemental Savings Plan

(Full title of the plan)

Stephen M. Piper, Esquire
 Associate General Counsel and
 Assistant Secretary
 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)

CALCULATION OF REGISTRATION FEE

Title of securities to be registered	Amount to be registered	Proposed maximum offering price per share	Proposed maximum aggregate offering price(1)	Amount of registration fee
Supplemental Savings Plan Payment Obligations (2)(3)	\$40,500,000	100%	\$40,500,000	\$12,273

- (1) Estimated solely for the purposes of determining the registration fee.
- (2) The Supplemental Savings Plan Payment Obligations are unsecured obligations of Lockheed Martin Corporation to pay deferred compensation in the future in accordance with the terms of the Lockheed Martin Corporation Supplemental Savings Plan (the "Plan").
- (3) Participants in the Plan may elect to have compensation deferred treated as if such amount had been used to purchase Lockheed Martin Corporation Common Stock. For purposes of this Registration Statement, this investment option is referred to as Reference Units. The Reference Units will accrue earnings (or losses) on Supplemental Savings Plan Payment Obligations based on the performance of Lockheed Martin Corporation Common Stock. No additional

consideration will be paid for the Reference Units.

PART I

INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

The documents containing information specified in Part I of Form S-8 will be sent or given to employees eligible to participate in the Lockheed Martin Corporation Supplemental Savings Plan as specified by Rule 428(b)(1) of the Securities Act of 1933, as amended (the "Securities Act"). These documents and the documents incorporated by reference into this Registration Statement pursuant to Item 3 of Part II of this Registration Statement, taken together, constitute a prospectus that meets the requirements of Section 10(a) of the Securities Act.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference.

The following documents (or portions thereof) filed by the Registrant with the Securities and Exchange Commission (the "Commission") are incorporated herein by reference and made a part hereof:

(a) The Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 1995 filed with the Commission on March 13, 1996;

(b) The Registrant's Current Report on Form 8-K filed with the Commission on January 12, 1996;

(c) the Registrant's Current Report on Form 8-K filed with the Commission on April 5, 1996;

(d) the Registrant's Current Report on Form 8-K filed with the Commission on May 2, 1996;

(e) the Registrant's Current Report on Form 8-K/A filed with the Commission on May 8, 1996;

(f) the Registrant's Quarterly Report on Form 10-Q for the quarter ended March 31, 1996 filed with the Commission on May 15, 1996;

(g) the Registrant's Current Report on Form 8-K filed with the Commission on May 20, 1996;

(h) the Registrant's Current Report on Form 8-K filed with the Commission on May 28, 1996;

(i) the Registrant's Current Report on Form 8-K filed with the Commission on June 18, 1996;

(j) the Registrant's Current Report on Form 8-K filed with the Commission on June 25, 1996;

(k) the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 1996 filed with the Commission on August 13, 1996;

(l) the Registrant's Current Report on Form 8-K filed with the Commission on October 11, 1996; and

(m) the Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 1996 filed with the Commission on November 13, 1996; and

(n) the Registrant's Current Report on Form 8-K filed with the Commission on January 21, 1997.

All documents subsequently filed by the Registrant pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act prior to filing of a post-effective amendment which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference into this Registration Statement and to be a part hereof from the date of the filing of such documents.

Item 4. Description of Securities.

Deferred Compensation Payment Obligations

Under the Lockheed Martin Supplemental Savings Plan (the "Plan"), Lockheed Martin Corporation (the "Registrant") will provide certain employees who are prohibited by Internal Revenue Service regulations from fully contributing to the Lockheed Martin Corporation Salaried Savings Plan or the Lockheed Martin Corporation Salaried Savings Plan II (collectively, the "Savings Plans") due to limitations imposed on the Savings Plans with the opportunity to defer a specified portion of their compensation. The obligation of the Registrant to distribute the compensation deferred, as adjusted by earnings or losses, if any, (the "Supplemental Savings Plan Payment Obligations") will be an unsecured general obligation of the Registrant to pay the deferred compensation in the future in accordance with the terms of the Plan, and will rank pari passu with other unsecured general obligations of the Registrant.

Under the Plan, participants may elect to invest deferred compensation in a manner such that the amount deferred will be treated as if such amount had been used to purchase shares of the Registrant's Common Stock. This is, however, only a bookkeeping entry and not an actual purchase of the Registrant's Common Stock. For purposes of this Registration Statement, these investments are referred to as Reference Units. The value of

Reference Units will fluctuate based on changes in the value of Lockheed Martin Corporation Common Stock. To the extent that dividends are paid on Lockheed Martin Corporation Common Stock, a like amount will be added to the participant's account and, reinvested in Reference Units. This right to accrue earnings (or losses) based on the fluctuations in the value of Lockheed Martin Corporation Common Stock may be deemed to be a "security" under the Securities Act and, as such, is being registered on this Registration Statement on Form S-8.

Item 5. Interests of Named Experts and Counsel.

The Opinion of Counsel as to the legality of the securities being issued (constituting Exhibit 5-A) has been rendered by counsel who is a full-time employee of the Registrant. The Opinion of Counsel as to compliance with the requirements of ERISA (constituting Exhibit 5-B) has been rendered by counsel who is a full-time employee of the Registrant. Counsel rendering such opinions are eligible to participate in the Plan.

Item 6. Indemnification of Directors and Officers.

The Maryland General Corporation Law authorizes Maryland corporations to limit the liability of directors and officers to the corporation or its stockholders for money damages, except (a) to the extent that it is proved that the person actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received, (b) to the extent that a judgment or other final adjudication adverse to the person is entered in a proceeding based on a finding that the person's action or failure to act was the result of active and deliberate dishonesty and was material to the cause of action adjudicated in the proceeding or (c) in respect of certain other actions not applicable to the Registrant. Under the Maryland General Corporation Law, unless limited by charter, indemnification is mandatory if a director or an officer has been successful on the merits or otherwise in the defense of any proceeding by reason of his or her service as a director unless such indemnification is not otherwise permitted as described in the following sentence. Indemnification is permissive unless it is established that (a) the act or omission of the director was material to the matter giving rise to the proceeding and was committed in bad faith or was the result of active and deliberate dishonesty, (b) the director actually received an improper personal benefit in money, property or services or (c) in the case of any criminal proceeding, the director had reasonable cause to believe his or her act or omission was unlawful. In addition to the foregoing, a court of appropriate jurisdiction may under certain circumstances order indemnification if it determines that the director or officer is fairly and reasonably entitled to indemnification in view of all the relevant circumstances, whether or not the director or

officer has met the standards of conduct set forth in the preceding sentence or has been adjudged liable on the basis that a personal benefit was improperly received in a proceeding charging improper personal benefit to the director or officer. If the proceeding was an action by or in the right of the corporation or involved a determination that the director or officer received an improper personal benefit, however, no indemnification may be made if the individual is adjudged liable to the corporation, except to the extent of expenses approved by a court of competent jurisdiction.

Article XI of the charter of the Registrant limits the liability of directors and officers to the fullest extent permitted by the Maryland General Corporation Law. Article XI of the charter of the Registrant also authorizes the Registrant to adopt by-laws or resolutions to provide for the indemnification of directors and officers. Article VI of the By-laws of the Registrant provides for the indemnification of the Registrant's directors and officers to the fullest extent permitted by the Maryland General Corporation Law. In addition, the Registrant's directors and officers are covered by certain insurance policies maintained by the Registrant.

Item 7. Exemption from Registration Claimed.

Not Applicable

Item 8. Exhibits.

- 5-A. Opinion of Stephen M. Piper, Esquire.
- 5-B. Opinion of Marian S. Block, Esquire.
- 23-A. Consent of Ernst & Young LLP.
- 23-B. Consent of Coopers & Lybrand L.L.P.
- 23-C. Consent of Stephen M. Piper, Esquire (contained in Exhibit 5-A hereof).
- 23-D. Consent of Marian S. Block, Esquire (contained in Exhibit 5-B hereof).
- 24. Powers of Attorney.

Item 9. Undertakings.

(a) The undersigned Registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

(i) To include any prospectus required by section 10(a)(3) of the Securities Act of 1933;

(ii) To reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement;

(iii) To include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement;

Provided, however, that subparagraphs (1)(i) and (1)(ii) do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in periodic reports filed by the Registrant pursuant to section 13 or section 15(d) of the Securities Exchange Act of 1934 that are incorporated by reference in the registration statement.

(2) That, for the purpose of determining any liability under the Securities Act of 1933, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(b) The undersigned Registrant hereby undertakes that, for purposes of determining any liability under the Securities Act of 1933, each filing of the Registrant's annual report pursuant to section 13(a) or section 15(d) of the Securities Exchange Act of 1934 that is incorporated by reference in the registration statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(c) Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions, or otherwise, the Registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act and is, therefore, unenforceable. In the

event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Act and will be governed by the final adjudication of such issue.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the County of Montgomery, State of Maryland on the date indicated below.

LOCKHEED MARTIN CORPORATION

Date: January 21, 1997

By: /s/ Stephen M. Piper

 Stephen M. Piper
 Associate General Counsel
 and Assistant Secretary

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the date indicated.

Signature -----	Title -----	Date -----
/s/ Norman R. Augustine ----- Norman R. Augustine*	Chief Executive Officer and Director	January 21, 1997
/s/ Marcus C. Bennett ----- Marcus C. Bennett*	Chief Financial Officer and Director	January 21, 1997
/s/ Robert E. Rulon ----- Robert E. Rulon*	Chief Accounting Officer	January 21, 1997
/s/ Vance D. Coffman ----- Vance D. Coffman*	Director	January 21, 1997
/s/ Houston I. Flournoy ----- Houston I. Flournoy*	Director	January 21, 1997
/s/ James F. Gibbons ----- James F. Gibbons*	Director	January 21, 1997

Signature -----	Title -----	Date -----
/s/ Edward E. Hood, Jr. ----- Edward E. Hood, Jr.*	Director	January 21, 1997
/s/ Caleb B. Hurtt ----- Caleb B. Hurtt*	Director	January 21, 1997
/s/ Gwendolyn S. King ----- Gwendolyn S. King*	Director	January 21, 1997
/s/ Frank C. Lanza ----- Frank C. Lanza*	Director	January 21, 1997
/s/ Vincent N. Marafino ----- Vincent N. Marafino*	Director	January 21, 1997
/s/ Eugene F. Murphy ----- Eugene F. Murphy*	Director	January 21, 1997
/s/ Allen E. Murray ----- Allen E. Murray*	Director	January 21, 1997
/s/ Bernard L. Schwartz ----- Bernard L. Schwartz*	Director	January 21, 1997
/s/ Daniel M. Tellep ----- Daniel M. Tellep*	Director	January 21, 1997
/s/ Carlisle A.H. Trost ----- Carlisle A.H. Trost*	Director	January 21, 1997
/s/ James R. Ukropina ----- James R. Ukropina*	Director	January 21, 1997
/s/ Douglas C. Yearley ----- Douglas C. Yearley*	Director	January 21, 1997

*By: /s/ Stephen M. Piper

January 21, 1997

(Stephen M. Piper, Attorney-in-fact**)

**By authority of Powers of Attorney filed with this Registration
Statement on Form S-8.

EXHIBIT INDEX

Exhibit Number -----	Description -----	Page No. -----
5-A.	Opinion of Stephen M. Piper, Esquire.	
5-B.	Opinion of Marian S. Block, Esquire.	
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23-B.	Consent of Coopers & Lybrand L.L.P.	
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23-D.	Consent of Marian S. Block, Esquire (contained in Exhibit 5-B hereof).	
24.	Powers of Attorney.	

[LETTERHEAD OF LOCKHEED MARTIN CORPORATION]

January 21, 1997

Lockheed Martin Corporation
6801 Rockledge Drive
Bethesda, Maryland 20817

RE: Lockheed Martin Corporation
Supplemental Savings Plan
(the "Plan")

Ladies and Gentlemen:

I submit this opinion to you in connection with the filing with the Securities and Exchange Commission of a Registration Statement on Form S-8 (the "Registration Statement") on the date hereof. The Registration Statement registers \$40,500,000 of Supplemental Savings Plan Payment Obligations of Lockheed Martin Corporation (the "Corporation") as well as Reference Units for use in connection with the Plan.

The Supplemental Savings Plan Payment Obligations are unsecured obligations of the Corporation to pay deferred compensation in the future in accordance with the terms of the Plan. The Reference Units represent the right of a participant in the Plan to have compensation deferred treated as if the amount deferred had been used to purchase Lockheed Martin Corporation Common Stock such that Reference Units will accrue earnings (or losses) on Supplemental Savings Plan Payment Obligations based on the performance of Lockheed Martin Corporation Common Stock.

As Associate General Counsel of the Corporation, I have examined such corporate records, certificates and other documents and have reviewed such questions of law as I deemed necessary or appropriate for the purpose of this opinion.

Based on that examination and review, I advise you that in my opinion:

(i) the Corporation has been duly incorporated and is validly existing under the laws of the State of Maryland; and

(ii) when issued in accordance with the provisions of the Plan, the Supplemental Savings Plan Payment Obligations and the Reference Units will be valid and binding obligations of the Corporation enforceable in accordance with their terms, except as enforcement thereof may be limited by bankruptcy, insolvency or other laws of general applicability relating to or affecting enforcement of creditors' rights or by general equity principles.

I hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to my opinion in the Registration Statement.

Very truly yours,

/s/ Stephen M. Piper

Stephen M. Piper
Associate General Counsel

[LETTERHEAD OF LOCKHEED MARTIN CORPORATION]

January 21, 1997

Lockheed Martin Corporation
6801 Rockledge Drive
Bethesda, Maryland 20817

RE: Lockheed Martin Corporation
Supplemental Savings Plan
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I submit this opinion to you in connection with the filing with the Securities and Exchange Commission of a Registration Statement on Form S-8 (the "Registration Statement") on the date hereof. The Registration Statement registers \$40,500,000 of Supplemental Savings Plan Payment Obligations and Reference Units for use in connection with the Plan. As Associate General Counsel of Lockheed Martin Corporation (the "Corporation"), I have examined such corporate records, certificates and other documents and have reviewed such questions of law as I deemed necessary or appropriate for the purpose of this opinion.

Based upon that examination and review, I advise you that in my opinion:

The Plan is by its terms intended to be an unfunded plan maintained primarily for the purpose of providing deferred compensation for a select group of highly compensated employees. To the extent that provisions of the Employee Retirement Income Security Act ("ERISA") apply to unfunded plans maintained primarily for the purpose of providing deferred compensation for a select group of highly compensated employees, the Plan complies with the requirements of ERISA.

I hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to my opinion in the Registration Statement.

Very truly yours,

/s/ Marian S. Block

Marian S. Block
Associate General Counsel

ERNST & YOUNG LLP, INDEPENDENT AUDITORS

We consent to the incorporation by reference in Lockheed Martin Corporation's Registration Statement (Form S-8) pertaining to the Lockheed Martin Corporation Supplemental Savings Plan of our report dated January 23, 1996, with respect to the consolidated financial statements of Lockheed Martin Corporation incorporated by reference in its Annual Report (Form 10-K) for the year ended December 31, 1995, filed with the Securities and Exchange Commission.

/s/ ERNST & YOUNG LLP

Washington, D.C.
January 21, 1997

CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference in the registration statements of Lockheed Martin Corporation on Form S-8 (relating to the Lockheed Martin Corporation Supplemental Savings Plan, the Lockheed Martin Corporation Salaried Savings Plan, the Lockheed Martin Corporation Salaried Savings Plan II, the Lockheed Martin Corporation Hourly Employee Savings Plan Plus and the Lockheed Martin Corporation Hourly Employee Investment Plan Plus) of our report dated May 17, 1996 on our audits of the consolidated financial statements of Loral Corporation and Subsidiaries -Retained Business, which is now known as Lockheed Martin Tactical Systems Inc., a subsidiary of Lockheed Martin Corporation, as of March 31, 1996 and 1995 and for the years ended March 31, 1996, 1995 and 1994, which report is incorporated by reference in these Forms S-8 from Lockheed Martin Corporation, Form 8K dated June 18, 1996.

/s/ COOPERS & LYBRAND L.L.P.

New York, New York
January 21, 1997

POWER OF ATTORNEY

LOCKHEED MARTIN 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 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") one or more registration statements on Form S-8 for the purpose of registering (or removing from registration) under the Securities Act of 1933, as amended (the "Securities Act"), common stock of Lockheed Martin Corporation ("Lockheed Martin") for use in connection with the employee benefit plans listed below to be maintained by Lockheed Martin or its subsidiaries (together with associated interests in the plans, if any) and amendments thereto (including post-effective amendments), and all matters required by the Commission in connection with such registration statements under the Securities Act (collectively "Filings"), 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. The foregoing Power of Attorney relates to Filings with respect to the following employee benefit plans:

- (i) Lockheed Martin Corporation Performance Sharing Plan for Bargaining Unit Employees
- (ii) Lockheed Martin Corporation Salaried Savings Plan
- (iii) Lockheed Martin Corporation Salaried Savings Plan II
- (iv) Lockheed Martin Corporation Supplemental Savings Plan
- (v) Lockheed Martin Corporation Hourly Employee Savings Plan Plus
- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ NORMAN R. AUGUSTINE

December 5, 1996

 Norman R. Augustine
 Chief Executive Officer
 and Director

LOCKHEED MARTIN 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 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") one or more registration statements on Form S-8 for the purpose of registering (or removing from registration) under the Securities Act of 1933, as amended (the "Securities Act"), common stock of Lockheed Martin Corporation ("Lockheed Martin") for use in connection with the employee benefit plans listed below to be maintained by Lockheed Martin or its subsidiaries (together with associated interests in the plans, if any) and amendments thereto (including post-effective amendments), and all matters required by the Commission in connection with such registration statements under the Securities Act (collectively "Filings"), 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. The foregoing Power of Attorney relates to Filings with respect to the following employee benefit plans:

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ MARCUS C. BENNETT

December 5, 1996

Marcus C. Bennett
Executive Vice President,
Chief Financial Officer
and Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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- (iii) Lockheed Martin Corporation Salaried Savings Plan II
- (iv) Lockheed Martin Corporation Supplemental Savings Plan
- (v) Lockheed Martin Corporation Hourly Employee Savings Plan Plus
- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ ROBERT E. RULON

December 5, 1996

Robert E. Rulon
Chief Accounting Officer

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ VANCE D. COFFMAN

December 5, 1996

Vance D. Coffman
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ HOUSTON I. FLOURNOY

December 5, 1996

Houston I. Flournoy
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ JAMES F. GIBBONS

December 5, 1996

James F. Gibbons
Director

POWER OF ATTORNEY

LOCKHEED MARTIN 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 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") one or more registration statements on Form S-8 for the purpose of registering (or removing from registration) under the Securities Act of 1933, as amended (the "Securities Act"), common stock of Lockheed Martin Corporation ("Lockheed Martin") for use in connection with the employee benefit plans listed below to be maintained by Lockheed Martin or its subsidiaries (together with associated interests in the plans, if any) and amendments thereto (including post-effective amendments), and all matters required by the Commission in connection with such registration statements under the Securities Act (collectively "Filings"), 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. The foregoing Power of Attorney relates to Filings with respect to the following employee benefit plans:

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ EDWARD E. HOOD, JR.

December 5, 1996

Edward E. Hood, Jr.
Director

POWER OF ATTORNEY

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ CALEB B. HURTT

December 5, 1996

Caleb B. Hurtt
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ GWENDOLYN S. KING

December 5, 1996

Gwendolyn S. King
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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/s/ FRANK C. LANZA

December 5, 1996

Frank C. Lanza
Director

POWER OF ATTORNEY

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- (vi) Lockheed Space Operations Company Hourly Employee Investment Plan Plus

/s/ VINCENT N. MARAFINO

December 5, 1996

Vincent N. Marafino
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

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/s/ EUGENE F. MURPHY

December 5, 1996

Eugene F. Murphy
Director

POWER OF ATTORNEY

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/s/ ALLEN E. MURRAY

December 5, 1996

Allen E. Murray
Director

POWER OF ATTORNEY

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/s/ BERNARD L. SCHWARTZ

December 5, 1996

Bernard L. Schwartz
Director

POWER OF ATTORNEY

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/s/ DANIEL M. TELLEP

December 5, 1996

Daniel M. Tellep
Director

POWER OF ATTORNEY

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/s/ CARLISLE A.H. TROST

December 5, 1996

Carlisle A.H. Trost
Director

POWER OF ATTORNEY

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/s/ JAMES R. UKROPINA

December 5, 1996

James R. Ukropina
Director

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/s/ DOUGLAS C. YEARLEY

December 5, 1996

Douglas C. Yearley
Director