FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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	OMB APPROVAL

OMB Number: 3235-0287

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Lockheed

Lockheed

Martin

Martin

LTIP

Estimated average burden hours per response:

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol LOCKHEED MARTIN CORP [LMT]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Gooden Linda R				DOTAILED MINITIA COLL [DMI]							Director			10% Ov	vner	
										_ x		jive title			specify	
(Last) (First) (Middle) 6801 ROCKLEDGE DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 01/15/2010							,	,		,			
		01/15/								Executive vice Freshein						
(Street)		4. If Am	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
ESDA	MD	20817								X	Form file	d by One	Report	ing Person		
											Form file	d by More	e than C	One Report	ing Person	
	(State)	(Zip)														
	T	able I - Non-I	Derivative S	Securities Ac	quired,	Disp	osed o	of, or	Bene	ficially (Owned					
Date			ate	if any	Transaction Code (Instr.						and 5) Securities Beneficial Owned Fo		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
												9	(.) (5			۹.
					Code	v	Amount		(A) or (D)	Price	Reported Transaction (Instr. 3 and	n(s)	(1) (1113		(Instr. 4)	
				curities Acq lls, warrants	uired, D	ispo	sed of	, or B	(D) Benefic	cially O	Reported Transaction (Instr. 3 and	n(s)	(1) (1113		(Instr. 4)	
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Explanation of Responses:

\$0⁽¹⁾

(1)

1. The phantom stock units convert on a 1-for-1 basis.

01/15/2010

2. Settlement in cash of phantom stock units at \$75.35 per share, following a two-year mandatory deferral period, pursuant to the Lockheed Martin Long Term Incentive Plan exempt under Section 16(b).

3 377 687

(A) (D)

J(2)

- 3. End of period holdings include additional phantom stock units acquired through dividend reinvestment under the Plan.
- 4. Phantom stock units previously acquired under the Lockheed Martin Deferred Management Incentive Compensation Plan exempt under Section 16(b) which will be settled in stock upon the reporting person's retirement or termination of service.

(2)

(4)

Remarks:

Phantom

Phantom

Units

Stock Units

Linda R. Gooden, by David A.

Amount or

Number of Shares

3,377,687

514.4994

Expiration Date

(2)

(4)

Commor

Stock

Stock

torney-in-Fact 01/20/2010

\$0

<u>Dedman, Attorney-in-Fact</u>** Signature of Reporting Person

Date

(Instr. 4)

4,980.48⁽³⁾

514.4994⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.