

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

TABLE II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YY)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
Series C 6% Cumulative Redeemable Convertible Preferred Stock	Any time	N/A	Common Stock, \$.01 par value	1,128,571*	\$17.50***	I	****

Series C 6% Cumulative Redeemable Convertible Preferred Stock

Explanation of Responses:

* Subject to Adjustment. Excludes shares issuable in payment of accrued but unpaid dividends on Series C 6% Cumulative Redeemable Convertible Preferred Stock.

***Subject to adjustment.

****By Lockheed Martin Commercial Launch Services, Inc., a subsidiary of the Reporting Person.

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

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

LOCKHEED MARTIN CORPORATION

By /s/ Raymond S. Colladay 2/10/97

 Raymond S. Colladay Date
 Title: President-Astronautics
 **Signature of Reporting Person

LOCKHEED MARTIN COMMERCIAL LAUNCH SERVICES, INC.

By /s/ Jeffrey D. MacLauchlan 2/10/97

 Jeffrey D. MacLauchlan Date
 Title: Vice President and Asst. Treasurer
 **Signature of Reporting Person

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

Attachment A
of
Form 3

Issuer Name (Item 4 of Form 3): Orion Network Systems, Inc.

Date of Event Requiring Statement (Item 2 of Form 3): January 31, 1997

Designated Filer (Item 1 of Form 3): Lockheed Martin Corporation

Additional Reporting Person: Lockheed Martin Commercial Launch Services, Inc.
12999 Deer Creek Canyon Road
Littleton, Colorado 80127

Form of Ownership of Additional Reporting Person (Item 3 of Table I and Item 5
of Table II): Direct

