UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549



Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: <u>December 31, 1999</u>
Check here if Amendment [ ]; Amendment Number:  This Amendment (Check only one.): [ ] is a restatement.  [ ] adds new holdings entries  [ ] This Amendment (Check only one.): [ ] is a restatement.
Institutional Investment Manager Filing this Report:
Check here if Amendment [ ]; Amendment Number: This Amendment (Check only one.): [ ] is a restatement. [ ] adds new holdings entries.  Institutional Investment Manager Filing this Report:  Name: Address:  HANAWALT ASSOCIATES, LLC  153 E. 53rd ST., 43rd FL  NEW YORK, NY 10022  Form 13F File Number: 28-6706
Form 13F File Number: 28- 6706
The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.
Person Signing this Report on Behalf of Reporting Manager:
Name:         MARIETTA GOLDMAN           Title:         MANAGING DIRECTOR           Phone:         212-292-6598           00 10 4266
Signature, Place, and Date of Signing:
/s/ Marietta Goldman New York, New York 2/7/00 [Signature] [City, State] [Date]
Report Type (Check only one.):
[ X ] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)
List of Other Managers Reporting for this Manager: [If there are no entries in this list, omit this section.]
Form 13F File Number Name
[Repeat as necessary.]
PROCESSED  JAN 0 8 2003  THOMSON FINANCIAL

## Form 13F SUMMARY PAGE

Report Summary:			
Number of Other	Included Managers:	0	
Form 13F Informa	tion Table Entry Total:	28	
Form 13F Informa	tion Table Value Total:	\$ <u>48,546</u> (thousands)	
List of Other Inc	cluded Managers:		
institutional in	ed list of the name(s) and vestment managers with res anager filing this report	spect to which	
[If there are no and list entries	entries in this list, sta	ate "NONE" and	omit the column heading
No.	Form 13F File Number	Name	
	28	_	
[Repeat as	necessary.]		

Confidential Treatment Requested

Form 13F INFORMATION TABLE

CUSIP         VALUE (X\$1000)         SHKS OR SH/ PRN ANT PRN CALL         INCESTRENT DISCRETION         VALUE AANAGERS         SCHES SOLE         SHARED SOLE         VOTING AUTHOR           046008108         110         4,000         /         /         /           1184190106         505         55,000         /         /         /           120490106         505         55,000         /         /         /           227867101         248         10,000         /         /         /           257867101         248         10,000         /         /         /           313400301         369300108         76         /         /         /           452347704         402         12,000         /         /         /           45247104         236         15,000         /         /         /           452647101         557         13,000         /         /         /           45266710         552         2,000         /         /         /           454644108         121         2,000         /         /         /           55262C10         581         11,000         /         /         /	COLUMN 1	COLUMN	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8
CLA         O46008108         110         4,000         7           COM         053332102         1,939         60,000         7           COM         118440106         148         10,000         7           COM         220493100         663         55,000         7           COM         257867101         248         10,000         7           COM         257867101         248         10,000         7           COM         313400301         377         8,000         7           COM         317923100         186         34,200         7           COM         369300108         76         10,000         7           COM         342347104         236         15,000         7           COM         4122347104         236         165,000         7           COM         515098101         557         13,000         7           COM         515098101         557         13,000         7           COM         5155Q103         113         5,000         7           COM         5155Q103         113         5,000         7           COM         58155Q103         113	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHRS OR SH/ PUT/ PRN AMT PRN CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY SOLE SHARED NONE
COM         053332102         1,939         60,000         ✓           COM         118440106         148         10,000         ✓           COM         184190106         505         55,000         ✓           COM         220493100         663         38,000         ✓           COM         313400301         377         8,000         ✓           COM         313400301         377         8,000         ✓           COM         369300108         76         10,000         ✓           COM         422347104         236         15,000         ✓           ADR         456478106         265         20,000         ✓           COM         515098101         557         13,000         ✓           COM         515098101         557         13,000         ✓           COM         515098101         557         13,000         ✓           COM         515098101         557         11,000         ✓           COM         5825c2C100         7         ✓           COM         583400100         745         7           COM         589400100         745         7	TES FIRST CAP CORP	CLA	046008108	110	4,000	,		,
COM         118440106         148         10,000         ✓           COM         220493100         663         38,000         ✓           COM         220493100         663         38,000         ✓           COM         313400301         348         10,000         ✓           COM         313400301         186         34,200         ✓           COM         369300108         76         10,000         ✓           COM         381317106         402         12,000         ✓           ADR         45247104         236         15,000         ✓           COM         381317106         265         20,000         ✓           COM         515098101         557         13,000         ✓           COM         540424108         121         2,000         ✓           COM         55262C100         581         11,000         ✓           COM         58155Q103         13         5,000         ✓           COM         589400100         745         33,500         ✓           COM         5895626102         330         15,100         ✓           COM         5995626102         746,100	E INC.	СОМ	053332102	1,939	000'09	,		ý
COM         184190106         505         55,000         /           COM         220493100         663         38,000         /           COM         257867101         248         10,000         /           COM         313400301         377         8,000         /           CLA         317923100         186         34,200         /           COM         363300108         76         10,000         /           COM         32347104         236         15,000         /           ADR         422347104         265         20,000         /           COM         515098101         557         13,000         /           COM         515098101         557         11,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         58155Q103         113         5,000         /           COM         58155Q103         13,500         /           COM         58155Q103         13,500         /           COM         58155Q103         7         /		COM	118440106	148	10,000	,		/
COM         220493100         663         38,000         /           COM         357867101         248         10,000         /           COM         313400301         377         8,000         /           COM         369300108         76         10,000         /           COM         369300108         76         10,000         /           COM         422347104         236         12,000         /           ADR         456478106         265         20,000         /           CM         482686102         3,065         165,000         /           CM         515098101         557         13,000         /           COM         55262C100         581         11,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         13         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         595626102         746,100         /           COM         595626102         746,100         /	HOMES INC	COM	184190106	505	55,000	`^		/
COM         257867101         248         10,000         /           CCM         313400301         37         8,000         /           CLA         317923100         186         34,200         /           COM         369300108         76         10,000         /           COM         381317106         402         12,000         /           COM         422347104         236         15,000         /           ADR         456478106         265         20,000         /           CLA         482686102         3,065         165,000         /           COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         58156Q103         13         5,000         /           COM         58262C100         745         33,500         /           COM         595626102         330         15,100         /           COM         595626102         745	SINESS SVCS CORP	COM	220493100	663	38,000	`,		,
CCM         313400301         377         8,000         /           CLA         317923100         186         34,200         /           COM         369300108         76         10,000         /           COM         381317106         402         12,000         /           ADR         456478106         265         20,000         /           CDA         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         13,500         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         595626102         745         7         /	R R &	COM	257867101	248	10,000	``		,
CLIA         317923100         186         34,200         /           COM         369300108         76         10,000         /           COM         381317106         402         12,000         /           ADR         456478106         265         20,000         /           CLA         482686102         3,065         165,000         /           COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         33         15,100         /           COM         595626102         33         15,100         /           COM         599626102         346,100         /         /	HOME IN MTG CORP	COM	313400301	377	8,000	`		`
COM         369300108         76         10,000         7           COM         381317106         402         12,000         7           COM         422347104         236         15,000         7           ADR         456478106         265         20,000         7           CLA         482686102         3,065         165,000         7           COM         515098101         557         13,000         7           COM         540424108         121         2,000         7           COM         55262C100         581         11,000         7           COM         58155Q103         113         5,000         7           COM         595626102         330         15,100         7           COM         595626102         330         15,100         7           COM         619429103         715         46,100         7	LINE INC	CILA	317923100	186	34,200	`		•
COM         381317106         402         12,000         /           COM         422347104         236         15,000         /           ADR         456478106         265         20,000         /           CLA         482686102         3,065         165,000         /           COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         595626102         33,600         /         /           COM         595626102         33,600         /         /           COM         595626102         33,600         /         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /	CABLE CORP DEL NEW	COM	369300108	76	10,000	``.		,
COM         422347104         236         15,000         /           ADR         456478106         265         20,000         /           CLA         482686102         3,065         165,000         /           COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /	WEST FINL CORP DEL	COM	381317106	402	12,000	``		,
ADR         456478106         265         20,000         /           CLA         482686102         3,065         165,000         /           COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         33         15,100         /           COM         619429103         715         46,100         /	ND EXPRESS INC	COM	422347104	236	15,000	`		,
CLA         482686102         3,065         165,000         /           COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /	IE NATUZZI SPA	ADR	456478106	265	20,000	`		,
COM         515098101         557         13,000         /           COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /	INC	CLA	482686102	3,065	165,000	`		,
COM         540424108         121         2,000         /           COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /		СОМ	515098101	557	13,000	,		/
COM         55262C100         581         11,000         /           COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /	ORP	COM	540424108	121	2,000	,		,
COM         58155Q103         113         5,000         /           COM         589400100         745         33,500         /           COM         595626102         330         15,100         /           COM         619429103         715         46,100         /	ບ	СОМ	55262C100	581	11,000	,		,
COM 589400100 745 33,500 / COM 595626102 330 15,100 / COM 619429103 715 46,100 /	N HBOC INC	COM	58155Q103	113	5,000	`		`
COM 595626102 330 15,100 V COM 619429103 715 46,100 V	GENL CORP NEW	СОМ	589400100	745	33,500	`		,
COM 619429103 715 46,100	ROUP	COM	595626102	330	15,100	,		,
	RESTAURANT GROUP INC	COM	619429103	715	46,100	`		`

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NEUBERGER BERMAN INC	COM	641234109	249	10,000	,	,
PAYLESS SHOESOURCE INC	СОМ	704379106	3,767	80,150	`	,
RPM INC OHIO	COM	749685103	102	10,000	,	,
SCOTTS CO.	CILA	810186106	1,409	35,000	`	,
WADDELL & REED FINL INC	CLA	930059100	1,937	71,400	,	,
WADDELL & REED FINL INC	CLB	930059209	9,211	366,600	,	,
WESTINGHOUSE AIR BRAKE CO NEW	СОМ	960386100	266	15,000	,	,
STANLEYS	COM	85461618	20,223	671,300	•	,
		nfi	48,546			
ential_		lential				
Treatment Requested	•	Treatment Requested				
		1				