

13FCOMP 11/14/00

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

NOV 15 1999

NON-PUBLIC

Form 13F

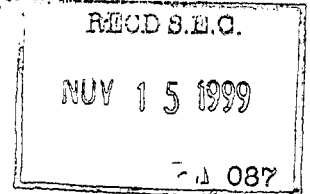
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 1999

Check here if Amendment []; Amendment Number: _____
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings and _____.

Institutional Investment Manager Filing this Report:

Name: HANAWALT ASSOCIATES, LLC
Address: 153 E. 53rd ST., 43rd FL
NEW YORK, NY 10022



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



Signature, Place, and Date of Signing:

/s/ Marietta Goldman New York, New York 10/21/99
[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
28- _____
[Repeat as necessary.]

PROCESSED

(JAN 08 2003

THOMSON
FINANCIAL

Confidential Treatment Requested

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form 13F Information Table Entry Total: 7
Form 13F Information Table Value Total: \$ 24,534
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
<u>28-</u>	<u>_____</u>	<u>_____</u>

[Repeat as necessary.]

Confidential Treatment Requested

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHRS OR SH/ PUT/ PRN AMT PRN CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY
	COM						SOLE SHARED NONE
AUTOZONE INC.	COM	053332102	2,806	100,000	✓		✓
MERCURY GENL CORP NEW	COM	589400100	1,103	40,000	✓		✓
MIDAS GROUP	COM	595626102	311	15,100	✓		✓
SCOTTS CO.	CLA	810186106	1,039	30,000	✓		✓
WARRELL & REED FINL INC	CLA	950959100	1,419	67,400	✓		✓
WARRELL & REED FINL INC	CLB	950959209	5,186	242,600	✓		✓
SPENCER STAMPS	COM	890181009	12,594	500,000	✓		✓

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Prepare as necessary