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MARTINEZ ROBERT

Form 4

August 30, 2002

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

Reporting Person* Martinez, Robert	Issuer Name and Ticker of Commercial Net Lease R I.R.S. Identification Number of Reporting Person, if an entity		6. Relationship of Reporting Person to Issuer (Check all appropriate) X Director10% Owner Officer (Give title below) Other (Specify below)
	,	5. If Amendment, Date of Original	7. Individual of Joint/Group Filing X Form filed by One Reporting Person Form filed by More than one Reporting Person

TABLE I - Non Derivative Securities Acquired, Disposed of or Beneficially Owned												
1. Title of Security (Instr. 8)	2. Transaction Date	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Owned at End of		7. Nature of Indirect Beneficial			
		Code	V	Amount	(A) or (D)	Price	Month (Instr. 3 nd 4)	(Instr. 4)	Ownership (Instr. 4)			
Common Stock	06/07/02	A		1,000	A	(1)	1,000	D				
Common Stock	08/13/02	P		625	A	\$15.90	625	I	(2)			

	TABLE II - Derivative Securities Acquired, Disposed of or Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)													
1. Title of Derivative Security (Instr.3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code (Instr. 8)				6. Date Exercis- able and Expiration Date		T .		8. Price of Derivative Securities (Instr. 5)	9. Number of Derivative Underlying Securities Benefically Owned at End of	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of- Shares		Month (Instr. 3 & 4)		
Options (Right to buy)														

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Explanation of Responses:

(1) Shares were acquired pursuant to the stock award under the Commercial Net Lease Realty, Inc. 2000 Performance Incentive Plan in a transaction under Rule 16b-3. Vesting begins in 2003 and is completed in 2004.

(2) Shares are held in the Mary Jane Martinez and Robert Martinez Trustees Mary Jane Martinez Living Trust DTD 3/13/98

<u>/s/Robert Martinez</u> <u>August 30, 2002</u> Signature of Reporting Person Date

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