

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. )

ALBEMARLE CORPORATION

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

012653101

(CUSIP Number)

Check the following box if a fee is being paid with this statement. X

(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class). (See Rule 13d-7).

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in the prior coverage page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages(s))

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

NationsBank Corporation

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

56-0906609

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

North Carolina Corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

790,919

6. SHARED VOTING POWER

1,200

7. SOLE DISPOSITIVE POWER

4,712,417

8. SHARED DISPOSITIVE POWER

216,422

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,057,513

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN

SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.7

12. TYPE OF REPORTING PERSON \*

HC

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

ASB Capital Management, Inc.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

District of Columbia Corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

22,300

6. SHARED VOTING POWER

0

7. SOLE DISPOSITIVE POWER

22,300

8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,300

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN

SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0

12. TYPE OF REPORTING PERSON \*

IA

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

N.B. Holdings Corporation

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

North Carolina Corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

768,619

6. SHARED VOTING POWER

1,200

7. SOLE DISPOSITIVE POWER

4,690,117

8. SHARED DISPOSITIVE POWER

216,422

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,035,213

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN

SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.6

12. TYPE OF REPORTING PERSON \*

HC

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

NationsBank of Florida, N.A.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. National Banking Association

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

1,250  
6. SHARED VOTING POWER  
0  
7. SOLE DISPOSITIVE POWER  
0  
8. SHARED DISPOSITIVE POWER  
0  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,250  
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN  
SHARES \*  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0  
12. TYPE OF REPORTING PERSON \*  
BK  
\*SEE INSTRUCTION BEFORE FILLING OUT!  
CUSIP NO. 012653101 13G  
1. NAME OF REPORTING PERSON  
NationsBank of Georgia, N.A.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) (b) X  
3. SEC USE ONLY  
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. National Banking Association  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
5. SOLE VOTING POWER  
650  
6. SHARED VOTING POWER  
0  
7. SOLE DISPOSITIVE POWER  
4,265,396  
8. SHARED DISPOSITIVE POWER  
300  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,265,696  
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN  
SHARES \*  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
6.5  
12. TYPE OF REPORTING PERSON \*  
BK  
\*SEE INSTRUCTION BEFORE FILLING OUT!  
CUSIP NO. 012653101 13G  
1. NAME OF REPORTING PERSON  
NationsBank, N.A.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) (b) X  
3. SEC USE ONLY  
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. National Banking Association  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
5. SOLE VOTING POWER  
10,250  
6. SHARED VOTING POWER  
400  
7. SOLE DISPOSITIVE POWER  
0  
8. SHARED DISPOSITIVE POWER  
950  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
10,650  
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN  
SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0

12. TYPE OF REPORTING PERSON \*

BK

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

NationsBank Trust Company, N.A.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. National Banking Association

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

10,250

6. SHARED VOTING POWER

400

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

950

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,650

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN

SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0

12. TYPE OF REPORTING PERSON \*

BK

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

NationsBank of South Carolina, N.A.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. National Banking Association NUMBER OF SHARES BENEFICIALLY

OWNED BY EACH

REPORTING PERSON WITH

5. SOLE VOTING POWER

1,500

6. SHARED VOTING POWER

0

7. SOLE DISPOSITIVE POWER

800

8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,500

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

CERTAIN

SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0

12. TYPE OF REPORTING PERSON \*

BK

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON

NationsBank of Tennessee, N.A.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) (b) X  
3. SEC USE ONLY  
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. National Banking Association  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
5. SOLE VOTING POWER  
2,200  
6. SHARED VOTING POWER  
0  
7. SOLE DISPOSITIVE POWER  
0  
8. SHARED DISPOSITIVE POWER  
0  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,200  
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN  
SHARES \*  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0  
12. TYPE OF REPORTING PERSON \*  
BK

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON  
NationsBank of Virginia, N.A.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) (b) X  
3. SEC USE ONLY  
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. National Banking Association  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
5. SOLE VOTING POWER  
659,000  
6. SHARED VOTING POWER  
300  
7. SOLE DISPOSITIVE POWER  
336,471  
8. SHARED DISPOSITIVE POWER  
212,572  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
659,648  
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN  
SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
1.0

12. TYPE OF REPORTING PERSON \*  
BK

\*SEE INSTRUCTION BEFORE FILLING OUT!

CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON  
NationsBank Texas Bancorporation, Inc.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a)  
(b) X  
3. SEC USE ONLY  
4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware Corporation  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
5. SOLE VOTING POWER  
93,769  
6. SHARED VOTING POWER  
500  
7. SOLE DISPOSITIVE POWER  
87,450

8. SHARED DISPOSITIVE POWER  
2,600

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
94,269

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN  
SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
.1

12. TYPE OF REPORTING PERSON \*  
HC

\*SEE INSTRUCTION BEFORE FILLING OUT!  
CUSIP NO. 012653101 13G

1. NAME OF REPORTING PERSON  
NationsBank of Texas, N.A.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) (b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. National Banking Association

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER  
93,769

6. SHARED VOTING POWER  
500

7. SOLE DISPOSITIVE POWER  
87,450

8. SHARED DISPOSITIVE POWER  
2,600

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
94,269

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES \*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
.1

12. TYPE OF REPORTING PERSON \*  
BK

\*SEE INSTRUCTION BEFORE FILLING OUT!  
SCHEDULE 13G

Item 1(a) Name of Issuer:  
Albemarle Corporation

Item 1(b) Address of Issuer's Principal Executive Offices:  
330 S. Fourth Street  
Richmond, VA 23219

Item 2(a) Name of Person(s) Filing:  
(a) NationsBank Corporation  
(b) ASB Capital Management, Inc.  
(c) N.B. Holdings Corporation  
(d) NationsBank of Florida, N.A.  
(e) NationsBank of Georgia, N.A.  
(f) NationsBank, N.A.  
(g) NationsBank Trust Company, N.A.  
(h) NationsBank of South Carolina, N.A.  
(i) NationsBank of Tennessee, N.A.  
(j) NationsBank of Virginia, N.A.  
(k) NationsBank Texas Bancorporation, Inc.  
(l) NationsBank of Texas, N.A.

Item 2(b) Address of Principal Business Office or, if none,  
Residence:  
(a) NationsBank Plaza, Charlotte, North Carolina 28255  
(b) 1101 Pennsylvania Avenue, NW, Washington, DC 20004  
(c) NationsBank Plaza, Charlotte, North Carolina 28255  
(d) 400 No. Ashley Drive, Tampa, FL 33601  
(e) 600 Peachtree Street, NE, 55th Floor, Atlanta, GA 30308  
(f) 6610 Rockledge Drive, Bethesda, Maryland 20817  
(g) 1501 Pennsylvania Avenue, NW, Washington, DC 20013  
(h) 1301 Gervais Street, Columbia, SC 29201

- (i) One NationsBank Plaza, Nashville, Tennessee 37219-1697
- (j) 12th and Main Streets, Richmond, VA 23219
- (k) NationsBank Plaza, Charlotte, NC 28255
- (l) 901 Main Street, Dallas, TX 75202

Item 2(c) Citizenship:

- (a) North Carolina Corporation
- (b) District of Columbia Corporation
- (c) North Carolina Corporation
- (d) U.S. National Banking Association
- (e) U.S. National Banking Association
- (f) U.S. National Banking Association
- (g) U.S. National Banking Association
- (h) U.S. National Banking Association
- (i) U.S. National Banking Association
- (j) U.S. National Banking Association
- (k) Delaware Corporation
- (l) U.S. National Banking Association

Item 2(d) Title of Class of Securities:

COMMON STOCK

Item 2(e) CUSIP Number:

012653101

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b),

check whether the person filing is a:

- (a) Broker or Dealer registered under Section 15 of the Act
- (b) X Bank as defined in Section 3(a)(6) of the Act
- (c) Insurance Company as defined in Section 3(a)(19) of the Act
- (d) Investment Company registered under Section 8 of the Investment Company Act
- (e) Investment Advisor registered under Section 203 of the Investment Advisors Act of 1940
- (f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Sub-section 240.13d-1(b)(1)(ii)(F)
- (g) X Parent Holding Company in accordance with Sub-section 240.13d-1(b)(ii)(G) (Note: See Item 7)
- (h) X Group, in accordance with Sub-section 240.13d-1(b)(1)(ii)(H)

The following entities are holding companies:

NationsBank Corporation

N.B. Holdings Corporation

NationsBank, N.A.

NationsBank Texas Bancorporation, Inc.

The following entities are banks:

NationsBank of Florida, N.A.

NationsBank of Georgia, N.A.

NationsBank, N.A.

NationsBank Trust Company, N.A.

NationsBank of South Carolina, N.A.

NationsBank of Tennessee, N.A.

NationsBank of Texas, N.A.

NationsBank of Virginia, N.A.

The following entities are registered investment advisors:

ASB Capital Management, Inc.

Item 4 Ownership:

With respect to the beneficial ownership of the reporting entity as of

12-31-94, see Items 5 through 11, inclusive, of the respective cover

pages of this Schedule 13G applicable to such entity which are incorporated

herein by reference.

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 Ownership of More Than Five Percent on Behalf of Another Person:

The reported shares are held in various fiduciary accounts, and accordingly, dividends and the proceeds of such shares are payable to other persons, including such accounts, the beneficiaries or settlors thereof or a combination of such persons. In certain instances, other persons (including beneficiaries and settlors) may be deemed to have the power to direct receipt of dividends or the proceeds of the sale of shares reported herein. To the best of the undersigned's knowledge and belief, no one other person has such an economic interest relating to more than 5% of the class of reported shares.

Item 7 Identification and Classification of the Subsidiary Which Acquired

the Security Being Reported on By the Parent Holding Company: Pursuant to Rule 13d-1(b)(1)(ii)(G) of the Securities Exchange Act of 1934, NationsBank Corporation is filing this Schedule 13G as a parent holding company of the following:

a. N.B. Holdings Corporation, which is a holding company of its subsidiaries, NationsBank of Florida, N.A. NationsBank of Georgia, N.A. NationsBank, N.A.

NationsBank of South Carolina, N.A.

NationsBank of Tennessee, N.A.

NationsBank of Virginia, N.A.

classifiable under Item 3(b) as Banks as defined in Section 3(a)(6) of the Securities Exchange Act of 1934.

b. N.B. Holdings Corporation, which is a holding company of its subsidiary, NationsBank Texas Bancorporation, Inc., which is a holding company

of its subsidiary, NationsBank of Texas, N.A.,

classifiable under Item 3(b) as

a Bank as defined in Section 3(a)(6) of the Securities Exchange Act of 1934.

c. N.B. Holdings Corporation, which is a holding company of its subsidiary,

NationsBank, N.A., which is a holding company of its

subsidiary, NationsBank

Trust Company, N.A., classifiable under Item 3(b) as a Bank as defined in

Section 3(a)(6) of the Securities Exchange Act of 1934. d. ASB Capital

Management, Inc., a registered investment

advisor under the

Investment Advisors Act of 1940.

Item 8 Identification and Classification of Members of the Group:

Except for the relationships referred to in Item 7 hereof, the reporting

entities do not affirm the existence of a group. This Form is filed on behalf

of each of the entities listed in Item 2(a) hereof.

Item 9 Notice of Dissolution of Group:



Not Applicable

Item 10 Certification:

By signing below, I certify that, to the best of my knowledge and belief, the securities referenced to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

NATIONSBANK CORPORATION

ASB CAPITAL MANAGEMENT, INC.

N.B. HOLDINGS CORPORATION

NATIONSBANK OF FLORIDA, N.A.

NATIONSBANK OF GEORGIA, N.A.

NATIONSBANK, N.A.

NATIONSBANK TRUST COMPANY, N.A.

NATIONSBANK OF SOUTH CAROLINA, N.A.

NATIONSBANK OF TENNESSEE, N.A.

NATIONSBANK OF VIRGINIA, N.A.

NATIONSBANK TEXAS BANCORPORATION,  
INC.

NATIONSBANK OF TEXAS, N.A.

Date:

February 9, By:

1995

Signature

Mary Jo Inglett/Compliance Officer Name/Title

mji