

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person

Liston, Thomas J.
 Humana Inc.
 500 W. Main Street
 Louisville, KY 40202

2. Date of Event Requiring Statement (Month/Day/Year)

July 13, 2000

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

Humana Inc.
 HUM

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

Senior Vice President - Strategy & Corporate Development

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct (D) or Indirect (I)	4. Nature of Indirect Beneficial Ownership
Common (1)	6,000	D	
Common (1)	880	D	Custodian for Child
Common (1)	880	D	Custodian for Child
Common (1)	720	D	Custodian for Child
Common (1)	8,118	I	HRSP (3)

Table II -- Derivative Securities Beneficially Owned

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Underlying Securities	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership
Option (2)	9/17/99 1/15/08	Common (1)	15,800 15.5938	D	
Option (2)	1/15/00 1/15/08	Common (1)	5,800 15.5938	D	
Option (2)	1/15/01 1/15/08	Common (1)	5,800 15.5938	D	
Option (2)	9/17/99 1/9/07	Common (1)	24,576 15.5938	D	
Option (2)	1/9/00 1/9/07	Common (1)	12,104 15.5938	D	
Option (2)	9/17/99 8/12/06	Common (1)	26,370 15.5938	D	
Option (2)	9/17/99 9/17/08	Common (1)	6,090 15.5938	D	
Option (2)	9/17/99 1/12/05	Common (1)	13,760 15.5938	D	
Option (2)	1/15/00 1/15/09	Common (1)	6,667 19.25	D	
Option (2)	1/15/01 1/15/09	Common (1)	6,667 19.25	D	
Option (2)	1/15/02 1/15/09	Common (1)	6,666 19.25	D	
Option (2)	9/9/00 9/9/09	Common (1)	3,334 9.5938	D	
Option (2)	9/9/01 9/9/09	Common (1)	3,333 9.5938	D	
Option (2)	9/9/02 9/9/09	Common (1)	3,333 9.5938	D	
Option-ISO (2)	7/13/01 7/13/10	Common (1)	14,096 7.0938	D	
Option-ISO (2)	7/13/02 7/13/10	Common (1)	14,096 7.0938	D	
Option-ISO (2)	7/13/03 7/13/10	Common (1)	14,096 7.0938	D	
Option-NQ (2)	7/13/01 7/13/10	Common (1)	2,571 7.0938	D	
Option-NQ (2)	7/13/02 7/13/10	Common (1)	2,571 7.0938	D	

Option-NQ (2)	17/13/03	17/13/10	Common (1)	12,571	17.0938	ID	
---------------	----------	----------	------------	--------	---------	----	--

Explanation of Responses:

- (1) Each share of Common Stock contains a Right adopted on March 5, 1987, pursuant to the Company Rights Agreement, as amended and restated on February 14, 1996, and amended as of May 27, 1998 and March 1, 1999, which entitles holders of the Company's Common Stock, in the event certain specified events occur, to acquire 1/100 of a share of Series A Participating Preferred Stock at a price of \$145 per fractional share.
- (2) Right to buy pursuant to Company's 1996 Stock Incentive Plan for Employees.
- (3) Shares held for my benefit as of June 30, 2000 under the Humana Retirement & Savings Plan ("HRSP") and a routine disposition of shares to fund an administrative fee assessment under a Tax-Conditioned Plan, exempt under Rule 16b-3(c).