

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person * MARRIOTT JOHN W III (Last) (First) (Middle) 10400 FERNWOOD ROAD (Street) BETHESDA MD 20817 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC /MD/ [MAR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Vice Chairman of the Board
	3. Date of Earliest Transaction (Month/Day/Year) 09/07/2006	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	09/07/2006		M		55,000	A	\$22.87	874,434	D	
Class A Common Stock	09/07/2006		S		55,000	D	\$36.75 ⁽¹⁾	819,434	D	
Class A Common Stock	09/07/2006		S		40,867	D	\$36.57 ⁽²⁾	778,567	D	
Class A Common Stock	09/07/2006		M		75,000	A	\$15.91	853,567	D	
Class A Common Stock	09/07/2006		S		75,000	D	\$37.48 ⁽³⁾	778,567	D	
Class A Common Stock	09/07/2006		M		90,450	A	\$15.11	869,017	D	
Class A Common Stock	09/07/2006		S		90,450	D	\$36.57 ⁽⁴⁾	778,567	D	
Class A Common Stock	09/07/2006		M		34,600	A	\$22.81	813,167	D	
Class A Common Stock	09/07/2006		S		34,600	D	\$36.61 ⁽⁵⁾	778,567	D	
Class A Common Stock								658,720	I ⁽⁶⁾	Beneficiary 1
Class A Common Stock								770,960	I ⁽⁶⁾	Beneficiary 2
Class A Common Stock								10,827,960	I ⁽⁶⁾	By Corporation
Class A Common Stock								13,200,000	I	By Ltd Partnership - TPV
Class A Common Stock								320,000	I ⁽⁶⁾	LP Partnership
Class A Common Stock								19,468	I ⁽⁶⁾	Sp Trustee 1
Class A Common Stock								19,468	I ⁽⁶⁾	Sp Trustee 2
Class A Common Stock								10,108	I ⁽⁶⁾	Sp Trustee 3
Class A Common Stock								31,210	I ⁽⁶⁾	Spouse
Class A Common Stock								54,286	I ⁽⁶⁾	Trustee 1
Class A Common Stock								44,822	I ⁽⁶⁾	Trustee 2
Class A Common Stock								32,646	I ⁽⁶⁾	Trustee 3

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Class A Employee Stock Option (Right to buy)	\$22.87	09/07/2006		M			55,000	(7)	02/01/2011	Class A Common Stock	55,000	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$15.91	09/07/2006		M			75,000	(8)	11/01/2011	Class A Common Stock	75,000	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$15.11	09/07/2006		M			90,450	(9)	02/06/2013	Class A Common Stock	90,450	\$0	30,150	D	
Class A Employee Stock Option (Right to buy)	\$22.81	09/07/2006		M			34,600	(10)	02/05/2014	Class A Common Stock	34,600	\$0	34,600	D	

Explanation of Responses:

1. Represents the weighted average sale price. The highest price at which shares were sold was \$36.97 and the lowest price at which shares were sold was \$36.57.
2. Represents the weighted average sale price. The highest price at which shares were sold was \$37.01 and the lowest price at which shares were sold was \$36.30.
3. Represents the weighted average sale price. The highest price at which shares were sold was \$36.55 and the lowest price at which shares were sold was \$36.37.
4. Represents the weighted average sale price. The highest price at which shares were sold was \$36.70 and the lowest price at which shares were sold was \$36.29.
5. Represents the weighted average sale price. The highest price at which shares were sold was \$36.65 and the lowest price at which shares were sold was \$36.61.
6. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
7. The options vest in four equal installments on each of the four anniversaries of the February 1, 2001 grant date.
8. The options vest in four equal installments on each of the first four anniversaries of the November 1, 2001 grant date.
9. The options vest in four equal installments on each of the first four anniversaries of the February 6, 2003 grant date.
10. The options vest in four equal installments on each of the first four anniversaries of the February 5, 2004 grant date.

Remarks:

By: Ward R. Cooper, Attorney-In-Fact 09/08/2006

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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