SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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									
OMB Number:	3235-0287								
Estimated average burd	en								
hours per response:	0.5								

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>MARRIOTT J W JR</u>			/MD/ [ MAR ]	X	Director	Х	10% Owner			
(Last) (First) (Middle) 10400 FERNWOOD ROAD		(Middle)		X	Officer (give title below)		Other (specify below)			
			3. Date of Earliest Transaction (Month/Day/Year) 03/16/2006		Chairman & CEO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group F	iling (	Check Applicable			
BETHESDA	MD	20817		X	Form filed by One F	Report	ing Person			
(City)	(State)	(Zip)			Form filed by More Person	than C	Dne Reporting			
	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)	Code (Instr.		4. Securities Disposed Of 5)	Acquire (D) (Inst	d (A) or r. 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficia Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Class A Common Stock	03/16/2006		S		20,000	D	\$67.75	197,878	I	Beneficiary	
Class A Common Stock								2,258,164	D		
Class A Common Stock								6,600,000	Ι	By Ltd Partnership	
Class A Common Stock								5,413,980	Ι	By-Corp	
Class A Common Stock								160,000	Ι	GP/Partnership	
Class A Common Stock								1,332,534	Ι	Sp Trustee 1	
Class A Common Stock								7,702	Ι	Sp Trustee 2	
Class A Common Stock								8,252	Ι	Sp Trustee 3	
Class A Common Stock								8,252	Ι	Sp Trustee 4	
Class A Common Stock								9,734	Ι	Sp Trustee 5	
Class A Common Stock								9,734	Ι	Sp Trustee 6	
Class A Common Stock								5,054	Ι	Sp Trustee 7	
Class A Common Stock								139,735	Ι	Spouse	
Class A Common Stock								385,480	Ι	Trustee 1	
Class A Common Stock								3,099,039	Ι	Trustee 19	
Class A Common Stock								392,500	Ι	Trustee 2	
Class A Common Stock								294,383	Ι	Trustee 3	
Class A Common Stock								393,480	I	Trustee 4	
Class A Common Stock								399,470	I	Trustee 5	
Class A Common Stock								348,254	I	Trustee 6	
Class A Common Stock								367,500	I	Trustee 7	
Class A Common Stock	İ							393,610	I	Trustee 8	

## 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 (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 Securities 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)

		Ta	ble II - Deriva (e.g., p					ired, Disp options, o	convertib	le sec	i or i				
1. Title of Derivative Esplantation (Instr. 3) Remarks	2. Conversion of Respises Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	<b>C</b> ode Transa Code ( 8)	ction	(A)Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	ative rities ired osed	ExPettesEater Expiration Br (Month/Day/)	<del>lte</del> (ear) <u>By</u> <u>In</u>	Titletle Amour Securi Underl Deriva Securi Securi <u>Securi</u>	ties ying tive ty (Instr. 3 I <u>R. Coop</u>	<u>er, Attorn</u>	Securities Beneficially Owned Following Cy.:ported Trat.03/16/200 (Instr. 4)	10. <del>Ownership</del> Form: Direct (D) or Indirect (I) (Instr. 4) 06	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	· ·		class of securities		-		lirectly	or indirectly.		aiynatui		ting Person	Date		
** Intentiona	l misstatemer	ts or omissions of	ng person, <i>see</i> Insti facts constitute Fec	leral Cri	iminal \	/iolatic									
			hich must be manu information conta			L				ss the f	lor	iys a currer	itly valid OMB I	Number.	