FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSH	ΙIΡ

OMB APPROVAL

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

1. Name and Address of Reporting Person* MARRIOTT J W JR					Issuer Name and IARRIOTT I <u>ID/</u> [MAR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner								
(Last) (First) (Middle) 10400 FERNWOOD ROAD					Date of Earliest Tr. 0/18/2005	onth/Day/Year		X Officer (give title Other (specify below) Chairman & CEO							
(Street) BETHESDA MD 20817					If Amendment, Da	Filed (Month/I		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(St	ate) (2	Zip)								Pers		by More th	an One	reporting
		Tabl	e I - Non-Deriv	/ativ	e Securities A	Acquii	red,	Disposed	of, or	Benefic	ially Owne	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)			Acquired (A) or (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect In rect O	Nature of direct Beneficial wnership (Instr.	
						Code	v	Amount	(A) or (D)	Price	Transaction(s	s) 4)			
Class A C	ommon Sto	ock	10/18/20	05		G		20,370	D	\$0	348,254	4	I	Т	rustee 6
Class A C	ommon Sto	ock									2,251,16	52	D		
Class A C	ommon Sto	ock									244,878	8	I	В	eneficiary
Class A C	ommon Sto	ock									6,600,00	00	I		y Ltd artnership
Class A C	ommon Sto	ock									5,413,98	30	I	В	y-Corp
Class A C	ommon Sto	ock									160,000	0	I	G	P/Partnership
Class A C	ommon Sto	ock									1,340,53	34	I	S	p Trustee 1
Class A C	ommon Sto	ock									7,702		I	S	p Trustee 2
Class A C	ommon Sto	ock									8,252		I	S	p Trustee 3
Class A C	ommon Sto	ock									8,252		I	S	p Trustee 4
Class A C	ommon Sto	ock									9,734		I	S	p Trustee 5
Class A C	ommon Sto	ock									9,734		I	S	p Trustee 6
Class A C	ommon Sto	ock									5,054		I	S	p Trustee 7
Class A Common Stock											139,735	5	I	S	pouse
Class A Common Stock Class A Common Stock											393,480 I		I	Trustee 1	
Class A Common Stock Class A Common Stock											3,196,60	.600 I		Trustee 19	
Class A C	Class A Common Stock										392,500	0	I	Т	rustee 2
Class A C	Class A Common Stock										334,145	5	I	Т	rustee 3
Class A C	ommon Sto	ock									393,480	0	I	Т	rustee 4
Class A C	ommon Sto	ock									399,470	0	I	Т	rustee 5
Class A Common Stock										367,500	0	I	Т	rustee 7	
Class A C	ommon Sto	ock									393,610	0	I	Т	rustee 8
		Та	ble II - Derivat (e.g., p		Securities Accalls, warrant								,	,	
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3. Transaction Date (Month/Day/Year) Month/Day/Year Sacution Date, if any (Month/Day/Year) Sacution Disport of (D) (Instr. 8) A. Deemed Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Code (Instr. 8) Scution Disport of (D) (Instr. 8)		5. Number	er 6. D Exp e (Mo	ate Ex	ercisable and	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	deriv Secu Bene Owne Follo Repo	rities eficially ed wing orted saction(s)	10. Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership ect (Instr. 4)

		Та	ble II - Deriva (e.g., p					ired, Disp options,				y Owned			
1. Title of	2.	3. Transaction	3A. Deemed	€ .ode	v	6A)Nu	m(150e)r	6xDectes Ebaker	isΩadotke and		a6silodares	8. Price of	9. Number of	10.	11. Nature
Derivative Explanation (Instr. 3)	Genversion of Respises Price of Derivative Security	- Date e (M onth/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code (8)		Deriv Secu Acqu (A) or Dispo of (D) (Instr	rities ired r osed	Expiration Di (Month/Day/\	/ear) <u>By</u> <u>in</u> .	fact uri	ties	Security (Instr. 5) r, Attorney	Securities Beneficially	Ownership Form: Direct (D) or Indirect [1] (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
	l .	í .	class of securities	I	-	vànade	rectly	or indirectly.					(111301. 4)		
* If the form	is filed by mo	e than one reportir	g person, see Insti	fuction 4	4 (b)(v)			,		-					
** Intentiona	l misstatemer	ts or omissions of	acts constitute Fed	leral Cr	iminal \	/iolatic	ons Se	e 18 U.S.C. 10	001 and 15 l	J.S.C. 7	Bff(a).				
Note: File th	ree copies of	this Form, one of w	hich must be manı	ally sig	ned. If	space	is insu	fficient, see In	struction 6 f	or proce	dure.				
Persons wh	o respond to	the collection of	information conta	ined in	this fo	rm ar (A)	e not r	equired to re Date Exercisable	spond unle Expiration Date	ss the f	orm displa Amount or Number of Shares	ys a currer	tly valid OMB i	lumber.	