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 APPR	JVAL
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1. Name and Addres <u>MARRIOTT</u>	ss of Reporting Perso J W JR	n*	2. Issuer Name and Ticker or Trading Symbol <u>MARRIOTT INTERNATIONAL INC</u> / <u>MD/</u> [ MAR ]		ationship of Reporting Person(s) to Issuer k all applicable) Director X 10% Owner			
(Last) (First) (Middle) 10400 FERNWOOD ROAD		(Middlo)		X	Officer (give title below)		Other (specify below)	
		(midule)	3. Date of Earliest Transaction (Month/Day/Year) 11/08/2004	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	eport	ing Person	
(City) (State) (Zip)		(Zip)			Form filed by More Person	han C	One 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)	3. Transaction Code (Instr. 8)			Acquired (D) (Instr	(A) or . 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	11/08/2004		G	v	114,634	D	\$ <mark>0</mark>	3,196,600	I	Trustee 19	
Class A Common Stock								2,185,185	D		
Class A Common Stock								269,878	Ι	Beneficiary	
Class A Common Stock								6,600,000	I	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								1,340,534	I	Sp Trustee 1	
Class A Common Stock								7,702	I	Sp Trustee 2	
Class A Common Stock								8,252	I	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	I	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								393,480	Ι	Trustee 1	
Class A Common Stock								371,600	Ι	Trustee 17	
Class A Common Stock								392,500	Ι	Trustee 2	
Class A Common Stock								344,890	Ι	Trustee 3	
Class A Common Stock								393,480	Ι	Trustee 4	
Class A Common Stock								399,470	I	Trustee 5	
Class A Common Stock								368,624	I	Trustee 6	
Class A Common Stock								392,500	I	Trustee 7	
Class A Common Stock								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			or	r I			
1. Title of Derivative Beplantstior (Instr. 3) Remarks	2. Conversion of Respises Price of Derivative Security	3. Transaction Date etMonth/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	<b>&amp;</b> ode Transa Code ( 8)	ction	6A)Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	ative rities ired osed	ExPertisElatero Expiration Da (Month/Day/Y	isCadde and te ear) <u>By</u> <u>At</u>	Amour Securit Underl Derivat Securit <u>7: Doro</u>	ties ying tive ty (Instr. 3 thy M. Ir - <u>In-Fact</u>	8. Price of Derivative Security (Instr. 5) agalls,	Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 4	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: F	eport on a se	parate line for each	class of securities	benefic	cially ov	wned d	lirectly	or indirectly.							
* If the form	is filed by mo	e than one reportir	g person, see Instr	uction 4	(b)(v)						Amount				
			acts constitute Fed								Numeron				
Note: File th	ree copies of	this Form, one of w	hich must be manu	ally sig	hed. If	space	is insu	fi <b>sie</b> pt, see In	stexplication	r proce	Number dufe.				
Persons wh	o respond to	the collection of	information conta	i <b>∿ed</b> ⊄n	this fo	r(A)ar	e(APo)tr	e <b>qxareid</b> ablee	spolied unle	ss⊺ith≉e f	o≨nhavd#spla	ys a currer	tly valid OMB I	lumber.	