

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>MARRIOTT JOHN W III</u>  (Last) (First) (Middle) 10400 FERNWOOD ROAD  (Street) BETHESDA MD 20817  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MARRIOTT INTERNATIONAL INC</u> <u>/MD/ [ MAR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)  13D group owning more than 10%
	3. Date of Earliest Transaction (Month/Day/Year) 10/12/2009	
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	10/13/2009		s		41,000	D	\$27.26	10,747,005	I	By Corporation <sup>(1)</sup>
Class A Common Stock	10/12/2009		s		42,447	D	\$27.05	11,114,380	I	By Ltd Partnership - TPV <sup>(2)</sup>
Class A Common Stock (DMH)								304,498	D <sup>(3)</sup>	
Class A Common Stock (DSM)								603,716	D <sup>(4)</sup>	
Class A Common Stock (JWM III)								663,319	D <sup>(5)</sup>	
Class A Common Stock (JWM)								1,439,262	D <sup>(6)</sup>	
Class A Common Stock (SGM)								969,853	D <sup>(7)</sup>	
Class A Common Stock								1,975,648	I <sup>(8)</sup>	Trusts DMH
Class A Common Stock								1,511,229	I <sup>(9)</sup>	Trusts DSM
Class A Common Stock								18,441,477	I <sup>(10)</sup>	Trusts JWM
Class A Common Stock								1,522,902	I <sup>(11)</sup>	Trusts JWM III
Class A Common Stock								1,659,636	I <sup>(12)</sup>	Trusts SGM

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>MARRIOTT JOHN W III</u>  (Last) (First) (Middle) 10400 FERNWOOD ROAD  (Street) BETHESDA MD 20817  (City) (State) (Zip)		
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1. Name and Address of Reporting Person\*

Marriott David S

(Last) (First) (Middle)

10400 FERNWOOD ROAD

(Street)

BETHESDA MD 20817

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Harrison Deborah Marriott

(Last) (First) (Middle)

10400 FERNWOOD ROAD

(Street)

BETHESDA MD 20817

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Marriott Stephen G

(Last) (First) (Middle)

10400 FERNWOOD ROAD

(Street)

BETHESDA MD 20817

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

MARRIOTT J W JR

(Last) (First) (Middle)

10400 FERNWOOD ROAD

(Street)

BETHESDA MD 20817

(City) (State) (Zip)

**Explanation of Responses:**

- 1. See Exhibit 99.3 footnote #1
- 2. See Exhibit 99.3 footnote #2
- 3. See Exhibit 99.3 footnote #3
- 4. See Exhibit 99.3 footnote #4
- 5. See Exhibit 99.3 footnote #5
- 6. See Exhibit 99.3 footnote #6
- 7. See Exhibit 99.3 footnote #7
- 8. See Exhibit 99.3 footnote #8
- 9. See Exhibit 99.3 footnote #9
- 10. See Exhibit 99.3 footnote # 10
- 11. See Exhibit 99.3 footnote # 11
- 12. See Exhibit 99.3 footnote # 12

**Remarks:**

ex99-2.TXT, ex99-1.TXT, exhibit99-3.TXT

Bancroft S. Gordon, Attorney- 10/14/2009  
In-Fact  
David Marriott 10/14/2009  
Deborah Harrison 10/14/2009  
Stephen Marriott 10/14/2009  
J. Marriott 10/14/2009

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

1. Represents shares held by JWM Family Enterprises, L.P. JWM Family Enterprises, Inc. is the sole general partner of JWM Family Enterprises, L.P. J.W. Marriott, Jr., John W. Marriott, III, Deborah Marriott Harrison, Stephen Garff Marriott and David Sheets  
Marriott are each shareholders of JWM Family Enterprises, Inc.
2. Represents shares held by Thomas Point Ventures, L.P., whose sole general partner is JWM Family Enterprises, L.P. See footnote (1) above.
3. Represents shares held directly by Deborah Marriott Harrison.
4. Represents shares held directly by David Sheets Marriott.
5. Represents shares held directly by John W. Marriott, III.
6. Represents shares held directly by J.W. Marriott, Jr.
7. Represents shares held directly by Stephen Garff Marriott.
8. Represents the following shares held indirectly by Deborah Marriott Harrison: (a) 801,888 shares held by 1965 Trust; (b) 690,879 shares held by 1974 Trust; (c) 108,630 shares held by Deborah Marriott Harrison's spouse; (d) 7,336 shares held as Trustee 1 of Trust f/b/o her child; (e) 15,000 shares held as Trustee 2 of Trust f/b/o her child; (f) 2,438 shares held as Trustee 3 of Trust f/b/o her child; (g) 13,359 shares held as Trustee 4 of Trust f/b/o her child; (h) 82,960 shares held as Trustee 5 of trust f/b/o her child; (i) 73,211 shares held as Trustee 6 of Trust f/b/o her child; (j) 63,394 shares held as Trustee 7 of Trust f/b/o her child; (k) 61,075 shares held as Trustee 8 of Trust f/b/o her child; (l) 54,274 shares held as Trustee 9 of Trust f/b/o her child; and (m) 1,204 shares held as Trustee 10 of Trust f/b/o her child.
9. Represents the following shares held indirectly by David Sheets Marriott: (a) 789,863 shares held by 1965 Trusts; (b) 665,735 shares held by 1974 Trust; (c) 5,297 shares held by David Sheets Marriott's spouse; (d) 27,573 shares held as Trustee 1 of Trust f/b/o his child; (e) 15,294 shares held as Trustee 2 of Trust f/b/o his child; and (f) 7,467 shares held as Trustee 3 of Trust f/b/o his child.
10. Represents the following shares held indirectly by J.W. Marriott, Jr. : (a) 348,986 shares in a 401(k) account; (b) 76,036 shares held by a trust established for the benefit of J.W. Marriott, Jr. ; (c) 321,180 shares held as a general partner of JWM Associate Limited Partnership; (d) 280,501 shares held by J.W. Marriott, Jr.'s spouse; (e) 3,000,000 shares held by a The JWM-MAR 2009 Annuity Trust; (f) 835,614 shares held by a The J WM-MAR Annuity Trust; (g) 606,841 shares held as Trustee 1; (h) 787,897 shares held as Trustee 2; (i) 531,289 shares held as Trustee 3; (j) 789,863 shares held as Trustee 4; (k) 801,888 shares held as Trustee 5; (l) 617,444 shares held as Trustee 6; (m) 734,976 shares held as Trustee 7; (n) 793,119 shares held as Trustee 8; (o) 5,562,048 shares held as Trustee 19; (p) 2,255,608 shares held as Sp. Trustee 1; (q) 15,519 shares held as Sp. Trustee 2; (r) 16,628 shares held as Sp. Trustee 3; (s) 16,628 shares held as Sp. Trustee 4; (t) 19,614 shares held as Sp. Trustee 5; (u) 19,614 shares held as Sp. Trustee 6; and (v) 10,184 shares held as Sp. Trustee 7.
11. Represents the following shares held indirectly by John W. Marriott III; (a) 10,606 shares in a 401(k) account; (b) 321,180 shares held as a limited partner of JWM Associates Limited Partnership; (c) 31,325 shares held by John W. Marriott III's spouse; (d) 606,841 shares held by 1965 Trust; (e) 342,636 shares held by 1974 Trust; (f) 64,080 shares held as Trustee 1; (g) 54,545 shares held at Trustee 2; (h) 42,277 shares held as Trustee 3; (i) 19,614 shares held as Sp. Trustee 1; (j) 19,614 shares held as Sp. Trustee 2; and (k) 10,184 shares held as Sp. Trustee 3.
12. Represents the following shares held indirectly by Stephen Garff Marriott: (a) 3,130 shares in a 401(k) account; (b) 793,119 shares held by 1965 Trusts; (c) 556,358 shares held by 1974 Trust; (d) 43,390 shares held by Stephen Garff Marriott's spouse; (e) 82,662 shares held as Trustee 1 of Trust f/b/o his child; (f) 70,794 shares held as Trustee 2 of Trust f/b/o his child; (g) 61,408 shares held as Trustee 3 of Trust f/b/o his child; (h) 15,519 shares held as Sp. Trustee 1 of Trust f/b/o his child; (i) 16,628 shares held as Sp. Trustee 2 of Trust f/b/o his child; and (j) 16,628 shares held as Sp. Trustee 3 of Trust f/b/o his child.

JOINT FILING INFORMATION

Name: J.W. Marriott, Jr.  
Address: c/o Marriott International, Inc.  
10400 Fernwood Road  
Bethesda, Maryland 20817  
Designated Filer: John W. Marriott, III  
Issuer Name and Trading Symbol: Marriott International, Inc. [MAR]  
Date of Event Requiring Statement: August 10, 2009  
Signature: /s/ Bancroft S. Gordon  
Date: August 12, 2009

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Name: Deborah Marriott Harrison  
Address: c/o Marriott International, Inc.  
10400 Fernwood Road  
Bethesda, Maryland 20817  
Designated Filer: John W. Marriott, III  
Issuer Name and Trading Symbol: Marriott International, Inc. [MAR]  
Date of Event Requiring Statement: August 10, 2009  
Signature: /s/ Bancroft S. Gordon  
Date: August 12, 2009

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Name: Stephen G. Marriott  
Address: c/o Marriott International, Inc.  
10400 Fernwood Road  
Bethesda, Maryland 20817  
Designated Filer: John W. Marriott, III  
Issuer Name and Trading Symbol: Marriott International, Inc. [MAR]  
Date of Event Requiring Statement: August 10, 2009  
Signature: /s/ Bancroft S. Gordon  
Date: August 12, 2009

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Name: David S. Marriott

Address: c/o Marriott International, Inc.  
10400 Fernwood Road  
Bethesda, Maryland 20817

Designated Filer: John W. Marriott, III

Issuer Name and Trading Symbol: Marriott International, Inc. [MAR]

Date of Event Requiring Statement: August 10, 2009

Signature: /s/ Bancroft S. Gordon

Date: August 12, 2009

Joint Filing Agreement

The undersigned acknowledge and agree that the foregoing Form 4 is filed on behalf of each of the undersigned and that any subsequent filings with respect to Section 16 of the Securities Exchange Act of 1934, as amended, may be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned further agree to the filing, furnishing or incorporation by reference of this joint filing agreement as an exhibit to any joint filing made pursuant to Section 16. The undersigned acknowledge that each shall be responsible for the timely filing of necessary reports pursuant to Section 16, including any amendments thereto, and for the completeness and accuracy of the information concerning him or her contained therein, but shall not be responsible for the completeness and accuracy of the information concerning any other, except to the extent that he or she knows or has reason to believe that such information is inaccurate. This joint filing agreement shall remain in full force and effect until revoked by any party hereto in a signed writing, provided to each other party hereto, and then only with respect to such revoking party.

This agreement may be executed in one or more counterparts, each of which will be deemed an original but all of which taken together will constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned hereby executes this Joint Filing Agreement as of this 15th day of September 2009.

/s/ J.W. Marriott, Jr.  
J.W. Marriott, Jr.

/s/ John W. Marriott III  
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John W. Marriott III

/s/ Deborah Marriott Harrison  
Deborah Marriott Harrison

/s/ Stephen Garff Marriott  
Stephen Garff Marriott

/s/ David Sheets Marriott  
David Sheets Marriott