SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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MARRIOTT J W JR			2. Issuer Name and Ticker or Trading Symbol <u>MARRIOTT INTERNATIONAL INC</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner							
(Last) (First) (Middle) 10400 FERNWOOD ROAD		(Middle)	/MD/ [MAR] 3. Date of Earliest Transaction (Month/Day/Year) 12/15/2006	X	Officer (give title below) Chairman	л & СІ	Other (specify below)				
(Street) BETHESDA (City)	MD (State)	20817 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
	Table L. Non-Derivative Securities Acquired Disposed of or Reneficially Owned										

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	12/15/2006		G	v	137,314	D	\$ <mark>0</mark>	6,060,764	Ι	Trustee 19
Class A Common Stock								4,588,224	D	
Class A Common Stock								265,756	Ι	Beneficiary ⁽¹⁾
Class A Common Stock								13,200,000	I	By Ltd Partnership - TPV ⁽¹⁾
Class A Common Stock								10,827,960	Ι	By-Corp ⁽¹⁾
Class A Common Stock								320,000	Ι	GP/Partnership ⁽¹⁾
Class A Common Stock								2,412,568	I ⁽¹⁾	Sp Trustee 1
Class A Common Stock								15,404	Ι	Sp Trustee 2 ⁽¹⁾
Class A Common Stock								16,504	Ι	Sp Trustee 3 ⁽¹⁾
Class A Common Stock								16,504	Ι	Sp Trustee 4 ⁽¹⁾
Class A Common Stock								19,468	Ι	Sp Trustee 5 ⁽¹⁾
Class A Common Stock								19,468	Ι	Sp Trustee 6 ⁽¹⁾
Class A Common Stock								10,108	Ι	Sp Trustee 7 ⁽¹⁾
Class A Common Stock								279,470	Ι	Spouse ⁽¹⁾
Class A Common Stock								770,960	Ι	Trustee 1 ⁽¹⁾
Class A Common Stock								785,000	Ι	Trustee 2 ⁽¹⁾
Class A Common Stock								588,766	Ι	Trustee 3 ⁽¹⁾
Class A Common Stock								786,960	Ι	Trustee 4 ⁽¹⁾
Class A Common Stock								798,940	Ι	Trustee 5 ⁽¹⁾
Class A Common Stock								696,508	Ι	Trustee 6 ⁽¹⁾
Class A Common Stock								735,000	Ι	Trustee 7 ⁽¹⁾
Class A Common Stock								787,220	Ι	Trustee 8 ⁽¹⁾

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)

		Та	able II - Deri (e.g.					ired, Disp options,			or	y Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed	Code Tran	V	(5A)Nu	um (150;) r	ExDectisEbler Expiration D	isDatatle and	7itītētle Amour	aSolidares	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
Beplantstior (Instr. 3) 1. The Report	of Elesspises Price of Derivative	e (Month/Day/Year) claims beneficial ow	if any	Code	(In atu	Deriv Secu Placat	vative Irities De exten Jired	(Month/Day/	(cor)	Securit Underl Derivat	ties ying	Security (Instr. 5)	Securities Beneficially Owned	Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
Remarks	Security					(A) o Disp of (D	r osed) r. 3, 4		<u>B</u> y	Securit and 4)	y (Instr. 3	<u>er, Attorn</u>	Following Reported Tansaction(s) <u>27-1s</u> <u>12/18/200</u>	(I) (Instr. 4) <u>6</u>	
								*	**	Signatur	e of Repor	ing Person	Date		
Reminder: R	eport on a se	parate line for eac	h class of securi	ties <u>bene</u>	<u>içially o</u>	wned o	directly	or indirectly.							
* If the form	is filed by mo	e than one reporti	ng person, see I	nstructior	4 (b)(v)	,					Amount				
		ts or omissions of this Form, one of v the collection of										iys a currer	tly valid OMB I	lumber.	