## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

<b>STATEMENT</b>	OF CHANGES	S IN BENEFICIA	L OWNERSHIP

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

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

Class A Common Stock	1. Name and Address of Reporting Person*  MARRIOTT RICHARD E					<u>M/</u>	2. Issuer Name and Ticker or Trading Symbol  MARRIOTT INTERNATIONAL INC  /MD/ [ MAR ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner  Office (chick in the last of						
Street		•	· ·	Middle)	3. Date of Earliest Transaction (Month/Day/Year)											Officer (give title Other (specify below) below)						
Table   1 Non-Derivative   Security (Instr. 3)   2. Transaction Date (Month/Day)reary   1. Title of Security (Instr. 3)   2. Transaction Date (Month/Day)reary   1. Title of Security (Instr. 3)   2. Transaction Date (Month/Day)reary   1. Title of Security (Instr. 3)   2. Transaction Date (Month/Day)reary   1. Transaction Date (	-	DA MI	D 2	20817		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line)  X Form filed by One Reporting Person Form filed by More than One Reporting						
2. Trunsaction   Data	(City)	(St																				
Class A Common Stock	1. Title of Security (Instr. 3) 2. Tran			2. Transac	etion 2A. De Execu		. Deemed ecution Date, iny		3. Transaction Code (Instr.		4. Securities Disposed O	s Acquired (A) or			5. Amount of Securities Beneficially Owned Following		Form: Direct (D) or Indirect		Indirect Beneficial Ownership			
Class A Common Stock										Code	v	Amount		Price	)	Transact	ion(s)			(11301. 4)		
Class A Common Stock  Class A Common Stock  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Trustee 19  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  Class A Common Stock  O9/29/2004  S 100 D \$50,47 1,938,946 I Other  OHEROPETRIC OF STOCK  OHEROPETRIC OF STOCK	Class A C	lommon Sto	ock													137	,222		I	Spouse		
Class A Common Stock	Class A C	ommon Sto	ock													1,17	0,997			•		
Class A Common Stock	Class A C	ommon Sto	ock													393	,480		I	Trustee 1		
Class A Common Stock	Class A C	ommon Sto	ock													269	,878		I	Trustee 17		
Class A Common Stock  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)  Conversion Date Price of Derivative Security (Instr. 3)  Conversion Date Price of Derivative Security (Instr. 3)  A Deemed Execution Date (Instr. 3)  A Deemed Execution Date (Instr. 3)  A Deemed Execution Date (Instr. 4)  A Deemed Executive Securities Deemed D	Class A Common Stock														3,311,234			I	Trustee 19			
Class A Common Stock	Class A Common Stock				09/29/2004				S		100	D	\$50	50.47 1		38,946		I	Other			
Class A Common Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired (Month/Day/Year)  2. Conversion Security (Instr. 3)  Date (Month/Day/Year)  Code (v (A) (D) Date Expiration Date (Month/Day/Year)  Expiration Date (Month/Day/Year)  Amount of Security (Instr. 3)  Amount of Security (Instr. 3)  Amount of Shares  Amount of Shares  Amount of Shares  Conversion Security (Instr. 3)  Date (Month/Day/Year)  Amount of Shares  Code (v (A) (D) Date Expiration Date (Month/Day/Year)  Expiration Date (Month/Day/Year)  Amount of Shares  Code (v (A) (D) Date Expiration Date (Month/Day/Year)  Expiration Date (Month/Day/Year)  Amount of Shares  Code (v (A) (D) Date Expiration Date (Month/Day/Year)  Expiration Date (Month/Day/Year)  Code (v (A) (D) Date (Expiration Date (Month/Day/Year)  Code (v (A) (D) Date (Month/Day/Year)  Code (v (A) (D) Date (Expiration Date (Month/Day/Year)  Code (v (A) (D) Date (Month/Day	Class A Common Stock											10,518,2		.8,270	D							
Class A Common Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Conversion or Exercisale and Expiration Date (Month/Day/Year)  Conversion or Exercisale (Month/Day/Year)  Acquired (A) or Derivative Securities (Month/Day/Year)  Code (Instr. 3)  Code (V V (A) (D) Date Exercisable Date (Expiration Date (Instr. 4))  Amount or Shares  Amount or Sha	Class A Common Stock														371	,600		I	Beneficiary			
Class A Common Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities (Month/Day/Year)  (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Instr. 4)  Code V (A) (D)  Date Exercisable and Amount of Securities Security (Instr. 3)  Amount of Securities Securities Securities (Instr. 4)  Amount of Securities Securities Securities (Instr. 4)  Amount of Securities Securities (Instr. 4)  Amount of Securities Securities Securities (Instr. 4)  Code V (A) (D)  Date Exercisable Expiration Tatle of Shares  Amount of Shares  Amount of Securities Securities Securities Securities Securities (Instr. 4)  Amount of Shares  Amount of Securities Sec	Class A C	lommon Sto	ock												392,500		I		Trustee 2			
Class A Common Stock  Class A Common Stock  Class A Common Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired (Month/Day/Year)  2. Conversion or Exercise Price of Perivative Securities (Month/Day/Year)  2. Transaction Or Exercise (Month/Day/Year)  3. Transaction Or Exercise (Month/Day/Year)  4. Derivative Securities Acquired (A) or Derivative Securities (Month/Day/Year)  4. Trustee 8  5. Number of Exercisable and Expiration Date (Month/Day/Year)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Amount of Securities (Month/Day/Year)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Amount of Securities (Month/Day/Year)  6. Date Exercisable Expiration Date (Month/Day/Year)  8. Price of Derivative Securities (I) (Instr. 4)  9. Number of Securities (I) (Instr. 4)  9. Number of Securities (I) (Instr. 4)  9. Number of Instruction (Instr. 4)  9. Number of Instruction (Instruction)  9	Class A Common Stock														344,890			I	Trustee 3			
Class A Common Stock  Class A Common Stock  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)  Price of Derivative Security (Instr. 3)  Conversion or Exercise Derivative Security (Instr. 3)  Date (Month/Day/Year)  Code (Instr. 8)  Code (V (A) (D) Date Exercisable Date (Instr. 3) (Instr. 4)  Code (V (A) (D) Date Exercisable Date (Instr. 4)  Amount or Number of Date (Instr. 4)  Amount or Number of Derivative Securities (Instr. 4)  Amount or Number of Derivative Securities (Instr. 4)  Amount or Number of Derivative Securities (Instr. 4)  Code (V (A) (D) Date Exercisable Date (Instr. 5) Date (Instr. 4)  Code (V (A) (D) Date Exercisable Date (Instr. 5)  Code (V (A) (D) Date Exercisable Date (Instr. 5)  Code (V (A) (D) Date Exercisable Date (Instr. 5)  Code (V (A) (D) Date Exercisable Date (Instr. 5)  Code (V (A) (D) Date Exercisable Date (Instr. 4)  Code (V (A) (D) Date Exercisable Date (Instr. 5)  Code (V (A) (D) Date Exercisable Date (Instr. 4)  Code (V (A) (D) Date (Instr. 4)  Code (Instr. 4)  Code (Instr. 4)  Code (Instr. 4)  Code (Instr.	Class A Common Stock														393,480		I J		Trustee 4			
Class A Common Stock  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)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Securities (Month/Day/Year)  (Instr. 3)  2. Conversion or Exercise (Month/Day/Year)  (Instr. 4)  4. Transaction Code (Instr. 8)  5. Number of Expiration Date (Month/Day/Year)  (Instr. 4)  6. Date Exercisable and Expiration Date (Month/Day/Year)  (Instr. 4)  8. Price of Derivative Securities (Month/Day/Year)  8. Price of Derivative Securities (Month/Day/Year)  9. Number of derivative Securities (Instr. 4)  9. Number of derivative Securities (Instr. 4)  11. Nature 7  7. Title and Expiration Date (Month/Day/Year)  12. Ownership Securities (Instr. 4)  13. Number of Derivative Securities (Instr. 4)  14. Trustee 8  15. Number of Expiration Date (Month/Day/Year)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Expiration Date (Month/Day/Year)  18. Price of Derivative Securities (Month/Day/Year)  19. Number of derivative Securities (Instr. 4)  10. Ownership Securities (Instr. 4)  11. Nature 7  12. Trustee 8	Class A Common Stock														399,470		I 7		Trustee 5			
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) Price of Derivative Security Secur	Class A Common Stock														368,624		I I		Trustee 6			
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  Security  (Instr. 4)  3. Transaction Date (Month/Day/Year)  (Instr. 4)  4. Title of Derivative Securities (Instr. 4)  4. Transaction Code (Instr. 8)  5. Number of Oberivative Securities (Month/Day/Year)  8. Price of Derivative Securities Securities Securities (Instr. 3)  8. Price of Derivative Securities Securities Securities (Instr. 4)  8. Price of Derivative Securities Securities Securities (Instr. 5)  9. Number of Derivative Securities Securities Securities Securities Securities (Instr. 4)  10. Ownership Form: Direct (D) or Indirect (Instr. 4)  11. Nature (Month/Day/Year)  9. Number of Derivative Securities Securities Securities Securities Securities (Instr. 4)  10. Ownership Form: Direct (D) or Indirect Transaction(S) (Instr. 4)  11. Nature Securities Acquired (Month/Day/Year)  12. Date Expiration Date (Month/Day/Year)  13. Nature of Expiration Date (Month/Day/Year)  14. Title and Amount of Securities Securities Securities Securities Securities Securities Securities (Instr. 4)  15. Number of Amount or Number of Derivative Securities Sec	Class A Common Stock														392	,500		I	Trustee 7			
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  2. Conversion of Exercise Price of Derivative Security (Month/Day/Year)  2. Conversion of Exercise Price of Derivative Securities (Month/Day/Year)  3. Transaction Date (Expiration Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Expiration Date (Month/Day/Year)  9. Number of Derivative Security (Instr. 5)  Ownership Form: Disposed of (D) or Indirect (I) (Instr. 4)  (Instr. 4)  1. Nature Securities Underlying Reported Following Reported (A) or Disposed of (D) or Indirect (I) (Instr. 4)  Number of Amount of Security (Instr. 5)  Number of Month/Day/Year)  Securities Underlying Reported Following Reported (I) (Instr. 4)  Number of Derivative Security (Instr. 5)  Number of Month/Day/Year)  Number of Derivative Security (Instr. 5)  Number of Derivative Security (Instr. 5)  Number of Month/Day/Year)  Number of Derivative Security (Instr. 5)  Number of Derivative Security (Instr. 4)  Number of Derivative Security (Instr. 5)  Number of Amount of Security (Instr. 5)  Number of Amount of Security (Instr. 4)  Number of Amount of Security (Instr. 5)  Number of Amount of Security (Instr. 4)  Number of Amount of Security (Instr. 4)  Number of Amount of S	Class A Common Stock														393,610			I	Trustee 8			
1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion of Exercise Price of Derivative Security Security  1. Title of Date (Month/Day/Year)  2. Conversion of Exercise Price of Derivative Security Security  1. Title of Date (Month/Day/Year)  2. Conversion of Exercise Price of Derivative Securities Price of Derivative Securities Price of Derivative Security (Month/Day/Year)  2. Conversion of Exercise Price of Derivative Securities Price of Derivative Securities Ownership Form: Disposed of (D) or Indirect (I) (Instr. 4)  (Instr. 4)  2. Amount of Securities Underlying Derivative Security (Instr. 5) Price of Derivative Security (Instr. 5) Number of derivative Security (Instr. 5) Ownership Form: Disposed of (D) or Indirect (I) (Instr. 4) Number of Amount of Security (Instr. 5) Number of Derivative Security (Instr. 4)  2. Amount of Securities Underlying Reported (I) (Instr. 4)  2. Amount of Security (Instr. 5) Number of Derivative Security (Instr. 5) Number of Derivative Security (Instr. 4)  2. Amount of Security (Instr. 5) Number of Derivative Security (Instr. 4) Number of Derivative Security (Instr. 5) Number of Derivative Security (Instr. 4) Number of Derivative Security (Instr. 5) Number of Derivative Security (Instr. 4) Number of Derivative Security (Instr. 4) Number of Derivative Security (Instr. 4) Number of Derivative			Та	ıble II -												Owned						
Code V (A) (D) Date Expiration Date Title Shares	Derivative Conversion or Exercise (Instr. 3) Price of Derivative Execution Date (Month/Day/Year) Execution Date, if any (Month/Day/Year)		med on Date,	4. Transac	1. Fransaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Exerc	isable and	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3		8. D S (I	erivative ecurity	derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)				
	Explanation	of Respons	ees:			Code	v	(A)	(D)		sable		Title	or Numbe of	er							

By: Dorothy M. Ingalls, Attorney-In-Fact

09/30/2004

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> 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.