FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20049

OMB APPROVAL

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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

Harrison Deborah Marriott					ARRIOTT IN D/ [MAR]					(Check all applicable) Director Officer (give title X Other (specify below) Member of 13(d) group 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(Last) (First) (Middle) 10400 FERNWOOD ROAD					ate of Earliest Trans	saction ((Month	n/Day/Year)							
(Street) BETHESDA MD 20817					Amendment, Date o	of Origin	ial File	ed (Month/Day							
(City)	(State)	(Zip)								Pelsuil					
Table I - No.			2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Insti		d (A) or	5. Amount of	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)		(11341.4)		
Class A Commor	n Stock		12/26/20	006		G	V	6,656	D	\$0	467,611	D			
Class A Common	n Stock		12/26/20	006		G	v	512	A	\$0	8,918	I ⁽¹⁾	Trustee 2 of Trust f/b/o her child		
Class A Common	n Stock		12/26/20	006		G	V	512	A	\$0	76,628	<u>I</u> (1)	Trustee 5 of Trust f/b/o her child		
Class A Commor	n Stock		12/26/20	006		G	V	512	A	\$0	57,134	I (1)	Trustee 7 of Trust f/b/o her child		
Class A Commor	n Stock		12/26/20	006		G	v	512	A	\$0	54,824	I (1)	Trustee 8 of Trust f/b/o her child		
Class A Commor	n Stock		12/26/20	006		G	V	512	A	\$0	48,048	I(1)	Trustee 9 of Trust f/b/o her child		
Class A Commor	n Stock										798,940 ⁽³⁾	I	By 1965 Trusts		
Class A Commor	n Stock										688,340(4)	I	By 1974 Trust		
Class A Common	n Stock										10,827,960 ⁽⁵⁾	I	By JWM Family Enterprises, L.P.		
Class A Commor	n Stock										40	I	By Minor Child		
Class A Commor	n Stock										83,778	I	By Spouse (5) ⁽⁶⁾		
Class A Commor	n Stock										13,200,000(7)	I	By Thomas Point Ventures, L.P.		

1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Ye		Exec if any	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
					Code V Amou		Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)				
Class A Common Stock														8,3	300		I	Trustee 1 of Trust f/b/o her child ⁽¹⁾
Class A Common Stock													2,4	1 30		I	Trustee 3 of Trust f/b/o her child	
Class A Common Stock														13,310			I	Trustee 4 of Trust f/b/o her child
Class A Common Stock														72,942			I	Trustee 6 of Trust f/b/o her child
		Та	ble II -								osed of, convertib			y Owned				
Derivative Conversion		3. Transaction Date (Month/Day/Year)	Execution if any	A. Deemed 4. Transa any Code 8)				6. Date Exerc Expiration Da (Month/Day/Y		ite	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)	Beneficia Ownersh (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

- 1. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.
- 3. Shares held in two 1965 Trusts for the benefit of Deborah Marriott Harrison. J.Willard Marriott, Jr., Deborah Marriott Harrison's father, and Richard E. Marriott, Deborah Marriott Harrison's uncle, are

- 4. Shares held in a 1974 trust for the benefit of Deborah Marriott Harrison. Donna Rae Garff Marriott, Deborah Marriott Harrison's mother, and an unrelated person are trustees
- 5. Shares held by JWM Family Enterprises, L.P. (JWMFE, LP). JWM Family Enterprises, Inc. is the general partner of JWMFE, LP. Deborah Marriott Harrison directly and indirectly owns 24.99% of the outstanding stock of JWM Family Enterprises, Inc. The reporting person disclaims beneficial ownership of the shares held by JWMFE, LP except to the extent of her pecuniary interest therein.
- 6. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.
- 7. Shares held by Thomas Point Ventures, L.P. (TPV). JWMFE, LP is the general partner of TPV. JWM Family Enterprises, Inc. is the general partner of JWMFE, LP. Deborah Marriott Harrison directly and indirectly owns 24.99% of the outstanding stock of JWM Family Enterprises, Inc. The reporting person disclaims beneficial ownership of the shares held by TPV except to the extent of her pecuniary interest therein.

Remarks:

By: Ward R. Cooper, Attorney-12/26/2006 In-Fact

** Signature of Reporting Person

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.