FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF	CHAN	IGES

ANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden 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

1. Name and Address of Reporting Person* MARRIOTT RICHARD E					M	2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC /MD/ [MAR]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify)						
(Last) (First) (Middle) 10400 FERNWOOD ROAD						3. Date of Earliest Transaction (Month/Day/Year) 02/10/2005										Officer (give title Other (specify below) below)					
(Street)	4.	If Am	endme	nt, Date o	of Original	Filed	(Month/Da	Line	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting												
(City)	(S	tate)													Person						
		Tak	ole I - Nor	ո-Deri	vativ	e S	ecuri	ties Ac	quired,	Dis	posed o	of, o	r Ben	eficially	y Owned	l					
1. Title of S	Security (Ins	tr. 3)		Date	nsactior		if any	emed tion Date, n/Day/Yea	3. Transa Code (8)			ties A	D) (Instr.	(A) or 3, 4 and	Reported	es ally Following d	6. Ownershi Form: Direc (D) or Indire (I) (Instr. 4)	t of ct B O	. Nature f Indirect eneficial wnership nstr. 4)		
									Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	and 4)					
Class A C	Common St	ock		02/1	10/200)5			M		27,52	1	A	\$3.24	10,5	17,398	D	4			
Class A C	Common St	ock		02/1	10/200)5			M		17,83	4	A	\$5.97	10,53	35,232	D	\perp			
Class A C	Common St	ock		02/1	10/200)5			M		15,96	2	A	\$7.2	10,5	51,194	D	\bot			
Class A C	Common St	ock		02/1	10/200)5			M		27,52	1	A	\$3.19	10,5	78,715	D	\perp			
Class A C	Common St	ock		02/1	10/200)5			M		17,83	4	A	\$5.88	10,59	96,549	D	\bot			
Class A C	Common St	ock		02/1	10/200)5			M		15,96	2	A	\$7.32	10,6	12,511	D	\perp			
Class A C	Common St	ock		02/1	10/200)5			S	L	122,63	34	D	\$64.4	10,48	89,877	D				
Class A C	Common St	ock ————————————————————————————————————							\perp			_			1,69	1,346	I	С	Other		
Class A C	Common St	ock							\bot	L		_			137	7,604	I	S	pouse		
Class A C	Common St	ock													1,16	52,278	I		pouse rustee		
Class A Common Stock													393	3,480	I	Т	rustee 1				
Class A Common Stock														269	9,878	I	1 1	rustee 7			
Class A Common Stock													3,19	6,600	I	T 1	rustee 9				
Class A C	Common St	ock													392	2,500	I	Т	rustee 2		
Class A C	Common St	ock													334	1,145	I	Т	rustee 3		
Class A C	Common St	ock													393	3,480	I	Т	rustee 4		
Class A Common Stock														399	9,470	I	Т	rustee 5			
Class A C	Common St	ock													368	3,624	I	Т	rustee 6		
Class A C	Common St	ock													392,500		I	Т	rustee 7		
Class A C	Common St	ock													393	3,610	I	Т	rustee 8		
			Table II -	Deriva	ative	Sec	uritie	es Acqu	uired, D	ispo	osed of, onverti	or l	Benef	icially	Owned						
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date Execution Diff any (Month/Day/Year) (Month/Day/Year)		d Date,	d 4. Date, Transaction Code (Insti		5. Number of		6. Date E: Expiration (Month/D	cercis	able and	7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		Amount security 4)	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owner Form: Direct or Ind (I) (Ins	(D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	ľ	or Number of Shares							

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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber ivative urities uired or posed O) (Instr. and 5)	6. Date Exerc Expiration Day (Month/Day/)	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 ar	ies g Security	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	Title	Amount or Number of Shares				
Class A Employee Stock Option (Right to buy)	\$3.24	02/10/2005		M			27,521	(1)	10/12/2005	Class A Common Stock	27,521	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$3.19	02/10/2005		М			27,521	(1)	10/12/2005	Class A Common Stock	27,521	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$5.97	02/10/2005		М			17,834	(2)	10/03/2006	Class A Common Stock	17,834	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$5.88	02/10/2005		М			17,834	(2)	10/03/2006	Class A Common Stock	17,834	\$0	0.00	D	
Class A Employee Stock Option (Right to buy)	\$7.2	02/10/2005		М			15,962	(3)	10/20/2007	Class A Common Stock	15,962	\$0	0.00	D	
Class A Employee Stock Option (Right to	\$7.32	02/10/2005		М			15,962	(3)	10/20/2007	Class A Common Stock	15,962	\$0	0.00	D	

Explanation of Responses:

- $1. The options vested in four equal annual installments on each of the first four anniversaries of the 10/12/1990 \ grant \ date.$
- $2. The options vested in four equal annual installments on each of the first four anniversaries of the 10/3/1991\ grant date.$
- 3. The options vested in four equal annual installments on each of the first four anniversaries of the 10/20/1992 grant date.

Remarks:

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

02/10/2005

** 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.

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