

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* MARRIOTT JOHN W III (Last) (First) (Middle) 10400 FERNWOOD ROAD (Street) BETHESDA MD 20817 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC /MD/ [MAR] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 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) 04/28/2009 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person |

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 | 04/28/2009 | | s | | 22,082 | D | \$21.23 ⁽¹⁾ | 736,040 | D | |
| Class A Common Stock | 04/28/2009 | | s | | 77,918 | D | \$20.61 ⁽²⁾ | 658,122 | D | |
| Class A Common Stock | | | | | | | | 10,585 | I | 401(k) account |
| Class A Common Stock | | | | | | | | 439,720 | I ⁽³⁾ | Beneficiary 1 |
| Class A Common Stock | | | | | | | | 701,960 | I ⁽³⁾ | Beneficiary 2 |
| Class A Common Stock | | | | | | | | 10,827,960 | I ⁽³⁾ | By Corporation |
| Class A Common Stock | | | | | | | | 11,700,000 | I ⁽³⁾ | By Ltd Partnership - TPV |
| Class A Common Stock | | | | | | | | 320,000 | I ⁽³⁾ | LP Partnership |
| Class A Common Stock | | | | | | | | 19,468 | I ⁽³⁾ | Sp Trustee 1 |
| Class A Common Stock | | | | | | | | 19,468 | I ⁽³⁾ | Sp Trustee 2 |
| Class A Common Stock | | | | | | | | 10,108 | I ⁽³⁾ | Sp Trustee 3 |
| Class A Common Stock | | | | | | | | 31,210 | I ⁽³⁾ | Spouse |
| Class A Common Stock | | | | | | | | 63,603 | I ⁽³⁾ | Trustee 1 |
| Class A Common Stock | | | | | | | | 54,139 | I ⁽³⁾ | Trustee 2 |
| Class A Common Stock | | | | | | | | 41,963 | I ⁽³⁾ | Trustee 3 |

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) | | | | | |

Explanation of Responses:

1. Represents the weighted average sale price. The highest price at which shares were sold was \$21.10 and the lowest price at which shares were sold was \$21.26.
2. Represents the weighted average sale price. The highest price at which shares were sold was \$20.94 and the lowest price at which shares were sold was \$20.50.
3. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Remarks:

Bancroft S. Gordon, Attorney-
In-Fact

04/29/2009

** 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.