FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL							
	OMB Number:	3235-0287							
l	Estimated average burden								
l	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

														_						
Name and Address of Reporting Person* MUNOZ GEORGE							2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC									all app	p of Reportin plicable)			
						<u>/MD/</u> [MAR]									X	Direc				wner
(I A) (Final (Atial)																Office	er (give title		ther (elow)	specify
(Last) (First) (Middle)							3. Date of Earliest Transaction (Month/Day/Year)									20.0.	• ,	~	,	
10400 FERNWOOD ROAD						01/09/2009														
(Street)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
BETHESDA MD 20817													X Form filed by One Reporting Person					on l		
DETHESDA WID 2001/													Form filed by More than One Reporting							
(City) (State) (Zip)																Person				
		Tabl	e I - Noi	า-Deriv	ative	Se	curitie	s Acc	quired,	Dis	posed o	f, oı	Ben	efici	ally (Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution			Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3, 4			4 and Se Be Ov		ount of ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount		(A) or (D)	Price		Repor Transa (Instr.	action(s) 3 and 4)			(Instr. 4)			
Class A C Comp Pla	01/09	01/09/2009				A ⁽¹⁾		934		A	\$20	0.12 2		1,677	D					
		Та									sed of, onvertib					vned		,		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transactic Code (Ins) 8)				6. Date E Expiratio (Month/E	n Dat	е	7. Title and Amount of Securities Underlying Derivative Security (Instr and 4)					9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nu of	ount mber ares						

Explanation of Responses:

1. Each non-employee director receives an annual director stock award under the 2002 Comprehensive Stock and Cash Incentive Plan. The award is generally the number of shares having an aggregate market value as of the date of grant of approximately the amount of the annual director's retainer fee.

Remarks:

Bancroft S. Gordon, Attorney-

01/13/2009

In-Fact
** 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.