FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*  MUNOZ GEORGE					<u>M/</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol  MARRIOTT INTERNATIONAL INC  /MD/ [ MAR ]										all app	olicable) ctor	10	Person(s) to Issuer 10% Owner	
(Last) (First) (Middle) 10400 FERNWOOD ROAD					3. Date of Earliest Transaction (Month/Day/Year) 07/10/2006											Officer (give title below)			Other (specify below)	
(Street) BETHES (City)	BETHESDA MD 20817					4. If Amendment, Date of Original Filed (Month/Day/Year)									. Indiv ine) X	vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person				
		Tabl	e I - Nor	n-Deriv	ative	Sec	curitie	s Acc	quired,	Dis	posed o	f, or	Ben	efici	ally (	Owne	ed			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						ır) E	A. Deemed execution Date, any month/Day/Year)		Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4				4 and Se Be Ov		ount of ties cially d Following ted	6. Ownersh Form: Direc (D) or Indire (I) (Instr. 4)	t of Ind	7. Nature of Indirect Beneficial Ownership (Instr. 4)
										v	Amount	(A (I	A) or O)	Price	Tran		action(s) 3 and 4)		(IIIst	1. 4)
Class A Common Stock-Dir. Def. Stock Comp Plan-1					07/10/2006				A <sup>(1)</sup>		375		A	\$37	7.57		1,993	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, Transacti Code (Ins					6. Date E Expiratio (Month/D	n Dat	е	Amount of		str. 3			9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct (I or Indire (I) (Insti	nip of In Bene O) Own ct (Inst	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or	ount nber ires						

## Explanation of Responses:

1. Shares are represented by phantom stock units accrued under the Issuer's 2002 Comprehensive Stock and Cash Incentive Plan (the Plan) in payment of directors fees and are to be settled in Issuer's Class A Common Stock upon Reporting Person's retirement.

By: Terri L. Turner, Attorney-in-fact

07/12/2006

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\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.