FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANG

ES 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 J W JR				M/	SSUER NAME AND ARRIOTT I				5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner X Officer (give title Other (specify below)							
(Last) 10400 FE	(Last) (First) (Middle)				ate of Earliest Tra 15/2004	on (Mo	onth/Day/Year)		Chairman & CEO							
(Street)					Amendment, Da	iginal I	Filed (Month/D		6. Individual o	r Joint	/Group Fili	ing (Check	Applicable			
BETHESDA MD 20817									X Form filed by One Reporting Person							
(City)	City) (State) (Zip)								Form filed by More than One Reporting Person							
		Tabl	e I - Non-Deriv	ative	Securities A	Cqui	red, I	Disposed	of, or	Benefic	ially Owne	ed				
Da		2. Transactio Date (Month/Day/Y	ear) E	2A. Deemed Execution Date, f any Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)	Acquired (D) (Insti	d (A) or r. 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported		6. Owners Form: Dir (D) or Indi (I) (Instr. 4	ect Indi	ature of ect Beneficial ership (Instr.		
						Code V		Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)					
Class A Common Stock			11/15/20	04		G		10,745	D	\$0	334,145 I		Tru	Trustee 3		
Class A C	Common Sto	ock									2,185,18	35	D			
Class A C	Common Sto	ock									269,878	3	I	Ber	eficiary	
Class A C	Common Sto	ock									6,600,00	00	I	By Par	Ltd mership	
Class A C	Common St	ock									5,413,98	30	I	By	Corp	
Class A C	Common St	ock									160,000	0	I	GP.	Partnership	
Class A C	Common St	ock									1,340,53	34	I	Sp	Trustee 1	
Class A Common Stock										7,702		I	Sp	Trustee 2		
Class A Common Stock										8,252		I	Sp	Trustee 3		
Class A Common Stock										8,252		I	Sp	Trustee 4		
Class A Common Stock										9,734		I	Sp	Trustee 5		
Class A C	Common Sto	ock									9,734		I	Sp	Trustee 6	
Class A C	Common St	ock									5,054		I	Sp	Trustee 7	
Class A C	Common St	ock									139,73	5	I	Spo	use	
Class A C	Common Sto	ock									393,480	0	I	Tru	stee 1	
Class A C	Common Sto	ock									371,600	0	I	Tru	stee 17	
Class A Common Stock									3,196,60	00	I	Tru	stee 19			
Class A Common Stock										392,500	0	I	Tru	stee 2		
Class A Common Stock										393,480	0	I	Tru	stee 4		
Class A Common Stock										399,470)	I	Tru	stee 5		
Class A Common Stock										368,62	4	I	Tru	stee 6		
Class A Common Stock										392,500)	I	Tru	stee 7		
Class A Common Stock										393,610	0	I	Tru	stee 8		
		Та	ble II - Derivat		ecurities Ac									,		
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 (I 8)	5. Numbe	r 6. Date Exercisable and Expiration Date (Month/Day/Year)					8. Price of Derivative Security (Instr. 5)	derive Secu Bene Owne Follo Repo	rities ficially ed wing rted saction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	

		Ta	ble II - Deriva (e.g., p					ired, Disp options, (ıor	r			
1. Title of Derivative Esplantation (Instr. 3) Remarks		3. Transaction Date e(Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code Transa Code (8)	ction	of Deriv	rities ired r osed) r. 3, 4	ExPertis Buler of Expiration Do (Month/Day/)	istatile and televier (ear)	Amour Securi Underl Deriva Securi y: Dorce	ties ying tive ty (Instr. 3 <u>thy M. Ir</u> - <u>In-Fact</u>	-	9. Number of derivative Securities Beneficially Owned Following Reported Trai 11/16/200 (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: F	eport on a se	parate line for eacl	class of securities	benefic	cially ov	wned c	directly	or indirectly.							
* If the form	is filed by mo	e than one reportir	g person, see Instr	uction 4	(b)(v)						Amount	1			
			acts constitute Fed					1			l Nivinala au				
Note: File th	ree copies of	his Form, one of w	hich must be manu	ally sig	hed. If	space	s insu	fi siap t, see In	sexplianon f	dr proce	β ige .				
Persons wh	o respond to	the collection of	information conta	i ƙ⊛d ftn	this fo	r(n)ar	e(PAòtr	eEpxareistablee	spowd unle	s≸ith•e f	o FaMad#spla	ys a currer	tly valid OMB I	lumber.	