Marriott Stephen G Form 4 December 28, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response... 0.5

Form filed by More than One Reporting

Person

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person _ Marriott Stephen G			Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			MARRIOTT INTERNATIONAL INC /MD/ [MAR]	(Check all applicable)			
(Last) (First) (Middle) 10400 FERNWOOD ROAD		, ,	3. Date of Earliest Transaction (Month/Day/Year) 12/01/2006	Director 10% Owner Officer (give titleX Other (specify below) 13D Group Owning more than 10%			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			

BETHESDA, MD 20817

		reison									
(City)	(State)	(Zip) Tabl	le I - No	n-D	erivative	Secur	ities A	cquired, Dispose	d of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	n Date 2A. Deemed 'Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		ties (A) of (D) 4 and (A) or (D)))	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)	
Class A Common Stock	12/01/2006		G	V	531	A	\$0	1,143,255	D		
Class A Common Stock								2,778	I	401(k) account	
Class A Common Stock								787,220	I	By 1965 Trusts	
Class A Common								552,220	I	By 1974 Trust	

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Class A Common Stock	10,827,960	I	By JWM Family Enterprises, L.P. (1)
Class A Common Stock	43,230	I	By Spouse
Class A Common Stock	13,200,000	I	By Thomas Point Ventures, L.P. (2)
Class A Common Stock	15,404	I	Sp Trustee 1 for Trust f/b/o his child
Class A Common Stock	16,504	I	Sp Trustee 2 for Trust f/b/o his child
Class A Common Stock	16,504	I	Sp Trustee 3 for Trust f/b/o his child
Class A Common Stock	72,730	I	Trustee 1 of Trust f/b/o his child
Class A Common Stock	60,950	I	Trustee 2 of Trust f/b/o his child
Class A Common Stock	51,634	I	Trustee 3 of Trust f/b/o his child

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

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SEC 1474

(9-02)

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr.	8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Securi (Instr.	ities . 3 and 4)	(Instr. 5)	
			Code	V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Marriott Stephen G 10400 FERNWOOD ROAD BETHESDA, MD 20817

13D Group Owning more than 10%

Bene Own Follo Repo Trans (Instr

Shares

Signatures

By: Ward R. Cooper, Attorney-In-Fact

12/28/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- Shares held by JWM Family Enterprises, L.P. (JWMFE, LP). JWM Family Enterprises, Inc. is the general partner of JWMFE, LP.
- (1) Stephen Garff Marriott directly and indirectly owns 24.99% of the outstanding stock of JWM Family Enterprises, Inc. The reporting person disclaims beneficial ownership of the shares held by JWMFE, LP except to the extent of his pecuniary interest therein.
- Shares held by Thomas Point Ventures, L.P. (TPV). JWMFE, LP is the general partner of TPV. JWM Family Enterprises, Inc. is the general partner of JWMFE, LP. Stephen Garff Marriott directly and indirectly owns 24.99% of the outstanding stock of JWM Family Enterprises, Inc. The reporting person disclaims beneficial ownership of the shares held by TPV except to the extent of his pecuniary interest therein

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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