

Stock			
Class A Common Stock	320,000	I	GP/Partnership <u>(2)</u>
Class A Common Stock	2,562,568	I <u>(2)</u>	Sp Trustee 1
Class A Common Stock	15,404	I	Sp Trustee 2 <u>(2)</u>
Class A Common Stock	16,504	I	Sp Trustee 3 <u>(2)</u>
Class A Common Stock	16,504	I	Sp Trustee 4 <u>(2)</u>
Class A Common Stock	19,468	I	Sp Trustee 5 <u>(2)</u>
Class A Common Stock	19,468	I	Sp Trustee 6 <u>(2)</u>
Class A Common Stock	10,108	I	Sp Trustee 7 <u>(2)</u>
Class A Common Stock	279,470	I	Spouse <u>(2)</u>
Class A Common Stock	770,960	I	Trustee 1 <u>(2)</u>
Class A Common Stock	6,198,078	I	Trustee 19 <u>(2)</u>
Class A Common Stock	785,000	I	Trustee 2 <u>(2)</u>
Class A Common Stock	588,766	I	Trustee 3 <u>(2)</u>
Class A Common Stock	786,960	I	Trustee 4 <u>(2)</u>

Class A Common Stock	798,940	I	Trustee 5 ⁽²⁾
Class A Common Stock	696,508	I	Trustee 6 ⁽²⁾
Class A Common Stock	735,000	I	Trustee 7 ⁽²⁾
Class A Common Stock	787,220	I	Trustee 8 ⁽²⁾

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

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARRIOTT J W JR 10400 FERNWOOD ROAD BETHESDA, MD 20817	X	X	Chairman & CEO	

Signatures

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

08/31/2006

__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).
- (1) Represents the weighted average sale price. The highest price at which shares were sold was \$37.71 and the lowest price at which shares were sold was \$37.65.
- (2) The Reporting Person disclaims beneficial ownership of the reported securities 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.
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