



Stock			
Class A Common Stock	320,000	I	GP/Partnership <u>(2)</u>
Class A Common Stock	2,412,568	I	Sp Trustee 1 <u>(2)</u>
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	5,878,495	I	Trustee 19 <u>(2)</u>
Class A Common Stock	785,000	I	Trustee 2 <u>(2)</u>
Class A Common Stock	560,822	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 <sup>(2)</sup>
Class A Common Stock	695,639	I	Trustee 6 <sup>(2)</sup>
Class A Common Stock	732,274	I	Trustee 7 <sup>(2)</sup>
Class A Common Stock	787,220	I	Trustee 8 <sup>(2)</sup>

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

**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 control number.** SEC 1474 (9-02)

**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. 6)
						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: Bancroft S. Gordon,  
Attorney-In-Fact

03/06/2008

\_\_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 \$35.16 and the lowest price at which shares were sold was \$35.00.
- (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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