FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL OMB Number: 3235-0362 Estimated average burden

1.0

hours per response:

Form 3 Holdings Reported.

Filed pursuant to Section 16(a) of the Securities Evolution Act of 1024

X Form 4	Transactions R	Reported.	FIR	or Section 3		vestment Cor									
1. Name and Address of Reporting Person* MARRIOTT RICHARD E										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 6903 ROCKLEDGE DRIVE SUITE 1500				3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2009						X Officer (give title Other (specify below) Chairman of the Board					
											6. Individual or Joint/Group Filing (Check Applicable				
(Street) BETHESDA MD 20817				-	X Form filed by One Reporting Person Form filed by More than One Reporting Person										
(City)	(Sta	ate) (.													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr	on Of (D) (Ir				Securities Beneficially Owned at end of		6. Ownership Form: Direct (D) or	p Ind	7. Nature of Indirect Beneficial Ownership	
					Amount		(A) or (D)	Price		Issuer's Fiscal Year (Instr. 3 and 4)) (In	(Instr. 4)		
Common Stock - Trust 06			03/10/2009		S4	63	9	D	\$3.99	136	,100	I	by	Trust	
Common Stock - Trust 11			03/10/2009		S4	36	1	D	\$3.99	76	76,756		by	Trust	
Common Stock										5,62	1,416	D			
Common Stock - Other										1,30	3,066	I	by Pa	rtnership	
Common Stock - Retirement Shares										1,	1,800				
Common Stock - SpTrstee							ĺ			505	,413	I	by	Trust	
Common Stock - Spouse										75	364	I	by	Spouse	
Common Stock - Trust 03										136	,739	I	by	Trust	
Common Stock - Trust 04										125	,480	I	by	Trust	
Common Stock - Trust 05										100	,036	I	by	Trust	
Common Stock - Trust 07										107	,282	I	by	Trust	
Common Stock - Trust 08										71	71,783		by	Trust	
Common Stock - Trust 09										122	122,283		by	Trust	
Common Stock - Trust 10										136	136,788		by	Trust	
Common Stock - Trust 12										70	70,770		by	Trust	
Common Stock - Trust 13										56	56,420		by	Trust	
Common Stock - Trust 14										77	77,117		by	Trust	
Common Stock - Trust 15										60	60,515		by	Trust	
Common Stock - Trust 16										40,485		I	by	Trust	
Common Stock - Trust 17									68	967	I	by	Trust		
Common Stock - Trust 18										77,139		I		Trust	
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)	Derivative Security Conversion Date Security Or Exercise (Month/Day/Year) Execution Date if any		Execution Date,	Transaction Code (Instr. 8) S	Transaction of Code (Instr. Derivative		sable and e ar)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transact (Instr. 4)	e Owner For ally or (I)	nership m: ect (D) ndirect Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

		Та	ble II - Derivat (e.g., p				options,	convertib	le sec		/ Owned			
(Instr. 3)	Price of Derivative Security	\$M onth/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Deriva Secur Acqui (A) or Dispo of (D) (Instr.	ative rities ired osed	Experies Enteror Expiration Do (Month/Day/)	te (ear) <u>By</u> <u>Ri</u>	7ifletle Amour Securit Under 7: Eliza chard I	ies beth A. A E. Marrio	8. Price of Derivative Security Unstr 5\ Abdoo For:	9. Number of derivative Securities Beneficially Owner of Fol 02/16/201 Reported Trapsaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect O(I) (Instr. 4)	Beneficial
	1 1		g person, see Instr			J . 00a.y	Da ooay.							
** Intentional	misstatemen	ts or omissions of f	acts constitute Fed hich must be manu	eral Criminal	/iolatio					` '				
Persons wh	o respond to	the collection of	nformation conta	ned in this fo	rm ar (A)	e not r (D)	equired to re Date Exercisable	spond unle Expiration Date		or Number Of Of Shares	ys a currer	tly valid OMB N	lumber.	