FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

\sim	MR	ΔPP	ROV	ΔΙ

hours per response

OMB Number: 3235-0287 Estimated average burden

0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Se	ction 30(h) of the In	vestmen	it Com	ipany Act of 19	40						
Name and Address of Reporting Person* MCHALE JUDITH A		r Name and Ticker Γ MARRIOT				(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) DISCOVERY COMMUNICATIONS, INC.	3. Date 08/31/2	of Earliest Transact	ion (Mor	nth/Da	y/Year)	_ X	Officer (give title below)		(specify			
ONE DISCOVERY PLACE, 9TH FLOOR												
(Street) SILVER SPRING MD 20910-3354 (City) (State) (Zip)	_	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Lin X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Nor	ı-Derivative S	ecurities Acqu	uired,	Disp	osed of, o	r Benef	icially O	wned				
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. 8)		4. Securities A Disposed Of (I			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Restricted-Annual Director Stock Award								8,735.0901	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction Date 5. Number of 6. Date Exercisable and 9. Number of 3A. Deemed 7. Title and Amount of 8. Price of 11. Nature Derivative Conversion Expiration Date (Month/Day/Year) **Execution Date** Transaction Derivative Securities Underlying Derivative derivative Ownership of Indirect Security (Instr. 3) or Exercise Price of Code (Instr. 8) Derivative Security (Instr. 3 and 4) Security (Instr. 5) Securities Beneficially Form: Direct (D) Beneficial Ownership (Month/Day/Year) if any (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Derivative Owned or Indirect (I) (Instr. 4) (Instr. 4) Following Reported Transaction(s) Security Amount or (Instr. 4) Number of Shares Expiration Code (A) (D) Title Employee Common Director Def. Stock 202.7867 \$0 08/31/2005 A 202.7867 08/31/2005(1) 08/31/2015⁽¹⁾ \$17.465 202.7867 D Units Non-Employee Commor 01/31/2013⁽¹⁾ Director Def. Stock \$0 01/31/2003⁽¹⁾ 231.9109 231.9109 D Non-Employee Commo 02/28/2013⁽¹⁾ 179.4688 179.4688 02/28/2003(1) D Director \$0 Stock Def. Stock Units Non Employee Common 03/31/2013⁽¹⁾ 182.615 03/31/2003(1) Director \$0 182 615 D Stock Def. Stock Units Non-Employee 04/30/2003(1) 04/30/2013⁽¹⁾ 158.5289 \$0 158,5289 D Director Stock Def. Stock Units Non-Employee 283.9296 283.9296 \$0 05/30/2003(1) 05/31/2013(1) D Director Stock Def. Stock Units Employee \$0 06/30/2003(1) 06/30/2013(1) 138.9661 138.9661 D Director Stock Def. Stock Units Employee Common Stock Director 07/31/2003(1) 07/31/2013(1) 250.6265 250.6265 D Def. Stock Units Non-Employee Director Def. Stock \$0 08/29/2003(1) 08/29/2013(1) 124.9375 124.9375 D Stock

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. Transa Code (8)				6. Date Exerci Expiration Dat (Month/Day/Ye	te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Non- Employee Director Def. Stock Units	\$0							08/31/2004 ⁽¹⁾	08/31/2013 ⁽¹⁾	Common Stock	66.8241		66.8241	D	
Non- Employee Director Def. Stock Units	\$0							09/30/2003 ⁽¹⁾	09/30/2013 ⁽¹⁾	Common Stock	239.8295		239.8295	D	
Non- Employee Director Def. Stock Units	\$0							10/29/2004 ⁽¹⁾	10/29/2013 ⁽¹⁾	Common Stock	60.3147		60.3147	D	
Non- Employee Director Def. Stock Units	\$0							10/31/2003 ⁽¹⁾	10/31/2013 ⁽¹⁾	Common Stock	117.9245		117.9245	D	
Non- Employee Director Def. Stock Units	\$0							11/28/2003 ⁽¹⁾	11/28/2013 ⁽¹⁾	Common Stock	281.7854		281.7854	D	
Non- Employee Director Def. Stock Units	\$0							12/31/2003 ⁽¹⁾	12/31/2013 ⁽¹⁾	Common Stock	122.7998		122.7998	D	
Non- Employee Director Def. Stock Units	\$0							01/30/2004 ⁽¹⁾	01/30/2014 ⁽¹⁾	Common Stock	59.125		59.125	D	
Non- Employee Director Def. Stock Units	\$0							02/27/2004 ⁽¹⁾	02/27/2014 ⁽¹⁾	Common Stock	150.0346		150.0346	D	
Non- Employee Director Def. Stock Units	\$0							03/31/2004 ⁽¹⁾	03/31/2014 ⁽¹⁾	Common Stock	70.1322		70.1322	D	
Non- Employee Director Def. Stock Units	\$0							04/30/2004 ⁽¹⁾	04/30/2014 ⁽¹⁾	Common Stock	74.4989		74.4989	D	
Non- Employee Director Def. Stock Units	\$0							05/28/2004 ⁽¹⁾	05/28/2014 ⁽¹⁾	Common Stock	175.6101		175.6101	D	
Non- Employee Director Def. Stock Units	\$0							06/30/2004 ⁽¹⁾	06/30/2014 ⁽¹⁾	Common Stock	71.8976		71.8976	D	
Non- Employee Director Def. Stock Units	\$0							07/30/2004 ⁽¹⁾	07/30/2014 ⁽¹⁾	Common Stock	91.9355		91.9355	D	
Non- Employee Director Def. Stock Units	\$0							11/30/2004 ⁽¹⁾	11/30/2014 ⁽¹⁾	Common Stock	117.2295		117.2295	D	
Non- Employee Director Def. Stock Units	\$0							12/31/2004 ⁽¹⁾	12/31/2014 ⁽¹⁾	Common Stock	51.1951		51.1951	D	
Non- Employee Director Def. Stock Units	\$0							01/31/2005 ⁽¹⁾	01/31/2015 ⁽¹⁾	Common Stock	220.3902		220.3902	D	
Non- Employee Director Def. Stock Units	\$0							02/28/2005 ⁽¹⁾	02/28/2015 ⁽¹⁾	Common Stock	529.0598		529.0598	D	

	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. Transa Code (8)		5. Number Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5)	(A) ed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V (A) (D) Date Exercisable		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)							
Non- Employee Director Def. Stock Units	\$0							03/31/2005 ⁽¹⁾	03/31/2015 ⁽¹⁾	Common Stock	212.2031		212.2031	D	
Non- Employee Director Def. Stock Units	\$0							04/29/2005 ⁽¹⁾	04/29/2015 ⁽¹⁾	Common Stock	212.7129		212.7129	D	
Non- Employee Director Def. Stock Units	\$0							05/31/2005 ⁽¹⁾	05/31/2015 ⁽¹⁾	Common Stock	508.4327		508.4327	D	
Non- Employee Director Def. Stock Units	\$0							06/30/2005 ⁽¹⁾	06/30/2015 ⁽¹⁾	Common Stock	202.0924		202.0924	D	

Explanation of Responses:

1. The stock units were accrued under the Host Marriott Corporation Non-Employee Directors' Deferred Stock Compensation Plan and are to be settled in Host Marriott common stock in a lump sum or equal annual installments over a period not to exceed ten (10) years upon the reporting person's termination of service as a Director.

By: Elizabeth A. Abdoo For: Judith A. McHale

09/01/2005

** Signature of Reporting Person

Date

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

- * 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).

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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