

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	06/14/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CNL GRAND WAILEA RESORT, LP		06/14/2005	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	CNL HOTELS & RESORTS, INC.
Street Address:	450 South Orange Avenue
Internal Address:	12th Floor
City:	Orlando
State/Country:	FLORIDA
Postal Code:	32801
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2424824	GRAND WAILEA RESORT
Registration Number:	2415265	GRAND WAILEA RESORT HOTEL & SPA
Registration Number:	2397289	GRAND WAILEA RESORT HOTEL & SPA
Registration Number:	2341049	
Registration Number:	2508506	SPA GRANDE

CORRESPONDENCE DATA

Fax Number: (407)650-1085
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 407-650-1289
 Email: CMCKNIGHT@CNLCHC.COM
 Correspondent Name: Carol McKnight/CNL Hotels & Resorts, Inc
 Address Line 1: 450 South Orange Avenue

OP \$140.00 2424824

Address Line 2: 12th Floor
Address Line 4: Orlando, FLORIDA 32801

NAME OF SUBMITTER:	Carol McKnight
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Signature:	/Carol McKnight 407-650-1289/
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Date:	06/16/2005
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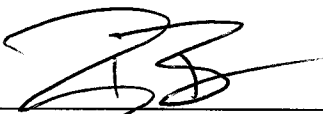
Total Attachments: 2 source=CNL Grand Wailea TM Assignment 6-14-05#page1.tif source=CNL Grand Wailea TM Assignment 6-14-05#page2.tif
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ASSIGNMENT OF TRADEMARK

CNL GRAND WAILEA RESORT, LP (“Assignor”), a corporation of the state of Delaware having an address of 450 South Orange Avenue, Orlando, Florida 32801 in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, transfers and assigns to CNL HOTELS & RESORTS, INC. (“Assignee”), a corporation of the state of Maryland having an address of 450 South Orange Avenue, Orlando, Florida 32801, all right, title and interest Assignor has or may have in and to the trademarks listed on Schedule A attached hereto, including all goodwill associated therewith, along with the United States Trademark registrations and applications listed on Schedule A.

CNL GRAND WAILEA RESORT, LP
By: CNL Resort SPE GP, LLC
Its general partner

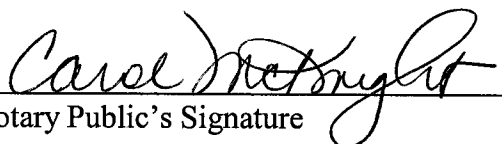
Date: June 14, 2005

BY 
Barry A.N. Bloom
Senior Vice President
ASSIGNOR

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 14 day of June, 2005, by Barry A.N. Bloom as Senior Vice President of CNL Resort SPE GP, LLC as general partner or CNL Grand Wailea Resort, LP. on behalf of the limited liability company and the limited partnership. He is personally known to me.

 **Carol McKnight**
Commission # DD313965
Expires June 18, 2008
Bonded Troy Fain - Insurance, Inc. 800-386-7019


Notary Public's Signature

SCHEDULE "A"

MARK	REG./SERIAL NO.
GRAND WAILEA RESORT	2,424,824
GRAND WAILEA RESORT HOTEL & SPA	2,415,265
GRAND WAILEA RESORT HOTEL & SPA and DESIGN	2,397,289
MISCELLANEOUS DESIGN (5 LEAF CLOVER)	2,341,049
SPA GRANDE	2,508,506