

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|----------------------------------|--|-----------------------|----------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| CNL Desert Resort, LP | | 08/08/2006 | LIMITED PARTNERSHIP: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | CNL Hotels & Resorts, Inc. | | |
| Street Address: | 420 South Orange Avenue | | |
| City: | Orlando | | |
| State/Country: | FLORIDA | | |
| Postal Code: | 32801 | | |
| Entity Type: | CORPORATION: MARYLAND | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2397149 | LA QUINTA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (813)229-4133 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Email: | trademarks@carltonfields.com | | |
| Correspondent Name: | C. Douglas McDonald | | |
| Address Line 1: | P.O. Box 3239 | | |
| Address Line 4: | Tampa, FLORIDA 33601-3239 | | |
| ATTORNEY DOCKET NUMBER: | 49818/18628 | | |
| NAME OF SUBMITTER: | C. Douglas McDonald | | |
| Signature: | /C. Douglas McDonald/ | | |
| Date: | 08/08/2006 | | |

CH \$40.00 2397149

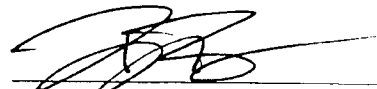
Total Attachments: 1
source=CNL 2#page1.tif

ASSIGNMENT OF TRADEMARK

CNL Desert Resort, LP ("Assignor"), a limited partnership of the state of Delaware having an address of 420 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 420 South Orange Avenue, Orlando, Florida 32801, all right, title and interest Assignor has or may have in and to the trademark - Registration Number **2,397,149**, including all goodwill associated therewith.

CNL DESERT RESORT, LP
By: CNL Resort SPE GP, LLC, its general partner

Date: August 8, 2006

By: 
Barry A.N. Bloom
Senior Vice President
ASSIGNOR

STATE OF FLORIDA

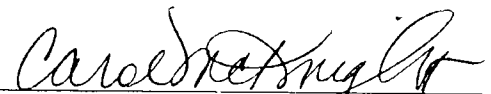
COUNTY OF ORANGE

Sworn to and subscribed before me this 8th day of August, 2006.

Personally known to me

Produced identification _____

(SEAL)  **Carol McKnight**
Commission # DD313965
Expires June 18, 2008
Bonded Troy Fein - Insurance, Inc. 800-385-7019


Notary Public's Signature

Carol McKnight
Notary Public's Printed Name