

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		09/18/2006	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	CNL Hotels & Resorts, Inc.		
Street Address:	420 South Orange Avenue, Suite 700		
Internal Address:	Attn: Legal Dept (Carol McKnight)		
City:	Orlando		
State/Country:	FLORIDA		
Postal Code:	32801		
Entity Type:	CORPORATION: MARYLAND		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2342039	LA QUINTA RESORT & CLUB	
CORRESPONDENCE DATA			
Fax Number:	(407)540-2702		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	407-650-1289		
Email:	cmcknight@cnlhotels.com		
Correspondent Name:	CNL Hotels & Resorts, Inc.		
Address Line 1:	420 South Orange Avenue, Suite 700		
Address Line 2:	Attn: Legal Dept (Carol McKnight)		
Address Line 4:	Orlando, FLORIDA 32801		
NAME OF SUBMITTER:	Carol McKnight 407-650-1289		
Signature:	/s/Carol McKnight/CNL Hotels & Resorts./		
Date:	09/18/2006		


OP \$40.00 2342039

ASSIGNMENT OF TRADEMARK

CNL Desert Resort, LP ("Assignor"), a limited partnership of the state of Delaware having an address of 420 South Orange Avenue, Suite 700, 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, Suite 700, Orlando, Florida 32801, all right, title and interest Assignor has or may have in and to the trademark - Registration Number **2,342,039**, including all goodwill associated therewith.

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

Date: Sept. 18, 2006

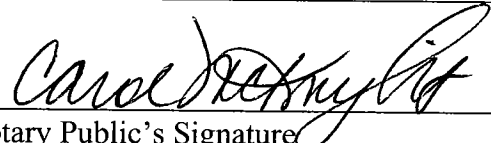
By: 
Barry A.N. Bloom
Senior Vice President
ASSIGNOR

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 18th day of September, 2006.

Personally known to me Produced identification _____

(SEAL) 


Notary Public's Signature
Carol McKnight
Notary Public's Printed Name