

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
CNL Resort SPE GP, LLC		09/18/2006	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CNL Hotels & Resorts, Inc.		
<b>Street Address:</b>	420 South Orange Avenue, Suite 700		
<b>Internal Address:</b>	Attn: Legal Dept (Carol McKnight)		
<b>City:</b>	Orlando		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	32801		
<b>Entity Type:</b>	CORPORATION: MARYLAND		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2147965	LA QUINTA RESORT & CLUB	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(407)540-2702		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	407-650-1289		
<b>Email:</b>	cmcknight@cnlhotels.com		
<b>Correspondent Name:</b>	CNL Hotels & Resorts, Inc.		
<b>Address Line 1:</b>	420 South Orange Avenue, Suite 700		
<b>Address Line 2:</b>	Attn: Legal Dept (Carol McKnight)		
<b>Address Line 4:</b>	Orlando, FLORIDA 32801		
<b>ATTORNEY DOCKET NUMBER:</b>	LQ		
<b>NAME OF SUBMITTER:</b>	Carol McKnight 407-650-1289		
<b>Signature:</b>	/s/Carol McKnight/CNL Hotels & Resorts./		

OP \$40.00 2147965

Date:

09/18/2006

Total Attachments: 1

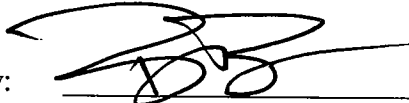
source=CNL Resort SPE GP LLC LQ TM Assignment 9-18-06#page1.tif

ASSIGNMENT OF TRADEMARK

CNL Resort SPE GP, LLC ("Assignor"), a limited liability company 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 **2,147,965**, including all goodwill associated therewith.

CNL RESORT SPE GP, LLC

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 18<sup>th</sup> day of September, 2006.

Personally known to me

Produced identification \_\_\_\_\_

(SEAL)  **Carol McKnight**  
Commission # DD313965  
Expires June 18, 2008  
Bonded Troy Fain - Insurance, Inc. 800-365-7019

  
Notary Public's Signature

Carol McKnight  
Notary Public's Printed Name