

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the list of marks (see attached) attached to the assignment previously recorded on Reel 003605 Frame 0743. Assignor(s) hereby confirms the assignment of the remaining marks to MS Resort Purchaser LLC together with the associated goodwill.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MSR Hotels & Resorts, Inc.	FORMERLY CNL Hotels & Resorts, Inc.	06/21/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MS Resort Purchaser LLC
Street Address:	420 South Orange Avenue, Suite 600
Internal Address:	Attn: Legal Dept
City:	Orlando
State/Country:	FLORIDA
Postal Code:	32801-3313
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2332128	CLAREMONT RESORT & SPA
Registration Number:	2332127	CLAREMONT RESORT & SPA
Registration Number:	2602401	SPA CLAREMONT
Registration Number:	2332126	THE CLUB AT THE CLAREMONT
Registration Number:	2332125	THE SPA AT THE CLAREMONT
Registration Number:	3038624	BLUE LAGOON
Registration Number:	2234300	BLUE MONSTER
Registration Number:	2042277	
Registration Number:	2430103	
Registration Number:	2482785	THE KINGDOM OF GOLF
Registration Number:	2032700	THE SPA

OP \$315.00 2332128

Registration Number:

2353137

FOR THE LOVE OF THE GAME

CORRESPONDENCE DATA

Fax Number: (617)574-7659

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 617-574-4153

Email: lbillone@goulstonstorrs.com

Correspondent Name: Lisa Billone

Address Line 1: 400 Atlantic Avenue

Address Line 2: Goulston & Storrs, P.C.

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:

Lisa Billone

Signature:

/Lisa Billone/

Date:

02/14/2008

Total Attachments: 7

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Explanation of identification of parts of the assignment that need to be corrected

The purpose of this corrective assignment is to correct a clerical error in the original assignment whereby the original Schedule A inadvertently included the following marks which were not assigned:

	<u>Reg #</u>	<u>Mark</u>
1	2638986	Arizona Biltmore Resort & Spa
2	2668361	Arizona Biltmore Resort & Spa & Design
3	1885469	Miscellaneous Design (Biltmore Block)
4	2424824	Grand Wailea Resort
5	2415265	Grand Wailea Resort Hotel & Spa
6	2397289	Grand Wailea Resort Hotel & Spa (and design)
7	2341049	Miscellaneous Design (stylized design resembling 5-leafed clover)
8	2508506	Spa Grande
9	2984001	A Unique Collection of Memorable Golf and Spa Resorts
10	2533245	Celestial Shower
11	2022400	Flower & Design
12	2524368	Magic Garden & Design
13	2275534	Reality Can Wait
14	2391644	Sacred Stone Therapy
15	2367747	Spa La Quinta
16	2367741	Spa La Quinta & Design
17	2527472	Sun Over Mountains Design

18	2279591	Western Home of Golf in America
19	2380331	Western Home of Golf in America
20	2397149	La Quinta & Design
21	2342039	La Quinta Resort & Club
22	2147965	La Quinta Resort & Club & Design

TRADEMARK ASSIGNMENT

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 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
MSR Hotels & Resorts, Inc.	FORMERLY CNL Hotels & Resorts, Inc.	06/21/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MS Resort Purchaser, LLC
Street Address:	420 South Orange Avenue, Suite 600
Internal Address:	Attn: Legal Dept
City:	Orlando
State/Country:	FLORIDA
Postal Code:	32801-3313
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	2638986	ARIZONA BILTMORE RESORT & SPA
Registration Number:	2668361	ARIZONA BILTMORE RESORT & SPA
Registration Number:	1885469	
Registration Number:	2332128	CLAREMONT RESORT & SPA
Registration Number:	2332127	CLAREMONT RESORT & SPA
Registration Number:	2602401	SPA CLAREMONT
Registration Number:	2332126	THE CLUB AT THE CLAREMONT
Registration Number:	2332125	THE SPA AT THE CLAREMONT
Registration Number:	3038624	BLUE LAGOON
Registration Number:	2234300	BLUE MONSTER
Registration Number:	2353137	FOR THE LOVE OF THE GAME
Registration Number:	2042277	
Registration Number:	2430103	

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TRADEMARK
 REEL: 003605 FRAME: 0743

TRADEMARK
 REEL: 003719 FRAME: 0816

Registration Number:	2482785	THE KINGDOM OF GOLF
Registration Number:	2032700	THE SPA
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
Registration Number:	2984001	A UNIQUE COLLECTION OF MEMORABLE GOLF AND SPA RESORTS
Registration Number:	2533245	CELESTIAL SHOWER
Registration Number:	2022400	
Registration Number:	2524368	MAGIC GARDEN
Registration Number:	2275534	REALITY CAN WAIT
Registration Number:	2391644	SACRED STONE THERAPY
Registration Number:	2367747	SPA LA QUINTA
Registration Number:	2367741	SPA LA QUINTA
Registration Number:	2527472	
Registration Number:	2279591	WESTERN HOME OF GOLF IN AMERICA
Registration Number:	2380331	WESTERN HOME OF GOLF IN AMERICA
Registration Number:	2397149	LA QUINTA
Registration Number:	2342039	LA QUINTA RESORT & CLUB
Registration Number:	2147965	LA QUINTA RESORT & CLUB

CORRESPONDENCE DATA

Fax Number: (407)540-2702
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 407-650-1289
Email: cmcknight@cnihotels.com
Correspondent Name: MSR Hotels & Resorts, Inc.
Address Line 1: 420 South Orange Avenue, Suite 600
Address Line 2: Legal Dept.
Address Line 4: Or, FLORIDA 32801-3313

NAME OF SUBMITTER:	MSR Hotels & Resorts, Inc.
Signature:	/Carol McKnight 407-650-1289/
Date:	08/21/2007

Total Attachments: 22

TRADEMARK
REEL: 003606 FRAME: 0744

TRADEMARK
REEL: 003719 FRAME: 0817

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TRADEMARK
REEL: 003605 FRAME: 0745

TRADEMARK
REEL: 003719 FRAME: 0818

ASSIGNMENT OF TRADEMARK

CNL Hotels & Resorts, Inc., now known as MSR Hotels & Resorts, Inc. ("Assignor"), a corporation of the state of Maryland 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 MS Resort Purchaser LLC ("Assignee"), a limited liability company of the state of Delaware having an address of 420 South Orange Avenue, Suite 600, 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 HOTELS & RESORTS, INC. now known as MSR Hotels & Resorts, Inc.

Date: 6/21/07

By: [Signature]
Daniel C. Wright, Vice President
ASSIGNOR

STATE OF Massachusetts
COUNTY OF Suffolk

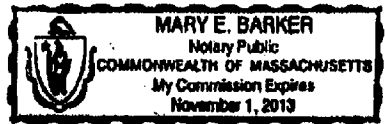
Sworn to and subscribed before me this 21st day of June, 2007.

Personally known to me Produced identification _____

[Signature]
Notary Public's Signature

Mary E. Barker
Notary Public's Printed Name

(SEAL)



TRADEMARK
REEL: 003605 FRAME: 0746

TRADEMARK
REEL: 003719 FRAME: 0819

Schedule "A"

	<u>US Serial #</u>	<u>Reg #</u>	<u>Mark</u>
1	75,656,483	2,332,128	Claremont Resort & Spa
2	75,656,463	2,332,127	Claremont Resort & Spa & Design
3	76,142,664	2,602,401	Spa Claremont
4	75,656,462	2,332,126	The Club at the Claremont
5	75,656,459	2,332,125	The Spa at the Claremont
6	75,703,164	3,038,624	Blue Lagoon
7	75,463,029	2,234,300	Blue Monster
8	75,474,080	2,353,137	For the Love of the Game
9	74,593,540	2,042,277	Spa (Design)
10	76,032,703	2,430,103	Sun & Moon (Design)
11	75,474,100	2,482,785	The Kingdom of Golf
12	74,593,542	2,032,700	The Spa & Design