

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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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.		03/04/2014	CORPORATION: MARYLAND

RECEIVING PARTY DATA

Name:	450 Lex Private Limited
Street Address:	335 Madison Avenue, 24th Floor
Internal Address:	c/o GIC Real Estate, Inc.
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	Private Limited Company: SINGAPORE

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2022400	
Registration Number:	2147965	LA QUINTA RESORT & CLUB
Registration Number:	2638986	ARIZONA BILTMORE
Registration Number:	2668361	ARIZONA BILTMORE
Registration Number:	2533245	CELESTIAL SHOWER
Registration Number:	2415265	GRAND WAILEA
Registration Number:	2397289	GRAND WAILEA
Registration Number:	3524180	LA QUINTA
Registration Number:	2397149	LA QUINTA
Registration Number:	2342039	LA QUINTA RESORT & CLUB
Registration Number:	1885469	
Registration Number:	2341049	
Registration Number:	2391644	SACRED STONE THERAPY

CH \$490.00 2022400

Registration Number:	2508506	SPA GRANDE
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

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: trademarks@dechert.com, erin.reimer@dechert.com

Correspondent Name: Glenn A. Gundersen

Address Line 1: 2929 Arch Street

Address Line 2: Cira Centre

Address Line 4: Philadelphia, PENNSYLVANIA 19104-2808

ATTORNEY DOCKET NUMBER:

364281

NAME OF SUBMITTER:

Erin Reimer

Signature:

/Erin Reimer/

Date:

03/05/2014

Total Attachments: 6

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Trademark Assignment"), dated March 4, 2014 (the "Effective Date"), is made by **MSR HOTELS & RESORTS, INC.**, a Maryland corporation ("Assignor") in favor of **450 LEX PRIVATE LIMITED**, a Singapore private limited company ("Assignee"). Assignor and Assignee are sometimes referred to herein individually as a "Party" and collectively as the "Parties."

WHEREAS, Assignor, Assignee and **MS RESORT PURCHASER LLC** are parties to that certain Asset Purchase Agreement (the "Purchase Agreement") dated as of February 1, 2014; and

WHEREAS, pursuant to the Purchase Agreement, Assignor agreed to sell and assign to Assignee, and Assignee agreed to purchase and acquire from Assignor, the registrations and applications for the trademarks set forth on Attachment 1 attached hereto, together with the goodwill of the business associated therewith (collectively, the "Assigned Marks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, conveys, assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Assigned Marks, for the United States and all other countries, including, without limitation, any renewals and extensions thereof, and all other corresponding rights, and the goodwill of the business associated with such marks, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Trademark Assignment had not been made, together with all rights to collect royalties and proceeds in connection therewith, rights to sue or bring other claims for past, present or future infringement, misappropriation or dilution of, or other conflict with, the Assigned Marks, and rights to recover damages (including attorneys' fees and expenses) or lost profits in connection therewith.

Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entity or agency in any other country or multi-national registration body, to record Assignee as the assignee and owner of the Assigned Marks.


This Trademark Assignment shall be governed by, and construed in accordance with, the laws of the state of New York, without regard to the conflicts of laws rules of such state.

This Trademark Assignment may be executed in multiple counterparts, each of which shall be deemed an original, with the same effect as if the signatures thereto and hereto were upon the same instrument.

[Signature Page Follows]


IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be duly executed as of the Effective Date.


MSR HOTELS & RESORTS, INC.

By: 
Name: _____
Title: *D. Kereorking*
Authorized Signatory

Acknowledged:

450 LEX PRIVATE LIMITED

By: 
Name: Steven B. Sinnett
Title: Authorized Signatory

By: 
Name: Peter Stanford
Title: Authorized Signatory

[signature page to Trademark Assignment – MSR Hotels & Resorts, Inc.]

Attachment 1

Trademark Registrations and Applications

1. All U.S. federal registrations and applications for registration of Marks listed on Schedule A to this Attachment 1
2. All U.S. state registrations of Marks listed on Schedule B to this Attachment 1

Schedule A to Attachment 1

U.S. Federal Registrations and Applications

Mark	Jurisdiction	Reg./App. No.	Status
Flower Design	US	2022400	Registered
La Quinta Resort & Club & Design	US	2147965	Registered
Arizona Biltmore Resort & Spa	US	2638986	Registered
Arizona Biltmore Resort & Spa & Design	US	2668361	Registered
Celestial Shower	US	2533245	Registered
Grand Wailea	US	2415265	Registered
Grand Wailea (and design)	US	2397289	Registered
La Quinta	US	3524180	Registered
La Quinta & Design	US	2397149	Registered
La Quinta Resort & Club	US	2342039	Registered
Miscellaneous Design (Biltmore Block)	US	1885469	Registered
Miscellaneous Design (stylized design resembling 5-leafed clover)	US	2341049	Registered
Sacred Stone Therapy	US	2391644	Registered
Spa Grande	US	2508506	Registered
Spa La Quinta	US	2367747	Registered
Spa La Quinta & Design	US	2367741	Registered
Sun Over Mountains Design	US	2527472	Registered
Western Home of Golf in America	US	2279591	Registered
Western Home of Golf in America	US	2380331	Registered

Schedule B to Attachment 1

U.S. State Registrations and Applications

Mark	Jurisdiction	Reg./App. No.	Status
PGA West & Design	California	101285	Registered
Dunes Course	California	51394	Registered
Mountain Course	California	51396	Registered
PGA West	California	43648	Registered
The Club at PGA West	California	45007	Registered
La Quinta's Hometown Broker	California	51443	Registered