

Prepared by under local supervision (exc MD) by:
Sasan Mehrara, Esq. @ Simpson Thacher & Bartlett LLP
425 Lexington Ave., NY, NY 10017

Record & Return To: Rich King @ Title Associates
N05-2891 825 Third Avenue, 30th Floor, NY, NY 10022

103960
Site #: 958/ Salt Lake City, UT (page 284) (84)

Real property tax bills to be sent to:
Grantee

Instrument:
Limited Warranty Deed

Dated:
As of the earliest notary date, but effective as of 1/25/06

Grantor:
La Quinta Properties, Inc., a Delaware corporation, successor by merger to Meditrust Corporation, a Delaware corporation, successor by merger to La Quinta Inns, Inc., a Texas corporation, c/o La Quinta Corporation, 909 Hidden Ridge - Suite 600, Irving, TX

Grantee:
BRE/LQ Properties L.L.C., a Delaware limited liability company, c/o La Quinta Corporation, 909 Hidden Ridge - Suite 600, Irving, TX

Nature of Instrument:
This Instrument is a conveyance from an entity to its wholly-owned subsidiary, and accordingly, there is no change in beneficial interest.

Witnesseth:
That the Grantor, in consideration of the sum of \$1 (or as otherwise provided on Schedule of Consideration, if annexed) paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, convey, transfer, assign and warrant unto Grantee, its successors and assigns, all of its estate, right, title and interest in and to that certain plot, piece or parcel of land (together with the buildings and improvements thereon erected) described on Schedule A hereto (the "Premises").

Together with:

All right, title and interest (if any) of Grantor in and to any streets and roads abutting the Premises to the center line thereof, as well as any gaps, strips or gores on, around or within the Premises.

Together with:

All right, title and interest (if any) of Grantor in and to any hereditaments and appurtenances, and all of the estate and rights of Grantor.

To have and to hold:

The Premises herein conveyed unto the Grantee, its successors and assigns forever.

Warranty as to the Premises Conveyed Herein:

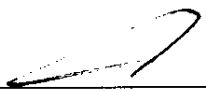
Grantor covenants with Grantee that (a) Grantor is lawfully seized of the fee simple title, (b) the fee simple title is free from all encumbrances, except those appearing in the existing Owner's Policy insuring the Grantor's fee simple title, (c) Grantor has a good right and lawful authority to sell and convey the fee simple title, (d) Grantor fully warrants the fee simple title to immediate Grantee only, and (e) Grantor will defend the fee simple title from all lawful claims of immediate Grantee only. The foregoing warranty is for the sole benefit of immediate Grantee only and shall not extend any successor grantee.

In witness whereof:

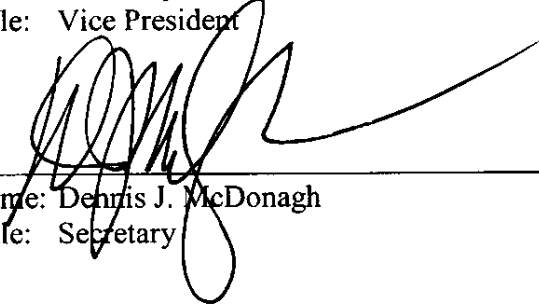
The undersigned, by its duly elected officer(s) and pursuant to proper authority of its board of directors has duly executed, acknowledged and delivered this instrument as of the day and year first above written.

Grantor:

La Quinta Properties, Inc., a Delaware corporation

By: 

Name: Alan Miyasaki
Title: Vice President

By: 

Name: Dennis J. McDonagh
Title: Secretary

[Signature Page to Deed for Inn #958]

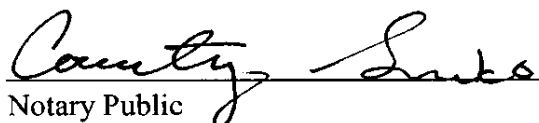
County of NY, State of NY:

Multi-State Corporate Acknowledgment:

On 1/25/06, before me, the undersigned officer, personally appeared Alan Miyasaki and Dennis J. McDonagh personally known and acknowledged themselves to me (or proved to me on the basis of satisfactory evidence) to be the Vice President and Secretary of the foregoing executing entity (hereinafter, the "Entity") and that as such officers, being duly sworn, and being authorized to do so pursuant to its bylaws or a resolution of its board of directors, executed, subscribed and acknowledged the due execution of the foregoing instrument for the purposes therein contained, by signing the name of the Entity by their authorized capacity as such officers as their free and voluntary act and deed and the free and voluntary act and deed of said Entity. Witness my hand and official seal.

If this instrument was executed in NY or CA and affects real property outside NY or CA, the following is the prescribed NY and CA statutory form of acknowledgment and is supplemental to the foregoing acknowledgment, OR if this instrument was executed in NY or CA and affects real property in NY or CA, the following is the prescribed NY and CA statutory form of acknowledgment and supercedes the foregoing acknowledgment, OR if this instrument was executed outside NY or CA and affects real property inside NY or CA, the following is the prescribed NY and CA statutory form of acknowledgment and is supplemental to the foregoing acknowledgment:

On 1/25/06, before me, the undersigned, a Notary Public in and for said State, personally appeared Alan Miyasaki and Dennis J. McDonagh, personally known to me or proved to me on the basis of satisfactory evidence to be the individuals whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their capacities, and that by their signatures on the instrument, the individuals, or the person upon behalf of which the individuals acted, executed the instrument. Witness my hand and official seal.


Notary Public

COURTNEY SCHRENKO
NOTARY PUBLIC, State of New York
No. 01SC6115234
Qualified in New York County
Commission Expires September 7, 2008

[Notary Page to Deed for Inn #958]

Schedule A:
See annexed Legal Description of Premises

Legal Description

Parcel # 1

Lot 6, SALT LAKE INTERNATIONAL CENTER PLAT 2A, AMENDED Lot 6, according to the Official Plat thereof as recorded in the Office of the Salt Lake County Recorder, State of Utah.

In Plat Book 97-4P, Page 128, ENTRY No. 6631005

Parcel # 1A

TOGETHER WITH:

A non-exclusive perpetual easement and right of way 30 feet wide, being 15 feet either side of the following described centerline, for access and driveway purposes for pedestrian and motor vehicle traffic; as granted in the document recorded September 26, 1979 as Entry No. 3342606 in Book 4952 at Page 813 of Official Records:

BEGINNING at a point on the North line of Lot 7, Salt Lake International Center, Plat 2A, said point being North 89°58' East 122.42 feet from the Northwest Corner of said Lot 7; and running thence South 0°02' East 363.96 feet.

07-36-476-016

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La Quinta

4905 W. Wiley Post Way

Salt Lake City, UT

NO 5-2891 (84)