

After recording return to:  
**When recorded, return to:**  
Chicago Title #LaQ-18000362-JGT  
711 Third Ave, #500, NY, NY 10017

18-013162

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**AFFIDAVIT**

STATE OF UTAH )  
COUNTY OF Salt Lake )

The undersigned, Donna L. Scerbo, ("Affiant") being first duly sworn, deposes and states that she is a Title Officer of Founders Title Company.

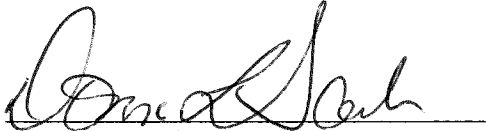
Affiant makes the following representations, to the best of Affiant's current, actual knowledge, and includes copies of the documents as Exhibit "A":

1. BRE/LQ Properties L.L.C., a Delaware limited liability company changed its name to LQ Properties L.L.C., a Delaware limited liability company and evidence of same was filed with the Delaware Secretary of State on April 14, 2014; and
2. LQ Properties L.L.C., a Delaware limited liability company changed its name to CPLG properties L.L.C., a Delaware limited liability company and evidence of same was filed with the Delaware Secretary of State on May 3, 2018.

This Affidavit is recorded to evidence the foregoing mergers, name change and formation, as they relate to the real property located in Utah County, Utah, and being further described on Exhibit "B" attached hereto and incorporated herein.


[SIGNATURE AND ACKNOWLEDGMENT ON NEXT PAGE]

Dated this 1st day of June, 2018.

  
Donna L. Scerbo

STATE OF UTAH            )  
                                      :SS  
COUNTY OF SALT LAKE)

On the 1st day of June, 2018, personally appeared before me Donna L. Scerbo, the signer of the within instrument, who duly acknowledged to me that she executed the same.

  
NOTARY PUBLIC

My Commission Expires:

Residing at:



EXHIBIT A

# Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CPLG PROPERTIES L.L.C." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE SEVENTH DAY OF DECEMBER, A.D. 2005, AT 10:47 O`CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2011, AT 11:23 O`CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "BRE/LQ PROPERTIES L.L.C." TO "LQ PROPERTIES L.L.C.", FILED THE FOURTEENTH DAY OF APRIL, A.D. 2014, AT 8:42 O`CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "LQ PROPERTIES L.L.C." TO "CPLG PROPERTIES L.L.C.", FILED THE THIRD DAY OF MAY, A.D. 2018, AT 6:06 O`CLOCK P.M.



*Jeffrey W. Bullock*  
Jeffrey W. Bullock, Secretary of State

4072488 8100H  
SR# 20183425728

Authentication: 202647001  
Date: 05-07-18

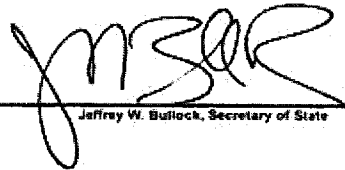
You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

# Delaware

The First State

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID  
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE  
AFORESAID LIMITED LIABILITY COMPANY, "CPLG PROPERTIES L.L.C."



  
Jeffrey W. Bullock, Secretary of State

4072488 8100H  
SR# 20183425728

Authentication: 202647001  
Date: 05-07-18

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:47 AM 12/07/2005  
FILED 10:47 AM 12/07/2005  
SRV 050993446 - 4072488 FILE

**CERTIFICATE OF FORMATION**

**OF**

**BRE/LQ PROPERTIES L.L.C.**


This Certificate of Formation of BRE/LQ PROPERTIES L.L.C. (the "LLC"), dated as of December 7, 2005, has been duly executed and is being filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is BRE/LQ Properties L.L.C.

SECOND. The address of the registered office of the LLC in the State of Delaware is c/o National Registered Agents, Inc., 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, Delaware 19904.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is National Registered Agents, Inc., 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, Delaware 19904.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

  
\_\_\_\_\_  
Alison Fagen  
Authorized Person

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT CHANGING ONLY THE  
REGISTERED OFFICE OR REGISTERED AGENT OF A  
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is \_\_\_\_\_  
BRE/LQ PROPERTIES L.L.C.
2. The Registered Office of the limited liability company in the State of Delaware is changed to 2711 Centerville Road, Suite 400 \_\_\_\_\_  
(street), in the City of Wilmington,  
Zip Code 19808. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is \_\_\_\_\_  
Corporation Service Company

By: /s/ Maureen Cathell  
Authorized Person

Name: Maureen Cathell  
Print or Type

**STATE OF DELAWARE**  
**CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: BRE/LQ Properties L.L.C.

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is changed to LQ Properties L.L.C.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 14<sup>th</sup> day of April, A.D. 2014.

By: 

Authorized Person(s)

Name: Mark Chloupek

Print or Type

**STATE OF DELAWARE**  
**CERTIFICATE OF AMENDMENT**  
**TO THE**  
**CERTIFICATE OF FORMATION**  
**OF**  
**LQ PROPERTIES L.L.C.**

The undersigned, desiring to amend the Certificate of Formation of LQ Properties L.L.C., which was filed on December 7, 2005 (the "Certificate") with the Secretary of State of the State of Delaware, pursuant to the provisions of Sections 18-202 and 18-204 of the Delaware Limited Liability Company Act, does hereby certify as follows:

1. The name of the limited liability company is LQ Properties L.L.C.
2. The Certificate is hereby amended as follows:

Paragraph FIRST of the Certificate is hereby replaced with the following:


"FIRST. The name of the limited liability company is CPLG Properties L.L.C. (the "Company")."

*[Signature page follows]*



IN WITNESS WHEREOF, the undersigned executed this Certificate of Amendment to the Certificate of Formation on this 3rd day of May, 2018.

By:



Name: Mark M. Chloupek

Title: Authorized Person

**Exhibit B****PARCEL 1:**

Lot 1, Plat "A", LAKE RIDGE DEVELOPMENT SUBDIVISION, according to the Official Plat thereof, as recorded in the Office of the Utah County Recorder, State of Utah.

ALSO described of record as follows:

COMMENCING at a point West 1000.91 feet and South 838.67 feet from the North One Quarter Corner of Section 27, Township 6 South, Range 2 East, Salt Lake Base and Meridian; running thence East 44.87 feet; thence South 67.00 feet; thence East 351.45 feet; thence South 247.88 feet; thence South 45°00'00" East 20.44 feet; thence South 135.11 feet; thence West 114.04 feet; thence along the arc of a 110.00 foot radius curve to the right 78.62 feet (chord bears North 69°31'33" West 76.95 feet); thence North 49°03'07" West 242.83 feet; thence along the arc of a 110.00 foot radius curve to the right 92.30 feet (chord bears North 25°00'46" West 89.62 feet); thence North 00°58'24" West 197.19 feet to the point of BEGINNING.

**PARCEL 1A:**

TOGETHER WITH a perpetual, non-exclusive Right-of-Way and Easement for vehicular ingress and egress as disclosed by SPECIAL WARRANTY DEED, recorded August 8, 1996, as Entry No. 65199, in Book 4040, at Page 567, of Official Records, over and across the following described real property (the "Easement Area") located in Utah County, Utah:

COMMENCING at a point located South 632.84 feet and West 948.58 feet from the North Quarter Corner of Section 27, Township 6 South, Range 2 East, Salt Lake Base and Meridian; running thence along the arc of a 19.5 foot radius curve to the left 17.55 feet (chord bears South 25°47'02" West 16.96 feet); thence South 190.55 feet; thence West 31.0 feet; thence North 203.28 feet; thence along the arc of a 19.5 foot radius curve to the left 10.53 feet (chord bears North 15°28'31" West 10.41 feet); thence along the arc of a 2929.90 foot radius curve to the left 41.83 feet (chord bears South 79°41'28" East 41.83 feet) to the point of BEGINNING.

**PARCEL 2:**

Benefits, if any, contained in DECLARATION OF EASEMENTS, COVENANTS AND RESTRICTIONS, dated December 9, 1997, between LAKE RIDGE ASSOCIATES, L.C., a Utah limited liability company and LA QUINTA INNS, INC., a Texas corporation, recorded December 17, 1997, as Entry No. 100292, in Book 4467, at Page 432, and as Amended by FIRST AMENDMENT TO DECLARATION OF EASEMENTS, COVENANTS AND RESTRICTIONS, dated May 4, 2001, and recorded May 14, 2001, as Entry No. 46882:2001, of Official Records, Utah County, Utah.

*The following is shown for informational purposes only: Tax ID No. 45:220:0001*

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

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

103957

Site #: 962/ Orem, UT 105-2891 (85)

**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.

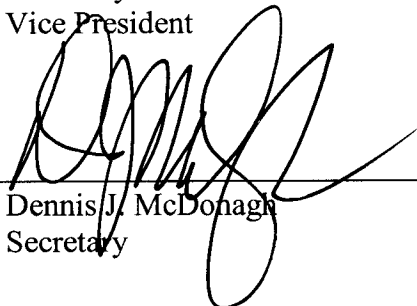
**In witness whereof:**

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 #962]


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. 01806115234  
Qualified in New York County  
Commission Expires September 7, 2008

[Notary Page to Deed for Inn #962]

**Schedule A:**  
See annexed Legal Description of Premises

**Legal Description**

Parcel 1: 45-220-0001

Lot 1, Plat A, LAKE RIDGE DEVELOPMENT SUBDIVISION, according to the Official Plat thereof as recorded in the Office of the Utah County Recorder, State of Utah.

ALSO described of record as follows:

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962  
 La Quinta  
 521 West University Parkway  
 Orem, UT

NOE-2840 (85)