

SPECIAL WARRANTY DEED

STATE OF MAINE

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COUNTY OF CUMBERLAND

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LS ONE BORROWER, LLC, a Delaware limited liability company doing business in Maine and successor to LS One Mortgage Borrower, LLC ("Grantor"), for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other valuable consideration, the receipt and sufficiency of which consideration are hereby acknowledged, has Granted, Sold, and Conveyed, and by these presents does Grant, Sell, and Convey, unto LQ PORTFOLIO EAST L.L.C., a Delaware limited liability company ("Grantee"), having an address of c/o La Quinta Acquisitions L.L.C., 909 Hidden Ridge, Suite 600, Irving, Texas 75038, (i) all that real property situated in the City of Portland, County of Cumberland, State of Maine, and more particularly described on Exhibit A attached hereto and made a part hereof for all purposes, and (ii) together with all improvements now or hereafter situated thereon, and the lessor's or landlord's interest in all space leases or occupancy agreements covering all or any portion of such real property and the improvements situated thereon (collectively, the "Property").

This Deed is made and accepted expressly subject to the following matters, to the extent same are in effect at this time (i) all zoning laws, regulations and ordinances of municipal and/or other governmental authorities, (ii) standby fees, taxes and assessments by any taxing authority for the current year and subsequent years, all of which Grantee hereby assumes and agrees to pay, (iii) the matters set forth in Exhibit B attached hereto and made a part hereof for all purposes, and (iv) the provisions of Section 2.02 of that certain Agreement for Sale and Purchase of Hotels dated as of December 6, 2006 between Grantor and Grantee and certain other parties thereto.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances belonging in any way to the Property, unto the said Grantee, its successors and assigns forever, and Grantor binds itself and its successors and assigns to warrant and forever defend all and singular the Property to Grantee, its successors and assigns against every person lawfully claiming or to claim all or any part of the Property, by, through, or under Grantor, but not otherwise.

[SIGNATURES AND ACKNOWLEDGMENTS FOLLOW]

MAINE REAL ESTATE TAX PAID

IN WITNESS WHEREOF, Grantor has executed this Deed to be effective as of this 6th day of February 6, 2007.

GRANTOR:

LS ONE BORROWER, LLC,
a Delaware limited liability company

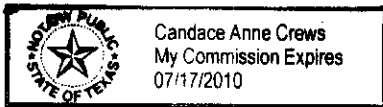
By: [Signature]
Name: L. J. Johnson
Title: Vice President

STATE OF TEXAS §
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COUNTY OF DALLAS §

This instrument was acknowledged before me this 5th day of February, 2007, by L. J. Johnson, Vice President of LS ONE BORROWER, LLC, a Delaware limited liability company, on behalf of said limited liability company.

(SEAL)

[Signature]
Notary Public in and for
the State of Texas



Print name of notary

My Commission Expires

EXHIBIT A

LEGAL DESCRIPTION OF THE PROPERTY

A certain lot or parcel of land with the buildings thereon situated at the corner of Marston Street and Park Avenue in the City of Portland, County of Cumberland and State of Maine, and being bounded and described as follows:

Beginning at a point marked by an iron pin on the easterly side of Marston Street at the northwesterly corner of land now or formerly of Barbara Black which point is seventy (70) feet northeasterly from an iron at the corner of Marston and Cherry Street; thence North $21^{\circ} 40' 30''$ East along the easterly side of Marston Street sixty-six and twenty-four hundredths (66.24) feet to an iron; thence North $2^{\circ} 48'$ West fifty and thirteen hundredths (50.13) feet along said Marston Street to an iron; thence northerly along the easterly sideline of Marston Street $N00^{\circ} 08' 30''E$ two hundred and eighty-one and eighty-seven hundredths (281.87) feet to an iron at the corner of Marston Street and Park Avenue; thence South $89^{\circ} 51' 30''$ East along the southerly sideline of Park Avenue two hundred and forty-nine and seventy-nine hundredths (249.79) feet to an iron, said iron being twenty (20) feet, westerly from the center line of the west branch main line track of the Portland Terminal Company as it now exists, and westerly four (4.00) feet from the westerly face of a row of concrete utility poles along said track; thence South $13^{\circ} 20' 30''$ East along land now or formerly of the Portland Terminal Company by the line which is westerly four (4.00) feet, from the westerly face of said row of concrete utility poles a distance of two hundred and fifty-four and ninety-eight hundredths (254.98) feet to an iron rod; thence North $89^{\circ} 51' 30''$ West along land of George M. Hutchins a distance of one hundred and sixty-six and three hundredths (166.03) feet to an iron rod; thence South $21^{\circ} 40' 30''$ West along land of George M. Hutchins a distance of ninety-seven and ninety-eight hundredths (97.98) feet to an iron pipe at the northwesterly corner of land now or formerly of Felix and Nancy Y. Atienza; thence South $21^{\circ} 40' 30''$ West along the westerly side of said Atienza land a distance of seventy-seven (77.00) feet to an iron and land now or formerly of Earl E. and Wilma L. Morgan; thence North $68^{\circ} 19' 30''$ West along said Morgan land fifty (50) feet to an iron at the northwesterly corner of said Morgan land; thence South $21^{\circ} 40' 30''$ West along said Morgan land twenty-one (21) feet to an iron at the northeasterly corner of said Black land; thence North $68^{\circ} 19' 30''$ West fifty (50) feet along Black land to an iron pin at the point beginning and containing 87,425 square feet or 2.01 acres, more or less.

Exhibit A

EXHIBIT B

PERMITTED ENCUMBRANCES

1. General and special taxes and assessments for the year 2007, a lien not yet due and payable.
2. Rights and easements granted by Susse Chalet Motor Lodge of Portland, Inc, to Central Maine Power Company by instrument dated February 6, 1985 and recorded with the Cumberland County Registry of Deeds (the "Registry") in Book 6727, Page 305.
3. Access and grading rights taken by the Maine Department of Transportation as set forth in a Notice of Layout and Taking dated January 31, 1973 and recorded in Book 3360, Page 232 of the Registry, as affected by Deed of Vacation from the State of Maine to George M. Hutchins dated April 24, 1984 and recorded in Book 6434, Page 315 of the Registry.
4. The following matters as shown on the Plan of Survey entitled, "Fairfield Portfolio, LS One Mortgage Borrower LLC, 340 Park Avenue, Portland, ME", prepared by Merlyn J. Jenkins & Associates, Inc., dated December 27, 2006, as last revised January __, 2007, including:
 - a. Encroachment of satellite dish and concrete pad onto an easement area at the southerly boundary line of the land at the easterly corner thereof;
 - b. Encroachment of stockade fence onto rand now or formerly of George M. Hutchins, including that land which is subject to the easement described in Book 6486, Page 294 of the Registry;
 - c. Encroachment of stockade fence appurtenant to the insured premises onto Marston Street;
 - d. Encroachment of Utility Pole and Guy Anchor onto the southwesterly portion of the insured premises.
 - e. Overhead utility wire running southeasterly from Marston Street;
 - f. Encroachment of sign appurtenant to the insured premises onto Marston Street;
 - g. Encroachment of Guy Anchors onto the insured premises;
 - h. Encroachment of Bridge Abutment onto the northerly line of the insured premises;
 - i. Encroachment of 1-story brick building within the 25' and 10' setbacks;
 - j. Encroachment of 4-story brick building within the 25' setback;

- k. Water and sewer lines running southerly from Park Avenue;
- l. Rights and easements for electrical transmission granted to Central Maine Power Company in an instrument dated February 6, 1985 and recorded in Book 6727, Page 305 of the Registry; and
- m. Access rights taken by the Maine Department of Transportation as set forth in a Notice of Layout and Taking dated January 31, 1973 and recorded in Book 3360, Page 232 of the Registry, as same was amended by deed of vacation from the State of Maine to George M. Hutchins dated April 24, 1984 and recorded in Book 6434, Page 315 of the Registry. The Plan shows the access area as that area designated, "Access along Marston Street" lying between Station 30+34 and Station 30+70, and the remaining frontage along Marston Street as having no access.

Received
Recorded Register of Deeds
Feb 07, 2007 02:04:08P
Cumberland County
Pamela E. Lovles