

JQH - SAN MARCOS DEVELOPMENT, LLC
300 John Q. Hammons Parkway, Suite 900
Springfield, Missouri 65806

City of San Marcos
630 East Hopkins
San Marcos, Texas 78666
Telephone: (512) 393-8100
Facsimile: (512) 396-4656
Attn: City Manager

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Attn: City Attorney

RE: Transfer of Embassy Suites, San Marcos, TX (the “**Property**”)

To Whom It May Concern:

JQH - San Marcos Development, LLC (“**Assignor**”) intends to transfer its interest in the Property to JDHQ Hotels LLC. In connection therewith please find attached the below documents.

1. Lessor Consent to that Certain Assignment and Assumption of Conference Center Lease Agreement
2. Assignment and Assumption of Conference Center Lease Agreement (for reference only, no signature required)
3. Conference Center Lessor Estoppel
4. Consent to that Certain Assignment and Assumption of Master Development Agreement
5. Assignment and Assumption of Master Development Agreement (for reference only, no signature required)
6. Estoppel Certificate (for Master Development Agreement)
7. Corrective Memorandum of Lease for Conference Center Lease Agreement
8. Release of Lien

At your earliest convenience, please execute the documents listed above, as applicable, and return the original signed documents to Kirkland & Ellis LLP, 300 N LaSalle, Chicago, IL 60654, Attn: Michael Shultz. If you have any questions or comments, please contact Michael Shultz of Kirkland & Ellis LLP at (312) 862-2833 or michael.shultz@kirkland.com. Thank you.

Sincerely,



JQH - San Marcos Development, LLC