

**UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF FLORIDA  
ORLANDO DIVISION**

In re CNL HOTELS & RESORTS, INC. Securities Litigation	Case No. 6:04-cv-1231-Orl-31KRS (Consolidated with 6:04-cv-1341-Orl-19JGG)  CLASS ACTION
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**NOTICE OF MOTION FOR FINAL APPROVAL OF CLASS ACTION SETTLEMENT,  
THE PLAN OF ALLOCATION AND AWARD OF ATTORNEYS' FEES AND EXPENSES**

Lead Plaintiffs hereby move the Court for entry of an order granting final approval of the Settlement, the Plan of Allocation and Award of Attorneys' Fees and Reimbursement of Litigation Expenses. ("Motion") Submitted in support of this Motion is Lead Plaintiffs' Memorandum of Law in Support of Final Approval of Class Action Settlement, the Plan of Allocation and Award of Attorneys' Fees and Expenses ("Plaintiffs' Memorandum") and the Declaration of Nicholas E. Chimicles in Support of Final Approval of Class Action Settlement, the Plan of Allocation and Award of Attorneys' Fees and Expenses ("Chimicles Decl."). Plaintiffs' Memorandum, supported by the Chimicles Decl., set forth in detail the legal and factual grounds to demonstrate that the Settlement, Plan of Allocation and requested Award of Attorneys' Fees and Expenses are fair, reasonable and adequate, and should be approved.

A proposed order granting final approval ("Final Judgment"), which was submitted to the Court in connection with Lead Plaintiffs' motion for preliminary approval of the Settlement and which form was agreed to by the parties, has been attached as Exhibit W to the Chimicles Decl. The Court has scheduled the Final Settlement Hearing for July 26, 2006 at 1:00 pm.

Dated: July 12, 2006

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**CERTIFICATE OF SERVICE**

I, Kimberly M. Donaldson, Esq., hereby certify that on July 12, 2006, I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system, which will send a notice of electronic filing to the following:

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Dated: July 12, 2006

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