

F05000006994

9/17/2014 18:57:32 From: To: 8906176380

( 1/5 )

Division of Corporations

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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6380

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

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14 SEP 17 PM 1:27  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

REGISTERED AGENT CHANGE  
RIVERSTONE OPERATING COMPANY, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$35.00

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14 SEP 17 AM 11:13  
TALLAHASSEE, FLORIDA

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CRM  
9-18-14

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** RIVERSTONE OPERATING COMPANY, INC.  
Name of Corporation

**DOCUMENT NUMBER:** \_\_\_\_\_

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Firm/Company

\_\_\_\_\_  
Address

\_\_\_\_\_  
City/State and Zip Code

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

\_\_\_\_\_  
Name of Contact Person at (\_\_\_\_\_) Area Code & Daytime Telephone Number

Enclosed is a \$35.00 check made payable to the Department of State.

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

CR2E045 (03/12)

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

*Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.*

- 1. The name of the corporation: RIVERSTONE OPERATING COMPANY, INC.
- 2. The principal office address: 1201 ELM STREET, SUITE 1600, DALLAS, TX 75270
- 3. The mailing address (if different): \_\_\_\_\_

4. Date of incorporation/qualification: 12/02/2005 Document number: F0500006994

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)


NATIONAL CORPORATE RESEARCH, LTD., INC.  
155 OFFICE PLAZA DRIVE, TALLAHASSEE, FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

C T Corporation System  
c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324  
P.O. Box NOT acceptable

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

 Alfred Younan, Asst. Sec. for CT Corporation System as Attorney in Fact  
Signature of an officer or director Printed or typed name and title

*I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.*

By:   
Signature of Registered Agent

9/15/2014  
Date

If signing on behalf of an entity:  
James M. Halpin  
Assistant Secretary  
Typed or Printed Name

FILED  
14 SEP 17 AM 11:13  
MAIL ROOM

\*\*\* FILING FEE: \$35.00 \*\*\*

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE  
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314  
CR2E045 (03/12)

**POWER OF ATTORNEY**

**NOTICE IS HEREBY GIVEN THAT** Riverstone National, Inc., a corporation formed under the laws of the state of Delaware (the "Company"), and the direct or indirect owner of the subsidiary entities shown on Schedule A attached hereto, does hereby appoint CT Corporation and its employees (the "CT Service Team Employees"), acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the corporation to act for the Company and in the Company's name for the limited purposes authorized herein.

The Company and the subsidiary entities listed, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any state to CT Corporation, as directed and authorized by the Company.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, CT Service Team Employees shall exercise the power of Vice President, Secretary, Manager, and/or Member.

This Power of Attorney expires when revoked by the undersigned or December 31<sup>st</sup>, 2014, whichever comes first.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on September 4, 2014.

Riverstone National, Inc.,  
a Delaware Corporation

By: *Michael G. Hoffman*  
Name: Michael G. Hoffman  
Title: Chief Legal Officer, Vice President and Secretary

State of Texas  
County of Dallas

On September 4, 2014, before me, the undersigned, a Notary Public in and for said State, personally appeared Michael G. Hoffman, Chief Legal Officer, Vice President and Secretary, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed this instrument.

Witness my hand and official seal.

*Tara L. Wood*  
Tara L. Wood, Notary Public



**EXHIBIT A  
LIST OF SUBSIDIARY ENTITIES**

Riverstone Insurance, Inc. (f/k/a CAS Insurance, Inc.)  
Riverstone Operating LLC (f/k/a CAS Operating LLC)  
CAS Insurance Agency, LLC  
Riverstone Residential Management, LLC (f/k/a CAS Residential LLC)  
Riverstone Residential SF, LLC (f/k/a Compass Capital Solutions, LLC)  
Riverstone Residential Group, LLC  
Riverstone Residential SP, Inc. (f/k/a Stratus Real Estate Inc.)  
Riverstone Residential OSP, LLC  
Riverstone Residential NW, Inc. (f/k/a HSC Real Estate, Inc.)  
Riverstone Residential FL, LLC  
Riverstone Residential SC, LLC  
Riverstone Residential NE, LLC  
Riverstone Residential West, LLC  
Riverstone Residential SW, LLC  
Riverstone Residential SE, LLC  
Riverstone Operating Company, Inc.  
Rockcreek Utility Services, LLC  
Riverstone Residential CA, Inc.