

F12000004810

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

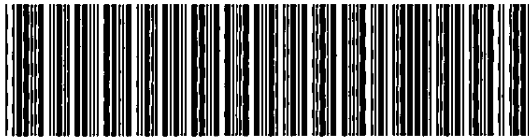
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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TALLAHASSEE, FLORIDA

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H



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 430521 7515113

AUTHORIZATION :

Spudde man

COST LIMIT : \$ 70

ORDER DATE : November 21, 2012

ORDER TIME : 4:02 PM

ORDER NO. : 430521-020

CUSTOMER NO: 7515113

FOREIGN FILINGS

NAME: RIVERSTONE RESIDENTIAL SF, INC

*FILE
2 net*

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Riverstone Residential SF, Inc
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Tiffany Hartgraves
Name of Person
Riverstone Residential
Firm/Company
1201 Elm Street, Suite 1600
Address
Dallas, TX 75270
City/State and Zip code
THartgraves@RiverstoneRes.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tiffany Hartgraves at (214) 965-6000
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Riverstone Residential SF, Inc
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 95-4733414
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03/26/99 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1201 Elm Street, Suite 1600 Dallas, TX 75270
(Principal office address)

1201 Elm Street, Suite 1600 Dallas, TX 75270
(Current mailing address)

8. Property Management
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

Corporation Service Company

By: [Signature] ROBERT BRANCH, Asst. U.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12 NOV 28 AM 9:00
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

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12 NOV 28 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Please See Attached

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Tiffany Hartgraves* _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Tiffany Hartgraves, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Riverstone Residential SF, Inc

Director	Michael Pearson								
Officer	Steve Donohue	President	1201 Elm Street	Suite 1600	Dallas	TX	75270		
Officer	Walt Smith	Executive Vice President	3101 Western Ave	Suite 400	Seattle	WA	98121		
Officer	Pal Ottesen	Vice President, Treasurer, Assistant Secretary	1201 Elm Street	Suite 1600	Dallas	TX	75270		
Officer	Michael Hoffman	Vice President, Secretary	1201 Elm Street	Suite 1600	Dallas	TX	75270		
Officer	Mark A. Polfenbarger	Vice President	1025 Greenwood Blvd	Suite 175	Lake Mary	FL	32746		
Officer	Robert Maurer Couch	Vice President	950 N Point Parkway	Suite 350	Alpharetta	GA	30005		
Officer	Thomas Bisanz	Vice President and Designated Broker	1201 Elm Street	Suite 1600	Dallas	TX	75270		
Officer	Tiffany Hartgraves	Assistant Secretary	1201 Elm Street	Suite 1600	Dallas	TX	75270		
Officer	Renee Holloway	Assistant Treasurer	1201 Elm Street	Suite 1600	Dallas	TX	75270		

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12 NOV 28 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California
Secretary of State

FILED

12 NOV 28 AM 9:00

CERTIFICATE OF STATUS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENTITY NAME:

RIVERSTONE RESIDENTIAL SF, INC.

FILE NUMBER: C2135573
FORMATION DATE: 03/26/1999
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of November 21, 2012.

Debra Bowen

DEBRA BOWEN
Secretary of State