

F05000006994

Division of Corporations

Page 1 of 1

**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: _____

RECEIVED
 14 SEP 17 PM 1:27
 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

FILED
 14 SEP 17 AM 11:13
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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Corporate Filing Menu

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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

CR2ED45 (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: F05000006994
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

*** 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)

FILED
 14 SEP 17 AM 11:13
 MAIL ROOM 1300

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 31st, 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: 

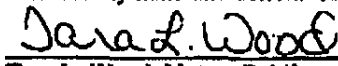
Name: Michael G. Hoffman

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, 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.