

Filing Fee: \$20.00

ID Number: 000487699



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED PARTNERSHIP

2010 DEC 23 PM 12:45

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

STATEMENT OF CHANGE OF SPECIFIED OFFICE
AND/OR REGISTERED AGENT

Pursuant to the provisions of Sections 7-13-4 of the General Laws, 1956, as amended, the undersigned authorizes a change of its specified office and/or its registered agent in the state of Rhode Island as follows:

1. The name of the limited partnership is:
ENVOY MORTGAGE, LTD.
2. The address of the specified office at which shall be kept the records required by Section 7-13-5 to be maintained as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:
(Applicable to domestic limited partnerships only)
3. The address of the NEW specified office at which shall be kept the records required by Section 7-13-5 to be maintained is:
(Applicable to domestic limited partnerships only)
4. The name of the registered agent for service of process as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:
NATIONAL REGISTERED AGENTS, INC.
5. The name of the NEW registered agent for service of process is:
C T Corporation System
6. The address of the registered agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:
222 JEFFERSON BOULEVARD, SUITE 200
7. The NEW address of the registered agent is:
155 South Main Street, Suite 301, Providence, RI 02903

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: 12/21/2010

ENVOY Mortgage, Ltd.
Print Name of Limited Partnership

FILED

DEC 23 2010

By Kovar LLC
General Partner

BY 133769
12:45

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT

Envoy Mortgage, Ltd.
Limited Partnership

Incorporated under the laws of the State of Texas, and the direct or indirect owner of the subsidiary shown on schedule A attached hereto, does hereby appoint

Rebecca Barth, Jenni Roos and/or Debra Boettger

employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the Limited Partnership and in the Limited Partnership's name for the limited purposes authorized herein.

The Limited Partnership 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 Limited Partnership'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 Limited Partnership. The attorney-in-fact will not make such changes without the prior approval of the Limited Partnership

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Rebecca Barth, Jenni Roos and/or Debra Boettger shall exercise the power of General Partner, and or Member/Manager.

This Power of Attorney expires when revoked by the undersigned

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this
December 20, 2010

Envoy Mortgage, Ltd. A Texas a Limited Partnership

By: 

Name: Patrick A. Walden

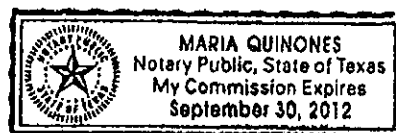
Title: Chief Financial Officer & Chief Operating Officer

State of Texas
County of Harris

On December 20, 2010 before me, the undersigned, a Notary Public in and for said State, personally appeared Patrick A. Walden personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me he/she/they executed the same in his/her/their authorized capacity (ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed this instrument.

Witness my hand and official seal.


Maria I. Quinones, Notary Public



Schedule A

**Envoy Mortgage, Ltd.
Kovar LLC**