

TRI Pointe Homes, Inc.  
Form SC 13G  
July 10, 2014  
**SECURITIES  
AND  
EXCHANGE  
COMMISSION  
Washington,  
D.C. 20549**

**SCHEDULE  
13G**

Under the  
Securities  
Exchange Act of  
1934

(Amendment No.  
)\*

TRI Pointe  
Homes, Inc.  
(Name of Issuer)

Common Stock,  
par value \$0.01  
per share  
(Title of Class of  
Securities)

87265H109  
(CUSIP Number)

June 30, 2014  
(Date of Event  
Which Requires  
Filing of this  
Statement)

Check the  
appropriate box  
to designate the  
rule pursuant to  
which this  
Schedule 13G is  
filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 20  
Pages)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<b>1</b>	NAMES OF REPORTING PERSONS
<b>2</b>	Double Black Diamond Offshore Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
<b>4</b>	Cayman Islands
<b>5</b>	SOLE VOTING POWER
<b>6</b>	- 0 - SHARED VOTING POWER
<b>7</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: 2,929,907 shares of Common Stock
<b>8</b>	SOLE DISPOSITIVE POWER
<b>9</b>	- 0 - SHARED DISPOSITIVE POWER 2,929,907 shares of Common Stock AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING  
PERSON

2,929,907 shares of  
Common Stock

CHECK BOX

IF THE  
AGGREGATE

**10**

AMOUNT IN ..  
ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED

**11**

BY AMOUNT IN  
ROW (9)

9.3%

TYPE OF

REPORTING

**12**

PERSON

CO

**1** NAMES OF REPORTING PERSONS

Black Diamond Offshore Ltd.

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

**3** SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION

**4**

Cayman Islands

**5** SOLE VOTING POWER

- 0 - SHARED VOTING POWER

**6** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

174,556 shares of Common Stock

**7** SOLE DISPOSITIVE POWER

- 0 - SHARED DISPOSITIVE POWER

**8** 174,556 shares of Common Stock

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

PERSON

174,556 shares of  
Common Stock

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

**10**

ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED

**11**

BY AMOUNT IN

ROW (9)

0.6%

TYPE OF

REPORTING

**12**

PERSON

CO

	NAMES OF REPORTING PERSONS
<b>1</b>	Black Diamond Relative Value Offshore Ltd.
<b>2</b>	CHECK THE APPROPRIATE .. BOX IF A (a) .. MEMBER (b) .. OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF
<b>4</b>	ORGANIZATION
	Cayman Islands SOLE VOTING
<b>5</b>	POWER
	- 0 - SHARED VOTING POWER
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:
<b>7</b>	354,683 shares of Common Stock SOLE DISPOSITIVE POWER
	- 0 - SHARED DISPOSITIVE POWER
<b>8</b>	354,683 shares of Common Stock
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING  
PERSON

354,683 shares of  
Common Stock

CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..

**10**

ROW (9)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS

**11**

REPRESENTED  
BY AMOUNT IN  
ROW (9)

1.1%  
TYPE OF  
REPORTING  
PERSON

**12**

CO



**1** NAMES OF REPORTING PERSONS

Black Diamond Arbitrage Offshore Ltd.

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

**3** SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION

**4** Cayman Islands

**5** SOLE VOTING POWER

- 0 - SHARED VOTING POWER

**6** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

18,556 shares of Common Stock

**7** SOLE DISPOSITIVE POWER

- 0 - SHARED DISPOSITIVE POWER

**8** 18,556 shares of Common Stock

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING  
PERSON

18,556 shares of  
Common Stock

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

**10**

ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED

**11**

BY AMOUNT IN

ROW (9)

0.1%

TYPE OF

REPORTING

**12**

PERSON

CO

	NAMES OF REPORTING PERSONS
<b>1</b>	Black Diamond Thematic Offshore Ltd.
	CHECK THE APPROPRIATE .. BOX IF A (a) ..
<b>2</b>	MEMBER (b) .. OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF
<b>4</b>	ORGANIZATION
	Cayman Islands
	SOLE VOTING
<b>5</b>	POWER
	- 0 - SHARED VOTING POWER
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:
	404,928 shares of Common Stock
	SOLE DISPOSITIVE
<b>7</b>	POWER
	- 0 - SHARED DISPOSITIVE POWER
<b>8</b>	404,928 shares of Common Stock
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING  
PERSON

404,928 shares of  
Common Stock

CHECK BOX  
IF THE  
AGGREGATE  
AMOUNT IN ..

**10**

ROW (9)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS

**11**

REPRESENTED  
BY AMOUNT IN  
ROW (9)

1.3%  
TYPE OF  
REPORTING  
PERSON

**12**

CO

<b>1</b>	NAMES OF REPORTING PERSONS
	Carlson Capital, L.P.
<b>2</b>	CHECK THE APPROPRIATE .. BOX IF A <sup>(a)</sup> .. MEMBER <sup>(b)</sup> .. OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF
<b>4</b>	ORGANIZATION
	Delaware
<b>5</b>	SOLE VOTING POWER
	- 0 -
	SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>6</b> 3,913,730 shares of Common Stock SOLE DISPOSITIVE POWER
	- 0 -
	SHARED DISPOSITIVE POWER
<b>8</b>	3,913,730 shares of Common Stock
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

PERSON

3,913,730 shares of  
Common Stock

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED

BY AMOUNT IN

ROW (9)

12.4%

TYPE OF

REPORTING

PERSON

PN; IA

**10**

**11**

**12**

**1** NAMES OF REPORTING PERSONS  
 Asgard Investment Corp.  
**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
**3** SEC USE ONLY  
**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware  
**5** SOLE VOTING POWER  
 - 0 -  
 SHARED VOTING POWER  
**6** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:  
 3,913,730 shares of Common Stock  
**7** SOLE DISPOSITIVE POWER  
 - 0 -  
 SHARED DISPOSITIVE POWER  
**8** 3,913,730 shares of Common Stock  
**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

PERSON

3,913,730 shares of  
Common Stock

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

**10**

ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED

**11**

BY AMOUNT IN

ROW (9)

12.4%

TYPE OF

REPORTING

**12**

PERSON

CO



**1** NAMES OF REPORTING PERSONS

Asgard Investment Corp. II

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

**5** SOLE VOTING POWER

- 0 -

**6** SHARED VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

**7** 3,913,730 shares of Common Stock

**8** SOLE DISPOSITIVE POWER

- 0 -

**9** SHARED DISPOSITIVE POWER

3,913,730 shares of Common Stock

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING

PERSON

3,913,730 shares of  
Common Stock

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

**10**

ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED

**11**

BY AMOUNT IN

ROW (9)

12.4%

TYPE OF

REPORTING

**12**

PERSON

CO

<b>1</b>	NAMES OF REPORTING PERSONS
<b>2</b>	Clint D. Carlson CHECK THE APPROPRIATE .. BOX IF A <sup>(a)</sup> MEMBER (b) .. OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
<b>4</b>	United States SOLE VOTING POWER
<b>5</b>	- 0 - SHARED VOTING POWER
<b>6</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:
<b>7</b>	3,913,730 shares of Common Stock SOLE DISPOSITIVE POWER
<b>8</b>	- 0 - SHARED DISPOSITIVE POWER
<b>9</b>	3,913,730 shares of Common Stock AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,913,730 shares of  
Common Stock  
CHECK BOX  
IF THE  
AGGREGATE  
10 AMOUNT IN ..  
ROW (9)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS  
11 REPRESENTED  
BY AMOUNT IN  
ROW (9)

12.4%  
TYPE OF  
REPORTING  
12 PERSON

IN

**Item 1(a). NAME OF ISSUER**

TRI Pointe Homes, Inc. (the "Issuer")

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES**

19520 Jamboree Road

Suite 200

Irvine, California 92612

**Item 2(a). NAME OF PERSON FILING**

This statement is filed by:

(i) Double Black Diamond Offshore Ltd., a Cayman Islands exempted company ("Double Offshore"), with respect to the Common Stock (as defined below) directly held by it;

(ii) Black Diamond Offshore Ltd., a Cayman Islands exempted company ("Offshore"), with respect to the Common Stock directly held by it;

(iii) Black Diamond Relative Value Offshore Ltd., a Cayman Islands exempted company ("Relative Value Offshore"), with respect to the Common Stock directly held by it;

(iv) Black Diamond Arbitrage Offshore Ltd., a Cayman Islands exempted company ("Arbitrage"), with respect to the Common Stock directly held by it;

(v) Black Diamond Thematic Offshore Ltd., a Cayman Islands exempted company ("Thematic" and together with Double Offshore, Offshore, Relative Value Offshore and Arbitrage, the "Funds"), with respect to the

Common Stock directly held by it;

(vi) Carlson Capital L.P., a Delaware limited partnership ("Carlson Capital"), which serves as the investment manager to the Funds and certain managed accounts (collectively, the "Accounts"), with respect to the Common Stock directly held by the Funds and the Accounts;

vii) Asgard Investment Corp. II, a Delaware corporation ("Asgard II"), which serves as the general partner of Carlson Capital, with respect to the Common Stock directly held by the Funds and the Accounts;

(viii) Asgard Investment Corp., a Delaware corporation ("Asgard"), which is the sole stockholder of Asgard II, with respect to the Common Stock directly held by the Funds and the Accounts; and

(ix) Mr. Clint D. Carlson, a United States citizen ("Mr. Carlson"), who serves as president of Asgard, Asgard II and Carlson Capital, with respect to the Common Stock directly held by the Funds and the Accounts.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons".

The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the Common Stock reported herein.

**Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE**

The address of the principal business office of each of the Reporting Persons is 2100 McKinney Avenue, Suite 1800, Dallas, Texas 75201.

**Item 2(c). CITIZENSHIP**

Each of the Funds is a Cayman Islands exempted company. Carlson Capital is a Delaware limited partnership. Each of Asgard and Asgard II is a Delaware corporation. Mr. Carlson is a United States citizen.

**Item 2(d). TITLE OF CLASS OF SECURITIES**

Common Stock, par value \$0.01 per share (the "Common Stock").

**Item 2(e). CUSIP NUMBER**

87265H109

**Item 3.**

**IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c),  
CHECK WHETHER THE PERSON FILING IS A:**

- (a)  Broker or dealer registered under Section 15 of the Act;
- (b)  Bank as defined in Section 3(a)(6) of the Act;
- (c)  Insurance company as defined in Section 3(a)(19) of the Act;
- (d)  Investment company registered under Section 8 of the Investment Company Act of 1940;
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);



(f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;

(i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;

(j) A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);

(k) Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:

\_\_\_\_\_

#### Item 4. OWNERSHIP.

##### A. Double Offshore:

- (a) Amount beneficially owned: 2,929,907 shares of Common Stock
- (b) Percent of class: 9.3%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 2,929,907 shares of Common Stock
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 2,929,907 shares of Common Stock

##### B. Offshore:

- (a) Amount beneficially owned: 174,556 shares of Common Stock
- (b) Percent of class: 0.6%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 174,556 shares of Common Stock
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 174,556 shares of Common Stock

C. Relative Value Offshore:

- (a) Amount beneficially owned: 354,683 shares of Common Stock
- (b) Percent of class: 1.1%
- (c) (i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 354,683 shares of Common Stock
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 354,683 shares of Common Stock

D. Arbitrage:

- (a) Amount beneficially owned: 18,556 shares of Common Stock
- (b) Percent of class: 0.1%
- (c) (i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 18,556 shares of Common Stock
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 18,556 shares of Common Stock

E. Thematic:

- (a) Amount beneficially owned: 404,928 shares of Common Stock
- (b) Percent of class: 1.3%
- (c) (i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 404,928 shares of Common Stock
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 404,928 shares of Common Stock

F. Carlson Capital:

- (a) Amount beneficially owned: 3,913,730 shares of Common Stock
- (b) Percent of class: 12.4%
- (c) (i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 3,913,730 shares of Common Stock
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 3,913,730 shares of Common Stock

G. Asgard II:

- (a) Amount beneficially owned: 3,913,730 shares of Common Stock
- (b) Percent of class: 12.4%
- (c) (i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 3,913,730 shares of Common Stock
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 3,913,730 shares of Common Stock

H. Asgard:

- (a) Amount beneficially owned: 3,913,730 shares of Common Stock
- (b) Percent of class: 12.4%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 3,913,730 shares of Common Stock
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 3,913,730 shares of Common Stock

I. Mr. Carlson:

- (a) Amount beneficially owned: 3,913,730 shares of Common Stock
- (b) Percent of class: 12.4%
- (c) (i) Sole power to vote or direct the vote: -0-
- (ii) Shared power to vote or direct the vote: 3,913,730 shares of Common Stock
- (iii) Sole power to dispose or direct the disposition: -0-
- (iv) Shared power to dispose or direct the disposition: 3,913,730 shares of Common Stock

The Issuer's Prospectus filed pursuant to Rule 424(b)(3) with the Securities and Exchange Commission on May 22, 2014 indicates that the total number of outstanding shares of Common Stock as of May 15, 2014 was 31,632,533. The percentages used herein and in the rest of the Schedule 13G are based upon such number of shares of Common Stock outstanding. As of June 30, 2014, the Reporting Persons beneficially own 3,913,730 shares of Common Stock in the aggregate, representing approximately 12.4% of the outstanding Common Stock.

**Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.**

If this statement is being filed to report the fact that as of the date hereof the reporting persons has ceased to be the beneficial owner of more than 5% of the class of securities, check the following [    ].

**Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON**

Not applicable.

**Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON**

Not applicable

**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP**

Not applicable



**Item 9. NOTICE OF DISSOLUTION OF GROUP**

Not applicable

**Item 10. CERTIFICATION**

Each of the Reporting Persons hereby makes the following certification:

By signing below, each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No. 87265H109 13G Page 17 of 20 Pages

**SIGNATURES**

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: July 10, 2014

**DOUBLE BLACK DIAMOND OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**BLACK DIAMOND OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**BLACK DIAMOND RELATIVE VALUE OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**BLACK DIAMOND ARBITRAGE OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**BLACK DIAMOND THEMATIC OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**CARLSON CAPITAL, L.P.**

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**ASGARD INVESTMENT CORP.**

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**ASGARD INVESTMENT CORP. II**

/s/ Clint D. Carlson

Name: Clint D. Carlson



Title: President

By: /s/ Clint D. Carlson

Name: Clint D. Carlson

CUSIP No. 87265H109 13G Page 19 of 20 Pages  
Exhibit 1

**JOINT ACQUISITION STATEMENT  
PURSUANT TO RULE 13d-1(k)**

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: July 10, 2014

**DOUBLE BLACK DIAMOND OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson  
Name: Clint D. Carlson  
Title: President

**BLACK DIAMOND OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson  
Name: Clint D. Carlson  
Title: President

**BLACK DIAMOND RELATIVE VALUE OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**BLACK DIAMOND ARBITRAGE OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**BLACK DIAMOND THEMATIC OFFSHORE LTD.**

By: Carlson Capital, L.P., its investment manager

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**CARLSON CAPITAL, L.P.**

By: Asgard Investment Corp. II, its general partner

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**ASGARD INVESTMENT CORP.**

/s/ Clint D. Carlson

Name: Clint D. Carlson

Title: President

**ASGARD INVESTMENT CORP. II**

/s/ Clint D. Carlson  
Name: Clint D. Carlson  
Title: President

By: /s/ Clint D. Carlson  
Name: Clint D. Carlson