



New Mexico

## Secretary of State

Business Services Division

325 Don Gaspar, Suite 300 · Santa Fe, NM 87501

(800) 477-3632 · [www.sos.state.nm.us](http://www.sos.state.nm.us)

### REQUIREMENTS AND INSTRUCTIONS TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY (53-19-47 TO 53-19-56)

**FILING FEES:** \$100. Payment of fees must be made by check or money order, made payable to the New Mexico Secretary of State.

**FILING OF APPLICATION FOR REGISTRATION:** The applying limited liability company shall file with the Secretary of State:

The signed original of the Application for Registration of a Foreign Limited Liability Company  
The Statement of Acceptance of Designated Initial Registered Agent

A certificate of good standing/existence, issued by the appropriate official custodian of limited liability company records for the state or country where the limited liability company originally formed; certificate must be current within thirty days  
The \$100 filing fee

**EXECUTION OF DOCUMENTS:** The Application for Registration of Foreign Limited Liability Company shall be executed (signed) by a person with authority to do so under the laws of the state or country of its organization. The statement of acceptance of appointment of the registered agent shall be executed by the person designated in the application as registered agent, if the agent is an individual, or, if the designated registered agent is a corporation, limited liability company, or partnership, by an authorized person of that entity.

**NOTE:** Please refer to sections 53-19-47 to 53-19-74 of the New Mexico Limited Liability Company Act for the complete statutes governing a foreign limited liability company in New Mexico. The Business Services Division can only act in an administrative capacity. We cannot offer you legal advice or opinion on your particular filing. We recommend that you consult with your own attorney and accountant during the process of registering as a foreign limited liability company.

**INCLUDED IN THIS PACKET ARE INSTRUCTIONS FOR COMPLETING OUR FORMS. PLEASE FOLLOW THESE INSTRUCTIONS CAREFULLY.**



## Instructions For Completing Form FLLC

**Item 1:** Enter the complete company name, exactly as it appears on the certificate of good standing from the state of organization. If the foreign limited liability company name does not contain the words “limited liability company”, or “limited company”, or the abbreviation “L.L.C.”, or “LLC”, or “L.C.”, or “LC”, as required by the New Mexico Limited Liability Company Act, or if its true name is not available in New Mexico, it must adopt a name for use in New Mexico that does contain one of these words or abbreviations. If applicable, enter the adopted name in item 2 of the application.

**Item 2:** A foreign limited liability company may register with the Secretary of State under any name. If the company will transact business in New Mexico under a name other than its true limited liability company name, enter that name in Item 2. A name entered in Item 2 must contain the words “limited liability company” or “limited company” or the abbreviation “L.L.C.”, “LLC”, or “L.C.” or “LC”. The word “limited” may be abbreviated as “ltd.” And the word “company” may be abbreviated as “co.”

**Item 3:** Enter the state or country where the company originally filed to become organized as a limited liability company.

**Item 4:** Enter the date (month, day, and year) the company filed its Articles of Organization in its domestic state. This date must concur with the date as stated on the certificate of good standing, if that information is provided on the certificate.

**Item 5:** If the laws of the domestic state require an office to be maintained by the company in that state, enter the address of that office.

**Item 6:** If Item 5 does not apply, enter the address of the company’s principal office, wherever it may be located.

**Item 7: (Part One)** Enter the name of the registered agent who will accept service of process at the registered office address. **(Part Two)** Enter the address (street, city and state) of the New Mexico registered office. This is the address designated for service of process in New Mexico. This must be a street address, a post office box is not acceptable. A registered agent must be either an individual resident of New Mexico, or a domestic corporation, limited liability company, or partnership having a place of business in New Mexico, or a foreign corporation, limited liability company, or partnership authorized to transact business in New Mexico and having a place of business in New Mexico. Filing Limited Liability Company cannot be its own registered agent.

**Item 8:** Enter the name(s) of the person(s) in whom management of the company is vested.

**Date and Execution:** Enter the date the application was executed (signed). The application must be signed by a person with the authority to do so under the laws of the state or country of its organization.



## Instructions For Completing Form FLLC-STMNT

(Statement For Registered Agent)

### Individual as RA-Box 1

If the registered agent is an **individual resident** of New Mexico, enter the person's name on line 1, the LLC's name on line 2 and the registered agent's signature on line 3.

### Entity as RA-Box 2

If the registered agent is a **registered entity** in New Mexico, enter the name and title of the person authorized to sign for the entity acting as registered agent on line 1, the name of the entity acting as registered agent on line 2, the LLC's name on line 3, and the signature of the authorized person on line 4.

**Do not fill out both boxes, only the one that's applicable.**





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SUBMIT ORIGINAL  
TYPE OR PRINT LEGIBLY  
\$100 FILING FEE

## FOREIGN LIMITED LIABILITY COMPANY APPLICATION FOR REGISTRATION

The undersigned limited liability company, in order to apply for a Certificate of Registration to transact business in New Mexico under the Limited Liability Company Act, submits the following statement to the Secretary of State:

1. The name of the limited liability company is:

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2. If it proposes to transact business in New Mexico under a different name, the name it elects for use in New Mexico is:

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3. It is organized under the laws of:

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4. The date of organization in its domestic state is:

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5. If so required by the laws of the domestic state, the address of the office required to be maintained in the domestic state is:

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6. If the laws of the domestic state do not require an address to be maintained in that state, then the street **AND** mailing address of the principal office of the limited liability company are:

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7. The name of the registered agent is (The RA must be an individual resident or registered entity in **NM**):

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The New Mexico street address of the company's initial registered agent is (Must be a physical address):

8. The name(s) of the person(s) in whom management of the limited liability company is vested is:

The company is a foreign limited liability company as defined in Section 2 of the New Mexico Limited Liability Company Act. The Secretary of State is appointed the agent of the foreign limited liability company for service of process if, upon resignation of the appointed registered agent no agent has been appointed, or, if appointed, the agent's authority has been revoked or the agent cannot be found or served in the exercise of reasonable diligence.

Dated: \_\_\_\_\_

By: \_\_\_\_\_

Authorized Person's Signature	Authorized Person's Printed Name
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THIS APPLICATION MUST BE ACCOMPANIED BY A CERTIFICATE OF GOOD STANDING / EXISTENCE, ISSUED BY THE APPROPRIATE OFFICIAL CUSTODIAN OF LIMITED LIABILITY COMPANY RECORDS FOR THE STATE OR COUNTRY UNDER THE LAWS OF WHICH THE COMPANY IS ORGANIZED. THIS CERTIFICATE MUST BE ORIGINAL OR ELECTRONICALLY ISSUED, AND MUST BE CURRENT WITHIN THIRTY DAYS OR HAS NOT EXPIRED, UPON SUBMISSION TO THE SECRETARY OF STATE.



**FOREIGN LIMITED LIABILITY COMPANY  
STATEMENT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED INITIAL REGISTERED AGENT**

Complete Box 1 if the Registered Agent is an individual.  
Complete Box 2 if the Registered Agent is a corporation, limited liability company or partnership.  
**Only complete the applicable box.**

**Box 1-Individual as Registered Agent**

I,

(Registered Agent's Printed Name)

hereby acknowledge that the undersigned individual accepts the appointment as Initial Registered Agent

of

(LLC's Name)

the Limited Liability Company which is named in the application.

By

(Registered Agent's Signature)

**Box 2-Entity as Registered Agent**

I,

(Authorized Person's Printed Name)

(Authorized Person's Title)

of

(Registered Agent/Entity's Name)

hereby acknowledge that the undersigned individual accepts the appointment as Initial Registered Agent

of

(LLC's Name)

the Limited Liability Company which is named in the application.

By

(Registered Agent's Signature)



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### DOCUMENT DELIVERY INSTRUCTION FORM

(You must have one Document Delivery Instruction Form for **each** filing being submitted. Please type or print legibly.)

Entity Name: \_\_\_\_\_

Mailing Address (Include city, state and zip code): \_\_\_\_\_

Contact Name: \_\_\_\_\_

Contact Phone Number: \_\_\_\_\_

Contact Email: \_\_\_\_\_

Please check how the documents are to be delivered

Will Pick Up

Mail to Address Above

IF YOU HAVE SELECTED TO PICK UP YOUR DOCUMENTS, OUR OFFICE WILL CONTACT YOU WHEN YOUR DOCUMENTS ARE COMPLETED AND READY FOR PICK UP. **DOCUMENTS WILL NOT BE HELD FOR MORE THAN 5 BUSINESS DAYS.** IF YOU HAVE NOT PICKED THEM UP WITHIN THAT TIME FRAME, THEY WILL BE MAILED TO THE ADDRESS LISTED ABOVE. PLEASE CONTACT OUR OFFICE AT 800-477-3632 AND NOTIFY US IF YOU ARE NOT ABLE TO PICK THEM UP WITHIN THAT TIME FRAME.

---THANK YOU

