



New Mexico

## Secretary of State

Business Services Division

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### REQUIREMENTS AND INSTRUCTIONS FOR ORGANIZING A NEW MEXICO LIMITED LIABILITY COMPANY (53-19-7 TO 53-19-10 NMSA 1978)

**FILING FEES:** \$50. Payment of fees must be made by check or money order, made payable to the New Mexico Secretary of State.

**FILING:** The organizer(s) of a limited liability company shall file with the Secretary of State:

- 1) The signed original of the Articles of Organization
- 2) The Statement of Acceptance of Appointment by Designated Initial Registered Agent, signed by the registered agent
- 3) The \$50 filing fee

**EXECUTION OF DOCUMENTS:** The Articles of Organization shall be executed (signed) by the person forming the limited liability company (the organizer), with the printed name next to his/her signature and the capacity in which he/she signs. The person executing the document may do so as an attorney-in-fact. The registered agent's statement shall be executed by the person designated in the articles 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 the New Mexico Limited Liability Company Act (53-19-1 to 53-19-74, NMSA 1978) for the complete statutes governing a limited liability company. 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 organizing your company.

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

## Instructions For Completing Form DLLC

(Articles of Organization)

**Article One:** Enter the complete company name, which 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.”. Please note that the official limited liability company name is determined from Article One, exactly as set forth including punctuation. A “dba” name or “aka” name cannot be stated as part of the limited liability company name in Article One.

**Article Two:** If the limited liability company is to have a period of existence other than perpetual, enter the desired period of duration. If no entry is made, duration is assumed to be perpetual.

**Article Three:** A New Mexico limited liability company must continually maintain a registered agent and registered office address. 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. **(1)** Enter the name of the registered agent, who must be located at the registered office address. **(2)** Enter the complete street address of the registered office located in New Mexico. If the registered office is outside a municipality where a street address does not exist, provide a description of the geographical location. **(3)** Enter the complete street address of the limited liability company’s current principal place of business, if different from the address of the registered office. The principal place of business may be located outside of New Mexico. **(4)** Enter the complete mailing address of the limited liability company.

**Article Four:** Check “YES” only if this statement is applicable. Unless the Articles of Organization vest management of the limited liability company in one or more managers, management of the business and affairs of the company is vested in the members.

**Article Five:** Check “YES” only if this statement is applicable.

**Article Six:** The Articles of Organization will be effective on the Secretary of State’s file date, or at any later date if specified.

**Date and Execution:** Enter the date the document was executed (signed). On the appropriate lines, provide the signature of the organizer(s) and the printed names.

## **Instructions For Completing Form DLLC-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 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.**