

PUBLIC REGULATION COMMISSION
CORPORATIONS BUREAU
CHARTERED DOCUMENTS DIVISION
P.O. BOX 1269
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REQUIREMENTS FOR ORGANIZING A NEW MEXICO LIMITED LIABILITY COMPANY
(53-19-7 TO 53-19-10 NMSA 1978)

FILING FEES: Articles of Organization, \$50 (submit a signed original of the articles, together with a duplicate copy which may be either signed or photocopied; the duplicate copy and a Certificate of Organization will be returned for the company's records). *The following fees apply only if you want an additional copy or copies to be certified: \$25* per certified copy; if you do not provide the extra copy, a reproduction fee of **\$1** per page, minimum **\$10** is charged in addition to the \$25 certification fee. Payment of fees must be made by **check or money order**, made payable to the New Mexico Public Regulation Commission (NMPRC). The PRC does not accept cash payment for any fees.

FORMATION: One or more persons may form a limited liability company by filing Articles of Organization with the commission. The person forming the limited liability company need not be a member of the limited liability company.

FILING: The organizer(s) of a limited liability company shall file with the commission: **(1) the signed original of the Articles of Organization, together with a duplicate copy** which may be either signed or photocopied; **(2) a statement** for the acceptance of appointment of the registered agent; and **(3) \$50** filing fee. If the commission determines that the documents delivered for filing conform with the provisions of the Limited Liability Company Act, it shall, when all required filing fees have been paid, retain the signed original in the files of the commission and return the duplicate together with a Certificate of Organization.

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. Powers of attorney relating to the execution of the document need not be shown to or filed with the commission. 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. A copy of the statutes can be obtained from this office at your request. The Corporations Bureau 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.

Please visit our website at: www.nmprc.state.nm.us

DOCUMENTS MUST BE TYPED OR PRINTED LEGIBLY

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. The duty of the registered agent is to forward to the limited liability company any notice, process or demand that is served on the company. 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 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. (2) Enter the name of the registered agent, who must be located at the registered office address. (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.

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 commission’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)

On line one, enter the printed name of the individual designated as registered agent, or, if a corporation, limited liability company or partnership is the registered agent, the name of the authorized person who is signing for that entity. Filing limited liability company cannot be its own registered agent.

On line two, enter the complete name of the limited liability company, exactly as it is stated in article one of the Articles of Organization.

If the registered agent named in the articles is an individual, that individual must sign the statement on the first signature line only. If the registered agent named in the articles is an entity, only the next signature block must be used. The name of the entity being appointed as registered agent must be entered, and an authorized person of that entity must sign on the “By___” line. *Use only the signature lines that apply. If the individual signature line is used, the other signature block must be left blank, and vice versa.*

**SUBMIT ORIGINAL AND A COPY
TYPE OR PRINT LEGIBLY**

**Limited Liability Company
ARTICLES OF ORGANIZATION**

The undersigned, acting as organizer(s) of a limited liability company pursuant to the New Mexico Limited Liability Company Act, adopt the following Articles of Organization:

ARTICLE ONE: The name of the limited liability company is: _____

ARTICLE TWO: The period of duration (if other than perpetual) is: _____

ARTICLE THREE:

(1) The New Mexico street address of the company's initial registered office is:

(P.O. Box is not acceptable. Provide a description of the geographical location if a street address does not exist.)

(2) The name of the initial registered agent at that address is: _____

(3) The street address of the company's principal place of business, if different from its registered office, is: _____

ARTICLE FOUR (check only if applicable):

____ YES Management of the business and affairs of the company is vested in a manager.

ARTICLE FIVE (check only if applicable):

____ YES The limited liability company is a single member limited liability company.

ARTICLE SIX: If these Articles of Organization are not to be effective upon filing with the commission, the effective date is: *(if an effective date is specified here, it cannot be a date prior to the date the articles are received by the commission)* _____

Dated: _____

Signature of Organizer(s) **Printed Name(s)**

STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

I, _____,

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

_____,

the limited liability company which is named in the annexed Articles of Organization.

(Sign on this line if the registered agent named in the Articles of Organization is an individual.

If this line is signed, the two lines below do not apply and must be left blank.)



CORPORATION ACTING AS A REGISTERED AGENT ONLY

(If the following lines are used, the signature line above does not apply and must be left blank)

(If the registered agent named in the Articles of Organization is a corporation, limited liability company, or partnership, type or print the name of that entity here.)

By _____

(An authorized person of the entity being appointed as registered agent must sign here)