



New Mexico

Secretary of State

Business Services Division

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REQUIREMENTS AND INSTRUCTIONS TO QUALIFY A FOREIGN NONPROFIT CORPORATION (53-8-68 TO 53-8-69 NMSA 1978)

FILING FEES: \$25 Payment of fees must be made by check or money order, made payable to the New Mexico Secretary of State.

APPLICATION FOR CERTIFICATE OF AUTHORITY: The applying corporation shall file with the Secretary of State:

- 1) The signed original of the Application for Certificate of Authority
- 2) The Statement of Acceptance of Designated Initial Registered Agent, signed by the registered agent
- 3) A certificate of good standing/existence, issued by the appropriate official custodian of corporate records for the state or country where the corporation originally incorporated; certificate must be current within thirty days
- 4) The \$25 filing fee

EXECUTION OF DOCUMENTS: The Application for Certificate of Authority shall be executed (signed) by two officers of the corporation. The registered agent's statement shall be signed 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, by an authorized officer of that corporation.

NOTE: Please refer to Sections 53-8-64 to 53-8-99 of the New Mexico Nonprofit Corporation Act for the complete statutes governing a foreign nonprofit corporation 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 qualification as a foreign corporation.

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

Instructions For Completing Form FNP

(Application for Certificate of Authority)

Item One: (Part one) Enter the complete corporate name, exactly as it appears on the certificate of good standing from the domestic state. A “dba” name or “aka” name cannot be included. If the true corporate name is not available in New Mexico, a resolution by the board of directors adopting a fictitious name for use in conducting affairs in New Mexico must be submitted with the application. The resolution must be signed by an authorized officer and must identify the New Mexico state agency that turned down the true corporate name. **(Part Two)** Enter the state or country where the corporation originally filed to become incorporated.

Item Two: (Part One) Enter the date (month, day, and year) the corporation filed its Articles of Incorporation 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. **(Part Two)** Enter the period of duration (how long the corporation will be in existence in its domestic state). This may be stated as perpetual, or as a specific date or number of years.

Item Three: (Part One) Enter the address of the corporation’s registered office in its domestic state. This is the address designated for service of process in the domestic state. **(Part Two)** Enter the street **AND** mailing address of the corporation’s principal office (corporate business office), which may be located anywhere. If the principal office address is the same as the registered office address, part two may be left blank.

Item Four: (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, a domestic profit or nonprofit corporation having a place of business in New Mexico, or a foreign profit or nonprofit corporation authorized to transact business in New Mexico and having a place of business in New Mexico. Filing corporation cannot be its own registered agent.

Item Five: Enter the specific purpose for which the corporation will be conducting affairs in New Mexico.

Item Six: Enter the names and titles of the officers and directors of the corporation, and their respective addresses, which may be business or personal addresses. At least two officers and one director must be listed.

Date and Execution: Enter the date the application was executed (signed). Enter the name of the applying corporation on the line provided. The application must be signed by two officers of the corporation.

Instructions For Completing Form FNP-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 corporation's name on line 2 and the registered agent's signature on line 3.

Corporation as RA-Box 2

If the registered agent is a **registered corporation** in New Mexico, enter the name and title of the person authorized to sign for the corporation acting as registered agent on line 1, the name of the corporation acting as registered agent on line 2, the nonprofit'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.