



New Mexico
Secretary of State

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SECRETARY OF STATE
CORPORATIONS BUREAU
CHARTERED DOCUMENTS DIVISION
325 DON GASPAR, SUITE 300
SANTA FE, NEW MEXICO 87501
(800) 477-3632

REQUIREMENTS FOR AMENDING THE ARTICLES OF INCORPORATION
OF A NONPROFIT CORPORATION (53-8-35 TO 53-8-38 NMSA 1978)

FILING FEES: Articles of Amendment to the Articles of Incorporation, \$20 (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 Amendment will be returned for the corporation's records). *The following fees apply only if you want an additional copy or copies to be certified: \$10* per certified copy; if you do not provide the extra copy, a reproduction fee of **\$1** per page, minimum **\$5** is charged in addition to the \$10 certification fee. Payment of fees must be made by **check or money order**, made payable to the New Mexico Secretary of State. The New Mexico Secretary of State does not accept cash payment for any fees.

PURPOSE OF FILING: A corporation must amend its Articles of Incorporation to change its corporate name; change its period of duration; change, enlarge or diminish its corporate purpose; and other respects as may be desired, so long as the Articles of Incorporation as amended contain only provisions that may be lawfully contained in Articles of Incorporation at the time of making the amendment. It is **not** necessary to file Articles of Amendment for the purpose of changing the registered office address or registered agent, or to change the names and addresses of the officers of the corporation. A supplemental report, with a filing fee of \$10, must be filed with the Ugetgct{"qh"Ucvg"to record these changes.

PROCEDURE TO AMEND ARTICLES OF INCORPORATION: If there are members entitled to vote on an amendment, the board of directors must adopt a resolution setting forth the proposed amendment and submit it to a vote of the members, and the amendment shall be adopted upon receiving at least two-thirds of the votes, or by a consent in writing signed by all members entitled to vote. **If there are no members, or no members entitled to vote on an amendment**, the amendment must be adopted by a majority vote of the board of directors.

FILING: The corporation shall file with the Ugetgct{"qh"Ucvg: **(1) a signed original of the Articles of Amendment, together with a duplicate copy** which may be either signed or photocopied; and **(2) \$20** filing fee. If the Ugetgct{"qh"Ucvg determines that the documents delivered for filing conform with the provisions of the Nonprofit Corporation Act, it shall, when all required filing fees have been paid, retain the signed original in the files of the Ugetgct{"qh"Ucvg and return the duplicate together with a Certificate of Amendment.

EXECUTION OF DOCUMENTS: The Articles of Amendment to the Articles of Incorporation shall be executed (signed) by two authorized officers of the corporation.



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NOTE: Please refer to the New Mexico Nonprofit Corporation Act (53-8-1 to 53-8-99, NMSA 1978) for the complete statutes governing a nonprofit corporation. 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 if you have any legal questions concerning your corporation.

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

Please visit our website at: <http://www.sos.state.nm.us/>

DOCUMENTS MUST BE TYPED OR PRINTED LEGIBLY

Instructions For Completing Form DNP-AM (Articles of Amendment to the Articles of Incorporation)

Article One: Enter the complete name of the corporation, as it currently appears on the records of the Ugetget{"qh'Ucvg, and the NM CORP# (charter ID number found on the Certificate of Incorporation). **NOTE:** If amending to change the corporate name, do not enter the proposed new name in Article One. The proposed new name must be set forth only in Article Two, where it must be identified as an amended article.

Article Two: Enter the amended articles. Provide the text of only the particular articles that are being amended. Identify each amended article with its corresponding article number as set forth in the original Articles of Incorporation (example: “amended Article #___(text of amended article would follow)”). If new articles are being added, provide the text of the new article with an identifying article number (example: “adding new Article #___(text of new article would follow)”). If articles are being deleted from the Articles of Incorporation, identify the deleted article number (example: “deleting Article #___”).

Article Three: Select the appropriate statement indicating the action by which the amendment was adopted, and enter the date of the meeting as required in the statement selected.

Article Four: The Articles of Amendment will be effective on the Ugetget{"qh'Ucvg's file date, or at a later date not more than thirty 0days subsequent to the delivery of the articles to the Ugetget{"qh'Ucvg, if specified.

Date and Execution: Enter the date the document was executed (signed). In the blank provided enter the name of the corporation as it appears in Article One of the Articles of Amendment. The Articles of Amendment must be signed by **two** authorized officers of the corporation.