



New Mexico
Secretary of State
Corporations Bureau

325 Don Gaspar, Suite 300 · Santa Fe, NM 87501
(800) 477-3632 · www.sos.state.nm.us

DOMESTIC LIMITED LIABILITY COMPANY ORGANIZATION
REQUIREMENTS FOR ORGANIZING A NEW MEXICO LIMITED LIABILITY COMPANY
(53-19-7 TO 53-19-10 NMSA 1978)
(SOS-DLLC)

FILING FEE: Articles of Organization, \$50 (submit a signed original of the Articles of Organization.) A Certificate of Organization and a duplicate copy of the Articles of Organization will be returned for the company's records. Payment **must** be made by check or money order, made payable to the New Mexico Secretary of State (NMSOS).

FORMATION: One or more persons (organizer(s)) may form a Limited Liability Company by filing Articles of Organization with the Secretary of State. **The person forming the Limited Liability Company need not be a member of the Limited Liability Company.** An Organizer(s) name **CANNOT** be removed at any time.

FILING: The organizer(s) of a Limited Liability Company shall file with the Office of the Secretary of State:

- (1) The signed original **Articles of Organization**.
- (2) The signed original of the **Statement of Acceptance of Appointment by Designated Initial Registered agent**
- (3) **\$50 filing fee**, made payable to the New Mexico Secretary of State (NMSOS)
- (4) A completed **Document Delivery Instructions Form**.

EXECUTION OF DOCUMENTS: The **Articles of Organization** shall be executed (signed by the person(s) who are organizing the Limited Liability Company as the organizer(s)), with the printed name next to his/her signature with the title of organizer. The person executing the document may do so as an attorney-in-fact. Power of attorney relating to the execution of the document need not be filed with the Secretary of State. The **Statement of Acceptance of Appointment by Designated Initial Registered Agent** shall be executed by the person designated in the Articles of Organization 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.

DOCUMENT DELIVERY INSTRUCTIONS: Please complete this form with your contact information to advise the Corporations office how the documents will be returned to you. This form must be submitted with your application.

If the Secretary of State 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 Secretary of State and return the duplicate together with a Certificate of Organization.

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 viewed on our website at <http://www.sos.state.nm.us/uploads/files/Corporations/ch53Art19.pdf>. 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**



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Instructions for Completing Articles of Organization (FORM SOS-DLLC)

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 end date or period of duration (number of years to be active). 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 service of process 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. A Limited Liability Company cannot be its own registered agent.

- 1) Enter the complete street address for the registered agent 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. **A Post Office Box is not acceptable.**
- 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 registered agent’s address. The principal place of business may be located outside of New Mexico.
- 4) The mailing address of the Limited Liability Company, is required and can be a post office box.

Article Four: Check “YES” only if this statement is applicable. Management of the Limited Liability Company is vested in one or more managers.

Article Five: Check “YES” only if this statement is applicable. The Limited Liability Company is a single member Limited Liability Company.

Article Six: The Articles of Organization will be effective on the file date of the Secretary of State 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.

DOCUMENTS MUST BE TYPED OR PRINTED LEGIBLY



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**Instructions for Completing
Statement of Acceptance of Appointment
by Designated Initial Registered Agent
(FORM SOS-DLLCSOA)**

Use only the Signature lines which apply. If the individual as registered agent box is used, the other box must be left blank, and vice versa.

Individual as Registered Agent (Box 1)

On line one, enter the printed name of the individual designated as the Registered Agent, exactly as it is stated in ARTICLE THREE (2). The 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.

On line three, individual named as the Registered Agent will sign.

Entity Acting as Registered Agent (Box 2)

On line one, enter the printed name of the authorized person who is signing on behalf of the Corporation, Limited Liability Company or Partnership designated as the Registered Agent.

On line two, enter the name of the Corporation, Limited Liability Company or Partnership listed as the Registered Agent in the Articles of Organization. (Filing Limited Liability Company cannot be its own Registered Agent)

On line three, enter the complete name of the Limited Liability Company exactly as it is stated in Article One of the Articles of Organization.

On line four, authorized person of entity appointed will sign.

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