

1 SENATE BILL 438

2 **52ND LEGISLATURE - STATE OF NEW MEXICO - FIRST SESSION, 2015**

3 INTRODUCED BY

4 Phil A. Griego

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10 AN ACT

11 RELATING TO CORPORATIONS; MODIFYING CERTAIN APPLICATION AND
12 FILING REQUIREMENTS; ADJUSTING FEES FOR COPYING SERVICES
13 PROVIDED BY THE SECRETARY OF STATE; IMPOSING A FEE FOR CREDIT
14 AND DEBIT CARD PAYMENTS TO THE SECRETARY; SUSPENDING FILING
15 PRIVILEGES FOR ENTITIES LIABLE FOR PAYMENTS TO THE SECRETARY;
16 MAKING AN APPROPRIATION.

17
18 BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF NEW MEXICO:

19 SECTION 1. Section 53-2-1 NMSA 1978 (being Laws 1975,
20 Chapter 65, Section 1, as amended) is amended to read:

21 "53-2-1. FEES OF [~~PUBLIC REGULATION COMMISSION~~] SECRETARY
22 OF STATE.--

23 A. For filing documents and issuing certificates,
24 the [~~public regulation commission~~] secretary of state shall
25 charge and collect for:

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1 (1) filing articles of incorporation and
2 issuing a certificate of incorporation, a fee of one dollar
3 (\$1.00) for each one thousand shares of the total amount of
4 authorized shares, but in no case less than one hundred dollars
5 (\$100) or more than one thousand dollars (\$1,000);

6 (2) filing articles of amendment and issuing a
7 certificate of amendment increasing the total amount of
8 authorized shares or filing restated articles of incorporation
9 and issuing a restated certificate of incorporation increasing
10 the total amount of authorized shares, a fee equal to the
11 difference between the fee computed at the rate set forth in
12 Paragraph (1) of this subsection upon the total amount of
13 authorized shares, including the proposed increase, and the fee
14 computed at the rate set forth in Paragraph (1) of this
15 subsection upon the total amount of authorized shares,
16 excluding the proposed increase, but in no case less than one
17 hundred dollars (\$100) or more than one thousand dollars
18 (\$1,000);

19 (3) filing articles of amendment and issuing a
20 certificate of amendment not involving an increase in the total
21 amount of authorized shares or filing restated articles of
22 incorporation and issuing a restated certificate of
23 incorporation not involving an increase in the total amount of
24 authorized shares, a fee of one hundred dollars (\$100);

25 (4) filing articles of merger, consolidation

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1 or exchange and issuing a certificate of merger or
2 consolidation or exchange, a fee equal to the difference
3 between the fee computed at the rate set forth in Paragraph (1)
4 of this subsection upon the total amount of authorized shares
5 in the articles of merger or consolidation in excess of the
6 total amount of authorized shares of the corporations merged or
7 consolidated or upon the amount of the shares exchanged, but in
8 no case less than two hundred dollars (\$200) or more than one
9 thousand dollars (\$1,000);

10 (5) filing an application to reserve a
11 corporate name or filing a notice of transfer of a reserved
12 corporate name, a fee of twenty-five dollars (\$25.00);

13 (6) filing a statement of a change of address
14 of the registered office or change of the registered agent, or
15 both, a fee of twenty-five dollars (\$25.00);

16 (7) filing an agent's statement of change of
17 address of registered agent [~~for each affected corporation~~], a
18 fee of twenty-five dollars (\$25.00);

19 (8) filing a statement of the establishment of
20 a series of shares, a fee of one hundred dollars (\$100);

21 (9) filing a statement of reduction of
22 authorized shares, a fee of one hundred dollars (\$100);

23 (10) filing a statement of intent to dissolve,
24 a statement of revocation of voluntary dissolution proceedings
25 or articles of dissolution, a fee of fifty dollars (\$50.00);

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1 (11) filing an application of a foreign
2 corporation for an amended certificate of authority to transact
3 business in this state and issuing an amended certificate of
4 authority, a fee of fifty dollars (\$50.00);

5 (12) filing a copy of articles of merger or
6 conversion of a foreign corporation holding a certificate of
7 authority to transact business in this state not increasing the
8 total amount of authorized shares, a fee of two hundred dollars
9 (\$200);

10 (13) filing an application for a certificate
11 of authority of a foreign corporation and issuing to it a
12 certificate of authority, a fee of one dollar (\$1.00) for each
13 one thousand shares of the total number of authorized shares
14 represented in this state, but in no case less than two hundred
15 dollars (\$200) or more than one thousand dollars (\$1,000);

16 (14) filing articles of merger or
17 consolidation increasing the total amount of authorized shares
18 that the surviving or new corporation is authorized to issue in
19 excess of the aggregate number of shares that the merging or
20 consolidating domestic and foreign corporations authorized to
21 transact business in this state had authority to issue, a fee
22 of one dollar (\$1.00) for each one thousand shares of the
23 increase in the total amount of authorized shares represented
24 in this state, but in no case less than two hundred dollars
25 (\$200) or more than one thousand dollars (\$1,000);

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1 (15) filing an application for withdrawal of a
2 foreign corporation and issuing a certificate of withdrawal, a
3 fee of fifty dollars (\$50.00);

4 (16) filing a corporate report and filing a
5 supplemental report, a fee of twenty-five dollars (\$25.00);

6 (17) filing any other statement, corrected
7 document or report of a domestic or foreign corporation, a fee
8 of twenty-five dollars (\$25.00);

9 (18) issuing a certificate of good standing
10 and compliance, a fee of fifty dollars (\$50.00); and

11 (19) issuing a letter of reinstatement of a
12 domestic or foreign corporation, a fee of two hundred dollars
13 (\$200).

14 B. The [~~public regulation commission~~] secretary of
15 state shall also charge and collect for furnishing copies of
16 any document, instrument or paper relating to a corporation a
17 fee of [~~one dollar (\$1.00) per page, but in no case less than~~
18 ~~ten dollars (\$10.00)~~]. In addition, a fee of ~~twenty-five~~
19 ~~dollars (\$25.00)~~ shall be paid in each instance where the
20 ~~commission provides the copies of the document to be~~
21 ~~certified~~]:

22 (1) ten dollars (\$10.00) for an uncertified
23 copy of documents, instruments or papers; and

24 (2) twenty-five dollars (\$25.00) for a
25 certified copy of documents, instruments or papers.

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1 C. As used in this section:

2 (1) "total amount of authorized shares" means
3 all shares of stock that the corporation is authorized to
4 issue; and

5 (2) "number of authorized shares represented
6 in this state" means the proportion of a corporation's total
7 amount of authorized shares that the sum of the value of its
8 property located in this state and the gross amount of business
9 transacted by it or from places of business in this state bears
10 to the sum of the value of all of its property, wherever
11 located, and the gross amount of its business, wherever
12 transacted, as determined from information contained in its
13 application for a certificate of authority to transact business
14 in this state.

15 D. The [~~public regulation commission~~] secretary of
16 state shall also charge and collect fees, according to a fee
17 schedule approved by the department of finance and
18 administration, for the provision of services requested by
19 persons, agencies and entities dealing with the [~~commission~~]
20 secretary.

21 E. The [~~public regulation commission~~] secretary of
22 state may adopt rules establishing reasonable fees for the
23 following services rendered in connection with a service
24 required or permitted to be rendered pursuant to a provision of
25 Chapter 53 NMSA 1978:

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- 1 (1) an expedited service; ~~[or]~~
2 (2) the handling of checks, drafts, credit or
3 debit cards or other means of payment upon adoption of rules
4 authorizing their use, for which sufficient funds are not on
5 deposit; and
6 (3) the handling of credit cards and debit
7 cards.

8 F. Amounts collected for the handling of credit
9 cards and debit cards are appropriated to the secretary of
10 state for the purpose of defraying the expense of providing the
11 service. At the end of a fiscal year, those amounts shall not
12 revert to the general fund."

13 SECTION 2. Section 53-2-3 NMSA 1978 (being Laws 1905,
14 Chapter 79, Section 120, as amended) is amended to read:

15 "53-2-3. DISPOSITION OF FEES.--~~[The public regulation~~
16 ~~commission]~~ Except as otherwise provided by law, the secretary
17 of state shall turn over to the state treasurer the fees
18 collected under the provisions of [this] Chapter 53, Article 2
19 NMSA 1978 in the manner required by law. The [commission]
20 secretary is not responsible for a fraudulent or worthless
21 check, draft, warrant, order or other means of payment accepted
22 [by it] in good faith for the payment of a fee or on behalf of
23 a corporation, but [it shall be permitted to] the secretary may
24 deduct the fee from money held [by it] to be paid into the
25 state treasury. If a fraudulent or worthless check, draft,

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1 warrant or order is not made good immediately, it is the duty
2 of the attorney general, as soon as the facts are made known to
3 ~~[him]~~ the attorney general, to institute suit against the
4 corporation and, if sent by the incorporators, its
5 incorporators in the name of the state for the recovery of the
6 amount of the check, draft, warrant, order or other means of
7 payment, and protest fees and costs of the action shall be
8 assessed against the defendant."

9 SECTION 3. Section 53-2-3.1 NMSA 1978 (being Laws 1979,
10 Chapter 179, Section 1, as amended) is amended to read:

11 "53-2-3.1. FEES OF ~~[STATE CORPORATION COMMISSION]~~
12 SECRETARY OF STATE--DISHONORED CHECK--CIVIL PENALTY--SUSPENSION
13 OF FUTURE FILINGS.--

14 A. In addition to any penalties, fees or costs
15 ~~[under]~~ incurred pursuant to the provisions of Section 53-2-3
16 NMSA 1978, any person who pays a fee, tax, penalty or interest
17 by check to the ~~[state corporation commission]~~ secretary of
18 state and which check is dishonored upon presentation is liable
19 to the ~~[commission]~~ secretary for such fee, tax, penalty or
20 interest, together with a civil penalty of twenty dollars
21 (\$20.00) for each such check.

22 B. The secretary of state shall not accept for
23 filing any document, instrument or paper from a person that is
24 liable to the secretary for a fee, tax, penalty, interest or
25 civil penalty until the liability is discharged."

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1 SECTION 4. Section 53-5-7 NMSA 1978 (being Laws 1959,
2 Chapter 181, Section 7, as amended) is amended to read:

3 "53-5-7. FAILURE TO FILE CORPORATE REPORTS--PENALTY.--

4 A. A domestic corporation required to file an
5 annual corporate report, as provided in the Corporate Reports
6 Act, that fails to submit the report within the time prescribed
7 for a reporting period shall incur a civil penalty of two
8 hundred dollars (\$200) in addition to the fee for filing the
9 report, such civil penalty to be paid upon filing the report.
10 Sixty days after written notice of failure to file a report has
11 been mailed to the corporation's mailing address as shown in
12 the last corporate report filed with the [~~public regulation~~
13 ~~commission~~] secretary of state, the corporation shall have its
14 certificate of incorporation canceled by the [~~commission~~]
15 secretary without further proceedings, unless the report is
16 filed and all fees and penalties are paid within that sixty-day
17 period.

18 B. A foreign corporation required to file an annual
19 corporate report that fails to submit the report within the
20 time prescribed for any reporting period shall incur a civil
21 penalty of two hundred dollars (\$200) in addition to the fee
22 for filing the report. The civil penalty shall be paid upon
23 filing the report. Sixty days after written notice of failure
24 to file a report has been mailed to the corporation's mailing
25 address as shown in the last corporate report filed with the

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1 ~~[public regulation commission]~~ secretary of state, the
2 corporation shall have its certificate of authority to do
3 business in this state canceled by the ~~[commission]~~ secretary
4 without further proceedings, unless the report is filed and all
5 fees and penalties are paid within that sixty-day period.
6 Nothing in this section authorizes a forfeiture of the right or
7 privilege of engaging in interstate commerce.

8 C. A domestic or foreign corporation not exempted
9 from filing a supplemental report, as provided in the Corporate
10 Reports Act, that fails to submit the required report within
11 the time prescribed for a reporting period shall incur a civil
12 penalty of two hundred dollars (\$200) in addition to the fee
13 for filing the report, such civil penalty to be paid upon
14 filing the report.

15 D. An order of the ~~[public regulation commission]~~
16 secretary of state may be appealed to the district court of
17 Santa Fe county within sixty days of the date it was issued by
18 the ~~[commission]~~ secretary.

19 E. If a report required under the Corporate Reports
20 Act is mailed, the ~~[public regulation commission]~~ secretary of
21 state shall ~~[allow three additional days when considering]~~ deem
22 the date shown on the postmark ~~[as]~~ the date of submission when
23 determining ~~[if]~~ whether a filing is timely."

24 SECTION 5. Section 53-8-69 NMSA 1978 (being Laws 1975,
25 Chapter 217, Section 69, as amended) is amended to read:

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1 "53-8-69. FILING OF APPLICATION FOR CERTIFICATE OF
2 AUTHORITY.--

3 A. The following documents shall be delivered to
4 the [~~commission~~] secretary of state:

5 (1) an original of the application of the
6 corporation for a certificate of authority and a certificate of
7 good standing and compliance issued by the appropriate official
8 of the state or country under the laws of which the corporation
9 is incorporated that is current within thirty days and that has
10 not expired by the time of receipt by the secretary;

11 (2) a statement executed by the designated
12 registered agent in which the agent acknowledges acceptance of
13 the appointment by the filing corporation as its registered
14 agent, if the agent is an individual, or a statement executed
15 by an authorized officer of a corporation that is the
16 designated registered agent, in which the officer acknowledges
17 the corporation's acceptance of the appointment by the filing
18 corporation as its registered agent, if the agent is a
19 corporation; and

20 (3) a copy of whichever statement is filed
21 pursuant to Paragraph (2) of this subsection, which may be a
22 photocopy of the original after it was signed or a photocopy
23 that is conformed to the original.

24 B. If the [~~commission~~] secretary of state finds
25 that the application and the affidavit conform to law, [~~it~~] the

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1 secretary shall, when all fees have been paid as prescribed in
2 the Nonprofit Corporation Act:

3 (1) endorse on the original and copy the word
4 "filed" and the month, day and year of the filing thereof;

5 (2) file in the office of the [~~commission~~]
6 secretary the original of the application and the statement;
7 and

8 (3) issue a certificate of authority to
9 conduct affairs in New Mexico to which shall be affixed the
10 application copy.

11 C. The certificate of authority, together with the
12 application affixed thereto by the [~~commission~~] secretary of
13 state, shall be returned to the corporation or its
14 representative."

15 SECTION 6. Section 53-8-82 NMSA 1978 (being Laws 1975,
16 Chapter 217, Section 82, as amended) is amended to read:

17 "53-8-82. ANNUAL REPORT.--

18 A. Each domestic corporation and each foreign
19 corporation authorized to conduct affairs in New Mexico shall
20 file, within the time prescribed by the Nonprofit Corporation
21 Act, on forms prescribed and furnished by the [~~commission~~]
22 secretary of state to the corporation not less than thirty days
23 prior to the date such report is due, an annual report setting
24 forth:

25 (1) the name of the corporation and the state

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1 or country under the laws of which it is incorporated;

2 (2) the address of the registered office of
3 the corporation in New Mexico and the name of its registered
4 agent in [~~this state~~] New Mexico at such address and, in the
5 case of a foreign corporation, the address of its registered
6 office in the state or country under the laws of which it is
7 incorporated and the address of the principal office of the
8 corporation if different from the address of the registered
9 office;

10 (3) a brief statement of the character of the
11 affairs [~~which~~] that the corporation is actually conducting or,
12 in the case of a foreign corporation, [~~which~~] that the
13 corporation is actually conducting in New Mexico; and

14 (4) the names and respective addresses of [~~the~~
15 ~~directors and officers~~] every director and every officer of the
16 corporation.

17 B. The report shall be signed and sworn to by any
18 two of [~~its~~] the corporation's directors or officers. If the
19 corporation is in the hands of a receiver or trustee, the
20 report shall be executed on behalf of the corporation by the
21 receiver or trustee. A copy of the report shall be maintained
22 at the corporation's principal place of business as contained
23 in the report and shall be made available to the general public
24 for inspection during regular business hours."

25 SECTION 7. Section 53-8-83 NMSA 1978 (being Laws 1975,

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1 Chapter 217, Section 83, as amended) is amended to read:

2 "53-8-83. FILING OF ANNUAL REPORT--INITIAL REPORT--
3 SUPPLEMENTAL REPORT--EXTENSION OF TIME.--

4 A. The annual report of a domestic or foreign
5 corporation shall be delivered to the [~~commission~~] secretary of
6 state on or before the fifteenth day of the fifth month
7 following the end of its taxable year, except that the first
8 annual report of a domestic or foreign corporation shall be
9 filed within thirty days [~~of~~] after the date on which its
10 certificate of incorporation or its certificate of authority
11 was issued by the [~~commission~~] secretary.

12 B. A supplemental report shall be filed with the
13 [~~commission~~] secretary of state within thirty days if, after
14 the filing of the annual report required under the Nonprofit
15 Corporation Act, a change is made in:

16 (1) the name of the corporation;

17 (2) the mailing address, street address or the
18 geographical location of the corporation's registered office in
19 [~~this state~~] New Mexico and the name of the agent upon whom
20 process against the corporation may be served;

21 (3) the name or address of any of the
22 directors or officers of the corporation or the date when the
23 term of office of each expires, in which case the names,
24 addresses and dates of term expiration of every director and
25 officer shall be reported; or

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1 (4) the corporation's principal place of
2 business within or without [~~the state~~] New Mexico.

3 C. Proof to the satisfaction of the [~~commission~~]
4 secretary of state that, prior to the due date of any report
5 required by Subsection A or B of this section, the report was
6 deposited in the United States mail in a sealed envelope,
7 properly addressed, with postage prepaid, shall be deemed
8 compliance with the requirements of this section. If the
9 [~~commission~~] secretary finds that the report conforms to the
10 requirements of the Nonprofit Corporation Act, [~~it~~] the
11 secretary shall file the same. If the [~~commission~~] secretary
12 finds that it does not so conform, [~~it~~] the secretary shall
13 promptly return the report to the corporation for any necessary
14 corrections, in which event the penalties prescribed for
15 failure to file the report within the time provided shall not
16 apply, if the report is corrected to conform to the
17 requirements of the Nonprofit Corporation Act and returned to
18 the [~~commission~~] secretary within thirty days [~~from~~] after the
19 date on which it was mailed to the corporation by the
20 [~~commission~~] secretary.

21 D. Upon application by a corporation and for good
22 cause shown, the [~~commission~~] secretary of state may extend,
23 for no more than a total of twelve months, the date on which a
24 return required by the provisions of the Nonprofit Corporation
25 Act must be filed or the date on which the payment of any fee

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1 is required, but no extension shall prevent the accrual of
2 interest as otherwise provided by law. The [~~commission~~]
3 secretary shall, when an extension of time has been granted a
4 nonprofit corporation under the [~~United States~~] federal
5 Internal Revenue Code of 1986 for the time in which to file a
6 return, grant the corporation the same extension of time to
7 file the required return and to pay the required fees if a copy
8 of the approved federal extension of time is [~~attached to the~~]
9 provided to the secretary for filing prior to the filing of the
10 corporation's report. An extension shall not prevent the
11 accrual of interest as otherwise provided by law.

12 E. Nothing in this section prevents the collection
13 of a fee or penalty due upon the failure of any corporation to
14 submit the required report.

15 F. No annual or supplemental report required to be
16 filed [~~under~~] pursuant to the provisions of this section shall
17 be deemed to have been filed if the fees accompanying the
18 report have been paid by check and the check is dishonored upon
19 presentation."

20 SECTION 8. Section 53-8-85 NMSA 1978 (being Laws 1975,
21 Chapter 217, Section 85, as amended) is amended to read:

22 "53-8-85. FEES FOR FILING DOCUMENTS AND ISSUING
23 CERTIFICATES.--The [~~public regulation commission~~] secretary of
24 state shall charge and collect for:

25 A. filing articles of incorporation and issuing a

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1 certificate of incorporation, twenty-five dollars (\$25.00);

2 B. filing articles of amendment and issuing a
3 certificate of amendment, twenty dollars (\$20.00);

4 C. filing restated articles of incorporation and
5 issuing a restated certificate of incorporation, twenty dollars
6 (\$20.00);

7 D. filing articles of merger or consolidation and
8 issuing a certificate of merger or consolidation, twenty
9 dollars (\$20.00);

10 E. filing a statement of change of address of
11 registered office or change of registered agent, or both, ten
12 dollars (\$10.00);

13 F. filing an agent's statement of change of address
14 of registered agent [~~for each affected corporation~~], ten
15 dollars (\$10.00);

16 G. filing articles of dissolution, ten dollars
17 (\$10.00);

18 H. filing an application of a foreign corporation
19 for a certificate of authority to conduct affairs in New Mexico
20 and issuing a certificate of authority, twenty-five dollars
21 (\$25.00);

22 I. filing an application of a foreign corporation
23 for an amended certificate of authority to conduct affairs in
24 New Mexico and issuing an amended certificate of authority,
25 twenty dollars (\$20.00);

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1 J. filing an application to reserve a corporation
2 name or filing a notice to transfer of a reserved corporate
3 name, ten dollars (\$10.00);

4 K. filing a copy of articles of merger of a foreign
5 corporation holding a certificate of authority to conduct
6 affairs in New Mexico, twenty-five dollars (\$25.00);

7 L. filing an application for withdrawal of a
8 foreign corporation and issuing a certificate of withdrawal,
9 ten dollars (\$10.00);

10 M. filing any other statement or report, including
11 an annual report, of a domestic or foreign corporation, ten
12 dollars (\$10.00);

13 N. issuing a certificate of good standing and
14 compliance, ten dollars (\$10.00); and

15 O. issuing a letter or reinstatement of a domestic
16 or foreign corporation, [~~a fee of~~] twenty-five dollars
17 (\$25.00)."

18 SECTION 9. Section 53-8-86.1 NMSA 1978 (being Laws 1979,
19 Chapter 180, Section 3, as amended) is amended to read:

20 "53-8-86.1. FEES OF [~~STATE CORPORATION COMMISSION~~]
21 SECRETARY OF STATE--DISHONORED CHECK--CIVIL PENALTY--SUSPENSION
22 OF FILING.--

23 A. Any person or corporation [~~who~~] that pays a fee
24 by check to the [~~state corporation commission and~~] secretary of
25 state, which check is dishonored upon presentation, is liable

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1 to the [~~commission~~] secretary for such fees together with a
2 civil penalty of twenty dollars (\$20.00) for each such check.

3 B. The secretary of state shall not accept for
4 filing any document, instrument or paper from a person or
5 corporation that is liable to the secretary for a fee, tax,
6 penalty or interest until that liability is discharged."

7 SECTION 10. Section 53-8-87 NMSA 1978 (being Laws 1975,
8 Chapter 217, Section 86, as amended) is amended to read:

9 "53-8-87. MISCELLANEOUS CHARGES.--The [~~corporation~~
10 ~~commission~~] secretary of state shall charge and collect for
11 furnishing a copy of any document, instrument or paper relating
12 to a corporation, [~~one dollar (\$1.00) per page, but in no case~~
13 ~~less than~~] five dollars (\$5.00). In addition, if certifying
14 the document, ten dollars (\$10.00) shall be paid for the
15 certificate and affixing the seal thereto."

16 SECTION 11. Section 53-19-63 NMSA 1978 (being Laws 1993,
17 Chapter 280, Section 63, as amended) is amended to read:

18 "53-19-63. FILING, SERVICE AND COPYING FEES.--The [~~public~~
19 ~~regulation commission~~] secretary of state shall charge and
20 collect:

21 A. for filing the original articles of organization
22 and issuing a certificate of organization, [~~a fee of~~] fifty
23 dollars (\$50.00);

24 B. for filing amended or restated articles of
25 merger and issuing a certificate of amended or restated

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1 articles, [~~a fee of~~] fifty dollars (\$50.00);

2 C. for filing articles of merger, conversion or
3 consolidation and issuing a certificate of consolidation, [~~a~~
4 ~~fee of~~] one hundred dollars (\$100);

5 D. for filing articles of dissolution or revocation
6 of dissolution, [~~a fee of~~] twenty-five dollars (\$25.00);

7 E. for issuing a certificate for any purpose not
8 otherwise specified, [~~a fee of~~] twenty-five dollars (\$25.00);

9 F. for furnishing written information on any
10 limited liability company, [~~a fee of~~] twenty-five dollars
11 (\$25.00);

12 G. for providing from the [~~commission's~~
13 secretary's records any document or instrument, [~~a fee of one~~
14 ~~dollar (\$1.00) per page, but in one case less than~~] ten dollars
15 (\$10.00), and [~~a fee of~~] twenty-five dollars (\$25.00) for
16 certification of documents or instruments;

17 H. for accepting an application for reservation of
18 a name or for filing a notice of the transfer of any name
19 reservation, [~~a fee of~~] twenty dollars (\$20.00);

20 I. for filing a statement of change of address of
21 registered office or registered agent, or both, [~~a fee of~~]
22 twenty dollars (\$20.00);

23 J. for filing an agent's statement of change of
24 address of registered agent [~~for each affected limited~~
25 ~~liability company~~], twenty dollars (\$20.00);

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1 K. for issuing a registration to a foreign limited
2 liability company, [~~a fee of~~] one hundred dollars (\$100);

3 L. for filing an amendment of the registration of a
4 foreign limited liability company, [~~a fee of~~] fifty dollars
5 (\$50.00); and

6 M. for filing an application for cancellation of
7 registration of a foreign limited liability company and issuing
8 a certificate of cancellation, [~~a fee of~~] twenty-five dollars
9 (\$25.00)."

10 SECTION 12. Section 53-20-1 NMSA 1978 (being Laws 2001,
11 Chapter 200, Section 83) is amended to read:

12 "53-20-1. SHORT TITLE.--~~[Sections 84 through 100 of this~~
13 ~~act]~~ Chapter 53, Article 20 NMSA 1978 may be cited as the
14 "Foreign Business Trust Registration Act"."

15 SECTION 13. Section 53-20-6 NMSA 1978 (being Laws 2001,
16 Chapter 200, Section 88, as amended) is amended to read:

17 "53-20-6. APPLICATION FOR CERTIFICATE OF AUTHORITY.--

18 A. A foreign business trust, in order to obtain a
19 certificate of authority to transact business in [~~this state~~]
20 New Mexico, shall make application to the [~~public regulation~~
21 ~~commission~~] secretary of state. The application shall set
22 forth:

23 (1) the name of the foreign business trust
24 and, if different, the name under which it proposes to transact
25 business in [~~this state~~] New Mexico;

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[bracketed material] = delete

- 1 (2) the date of declaration of trust;
- 2 (3) the address of the principal office of the
3 foreign business trust in the state or country under the laws
4 of which it is organized;
- 5 (4) the address of the registered office of
6 the foreign business trust in [~~this state~~] New Mexico, the name
7 of its registered agent in [~~this state~~] New Mexico at that
8 address and an acceptance of the appointment signed by the
9 agent appointed; and
- 10 (5) the purposes of the foreign business trust
11 that it proposes to pursue in the transaction of business in
12 [~~this state~~] New Mexico.

13 B. The application shall be made on forms
14 prescribed and furnished by the [~~public regulation commission~~]
15 secretary of state or on forms containing substantially the
16 same information as forms prescribed by the [~~commission~~]
17 secretary and shall be executed by a person with authority to
18 do so under the laws of the state or jurisdiction of its
19 formation.

20 C. A foreign business trust shall deliver with the
21 completed application a certificate of [~~existence, or a~~
22 ~~document of similar import, duly authenticated by the secretary~~
23 ~~of state or other official having custody of trust records in~~
24 ~~the state or jurisdiction under whose law it is created~~] good
25 standing and compliance issued by the appropriate official of

1 the state or country having custody of trust records under the
2 laws of which the trust is created, that is current within
3 thirty days and that has not expired by the time of receipt by
4 the secretary."

5 SECTION 14. Section 53-20-17 NMSA 1978 (being Laws 2001,
6 Chapter 200, Section 99, as amended) is amended to read:

7 "53-20-17. FEES.--The [~~public regulation commission~~]
8 secretary of state shall charge and collect from a foreign
9 business trust for:

10 A. filing a statement of change of address of
11 registered office or change of registered agent, or both,
12 twenty-five dollars (\$25.00);

13 B. filing an application of a foreign business
14 trust for a certificate of authority to transact business in
15 this state and issuing a certificate of authority, two hundred
16 fifty dollars (\$250);

17 C. filing an agent's statement of change of address
18 of registered agent [~~for each affected corporation~~], twenty-
19 five dollars (\$25.00);

20 D. filing a certificate of correction or amendment
21 of a foreign business trust authorized to transact business in
22 this state, fifty dollars (\$50.00);

23 E. filing an application for withdrawal of a
24 foreign business trust and issuing a certificate of withdrawal,
25 twenty-five dollars (\$25.00);

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underscoring material = new
[bracketed material] = delete

1 F. filing any other statement of a foreign business
2 trust, twenty-five dollars (\$25.00); ~~and~~

3 G. for furnishing a ~~[certified]~~ copy of any
4 document, instrument or paper relating to a foreign business
5 trust, ~~[one dollar (\$1.00) per page and]~~ ten dollars (\$10.00)
6 ~~[for the certificate and affixing the seal thereto];~~ and

7 H. for furnishing a certified copy of any
8 documents, instruments or papers relating to a foreign business
9 trust, twenty-five dollars (\$25.00)."

10 SECTION 15. EFFECTIVE DATE.--The effective date of the
11 provisions of this act is July 1, 2015.