

# MAINTAINING YOUR CORPORATION

## IN THE STATE OF

### NEW MEXICO

The initial step of filing the Articles of Incorporation for your New Mexico Corporation has been completed by Guidant. The following information is important and will assist you in maintaining your corporate status:

- ✓ **Articles of Incorporation:** Within your Zip File there are several important documents. Your Corporation was established by filing “Articles of Incorporation” with the New Mexico Public Regulation Commission. You will find the Articles in the Corporate Documents folder in your Zip File.
- ✓ **Tax Identification Number:** The Tax Identification number for a business entity is known as an employer identification number (EIN). The EIN operates like a Social Security number for the entity and is required for many necessary activities, such as opening a bank account. Your EIN has already been filed with the IRS, and can be found in the Corporate Documents folder in your Zip File.
- **Initial Statement to New Mexico SOS:** New Mexico Corporations must file an Initial Report within 30 days after the date on which the Commission issued the Corporation’s Certificate of Incorporation. The Report form can be found online through the New Mexico Public Regulation Commission (NMPRC) website at: <http://www.nmprc.state.nm.us/cf.htm>. Please contact the NMPRC at (505) 827-4502 with any questions.
- **Biennial Statement to the New Mexico SOS:** Corporations must file a Biennial Report every other year on or before the fifteenth (15) day of the third (3) month following the end of the corporation’s taxable year. The Biennial Report forms, as well as additional information regarding the Biennial Report requirement, including information regarding what year the report may be due for your entity, can be found online through the NMPRC website at <http://www.nmprc.state.nm.us/cf.htm>. In addition, the NMPRC will mail Biennial Report forms to Corporations each year which you may utilize to complete the filing requirement. The filing fee is \$25.00. Failure to file the report in a timely manner may lead to monetary penalties and/or involuntary dissolution of your corporation. Please take the necessary steps to ensure that you meet the necessary requirements. Please contact the New Mexico Public Regulation Commission at (505) 827-4502 with any questions.
- **Business Taxes:** New Mexico imposes various taxes on businesses. All corporations organized under the laws of New Mexico must file a New Mexico Corporate Income and Franchise Tax Return and pay the \$50 franchise tax, even if no income tax is due. To obtain the appropriate forms, please visit the New Mexico Taxation and Revenue Department website at: [www.state.nm.us/tax/forms/year03/corporate.htm](http://www.state.nm.us/tax/forms/year03/corporate.htm). For more

corporate income tax information please contact the New Mexico Taxation and Revenue Department at (505) 827-0700.

- Employees:** If your Corporation will have employees, state law may require worker's compensation insurance coverage. Please visit the Workers Compensation Bureau at: <http://www.wca.state.nm.us/> or call (505) 827-4652 to determine what insurance coverage your Corporation is required to maintain.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the State of New Mexico Taxation and Revenue website at: [http://www.dol.state.nm.us/dol\\_esd.html](http://www.dol.state.nm.us/dol_esd.html) or call (505) 827-0700.

- Record Keeping:** Every domestic corporation is responsible for keeping at its principal office: books and records of account, minutes of the proceedings of its shareholders, its board of directors, and each committee of its board of directors, a record of the original issuance of shares issued by the Corporation and a record of each transfer of those shares that have been presented to the corporation for registration of transfer, the names and addresses of all past and current shareholders of the Corporation and the number and class or series of shares issued by the corporation held by each of them.
- Change of Address and/or Resident Agent Information:** In the event your Corporation's principal office address, your registered office address and/or your Resident Agent changes, you will be responsible for taking the necessary steps to inform both the NMPRC and the Internal Revenue Service (IRS). With the PRC, you may file any changes by submitting a Supplemental Form or the Biennial Profit Corporate Report. Any changes to the Resident Agent or address changes must be filed within 30 days of the change. These report forms may be obtained on the NMPRC website at: <http://www.nmprc.state.nm.us/cf.htm>. To notify the IRS, we have included additional information, including an IRS Form 8822 Change of Address Form, in order to assist you in completing this process.
- Additional State Requirements:** It is important to note that the New Mexico Public Regulation Commission may have additional requirements above and beyond what has been detailed above. It is your responsibility to read any and all information sent to you by the NMPRC or any other agencies, to assure that you are remaining compliant. Failure to remain compliant and/or respond to requests for information in a timely manner may result in dissolution of your Corporation.

This form is provided to you for informational purposes only. You are responsible for determining the correct information and completing the necessary requirements for your entity. Information provided is subject to change based on state requirements. It is important that you always check the information provided above with the most up to date information as provided by the New Mexico Public Regulation Commission and other government agencies.