



**COMMONWEALTH OF PUERTO RICO  
COMMISSIONER OF FINANCIAL INSTITUTIONS  
Securities Regulation Division  
Centro Europa Building, Suite 600  
1492 Ponce de León Avenue  
San Juan, PR 00907-4127  
Tel. (787) 723-3131 Fax (787) 724-2604**

**APPLICATION FOR REGISTRATION OF SECURITIES  
BY NOTIFICATION**

The undersigned applicant hereby applies for registration by notification of the securities described herein under the applicable provisions of the Puerto Rico Uniform Securities Act.

1. Name of applicant \_\_\_\_\_  
Address of applicant \_\_\_\_\_  
\_\_\_\_\_
2. Name, address and telephone number of person with whom the Securities Regulation Division is requested to communicate regarding this filing \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
3. State the name and address of any person on whose behalf any part of the offering is to be made (Issuer, registered broker-dealer or non-issuer). \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
4. Name of the Issuer \_\_\_\_\_
5. Location of issuer's principal business office \_\_\_\_\_  
\_\_\_\_\_
6. Principal branch office in Puerto Rico \_\_\_\_\_  
\_\_\_\_\_

7. State the form and date of organization of the issuer: \_\_\_\_\_  
\_\_\_\_\_
8. Incorporation under laws of what state? \_\_\_\_\_  
\_\_\_\_\_
9. Class and amount of securities to be offered: \_\_\_\_\_  
\_\_\_\_\_
10. Maximum offering price per unit and number of securities to be offered in Puerto Rico.  
\_\_\_\_\_
11. Maximum aggregate offering price of securities to be offered in Puerto Rico.  
\_\_\_\_\_
12. Amount and rate of commission to be paid per unit: \_\_\_\_\_  
\_\_\_\_\_
13. The issuer has been in continuous operation for \_\_\_\_\_ years. (If business was previously operated, explain below). \_\_\_\_\_  
\_\_\_\_\_
14. Has any adverse order, judgment or decree been entered in connection with the offering by the regulatory authorities in any state or by any court or by the Securities and Exchange Commission? \_\_\_\_\_. If so, give complete details on attached sheet.
15. Filing Fee \$ \_\_\_\_\_ 1/5 of 1% of the maximum aggregate offering price at which the registered securities are to be offered in Puerto Rico. The minimum filing fee is \$350.00 and the maximum is \$1,500.00.
16. If the offering is on behalf of the issuer state the use of the proceeds. If any part will be outside Puerto Rico, give details. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

17. If this offering is made by or on behalf of an issuer, state whether the issuer contemplates offering any additional equity securities within the period of this offering or within 13 months from the effective date of the registration statement. \_\_\_\_\_.

\_\_\_\_\_. If so, give complete details concerning the proposed offering including the number and class of shares and the price per share to be received by the issuer.

\_\_\_\_\_

## **EXHIBITS**

The following exhibits, numbered and captioned as indicated, and containing the information required by the appropriate subsections of Section 302 of the Puerto Rico Uniform Securities Act, are filed with this application and made a part hereof:

- Exhibit 1. A statement of earnings, demonstrating eligibility for registration by notification, as set forth in Section 302 (a).
  
- Exhibit 2. Description of the business of the issuer and any significant subsidiary as defined in Article 34 of the Regulation under the Uniform Securities Act of Puerto Rico giving the location of business of any significant subsidiary as well as the address and form, date and state or jurisdiction of organization.
  
- Exhibit 3. As to any person on whose behalf any part of the offering is to be made, state his name and address, the amount of securities of issuer held as of the date of filing this application, the number of shares or units offered on his behalf and a statement of his reasons for making the offering.
  
- Exhibit 4. Financial statement of issuer and any significant subsidiary as of a date within four (4) months prior to the date of this application.
  
- Exhibit 5. Issuer's (and any significant subsidiary's) balance sheet and income statements for the two (2) fiscal years ended next preceding the date of filing this application, together with an opinion of an independent Certified Public Accountant covering such financial statements.
  
- Exhibit 6. Furnish a description of the security being registered.

- Exhibit 7. Copy of any prospectus, pamphlet, circular, form letter, advertisement, or other sales literature intended to be used in connection with the proposed offering. If a prospectus is used, it is recommended that it be prepared in accordance with Article 34 of the Regulation under the Uniform Securities Act of Puerto Rico.
- Exhibit 8. Opinion as to validity and legality of the security. To be furnished by competent legal counsel, who shall not be an officer or director of issuer.
- Exhibit 9. Resolution of applicant's board of directors on Form R-5.
- Exhibit 10. Irrevocable consent to service of process in Puerto Rico, on Form R-6.
- Exhibit 11. The written consent of any attorney, accountant, engineer, appraiser, or other person who is named as having prepared or certified a report or valuation, which is used in connection with this application.
- Exhibit 12. Statement of all estimated expenses of offering.
- Exhibit 13. Names and addresses of underwriters, and any recipient of a finder's fee, and the amount thereof.
- Exhibit 14. A copy of the underwriting agreement.
- Exhibit 15. Specific description of plan of offering, including all information specified in Section 304(b) (8) of the Act which is not furnished in this application or in other exhibits thereto.
- Exhibit 16. List of options granted or to be granted, or any agreement to issue stock for other than cash, together with the information specified in Section 304(b)(10) of the Act.

Exhibit 17. List the states or other jurisdictions in which a registration statement or similar document in connection with the offering has been or is to be filed.

Signed and sealed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

At \_\_\_\_\_

\_\_\_\_\_  
Name of applicant

(SEAL)

By \_\_\_\_\_  
Name and title

Attest: \_\_\_\_\_

## **EXECUTION**

If registrant is a corporation, registration statement must be signed by the President or a Vice-President and the corporate seal affixed and attested to by the Secretary or an Assistant Secretary. If registrant is a partnership, registration statement must be signed by a general partner. If registrant is a sole proprietorship, registration statement must be signed by the proprietor.

## **FILING FEE**

This registration statement must be accompanied by the corresponding filing fee.