**REQUIREMENTS FOR REGISTRATION OF SECURITIES BY COORDINATION**

**Article 303 of the Puerto Rico Uniform Securities Act**

Initial Filing:

1. Form U-1 or Form S-2
2. Consent to Service of Process: Form U-2 or Form R-6
3. Resolutions: Form U-2A or Form R-5
4. One copy of the latest version of the prospectus
5. Documents specified in Section 303 (b) and Section 305 (c)
6. Agreement among Underwriters
7. Issuer’s Charter of Article of Incorporation
8. Issuer’s By-Laws
9. SEC Effectiveness Telegram
10. Opinion of Counsel
11. Specimen
12. Fee: (Per Class or Series)

 Definite Amount – 1/5 of 1%, minimum $350, maximum $1,500

 Indefinite Amount-$1,500

Amendment to Increase Amount of Securities Offered:

 Form U-1 or Form S-2

 Fee: same as initial

\*Any amendment will expire concurrently with the period that is currently in force.\*

Post-Effective Requirements:

 Quarterly sales reports must be filed for definite amounts.

 Annual sales reports must be filed within 2 months after the expiration of the

 current effectiveness period, for indefinite amounts.

Renewal:

 Form U-1 or Form S-2

 Fee: Same as initial

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Make check payable to: Secretary of the Treasury.

Form S-2

Rev. 03-13



**COMMONWEALTH OF PUERTO RICO**

**COMMISSIONER OF FINANCIAL INSTITUTIONS**

**Fernandez Juncos Station**

**PO Box 11855**

**San Juan, PR 00910-3855**

**Tel. (787) 723-8403 Fax (787) 724-2604**

**REGISTRATION STATEMENT**

**FOR REGISTRATION OF SECURITIES BY COORDINATION**

# **INSTRUCTIONS**

This form is to be used when permitted by Section 303 of the Puerto Rico Uniform Securities Act, i.e., where a registration statement covering the securities and offering described herein has been filed with the Securities & Exchange Commission. As used herein the term “registration statement” includes an amendment filed under Section 24(e) of the Investment Company Act of 1940.

This form may be filed by the issuer, any other person on whose behalf the offering is to be made, or a registered broker-dealer.

Application to the Commissioner of the Uniform Securities Act of Puerto Rico pursuant to Section 303 of said Act.

1. Name and address of Issuer and principal Office in Puerto Rico.

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1. Name, address and telephone number of correspondent to whom notices and communications regarding this application may be sent:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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1. Name and address of applicant:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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1. Registration is sought for the following described securities in the amounts indicated:

##### DESCRIPTION OF SECURITIES

Offering Total Offering Offering in Puerto Rico

Price or

Proposed No of No. of

Offering Shares or Shares or

Price Units Amount Units Amount

 $ $

TOTALS \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Indicate the maximum commission to be charged: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

5. Amount of filing fee which is enclosed $\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(1/5 of 1% of maximum aggregate offering price but in no case less than $350.00 or more than $1,500.00) Check must be issued to the order of the Secretary of the Treasury of Puerto Rico.

6. A Registration Statement was filed with the Securities and Exchange Commission on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_and (became) (will become) effective on\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

7. (a) List the states in which it is proposed to offer the securities for sale to the public:

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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1. List the states, if any, in which securities are eligible for sale to the public:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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1. List the states, if any, which have refused, by order or otherwise, to authorize the sale of the securities to the public, or have revoked or suspended the right to sell the securities, or in which an application has been withdrawn:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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1. Submitted herewith as a part of this application are the following documents: (documents on file may be incorporated by reference)
2. One Copy of the Registration Statement and three copies of Prospectus in the latest form on file under the Securities Act of 1933.
3. Underwriting Agreement, Agreement among Underwriters, and Selected Dealers Agreement.
4. Indenture
5. Issuer’s Charter of Articles of Incorporation as amended to date.
6. Issuer’s By-Laws as amended to date.
7. Signed Copy of Opinion of Counsel filed with Registration Statement pursuant to the Securities Act of 1933.
8. Specimen (type of Security)\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
9. Consent to Service of Process accompanied by appropriate Corporation Resolution.
10. One copy of all advertising matter to be used in connection with the offering.
11. Others (list each)
12. The applicant hereby applies for registration of the above describe securities under the law cited above and in consideration thereof agrees so long as the registration remains in effect that it will:
13. Advice the Commissioner of any change prior to registration in Puerto Rico in any of the information contained herein or in any of the documents submitted with or as part of this application.
14. File with the Commissioner within two (2) business days after filing with the Securities and Exchange Commission (i) any amendments other than the delaying amendments to the federal registration statement, designating the changed, revised or added material or information by underlining the same; and (ii) the final prospectus, or any further amendments or supplements thereto.
15. Notify the Commissioner, within two (2) business days (i) upon the receipt of any stop order, denial, order to show cause, suspension or revocation order, injunction or restraining order or similar order entered or issued by any state or other regulatory authority or by any court, concerning the securities covered by the application or other securities of the issuer currently being offered to the public; (ii) upon any request by the issuer or applicant to any other state or regulatory authority for permission to withdraw any application to register the securities described herein; and (iii) upon the receipt of any notice of effectiveness of said registration by the Securities and Exchange Commission.
16. Furnish promptly all such additional information and documents in respect to the issuer or the securities covered by this application as may be requested by the above named state authority prior to registration or acceptance for filing.

DATE: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Name of Applicant

By: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Name and Title

State of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

County of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The undersigned,\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_being first duly sworn, deposes and says:

 That he has executed the foregoing application for and on behalf of the applicant named therein; that he is \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ of such applicant and is fully authorized to execute and file such application; that he is familiar with such application; and that to the best of his knowledge, information and belief the statements made in such application are true and the documents submitted therewith are true copies of the originals thereof.

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Name

Subscribed and sworn to before me this day of 20\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Notary Public

(Notarial Seal) In and for the County of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 State of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 My Commission Expires on:

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**FOR AN ACKNOWLEDGEMENT OF THE FILING OF THIS**

**APPLICATION COMPLETE THE LEFT COLUMN BELOW** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name and address of correspondent Commonwealth of Puerto Rico

 File No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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Applicant Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Examiner: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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Issuer

 Telephone: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_