



**NEW YORK STATE OFFICE OF THE ATTORNEY GENERAL  
REAL ESTATE FINANCE BUREAU**

**120 Broadway, 23<sup>rd</sup> Floor**

**New York, NY 10271-0332**

**Tel. 212 416 8121 Fax 212 416 8136**

**<http://www.oag.state.ny.us/realestate/realestate.html>**

**INSTRUCTIONS FOR FILING A  
DESIGNATION OF THE SECRETARY OF STATE  
Under Sections 352-a and 352-b, General Business Law  
of the State of New York**

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1. Complete and execute the annexed Designation form, including signatures of principals of the filing parties called for in the applicable Regulations (13 NYCRR Parts 16 to 25).
2. The Designation must be acknowledged by each signatory before a notary public, who must countersign the acknowledgment and affix a legible official notary stamp.
3. Each Designation must be enclosed in a backer, or cover sheet, with the title of the designation and the name and the address of the filing party typed thereon.
4. Each Designation is to be filed with the Department of State, Division of Corporations, One Commerce Plaza, 99 Washington Avenue, Albany, NY 12231.
5. Each Designation should be accompanied by a submission letter containing a request that a certified copy be forwarded to New York State Department of Law, 120 Broadway, 23<sup>rd</sup> floor, New York, NY 10271. Attn: Real Estate Finance Bureau
6. The fee for each Designation is \$35.00 (Filing fee \$25 plus certified copy fee \$10), payable by ordinary check showing the remitter's name and address, or a bank check or money order. The check or remittance should be payable to order of NYS Department of State.
7. Payment for filing the Designation must be made by separate check or money order from that of any State Notice, Further State Notice or any other filing (a separate check is to be used for each filing).

To be filed with:

Department of State, State of New York  
Albany, NY 12231

- ( ) Out-of-State Issuer (Section 352-a)
- ( ) Out-of-State Securities Dealer or Broker (Section 352-b)
- ( ) Out-of-State Real Estate Selling Agent (Section 352-b)
- ( ) Out-of-State Real Estate Sponsor, Syndicator, Principal, Underwriter or Promoter (Section 352-a, Section 352-b)
- ( ) Out-of-State Attorney Acting as Escrow Agent (Section 352-e (2-b), 13 NYCRR)
- ( ) Escrow Depository Not Doing Business in New York State (Section 352-e(2-b), 13 NYCRR)

**DESIGNATION UNDER SECTIONS 352-a/352-b OF ARTICLE 23-A OF THE GENERAL BUSINESS LAW OF THE STATE OF NEW YORK**

To whom it may concern:

The undersigned, \_\_\_\_\_,  
(Entity Name)

a \_\_\_\_\_

(Identify Type of Entity: corporation, trust, individual, limited partnership, tenancy-in-common or pooling. If other, specify.)

(organized and existing) (being organized) (proposed to be organized) under the laws of the (State) (Province)(Commonwealth) of \_\_\_\_\_, (to be)

residing or domiciled outside of the State of New York, and

(maintaining)(to be maintaining) an office and place of business

at \_\_\_\_\_,  
(Street Address)

\_\_\_\_\_ in \_\_\_\_\_ County,  
(City, Town or Village)

(State)(Province)(Commonwealth) of \_\_\_\_\_ that is or may appear to be an Issuer, Dealer or Broker or in another capacity in relation to a securities transaction within Article 23-A of the New York General Business Law, together with the undersigned \_\_\_\_\_

(Individual Principals, Officers, etc.)

and other signatories hereto comprising (all of) the principals, trustees, general partners, principal shareholders, officers, directors and principal owners of the first-named party, severally hereby irrevocably DESIGNATE the Secretary of State of State of New York as the person upon whom may be served any subpoena, subpoena duces tecum, summons, complaint, notice, order, judgment or other process directed to any of the aforesaid and issued on any action, investigation, examination or proceeding pending or about to be instituted, under and pursuant to the provisions of Article 23-A of the General Business Law of the State of New York for the uses and purposes therein set forth.



ACKNOWLEDGMENT (PARTNERSHIP, TRUST, ASSOCIATION OR OTHER ENTITY)

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally came \_\_\_\_\_, to me known, who being by me duly sworn, did depose and say that (he)(she) resides at \_\_\_\_\_, (Street Address) \_\_\_\_\_; that (he)(she) is a \_\_\_\_\_ of (City and State) \_\_\_\_\_, a (Name of Entity) \_\_\_\_\_ (Nature of Entity) of the (State)(Province)(Commonwealth) of \_\_\_\_\_ (now in existence) (being organized)(not yet in existence) and individually and as such (general partner)(trustee) (officer)(proprietor)(principal)(\_\_\_\_\_) and general agent thereof who executed the foregoing Designation for the purposes therein set forth, and who duly acknowledged to me that (he)(she) so executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

ACKNOWLEDGMENT (INDIVIDUALS)

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally came \_\_\_\_\_, residing at \_\_\_\_\_, to me known and known to me to be the individual described in and who executed the foregoing Designation, and who duly acknowledged to me that (he)(she) executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally came \_\_\_\_\_, residing at \_\_\_\_\_, to me known and known to me to be the individual described in and who executed the foregoing Designation, and who duly acknowledged to me that (he)(she) executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally appeared \_\_\_\_\_, residing at \_\_\_\_\_, to me known and known to me to be the individual described in and who executed the foregoing Designation, and who duly acknowledged to me that (he)(she) executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally appeared \_\_\_\_\_, residing at \_\_\_\_\_, to me known and known to me to be the individual described in and who executed the foregoing Designation, and who duly acknowledged to me that (he)(she) executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally appeared \_\_\_\_\_, residing at \_\_\_\_\_, to me known and known to me to be the individual described in and who executed the foregoing Designation, and who duly acknowledged to me that (he)(she) executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF )  
 : SS  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_, before me personally appeared \_\_\_\_\_, residing at \_\_\_\_\_, to me known and known to me to be the individual described in and who executed the foregoing Designation, and who duly acknowledged to me that (he)(she) executed the same.

\_\_\_\_\_  
NOTARY PUBLIC

*(Reproduce foregoing acknowledgment forms if additional ones are needed.)*