

Topic: Registered Agents

Question by: Tana Gormely

Jurisdiction: Montana

Date: August 23, 2011

Jurisdiction	Question(s)
	I'm curious how many jurisdictions permit a Limited Liability Partnership and an Assumed Business Name to act as registered agent for a business.
Manitoba	
Corporations Canada	Federal corporate legislation in Canada empowers agents to act on behalf of the corporation in several contexts, but an agent is not required to be a registered agent under our statutes. The federal statutes do not recognize the terms "Limited Liability Partnership" or "assumed business name."
Alabama	
Alaska	
Arizona	
Arkansas	
California	

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<p>Colorado</p>	<p>Here are the requirements in Colorado:</p> <p>7-90-701. Registered agent</p> <p>(1) Every domestic entity for which a constituent filed document is on file in the records of the secretary of state and every foreign entity authorized to transact business or conduct activities in this state shall continuously maintain in this state a registered agent that shall be:</p> <p>(a) An individual who is eighteen years of age or older whose primary residence or usual place of business is in this state;</p> <p>(b) A domestic entity having a usual place of business in this state; or</p> <p>(c) A foreign entity authorized to transact business or conduct activities in this state that has a usual place of business in this state.</p> <p>(2) An entity having a usual place of business in this state may serve as its own registered agent.</p> <p>(3) Any document delivered to the secretary of state for filing on behalf of an entity that appoints a person as the registered agent for the entity shall contain a statement that the person has consented to being so appointed.</p> <p>We do not check to see if the name provided matches an entity name in our database.</p>
<p>Connecticut</p>	<p>In Connecticut an individual who resides in CT may serve as the registered agent or any entity with a CT address that is registered with the Secretary of the State may serve. That includes LLP's if they are registered and have a CT address, but does not include a sole proprietorship or general partnership that is registered at the local, municipal level as a d/b/a ("d/b/a" = "doing business as." Note that trade name registries are at the municipal level in CT. Our state filing office only registers "fictitious names" that are assumed by foreign entities seeking to transact in-state, whose names are already taken so they must assume a different name for purposes of transacting within the state.)</p>
<p>Delaware</p>	

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District of Columbia	In the District of Columbia we currently only allow bona fide DC Residents and/or for-profit corporations to act as a registered agents for other entities.
Florida	In Florida, a Registered Agent can be an individual or <u>any</u> business entity or business name registered as a fictitious name on our records. The business entity must be in "active" status to serve as registered agent. An entity cannot serve as its own registered agent but an individual (officer/director, etc.) of the entity can serve as the registered agent.
Georgia	
Hawaii	In Hawaii, a registered agent can be an individual, domestic or foreign entity. We would permit a LLP to be a registered agent.
Idaho	
Illinois	
Indiana	
Iowa	
Kansas	<p>Kansas statute states:</p> <p>17-6202. Resident agent required; qualifications; business office requirements; terms construed. (a) Every corporation shall have and maintain in this state a resident agent, which agent may be either: (1) The corporation itself; (2) an individual resident in this state; (3) a domestic corporation, a domestic limited partnership, a domestic limited liability company or a domestic business trust; or (4) a foreign corporation, a foreign limited partnership, a foreign limited liability company or a foreign business trust authorized to transact business in this state. The resident agent shall have a business office identical with the registered office which is generally open during normal business hours to accept service of process and otherwise perform the functions of a resident agent.</p>
Kentucky	

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Louisiana	<p>In Louisiana the statute states: Every corporation shall continuously maintain in this state at least one registered agent, which agent may be either an individual who is a resident of this state, a partnership or professional law corporation which is authorized to practice law in this state, or a business corporation, or a foreign corporation authorized to transact business in this state, which is authorized by its articles or certificate of incorporation to act as the agent of a corporation for service of process, and which has on file with the secretary of state a certificate or amended certificate setting forth the names of at least two individuals at its address in this state, each of whom is authorized to receive any process served on it as such agent.</p> <p>Legal process and other notices or demands may be served on the corporation by service upon this agent and if the agent is a partnership, upon any partner.</p>
Maine	
Maryland	
Massachusetts	
Michigan	
Minnesota	
Mississippi	
Missouri	In Missouri the registered agent must be an individual or a corporation in good standing.
Montana	
Nebraska	
Nevada	

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New Hampshire	<p>In NH LLP's may serve as agents but assumed names may not.</p> <p>“ (2) A registered agent, who may be:</p> <ul style="list-style-type: none"> (i) An individual who resides in this state and whose business office is identical with the registered office; or (ii) A corporation organized or authorized under RSA 292, RSA 293-A, or 294-A whose business office is identical with the registered office; or (iii) A limited liability company formed or authorized under RSA 304-C whose business office is identical with the registered office; or (iv) A limited liability partnership formed or authorized under RSA 304-A:44 whose business office is identical with the registered office.”
New Jersey	
New Mexico	
New York	<p>New York does not permit a Limited Liability Partnership and/or an Assumed Business Name to act as registered agent for a Corporation, LLC, or LP.</p> <p><i>Registered agents are optional in NY.</i></p>
North Carolina	North Carolina doesn't allow partnerships of any kind to be a registered agent; and we don't have assumed names (d/b/a) at the state level.
North Dakota	<p>In North Dakota, individual residents, corporations and LLCs may be registered agents.</p> <p>The only time we allow an assumed name (Trade Name) to be listed is if it is a trade name assumed by a commercial registered agent and a separate commercial registered agent listing has been filed under the trade name in addition to that of the corporation or LLC. This was a statutory change 2 years after we adopted the Model Registered Agents Act. It was done to accommodate a large law firm that maintained offices in more than one city.</p>
Ohio	Ohio law only permits individuals (must be resident of Ohio) or corporations to act as a statutory agent.
Oklahoma	

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Oregon	In Oregon, neither can be a registered agent. For example, Ch. 60.111 (2)(b) lists entities that may be a registered agent: domestic business corporation, LLC, professional corporation and nonprofit.
Pennsylvania	
Rhode Island	<p>In Rhode Island slightly different language appears for each entity type. Only a business corporation can have a LLP serve as its registered agent. I've attached all of the relevant sections of the Rhode Island General Laws.</p> <p>A business corporation, non-profit corporation, limited partnership, or limited liability company can all register fictitious business name statements. Therefore, if applicable to the filing type, we will accept a duly filed fictitious business name as a registered/resident agent.</p> <p>Rhode Island does not file "doing business as" or "assumed name" or "trade name" statements from registered businesses.</p> <p>http://www.rilin.state.ri.us/Statutes/TITLE7/7-1.2/7-1.2-501.HTM http://www.rilin.state.ri.us/Statutes/TITLE7/7-1.2/7-1.2-1408.HTM http://www.rilin.state.ri.us/Statutes/TITLE7/7-6/7-6-12.HTM</p>
South Carolina	
South Dakota	
Tennessee	

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<p>Texas</p>	<p>Section 5.201 of the Texas Business Organizations Code provides as follows: http://www.statutes.legis.state.tx.us/Docs/BO/htm/BO.5.htm#5.201</p> <p>Organization is defined in §1.002(62) as follows:</p> <p style="padding-left: 40px;">(62) "Organization" means a corporation, limited or general partnership, limited liability company, business trust, real estate investment trust, joint venture, joint stock company, cooperative, association, bank, insurance company, credit union, savings and loan association, or other organization, regardless of whether the organization is for-profit, nonprofit, domestic, or foreign.</p> <p>Certainly seems sufficiently broad to include LLPs and other unincorporated entities that may not be on file with the SOS and only have an assumed name on file in the county.</p>
<p>Utah</p>	
<p>Vermont</p>	
<p>Virginia</p>	

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Washington	<p>Long answer:</p> <p>In Washington, registered agent are slightly different for each type of entity:</p> <ul style="list-style-type: none"> • All entities may have an individual, domestic corporation or foreign corporation authorized to do business in the state, or domestic LLC or foreign LLC authorized to do business in the state as a registered agent; • In addition, nonprofit corporations, LLCs, and limited partnerships may also have a governmental body or agency, governmental subdivision, or instrumentality as a registered agent; • An LLC may also have a “<i>separate legal entity comprised of two or more of these entities</i>”, referring to all of the above. <p>Short answer:</p> <p style="text-align: center;">DBAs are allowed; since LPs are allowed for some, we would allow LLPS for those same entities.</p>
West Virginia	
Wisconsin	
Wyoming	

Additional comments:

Full text of email:

Good morning,

I'm curious how many jurisdictions permit a Limited Liability Partnership and an Assumed Business Name to act as registered agent for a business. In Montana, we currently allow Corporations, Limited Partnerships and Limited Liability Companies to act as registered agent for a business entity.

Your input is appreciated.

Thanks,

Tana Gormely

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