

Topic: Corporate Name Question

Question by: Kim Hunter

Jurisdiction: Idaho

Date: November 9, 2011

Jurisdiction	Question(s)
	<p>Idaho's Corporate Name statute states that a name "may not contain language falsely stating or implying government affiliation".</p> <p>Does your state have a provision for this?</p>
<p>Manitoba</p>	<p>Manitoba has such a provision our Corporations Act:</p> <p>Prohibited names</p> <p>12(2) A corporation shall not have a name</p> <p>.....</p> <p>(c) that suggests or implies a connection with the Crown, or any member of the Royal Family, or the government of Canada or a province of Canada or any department, branch, bureau, service, agency or activity thereof, without the consent in writing of the appropriate authority;</p>

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<p>Corporations Canada</p>	<p>Corporations Canada is responsible for incorporating businesses and not-for-profit organizations that choose to incorporate federally in Canada rather than provincially or territorially.</p> <p>The regulations of our business corporate statute contain a similar prohibition to Idaho's:</p> <p>26. ... [A] corporate name is prohibited if it connotes that the corporation</p> <p>(a) carries on business under royal, vice-regal or governmental patronage, approval or authority, unless Her Majesty or a person, society, authority or organization referred to in paragraph 9(2)(a) of the Trade-marks Act consents in writing to the use of the name;</p> <p>(b) is sponsored or controlled by or is connected with the Government of Canada, the government of a province, the government of a country other than Canada or a political subdivision or agency of any such government, unless the appropriate government, political subdivision or agency consents in writing to the use of the name;</p> <p>These regulations also prohibit corporate names that contain names of specified, well-known Canadian government institutions or institutions related to other governments such as "Parliament Hill", "Royal Canadian Mounted Police" or "United Nations."</p>
<p>Alabama</p>	
<p>Alaska</p>	
<p>Arizona</p>	<p>Arizona's does not.</p>
<p>Arkansas</p>	
<p>California</p>	
<p>Colorado</p>	<p>Colorado does not have this requirement.</p>
<p>Connecticut</p>	
<p>Delaware</p>	

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District of Columbia	<p>In the District of Columbia we have the following statement under the corporate name provision:</p> <p>“Corporate name shall not indicate, nor shall any statement be made, that the corporation is organized under an Act of Congress.”</p> <p>We have expanded this statement to include any entity formed by DC Government or any other public corporation.</p>
Florida	<p>In Florida the “name” statute states that a name “may not contain language stating or implying that the corporation is connected with a state or federal government agency or a corporation chartered under the laws of the United States”. S.607.0401(3).</p>
Georgia	
Hawaii	<p>Yes, Hawaii has a provision.</p> <p>"(2) Be filed in good faith with the intent of conducting a legitimate business and not to defraud, confuse, or mislead the public; and (3) Not state or imply that it is connected with a governmental agency, unless otherwise permitted by a governmental agency or law."</p>
Idaho	
Illinois	
Indiana	
Iowa	
Kansas	
Kentucky	

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Louisiana	<p>Yes Louisiana does. R.S. 12:23A. See below:</p> <p>RS 12:23</p> <p>Corporate name; reservation of name</p> <p>A. The corporate name, except in cases of railroad, telegraph and telephone corporations, shall contain the word "Corporation", "Incorporated" or "Limited", or the abbreviation of any of those words, or may contain instead the word "Company" or the abbreviation "Co." if the latter word or abbreviation is not immediately preceded by the word "and" or the symbol "&". No corporate name shall contain the phrase "doing business as" or the abbreviation "d/b/a". The corporate name shall not imply that the corporation is an administrative agency of any parish or of this state or of the United States.</p>
Maine	
Maryland	
Massachusetts	
Michigan	<p>The statutes administered by the State Of Michigan Corporation Division do not include that specific language. The statutes do provide that a name shall not contain a word or phrase, or abbreviation or derivative of a word or phrase, which indicates or implies that the business organization is formed for a purpose other than that provided in its articles.</p>
Minnesota	
Mississippi	
Missouri	
Montana	
Nebraska	
Nevada	

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<p>New Hampshire</p>	<p>Yes, NH does have similar language.</p> <p>“shall be distinguishable from, and not the same as, or likely to be confused with or mistaken for:</p> <p>(4) The name of an agency or instrumentality of the United States or this state or a subdivision thereof.”</p>
<p>New Jersey</p>	
<p>New Mexico</p>	
<p>New York</p>	<p>Yes for NY.</p> <p>Shall not contain any words or phrases, or any abbreviation or derivation thereof in a context which will tend to mislead the public into believing that the corporation is an agency or instrumentality of the United States or the state of New York or a subdivision thereof or is a public corporation.</p>
<p>North Carolina</p>	
<p>North Dakota</p>	
<p>Ohio</p>	<p>Ohio has similar language, but only in reference to a trade name filing. The law state: “The secretary of state shall not file an application for the registration of any trade name if the application indicates or implies that the trade name is connected with a government agency of this state, another state, or the United States...” ORC 1329.02.</p>
<p>Oklahoma</p>	<p>Oklahoma does not.</p>

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Oregon	<p>Oregon has an administrative rule, but no statute:</p> <p>(2) The Secretary of State Business Registry office shall not approve requested names that imply in any way that the business is an agency of the state, or any of its political subdivisions, without proof of authorization to register such a name.</p>
Pennsylvania	
Rhode Island	
South Carolina	
South Dakota	
Tennessee	
Texas	<p>Not in statute but we have included a similar provision in our <u>administrative rules</u>.</p>
Utah	<p>yes for Utah....see: http://le.utah.gov/~code/TITLE16/htm/16_10a040100.htm pay special attention to (6)</p>
Vermont	
Virginia	

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Washington	<p>Washington law does have a provision but it is a lot wordier than Idaho's and addresses the subject after the fact rather than before:</p> <p>RCW 23B.14.203 (1) Any county, city, town, district, or other political subdivision of the state, or the state of Washington or any department or agency of the state, may apply to the secretary of state for the administrative dissolution, or the revocation of a certificate of authority, of any corporation using a name that is not distinguishable from the name of the applicant for dissolution. The application must state the precise legal name of the governmental entity and its date of formation and the applicant shall mail a copy to the corporation's registered agent. If the name of the corporation is not distinguishable from the name of the applicant, then, except as provided in subsection (4) of this section, the secretary shall commence proceedings for administrative dissolution under RCW 23B.14.210 or revocation of the certificate of authority.</p>
West Virginia	
Wisconsin	
Wyoming	

Additional comments:

Full text of email:

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Does your state have a provision for this?

Thank you,

Kim Hunter

Idaho Secretary of State

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