

ASSUMED NAMES, TRADE NAMES & FICTITIOUS NAMES: WHY IS ALL THIS SO COMPLICATED?

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SPEAKER BIOGRAPHIES



BIO FOR PIA ANGELIKIS

Pia Angelikis, Esq., is the Director of Government Relations and Legal Research at COGENCY GLOBAL INC. She has over 20 years of experience with premiere service companies in the UCC and corporate services industry, managing large teams of expert lawyers and paralegals conducting legal research for public filing requirements for multistate mergers, conversions and acquisitions, tracking and analyzing UCC Article 9 and business entity legislation in all 50 states and the District of Columbia, and providing thought leadership.

Ms. Angelikis has in-depth knowledge of UCC Article 9 filing requirements and best practices for due diligence searching, as well as of service of process, and business entity laws related to public record filings for formations, foreign qualifications, mergers, conversions, reinstatements, withdrawals, change of agent, and corporate compliance. She has domain expertise in maintaining annual report calendaring systems.

As a government relations liaison, Ms. Angelikis served as chair of the eFiling Committee of the Science & Technology section of the American Bar Association from 2005 – 2013. In the course of this work, she managed the drafting of Best Practices for Electronic Service of Process. Her current role as Director of Government Relations includes working closely with state administrators when they implement new and revised business entity laws and electronic filing systems.

Prior to her career in the UCC and corporate services industry, Ms. Angelikis litigated for 5 years in the areas of insurance defense and employment law. She wrote the winning brief resulting in the 9th Circuit published opinion, *In re Complaint of Ross Island Sand & Gravel*, 226 F.3d 1015 (9th Cir. 2000).

Ms. Angelikis holds a JD from the University of California, Hastings College of the Law and a Bachelor of Arts in History from the University of California at Los Angeles. She is licensed to practice law in California.

BIO FOR TERI M. MAYOR

Teri M. Mayor is the Vice President of Product Management for Business Entity Services at **COGENCY GLOBAL INC.**, a professional registered agent company that provides corporate, secured transaction, real property, court, agency, library and nonprofit services. Ms. Mayor's responsibilities include development and marketing of corporate transactional services, such as entity filings, document retrieval, annual report compliance services and authentication and legalization of documents. Her work includes the development of new services and supporting technological tools, coordination of entity service teams, providing training to clients and staff and acting as a resource in the areas she manages.

Ms. Mayor's experience in corporate services extends back to 1993. She joined COGENCY GLOBAL in 2002. In 2007, she became the manager of the Albany office, personally developing training materials in the area of corporate services and handling the training/development of new and existing staff members. Ms. Mayor became a Vice President of Product Management in 2010.

Ms. Mayor has an extensive background as a trainer and educator. She holds a bachelor's degree in Russian Area Studies from the State University of New York at Buffalo, graduating Magna Cum Laude in 1984. Ms. Mayor also holds master's degrees from the State University of New York in Russian Literature (Magna Cum Laude) and Education (Summa Cum Laude).


In her current position, Ms. Mayor has developed and delivered numerous public and in-house seminars on topics related to corporate and entity services. She also regularly contributes articles to COGENCY GLOBAL's [**Corporate Transactions and Compliance Blog**](#).

PRESENTATION SLIDES




ASSUMED NAMES, TRADE NAMES AND FICTITIOUS NAMES
WHY IS ALL THIS SO COMPLICATED?


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ASSUMED NAMES, FICTITIOUS NAMES AND TRADE NAMES


- Why is it significant to comply with the legal formalities of name registrations?
- Any time you are doing business under a name other than an exact entity name, you have issues!

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FORCED FICTITIOUS VS. ELECTIVE ASSUMED NAME

- Forced Fictitious Name – name other than the entity's true name used when the true name is unavailable or does not meet the state's criteria.
 - Availability:
 - Distinguishable on Record vs. Likelihood of Confusion
- Elective Assumed Name
 - Name other than the entity's true name used by choice.
- Confusion of Terms Used (fictitious/trade/dba/assumed)


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WAYS NAMES ARE PROTECTED

- **National Protection**
 - Trademark – federal
 - Domain names
- **Local Protection**
 - Name registration
 - Registered entities
 - Elective assumed name – local protection
 - State service mark
 - Common law protection


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WHY REGISTER AN ASSUMED NAME?

- Protection of name
 - 31 states: names must be distinguishable
 - Establishes use of the name
 - Not a trademark
- Banks require proof to open accounts/accept checks in the assumed name.

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ELECTIVE ASSUMED NAMES

Companies use “elective” assumed names to:

- Reflect different brands
 - General Motors, Inc.
 - Chevrolet, Buick, Cadillac, GMC
- Shorten the legal name in common usage:
 - Riverside Methodist Hospital, Inc.
 - “Riverside”

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ELECTIVE ASSUMED NAMES (CONT.)

Companies use elective assumed names to:

- Distinguish different division or affiliate:
 - Ohio Health Corporation affiliates:
 - Riverside Hospital
 - Grant Hospital
- Protect the name of merged out entity after a merger.
- Survivor of merger must either get named as owner by amending or terminate and re-file.

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WHY REGISTER AN ASSUMED NAME?

➤ **Legally required**


Filing required if conducting business under another name.

NY: [GBS §130(1)] No person shall hereafter (i) carry on or conduct or transact business in this state under any name or designation other than his or its real name, or (ii) carry on or conduct or transact business in this state as a member of a partnership, unless ...such person, if a corporation shall file, ... a certificate setting forth the name...

TX: (§BCC 71.101) ...must file a certificate under this subchapter if the entity: (1) regularly conducts business or renders professional services in this state under an assumed name...

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WHY REGISTER AN ASSUMED NAME? (CONT.)


➤ **Penalties can apply:**

(NY GENERAL BUSINESS, Article 9-B, §130)

“(9) Any person or persons carrying on, conducting or transacting business as aforesaid, who knowingly fails to comply with the provisions of this section or who knowingly makes a false statement in a certificate filed thereunder shall be guilty of a misdemeanor.”

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**WHY REGISTER AN ASSUMED NAME?
(CONT.)**

Standing in Court


NY GBL, §130.9: ...shall be prohibited from maintaining any action or proceeding in any court in this state on any contract, account or transaction made in a name other than its real name until the certificate required by this section has been executed and filed in accordance with the provisions set forth herein.

Atlantis Capital Management, L.P. v Insured Development Equity Advisors, LLC (2008 NY Sup, 101106/07)

- ACM (DE LP) sued to recover a promissory note from IDEA (CO LLC)
- Note signed by Atlantis Capital Group
- Defendant moved to dismiss based on NY GBL §130.9

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**WHY REGISTER AN ASSUMED NAME?
(CONT.)**

Protection from Liability:


Hoskins Chevrolet, Inc. vs. Ronald Hochberg Indiv. and d/b/a Diamond Auto Construction (Appellate Court of Illinois, 1st Dist., 1st Div. , 1/20/98)

- Breach of contract, non-payment
- Lower court imposed personal liability on owner for use of unregistered dba name.

805 ILL. Comp. Stat. 5/4.15(b)(2)

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**WHY REGISTER AN ASSUMED NAME?
(CONT.)**

Protection from Liability:


Hoskins Chevrolet, Inc. vs. Ronald Hochberg Indiv. and d/b/a Diamond Auto Construction (Appellate Court of Illinois, 1st Dist., 1st Div. , 1/20/98)

- Appellate court upheld lower court judgment:
 - Lack of registration of assumed name compelled corporation to conduct business under corporate name or disclose corporate name.
 - Legal entity is not created, and creditors are not informed.

805 ILL. Comp. Stat. 5/4.15(b)(2)


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**WHY REGISTER AN ASSUMED NAME?
(CONT.)**

Fogal vs. Stature Construction, Inc.
(Court of Appeals of Texas, First District, Houston, 6/18/2009)

- Agreement to arbitration was not enforceable.
 - "Tremont Homes" an unregistered DBA
- Other sale documents referenced Stature Construction
 - "Tremont Homes" was a typo, had registered "Tremont Custom Homes"

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**WHY REGISTER AN ASSUMED NAME?
(CONT.)**

**TX Bus. And Comm. Code Ann.
§36.25(2002)**

"Failure to register an assumed name does not impair the validity of any contract."

- Arbitration Agreement is valid
- Most common decision, common inclusion in assumed name statutes


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ASSUMED NAMES


INITIAL REGISTRATION AND ONGOING MAINTENANCE

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IMPORTANCE OF MAINTAINING (CONT.)

- **Penalty for non-filing/late filing of renewal**
 - Primary, loss of registration. Usually immediate.
 - CA publication requirements must be met again if 40 days have passed.
 - DC registration fee doubles if filed after 4/1 due date (cancelled after 8/31).
 - AK online renewal not possible if more than 9 months have passed.


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ELECTIVE ASSUMED NAME REGISTRATION RENEWAL

	CALIFORNIA	FLORIDA	ILLINOIS	NEW YORK	TEXAS
Renewal Requirements	A new fictitious business name statement must be filed every five years on the anniversary of the last statement filed.	Registration must be renewed every 5 years by December 31st.	Registration must be renewed within 2 months immediately preceding the anniversary month, but falls within a calendar year evenly divisible by 5.	Assumed Name is effective until terminated. Renewal not required.	A new assumed name certificate must be filed every ten years on the anniversary of the last certificate filed.
Renewal Notification Sent	Postcard or Notification mailed to address on file.	Notification mailed to address on file.	Notification mailed to address for owning entity.	Not Applicable.	Notification mailed to owning entity's address.
Notarized signature needed?	Yes (for many counties)	No	No	Not Applicable.	No
Renew or Refile?	Refile	Renew	Renew	Not Applicable	Refile
Citation	CA Business and Professions Code §17900-17920	2019 Florida Statutes, §655.09, §50.011	§605/CS 5-4-15, §180-1-05	NY General Business Law, §130	TX Business and Commerce Code, Chapter 71


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COMPLICATIONS OF RENEWING

- **Address Changes**
 - Renewal notices not received
 - Cannot renew until registration is amended
- **Owning Entity Status may impact renewal**
- **Assumed Name registration can be combined with other types of registrations**

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MERGER/ ACQUISITION AND ASSUMED NAMES

- **Where are the names currently used? Where are they registered?**
 - Lack of electronic databases
 - Local filings – county/town
 - Not filed with corporate record
- **Post-Merger**
 - Terminate and file new


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REVIEW

- **Elective Assumed Name/Forced Fictitious Name/Trade Name**
 - Registration alternatives
 - Protection provided
- **Importance of Assumed Name registration**
 - Legally required
 - Protection from liability
 - Validity of contracts/agreements
- **Complications for Assumed Name Registration and Maintenance**

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QUESTIONS?

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COURT CASE CITATIONS

- Atlantis Capital Management, L.P. v. Insured Development Equity Advisors, LLC, 2008 N.Y. Misc. LEXIS 9076
- Fogal vs. Stature Construction, Inc., 294 S.W. 3d 708 (Court of Appeals, Texas)
- Hoskins Chevrolet v. Hochberg, 294 Ill. App. 3d 550

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FORCED FICTITIOUS NAME REGISTRATION

	CALIFORNIA	FLORIDA	ILLINOIS	NEW YORK	TEXAS
Term used for forced fictitious name	Assumed Name	Alternate Name	Foreign Assumed Name	Fictitious Name	Fictitious Name
How to Register forced fictitious name	Enter on Application for Authority	Enter on Application for Authority	Enter on Application for Authority and file Assumed Name registration	Enter on Application for Authority	Enter on Application for Authority and file Assumed Name registration
Corporate Indicator Required or Permitted?	Required	Required	Required	Required for LLCs. Not permitted for Corporations	Required
Protection for the name	Protected against other registered entities. Not protected against elective assumed name filings	Protected against other registered entities. Not protected against elective assumed name filings	Protected against other entity and elective assumed names registered with the Secretary of State	Protected against other registered entities. Not protected against elective assumed name filings	Protected against other registered entities. Not protected against elective assumed name filings
Citation	CA Corporations Code §2106, §17708.05	2019 Florida Statutes, §607.1506, §605.0906	§805ILCS 5/4.05(3), §180/45-5	NY BCL §1301 (d), LLCL §802(1)	TX Business Organizations Code, §9.105

ELECTIVE ASSUMED NAME REGISTRATION

	CALIFORNIA	FLORIDA	ILLINOIS	NEW YORK	TEXAS
Term used for an elective assumed name	Fictitious Business Name	Fictitious Name	Assumed Corporate /Limited Liability Company Name	Assumed Name	Assumed Name
Where do you register ?	File in the county housing the principal place of business or Sacramento County if PPB is not in CA.	Secretary of State, Division of Corporations. (housed in a separate database from other registered entity records)	Secretary of State (housed with the record of the owning entity)	Secretary of State, with fees remitted for the registry to subsequently file at the county(ies) where business will be conducted under the assumed name. (name housed in a separate database)	Secretary of State (housed with the record of the owning entity) Local filing requirements eliminated 9/1/2019
Protection for the name	Some counties will not allow a conflicting Fictitious Business Name. No protection against names registered at the Secretary of State or in other counties.	Fictitious Name is not protected against other registered entity names.	Protected against other entity and assumed names registered with the Secretary of State.	Assumed Name is not protected against other registered entity names.	Assumed Name is not protected against other registered entity names.
Corporate Indicator Required or Permitted?	An indicator may be used if it matches the entity type of the owning entity.	An indicator may be used if it matches the entity type of the owning entity.	An indicator may be used if it matches the entity type of the owning entity.	Corporate Indicator is not permitted.	An indicator may be used.
Publication Requirements	Within 30 days of filing, publish statement in newspaper in general circulation once a week for four weeks. Paper must be located in county of principal place of business in California.	Prior to filing, the name to be registered must be advertised at least once in a newspaper as defined in Chapter 50, Florida Statutes, in the county where the principal place of business will be located.	No publication requirements	No publication requirements	No publication requirements
Citation	CA Business and Professions Code §17900 -17930	2019 Florida Statutes, §865.09, §50.011	§805ILCS 5/4-15, §180/1-20	NY General Business Law, §130	TX Business and Commerce Code, Chapter 71

ELECTIVE ASSUMED NAME REGISTRATION RENEWAL

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Renewal Notification Sent	Postcard or Notification mailed to address on file.	Notification mailed to address on file.	Notification mailed to address for owning entity.	Not Applicable.	Notification mailed to owning entity's address.
Notarized signature needed?	Yes (for many counties)	No	No	Not Applicable.	No
Renew or Refile?	Refile	Renew	Renew	Not Applicable	Refile
Citation	CA Business and Professions Code §17900 -17930	2019 Florida Statutes, §865.09, §50.011	§805ILCS 5/4-15, §180/1-20	NY General Business Law, §130	TX Business and Commerce Code, Chapter 71

ENTITY MAINTENANCE LIST

Name	Jurisdiction	Entity/Parent Name	Location	Renewal Date	Status	Notes
Everyone's Pub & Grill	Idaho	Everyone's Idaho Partners, LLC	158 Rose Hill St., Boise, Idaho	NO EXPIRATION	Active	Change Location on filing?
More of Everyone's Pub & Grill	Idaho	Everyone's Idaho Partners, LLC	199 S. Orchard St., Boise Idaho	NO EXPIRATION	Active	
Everyone's Idaho Partners, LLC	Idaho	Everyone's Idaho Partners, Inc.	33 S. Orchard St., Boise, Idaho	4/30/2020	?	Did Mike file this? Was address changed?
Everyone's Idaho Partners, Inc.	Delaware			3/1/2021	Good Standing	AR filed 2/22/2020
Everyone's Pub & Grill	Los Angeles County, CA	Everyone's California Partners, LLC	44 Santa Monica Blvd, Los Angeles, CA	10/4/2020	Active	
Everyone's Pub & Grill	Ventura County, CA	Everyone's California Partners II, LLC	334 East Harbor Blvd, Ventura, CA	8/2/2020	Expired	Need CA Good Standing.
Everyone's Pub & Grill	Alameda County, CA	Everyone's California Partners, LLC	548 12th Street, Oakland, CA	3/8/2021	Active	
Everyone's Pub & Grill	Sacramento County, CA	Everyone's California Partners II, LLC	222 50th Street, Sacramento, CA	7/25/2025	Active	
Everyone's California Partners, LLC	California	Everyone's California Partners II, LLC		4/30/2021	Active	
Everyone's California Partners II, LLC	Nevada			3/31/2020	Active	
Everyone's California Partners II, LLC	California			10/31/2020	Void - non-payment of taxes	Accountant working with FTB
Everyone's Pub & Grill	Boston, MA	Everyone's Massachusetts Partners L.P.	149 Summer Street, Boston MA	9/22/2020	Active	
Everyone's Pub & Grill	Marlborough, MA	Everyone's Massachusetts Partners L.P.	457A Washington Street, Marlborough, MA		?	Also business license. Was this filed?
Everyone's Massachusetts Partners L.P.	Massachusetts	Everyone's Massachusetts Partners GP, Inc.		3/15/2020	?	
Everyone's Massachusetts Partners GP, Inc.	Delaware			3/1/2021	Good Standing	AR filed 2/22/2020

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THE CHALLENGES OF MANAGING ASSUMED NAME RENEWAL FILINGS

By Teri Mayor, COGENCY GLOBAL INC.

A look at the various state requirements that a corporation may encounter while maintaining assumed names across the U.S.

When a company decides to use an assumed name, there are specific requirements for properly registering that name – and these can vary widely by state.

In many states, assumed names must be renewed on a regular basis to maintain the name after it is first registered. Like initial assumed name filings, jurisdictions can have their own unique expectations for how, when and where an assumed name is renewed.

WHY REGISTER AND MAINTAIN AN ASSUMED NAME?

It is in a company's best interest to register and maintain any assumed names it uses to do business. Assumed names are protected in many states, so maintaining the registration can protect your brand by preventing other entities from registering with your name in that state.

Note: It's important not to confuse assumed names with trade names or trademarks, which provide a broader level of protection. Trade name filings are sometimes just another term for assumed name filings, and sometimes are a trademark on a name. For this particular discussion, we will focus on assumed name filings.

Even in states where the filing authority does not require assumed names be distinguishable from other entity names, registration serves as formal notification of the entity's use of the name and can be useful if a dispute arises over rights to the name.

There may be additional penalties for not registering assumed names as well. In Pennsylvania, for example, an entity that has not registered its assumed name (or fictitious name, another term for 'assumed name') may not use Pennsylvania courts to enforce a contract entered into under that name until the name is registered, and the court can impose a \$500 fine for this kind of 'untimely' registration.

REQUIREMENTS VARY FROM STATE TO STATE

If a company is using assumed names around the country, maintaining these assumed name registrations is no easy task! Each state tends to have different rules regarding how frequently the name must be renewed, what needs to be done for renewal, where you need to file and whether you'll be reminded of upcoming renewal due dates.

Let's review some of the more common requirement variations that corporations can expect to encounter while maintaining assumed name filings across the U.S.

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WHEN ARE ASSUMED NAME RENEWALS DUE?

In addition to the states with no assumed name statutes ([Kansas, New Mexico and South Carolina](#)), there are 17 states where an assumed name is considered continuous and does not need to be renewed:

- Arkansas
- Colorado
- Connecticut
- Delaware
- Georgia
- Idaho
- Indiana
- Iowa
- Maine
- New York
- North Carolina
- Oklahoma
- Pennsylvania
- Rhode Island
- Virginia
- Washington*
- West Virginia

*An assumed name filing in Washington (called a trade name, but it is not a trademark filing) renews as long as the corporation maintains its good standing. However, if the company loses its good standing, it may need to refile the trade name.

Other states have various renewal periods that range from every year to every 10 years. When the renewal filings can be submitted ranges from 30 days before the registration expires to any time during the year the registration expires.

ASSUMED NAME RENEWAL FILING OPTIONS

Assumed name registrations are generally renewed by filing a renewal form. Many states now offer the option to submit online, but there are ten states that only accept paper filings:

- Alabama
- California (most counties)
- Illinois
- Maryland
- Massachusetts (most towns)
- Nebraska
- Nevada
- North Dakota
- Wisconsin
- Wyoming

[In addition to filing a renewal form \(or initial filing\) for an assumed name, certain states have publication requirements.](#) In California and Minnesota, renewals must only be published if information is amended.

WHERE TO FILE ASSUMED NAME RENEWALS

Generally, an assumed name filing is renewed in the same place(s) that it was initially filed, either at the state level corporate registry or with the town or county clerk.

In Texas, the initial filing is made centrally at the Secretary of State as well as locally, either at the county where the principal office or registered agent (if the principal office is not in Texas) is located. Since this initial filing can't be 'renewed', you must re-file with both the state and county every 10 years.

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WILL THE COMPANY BE NOTIFIED WHEN IT'S TIME TO RENEW?

Not always! Hawaii, Kentucky, Mississippi, South Dakota, Texas and Wisconsin currently have no processes for sending out renewal notifications. Other states do send out reminders to the addresses they have on file. Massachusetts, for example, considers these filings to be revenue producers for small towns so they are good about sending notification in hope of better compliance.

Even if a state will send out notices, it is fairly common that the contact address has changed (as these filings are most commonly renewed every 5 years) and the notifications are not received.

For states with local level assumed name filings, the answer varies depending on the county. Lincoln County in Nevada, with a population of only 5,000 people, does not send out notifications while the more heavily populated Clark County does.

As a rule of thumb, it's the responsibility of the entity to manage the renewals, whether or not they receive a notice.

CENTRALIZING MANAGEMENT OF ASSUMED NAME RENEWALS

With so many variations, it's easy to see how managing renewals can be difficult when a company is using a number of assumed names across several states. Centralizing the process is highly recommended.

Outsourcing assumed name renewal management to a [service company](#) can also be a good approach as it eliminates problems that can arise when employees who handle these filings leave the company.

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DOING BUSINESS UNDER A DIFFERENT NAME: ASSUMED NAME REGISTRATION AND RENEWAL

By Teri Mayor, COGENCY GLOBAL INC.

Assumed name registration (which can include DBA filings, trade name and fictitious name registration) establishes the use of a name and, in many states, prevents other entities from registering the same or similar name.

A key question that comes up for many brides-to-be is the decision to take her husband's name and make the necessary changes to her social security card, driver's license, etc. For me, the decision was an easy one. My maiden name, Bacon, had been the source of lots of jokes as I grew up, so I didn't have a lot of regrets leaving all those 'original' and 'witty' remarks behind.

Like individuals, business entities can have good reasons for doing business under another name.

WHY DO BUSINESS UNDER ANOTHER NAME?

Registered companies like corporations, limited liability companies or limited partnerships often do business under another name for one of two common reasons:

- 1. Registering to do business in another state as a foreign entity but the true name does not meet the requirements of that state.** Most commonly, an entity's true name is not available and a different (and available) name is chosen to use in that state instead. Sometimes the name is available but doesn't meet the requirements for other reasons. Perhaps it lacks a required corporate indicator or contains a word that is allowed in the entity's home state but is restricted in the state they're registering in as a foreign entity.
- 2. Voluntarily opting to use another name for business reasons, such as to reflect affiliated brand names.** A company that owns several restaurants, for example, may file assumed name certificates to do business under the name of each restaurant. Other reasons may include reflecting an abbreviated version of their true name in common usage or reflecting different names based on divisions or different locations.

Almost every state requires a filing (e.g. application for registration of a fictitious name) if the company elects to do business under another name. Several states provide some protection for the assumed/fictitious name in that other entities aren't allowed to use the name in the state. Even in states where this is not true, assumed name registration still helps establish the usage of the assumed name by the company.

NAME TERMINOLOGY CAN BE CONFUSING

States use different terms to refer to names used by entities that are not their true corporate names: assumed name, d/b/a, fictitious name, alternate name, and trade name are most common.

Unfortunately, the same terminology can often be used regardless of whether a company **must** use a different name to do business or a company **voluntarily** uses a name, in addition to the true name. As the associated procedures usually vary by state, this conflation of terms can often lead to confusion.

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For clarity's sake within this post, **forced fictitious** names are used when the true name is unavailable or does not meet the state's criteria. **Elective assumed names** are used by choice.

FORCED FICTITIOUS NAME REQUIREMENTS

Forced fictitious names are usually listed right on the qualification documents. Some state forms provide a specific blank for these names, others ask you to add the forced fictitious name right after the true name with a statement such as "under the assumed name..." or "which will do business under the name..."

In addition, the following states require the submission of a board resolution approving the use of the forced fictitious name:

STATES REQUIRING SUBMISSION OF BOARD RESOLUTION FOR FORCED FICTITIOUS NAME

State	Business Corporation	Limited Liability Company (LLC)	Limited Partnership (LP)
Alabama	x	x	x
Arkansas	x	x	
Arizona		x	
Connecticut	x		
District of Columbia	x		
Delaware	x		
Georgia	x		
Iowa	x		x
Indiana	x		
Kentucky	x		
Massachusetts	x		
Minnesota	x		
Missouri	x		
Oklahoma	x		
Montana	x		
North Carolina	x	x	
New Hampshire	x		
New Jersey	x		
New Mexico	x		
Nevada	x		
Pennsylvania	x		
South Carolina	x		

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State	Business Corporation	Limited Liability Company (LLC)	Limited Partnership (LP)
South Dakota	x	x	x
Vermont	x	x	
Washington	x		
Wisconsin	x		
West Virginia	x	x	
Wyoming	x		

A few other states, including Massachusetts and Hawaii, also require the entity follow the steps needed to use a voluntary assumed name.

VOLUNTARY ASSUMED NAME REQUIREMENTS

How elective assumed names are handled varies greatly from state to state. Here are some of the variations you will see:

- Assumed Name must be renewed or refiled.**
 In about 32 states, an assumed name will expire and must be either renewed or re-filed as a new assumed name. The most common assumed name renewal period is five years, but renewal dates vary from state to state. Some states send notification when a name is about to expire – but not all do. Tracking and renewing in a timely way is an important step to ensure compliance.
- Assumed Name is considered a 'trademark' type filing.**
 Alabama does not have a separate elective assumed name statute but files 'trade names' under the trademark law. When applying for an elective assumed name in Alabama, the entity must present samples of the 'mark' (assumed name) in use as on letterhead, signage, etc.
- Assumed Name is considered a 'license' filing.**
 Alaska, on the other hand, registers an elective assumed name on the same form needed to apply for a state-level business license.
- Assumed Name filed at a local level.**
 Several states require the elective assumed name be filed locally, at the county or municipal level. See the chart below for details.

WHERE TO FILE ASSUMED NAMES AT LOCAL LEVEL

State	Where to File
California	In the county of the California office or, if no California office, in Sacramento county
Connecticut	Every city or town where you are doing business under the assumed name.

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State	Where to File
Delaware	Every county where you are doing business under the assumed name.
Georgia	Every county where you are doing business under the assumed name.
Massachusetts	Every city or town where you are doing business under the assumed name.
Nevada	Every county where you are doing business under the assumed name. There is also a voluntary filing which can be made with the Secretary of State to protect the name.
North Carolina	File at the local Register of Deeds in one of the counties where business is conducted. You can indicate all counties where the assumed name is being used on single form. On December 1, 2017 NC started using a central statewide database of all assumed name filings made on or after this date. Entities which filed prior to 12/1/2017 should re-file under the new law by 12/1/2022.
Texas	File at the Secretary of State and in the county of the principal office or registered agent if the entity's principal office is not in Texas.
Virginia	Every county where you are doing business under the assumed name.

- **Is the Name Protected?**

Some states require that the assumed name be available for use, thus protecting existing assumed names from being used by other entities in the state. Other states do not. Ohio offers two choices: trade name and fictitious name. If a company files a trade name registration, the name must be available for use and the user is asserting the right to exclusive use. If a fictitious name registration is filed, then the elective assumed name the company wants to use does not have to be available, but the company also has no right to exclusive use.

- **Publication Requirements?**

Both California and Minnesota require that notice of the assumed name be published when the initial filing is made or when it's amended. Georgia, Florida, Nebraska, and Pennsylvania require publication only for initial assumed name filings. ([More information on post-filing requirements.](#))

Doing business under another name, whether forced fictitious or voluntarily assumed, comes with a great many rules, requirements, and renewal dates to track and manage. Managing all of this correctly can greatly impact a company's ability to use the name and, in some states, have that name protected. It's important to be knowledgeable and aware of all the nuances – [or engage a professional service for assumed name compliance.](#)

This article is provided for informational purposes only and should not be considered, or relied upon, as legal advice.

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