

Sunsets 1/1/2016

48-2c-106 Name -- Exclusive right.

- (1) Except as provided in Subsection (8), the name of a company as set forth in the articles of organization:
- (a) shall contain the terms:
 - (i) "limited company";
 - (ii) "limited liability company";
 - (iii) "L.C." or "LC"; or
 - (iv) "L.L.C." or "LLC";
 - (b) may not contain:
 - (i) the terms:
 - (A) "association";
 - (B) "corporation";
 - (C) "incorporated";
 - (D) "limited partnership";
 - (E) "limited";
 - (F) "L.P."; or
 - (G) "Ltd."; or
 - (ii) words or an abbreviation with a similar meaning in any other language;
 - (c) without the written consent of the United States Olympic Committee, may not contain the words:
 - (i) "Olympic";
 - (ii) "Olympiad"; or
 - (iii) "Citius Altius Fortius"; and
 - (d) without the written consent of the Division of Consumer Protection in accordance with Section 13-34-114, may not contain the words:
 - (i) "university";
 - (ii) "college"; or
 - (iii) "institute" or "institution".
- (2)
- (a) A person, other than a company formed under this chapter or a foreign company authorized to transact business in this state, may not use in its name in this state any of the terms:
 - (i) "limited liability company";
 - (ii) "limited company";
 - (iii) "L.L.C.";
 - (iv) "L.C.";
 - (v) "LLC"; or
 - (vi) "LC".
 - (b) Notwithstanding Subsection (2)(a):
 - (i) a foreign corporation whose actual name includes the word "limited" or "Ltd." may use its actual name in this state if it also uses:
 - (A) "corporation" or "corp."; or
 - (B) "incorporated" or "inc."; and
 - (ii) a limited liability partnership may use in its name the terms:
 - (A) "limited liability partnership";
 - (B) "L.L.P."; or
 - (C) "LLP".

- (3) Except as authorized by Subsection (4), the name of a company must be distinguishable as defined in Subsection (5) upon the records of the division from:
 - (a) the actual name, reserved name, or fictitious or assumed name of any entity registered with the division; or
 - (b) any tradename, trademark, or service mark registered with the division.
- (4)
 - (a) A company may apply to the division for approval to file its articles of organization under or to reserve a name that is not distinguishable upon the division's records from one or more of the names described in Subsection (3).
 - (b) The division shall approve the name for which the company applies under Subsection (4)(a) if:
 - (i) the other person whose name is not distinguishable from the name under which the applicant desires to file:
 - (A) consents to the filing in writing; and
 - (B) submits an undertaking in a form satisfactory to the division to change its name to a name that is distinguishable from the name of the applicant; or
 - (ii) the applicant delivers to the division a certified copy of the final judgment of a court of competent jurisdiction establishing the applicant's right to use the name in this state.
- (5) A name is distinguishable from other names, trademarks, and service marks registered with the division if it contains one or more different words, letters, or numerals from other names upon the division's records.
- (6) The following differences are not distinguishing:
 - (a) the terms:
 - (i) "corporation";
 - (ii) "incorporated";
 - (iii) "company";
 - (iv) "limited partnership";
 - (v) "limited";
 - (vi) "L.P." or "LP";
 - (vii) "Ltd.";
 - (viii) "limited liability company";
 - (ix) "limited company";
 - (x) "L.C." or "LC"; or
 - (xi) "L.L.C." or "LLC";
 - (b) an abbreviation of a word listed in Subsection (6)(a);
 - (c) the presence or absence of the words or symbols of the words "the," "and," "a," or "plus";
 - (d) differences in punctuation and special characters;
 - (e) differences in capitalization; or
 - (f) for a company that is formed in this state on or after May 4, 1998, or registered as a foreign company in this state on or after May 4, 1998, differences between singular and plural forms of words.
- (7) A name that implies that a company is an agency of this state or any of its political subdivisions, if it is not actually a legally established agency or political subdivision, may not be approved for filing by the division.
- (8) The name of a low-profit limited liability company shall contain the abbreviation "L3C" or "l3c".