

16-6a-401 Corporate name.

- (1) The corporate name of a nonprofit corporation:
 - (a) may, but need not contain:
 - (i) the word "corporation," "incorporated," or "company"; or
 - (ii) an abbreviation of "corporation," "incorporated," or "company";
 - (b) may not contain any word or phrase that indicates or implies that it is organized for any purpose other than one or more of the purposes contained in Section 16-6a-301 and its articles of incorporation;
 - (c) except as authorized by the division under Subsection (2), shall be distinguishable, as defined in Section 16-10a-401, from:
 - (i) the name of any domestic corporation incorporated in this state;
 - (ii) the name of any foreign corporation authorized to conduct affairs in this state;
 - (iii) the name of any domestic nonprofit corporation incorporated in this state;
 - (iv) the name of any foreign nonprofit corporation authorized to conduct affairs in this state;
 - (v) the name of any domestic limited liability company formed in this state;
 - (vi) the name of any foreign limited liability company authorized to conduct affairs in this state;
 - (vii) the name of any limited partnership formed or authorized to conduct affairs in this state;
 - (viii) any name that is reserved under Section 16-6a-402 or 16-10a-402;
 - (ix) the name of any entity that has registered its name under Section 42-2-5;
 - (x) the name of any trademark or service mark registered by the division; or
 - (xi) any assumed name filed under Section 42-2-5;
 - (d) shall be, for purposes of recordation, either translated into English or transliterated into letters of the English alphabet if it is not in English;
 - (e) 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
 - (f) without the written consent of the Division of Consumer Protection issued in accordance with Section 13-34-114, may not contain the words:
 - (i) "university";
 - (ii) "college"; or
 - (iii) "institute" or "institution."
- (2) The division may authorize the use of the name applied for if:
 - (a) the name is distinguishable from one or more of the names and trademarks described in Subsection (1)(c) that are on the division's records; or
 - (b) if 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 applied for in this state registered or reserved with the division pursuant to the laws of this state.
- (3) A nonprofit corporation may use the name of another domestic or foreign corporation that is used in this state if:
 - (a) the other corporation is incorporated or authorized to conduct affairs in this state; and
 - (b) the proposed user corporation:
 - (i) has merged with the other corporation;
 - (ii) has been formed by reorganization of the other corporation; or
 - (iii) has acquired all or substantially all of the assets, including the corporate name, of the other corporation.
- (4)

- (a) A nonprofit corporation may apply to the division for authorization to file its articles of incorporation under, or to register or reserve, a name that is not distinguishable upon the division's records from one or more of the names described in Subsection (1).
- (b) The division shall approve the application filed under Subsection (4)(a) if:
 - (i) the other person whose name is not distinguishable from the name under which the applicant desires to file, or which the applicant desires to register or reserve:
 - (A) consents to the filing, registration, or reservation 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 make the requested filing in this state under the name applied for.
- (5) Only names of corporations may contain the:
 - (a) words "corporation," or "incorporated"; or
 - (b) abbreviation "corp." or "inc."
- (6) The division may not issue a certificate of incorporation to any association violating the provisions of this section.

Amended by Chapter 218, 2010 General Session