

# PARTNERSHIPS

## CHAPTER 338

### HOUSE BILL NO. 1366

(Representatives Brabandt, Devlin, Louser)

AN ACT to amend and reenact subsection 3 of section 45-11-01 and section 47-25-03 of the North Dakota Century Code, relating to a partnership fictitious name and a trade name filed with the secretary of state.

#### BE IT ENACTED BY THE LEGISLATIVE ASSEMBLY OF NORTH DAKOTA:

**SECTION 1. AMENDMENT.** Subsection 3 of section 45-11-01 of the North Dakota Century Code is amended and reenacted as follows:

3. The fictitious name:

- a. Must be expressed in letters or characters used in the English language as those letters or characters appear in the American standard code for information interchange (ASCII) table.
- b. May not contain the word "corporation", "company", "incorporated", "limited liability company", or "limited", or an abbreviation of any of those words. This subsection does not preclude the word "limited" from being used in conjunction with the word "partnership".
- ~~b-c.~~ May not be the same as or deceptively similar to any name reserved or registered with the secretary of state unless there is filed with the fictitious name certificate a written consent from the holder of the similar name to use the proposed name and filing fee of ten dollars, whether domestic or foreign, including:
  - (1) Any corporate name;
  - (2) Any limited liability company name;
  - (3) Any trade name;
  - (4) Any other fictitious partnership name on file with the secretary of state;
  - (5) Any limited partnership name, foreign limited partnership name, or fictitious name certificate on file with the secretary of state, unless there is filed with the fictitious name certificate a written consent of the holder of the similar name to use the proposed name and a filing fee of ten dollars;
  - (6) Any limited liability partnership name;

(7) Any limited liability limited partnership name; or

(8) Any trademark or service mark.

**SECTION 2. AMENDMENT.** Section 47-25-03 of the North Dakota Century Code is amended and reenacted as follows:

**47-25-03. Trade name - Nature.**

A trade name ~~registered may~~

1. Must be expressed in letters or characters used in the English language as those letters or characters appear in the American standard code for information interchange (ASCII) table.
2. May not contain the word "company", "corporation", "incorporated", "limited", "limited liability company", "limited partnership", "limited liability partnership", "limited liability limited partnership", or any abbreviation of any of those words unless the owner of the trade name is a corporation, limited liability company, limited partnership, limited liability partnership, or limited liability limited partnership as indicated by the words used in the name.
3. May not be the same as or deceptively similar to any name reserved or registered with the secretary of state unless there is filed with the registration a written consent from the holder of the similar name to use the proposed name and filing fee of ten dollars, whether domestic or foreign, including:
  - a. Any corporate name;
  - b. Any limited liability company name;
  - c. Any other trade name, domestic or foreign corporation name, domestic or foreign limited liability company name, domestic or foreign;
  - d. Any fictitious partnership name;
  - e. Any limited partnership name, domestic or foreign;
  - f. Any limited liability partnership name, domestic or foreign;
  - g. Any limited liability limited partnership name; or a name the right to which is in any manner reserved or registered in the office of the secretary of state, unless there is filed with the trade name registration a written consent of the holder of the similar name to use the proposed name, or if
  - h. Any trademark or service mark.
4. That is a franchise, must be accompanied by a written consent from the franchiser. A trade name may not contain the word "company", "corporation", "incorporated", "limited", "limited liability company", "limited partnership", "limited liability partnership", "limited liability limited partnership", or any abbreviation of any of these words unless the owner of the trade name is a corporation, limited liability company, limited partnership, limited liability partnership, or limited liability limited partnership as indicated by the words used in the name.