

# Primer: Nuts and Bolts of LLCs, LLPs and Partnerships

## *The SOS Perspective*



Briana Godbey, Managing Attorney  
Business & Public Filings Division  
Office of the Secretary of State  
[bgodbey@sos.texas.gov](mailto:bgodbey@sos.texas.gov)  
(512) 463-5590



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Texas Secretary of State

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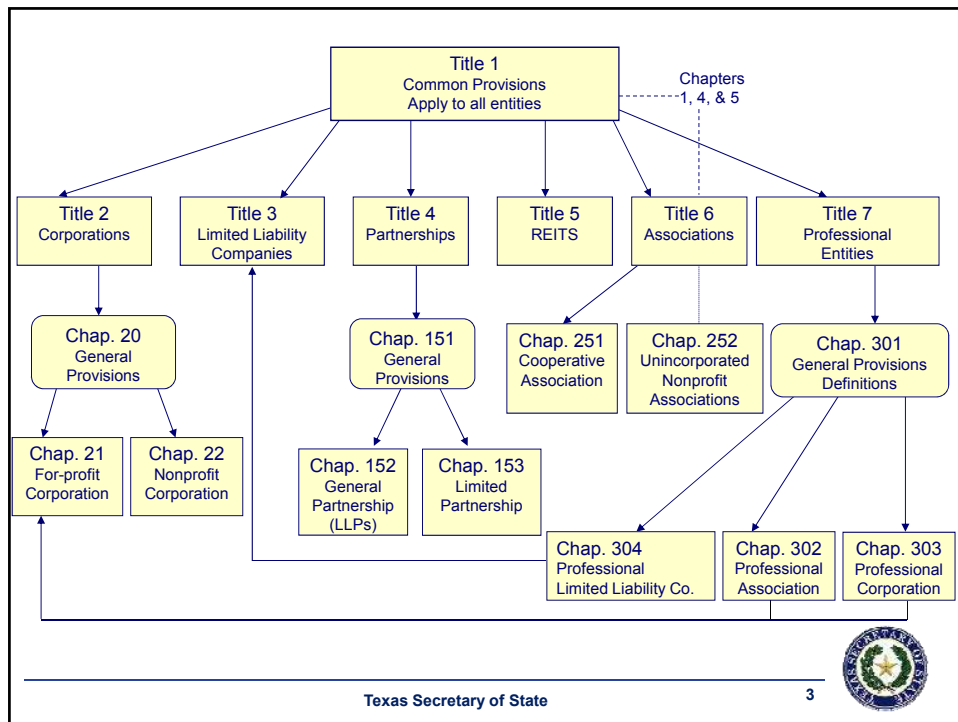
# Texas Business Organizations Code Structure



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## Entity Names

One of the most frequent reason for rejection is availability of the name.



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## Entity Name Determinations

SOS determines availability of the legal names of corporations, limited liability companies and limited partnerships.

- No SOS determination of availability for names of LLPs or assumed names filed under chapter 71 of Texas Business & Commerce Code  
(unless the assumed name is the name under which a foreign entity is required to transact business in Texas).



## Entity Name Availability

Three categories of names that are not available:

- Same
- Deceptively similar
- Similar requiring consent

Name availability standards vary from state to state. Texas does not use the distinguishable upon the record standard that may be used in other states. *Just because a name was available in Delaware doesn't mean that the name will comply with § 5.053 BOC.*



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