

Primer: Nuts and Bolts of LLCs, LLPs and Partnerships

The SOS Perspective

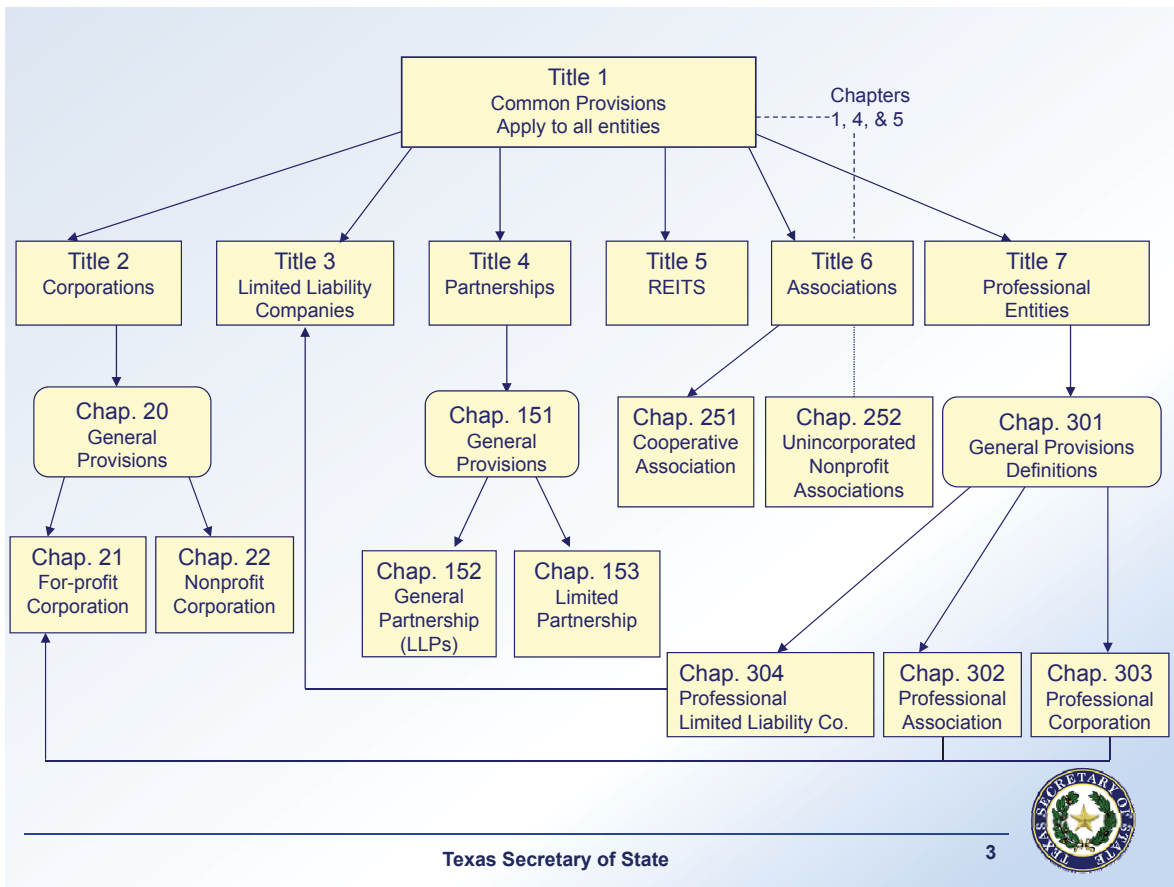


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Texas Business Organizations Code Structure





Entity Names

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



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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First appeared as part of the conference materials for the

2016 Primer: Nuts and Bolts of LLCs, LPs and Partnerships session

"Primer: Basics of Entity Formation and LLCs, LPs and Partnership Agreements "