

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

## *The SOS Perspective*

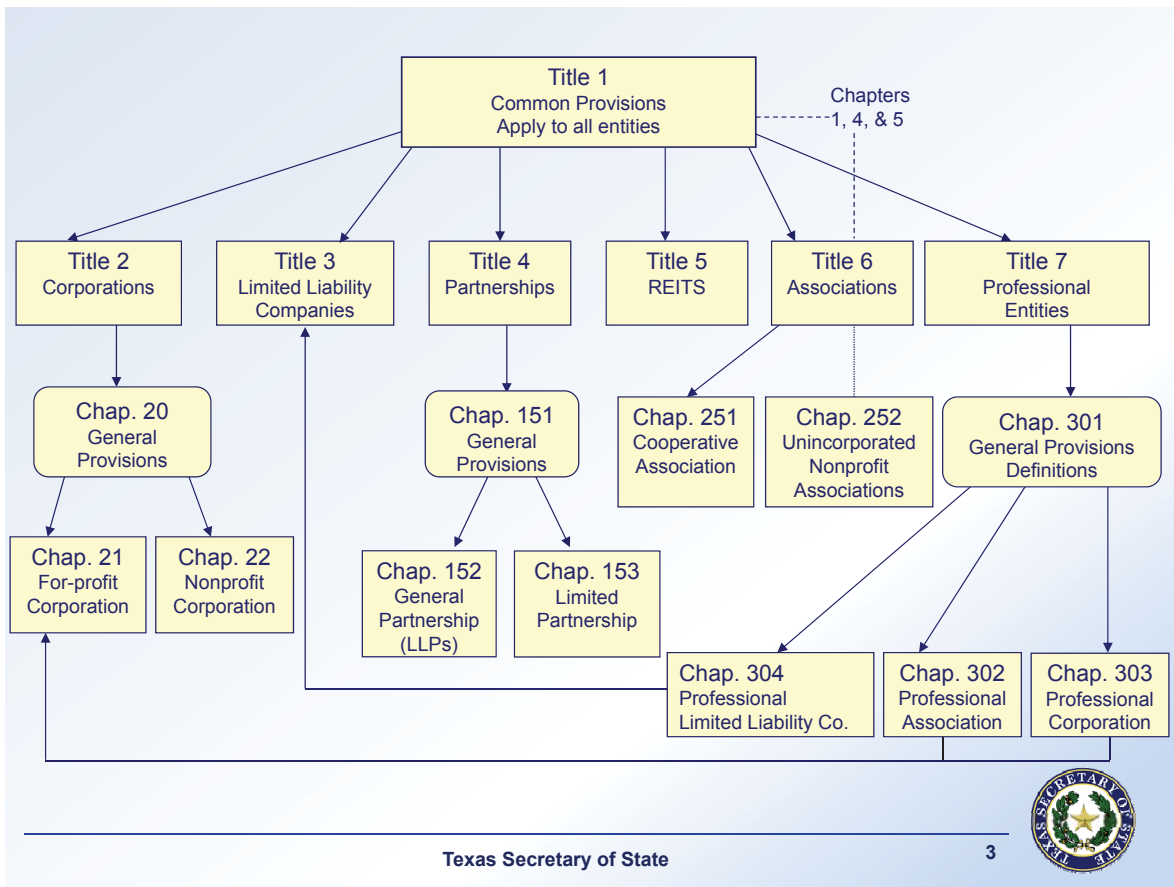


Briana Godbey, Managing Attorney  
Business & Public Filings Division  
Office of the Secretary of State  
[bgodbey@sos.texas.gov](mailto:bgodbey@sos.texas.gov)  
(512) 463-5590



## 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.*



Find the full text of this and thousands of other resources from leading experts in dozens of legal practice areas in the [UT Law CLE eLibrary \(utcle.org/elibrary\)](http://utcle.org/elibrary)

Title search: The SOS Perspective

Also available as part of the eCourse

[Primer: Basics of Entity Formation and LLCs, LPs and Partnership Agreements](#)

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 "