

# Filing Tips for the Texas Secretary of State

Nuts and Bolts of LLCs, LPs and Partnerships



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## Entity Names

## **Determining Name Availability**

SOS determines the availability of legal names for corporations, limited liability companies, limited partnerships, and professional associations as well as name reservations and name registrations.

Also applies to fictitious names if a foreign entity registers to transact business and its legal name is not available in Texas.

## **Names not Considered**

The following are not considered when making a name availability determination:

- Assumed Names
- LLPs
- State and Federal Trademarks
- Filings with the County Clerk
- Common law use
- As a practical matter, others may have rights to a name; perform due diligence

## **Entity Name Availability Standard** **BOC §§ 5.053, 5.102 & 5.153** **1 TAC §§ 79.30 – 79.46**

- “Distinguishable in the Records” or “DIR”
  - *no visible conflict based on SOS records*
  - *Basically... unique enough!*
- Same
  - *name is not available, even with consent*
- Available with Consent
  - *name is not distinguishable but is permitted with notarized consent*

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## **Practice Pointers**

- Ask clients for multiple options
- Texas Comptroller Entity Search – quick, free, but not perfect
- SOSDirect Name Availability Search
- Call (512) 463-5555
- Email [corpinfo@sos.texas.gov](mailto:corpinfo@sos.texas.gov)

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## Title search: Nuts and Bolts of LLCs, LPs and Partnerships: Filing Tips for the Texas Secretary of State

Also available as part of the eCourse

[2020 Nuts and Bolts of LLCs, LPs and Partnerships eConference](#)

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