

**ADOPTED REGULATION OF
THE SECRETARY OF STATE**

LCB File No. R098-00

Effective September 25, 2000

EXPLANATION – Matter in *italics* is new; matter in brackets ~~omitted material~~ is material to be omitted.

AUTHORITY: §§1-11, NRS 78.039 and 78.185; §12, NRS 80.010; §13, NRS 82.096; §14, NRS 86.171 and 86.278; §15, NRS 87.450 and 87.455; §16, NRS 88.320 and 88.327; §17, NRS 88A.230.

Section 1. Chapter 78 of NAC is hereby amended by adding thereto the provisions set forth as sections 2 to 11, inclusive, of this regulation.

Sec. 2. *To determine whether a proposed name of a corporation is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.*

Sec. 3. 1. *If one or more of the following words or abbreviations follow the main body of the proposed name of a corporation, such words or abbreviations shall be deemed not to be part of the proposed name for the purposes of determining whether the proposed name is distinguishable from the name of an existing business entity:*

- (a) Business Trust, B.T. or BT;*
- (b) Chartered or Chtd.;*
- (c) Company or Co.;*
- (d) Corporation or Corp.;*
- (e) Incorporated, Incorp. or Inc.;*
- (f) Limited or Ltd.;*

- (g) L.C. or LC;*
- (h) Limited-Liability Company, L.L.C. or LLC;*
- (i) Limited-Liability Partnership, L.L.P. or LLP;*
- (j) Limited Partnership, L.P. or LP; and*
- (k) Professional Corporation, Professional Corp, Prof. Corp., P.C. or PC.*

2. If one or more of the following words follow the main body of the proposed name of a corporation, such words shall be deemed to be part of the proposed name for the purposes of determining whether the proposed name is distinguishable from the name of an existing business entity:

- (a) And Associates;*
- (b) Association;*
- (c) Casino;*
- (d) Club;*
- (e) Consortium;*
- (f) Enterprise or Enterprises;*
- (g) Family;*
- (h) Foundation;*
- (i) Group;*
- (j) Hotel;*
- (k) Motel;*
- (l) Partners;*
- (m) Resort; and*
- (n) Unlimited.*

Sec. 4. 1. *The addition or omission of distinctive lettering or typeface, a space, a capitalized letter, a symbol, a sign, a punctuation mark or any other mark does not make the proposed name of a corporation distinguishable from the name of an existing business entity.*

For example:

- (a) “ABC, Inc.” is not distinguishable from “A.B.C., Inc.”;*
- (b) “Intellico” is not distinguishable from “Intelli, Co.”;*
- (c) “Motor-Mouth” is not distinguishable from “Motor Mouth”; and*
- (d) “Nevada.com, Inc.” is not distinguishable from “Nevada Com, Inc.”*

2. *The substitution of distinctive lettering or typeface, a space, a capitalized letter, a symbol, a sign, a punctuation mark or any other mark for a word does not make the proposed name of a corporation distinguishable from the name of an existing business entity. For example:*

- (a) “A-plus” is not distinguishable from “A+”;*
- (b) “Frustrated, Inc.” is not distinguishable from “Frustrated, Inc.”;*
- (c) “Jones & Jones” is not distinguishable from “Jones and Jones”; and*
- (d) “Marketing Ahead” is not distinguishable from “marketing ahead.”*

3. *For the purposes of this section:*

(a) “Distinctive lettering or typeface” includes, without limitation, underscoring, italics, boldface, different font styles and different font sizes;

(b) “Punctuation mark” includes, without limitation, a comma, a semicolon, a colon, a dash, a period, an exclamation point, a question mark, an apostrophe, single quotation marks, double quotation marks, parentheses, braces, brackets and any other similar mark; and

(c) *“Symbol” or “sign” includes, without limitation, #, \$, %, ^, &, *, ~, <, >, +, -, =, _ / and \, and any other similar symbol or sign.*

Sec. 5. *The addition or omission of a definite or an indefinite article, such as “the,” “a” or “an,” does not make the proposed name of a corporation distinguishable from the name of an existing business entity. For example:*

- 1. “A Clear View, Inc.” is not distinguishable from “Clearview, Inc.”; and*
- 2. “The Action Co.” is not distinguishable from “Action Co.”*

Sec. 6. *A difference in spelling, regardless of whether there is a phonetic similarity between the proposed name of the corporation and the name of an existing business entity, may make the proposed name distinguishable from the name of an existing business entity.*

For example:

- 1. “Capital Cleaner” is distinguishable from “Capitol Cleaners”;*
- 2. “Cool Cuts” is distinguishable from “Kool Kuts”;*
- 3. “Great Picks” is distinguishable from “Great Pix”;*
- 4. “Jones Tires” is distinguishable from “Joan’s Tires”; and*
- 5. “Write, Inc.” is distinguishable from “Right, Inc.”*

Sec. 7. *The use of a word in a foreign language that is spelled similarly or has the same meaning as a word in the English language, or the use of a word in the English language that is spelled similarly or has the same meaning as a word in a foreign language, may make the proposed name of a corporation distinguishable from the name of an existing business entity.*

For example:

- 1. “Association of Women” is distinguishable from “Association de Mujeres”; and*
- 2. “Evangelical Church” is distinguishable from “Evangelico Church.”*

Sec. 8. *The addition or omission of a prefix or a suffix or any other variation in the beginning or ending of a root word, such as “s,” “es,” “ing,” “ion,” “ed” or “er,” may make the proposed name of a corporation distinguishable from the name of an existing business entity. For example:*

1. *“C-Corp.” is distinguishable from “Cee Cee, Inc.”;*
2. *“Circuit Products” is distinguishable from “Circuit Production”;*
3. *“Rich, Inc.” is distinguishable from “Richey, Inc.”;*
4. *“Sam’s town” is distinguishable from “Sammy’s Town”; and*
5. *“Window Wash” is distinguishable from “Window Washing.”*

Sec. 9. *The addition, omission or change of a preposition, such as “of,” “in,” “with” or “for,” may make the proposed name of a corporation distinguishable from the name of an existing business entity. For example:*

1. *“Express Nevada Co.” is distinguishable from “Express of Nevada Co.”;*
2. *“Kids for Tomorrow” is distinguishable from “Kids of Tomorrow”; and*
3. *“Jobs in Nevada” is distinguishable from “Jobs for Nevada.”*

Sec. 10. *The use of an abbreviated word in place of an unabbreviated word, or the use of an unabbreviated word in place of an abbreviated word, may make the proposed name of the corporation distinguishable from the name of an existing business entity. For example:*

1. *“AAA Communications” is distinguishable from “AAA Comm”;*
2. *“ABC Job Service” is distinguishable from “ABC Job Svc.”;*
3. *“American Systems” is distinguishable from “Amer. Systems”;*
4. *“Computer Technology” is distinguishable from “Computer Tech”; and*
5. *“International Investors” is distinguishable from “Int’l Investors.”*

Sec. 11. *The use of a numeral in place of a word that represents the number, or the use of a word that represents the number in place of a numeral, may make the proposed name of a corporation distinguishable from the name of an existing business entity. For example:*

- 1. “8 Ball, Inc.” is distinguishable from “Eight-Ball, Inc.”;*
- 2. “4th and Vine” is distinguishable from “Fourth and Vine”;*
- 3. “Nineteenth Hole” is distinguishable from “19th Hole”; and*
- 4. “One and Only” is distinguishable from “1 and Only.”*

Sec. 12. Chapter 80 of NAC is hereby amended by adding thereto a new section to read as follows:

To determine whether a proposed name of a foreign corporation is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.

Sec. 13. Chapter 82 of NAC is hereby amended by adding thereto a new section to read as follows:

To determine whether a proposed name of a nonprofit corporation is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.

Sec. 14. Chapter 86 of NAC is hereby amended by adding thereto a new section to read as follows:

To determine whether a proposed name of a limited-liability company is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.

Sec. 15. Chapter 87 of NAC is hereby amended by adding thereto a new section to read as follows:

To determine whether a proposed name of a limited-liability partnership is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.

Sec. 16. Chapter 88 of NAC is hereby amended by adding thereto a new section to read as follows:

To determine whether a proposed name of a limited partnership is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.

Sec. 17. Chapter 88A of NAC is hereby amended by adding thereto a new section to read as follows:

To determine whether a proposed name of a business trust is distinguishable from the name of an existing business entity, the secretary of state will consider, without limitation, the rules set forth in sections 3 to 11, inclusive, of this regulation.

NOTICE OF INTENT TO ACT UPON A REGULATION

Notice of Hearing for the Adoption of Regulations of the Secretary of State

The Secretary of State will hold a public hearing at **10 am, on Thursday, August 31, 2000, at the Legislative Building, 401 South Carson Street, Room 3138, Carson City, Nevada 89701; and teleconferenced to the Sawyer Building, 555 East Washington Avenue, Room 4401, Las Vegas, Nevada 89101.** The purpose of the hearing is to receive comments from all interested persons regarding the adoption of regulations pertaining to chapters 78, 80, 82, 86, 87, 88, and 88A of the Nevada Administrative Code.

The following information is provided pursuant to the requirement of NRS 233B.060:

1. The need for and the purpose of the proposed regulation.

These regulations are needed to interpret the distinguishable name requirements, as required by statutes, for business entities filing in the Secretary of State's office.

2. Either the terms or the substance of the regulations to be adopted, or a description of the subjects and issues involved.

These regulations state the guidelines to be used to determine if the name of one business entity is distinguishable from the name of another business entity as required by statute.

3. The estimated economic effect of the regulation on the business which it is to regulate and on the public. These must be stated separately and in each case must include:

- (a) both adverse and beneficial effects; and
- (b) both immediate and long-term effects.

- (a) There will be no adverse or beneficial economic effects of the regulations on business or the public.
- (b) There will be no immediate or long-term economic effects on business or the public.

4. The estimated cost to the agency for enforcement of the proposed regulation.

There is no estimated cost to the Secretary of State for enforcement of these regulations.

5. A description of, and citation to, any regulations of other state or local governmental agencies which the proposed regulation overlaps or duplicates and a

statement explaining why the duplication or overlapping is necessary. If the proposed regulation overlaps or duplicates a federal regulation, the notice must include the name of the regulating federal agency.

These regulations do not overlap or duplicate any other state, local governmental agency, or federal regulation.

6. If the regulation is required pursuant to federal law, a citation and description of the federal law.

These regulations are not required by federal law.

7. If the regulation includes provisions which are more stringent than a federal regulation that regulates the same activity, a summary of such provisions.

These regulations are not required by federal law.

8. Whether the proposed regulation establishes a new fee or increases an existing fee.

These regulations do not establish a new fee or increase an existing fee.

Persons wishing to comment upon the proposed action of the Secretary of State may appear at the public hearing or may address their comments, data, views or arguments, in written form, to Scott Anderson, Deputy for Commercial Recordings, Secretary of State's Office 101 North Carson Street, Suite 3, Carson City, Nevada 89701. Written submissions must be received by the Secretary of State on or before August 29, 2000. If no person who is directly affected by the proposed action appears to request time to make an oral presentation, the Secretary of State may proceed immediately to act upon any written submissions.

A copy of this notice and the proposed regulation will be on file at the State Library, 100 Stewart Street, Carson City, Nevada, for inspection by members of the public during business hours. Additional copies of the notice and the regulation to be adopted will be available at the Secretary of State's Office 101 North Carson Street, Suite 3, Carson City, Nevada 89701; (775) 684-5708; the Secretary of State's Office, 1755 East Plumb Lane, Suite 231, Reno, Nevada 89502; (775) 688-1855; and the Secretary of State's Office, 555 East Washington Avenue, Suite 5200, Las Vegas, Nevada 89101; (702) 486-2440 and in all counties in which an office of the agency is not maintained, at the main public library, for inspection and copying by members of the public during business hours. This notice and the text of the proposed regulation are also available in the State of Nevada Register of Administrative Regulations which is prepared and published by the Legislative Counsel Bureau pursuant to NRS 233B.0653 and on the Internet at <http://www.leg.state.nv.us>. Copies will also be mailed to members of the public upon request. A reasonable fee may be charged for copies if it is deemed necessary.

Upon adoption of any regulation, the agency, if requested to do so by an interested person, either before adoption or within 30 days thereafter, will issue a concise statement of the principal reasons for and against its adoption, and incorporate therein its reasons for overruling the consideration urged against its adoption.

This notice of hearing has been posted at the following locations:

The Capitol Building, 101 North Carson Street, Carson City, Nevada 89701

The State Library, 100 North Stewart Street, Carson City, Nevada 89701

The Grant Sawyer Building, 555 East Washington Avenue, Las Vegas, Nevada 89101

Dated this 28th day of July, 2000.

NOTICE OF ADOPTION OF REGULATION

The Secretary of State adopted regulations assigned LCB File No. R098-00 which pertain to chapters 78, 80, 82, 86, 87, 88, and 88A of the Nevada Administrative Code on August 31, 2000. A copy of the regulations as adopted is attached hereto.

INFORMATIONAL STATEMENT FOR PROPOSED REGULATIONS FOR THE SECRETARY OF STATE

LCB FILE NO. R098-00

The following statement is submitted for adopted amendments to Nevada Administrative Code chapters 78, 80, 82, 86, 87, 88, and 88A.

1. A description of how public comment was solicited, a summary of public response, and an explanation how other interested persons may obtain a copy of the summary.

A workshop and an adoption hearing were held. Notices of the workshop and the hearing were sent to resident agents who are listed with the Secretary of State's office, as well as those requesting the notices.

2. The number of persons who:

(a) Attended each hearing:	June 7, 2000	16
	June 8, 2000	06
	August 31, 2000	07
(b) Testified at each hearing:	June 7, 2000	05
	June 8, 2000	01
	August 31, 2000	01
(c) Submitted to the agency written comments:		2

3. A description of how comment was solicited from affected businesses, a summary of their response, and an explanation how other interested persons may obtain a copy of the summary.

See question 1.

4. If the regulation was adopted without changing any part of the proposed regulation, a summary of the reasons for adopting the regulation without change.

The regulation was adopted without change because the questions and concerns raised by the public were adequately address by Secretary of State staff at the hearings or the proposed sections of the regulation were removed by LCB.

5. The estimated economic effect of the adopted regulation on the business which it is to regulate and on the public. These must be stated separately, and each case must include:

- (a) Both adverse and beneficial effects; and**
- (b) Both immediate and long-term effects.**

- (a) There is no adverse or beneficial economic effect on businesses.
- (b) There is no immediate or long term economic effects on businesses.

6. The estimated cost to the agency for enforcement of the proposed regulation.

There is no cost to the Secretary of State for enforcement of the regulation.

7. A description of any regulations of the state or government agencies which the proposed regulation overlaps or duplicates and a statement explaining why the duplication or overlapping is necessary. If the regulation overlaps or duplicates a federal regulation, the name of the regulating federal agency.

The regulation does not overlap or duplicate any regulation of other state or government agencies.

8. If the regulation includes provisions which are more stringent than a federal regulation which regulates the same activity, a summary of those provisions.

The regulation is not more stringent than federal regulation.

9. If the regulation establishes a new fee or increases an existing fee, a statement indicating the total annual amount the agency expects to collect and the manner in which the money will be used.

No new fees are established and no existing fees are increased.