

Primer: Nuts and Bolts of LLCs, LLPs and Partnerships

The SOS Perspective



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Topics to Cover

- Entity name standard
- Assumed names
- Foreign entities
- Registered Agents
- LLPs
- Filings Aids/Options
- Terminations
- SOS Programs



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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 and fictitious names of corporations, limited liability companies and limited partnerships, name reservations and name registrations.

✗ Assumed Names

✗ LLPs

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Entity Name Availability Standard §§ 5.053, 5.102 & 5.153

SAME	DECEPTIVELY SIMILAR	SIMILAR
<ul style="list-style-type: none">• Comparison shows no difference	<ul style="list-style-type: none">• Comparison shows some apparent differences	<ul style="list-style-type: none">• Comparison of names reveals similarities that may tend to mislead as to identity or affiliation



But wait...there is a new standard coming to town



- House Bill 2856 (85th Leg.), effective June 1, 2018, changes the name standard to distinguishable on the record.
- New standard will be applied to documents received by the SOS on or after June 1, 2018, that require a name availability determination.
- SOS will adopt rules defining what is distinguishable.



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[2017 Primer: Nuts and Bolts of LLCs, LPs, and Partnerships eConference](#)

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