

Instructions C007i

Application to Register Foreign Corporation Name

ARIZONA CORPORATION COMMISSION

Corporations Division
1300 West Washington Street
Phoenix, Arizona 85007

www.azcc.gov

(602) 542-3026



General Information

Foreign corporations can register the foreign corporation's name, or a fictitious name if necessary, for a period of one year by submitting an Application To Register Foreign Corporation Name. See A.R.S. §§ 10-403 and 10-1506 (for-profits); 10-3403 and 10-11506 (nonprofits); 10-2215 and 10-2244 (professional).

Note that the Arizona Corporation Commission does not register or reserve trade names. For trade name registration, contact the Secretary of State's Office at 602-542-6187 or www.azsos.gov.

Registering a name is not required.

Registering a foreign corporation name is optional. Whether you should register a foreign corporation name depends upon your particular circumstances, and Arizona Corporation Commission staff cannot advise you or make the decision for you.

Registering a name does not grant authority to transact business or conduct affairs.

If a foreign corporation is transacting business (for-profits) or conducting affairs (nonprofits) in Arizona, it must submit to the Arizona Corporation Commission an Application For Authority To Transact Business Or Conduct Affairs, whether or not it registers its name with the A.C.C. See A.R.S. §§ 10-1501 and 10-11501.

Effective time period. Once approved, a name registration is effective for a period of one year from the date on which the Arizona Corporation Commission receives the Application To Register Foreign Corporation Name. If the name registration is approved, the approval letter sent by the Arizona Corporation Commission will contain the expiration date for the name registration. See A.R.S. §§ 10-403 and 10-3403.

Note that the name registration will automatically terminate or become inactive in the records of the Arizona Corporation Commission once the foreign corporation becomes authorized

by the Arizona Corporation Commission to transact business or conduct affairs in Arizona under the registered name, or if the foreign corporation consents for another corporation to use the registered name. See A.R.S. §§ 10-403(E) and 10-3403(E).

Name registrations may be renewable. If the name registration has not automatically terminated or become inactive (see previous paragraph) the foreign corporation may renew the name registration by submitting another Application To Register Foreign Corporation Name on or before the expiration date of the existing name registration. The Application form has a check box for Renewal. The renewal would be effective for a period of one year from the expiration date of the original name registration period. If the name registration has automatically terminated or become inactive in the records of the Arizona Corporation Commission, the name registration cannot be renewed.

Expiration date. The expiration date for the name registration or for a renewal of a name registration will be stated within the approval letter the foreign corporation will receive from the Arizona Corporation Commission. *The A.C.C. will not issue any reminder of the expiration date.* It is strongly suggested that the foreign corporation calendar the expiration date.

Name registration can be canceled.

See the Notice of Cancellation Of Corporation Name Registration form Instructions C009i at <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

Filing fee. The filing fee is \$10.00. For expedited processing (read the next paragraph), add \$35.00 to the filing fee. All fees are nonrefundable. See A.R.S. §§ 10-122 and 10-3122.

Processing time. Processing times are posted on our website each Monday at www.azcc.gov/Divisions/Corporations. For expedited (faster) processing, payment of the expedite fee plus payment of the filing fee must be

submitted. See A.R.S. §§ 10-122 and 10-3122. The expedite fee is \$35.00. See Decision No. 68008, July 22, 2005, Docket No. AC-00000A-05-0488. The Arizona Corporation Commission does not currently offer same day or next day service.

Name Requirements

The examiner will determine if the name to be registered complies with the statutory requirements, but you can check for name availability and submit the name registration application by using our website at <http://www.azcc.gov/divisions/corporations/filings/namingpolicy.asp>. Web access is available to the public at our Phoenix and Tucson offices.

The minimum requirements under Arizona law for the name of a for-profit corporation or fictitious name of a for-profit foreign corporation are that it:

shall contain the word "association", "bank", "company", "corporation", "limited", or "incorporated", or an abbreviation of one of those words. If the existing corporate name or the fictitious name adopted for use in Arizona does not contain one of those words or an abbreviation of one of those words, then one of those words or an abbreviation of one of those words must be added to it;
AND

shall not contain the words "limited liability company" or "limited company" or the abbreviations "L.L.C.", "L.C.", "LLC" or "LC", in uppercase or lowercase letters.

If the corporation name contains any of the following words, prior written approval must be obtained from the Arizona Department of Financial Institutions before registration is allowed: Bank; Banker; Banking; Banc; Banco; Banque; Credit Union; Deposit; Savings Association; Building Association; Savings and Loan Association; Building and Loan Association; Savings Bank; Thrift; Trust; or Trust Company. See A.R.S. §§ 10-401, 10-1506, 10-3401, and 10-11506.

The name of a *professional corporation* shall not conflict with any of the above, and *shall contain* the words “professional corporation”, “professional association”, “service corporation”, “limited” or “chartered” or one of the following abbreviations: “P.C.”, “P.A.”, “S.C.”, “Ltd.”, “Chtd.”, “PC”, “PA”, “SC”, “Ltd”, or “Chtd”. See A.R.S. § 10-2215.

The *for-profit* corporate name must satisfy the requirements of A.R.S. §§ 10-401 and 10-1506. Statutes are available on the Arizona Legislature’s website, www.azleg.gov, by following the link for Arizona Revised Statutes

The *nonprofit* corporate name must satisfy the requirements of A.R.S. §§ 10-3401, 10-3301, and 10-11506 and must not conflict with the requirements for professional corporations (A.R.S. § 10-2215) or other corporations (A.R.S. §§ 10-1506 and 10-401). Statutes are available on the Arizona Legislature’s website, www.azleg.gov, by following the link for Arizona Revised Statutes. Note that other requirements may apply if you are forming a nonprofit corporation under Chapter 19 of Title 10, Arizona Revised Statutes (cooperatives).

Fictitious name. If a foreign corporation’s name is not available, it may use a fictitious name if it attaches to the Application To Register Foreign Corporation Name a corporate resolution adopting a fictitious name. Such a resolution must be approved by the board of directors and certified by its secretary (for-profits) or a duly authorized officer (nonprofits). See A.R.S. §§ 10-1506, 10-11506.

Trade name – if you are the owner of a trade name registered with the Secretary of State’s office that is identical to the corporation name you are registering, you must complete and attach to the Application To Register Foreign Corporation Name a Trade Name Declaration form M003. Forms are available on our website at <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

Instructions

Renewal. If you are renewing an existing name registration that is about to expire, check the box.

Number 1. If you are renewing an existing name registration that is about to expire, list the Arizona Corporation Commission file number for the name registration.

Number 2. Check one box only to indicate the type of foreign corporation that is registering the name.

Number 3. List the exact name of the foreign corporation from its state or country of incorporation, including exact spelling, punctuation, and any corporate identifier such as Inc. or Incorporated, etc.

Number 4. List the exact name to be registered, including exact spelling, punctuation, and any corporate identifier such as Inc. or Incorporated, etc. Check one box below the name to be registered to indicate the type of name being registered.

For-profits – if the for-profit foreign corporation’s state or country of incorporation does not require a corporate identifier, then the for-profit foreign corporation must add a corporate identifier to its name for use in Arizona. See the discussion above on Name Requirements. See A.R.S. §§ 10-1506, 10-11506.

All foreign corporations – if the foreign corporation’s name is not available for use in Arizona, then the foreign corporation may use a fictitious name if it attaches a corporate resolution adopting a fictitious name. Such a resolution must be approved by the board of directors and certified by its secretary (for-profits) or a duly authorized officer (nonprofits). See A.R.S. §§ 10-1506, 10-11506.

Number 5. List the state or country under the laws of which the foreign corporation was incorporated.

Number 6. Give the date on which the foreign corporation was incorporated or formed in its state or country of incorporation.

Number 7. Give a short description of the nature of the foreign corporation’s activities (the type of business or affairs in which it is engaged).

Number 8. The foreign corporation must attach to the Application To Register Foreign Corporation Name a certificate of existence or a similar

document from its state or country of incorporation. A certificate of good standing from the state or country of incorporation is acceptable. Any such certificate must be dated within 60 days of its delivery to the Arizona Corporation Commission. See A.R.S. §§ 10-403 and 10-1506 (for-profits); 10-3403 and 10-11506 (nonprofits).

Number 9. The name registration, or renewal of a name registration, is effective for a period of one year.

Signature and Verification

The Application To Register Foreign Corporation Name may be signed by one of the following: (1) the Chairman of the Board of Directors, (2) a duly-authorized Officer of the corporation, or (3) a duly-authorized bankruptcy trustee, receiver, or other court-appointed fiduciary. See A.R.S. §§ 10-120(F) and 10-3120(F).

The document is submitted under penalty of perjury, and the “I accept” box must be checked.

Sign on the line underneath the “I accept” box. Print the name of the individual signing next to the signature. If completing the form online, type in the name in both fields. Fill in the date. Check the appropriate box underneath the signature line to indicate the capacity of the signer. If the signer is signing pursuant to a power of attorney, a copy of the power of attorney must be attached to and submitted with the Application To Register Foreign Corporation Name.

Submit the document

Cover Sheet. All documents must be submitted with a Cover Sheet. Forms are available on our website at this link: <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

What to submit:

1. Cover Sheet
2. Application to Register Foreign Corporation Name
3. Payment.

By Mail. Mail the completed paper document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

In Person. Deliver the completed document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

Payment Methods

Credit card. If submitting the document in person, payment by credit card is acceptable. Credit cards cannot be used if submitting by mail. The Arizona Corporation Commission accepts only Visa, MasterCard, or American Express.

Check. If submitting the document by mail or in person, payment by check is acceptable. Checks must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. Checks that do not have an imprinted or preprinted name and address of the account holder and an imprinted or preprinted check number will not be accepted. Handwritten or stamped names, addresses, or check numbers will not be accepted. For example, we will not accept temporary checks, such as those from a new account. We will accept checks drawn on non-U.S. banks as long as the check states that the funds are payable in U.S. dollars.

Money order. If submitting the document by mail or in person, payment by money order is acceptable.

Cash. If submitting the document in person, cash payments are acceptable. Do not mail cash.

Questions

For questions, contact our Customer Service Call Center at 602-542-3026, or, within Arizona only, 800-345-5819.