

**Form 503—General Information
(Assumed Name Certificate)**

The attached form is drafted to meet minimal statutory filing requirements pursuant to the relevant code provisions. This form and the information provided are not substitutes for the advice and services of an attorney and tax specialist.

Commentary

A corporation, limited liability company, limited partnership or limited liability partnership which regularly conducts business or renders a professional service in this state under a name other than its legal name (as stated in its certificate of formation or amendments thereto) must file an assumed name certificate with the secretary of state. In addition, an assumed name certificate must be filed with the county clerk in the county in which the registered office is located and the county in which the principal office is located if these are not the same county (Texas Business & Commerce Code [TBCC] § 36.11).

The effect of filing is to give notice to the public that the entity is conducting business under that name. The filing of an assumed name shall not constitute actual use of the assumed name for determining priority of name; nor does the filing of assumed name give the registrant any right to use the name when contrary to the common law or statutory right of unfair competition, unfair trade practices, common law copyright or similar law (TBCC § 36.17). Since the filing is a notice filing, the secretary of state does not have the authority to review the name of the certificate to determine if the filing conflicts with another name on file with this office.

The TBCC in sections 36.25 through 36.27 provides both civil and criminal penalties for failure to file the assumed name certificate.

There is no procedure for amendment of an assumed name certificate. If there is a material change in the information on the certificate, a new certificate should be filed. The new certificate should be filed within 60 days after the occurrence of the events which necessitate the filing (TBCC § 36.12).

The assumed name certificate shall be effective for a term not to exceed ten years from the date the certificate is filed (TBCC § 36.13) and may be renewed by filing a new certificate within six months of the expiration of the original certificate. A registrant may abandon the assumed name certificate prior to the expiration of the period of duration by filing an abandonment pursuant to section 36.14 TBCC.

This form has been drafted for filing with the secretary of state. Assumed name certificates filed with the county clerk must be notarized and contain original signatures. *Consequently, this form does not satisfy county filing requirements.* An assumed name certificate filed with the county clerk must be sent directly to the appropriate county clerk and not to the secretary of state.

Instructions for Form

- **Assumed Name:** The assumed name certificate must state the assumed name under which the business or professional service is or is to be conducted. An entity may conduct business or professional services under multiple assumed names, but a separate assumed name certificate must be filed for each assumed name.

- **Entity Information:** The assumed name certificate must contain the legal name of the entity and identify the type of entity filing the assumed name. For entity type, if there is not a check box that applies to the entity, check other and then specify the type of entity in the space provided. It is recommended that the file number, if any, assigned by the secretary of state be provided to facilitate processing of the document. In addition, the assumed name certificate must state the jurisdiction of formation and the address of the registered office or similar office in that jurisdiction.

If the entity is required to maintain a registered office and agent in Texas, the assumed name certificate should state the address of its registered office in Texas and the name of the registered agent at such address as well as the principal office of the entity if not the same as the registered office.

If the entity is not required to maintain a registered office and agent in Texas, the assumed name certificate should state its office address in Texas.

If the entity is not incorporated, organized or associated under the laws of Texas, the assumed name certificate should state the address of the principal place of business in Texas and the office address of the entity in Texas or elsewhere.

- **Period of Duration:** An assumed name certificate is effective for a term not to exceed a period of ten years from the date of filing the certificate. Check the applicable box to specify the duration which the entity determines should be the duration of the filing of the assumed name certificate. The entity may opt to make the duration the maximum period of ten years, a period of less than ten years or until a date certain which date is not more than ten years from the date of filing.
- **County or Counties in which the Assumed Name Used:** The assumed name certificate is required to state the counties in which the assumed name will be used. If the entity will potentially use the assumed name in all counties in Texas, check the box for "All." If the entity wishes to exclude certain counties but will use the assumed names in most counties, check the box for "All counties with the exception of the following counties" and list the excluded counties. If the entity will only conduct business in specific counties, check the box for "Only the following counties" and list those specific counties. Please note that the assumed name will not be required to be filed in each county listed or each county in which the entity conducts business under the assumed name. County filings for corporations, limited partnerships, limited liability companies, and limited liability partnerships are only filed in the county or counties where the entity maintains its registered office and principal office.
- **Execution:** A certificate filed with the secretary of state shall be executed by an officer, general partner, member, manager, representative, or attorney in fact for the corporation, limited partnership, limited liability partnership, or limited liability company. A certificate executed by an attorney in fact shall include a statement that the attorney in fact has been duly authorized in writing by his principal to execute the certificate.
- **Payment and Delivery Instructions:** The filing fee for an assumed name certificate filed with the secretary of state is **\$25**. Fees may be paid by personal checks, money orders, LegalEase debit cards, or MasterCard, Visa, and Discover credit cards. Checks or money orders must be payable through a U.S. bank or financial institution and made payable to the secretary of state. Fees paid by credit card are subject to a statutorily authorized convenience fee of 2.7 percent of the total fees.

Submit the completed form in duplicate along with the filing fee. The form may be mailed to P.O. Box 13697, Austin, Texas 78711-3697; faxed to (512) 463-5709; or delivered to the James Earl Rudder Office Building, 1019 Brazos, Austin, Texas 78701. If a document is transmitted by fax, credit card information must accompany the transmission (Form 807). On filing the document, the secretary of state will return the appropriate evidence of filing to the submitter together with a file-stamped copy of the document, if a duplicate copy was provided as instructed.

Revised 01/06

Form 503
(Revised 01/06)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: \$25



This space reserved for office use.

Assumed Name Certificate

Assumed Name

The assumed name under which the business or professional service is, or is to be, conducted or rendered is: _____

Entity Information

The name of the entity filing the assumed name is:

State the name of the entity as currently shown in the records of the secretary of state or on its certificate of formation, if not filed with the secretary of state.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|----------------------------------------------------|-----------------------------------------------------------------|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Other _____ | |

Specify type of entity if there is no check box applicable.

The file number, if any, issued to the filing entity by the secretary of state is: _____

The state, country, or other jurisdiction of formation is: _____

The registered or similar office of the entity in the jurisdiction of formation is: _____

The entity is required to maintain a registered office and agent in Texas. The address of its registered office in Texas and the name of the registered agent at such address is: _____

The address of the principal office of the entity (if not the same as the registered office) is: _____

The entity is not required to maintain a registered office and agent in Texas. Its office address in _____

in Texas is: _____

The entity is not incorporated, organized or associated under the laws of Texas. The address of the principal place of business in this state is: _____

The office address of the entity is: _____

Period of Duration

The period during which the assumed name will be used is 10 years from the date of filing with the secretary of state.

OR

The period during which the assumed name will be used is _____ years from the date of filing with the secretary of state (not to exceed 10 years).

OR

The assumed name will be used until _____ (not to exceed 10 years).
mm/dd/yyyy

County or Counties in which Assumed Name Used

The county or counties where business or professional services are being or are to be conducted or rendered under the assumed name are:

All counties

All counties with the exception of the following counties: _____

Only the following counties: _____

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. If the undersigned is acting in the capacity of an attorney in fact for the entity, the undersigned certifies that the entity has duly authorized the undersigned in writing to execute this document.

Date: _____

Signature and title of authorized person(s) (see instructions)