



TENNESSEE SECRETARY OF STATE  
DIVISION OF BUSINESS SERVICES

312 Eighth Avenue North  
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Nashville, TN 37243

## **BUSINESS NAME AVAILABILITY GUIDELINES**

- In order to file documents relating to a new business or to file an assumed, registered or reserved business name, the business name must be "available." A business name is available if it is distinguishable from any other active name in the Division of Business Services' corporate management system database.
- The business name must be distinguishable from the names of existing corporations, both for-profit and nonprofit, limited liability companies, limited partnerships, limited liability partnerships, assumed names and any name that has been reserved or registered for use in this State.
- In general, a business name is distinguishable from other names if it contains one or more different letters, and/or words, or it has a different sequence of letters and/or words, from all other active, reserved and registered names in the Division's corporate management system database. Differences between singular and plural forms of words are distinguishing.
- **A business name is not distinguishable by using required ending words such as "incorporated," "corporation," "company," "limited liability company," "limited partnership," "limited liability partnership" or abbreviations of such words.**
- A business name is **not** distinguishable by differences in punctuation or capitalization, or the presence or absence of articles, conjunctions or prepositions as symbols or words (including "the," "a," "and," "of," "in," "at" and "plus").

- In determining whether a business name is distinguishable from other names, the Division of Business Services compares the proposed name to other names listed in its corporate management system database, and makes no review of other databases, such as state and federal trademarks. The Division's action in determining name distinguishability is ministerial and does not serve to insure, regulate or license the use of such a business name.
- In determining whether a business name is distinguishable from other names, and in determining whether a business name satisfies the filing requirements under applicable business statutes, the Division of Business Services makes no determination as to whether the use of a name constitutes unfair competition, unfair trade practice, or name infringement with other businesses already in existence.
- A preliminary check for business name availability can be made by using the Division's online business name availability database or by contacting the Division at 615-741-2286. This preliminary check is not a statutory requirement, does not guarantee that the name will be deemed distinguishable at the time of filing, and does not convey any rights to the use of the name.
- An applicant can request authorization to use a business name that is not distinguishable from the name used by an existing business only if:
  1. The existing business consents in writing to its use by the applicant business and changes its own name (within sixty days) to a distinguishable name;
  2. The applicant business submits a certified copy of the final judgment of a court of competent jurisdiction establishing the applicant's right to use the name applied for in Tennessee;
  3. If the applicant is an LLC (governed by the TN LLC Act) or an LLP, the existing business is under common control with the LLC or LLP, consents to the use in writing, and both the existing business and the LLC or LLP consent to use the same registered agent/registered office;

4. If the applicant is an LLC (governed by the TN Revised LLC Act), the existing business consents to the use in writing and both the existing business and the LLC consent to use the same registered agent/registered office;
  5. If the applicant is an LLP, the name of the applicant is composed solely of the names of the partners; or
  6. If the applicant is a PLLC, the name is the personal name of a member or former member of the PLLC or the name of an individual who was associated with a predecessor of the PLLC.
- Generally, a business name cannot contain language stating or implying that:
    1. The business transacts or has power to transact any business for which authorization is required under Tennessee law, unless the appropriate commission or officer has granted such authorization and certifies that fact in writing; or
    2. The business is organized as, affiliated with, or sponsored by any fraternal, veterans, service, religious, charitable or professional organization, unless that fact is certified in writing by the organization with which affiliation or sponsorship is claimed; or
    3. The business is an agency or instrumentality of, affiliated with or sponsored by the United States or the State of Tennessee or a subdivision or agency thereof, unless such fact is certified in writing by the appropriate official of the governmental entity; or
    4. The business is organized for a purpose other than that permitted by the applicable business statutes and the business' charter/articles/certificate.
  - If a business name contains the word "mortgage," "bank," "banks," "credit union," or "trust," written approval must be first

obtained from the Tennessee Department of Financial Institutions before documents can be accepted for filing with the Division of Business Services (except a name reservation).

- A business name may be reserved prior to incorporation/formation by filing an application for reservation of business name with the Division of Business Services. The filing fee is \$20.00.

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