Return to:
Runnels County Clerk
613 Hutchings Ave., Rm. 106
Ballinger, TX 76821
phone: 325-365-2720
fax: 325-365-3408
Filing Fee: $24.00

Assumed Name Certificate

Assumed Name

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

Entity Information

2. The legal 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 organizational documents, if not filed with the secretary of state.

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

☐ For-profit Corporation
☐ Nonprofit Corporation
☐ Professional Corporation
☐ Professional Association
☐ Limited Liability Company
☐ Limited Partnership
☐ Limited Liability Partnership
☐ Cooperative Association
☐ Other _____

Specify type of entity. For example, foreign real estate investment trust, state bank, insurance company, etc.

4. The file number, if any, issued to the entity by the secretary of state is: _____
5. The state, country, or other jurisdiction of formation of the entity is: _____
6. The entity's principal office address is:

_____
Street or Mailing Address

_____
City *State* *Country* *Postal or Zip Code*

Period of Duration

☐ 7a. The period during which the assumed name will be used is 10 years from the date of filing with the secretary of state.

OR

☐ 7b. 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

☐ 7c. The assumed name will be used until _____ (not to exceed 10 years).
mm/dd/yyyy

County or Counties in which Assumed Name Used

8. 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 and also certifies that the person is authorized to sign on behalf of the identified entity. 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 of a person authorized by law to sign on behalf of the identified entity (see instructions)

THE STATE OF TEXAS
COUNTY OF RUNNELS

On this the _____ day of _____, 20____, before me the undersigned authority came _____, known to me to be the person(s) who signed the foregoing instrument and on oath did state ___he__ had read the foregoing instrument and had signed it for the purposes and consideration therein expressed.

WITNESS MY HAND AND SEAL on this the _____ day of _____, 20___.

_____

Notary Public, Runnels County Texas

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 domestic or foreign corporation, limited liability company, limited partnership, limited liability partnership, or other foreign filing entity that regularly conducts business or renders a professional service in this state under a name other than its legal name (the name stated in its certificate of formation or comparable document) must file an assumed name certificate with the secretary of state. (Texas Business & Commerce Code [TBCC] § 71.103).

Effect of Filing: 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 § 71.157). 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.

Changes to Information: There is no procedure for an amendment to or correction of an assumed name certificate. If there is a material change in the information on the certificate, a new certificate should be filed (TBCC § 71.152). The new certificate should be filed within 60 days after the occurrence of the events which necessitate the filing. An event that causes the information contained in a certificate to become materially misleading includes a change in the name or form of business of the assumed name registrant.

Duration: The assumed name certificate shall be effective for a term not to exceed ten years from the date the certificate is filed and may be renewed by filing a new certificate within six months of the expiration of the original certificate (TBCC § 71.151). A registrant may abandon the assumed name certificate before the expiration of the period of duration by filing an abandonment of the certificate (Form 504).

Noncompliance: The TBCC in sections 71.201 through 71.203 provides both civil and criminal penalties for failure to file the assumed name certificate.

Legislative Change: HB 3609, effective September 1, 2019, was enacted by the 86th Legislature and amended chapter 71 of the Business & Commerce Code to eliminate the county-level filing requirement for a corporation, limited liability company, limited partnership, limited liability partnership, or other foreign filing entity that conducts business under an assumed name.

Instructions for Form

- **Item 1—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. *Please note that if the name entered as the assumed name in item 1*

is exactly the same as the legal name of the entity on file with the secretary of state, the certificate will be rejected for failing to provide an assumed name.

- **Item 2—Entity Name:** The assumed name certificate must contain the legal name of the entity as contained in its certificate of formation or comparable document filed with the secretary of state. An incorporated entity, such as a bank or trust company, whose organizational documents are not filed with the secretary of state, would set forth the legal name of the entity as contained in its organizational documents.

- **Items 3 and 4—Type of Entity and File Number**: Identify the type of entity that is filing the assumed name. 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.

- **Item 5—Jurisdiction**: The certificate must state the jurisdiction of formation of the entity filing the assumed name certificate.

- **Item 6—Principal Office Address:** Provide the street or mailing address of entity's principal office.

- **Item 7—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.

- **Item 8—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.

- **Execution:** A certificate filed with the secretary of state shall be executed by an officer, general partner, member, manager, representative of or attorney in fact for the corporation, limited partnership, limited liability partnership, limited liability company, or foreign filing entity. A certificate executed by an attorney in fact shall include a statement that the attorney in fact has been duly authorized in writing by the principal to execute the certificate. Please review the form carefully. *Pursuant to section 71.203, a person commits an offense under section 37.10, Penal Code, if the person intentionally or knowingly signs or directs the filing of an assumed name certificate that the person knows contains a materially false statement.*