



**TRADE NAME REGISTRATION /
FRANCHISE NAME DISCLOSURE**
SECRETARY OF STATE
SFN 13401 (07-2009)

FOR OFFICE USE ONLY

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| ID Number: | |
| WO Number: | |
| Filed: | By: |
| Expiration Date: | |

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

TYPE OR PRINT LEGIBLY

For reference, see North Dakota Century Code, Chapter 47-25.

**1. FILING FEE \$25.00
Five Year Registration**

| | | |
|---|---|--|
| 2. Is the name to be registered a franchise name licensed to a franchisee? (A checkbox must be checked) <input type="checkbox"/> Yes <input type="checkbox"/> NO (If "No", proceed to number 3) | | |
| If "Yes", indicate whether this filing is a Trade Name Registration with ownership rights to the name or Disclosure Information: <input type="checkbox"/> Trade Name Registration with ownership rights to the name <input type="checkbox"/> Disclosure Information | | |
| If "Yes", provide the name, address, and phone number of the franchiser or other licensor of the franchise name: | | |
| Franchiser Name _____ | | |
| Address _____ <small>(Street, PO Box, City, State, Zip+4) (Phone Number)</small> | | |
| 3. Trade Name to be registered or the Franchise Name licensed to franchisee: | | |
| 4. Addresses of the places of business where the trade name or franchise name will be used or displayed: | | |
| Address _____ <small>(Street, PO Box, City, State, Zip+4) (Phone Number)</small> | | |
| Address _____ <small>(Street, PO Box, City, State, Zip+4) (Phone Number)</small> | | |
| 5. The nature of the business transacted: (In detail) | | |
| 6. Trade name is used and owned by or the franchise name is licensed to: (Select one) <input type="checkbox"/> Individual <input type="checkbox"/> Husband & Wife <input type="checkbox"/> Corporation incorporated in state of _____ <input type="checkbox"/> Limited Liability Company organized in state of _____ <input type="checkbox"/> Other - Define (See instructions) | | |
| 7. Telephone number of owner or franchisee: | 8. Toll-free telephone number: | |
| 9. The name of the individual(s), corporation, or the limited liability company, using the trade name or franchise name, their Federal ID/Social Security Number, and the address of their principal place of business. | | |
| NAME | FEDERAL ID/ SOCIAL SECURITY NUMBER | COMPLETE ADDRESS Street/RR PO Box City State Zip Code + 4 |
| | | |
| | | |
| 10. "I (We), the owner(s) or franchisee(s), say that I (we) have read the foregoing registration, know the contents thereof, and believe the statements made to be true." | | |
| Signature: | Date: | |
| Signature: | Date: | |
| 11. Name of person to contact about this form: | E-Mail Address: | Daytime telephone number and extension, if any: |

INSTRUCTIONS FOR TRADE NAME REGISTRATION / FRANCHISE NAME DISCLOSURE

Any person, corporation, or limited liability company that engages in business in North Dakota under a trade name must register that trade name with the Secretary of State. The registration of the trade name is mandated by law and may be required in order to obtain certain licenses or permits, or to obtain certain privileges such as bank accounts in the trade name.

A trade name is defined by law to be a name assumed to identify the business or activities of an individual or organization and which does not include in the name:

- (1) The true name of the organization using the name;
- (2) The first name and surname of each individual using the business name; or
- (3) The surname of each individual, repeating a surname if more than one owner has the same surname. (e.g. a business owned by three Johnson brothers would need to be identified as Johnson, Johnson & Johnson _____)

A name assumed under subparagraph 3, or a name of an organization or association not otherwise registered with the Secretary of State, requires registration as a trade name if a license or permit to conduct business or operations is required by the State of North Dakota.

The trade name registration provides protection of the name in North Dakota. A trade name filed with the Secretary of State prevents the filing of a trademark or another name that is the same as or deceptively similar by any corporation, limited liability company, any other trade name, fictitious partnership name, limited liability partnership, limited liability limited partnership or limited partnership. In the event that a name is used, which is deemed to be the same as or deceptively similar to a trade name that is registered, the registrant of such trade name may institute a civil suit prohibiting the further use of the name. (See North Dakota Century Code, Section 47-25-01.)

If the trade name submitted for registration is the same as, or similar to a name already registered, the owner of the proposed trade name must obtain a "consent to use of name" from the previously registered entity. The original copy of the "consent to use of name" authorization must be filed with the Secretary of State, along with \$10, before the submitted trade name registration form can be filed.

The registration of the trade name with the Secretary of State provides protection of the trade name in North Dakota. However; if a mark is registered with the Patent and Trademark Office in Washington, D.C., the federal registration may supersede the protection afforded by state law.

Franchise Name Disclosure Information: An individual or organization that is a franchisee may not file a Trade Name Registration unless the franchisee has acquired ownership rights to the name. A franchisee must use this form to file disclosure information with the Secretary of State before using the franchise name in the State of North Dakota. The filing of the disclosure information does not extend any trade name protection provided by N.D.C.C., chapter 47-25.

The following numbers correspond to the numbered sections on the front of this form.

1. The registration fee is **\$25.00** and the registration period is five years. Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using VISA, Master Card, or Discover.
2. Check the appropriate box indicating whether the name to be registered is a franchise name licensed to a franchisee. If the name is a franchise name licensed to a franchisee, provide the complete address and phone number of the franchiser, and indicate whether the franchisee acquired ownership rights to the name and is filing a Trade Name Registration or if this filing is Disclosure Information.
3. Provide the trade name to be registered or the franchise name licensed to the franchisee. The trade name or franchise name may not contain the word "corporation", "company", "incorporated", "limited liability company", or "limited", or an abbreviation of one of such words unless the trade name owner or franchisee is a corporation or limited liability company.

The trade name may not include such words as "bank", "banker", "banking", "trust", or "trust company", or any other word or words of like import unless the application is supported by a written approval for the use from the North Dakota Department of Financial Institutions. These words are preserved by North Dakota law for use by the Bank of North Dakota, state and national banks, and trust companies. Contact Information: ND Dept. of Financial Institutions, 2000 Schafer St Ste G, Bismarck ND 58501-1204 Phone: (701) 328-9933 Email: dfi@nd.gov

4. Provide the complete addresses of the places of business where the trade name or franchise name will be used or displayed. If additional addresses are required, attach a page to the registration.

In this section, an address must include either a street address or rural route number and/or a post office box number if required for mailing purposes, in addition to the city, state, and zip code plus 4.

5. Provide a detailed description of the nature of business to be transacted under the trade name or franchise name.
6. Select the organizational structure which best defines the owner of the trade name or franchisee.

If the owner or franchisee is a corporation or limited liability company, include the state of origin. **A domestic corporation or domestic limited liability company must have articles on file and be in existence with the Secretary of State before a Trade Name Registration or Franchise Name Disclosure will be accepted for registration. THIS REGISTRATION IS NOT AUTHORITY FOR A FOREIGN CORPORATION OR FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN NORTH DAKOTA. A foreign corporation or foreign limited liability company must secure a certificate of authority before transacting business or obtaining any license or permit in North Dakota.**

If the owner is a general partnership, a limited partnership, a limited liability partnership, or a limited liability limited partnership, DO NOT CONTINUE COMPLETION OF THIS FORM UNLESS A FICTITIOUS NAME CERTIFICATE IS ALREADY FILED. A general partnership, limited partnership, limited liability partnership, and limited liability limited partnership is required by law to file a Fictitious Name Certificate which achieves the same purpose of name protection (see North Dakota Century Code, Chapter 45-11). A blank form for the Fictitious Name Certificate can be obtained by contacting the Office of the Secretary of State.

If the owner of the trade name is an organizational structure defined as "other" and not mentioned above, the acceptance of a Trade Name Registration or Franchise Name Disclosure will be assessed on a case-by-case basis. Clearly define any business structure classified as "other".

7. The telephone number of the owner's or franchisee's principal place of business is required.
8. If the owner or franchisee has a toll free telephone number, please list.

