CERTIFICATION OF ENROLLMENT

SUBSTITUTE HOUSE BILL 1251

Chapter 12, Laws of 1997

55th Legislature
1997 Regular Session

NAMING CONVENTIONS OF CORPORATIONS AND UNITS OF GOVERNMENT--
CLARIFICATIONS

EFFECTIVE DATE: 7/27/97

Passed by the House February 21, 1997
Yeas 95  Nays 0

CLYDE BALLARD
Speaker of the House of Representatives

Passed by the Senate April 7, 1997
Yeas 46  Nays 0

BRAD OWEN
President of the Senate

Approved April 15, 1997

CERTIFICATE
I, Timothy A. Martin, Chief Clerk of the House of Representatives of the State of Washington, do hereby certify that the attached is SUBSTITUTE HOUSE BILL 1251 as passed by the House of Representatives and the Senate on the dates hereon set forth.

TIMOTHY A. MARTIN
Chief Clerk

FILED
April 15, 1997 - 5:14 p.m.

GARY LOCKE
Governor of the State of Washington

SECRETARY OF STATE
State of Washington
AN ACT Relating to names of corporations and units of government; 1 adding a new section to chapter 23B.14 RCW; adding a new section to 2 chapter 24.03 RCW; adding a new section to chapter 24.06 RCW; adding a 3 new section to chapter 24.12 RCW; adding a new section to chapter 24.20 4 RCW; adding a new section to chapter 24.24 RCW; adding a new section to 5 chapter 24.28 RCW; and adding a new section to chapter 23.86 RCW. 6

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF WASHINGTON:

NEW SECTION. Sec. 1. A new section is added to chapter 23B.14 RCW 7 to read as follows:
8 (1) Any county, city, town, district, or other political 9 subdivision of the state, or the state of Washington or any department 10 or agency of the state, may apply to the secretary of state for the 11 administrative dissolution, or the revocation of a certificate of 12 authority, of any corporation using a name that is not distinguishable 13 from the name of the applicant for dissolution. The application must 14 state the precise legal name of the governmental entity and its date of 15 formation and the applicant shall mail a copy to the corporation’s 16 registered agent. If the name of the corporation is not 17 distinguishable from the name of the applicant, then, except as
provided in subsection (4) of this section, the secretary shall commence proceedings for administrative dissolution under RCW 23B.14.210 or revocation of the certificate of authority.

(2) A name may not be considered distinguishable by virtue of:
(a) A variation in any of the following designations, or in the order in which the designation appears with respect to other words in the name: "County"; "city"; "town"; "district"; or "department";
(b) The addition of any of the designations listed in RCW 23B.04.010(1)(a);
(c) The addition or deletion of an article or conjunction such as "the" or "and" from the same name;
(d) Punctuation, capitalization, or special characters or symbols in the same name; or
(e) Use of an abbreviation or the plural form of a word in the same name.

(3)(a) The following are not distinguishable for purposes of this section:
(i) "City of Anytown" and "City of Anytown, Inc."; and
(ii) "City of Anytown" and "Anytown City."
(b) The following are distinguishable for purposes of this section:
(i) "City of Anytown" and "Anytown, Inc.";
(ii) "City of Anytown" and "The Anytown Company"; and
(iii) "City of Anytown" and "Anytown Cafe, Inc."

(4) If the corporation that is the subject of the application was incorporated or certified before the formation of the applicant as a governmental entity, then this section applies only if the applicant for dissolution provides a certified copy of a final judgment of a court of competent jurisdiction determining that the applicant holds a superior property right to the name than does the corporation.

(5) The duties of the secretary of state under this section are ministerial.

NEW SECTION. Sec. 2. A new section is added to chapter 24.03 RCW to read as follows:
Section 1 of this act applies to this chapter.

NEW SECTION. Sec. 3. A new section is added to chapter 24.06 RCW to read as follows:
Section 1 of this act applies to this chapter.
NEW SECTION. Sec. 4. A new section is added to chapter 24.12 RCW to read as follows:
Section 1 of this act applies to this chapter.

NEW SECTION. Sec. 5. A new section is added to chapter 24.20 RCW to read as follows:
Section 1 of this act applies to this chapter.

NEW SECTION. Sec. 6. A new section is added to chapter 24.24 RCW to read as follows:
Section 1 of this act applies to this chapter.

NEW SECTION. Sec. 7. A new section is added to chapter 24.28 RCW to read as follows:
Section 1 of this act applies to this chapter.

NEW SECTION. Sec. 8. A new section is added to chapter 23.86 RCW to read as follows:
Section 1 of this act applies to this chapter.

Passed the House February 21, 1997.
Passed the Senate April 7, 1997.
Approved by the Governor April 15, 1997.
Filed in Office of Secretary of State April 15, 1997.