

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

GARY LOCKE
Governor of the State of Washington

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.

**Secretary of State
State of Washington**

SUBSTITUTE HOUSE BILL 1251

Passed Legislature - 1997 Regular Session

State of Washington

55th Legislature

1997 Regular Session

By House Committee on Government Administration (originally sponsored by Representatives Parlette, Costa, Sheahan, Sterk, Lantz, Kenney, Skinner, Lambert, Gardner, D. Schmidt and Wensman; by request of Secretary of State)

Read first time 01/31/97.

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

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

8 NEW SECTION. **Sec. 1.** A new section is added to chapter 23B.14 RCW
9 to read as follows:

10 (1) Any county, city, town, district, or other political
11 subdivision of the state, or the state of Washington or any department
12 or agency of the state, may apply to the secretary of state for the
13 administrative dissolution, or the revocation of a certificate of
14 authority, of any corporation using a name that is not distinguishable
15 from the name of the applicant for dissolution. The application must
16 state the precise legal name of the governmental entity and its date of
17 formation and the applicant shall mail a copy to the corporation's
18 registered agent. If the name of the corporation is not
19 distinguishable from the name of the applicant, then, except as

1 provided in subsection (4) of this section, the secretary shall
2 commence proceedings for administrative dissolution under RCW
3 23B.14.210 or revocation of the certificate of authority.

4 (2) A name may not be considered distinguishable by virtue of:

5 (a) A variation in any of the following designations, or in the
6 order in which the designation appears with respect to other words in
7 the name: "County"; "city"; "town"; "district"; or "department";

8 (b) The addition of any of the designations listed in RCW
9 23B.04.010(1)(a);

10 (c) The addition or deletion of an article or conjunction such as
11 "the" or "and" from the same name;

12 (d) Punctuation, capitalization, or special characters or symbols
13 in the same name; or

14 (e) Use of an abbreviation or the plural form of a word in the same
15 name.

16 (3)(a) The following are not distinguishable for purposes of this
17 section:

18 (i) "City of Anytown" and "City of Anytown, Inc."; and

19 (ii) "City of Anytown" and "Anytown City."

20 (b) The following are distinguishable for purposes of this section:

21 (i) "City of Anytown" and "Anytown, Inc.";

22 (ii) "City of Anytown" and "The Anytown Company"; and

23 (iii) "City of Anytown" and "Anytown Cafe, Inc."

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

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

32 NEW SECTION. **Sec. 2.** A new section is added to chapter 24.03 RCW
33 to read as follows:

34 Section 1 of this act applies to this chapter.

35 NEW SECTION. **Sec. 3.** A new section is added to chapter 24.06 RCW
36 to read as follows:

37 Section 1 of this act applies to this chapter.

1 NEW SECTION. **Sec. 4.** A new section is added to chapter 24.12 RCW
2 to read as follows:

3 Section 1 of this act applies to this chapter.

4 NEW SECTION. **Sec. 5.** A new section is added to chapter 24.20 RCW
5 to read as follows:

6 Section 1 of this act applies to this chapter.

7 NEW SECTION. **Sec. 6.** A new section is added to chapter 24.24 RCW
8 to read as follows:

9 Section 1 of this act applies to this chapter.

10 NEW SECTION. **Sec. 7.** A new section is added to chapter 24.28 RCW
11 to read as follows:

12 Section 1 of this act applies to this chapter.

13 NEW SECTION. **Sec. 8.** A new section is added to chapter 23.86 RCW
14 to read as follows:

15 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.