
LEGALLY SPEAKING™

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“Legal-ese Speaking”

Sole proprietor: One who (i) operates his/her own business; (ii) owns all of the assets thereof; and (iii) has personal responsibility for all of the liabilities of that business.

Fictitious Name: An alias; an assumed name.

Acronym: A word formed by combining initial letters or syllables and letters of a series of words.

THE INFORMATION YOU OBTAIN IN THIS NEWSLETTER IS NOT, NOR IS IT INTENDED TO BE, LEGAL ADVICE. YOU SHOULD CONSULT AN ATTORNEY FOR INDIVIDUAL ADVICE REGARDING YOUR OWN SITUATION.

A Rose by Any Other Name

Barbara Ann Mohajery, Esquire

Mohajery & Associates, PC

With the economy in its current state, many people are starting, or thinking about starting, their own businesses.

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Where In the World

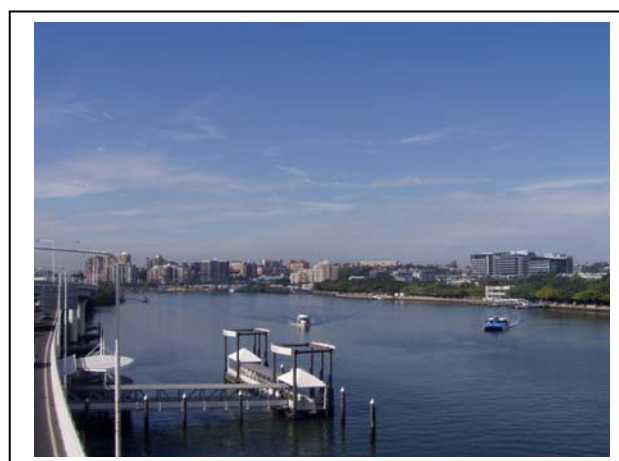
Barbara Ann Mohajery, Esquire

Mohajery & Associates, PC

Our Australian adventure included a visit to Brisbane, where I met my 3rd cousins for the first time! Brisbane, like Pittsburgh, is situated on a river



and it is so exciting to see how, with lovely piers and water taxis, Brisbane has taken full advantage of its beautiful setting.



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One of the first questions to arise is what to name the business; and, while this may seem like a fairly simple task, it can pose its own problems.

The Fictitious Name

Let's suppose that you are going to start a pet gift business. You have chosen the name, "Santa Claws;" and, until the business becomes firmly established, you intend to operate the business as a sole proprietor. You must file an application for a fictitious name with the Pennsylvania Department of State Corporation Bureau.

Why? Because "Jane Q. Public" has a right to know with whom she is doing business, and Santa Claws is not your name – it is a fictitious name. If Jane's prize-winning pedigreed hairless cat becomes ill and dies from eating the treats she has purchased from Santa Claws, Jane needs to know whom to sue. By contacting the Department of State, Jane may learn that the individual operating as "Santa Claws" is you.

If you use your full name as part and parcel of the name of your business – e.g., Kit E. Litter t/d/b/a Santa Claws, you do not have to file an application to use a fictitious name. You must then be certain to use this complete title on your stationery, business cards, signage, and the like. ("t/d/b/a" = "trading and doing business as")

"Available" Names

The name you choose for your business must be one that is available. If, for example, the name "Santa Claws" has already been registered to a corporation or a limited liability company, then you will not be allowed to use that name without written permission of that entity and you should, therefore, have more than one name in mind for your business when you check name availability.

"The name you choose for your business must be . . . 'available.' "

You can check name availability by visiting the Pennsylvania Department of State Corporation

Bureau website at www.dos.state.pa.us/corps and selecting "Searchable Corporations Database" from the left-hand column. On the Search for a Business Entity page, select "Corporate Name Availability" and then type the name you have selected in the box. If you wish to learn more about business names, in general, select "Business Names" from the left-hand column on the main page.

The Entity Name

If you decide to form a corporation or a limited liability company, you must still select an available name; however, you do *not* have to file for a 'fictitious name.'

Why not? Let's suppose that the company name you have selected is "Sweets And Nutritious Treats Abound" and that name is available. If you incorporate, then you must also choose a 'corporate designator'-- e.g., Corporation or Corp.; Company or Co.; Incorporated or Inc.; Limited or Ltd. – to follow the name: Sweets And Nutritious Treats Abound, Inc., for example. In the case of a limited liability company, you must follow the name with a designator such as "LLC" or "Limited Liability Company." The designator signals to Jane Q. Public that your company is registered and that, if there is a problem, she can find out who is behind Sweets And Nutritious Treats Abound by contacting the Department of State.

"If you decide to form a corporation or a limited liability company . . . you do *not* have to apply for a fictitious name . . . unless you wish to use an acronym."

The Acronym

After having been in business for a few months, you find that Sweets And Nutritious Treats Abound, Inc. is too lengthy to use all the time, and you wish to use the acronym "S.A.N.T.A." As S.A.N.T.A. is not the registered name of the corporation, Sweets And Nutritious Treats Abound, Inc. must apply for permission to use the fictitious name, S.A.N.T.A.

CALENDAR OF EVENTS

JUNE 20, 2009

SMALL BUSINESS BASICS WORKSHOP

TOPIC: **LEGAL ISSUES IN STARTING A BUSINESS**

DEVRY UNIVERSITY, 210 SIXTH AVE., STE. 200

PITTSBURGH, PA 15222

PRESENTED BY: SCORE PITTSBURGH

COST: \$45 PER PERSON – Reservations Required

Register Online at www.scorepittsburgh.org

QUESTIONS AND ANSWERS

Q. My husband and I are in the process of divorcing, how do I resume my maiden name and do I have to wait until I am divorced to do so?

A. You are not required to wait until the Decree in Divorce has been entered in order to resume your maiden name. You may resume your prior surname at any time after a Complaint in Divorce has been filed. The procedure is straightforward and inexpensive. A "Notice of Intention to Resume Prior Name" form, avowing your intention to resume your prior name, is simply completed and filed with the Allegheny County Department of Court Records. The filing fee is \$8 and each certified copy costs an additional \$2.50. Please call our office for additional information.



Even junk, like this rusty barrel and discarded mechanical parts, has been turned into art that entertains walkers along the banks of the Brisbane River.

