

Form 503—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

Assumed Name Registrant: A domestic or foreign corporation, limited liability company, a registered series of a 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] §71.101).

Effect of Filing: The effect of filing is to give notice to the public that the registrant is conducting business under an assumed 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 to amend or to correct 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.

Notice: Chapter 71 of the Business & Commerce Code does not require a corporation, limited liability company (including any protected or registered series of a limited liability company), limited partnership, limited liability partnership, or other foreign filing entity that conducts business under an assumed name to file an assumed name certificate on the local level with the office of the county clerk.

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 assumed name registrant (i.e., an entity, or a registered series of a domestic limited liability company) may conduct business or professional services under multiple assumed names. However, only a single assumed name and a

single registrant for the assumed name may be provided on the assumed name certificate. A separate assumed name certificate must be filed for each assumed name that may be used by a registrant. *Please note that if the name entered as the assumed name in item 1 is exactly the same as the legal name of the registrant, the certificate will be rejected for failing to provide an assumed name.*

- **Items 2A—Registrant Name:** The assumed name certificate must contain the legal name of the assumed name registrant 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. If the registrant is a limited liability company that is authorized to establish a protected or registered series, please read the information provided below.

Registrant Name—Assumed Name of Limited Liability Company: If the registrant is a limited liability company that is filing for an assumed name used by the limited liability company itself, the limited liability company should complete item 2A. Items 2B and 2C should be left blank. Item 2B is completed only when the registrant is a registered series, and the assumed name is used by the registered series. Item 2C should be completed only when the assumed name being recorded is an assumed name used by a protected series established by the company.

2B Registrant Name—Assumed Name of a Registered Series: A registered series of a domestic limited liability company is created by filing a certificate of registered series with the secretary of state. If the assumed name is used by a registered series, complete items 2A and 2B. Complete item 2A by providing the name of the registered series as shown in its certificate of registered series. Complete Item 2B, by providing the name and file number of the limited liability company that established the registered series.

2C Registrant Name—Assumed Name of a Protected Series: If the registrant is a limited liability company that is authorized to establish series, and the assumed name is an assumed name used by a protected series established by the company, the registrant must complete item 2C, as well as item 2A. Item 2A should contain the legal name of the limited liability company that established the protected series. Provide the name of the protected series as set forth in the limited liability company agreement that established the protected series in item 2C.

- **Items 3 and 4—Organizational Form of Registrant and File Number:** Identify the organizational form of the registrant that is filing the assumed name. If there is not a check box that applies, 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. In the case of a limited liability company that is filing on behalf of a protected series established by the company, provide the file number associated with the limited liability company that established the protected series. In the case of registered series that is filing for an assumed name that is being used by the series, provide the file number that was assigned to the registered series by the secretary of state.
- **Item 5—Jurisdiction:** The certificate must state the jurisdiction of formation of the registrant filing the assumed name certificate.
- **Item 6—Principal Office Address:** Provide the street or mailing address of registrant’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 registrant determines should be the duration of the filing of the assumed name certificate. The registrant 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 registrant will potentially use the assumed name in all counties in Texas, check the box for “All.” If the registrant 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 registrant 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, registered series of a limited liability company or foreign filing entity, as applicable. 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.*
- **Payment and Delivery Instructions:** The filing fee for an assumed name certificate filed with the secretary of state is **\$25**. Fees may be paid by personal checks, money orders, LegalEase debit cards, or American Express, Discover, MasterCard, and Visa credit cards. Checks or money orders must be payable through a U.S. bank or financial institution and made payable to the secretary of state. Fees paid by credit card are subject to a statutorily authorized convenience fee of 2.7 percent of the total fees.

Submit the completed form in duplicate along with the filing fee. The form may be mailed to P.O. Box 13697, Austin, Texas 78711-3697; faxed to (512) 463-5709; or delivered to the James Earl Rudder Office Building, 1019 Brazos, Austin, Texas 78701. If a document is transmitted by fax, credit card information must accompany the transmission (Form 807). On filing the document, the secretary of state will return the appropriate evidence of filing to the submitter together with a file-stamped copy of the document, if a duplicate copy was provided as instructed.

Revised 08/22

Form 503
(Revised 08/22)

Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555

Filing Fee: \$25



This space reserved for office use.

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: _____

Registrant Information

(See instructions if the registrant is a limited liability company or a registered series.)

2A. The legal name of the registrant filing the assumed name is: _____

State the name of the registrant as currently shown in the records of the secretary of state or on its organizational documents, if not filed with the secretary of state.

2B. (Complete item 2B only if the registrant identified in item 2A is a registered series of a domestic limited liability company that is authorized to establish registered series.) The assumed name is used by a registered series of a domestic limited liability company that is authorized to establish series. The name and file number of the limited liability company that established the registered series are: _____

File # _____

2C. (Complete item 2C only if the registrant identified in item 2A is a domestic limited liability company that is authorized to establish protected series and the assumed name is used by the series.) The assumed name is used by a protected series established by the registrant, whose name is in item 2A. The name of the protected series as stated in the registrant's company agreement that established the series is: _____

3. The registrant is a: (Select the appropriate organizational form of the registrant from the list shown below.)

- | | | |
|---|--|--|
| <input type="checkbox"/> For Profit Corporation | <input type="checkbox"/> Professional Association | <input type="checkbox"/> Limited Liability Partnership |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Cooperative Association |
| <input type="checkbox"/> Professional Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Registered Series |
| <input type="checkbox"/> Other _____ | | |

Specify organizational form. For example, foreign real estate investment trust, state bank, insurance company, etc.

4. The file number, if any, issued to the registrant by the secretary of state is: _____

5. The state, country, or other jurisdiction of formation of the registrant is: _____

6. The registrant'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 registrant. If the undersigned is acting in the capacity of an attorney in fact for the registrant, the undersigned certifies that the registrant has duly authorized the undersigned in writing to execute this document.

Date: _____

Name of Registrant

Signature of a person authorized by law to sign on behalf of the identified registrant (see instructions)

Printed or Typed Name of Person Signing