COMPLETE, PRINT, SIGN, AND MAIL OR FAX (If paying with credit card, complete Credit Card Payment Authorization on page 3)

TRADE NAME REGISTRATION OR FRANCHISE NAME DISCLOSURE

SECRETARY OF STATE
SFN 13401 (09-2015)

For Office Use Only

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

1. FILING FEE: $25.00
Five Year Registration

SEE PAGES 2 AND 3 FOR FEE, FILING AND MAILING INSTRUCTIONS

TYPE OR PRINT LEGIBLY

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

2. Is the name to be registered a franchise name licensed to a franchisee? (i.e. McDonalds, Subway, etc.)

☐ Yes **(complete 2A and 2B below)** ☐ No **(proceed to number 3)**

2A. If "Yes" in number 2 above, indicate whether this filing is a Trade Name Registration with ownership rights to the name or Disclosure Information.

☐ Trade Name Registration with ownership rights to the name (you own the name or can sell franchises) ☐ Disclosure Information (you purchased a franchise)

2B. If "Yes" in number 2 above, provide the name, address, and telephone number of the franchiser or other licensor of the franchise name.

Franchiser Name	ADDRESS Street/Rural Route Post Office Box City State ZIP+4	Telephone Number

3. Trade name to be registered or franchise name to be licensed to franchisee. See instructions for prohibited words.

4. Address(es) and telephone number(s) of the principal place(s) of business. If no address, use owner's address.

COMPLETE ADDRESS Street/Rural Route Post Office Box City State ZIP+4	Telephone Number

5. Provide in detail, the nature of business transacted **(REQUIRED).** General purposes is not allowed.

6. Trade name is used and owned by/franchise name is licensed to: (check one)

☐ Individual ☐ Married Couple (both must sign) ☐ Corporation - Provide state of origin: _____

☐ Limited Liability Company - Provide state of origin: _____

☐ Other - Define (see instructions): _____

NOTE: This form does not establish the LLC or business corporation. It must already be registered with the Secretary of State.

7. Telephone Number of Owner or Franchisee	8. Toll Free Telephone Number

9. Name, federal ID number/social security number, and address of the owner(s) of the trade name or franchise name. If the owner is registered with the Secretary of State, the name must match **EXACTLY** as registered.

Name	Federal ID/Social Security Number	COMPLETE MAILING ADDRESS OF PRINCIPAL PLACE OF BUSINESS Street/Rural Route Post Office Box City State ZIP+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. I (We) authorize the Secretary of State to correct numbers 2, 6, or 9 if not correctly reflected."

Signature	Date
Signature	Date

11. Name of Person to Contact About This Document	Email Address	Daytime Telephone Number

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 (i.e. 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 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. Examples of franchises are McDonalds, Subway, etc.

3. Provide the trade name to be registered or the franchise name licensed to the franchisee only. Do not include anything with "DBA." 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.

   CANNOT only be a person's first and last name.

   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. If no business address, use owner's address.

   The mailing address(es) must be provided in this section.

5. Provide a detailed description of the nature of business to be transacted under the trade name or franchise name. "General business purposes" is **NOT** sufficient.

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".

INSTRUCTIONS FOR TRADE NAME REGISTRATION / FRANCHISE NAME DISCLOSURE (Continued)

7. Provide the telephone number of the owner's or franchisee's principal place of business.

8. If the owner or franchisee has a toll free telephone number, please list.

9. Provide the full name(s) of the individual(s), corporation, or limited liability company using the trade name or franchise name, their Federal ID or social security number(s), and complete mailing address(es) of their principal place of business. If a corporation or limited liability company is the owner or franchisee, provide the name of the corporation or limited liability company in this section. **Do not list shareholders, officers, or members.** (See number 3 for definition of complete address.) If owner is registered with the Secretary of State, the name must match exactly.

   If the address provided for a corporation or limited liability company registered with the Secretary of State is not the same as declared in the separate corporate or limited liability company registration on file with the Secretary of State, the address on file will be updated to the address provided on this form. Any future name change required for the separate registration of the owner will require a simultaneous change to the Trade Name Registration or Franchise Name Disclosure. When notice is received in the form of an annual report of an owner indicating that the address of the principal place of business is changed in the separate registration, such notice automatically effects a change of address in the Trade Name Registration or Franchise Name Disclosure.

   Privacy: In compliance with N.D.C.C. 47-25-08, the social security number or Federal ID number on this form are not disclosed to the public. They are used by the Secretary of State to maintain accurate Trade Name Registration and Franchise Name Disclosures. Therefore, while voluntary disclosure is requested, failure to do so will not result in rejection of the registration.

10. The registration or disclosure must bear **signatures of all listed owners** or franchisees and the date when each signed.

11. Provide the name, email address, daytime telephone number, and extension, if any, of the person to contact for any issues related to this document. Having a contact person will save you time and prevent delays if this office has questions or needs additional information for filing.

EXPEDITING PROCESS: If the Trade Name Registration / Franchise Name Disclosure is being submitted by someone other than the owner or franchisee, provide a cover letter with the name and telephone number of the responsible individual so that any deficiencies on the form can be remedied by telephone.

EMAIL: Email is not a secure utility for the transmission of private information or credit card authorizations. **DO NOT EMAIL YOUR DOCUMENT TO THE SECRETARY OF STATE.**

FAX FILING: The document and Credit Card Payment Authorization may be faxed to 701-328-2992. A faxed filing does not expedite the process of the application in the office of the Secretary of State.

MAILING INSTRUCTIONS: Send form and $25.00 to:

Secretary of State
State of North Dakota
600 E Boulevard Ave Dept 108
Bismarck ND 58505-0500

Telephone: (701) 328-2904 Toll Free: (800) 352-0867 (option 3) Fax: (701) 328-2992 Website: sos.nd.gov

RENEWALS: Every Trade Name Registration or Franchise Name Disclosure filed with the Secretary of State must be renewed every five years from the date of the initial filing. Forms for renewal are prescribed by the Secretary of State and will be sent to the address of the principal place of business of the owner at least ninety days before the deadline for filing. To insure delivery of a renewal notice it is imperative that the owner's principal place of business address be maintained current with the Secretary of State.

CANCELLATION: If anyone fails to file the renewal when due, the Secretary of State shall cancel the Trade Name Registration / Franchise Name Disclosure. The registration will also be canceled by the Secretary of State when the registrant is a corporation, limited liability company, limited partnership, limited liability partnership, or limited liability limited partnership that has failed to file an assignment and has ceased to exist for six months.

CREDIT CARD PAYMENT AUTHORIZATION

SECRETARY OF STATE
SFN 51478 (04-2014)
(All items required to complete transaction)

			Amount Authorized
Name			Telephone Number
Address	City	State	ZIP Code
☐ VISA ☐ MasterCard ☐ Discover			Signature (Required by Credit Card Companies)
Account Number	CSC Number *	Card Expires Month - Year	Date

* (CSC is the three-digit security code on the back of your card by the signature)