

**INFORMATION
RELATIVE
TO
BUSINESS
NAME CERTIFICATES**

NOTICE: You should consult with your attorney in connection with the preparation of certificates as important legal consequences are involved. The County Clerk's Office is prohibited from rendering advice or assisting in the preparation of certificates. The instructions contained herein are general in nature and only your attorney can properly advise as to your specific situation.



**MARY C. WEIDMAN
Chenango County Clerk**

**INFORMATION RELATIVE TO
BUSINESS NAME CERTIFICATES**

(To be filed by all persons doing business under
trade names or in partnership)

1. CONTENTS OF CERTIFICATES:

Section 130 of the General Business Law requires every person who conducts business in New York State under a name or designation other than his real name, or who conducts business as a member of a partnership, to execute a certificate and file it in the office of the Clerk of each County in which the business is conducted. The certificate must contain:

- (a) The name under which the business is conducted, and the address of the business. P.O. Box No. is insufficient.
- (b) The full name, residence and signature of each person Conducting the business. P.O. Box No. is insufficient.
- (c) The age of any signer who is less than 18 years-of-age.
- (d) An acknowledgment before a notary public, or other qualified officer by the person, or if more than one, by all persons conducting the business.

NOTE: A separate certificate must be filed for each
business name proposed to be used.

2. AMENDMENTS:

Whenever a certificate which has been filed does not accurately set forth the facts required by the section or within thirty days after there is a change in such facts, an amended certificate must be filed. The certificate of amendment must refer to the date when the original was filed and give its file number, and must set forth the corrections or changes. If amended certificate is filed for purpose of adding or withdrawing the name of any person, such amended certificate must be executed and acknowledged by such person and by any one or more of the other persons named in the original or last amended certificate. Any other amended certificate may be executed and acknowledged by any one or more of the persons named therein.

3. DISCONTINUANCE:

Business name certificates may be cancelled by filing a certificate of discontinuance. The certificate of discontinuance must be executed and acknowledged by at least a majority of the persons named in the original certificate or last amendment, and must

refer to the date when the original and last amended certificate was filed, and give their filing numbers. It must also give the date the business was discontinued, or if it has not been discontinued, the reason why the certificate of discontinuance is filed.

4. **FORMS:**

Forms may be obtained from a stationer selling legal blanks. The County Clerk does not furnish the forms. You are advised to seek the advice of an attorney in connection with the preparation of certificates in order to insure compliance with the law and to avoid rejection of certificates for failure to meet legal requirements.

5. **FEES:**

Filing fee for certificate or amendment is twenty five dollars (\$25.00). No fee for cancellation. Certified copies are sixty-five cents (.65) per page if furnished by person requesting certification with a minimum charge of \$5.20 for each copy; or, \$1.30 per page with a minimum charge of \$5.00 each copy if furnished by the County Clerk. Your bank will require a certified copy to open an account, and the law provides a certified copy of the original or last amended certificate be conspicuously displayed at the place of business.

6. **SEARCHES:**

Information as to whether a business name is on file may be Ascertained by an examination of the County Clerk's index in Chenango County Clerk's Office, County Office Building, Norwich, New York 13815. Business hours are from 8:30 A.M. to 5:00 P.M., Monday through Friday.

7. **USE OF FULL NAMES OF PERSONS RESTRICTED:**

Section 130, paragraph 2 of the General Business Law prohibits the use of any name or designation to carry on or conduct or transact business in this state which consists of or includes words, or initials and a word or words, which are or appear to be the full name or names, or the initial or initials and a family name of a person or persons, or a colorable simulation thereof, unless:

- (a) The words or initials and word or words appearing to be the full name or initials and family name of a person included, are the true full name or the initials and family name of the person or one of the persons conducting the business; or

- (b) the words or initials and words so included, which are or appear to be the full name, or the initials and family name, of any person, have a secondary, historic or geographic meaning or connotation apart from that of a name of a person, and the name or designation so used contains a word or words clearly signifying such secondary, historic or geographic meaning or connotation, or is followed by the abbreviation “a.n.”, and said secondary, historic or geographic meaning or connotation is stated in the certificate; or
- (c) the person or persons conducting the business are successors in interest to the person or persons theretofore using such name or names to carry on or conduct or transact business, in which case the certificate filed shall so state.

8. **USE OF WORDS INDICATING MULTIPLE OWNERSHIP RESTRICTED:**

The use in a business name of the words “and Company”, or “& Co.”, or “Associates”, or other words indicating multiple ownership, is prohibited when no actual partner is represented thereby.

9. **CORPORATIONS:**

A corporation may not file a certificate to do business under an Assumed name, but may file as a member of a partnership.