

SECOND REGULAR SESSION

HOUSE BILL NO. 2352

94TH GENERAL ASSEMBLY

INTRODUCED BY REPRESENTATIVES SCHOELLER (Sponsor), JONES (89), JETTON, SMITH (150), SKAGGS, ZWEIFEL, MEADOWS, BRANDOM, KRAUS, HOLSMAN, STEVENSON, FUNDERBURK, LeVOTA, LAMPE, TILLEY, BRINGER, ZIMMERMAN, LOW (39), TALBOY, PAGE, KUESSNER, PARSON, KASTEN, SCHARNHORST, PARKINSON AND PRATT (Co-sponsors).

Read 1st time March 5, 2008 and copies ordered printed.

D. ADAM CRUMBLISS, Chief Clerk

5120L.01I

AN ACT

To repeal section 417.210, RSMo, and to enact in lieu thereof one new section relating to the registration of fictitious names.

Be it enacted by the General Assembly of the state of Missouri, as follows:

Section A. Section 417.210, RSMo, is repealed and one new section enacted in lieu thereof, to be known as section 417.210, to read as follows:

417.210. 1. Every person, general partnership, corporation, or other business organization who engages in business in this state under a fictitious name or under any name other than the true name of such person, general partnership, corporation, or other business entity shall within five days after the beginning or engaging in business under such fictitious name file in a format as prescribed by the secretary of state. The execution of the filing required in this section shall be subject to the penalties of making a false declaration pursuant to section 575.060, RSMo, that the facts stated therein are true and that all parties concerned are duly authorized to execute such document and are otherwise required to file such document pursuant to this section.

2. A fictitious name shall not contain any word or phrase that indicates or implies that it is any governmental agency or that is seriously misleading.

3. This registration shall state:

(1) The fictitious name;

EXPLANATION — Matter enclosed in bold-faced brackets [thus] in the above bill is not enacted and is intended to be omitted from the law. Matter in **bold-face** type in the above bill is proposed language.

14 (2) The physical business address;

15 (3) The name or names and the residence or business address of every party owning any
16 interest or part in the business.

17 4. If the business or owner's or owners' interest ceases to exist or change within five days
18 of such change, it shall be required to file a cancellation of the fictitious name in a format
19 prescribed by the secretary of state and if desired may file a new registration of a new fictitious
20 name as prescribed in this section.

21 5. If the interest of any owner of a business conducted under a fictitious name registered
22 as provided in this section is such that such owner may claim not to be jointly and severally
23 liable to third parties with respect to debts and obligations incurred by such business, the
24 registration relating to such business shall reflect the respective exact ownership interests of each
25 owner of such business. In the case of any other business registered as provided in this section,
26 disclosure of the respective exact ownership interests shall be optional.

27 6. For purposes of this section, a partnership or other entity formed for the practice of
28 a licensed profession shall not be deemed to be engaged in the conduct of business,
29 notwithstanding the transaction by such entity of business ancillary to the practice of such
30 licensed profession.

31 7. All fictitious name registrations filed on or after August 28, 2004, shall be governed
32 by the provisions of this section and shall remain active on the record of the secretary of state for
33 a period of five years. Such registered fictitious name filing shall expire at the end of the
34 five-year period unless a renewal is filed under subsection 9 of this section.

35 8. All active fictitious name registrations filed prior to August 28, 2004, shall remain
36 active on the record of the secretary of state for a period of five years. Such registered fictitious
37 name filing shall expire [at] **on the month and day on which the registrations were originally**
38 **filed which occurs immediately following** the end of the five-year period unless a renewal is
39 filed under subsection 9 of this section.

40 9. A renewal filing shall be filed in a format prescribed by the secretary of state within
41 six months prior to the expiration date of the fictitious name registration. Such renewal filing
42 shall state:

43 (1) The fictitious name and assigned charter number;

44 (2) The physical business address;

45 (3) The name or names and the residence or business address of every party owning any
46 interest or part in the business.

47 10. A renewal filing continues the effective registration of the fictitious name for five
48 years after the date the effective registration would otherwise expire.

49 11. Fictitious name registrations filed before August 28, 2004, shall be inactivated by
50 the secretary of state on or [after] **before** August 28, [2009] **2010**, unless a renewal filing is filed
51 under subsection 9 of this section.

52 12. The secretary of state may remove from its active records the registration of a
53 fictitious name filing whose registration has been withdrawn, cancelled, or has expired.

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