

NAME SEARCHES AND RESERVATIONS (Instructions)

The following procedures govern the approval of names under the *Business Corporations Act*.

Name Searches

The approval of the name and, therefore, a name search, is required in various circumstances. In particular, a name search would be required for the following filings:

1. Incorporation;
2. Continuance of a territorial company as a territorial corporation (if a change of name is being effected);
3. Extra-territorial registration;
4. Change of name of territorial and extra-territorial corporations;
5. Amalgamation in which the name of the amalgamated corporation is not that of a registered predecessor corporation;
6. Continuance of a corporation as a territorial corporation;
7. Revival of a territorial corporation;
8. Reinstatement of registration of an extra-territorial corporation;
9. Use of an assumed name by an extra-territorial corporation.

The name search is conducted in the corporate (territorial and extra-territorial) databases and the *Partnership Act* (partnerships and business names) database. A search of the corporate name is not required in the case of corporations incorporated by or under an Act of the Parliament of Canada or in the case of numbered corporations. The search fee of \$25.00 is applicable whether or not the name is approved.

Name Reservations - Corporate Names

A name search and reservation request is made by submitting the attached form. The form may be photocopied or reproduced on computer. The completed form must be submitted in duplicate together with the \$25.00 fee (payable by cash, cheque, money order, VISA or MasterCard). Name search and reservation requests may also be submitted by fax. In this case, the completed form need not be submitted in duplicate, but payment by VISA or MasterCard must accompany the request. The request must specify the credit card number, the name of the card holder and the expiry date of the card. Unless otherwise specified, the result will be forwarded by fax. The fee is not refunded if the name is not approved.

The name reservation is effective for a period of 90 days, and a name reservation may be renewed for additional periods of 90 days prior to the expiration of the existing reservation. Renewals of existing reservations are submitted using the same form (and identifying that it is a renewal of an existing reservation)

and must be accompanied by the fee of \$25.00. If a reservation has expired, a new name search and reservation request must be submitted.

Please note that the reservation of a name is not an absolute guarantee that the name will be available at the time the documents are submitted. A Federal corporation, partnership or business name registration with a similar name may be registered or filed during the reservation period as we have no authority to refuse these registrations or filings. We then have no alternative but to consider these names at the time that the documents in respect of the reserved name are submitted for registration.

The reservation of a name is not an absolute prerequisite to registration. However, registrations will not be effected as quickly if the name has not been reserved. In addition, there will always be the risk that the name will not be approved or that it will be approved on conditions that have not been anticipated. We would, therefore, recommend that names be searched and reserved in advance of documents being prepared.

If a name has not been reserved, the documents submitted for registration should be accompanied by a name search and reservation request and an additional \$25.00 to cover the fee. If the name is available but the documents are rejected for some other reason, we will still reserve the name for 90 days from the date the documents are rejected. For this reason, we would suggest that the fee for the name search and reservation be submitted separately when payment is being made by cheque or money order.

Name Reservations - Trade Names

There is no provision in the *Business Corporations Act* for the filing of trade names by either territorial or extra-territorial corporations. Business names may be filed by corporations under the provisions of the *Partnership Act*. As a result, the name search and reservation procedure is not applicable to these filings.

April 1, 1998