

## INFORMATION ON REGISTRATION OF A LIMITED PARTNERSHIP FORMED OUTSIDE THE PROVINCE

Thank you for your request on how to register, in British Columbia, a limited partnership that was formed outside the province.

### STEP 1 NAME APPROVAL AND RESERVATION

The first step in registration is to ensure the proposed name of your limited partnership is available. The Name Approval Request form attached allows you to make a maximum of three choices of names, in descending order of preference. The prescribed filing fee for this form is \$30.

You can apply for your name in the following ways:

**BY GOVERNMENT AGENT:** Visit your local Government Agent's office. Upon payment of the specified fee, they can provide you with the Name Approval Request form and will submit your request to the Name Reservation Unit for examination, at the Corporate Registry. For a location near you, go to [www.governmentagents.gov.bc.ca](http://www.governmentagents.gov.bc.ca)

**BY BUSINESS INFORMATION CENTRE:** Visit your local business information centre site. Upon payment of the specified fee, they can provide you with the Name Approval Request form and will submit your request to the Name Reservation Unit for examination, at the Corporate Registry. User fees may apply. For a location near you, go to [www.onestopbc.ca](http://www.onestopbc.ca)

**BY BCONLINE:** If you have a BC OnLine account you can submit your request electronically.

**BY MAIL:** Submit your Name Approval Request form, with prescribed fee by cheque or money order payable to the Minister of Finance, to the Corporate Registry, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

*Note: you should allow for an additional 5 to 7 working days for your name approval to be processed if you choose to submit by mail.*

For further information call the Names Unit at 250 356-2893 or direct dial from Greater Vancouver at 604 775-1044.

Registration documents cannot be processed until the name has been approved and reserved.

### STEP 2 REGISTRATION

The following documentation is required:

- Completion of the attached "Declaration for Extraprovincial Limited Partnership" form.

- A true copy of the original certificate or equivalent document and all amendments certified by the proper authority under whose jurisdiction the partnership was formed or a notarially certified copy of same.
- A letter confirming that the partnership still exists – usually comes from the attorney – or a notarially certified copy.
- Notice of General Partner(s) showing the full name and residential or registered office addresses in British Columbia of the general partners.
- Notice of Registered Office in British Columbia of the limited partnership – this may **NOT** be a post office box number.

*Note: Powers of attorney are **NOT** required, however, if they are sent, we are required to file them.*

### FEES

Basic filing fee                      \$165

All registrations are processed on a first-come, first-served basis unless you pay an additional priority fee. If you wish the declaration to be processed on a **priority basis**, an **additional \$100** will be required. If the declaration is being submitted on a priority basis, clearly indicate on both the envelope and the declaration that the submission is a priority.

A priority service is considered completed when the document is filed or the service request is completed. Turnaround is usually within 24 hours. Note, if a document to be filed has errors and requires correction, then those corrections must be made and returned to this office within the 24 hour period to maintain priority status.

Send your declaration, with cheque or money order payable to the Minister of Finance, to:

Mailing Address:  
Corporate Registry  
PO Box 9431 Stn Prov Govt  
Victoria BC V8W 9V3

*Note: Once your name is approved, it is reserved for you for a period of 56 calendar days.*

### ADDITIONAL INFORMATION

For information regarding completion of your registration documentation, contact the Corporate Registry at **250 356-2893**. If calling from the Greater Vancouver area, the direct dial free line is **604 775-1044**. Corporate Registry staff **cannot** provide legal or business advice.

# NAME APPROVAL REQUEST INSTRUCTIONS

## IMPORTANT – READ CAREFULLY

### GENERAL

This form is used for the approval of all corporate and business names in British Columbia.

The first step in incorporation (company, society, cooperative association, financial institution) or registration of firms (partnership, proprietorship) or extraprovincial companies, is the approval of the name through the Names Unit of the Registrar of Companies.

**Once your name is approved, it is reserved for you for a period of 56 calendar days. Any renewals of the reservation period will require payment of another reservation fee.**

**If you need assistance call our help telephone number at 250 356-2893.**

Once your name is reserved, the next step is to submit the necessary information to incorporate a company or society, register a proprietorship, partnership or limited partnership or register a foreign entity as an extraprovincial company.

Please go to the Corporate Registry's Web site for information on how to incorporate or register, as well as information on other services provided by the Corporate Registry.

The Web site address is: [www.fin.gov.bc.ca/registries](http://www.fin.gov.bc.ca/registries).

Approval of a name by the Registrar for either a corporation or a firm does not provide a proprietary right or interest in the name under any circumstances. It is intended solely to protect the public interest by:

- preventing names of corporations which are so similar as to confuse or mislead; and
- providing a record which allows the public to determine which individuals are associated with a corporation or firm name.

A corporation or a firm name may be registered under the same name as another firm. As a result there are many duplications of firms names, however, a firm or a corporation name will **not** be accepted if it can be confused with another corporate name.

### FIRM NAMES

**(partnership, proprietorship, limited partnership)**

**Registration of a firm does not provide any protection for that name and does not mean that the name will be available if you decide to incorporate a company using this name.**

### RESEARCH YOUR CHOICES

The Names Examiner searches the Corporate Register only. This register includes the names of corporations incorporated or registered extraprovincially in British Columbia. It does not include names of British Columbia firms, trademarks or corporations registered outside British Columbia. If you want to ensure your name is protected, you may wish to search other jurisdictions in Canada. Most public business and trademark registers in Canada are reflected in the NUANS database, which may be searched for a fee through private search firms.

The approval of any name is at the discretion of the Registrar. You are paying for three choices. **Do not commit to any name before it is approved.** Provide three choices for each company you wish to name, in descending order of preference. Check them out for potential conflicts through telephone listings, business directories and other publications.

Occasionally this office will reject all three of your choices. If that happens, it will be necessary for you to complete another Name Approval form with three more choices and submit it to this office with another reservation fee.

### FEES

The payment of fees in advance is a mandatory requirement of doing all business with the Registrar of Companies office.

**Applicants are urged to consult the current Fee Schedule.**

Payment of the wrong amount is a common cause for the rejection of name requests. Cheques and money orders are to be made payable to the Minister of Finance.

### PRIORITY SERVICE

Names are processed in the order of time of receipt. Upon request and on payment of an additional fee, an application will be processed in priority to others, normally within 24 hours of receipt.

### PROCESS

This form allows you to make a maximum of three choices, **in order of preference**, for each name approval. If you wish to have more than one name approved, you must complete an additional form and pay another fee. Your first choice for a name may be approved, if available, and held for a period of **56 calendar days**. Any renewals of the reservation period will require payment of another reservation fee. **Your 2nd and 3rd choices are not examined unless the initial choice of name is not available.** Regardless of whether your three choices are all examined or not, the full fee is charged.

A name approval request may be made on this form, or in writing with the same information as is required on this form.

You can apply for your name in the following ways:

**BY GOVERNMENT AGENT:** Visit any Government Agent who will transmit the request to the Registrar. For locations go to [www.governmentagents.gov.bc.ca](http://www.governmentagents.gov.bc.ca)

**BY ONESTOP KIOSK:** Visit your local OneStop kiosk location. They will transmit the request to the Registries. User fees may apply. For locations go to [www.bcbusinessregistry.ca](http://www.bcbusinessregistry.ca)

**BY MAIL:** Names Unit, Registrar of Companies  
PO Box 9431 Stn Prov Govt  
Victoria BC V8W 9V3

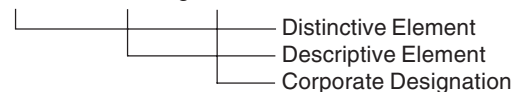
You can also apply for your name by visiting the Names Unit in Victoria, located on the 2nd Floor of 940 Blanshard Street.

Results will be confirmed in the same manner as the application was made.

### NAME COMPONENTS

In assessing names, the Registrar's staff analyze them according to their constituent components. The form of name acceptable in principle consists of a distinctive element, followed by a descriptive element and ending with a corporate designation (if applicable).

e.g. ABC Manufacturing Ltd.



### DISTINCTIVE ELEMENT

The distinctive element serves to differentiate names having identical or similar descriptive elements, and for that reason, is the **most important** element to be examined in the name.

Names such as "Tire Shop Ltd." and "Shoe Store Ltd." lack an appropriate distinctive element and would be rejected for that reason.

They would be acceptable, if prefixed with an additional distinctive element (e.g. coined word, geographical location or personal name) that would distinguish them from all the other tire shops and shoe stores.

e.g. **Vancouver Tire** Shop Ltd.      **Sandell's Shoe** Store Ltd.

Coined and made-up words are acceptable distinctive elements, provided they do not conflict with others already registered.

e.g. **Intertex** Enterprises Ltd.      **Fabuform** Diet Centre Ltd.

A coined word, used in addition to a geographical location (e.g. Altrex Canada Ltd.), is normally considered sufficiently distinctive by itself that a descriptive element is not usually required.

## DESCRIPTIVE ELEMENT

The descriptive element is useful in describing the nature of the business as well as expanding the options available. It allows for use of identical or similar distinctive elements, which might be desirable in developing a particular presence in the marketplace.

e.g. Victoria **Brake Shop** Ltd.      Victoria **Stationery** Ltd.

## CORPORATE DESIGNATION

Incorporating companies **must have as the last word in the name**, the corporate designation, “Limited”, “Limitee”, “Incorporated”, “Incorporee” or “Corporation”.

For all purposes, using the abbreviations of these words (e.g. “Ltd.”, “Ltee.”, “Inc.” or “Corp.”) is acceptable.

The corporate designation is **not** applicable to a firm name, society or cooperative name.

Firm names for partnerships and proprietorships **cannot** use “Ltd.”, “Inc.” or “Corp.” in their names, but they may use “Company” or “Co.”

Societies should have the designation “Society” or “Association” as the last word in their name. Companies are precluded from the use of these words in their names.

Cooperatives should use the word “Cooperative” in their name and may also use “Association”, “Society”, “Union” and “Exchange”.

A specially limited company must use the bracketed words “(Non-Personal Liability)” or “(N.P.L.)”, following the corporate designation.

## SINGLE WORD NAMES

Single word names (such as International Limited) are normally not sufficiently distinct from other names containing the same word and generally will not be approved.

An exception may be allowed if the proposed, single-word name contains a coined word that has been trademarked and evidence of the trademark is presented with the name request. Each case will be determined on its merits.

Obvious contractions of common words (e.g. Petrochem, being a contraction of petroleum and chemical) are not considered to be coined words for the purposes of single-word names.

## NUMBER NAMES

Numerals may be used in company names as the distinctive element. A year may be used in a name provided that it is the year of incorporation, amalgamation or registration.

e.g. 123456 Enterprises Ltd.      Pacific Enterprises (1997) Ltd.

The incorporation number may be used as the name of a British Columbia company. The accepted format is “345678 B.C. Ltd.”.

A name reservation or fee is not required for B.C. companies using just their incorporation number. The name will be given according to the next available number at the time of incorporation.

Numbered companies from other jurisdictions, continuing into British Columbia and wishing to retain their numbered names, will be required to conform with the name requirements of this province.

## PERSONAL NAMES

In most cases, a natural person’s full name will be considered to be sufficiently distinctive and therefore acceptable.

e.g. Bill Brown Ltd.      John Smith Inc.

Two surnames, or initials with a surname, are normally accepted.

e.g. Brown, Green Inc.      J.R. Black Corp.

## WELL KNOWN NAMES

Names, which include well known trade names and trademarks, will not be allowed without the advance written consent of the holder.

e.g. Exxon, Xerox, Coke

## EXTRAPROVINCIAL NAMES

Special consideration will be given to established extraprovincial companies applying for registration in the province, provided there is not a direct conflict in names.

## SPECIAL CHARACTERS

The use of special characters (such as % or \*) should be avoided in corporate and business names.

Some special characters may not be recognized by computer, will not print accurately and may not be allowed.

The “ç” symbol will not be approved in a name under any circumstances.

## NO SUGGESTION OF GOVERNMENT CONNECTION

The word “government” (in either its English or French form) will not be allowed. Other words which might imply connection with, or endorsement by, any government require written consent of that government. Examples of other words which imply government connection are “ministry”, “bureau”, “secretariat”, “commission” and “certified”.

The use of “British Columbia” or “BC” as the distinctive element in any name is considered to imply connection with the Government of the Province of British Columbia. Use will be accepted only on the written consent of that government, usually obtained from the Protocol Office, Intergovernmental Relations Secretariat, after the name has been approved by the Registrar.

Use of the words “British Columbia” and “BC” will be accepted without consent, if they are placed at the end of a name and before the corporate designation.

e.g. Pacific Warehouse Storage BC Ltd.

## NO SUGGESTION OF CONNECTION WITH CROWN OR ROYAL FAMILY

A name which suggests or implies a connection with the Crown, any living member of the Royal family, or endorsement by the Crown or Royal family will not be accepted without the written consent from the appropriate authority after the name has been approved by the Registrar.

e.g. Prince Charles Tea Room Ltd.

This does not apply to references in a name to geographical locations such as Prince George, Prince Rupert and references to New Westminster as the Royal City.

The use of the words “Crown” or “Royal” in combination with another word(s) that does not imply connection with the Crown or Royal family may be allowed.

e.g. Triple Crown Painting Ltd.      Royal Star Holdings Ltd.

## OBJECTIONABLE NAMES

Names that are considered to be objectionable on public grounds will not be accepted.

A name will not be approved if it includes a vulgar expression, obscene word or connotation, racial, physical or sexual slur.

The use of names of public figures will not be accepted without the advance written consent of the person named.

## GUIDELINES

This abbreviated information is provided for convenience only. Corporate and business law is complicated, and there can be no substitute for sound professional advice. Neither the Registrar of Companies nor the Ministry of Finance can accept responsibility for any errors or omissions in this information.

## HELP IS AVAILABLE

For assistance or further information, please call 250 356-2893.



**Ministry of Finance**  
 Corporate and Personal  
 Property Registries  
 www.fin.gov.bc.ca/registries

Mailing Address:  
 PO Box 9431 Stn Prov Govt  
 Victoria BC V8W 9V3  
 Location:  
 2nd Floor – 940 Blanshard Street  
 Victoria BC

# NAME REQUEST

NAME  
 APPROVAL NUMBER

## NR

*Important: Use this number on all documents and in the electronic submission of documents.*

Phone: 250 356-2893 or  
 604 775-1044 (Greater Vancouver only)

**Freedom of Information and Protection of Privacy Act (FIPPA)**  
 The personal information requested on this form is made available to the public under the authority of the *Company Act*. Questions about how the *FIPPA* applies to this personal information can be directed to the Administrative Assistant of the Corporate and Personal Property Registries at 250 356-1198, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

**INSTRUCTIONS:**

- Please retain the yellow copy for your records. The Name Reservation Office will notify you by letter once your request is completed.
- **Please type or print clearly.**
- **SHADED AREAS ARE FOR OFFICE USE ONLY.**

<b>PRIORITY REQUEST – Additional fee required</b>	
<input type="checkbox"/> <b>YES</b> – This is a priority request and I have enclosed an additional fee for this service.	
ROUTING SLIP NO.	DEBIT BCOL ACCOUNT NO.
FOLIO NO.	DEPOSIT ACCOUNT TRANSACTION NO.
GOVT. AGENT TRANSACTION DATE YYYY MM DD	DATE RECEIVED YYYY MM DD
GOVT. AGENT TRANSACTION NO.	GOVT. AGENT AMOUNT COLLECTED \$

APPLICANT SURNAME FIRST NAME AND INITIALS

ADDRESS

CITY PROVINCE POSTAL CODE

APPLICANT PHONE NO. APPLICANT FAX NO. CONTACT PERSON NAME

Indicate what the name request is for: (In order for this request to be completed, one box must be (✓) ticked)

CORPORATION  PROPRIETORSHIP/PARTNERSHIP  SOCIETY  FINANCIAL INSTITUTION  COOPERATIVE ASSOCIATION

Is this request for an extra provincial registration in B.C.? <input type="checkbox"/> YES <input type="checkbox"/> NO	IF YES, SUPPLY THE JURISDICTION	NATURE OF BUSINESS
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ADDITIONAL INFORMATION

Name Request (*first choice*) **PLEASE TYPE OR PRINT CLEARLY**

Name Request (*second choice*) **PLEASE TYPE OR PRINT CLEARLY**

Name Request (*third choice*) **PLEASE TYPE OR PRINT CLEARLY**

# INSTRUCTIONS FOR COMPLETION OF DECLARATION FOR EXTRAPROVINCIAL LIMITED PARTNERSHIP

## PLEASE TYPE OR PRINT CLEARLY

**NOTE:** For assistance in the completion of this form, telephone **250 356 - 2893**.

1. Please refer to the *Partnership Act*, Section 80.
2. This declaration must be signed by the **General Partner or the Solicitor**.
3. A Limited Partner cannot sign this form.

## GENERAL INFORMATION

Prior to forwarding documents, please ensure the name has been searched for availability for registration by writing the Name Reservation Unit, Corporate Registry, PO Box 9431 Stn Prov Govt, Victoria, B.C. V8W 9V3.

**PLEASE NOTE:** The registration of a firm name under the *Partnership Act* does not necessarily mean that the name will be available for registration of a corporation, nor does it provide any protection for that name.

## FEE SCHEDULE

LIMITED PARTNERSHIP – \$165.00 (Plus NAME APPROVAL FEE)

The above cost includes one certified copy. Additional certified copies are \$25.00 each.

Make cheque payable to: Minister of Finance.

**NOTE:** Fees are to be paid by CHEQUE, MONEY ORDER or CASH (do not send cash in the mail).

**Return white and canary copies of this form to:**

CORPORATE REGISTRY  
PO BOX 9431 STN PROV GOVT  
VICTORIA, B.C. V8W 9V3



Ministry of Finance  
Corporate and Personal  
Property Registries

Mailing Address:  
PO Box 9431 Stn Prov Govt  
Victoria BC V8W 9V3  
Location:  
2nd Floor – 940 Blanshard Street  
Victoria BC  
Enquiries: 250 356-2893

# DECLARATION FOR EXTRAPROVINCIAL LIMITED PARTNERSHIP

Visit our Web site at:  
[www.fin.gov.bc.ca/registries](http://www.fin.gov.bc.ca/registries)

NAME APPROVAL NO. IF APPLICABLE

**N R** | | | | | | | |

DOCUMENT CONTROL NO. **DLP**

**PLEASE RETAIN A COPY FOR YOUR RECORDS. PLEASE TYPE OR PRINT CLEARLY.**

SUBMITTING PARTY NAME AND MAILING ADDRESS. PLEASE INCLUDE POSTAL CODE.

NAME \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
CITY/  
PROV. \_\_\_\_\_  
POSTAL CODE \_\_\_\_\_

<b>OFFICE USE ONLY</b>	<b>R E G I S T R A T I O N  N O.</b>
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**INSTRUCTIONS:**

Before submitting this form, please ensure the name has been searched for availability for registration. To search a business name, write to Name Reservations at the address above. PLEASE NOTE: The registration of a firm name under the *Partnership Act* does not provide any protection for that name.

**Freedom of Information and Protection of Privacy Act (FIPPA)**

The personal information requested on this form is made available to the public under the authority of the *Partnership Act*. Questions about how the *FIPPA* applies to this personal information can be directed to the Administrative Assistant of the Corporate and Personal Property Registries at 250 356-1198, PO Box 9431 Stn Prov Govt, Victoria BC V8W 9V3.

**DETAILS OF NATURE OF DECLARATION**

NEW REGISTRATION YYYY / MM / DD  AMENDED LIMITED PARTNERSHIP  
 DISSOLUTION DATE \_\_\_\_\_ QUOTE ORIGINAL REGISTRATION NO. \_\_\_\_\_

STATE LIMITED PARTNERSHIP NAME IN FULL \_\_\_\_\_

MAILING ADDRESS	CITY	PROVINCE	POSTAL CODE
BUSINESS ADDRESS IN B.C. – NOT A P.O. BOX	CITY	PROVINCE	POSTAL CODE
<input type="checkbox"/> SAME AS MAILING ADDRESS, OR:			
DESCRIBE THE NATURE OF THE BUSINESS	START DATE OF BUSINESS IN B.C.	YYYY / MM / DD	
	BUSINESS TELEPHONE NO.	(       )	

ADDRESS OF REGISTERED OFFICE IN B.C. – NOT P.O. BOX \_\_\_\_\_

CITY \_\_\_\_\_ PROVINCE \_\_\_\_\_ POSTAL CODE \_\_\_\_\_

JURISDICTION WHERE LIMITED PARTNERSHIP FORMED \_\_\_\_\_

PROVIDE NAME(S) AND ADDRESS(ES) OF GENERAL PARTNER(S) \_\_\_\_\_

**CERTIFICATION** – I hereby certify that the persons on the attached certificate are the only members of the Limited Partnership.

SIGNATURE OF GENERAL PARTNER OR SOLICITOR	RELATIONSHIP TO LIMITED PARTNERSHIP
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**X**