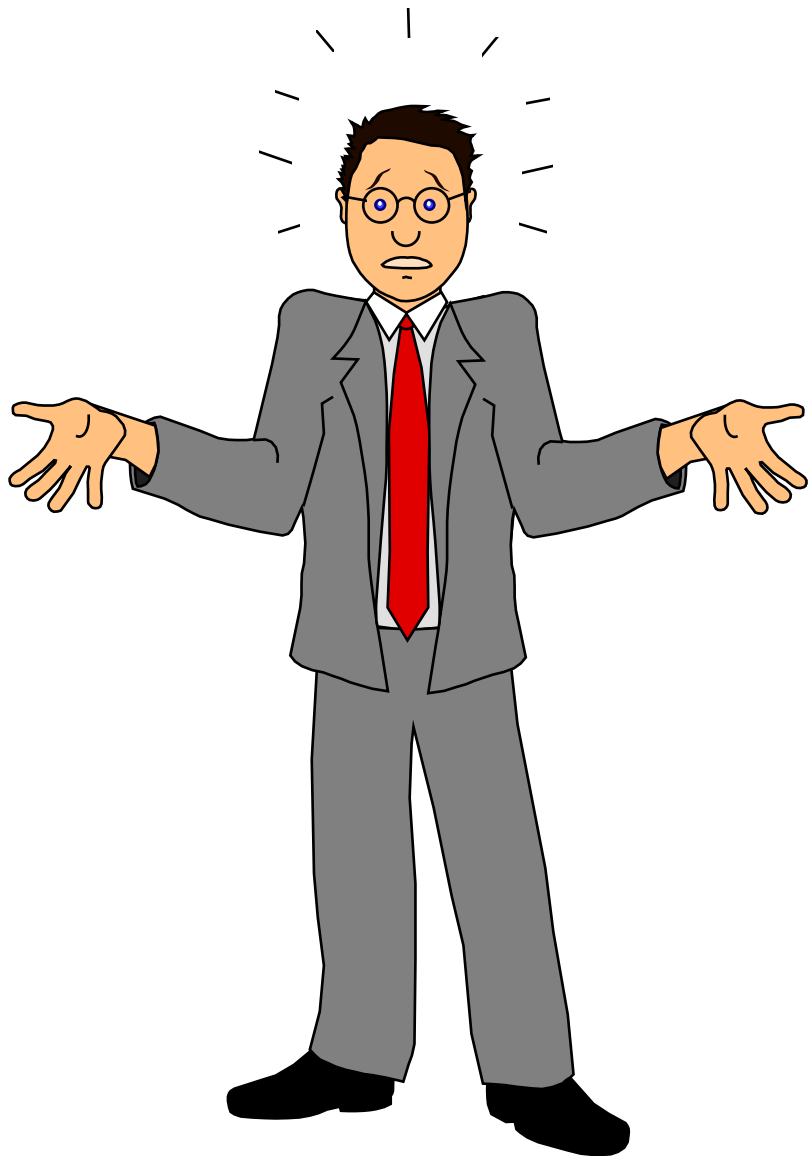




**Saskatchewan
Justice**
Corporations
Branch



NAME QUALIFICATION POLICY



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Introduction

The following policies are intended to act as a guideline in the name granting process to achieve the overall goal of the Corporations Branch name qualification system. Although these policies attempt to establish some concrete guidelines, name granting still requires case-by-case examination of the individual factors surrounding each proposed name.

The goal of any name qualification system is to protect:

- 1) the consumer from buying goods or services from or dealing with the wrong person; and
- 2) the merchant from having his trade unfairly diverted to another merchant.

The aim of this name policy and guide is to assist persons who may be choosing a name either for incorporation or registration under *The Business Corporations Act*, *The Non-profit Corporations Act, 1995*, *The Co-operatives Act, 1985* or for registration of an unincorporated entity such as a sole proprietorship, partnership, limited partnership, joint venture, or syndicate under *The Business Names Registration Act*.

This policy should be used in conjunction with Sections 10 and 12 and 293 to 295 inclusive of *The Business Corporations Act*, Sections 8 and 9 of the regulations, Sections 10 and 12 of *The Non-profit Corporations Act, 1995* and Sections 7 to 9 inclusive of the Regulations, Sections 12 to 19 inclusive of *The Co-operatives Act, 1985* as well as Section 8 of *The Business Names Registration Act*.

The Corporations Branch checks names for availability within the Province of Saskatchewan only; therefore, a name that is available in Saskatchewan *may not* be available in another jurisdiction. If you intend to carry on business in other provinces, it may be wise to have the name searched in all jurisdictions in which you intend to operate before proceeding to register the name in Saskatchewan. More information on the different types of searches is available on page 28.

IMPORTANT NOTICE: In Saskatchewan, Corporate names and names of unincorporated entities (sole proprietorships, partnerships, limited partnerships, joint ventures and syndicates) receive the same protection.



Data Base*

The database, on which name availability searches are made, is comprised of:

1. Saskatchewan business corporations
2. Saskatchewan non-profit corporations
3. Saskatchewan credit unions
4. Saskatchewan co-operatives
5. Extra-provincial corporations (corporations incorporated in any jurisdiction outside of Saskatchewan which are registered to do business in Saskatchewan)
6. Business names, which includes sole proprietorships, partnerships, limited partnerships, joint ventures and syndicates
7. Corporations struck off the Register
8. Private Acts incorporated under a special Act of the Legislature.

The name search for Business Corporations and Business Names also includes a search of all registered federal corporations and registered trademarks.

* The database is commonly referred to as the 'Register of Corporations'.



Section 1

Form of a Name

Names are acceptable in either capitals or lower case letters or any combination of both types of letters of the Roman alphabet. Punctuation and special characters such as !@#\$\$%^&*()+=<>/? are acceptable inside a name, however, a name **MUST** begin with letters or numbers. A name must be set up on one continuous line in characters that can be produced on a standard typewriter with no more than one character per space. A name registered under The Business Corporations Act can be no longer than 120 characters. Names registered under any other Act can be no longer than 60 characters.

Please note: Although a business corporation name can be longer than 60 characters, our computer system will display only the first 60.

<u>Examples:</u>	R/R Homes Ltd.	acceptable
	“R/R” Homes Ltd.	unacceptable
	#1 Food Store	unacceptable
	No. 1 Food Store	acceptable
	<u>Thee</u> Shoe Store	unacceptable
	Jones Café Ltd.	unacceptable

Elements of a Corporate Name

Generally, a corporate name is composed of three elements:

- 1 a **DISTINCTIVE** element
- 2 a **DESCRIPTIVE** element
- 3 a **LEGAL** element

Distinctive Element

The distinctive element is the term which distinguishes one name from another where the main type of business is the same or similar.

<u>Examples:</u>	<u>Prairie</u> Construction Ltd.
	<u>Mid-West</u> Construction Ltd.
	<u>Smith</u> Transport Inc.
	<u>Joe’s</u> Trucking Corp.



Descriptive Element

The descriptive element is the term or terms that describe the main type of business the corporation proposes to carry on.

<u>Examples:</u>	Harvey's <u>Shoe Store</u> Ltd. Harvey's <u>Farm Equipment</u> Ltd. International <u>Petroleum</u> Ltd. International <u>Import/Export</u> Ltd.
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Descriptive elements can also be very general, if the corporation proposes to carry on a number of different businesses.

<u>Examples:</u>	Harvey's <u>Holdings</u> Ltd. Joan's <u>Enterprises</u> Inc. Block <u>Ventures</u> Corp.
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Legal Element

The legal element is a term that indicates the status of the entity as a corporation. Section 10 of *The Business Corporations Act* reads”

10. The word “Limited”, Incorporated”, or “Corporation” or the abbreviation “Ltd.”, “Inc.” or “Corp.” shall be part of the name of every corporation but a corporation may use and may be legally designated by either the full or abbreviated form.

A corporate name may contain only one legal element and it must be the last term in the name.

<u>Examples:</u>	<u>Distinctive</u>	<u>Descriptive</u>	<u>Legal</u>
	Westcan	Oil Drilling	Ltd.
	Valley	Acres	Limited
	Green	Fertilizers	Inc.
	Weyburn	Tractor	Incorporated
	Supreme	Homes	Corp.
	Northern	Outfitters	Corporation



Degrees of Distinctiveness

There are varying degrees of distinctiveness in corporate names, some being highly distinctive and others very weak. The more distinctive the name is, the more memorable and commercially useful it is and the more worthy it is of protection against similar names. For example, a coined term such as Xerox, Penzoil or Telfax has great distinctiveness and will be given strong protection from similarity. Names such as General, Custom, Western or Prairie are so commonly used that their distinctiveness is very weak.

Table of Range of Distinctiveness

The following table is an example of the range of distinctiveness in corporate names as viewed by the Corporations Branch.

Type of Name	Distinctive Element	Descriptive Element	Legal Element
Strong Coined	Davlin	Manufacturing	Corp.
	Nojo	Construction	Ltd.
	Wintec	Clothing	Inc.
Weak Coined	Agtech	Machinery	Limited
	Canam	Industries	Inc.
	Proag	Tractor	Corporation
	High-teck	Computers	Incorporated
Fanciful	Sunshine & Ski		Ltd.
	Tip & Tan		Inc.
	Jean Junction		Corp.
	Gold N' Glory		Ltd.
Arbitrary use of dictionary words (free words)	Rainbow	Farms	Ltd.
	Diamond	Drilling	Corp.
	Emerald	Sportswear	Incorporated
Family Name	Thomson	Industries	Inc.
	Daniels	Transport	Corp.
	Bradley	Investments	Ltd.
Geographic Name	Regina	Sewing Centre	Ltd.
	Saskatoon	Music Store	Inc.
	Meadow Lake	Sporting Goods	Corp.
Descriptive Name	Woodcraft	Cabinets	Ltd.
	Leisureland	Amusements	Ltd.
	Builtright	Structures	Ltd.
General Name	Family	Restaurant	Inc.
	General	Hardware	Ltd.
	Corner	Store	Ltd.
	Custom	Cars	Corp.
Slogan	Discount	Gas	Ltd.
	Computers For You		
	Mission Possible		
	The Solution Store		



Definitions

Secondary Meaning

Means a term that is ordinarily not famous, but through use has become well known in connection with a corporation or a product. Eg. Kleenex

Coined Term

Means a term that is not a dictionary word. For example, it can be made from two or more existing words such as:

David and Linda	Davlin	Strong coined
Norman and Joseph	Nojo	Strong coined
Western and Canada	Wescan	Weak coined
Agriculture and Technology	Agtech	Weak coined
Computer and Technology	Computec	Weak coined

Over time some coined terms have become so weak and overused, that they become descriptive and are no longer allowed as distinctive. These include terms such as Agtech and Computec.

Combining Words

Simply putting two dictionary words together does not make a coined term and it will not be accepted without a descriptive element.

<u>Example</u>	<u>Policy Decision</u>
Sun-Rider Ltd.	unacceptable
Sun-Rider Properties Ltd.	acceptable
Weststar Ltd.	unacceptable
Weststar Stationery Ltd.	acceptable



General Policy

<u>TYPE OF NAME</u>	<u>POLICY</u>
Strong Coined	A strongly coined term is a unique combination of letters with no apparent meaning (eg. Davlin). This type of name must be accompanied by a descriptive element.
<u>TYPE OF NAME</u>	<u>POLICY</u>
Weak Coined	A weakly coined term is a combination of letters with an apparent meaning. Eg: compu-tech would be recognized as the abbreviated form of the words Computer and Technology. Such a term must be accompanied by a distinctive element.
Fanciful	If a combination of dictionary words are used in a fanciful sense, quite different from their ordinary meaning, the name will be given strong protection from dilution of its distinctiveness.
Arbitrary use of Free Word	If the dictionary word in a name is not used in a fanciful sense, it is a free word available to all and it must be accompanied by a descriptive word that creates a distinctive phrase (eg. Rainbow Farms Ltd.)
Family Name	Unless he is acting in bad faith to achieve confusion of goods or services or of business in order to ride on the coat-tails of an established firm, an individual is entitled to use his own name in a corporate name, unless a similar name appears on the Register.
Geographic Name	A geographic term is a free word to which no one can ordinarily claim exclusive use. Unless a geographic term used alone in a name has, through use, acquired secondary meaning, it must be accompanied by a descriptive term. But, where the geographic location is not famous, if a name using the geographic name alone has become famous and therefore has acquired great distinctiveness as denominating the corporation or its products, that is, has secondary meaning, it will be given strong protection. Eg. Hudson Bay Company.
Province Name	Although the name of a province or state is a geographic name, they are not allowed in a name as they are restricted under Section 293 of <i>The Business Corporations Act</i> . We address this matter further on pages 14 and 15 of this policy.
Descriptive Term	A descriptive term is, by definition, a free word used to describe a business, therefore, in the absence of secondary meaning, it must always be accompanied by a distinctive term.
General Name	A name that is so general that it could apply to any products or services anywhere will be refused as being totally non-distinctive. Eg. Family Restaurant Ltd., unless the name has acquired secondary meaning, Eg. General Motors Corp.
Slogan	A catch word, phrase or motto used to describe products or services. Slogans are considered as being too general, and require a distinctive element.



Misdescriptive Name

A name that misdescribes the type of business to be carried on will not be accepted. Eg. Western Machinery Manufacturing Ltd. will not be accepted if the nature of business is 'farming and ranching'. Terms such as 'partners' 'partnership' and 'joint venture' may be misdescriptive in a corporate name.



Section 2

Use of Surnames

Where the descriptive element in the name of two corporations containing the same surname is not identical, the adding of a given name or initials may make the name acceptable. Where the surname and descriptive element are identical, both names must contain given name and or initials. Consents may also be required if both businesses will be operating within the same trading area.

<u>PROPOSED</u>	<u>EXISTING</u>	<u>POLICY DECISION</u>
Bradley Acres Ltd.	Bradley Farm Supplies Ltd.	acceptable
Bradley Mfg. Ltd.	Bradley Concrete Ltd.	acceptable
Bradley Trucking Ltd.	Bradley Hauling Ltd.	unacceptable
Bradley Implements Ltd.	Bradley Machinery Ltd.	unacceptable
Jason Bradley Acres Ltd.	Bradley Farms Ltd.	acceptable
Tom Bradley Hauling Ltd.	Bradley Trucking Ltd.	acceptable
J. Bradley Contracting Ltd.	Bill Bradley Construction Ltd.	acceptable
R. Bradley Implements Ltd.	G. Bradley Machinery Ltd.	acceptable

Use of Initials as Distinctive Element

When a distinctive term is made up only of two or more initials, the name is considered too similar, if the first two initials are identical and in the same order and the descriptive term is the same or confusingly similar. Punctuation or special characters are not taken into consideration when determining similarity.

<u>PROPOSED</u>	<u>EXISTING</u>	<u>POLICY DECISION</u>
B.M. Construction Ltd.	B.M. Builders Corp.	unacceptable
B.M. Construction Inc.	B.M. Hotels Ltd.	acceptable
B.M. Construction Ltd.	B.R. Construction	acceptable
B&M Construction Corp.	B/M Construction Ltd.	unacceptable
B.M.R. Construction Ltd.	BMR Builders Ltd.	unacceptable
B.M.R. Construction*	BM Construction Ltd.	unacceptable
B.R.M. Construction Ltd.	BM Construction Ltd.	acceptable
ABM Homes*	BMA Homes Ltd.	acceptable

*Names without a legal element are business names



Exception

In the case of “holding” or “investment” corporations, names may more closely resemble each other since most “holding” and “investment” corporations do not carry on an active business with the public and thus there is less possibility of confusion.

Examples:	Proposed	Existing	Decision
	B.M. Holdings Ltd.	BMS Holdings Ltd.	acceptable
	RAB Investments Ltd.	R.A.M. Investments Ltd.	acceptable
	R.A.N. Holdings Ltd.	RAM Holdings Ltd.	unacceptable (phonetic & visual similarity)

Use of a Single Initial

A single initial may be used as a distinctive element.

Examples: J's Fabric Centre Ltd.
K Concrete Inc.

English, French and Other Language Forms in a Name

Under The Business Corporations Act the name of a corporation may be set out in an English form, a French form, and English and a French form or in a combined English and French form.

Examples: Gravelbourg Enterprises Ltd.
Les Entreprises Gravelbourg Ltee
Gravelbourg Enterprises Ltd./Les
Entreprises Gravelbourg Ltee

A corporation may set out its name in its Articles in any language form and it may be legally designated by any such form outside Canada.

Under The Business Names Registration Act, there is no provision for a business name to use either the English or French version (as is allowed under The Business Corporations Act). Business names must at all times use the whole name as registered. Thus, in order to use French or English names separately, each must be registered separately.



Number Names

Persons incorporating new corporations may, where time does not permit the usual name search or a suitable name cannot be decided upon by the applicants, acquire a number name. The name will consist of a designated number assigned by the Director and followed by the word "Saskatchewan" and ending with the legal term "Ltd.". The number assigned will consist of a six digit number which is also the corporation number. eg. 555444 Saskatchewan Ltd. The corporation may either retain that name or change to a more suitable name at a later date.

Obscenity

The Director may refuse a name which contains a word or phrase that is obscene or connotes an undertaking that is scandalous, obscene or immoral. (Refer to Section 8(4)(b) of the Regulations.)

Internet Names

Suffixes like “.ca” or “.com” will not be treated as distinctive elements of a corporation or business name. The name will be treated as if it did not have the suffix. If the name has some distinctiveness without the suffix (and the suffix precedes the legal element) and it is not confusing with an existing name on the Saskatchewan database, it will be approved. If the name has no distinctiveness without the suffix, it will be rejected, since the suffix does not add distinctiveness and is only a commonly used abbreviation.

Commonly Used Terms

Terms such as “sales” or “services” have become so over-used that another descriptive element must now be added. E.g. John’s Mechanical Service or Joan’s Clothing Sales.

The term “Associates” is allowed in a name without another descriptive element only if the name is for a professional associate.

Jones and Associates	For an Engineering company	Acceptable
Jones and Associates	For a Construction company	Not Acceptable



Another term, which, through extensive use, is no longer distinctive, is “First Nations”. Any names which contain the term “First Nations” must be accompanied by a distinctive term or location. E.g. Regina First Nations Construction Company.

Magazines, newspapers or other publications must contain both a distinctive and descriptive element. However, they may be allowed to use “Sask.” or “Saskatchewan” as distinctive. See Section 5.



Section 3

Amalgamations

When two or more corporations amalgamate, the amalgamated corporation may have:

- a) the name of one of the amalgamating corporations,
- b) a distinctive combination, that is not confusing, of the names of the amalgamating corporations; or
- c) a distinctive new name that is not confusing. (Section 295 of *The Business Corporations Act.*)

Identical Names

A corporation may not be incorporated with a name identical to that of a previous Saskatchewan corporation, regardless of the fact that one corporation has been struck off the Register, changed its name, or is in the process of liquidation, or has otherwise lost exclusive use of the name. A corporation may, however, revert to a name it had previously used, if that name is not similar to an existing name, or has, through the years, lost its distinctiveness.

<p>EXCEPTIONS: A corporation may be incorporated with the name identical to that of a previous Saskatchewan corporation, if that previous corporation has been dissolved under Section 203 of <u><i>The Business Corporations Act</i></u> for more than 10 years, and with written consent of the Director of Corporations.</p>
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Extra-provincial corporations may be registered with a name that is identical to that of a previous Saskatchewan, or other extra-provincial corporation, if that name is not similar to an existing name.



Protection of Struck Off Names

The name of a corporation struck off the Register for failure to comply with *The Business Corporations Act, The Non-profit Corporations Act, 1995, The Co-operatives Act, 1989* or *The Credit Union Act*, will be protected for one year from the date it was struck. i.e. The name of the corporation will be treated as though the corporation is still in existence. Anyone wishing to use a name that is too similar within that one year period must obtain the consent of the struck off corporation. In all other instances, such as in amalgamations, name changes or dissolutions, similar names will be available immediately upon removal of the name. Where, since the date of removal of a name from the Register, another corporation has been incorporated with a name which would be too similar to the name of the struck off corporation, the struck off corporation must file Articles of Amendment to change its name to some available dissimilar name together with the necessary material to restore the name to the Register.



Section 4

Similarity

A number of considerations are given when looking at the similarity of names. Some of these areas have been looked at in Section 1.

When looking at similarity of names, the Distinctive element is the first consideration, then the type of business, or Descriptive element or elements are considered, then the location or area of operation is considered.

EXCEPTIONS: The only exception made for almost identical names to be registered is franchises. This is covered more in Section 5, page 18.

Phonetic Similarity

A decision respecting similarity may be based strictly on phonetic similarity.

<u>Examples:</u>	<u>Proposed</u>	<u>Existing</u>	<u>Decision</u>
	Dee `N' Dee Trucking Ltd.	D & D Trucking Ltd.	unacceptable
	Rae's Electric Ltd.	Ray's Electric Ltd.	unacceptable
	J & K Florists Ltd.	Jay and Kay Florists Ltd.	unacceptable
	Joan's Computer Graphics	Joan's Grafix	unacceptable



Section 5

Consents Required

Corporations often will expand their operations and form subsidiaries, franchises or branch offices. In these cases, similar names are allowed with consent of the existing corporation. Some of these scenarios are outlined as follows.

The onus is on the applicant to obtain any consents required by the Director.

Year in a Name

If a successor corporation is to be incorporated with a name that is the same as an existing corporation, except for the year of incorporation, then the existing corporation must consent to the name in writing and undertake to either dissolve or change its name to a dissimilar name within six months. This is the only time a year in the name is allowed.

<u>Example:</u>	<u>Existing</u>	<u>Proposed</u>
	White's Pharmacy Ltd.	White's Pharmacy (1996) Ltd.

Articles of Amendment may be filed after a two-year period to delete reference to the year of incorporation from the name of a corporation, providing the corporate name is changed enough that it is not confusing or identical to a name previously incorporated.

(Sask.) or (Saskatchewan) in a Name

The term (Sask.) or (Saskatchewan) is allowed near the end of a name where the corporation is a subsidiary or affiliate of an existing extra-provincial corporation of the same name, except for that term. Consent is required from the parent corporation (whether or not that corporation appears on the Saskatchewan Register). The term (Sask.) or (Saskatchewan) may not be used in an extra-provincial corporate name without the consent of the Director.

More Information is available on extra-provincial corporations in section 7, page 25.

<u>Example:</u>	Westcan Pipeline Ltd.
	Westcan Pipeline (Sask.) Ltd.



Sask. Or Saskatchewan are allowed in the name of a magazine, newspaper or publication at the end of the name, however, written consent from the Director of Corporations Branch is required.

Government Affiliation

A corporate name is prohibited where the name connotes sponsorship, control or affiliation with the Government of Saskatchewan or one of its agencies.

Example: Saskoil Drilling Ltd.
Provincial Medical Care Services Ltd.
Sedco Financing Ltd.
STC Trucking Ltd.
Sasknet Communications Inc.
ABC Housing Authority Inc.

Location in Name

The use of a location with or without parenthesis may be added to a corporate name to show affiliation with an existing name.

Example:	<u>Existing</u>	<u>Proposed</u>
	Newton Tool Ltd.	Newton Tool North Battleford Ltd.
	Prairie Pizza Palace Inc.	Prairie Pizza Palace (Albert South) Inc.
	Greg's Greenhouses Ltd.	Greg's Greenhouse (P.A.) Corp.

However, the consent of the parent corporation would be required in order to grant such a similar name.

Franchises

Most businesses which franchise their operations have names which are registered trademarks and then have franchisees which become registered users of the trademarked name. Even though franchise users of a trademark may have authorization to use the name, registration under The Business Names Registration Act, or incorporation under The Business Corporations Act is still required if the name is used in Saskatchewan. Each authorized user is required to register the name and in so doing, just add a word or phrase to distinguish one authorized user from another.



<u>Examples:</u>	<u>Franchisor</u> Western Pizza & Bar-B-Q Inc. MacDonald's Restaurants of Canada Ltd. Pizza Hut Canada Inc. Century 21 Real Estate Canada Ltd.	<u>Franchisee</u> Wester Pizza (Regent Park) MacDonald's Restaurants (Victoria East) Pizza Hut Saskatchewan Inc. Century 21 Fiddler Agencies Ltd.
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If the franchisee name is to be a corporate name, the appropriate legal element must also be contained in the name.

<u>Exceptions:</u>	Shell Canada Limited is one of the few which do not allow any name to be registered using "Shell" in the name. Esso will only allow its franchisee's to register under <u>The Business Names Registration Act</u> using "Esso" in the name. Corporations may not incorporate using "Esso".
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Each franchisee should check with its parent before attempting to register, to find out what limitations there may be on the use of the trademark.

University Affiliation

Words such as "university", "varsity" and "college", when used, may connote affiliation with or sponsorship by either The University of Saskatchewan or The University of Regina and require the written consent of the Board of Governors of that university, and may also require written consent from the Department of Education.

<u>Examples:</u>	<u>Proposed</u> Regina Varsity Sports Ltd. U of S Publications Inc. Saskatoon College Ltd.	<u>Requires Consent of:</u> University of Regina Board of Governors University of Saskatchewan Board of Governors Department of Education
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Names of Other Provinces

A name that contains the name, or the abbreviation of another province will not be accepted without the consent of the province indicated. The address and phone numbers of our Canadian



counterparts is set out on pages 37 - 39.



Section 6

Restricted Words

A number of terms or words are restricted and either not allowed outright, or are allowed with special consents. Not every term can be listed here, as they may only show up once the NUANS name search report has been read and a trademark similarity is found.

Professional Associations

Names containing terms such as "Architect", "Engineer", "Chartered Accountant", "Physical Therapist" and other terms that connote affiliation with a professional association require a letter of consent from the applicable Association.

Approval of Superintendent of Insurance

“No corporation that is:

- 1) an insurer within the meaning of The Saskatchewan Insurance Act,
- 2) a trust company as defined in The Trust and Loan Corporations Act,
- 3) a loan company within the meaning of The Trust and Loan Corporations Act,
- 4) an insurer within the meaning of The Investment Contract Act,

shall be incorporated without the consent of the Superintendent of Insurance .”
(Section 243 of The Business Corporations Act).

The terms "Re-Insurance" and "Warranty" will require the consent of the Superintendent of Insurance when used to imply an insurer.

Examples where consent required:

Western Insurance Corporation
Mid-Can Re-Insurance Inc.
Central Trust Company Limited
Western Loan Co. Ltd.

Examples where consent not required:

Lang's Insurance Agency Ltd.
Prairie Insurance Services Inc.
Regina Loan Repayment Advisors Ltd.



Government Programs

There are Departments within the Government, which have legislation that restricts certain words or phrases, and these words or phrases may only be used with their written consent.

	<u>Proposed</u>	<u>Consent required from</u>
Examples:	Varsity, College, School, Institute, Education	Department of Education
	Personal Care Home, Special Care Home, Nursing Home	Department of Health

Co-operatives

The use of the terms "Co-operative", "Credit Union", "Co-op" or "Pool" (when connoting a co-operative venture), can only be used when incorporating a new co-operative or credit union or by currently incorporated co-operatives or credit unions.

Royalty

The name of a corporation must not suggest or imply a connection with any member of the Royal Family, without first obtaining written consent from the appropriate authority. Words such as "Queen Elizabeth", "Prince Philip" or "Prince of Wales" are examples of the names of Royalty that are prohibited without consent of the Secretary of State, Canada.

	<u>Proposed</u>	<u>Consent</u>
Examples:	Queen Elizabeth Properties Ltd.	Yes
	Prince Albert Holdings Ltd.	No
	Royal University Hospital Inc.	Yes*
	Royal Plumbing & Heating Corp.	No

- * In the case of hospitals, schools, museums, libraries and other like institutions, they are controlled by Government, and therefore using the term 'Royal' implies a connection with the crown.



Other Restricted Terms

A few other common restricted terms are:

Sask. and Saskatchewan
Credit, Credit Referral
Bank
Banking
Board of Trade
Chamber of Commerce
Meewasin
Wakamow
Railroad

*This list is by no means all inclusive. It is only a small example of some of the restricted words.

The term "unlimited" is allowed in a name, only where a distinctive term is also added to the name, so it is no longer considered too general.

Examples:	Socks Unlimited	unacceptable
	Vida's Socks Unlimited	acceptable
	Parts & Services Unlimited	unacceptable
	Al's Parts & Services Unlimited	acceptable

The use of the term "plus" is allowed in a name, only where a distinctive term is also added to the name, so it is no longer considered too general.

Examples:	Socks Plus	unacceptable
	Vida's Socks Plus	acceptable
	Services Plus	unacceptable
	Joan's Services Plus	acceptable

The use of the term "group" without a further descriptive element is allowed in the case of amalgamations where a number of corporations, with the same distinctive element, amalgamate to form one corporation. Eg. Rainy Day Holdings Ltd., Rainy Day Enterprises Ltd., and Rainy Day Hobbies Inc. amalgamate to form Rainy Day Group Ltd.

The use of the term "group" without a further descriptive element is allowed where a number of corporations, with the same distinctive element, wish to register a Business Name. Eg. Rainy Day Holdings Ltd., Rainy Day Enterprises Ltd., and Rainy Day Hobbies Inc. register Rainy Day Group.



Section 7

Extra-Provincial Corporations

As stated previously, Extra-Provincial corporations may be identical to any previously incorporated Saskatchewan corporation, as long as the Saskatchewan corporation is no longer active on the Register.

Extra-Provincial corporations may not be formed with the term (Sask), (Saskatchewan), Sask., Saskatchewan, or any other term which denotes affiliation with the Government of Saskatchewan, in its name. Any corporations so formed, will be required by the Director, to change their name.

Exception:	Where the Extra-provincial corporation, in writing, undertakes a) to carry on the major portion of its business within Saskatchewan; or b) has its head office in Saskatchewan, from which it carries on the major portion of its business; AND c) undertakes to change its name to delete the word (Saskatchewan) from its name should it cease to carry on its business in Saskatchewan.
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**These conditions must be agreed upon, in writing with the Director of Corporations in Saskatchewan, before the corporation incorporates in its home jurisdiction.

Extra-Provincial corporations with names similar to existing names on the Register may be required to obtain consent of that corporation or business.

Alternate Names

Extra-Provincial corporations wishing to register in Saskatchewan, but which have a name that is too similar, or identical to an existing name, may wish to operate in Saskatchewan using an Alternate Name.

This provision allows the extra-provincial corporation to register in Saskatchewan under its original name, and at the same time, file an alternate name, under which it will conduct business in the province. The alternate name must be a name that is not similar to any existing name currently on the Register.



Section 8

Obtaining a corporate name search

All services provided by Corporations Branch may be paid for by:

- 1) Cash/cheque/money order;
- 2) Visa/MasterCard; or
- 3) Deposit Account

- For:
- 1) Mail name search requests - include your cheque or money order or Visa/MasterCard (including expiry date) or Deposit Account information and completed Name Search Request form.
 - 2) Telephone name search requests - be prepared to provide your Visa/MasterCard (including expiry date) or Deposit Account information and all information contained in the Name Search Request form.
 - 3) Fax requests - include your Visa/MasterCard (including expiry date) or Deposit Account information and completed Name Search Request form.
 - 4) E-mail requests - include your Visa/MasterCard (including expiry date) or Deposit Account information and completed Name Search Request form.

Availability Search for Corporate or Business Name

Before attempting to register a corporate or business name, a search as to the availability of the proposed name should be requested. This can be done by phoning (306)787-2962 or by completing and sending to the Corporations Branch by mail or by fax at (306)787-8999, a Request for Name Search and Name Reservation Form, illustrated on page 41, or by including the necessary information in an e-mail and sending it to corporations@justice.gov.sk.ca

In the case of a telephone request, the name will be entered into the NUANS name search system and the results will be mailed back as soon as possible. If you telephone, make sure you are ready to give the clerk all the information required in the form. An applicant should have one or more alternative names in the event the first choice is not available.



Please note: There is a name search fee due for every name searched, whether the name is available or not. However, before being submitted to the NUANS name search system, all names are subjected to a screening process which checks the Saskatchewan database to ensure no identical or extremely similar name currently exists in Saskatchewan. The name is also screened to ensure it complies with the requirements set out in this policy. This is also done in an attempt to reduce the number of unsuccessful and costly NUANS searches.

Types Of Name Searches Available

Saskatchewan Plus

- Cost -- \$50
- You are charged for every name searched, whether it is available or not
- Names of registered Saskatchewan businesses or corporations are searched
- Trademarks and federal corporations are searched

Canada-Wide

- Cost -- \$60
- You are charged for every name searched, whether it is available or not
- Names of corporations and registered businesses in Canada are searched
- Trademarks and federal corporations are searched

Availability Search for Non-profit or Co-operative Names

Before attempting to register a non-profit or co-operative name, a search as to the availability of the proposed name should be requested. This can be done by phoning (306)787-2962 or by completing and sending to the Corporations Branch by mail or by fax at (306)787-8999, a Request for Name Search and Name Reservation Form, illustrated on page 35.

In the case of a telephone request, the name will be checked and the results will be mailed back as soon as possible. If you telephone, make sure you are ready to give the clerk all the information required in the form. An applicant should have one or more alternative names in the event the first choice is not available.



Reservation of Name

The regulations under *The Business Corporations Act*, *The Business Names Registration Act*, *The Non-profit Corporations Act, 1995* and *The Co-operatives Act, 1989* provide for an automatic 90 day reservation of every available name searched. The fee for the search and automatic reservation is:

\$50.00 for a Saskatchewan Plus Search

\$60.00 for a Canada-Wide search

\$20.00 for a Non-profit or Co-operative Search

In order to register your business or organization, you must complete and file the appropriate documents and fees with the Corporations Branch prior to the expiry of the 90-day reservation. If your documents have not been received and approved before the expiry of the 90-day reservation, it will be necessary to pay the search fee again to search and reserve the name for an additional 90 days.

We recommend you do not use your choice of name in anyway until the Corporations Branch has issued its Certificate or Registration Number.

If a business intends to operate in other provinces, it would be wise to conduct a Canada-Wide search.



Section 9

Other Related Policies

Business Names

The database for corporations is used when checking the availability of business names (a "business name" is the name of an unincorporated entity such as a sole proprietorship, partnership, joint venture or syndicate).

A name can be registered that is identical to one previously registered, i.e. the same as one that has expired or been cancelled.

All other restrictions or policies referred to previously in this manual apply to business names as well, however; the "legal element" required in a corporation name CANNOT be used in a business name.

Exception	A name that does not meet our general name policy requirements respecting names that are too general may be accepted if sufficient proof of its use and the registration in a minimum of 3 other Canadian Jurisdictions can be provided.
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Usually, a business name may be available for a corporate name by adding a "legal element" to the name. As well, the business name must be cancelled upon incorporation.

Exception	<ol style="list-style-type: none">1) The name cannot be identical to a previous Saskatchewan corporation regardless of the fact the previous name is not an active corporation.2) When the business name contains the year of registration, e.g. Jake's Laundry (1996), the year in the name must be dropped or be changed to the year of registration.
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Protection of Expired Names

Business names, once expired are immediately available to anyone else wishing to register the same or an extremely similar name. However, Corporations Branch will usually protect these names for a 90-day period.



Restricted Terms

Business Names, in addition to the restricted terms listed in Section 6 may not use the following terms or abbreviations in their names.

Trading As or T/A
Operating As or O/A
Operated By or O/B
Doing Business As or D/B/A
A Division of

Non-profit Corporations

When a name is checked for availability for a non-profit corporation, it is checked only to the Saskatchewan database, unless otherwise requested, and the appropriate name search fee is paid. This means the possibility of similarity to a registered federal corporation or trademark could exist.

However, most other restrictions or policies referred to previously in this manual apply to non-profit corporations as well. There are a few exceptions.

Exception:	Non-profit corporations are allowed to use Sask. or Saskatchewan in their corporate name, if: a) the name does not suggest or imply a connection with the Crown; and b) upon incorporation, a list of members, covering a minimum of 6 different centres throughout the province, can be provided. This is to ensure that it is indeed a province-wide organization.
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Exception:	When a name uses a term such as "Canada", "Canadian" or "Dominion" in such a manner as to suggest a corporation incorporated under The Canada Business Corporations Act or other similar Act, a Canada-Wide "NUANS" name search report must be done.
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Canada-Wide search required:

Examples: Canadian Association of Industrial Contractors Inc.
Canada-Wide Diabetes Research Association Corp.
Dominion Association for Biological Research Inc.

Canada-Wide search not required:

Examples: Canadian Association of Industrial Contractors,
Saskatchewan Branch, Inc..
Western Canadian Diabetes Foundation Corp.

Exception: Non-profit corporations have the choice of using only Inc., Incorporated, Corp. or Corporation as their legal element. The term Ltd. or Limited CANNOT be used for a non-profit corporation name.

The terms "Society, "Association", "Organization" and "Club" will usually only be allowed for non-profit corporations or non-profit co-operatives.

Co-operatives

Co-operatives are divided into 2 categories, business co-operatives and non-profit co-operatives. Business co-operatives must adhere to all of the previous restrictions and policies outlined for Business Corporations.

Exception: Business co-operatives may only use Ltd. or Limited as their "legal element".
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Non-profit co-operatives must adhere to all of the previous restrictions and policies outlined for Non-profit corporations.

Exception: Non-profit co-operatives may have no legal element or may only use Ltd. or Limited as their "legal element".

All co-operatives incorporated under The Co-operatives Act, 1989 **MUST** use the word "co-operative" in their corporate name.



Appendices

Provincial Counterparts

Department of Corporate Affairs
Registrar of Corporations
P.O. Box 2703
Whitehorse, Yukon
Y1A 2C6

Inquiries: (403)667-5442
Fax: (403)667-6051

Government of the Northwest Territories
Corporate Registries
Court House, 3rd Floor
Yellowknife, N.W.T.
X1A 2L9

Inquiries: (403)873-7492
Fax: (403)873-0243

Department of Provincial Affairs and Attorney General
Director of corporations
Box 2000
Charlottetown, P.E.I.
C1A 7N8

Inquiries: (902)368-4550
Fax: (902)368-5283

Department of Justice
Registrar of Deeds, Companies & Securities
Box 8700
St. John's Newfoundland
A1B 4J6

Inquiries: (709)729-3317
Fax: (709)729-0232

Department of Justice
Corporate and Trust Affairs
Box 6000
Fredericton, New Brunswick
E3B 5H1

Inquiries: (506)453-2703
Fax: (506)453-4633

Department of Justice
Registry of Joint Stock Companies
Box 1529
Halifax, Nova Scotia
B3J 2Y4

Inquiries: (902)424-7770
Fax: (902)424-4633



Inspecteur General Des Institutions Financieres
Direction des Entreprises
800 Place d'Youville, 6 ieme etage
Quebec, Quebec
G1R 4Y5

Inquiries: (418)643-3625
Fax: (418)646-9660

Industry Canada
Corporate Directorate
9th Floor, Journal Tower South
365 Laurier Avenue West
Ottawa, Ontario
K1A 0C8

Inquiries: (613)941-9042
Fax: (613)941-0601

Ministry of Consumer and Commercial Relations
Companies Branch
393 University Avenue, 2nd floor
Toronto, Ontario
M5G 2M2

Inquiries: (416)314-8880
Fax: (416)314-4852

Consumer and Corporate Affairs
Corporations Branch
1010 Woodsworth Building
405 Broadway Avenue
Winnipeg, Manitoba
R3C 3L6

Inquiries: (204)945- 2500
Fax: (204)945-1459

Ministry of Finance and Corporate Relations
Registrar of Corporate and Personal Property Registries
940 Blanshard Street, 2nd Floor
Victoria, B.C.
V8W 3E6

Inquiries: (604)387-7848
Fax: (604)356-9422

Consumer and Corporate Affairs
Corporate Registry
10365 - 97 Street, 8th Floor
Edmonton, Alberta
T5J 3W7

Inquiries: (403)286-6824
Fax: (403)288-9677



**Saskatchewan
Justice**
Corporations
Branch

Industry Canada
Trademarks Branch
50 Victoria Street
Place du Portage, Phase I
Hull, Quebec
K1A 0C9

Inquiries: (819)997-1936
Fax: (819)997-1421



1. Name: _____
Name of person or firm requesting name search

Address: _____

Telephone No.: _____
Telephone number where you may be reached from 8 a.m. to 5 p.m.

2. Type of Search you would prefer:

Saskatchewan Plus - includes a search of names registered in Saskatchewan, federal corporations and registered trademarks. **\$50.00**

Canada-Wide - includes a search of names registered in Saskatchewan, names registered in other provinces and territories, federal corporations and registered trademarks. **\$60.00**

Search to first available name **OR** Search all names

NOTE: The name search fee will be due for every name searched

3. Name(s) you would like to use (in order of preference):

- a) _____
- b) _____
- c) _____

4. Type(s) of business this corporation intends to do (be specific):

5. This name is to be used for:

- Business Name
- Incorporation
- Restoral
- Amalgamation
- Name change from: _____
- Extra-provincial registration from: _____

Name of province or state where incorporated

Department Use Only

Searched by: _____



1. Name: Address: Telephone No.: Telephone number where you may be reached from 8 a.m. to 5 p.m.

2. Type of Search you would prefer:

- [] Saskatchewan Only - includes a search of names only registered in Saskatchewan \$20.00
[] Saskatchewan Plus - includes a search of names registered in Saskatchewan, federal corporations and registered trademarks. \$50.00
[] Canada-Wide - includes a search of names registered in Saskatchewan, names registered in other provinces and territories, federal corporations and registered trademarks. \$60.00

[] Search to first available name OR [] Search all names

NOTE: The name search fee will be due for every name searched

3. Name(s) you would like to use (in order of preference): a) b) c)

4. Type(s) of activities this corporation intends to do (be specific):

5. This name is to be used for: [] Incorporation [] Amalgamation [] Name change from: [] Extra-provincial registration from:

Name of province or state where incorporated

Department Use Only

Searched by: