

# Registering a Business Name or Partnership

Ministry of Government and Consumer Services

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## To Whom Does This Apply?

Individuals or partnerships operating businesses in Ontario.

## Eligible Activities

The [Business Names Act](#) administered by the Companies and Personal Property Security Branch applies to:

- sole proprietorships (one owner) carrying on business under a name other than the individual's full name;
- partnerships carrying on business under a firm name other than the full names of the partners;
- corporations carrying on business under a name other than their corporate name;
- an existing general partnership or limited partnership registering a business name different from the registered firm name;
- limited liability partnerships;
- extra-provincial limited liability partnerships; and
- extra-provincial limited liability companies

In the case of sole proprietorships and partnerships, any business name other than the owner's name must be registered. For example, if John Smith conducts business as "John Smith", he won't need to register the name. But if he operates as "John Smith's Shoes", he will have to register the name.

As another example, if John Smith and Jane Brown operate a partnership as "Smith and Brown", registration is necessary.

Corporations must register all names they use to carry on business if these are not the same as the corporate names. For example, if "Jane Brown Shoes Limited" also operates as "Brown's Shoes", the business name must be registered.

## Service Ontario

Service Ontario's web site provides access to the government's electronic services that simplify and streamline registration, renewal and reporting processes for Ontario businesses. New entrepreneurs and existing corporations can electronically complete the most important applications to register their business at one location, including applications for Business Name Registration, Retail Sales Tax Vendor Permit, Employer Health Tax and Workplace Safety and Insurance Board.

When registering via [Business Registration On-line](#) (a partnership between Canada Revenue Agency (CRA) and some provincial governments including Ontario), you may apply for the above programs as well as for a [Federal Business Number](#) and other CRA programs.

Business names can be searched and registered through ServiceOntario via the following channels:

- [ServiceOntario](http://www.ServiceOntario.ca) 's web site: [www.ServiceOntario.ca](http://www.ServiceOntario.ca)
- [Self-help workstations](#) located at ServiceOntario service locations across the province (see London contact info on page 6)
- [Business Registration On-line](#) (BRO)
- Mail to: OBC-ServiceOntario, PO Box 1028 STN B, Toronto, ON M5T 3H3

Please note that you must enter the business information yourself when using BRO, the ServiceOntario web site and [Self-help workstations](#) . For more information about workstation service locations, fees and processing times or to obtain OBC – ServiceOntario applications, please call the ServiceOntario/OBC Helpline or visit the [ServiceOntario](http://www.ServiceOntario.ca) web site at [www.ServiceOntario.ca](http://www.ServiceOntario.ca)

### **In Person**

Business names may be searched and registered in person from 8:30 a.m. to 5:00 p.m. on regular business days at:

Registering in person (processing over the counter):  
Companies and Personal Property Security Branch  
ServiceOntario - Ministry of Government and Consumer Services (MGCS)  
375 University Avenue, 2nd Floor  
Toronto, Ontario M5G 2M2  
Telephone: 416-314-8880  
Fax: 416-314-4852  
Toll-free (information): 1-800-361-3223 (in Ontario)  
TTY (hearing impaired): 416-212-1476

To reach the Companies and Personal Property Security Branch Public Office, take the escalator from the lobby of 375 University Avenue to the second floor.

### **By Mail**

Registrations submitted to the Branch by mail should be addressed to:

Registering by Mail:  
Companies and Personal Property Security Branch  
ServiceOntario - Ministry of Government and Consumer Services (MGCS)  
393 University Avenue, Suite 200  
Toronto, Ontario M5G 2M2

### **Ministry Fee for Registration**

The Ministry fee for registering a business name:

- Through [OBC](#) –ServiceOntario, electronically \$60; by mail \$80.
- Through the Service Providers \$60; however the Service Providers charge a separate service fee. Please contact the [Service Providers](#) directly for information about the fees they charge for the immediate online service they provide.
- In person at the Branch (service time is immediate) or by mail (service time is 6 - 8 weeks) is \$80.

## **Business Identification Number (BIN) and Business Number (BN)**

The Companies and Personal Property Security Branch assigns a Business Identification Number (BIN) when a business name is registered in Ontario. It should not be confused with the federal Business Number (BN) assigned by the Canada Revenue Agency (CRA) for federal programs, including Goods and Services Tax/Harmonized Sales Tax (GST/HST), Import/Export Accounts, Payroll Deductions and Corporate Income Tax.

## **Business Name Registration Forms**

The forms are available on the Ministry's web site: <http://www.mgs.gov.on.ca>

The forms may also be picked up at the Companies and Personal Property Security Branch Public Office or ordered through the Companies Helpline during regular business hours (8:30 a.m. to 5:00 p.m., Monday to Friday).

## **Master Business Licence (MBL)**

When registering a business name, you will be issued an MBL, which shows the registration and expiry dates as well as the Business Identification Number (BIN). The MBL can be used as one of the proofs of business name registration at financial institutions and to facilitate any other business-related registration with the Ontario government.

When registering your business name through any of the self-help workstations located at OBC – ServiceOntario service locations across the province, the ServiceOntario web site (between 8:30 a.m. and 6:00 p.m., Monday to Friday), Business Registration Online (BRO), Service Providers or at the Companies and Personal Property Security Branch, you will receive a Master Business Licence (MBL) immediately following registration.

If registering after hours through the ServiceOntario web site or BRO, you will receive your MBL by mail, within two weeks of registration.

Please note a Master Business Licence is not issued for registration of a business name for a Partnership/Limited Partnership (Form 5) or for an Ontario Limited Liability Partnership, Extra-Provincial Limited Liability Partnership or Extra-Provincial Limited Liability Company (Form 6). You will receive a copy of the application with a validation showing the Business Identification Number, date of registration and the expiry date.

## **Checking to see if Another Business is Already Using the Business Name**

Before making a final decision on your business name and ordering business cards or stationery you will want to know if someone else is already using the name. A search of the Companies and Personal Property Security Branch records will determine whether another Ontario business is using the name you have selected and where that business is located.

For detailed information about searching a business name and product descriptions, and for information on corporate name searches as well as NUANS and trademark searches, please refer to the “ [Searching the Public Record](#) ” information sheet. Information sheets may also be ordered through the Companies Helpline at 416-314-8880 or 1-800-361-3223 or picked up at the Companies and Personal Property and Security Branch.

## **Registration Expiry/Renewal**

A business name registration is effective for five years. To continue using the name it must be renewed before the expiry date set out on the registration, and a renewal fee must be paid. It is the registrant's responsibility to keep the information on the registration up to date and to renew the registration on time. The Branch does not issue reminders. An updated Master Business Licence (MBL) will be issued immediately if renewed in person or mailed within two weeks after a successful online renewal.

## **Amending or Cancelling a Registration**

To ensure the Public Record is accurate, you must notify the Companies and Personal Property Security Branch when the information in your registration has changed. Changes in address, business activity or partners (as long as one of the original partners remains the same), must be filed on the Ministry form within 15 days after the change. There is no filing fee. However, changing the name of your business registration is considered a new registration and the relevant fee applies. Changing the type of registration, e.g. a partnership registration to a sole proprietorship, or changing all the partners in a partnership, is also considered a new registration.

If the business ceases to operate, you should cancel your business name registration. There is no filing fee for the cancellation of a business name.

The amended or cancelled registration can be submitted to the Branch by mail or in person at the Public Office in Toronto. Alternatively, the registrant can [amend or cancel a business name registration online](#) through the ServiceOntario web site. The registrant will receive confirmation of the changes by mail in approximately three weeks.

## **Does Registration Protect my Business Name?**

The [Business Names Act](#) does not protect the exclusivity of a registered name. You may be able to protect your business name by registering a trademark under the [Trade-marks Act](#) (federal legislation). It may be useful to talk to your lawyer or contact the [Canada-Ontario Business Service Centre](#) for more information on [Trade-marks](#) .

The [Business Names Act](#) does not prohibit registration of identical names, but if you decide to use a name that is the same as or confusingly similar to that of an existing business, it could result in a lawsuit. The person registering the name also assumes full responsibility for any risk of confusion with an existing corporation, business name or trademark.

You may also wish to do some research to see if incorporating is a better alternative for your business. Identical corporation names cannot be incorporated in Ontario. If you incorporate and carry on business under the corporate name set out in the Articles of Incorporation, there is no requirement to register under the [Business Names Act](#) . However, if the corporation is operating with a name that is different from its corporate name, the operating name must be registered under the [Business Names Act](#) .

## **Liability**

The registrant of a business name who has suffered damages because someone else has registered the same name or one that is deceptively similar can take legal action through the courts. The [Business Names Act](#) entitles you to recover compensation for damages suffered and provides for a court order cancelling the registration that was the cause of the action.

Companies and Personal Property Security Branch staff cannot provide specific advice on name selection. If you are not sure about the use of a name, you should consult a lawyer.

## Penalties for not Registering

Under the [Business Names Act](#), fines of up to \$2,000 can be levied against individuals and up to \$25,000 for corporations for failure to register or for registering false or misleading information.

## Help Choosing a Business Name

Choosing the right name for your new business is an important decision. You want a name that will draw potential customers, help clients identify your company and build your business image. A name that is easy to remember and provides information about the products or services you offer is always a good choice. Choose a distinctive name to stand out from your competitors. Make sure the name is not misleading or confusing in its description of the goods or services you will provide.

## Restrictions on Business Names

When choosing your business name, remember that certain words or expressions cannot be used.

- Words or expressions, in any language, that are obscene or objectionable in nature.
- Words that imply the business is a different type of organization. For example, you may not imply that a sole proprietorship is a partnership. You may not use numbers or words that imply the business name is a corporate number name. Also the registered name of a business carried on for profit should not contain words that imply it is a not-for-profit organization.
- The words “college,” “institute,” or “university” cannot be used, if it would suggest the registrant is a post-secondary educational institution, without the written consent of the Ministry of Training, Colleges and Universities. To obtain consent in writing from this ministry, please contact:
  - Colleges Branch 416-325-2866 (to use the words “college” or “institute”)
  - Universities Branch 416-325-2891 (to use the word “university”)
  - Advise the ministry that you are registering under the [Business Names Act](#).
- You may not use the words “Limited”, “Limitée”, “Incorporated”, “Incorporée”, “Corporation”, or the corresponding abbreviations “Ltd.”, “Ltée”, “Inc.” or “Corp.”, unless the word “limited” is used in the name of a limited liability partnership, extra-provincial limited liability company or in the name of a limited partnership formed under the [Limited Partnerships Act](#).
- You may not use the words “Limited Liability Partnership” or the abbreviation “LLP” in the business name unless you are registering an Ontario limited liability partnership or an extra-provincial limited liability partnership.
- You may not use the words “Limited Liability Company” or the abbreviation “LLC” in the business name unless you are registering an extra-provincial limited liability company.
- Words that are prohibited under federal or Ontario laws or words that are restricted unless the restriction is satisfied.
- Words that imply the business is connected with the Crown, the Government of Canada, of a province or of a territory, a municipality, or an agency of the Crown, government or municipality, without written consent of the appropriate authority.
- Names of individuals may not be used unless they have or had a material interest in the business activity and have given their written permission. If the individual is deceased and his or her name is used within 30 years of the date of death, the written consent of the estate or the estate trustee (i.e. the executor or administrator) must be obtained.

It's your responsibility to make sure your business name does not contain any of the above words or expressions unless proper consent has been obtained. If you register a name that is contrary to the Act or regulations, the name is subject to cancellation at any time.

Business names must be registered in the Roman alphabet (English, French, Spanish, Italian, Latin, etc.) and may contain numerals. Business names composed of characters from other alphabets must be translated and registered in a language using the Roman alphabet. A business name in a language other than one using the Roman alphabet may be used in advertising and signs, but the business name must also be displayed in a language using the Roman alphabet. For example, a business that registers its name in English may have letterhead or signs in Chinese characters as long as the English name is also displayed at the place of business.

The following marks may also be included in the name, but may not be used as the first character:

@ ! " # \$ % & ' ( ) \* + , - . / : ; > = < ? [ ] \ ^ ` ´ .

### **Newly Upgraded Automated Name Search (NUANS)**

One of the most comprehensive searches of company names and related information is called a NUANS (Newly Upgraded Automated Name Search). This search includes registered trade-marks, registered business names (which includes trade-names) and incorporated company names. The NUANS can be conducted by a searcher of record (found in the Yellow Pages under "Searchers of Record") or through their website.

#### **For further information:**

visit the Web site: NUANS <http://www.nuans.com>

#### **Ontario Contact(s):**

##### ***Registering by Internet:***

Ministry of Government Services (MGS)  
Ontario Business Connects (OBC), name search  
(\$8) and business name registration (\$60) service.  
Credit card payments only.

**Web site: [www.ServiceOntario.ca](http://www.ServiceOntario.ca)**

##### ***London location of OBC computer workstation (self-help registration service):***

Service Ontario  
Bell Canada Building, ground floor  
100 Dundas St. (Dundas/Talbot)  
London, ON N6A 6G8  
Tel 1-800-565-1921  
Hours: 8:30 am - 4:30 pm

##### ***Registering in person***

###### ***(processing over the counter):***

Companies and Personal Property Security Branch  
Ministry of Government Services (MGS)  
375 University Avenue, 2nd Floor  
Toronto, Ontario M5G 2M2

**Telephone:** (416) 314-8880 **Fax:** (416) 314-4852

**Toll-free (information):** 1-800-361-3223

**TTY (hearing impaired):** (416) 212-1476

##### ***Registering by Mail:***

Companies and Personal Property Security Branch  
Ministry of Government Services (MGS)  
393 University Avenue, Suite 200  
Toronto, Ontario M5G 2M2

**Telephone:** (416) 314-8880 **Fax:** (416) 314-4852

**Toll-free (information):** 1-800-361-3223

**TTY (hearing impaired):** (416) 212-1476

#### **DISCLAIMER**

Information contained in this section is of a general nature only and is not intended to constitute advice for any specific fact situation. For particular questions, the users are invited to contact their lawyer. For additional information, see contact(s) listed below.