
ASSEMBLY BILL NO. 26—COMMITTEE ON JUDICIARY
(ON BEHALF OF THE STATE BOARD OF ARCHITECTURE,
INTERIOR DESIGN AND RESIDENTIAL DESIGN)

PREFILED JANUARY 26, 2007

Referred to Committee on Judiciary

SUMMARY—Revises certain provisions governing the filing of certain organizing documents for corporations and other business entities. (BDR 7-549)

FISCAL NOTE: Effect on Local Government: No.
Effect on the State: No.

~

EXPLANATION – Matter in *bolded italics* is new; matter between brackets [omitted material] is material to be omitted.

AN ACT relating to business; prohibiting the Secretary of State from accepting for filing certain organizing documents of a business entity and amendments thereto that contain certain identifying terms relating to architecture, interior design or residential design in certain circumstances; and providing other matters properly relating thereto.

Legislative Counsel's Digest:

1 **Section 1** of this bill prohibits the Secretary of State from accepting articles of
2 incorporation or amendments thereto from a corporation if the name of the
3 corporation contains certain identifying terms relating to architecture, interior
4 design and residential design unless the State Board of Architecture, Interior
5 Design and Residential Design first certifies that the corporation satisfies certain
6 requirements. (NRS 78.045)

7 **Sections 2 and 4-6** of this bill similarly require foreign corporations, limited-
8 liability companies, limited-liability partnerships and limited partnerships whose
9 names contain such terms to comply with those requirements before the Secretary
10 of State may accept certain documents necessary to do business in this State. (NRS
11 80.010, 86.171, 87.450, 88.320) **Section 3** of this bill further prohibits the Secretary
12 of State from accepting for filing the organizing documents for certain nonprofit
13 corporations if the name of the corporation contains such identifying terms.
14 (NRS 82.106)



* A B 2 6 *

THE PEOPLE OF THE STATE OF NEVADA, REPRESENTED IN
SENATE AND ASSEMBLY, DO ENACT AS FOLLOWS:

Section 1. NRS 78.045 is hereby amended to read as follows:

78.045 1. The Secretary of State shall not accept for filing any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed pursuant to the laws of this State which provides that the name of the corporation contains the word "bank" or "trust," unless:

(a) It appears from the articles or the certificate of amendment that the corporation proposes to carry on business as a banking or trust company, exclusively or in connection with its business as a bank, savings and loan association or thrift company; and

(b) The articles or certificate of amendment is first approved by the Commissioner of Financial Institutions.

2. The Secretary of State shall not accept for filing any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed pursuant to the provisions of this chapter if it appears from the articles or the certificate of amendment that the business to be carried on by the corporation is subject to supervision by the Commissioner of Insurance or by the Commissioner of Financial Institutions, unless the articles or certificate of amendment is approved by the Commissioner who will supervise the business of the corporation.

3. Except as otherwise provided in subsection ~~6.~~ 7, the Secretary of State shall not accept for filing any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed pursuant to the laws of this State if the name of the corporation contains the words "engineer," "engineered," "engineering," "professional engineer," "registered engineer" or "licensed engineer" unless:

(a) The State Board of Professional Engineers and Land Surveyors certifies that the principals of the corporation are licensed to practice engineering pursuant to the laws of this State; or

(b) The State Board of Professional Engineers and Land Surveyors certifies that the corporation is exempt from the prohibitions of NRS 625.520.

4. *Except as otherwise provided in subsection 7, the Secretary of State shall not accept for filing any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed pursuant to the laws of this State if the name of the corporation contains the words "architect," "architecture," "registered architect," "licensed architect," "registered interior designer," "registered interior design," "residential designer," "registered residential designer," "licensed residential designer"*



1 *or “residential design” unless the State Board of Architecture,*
2 *Interior Design and Residential Design certifies that:*

3 *(a) The principals of the corporation are holders of a*
4 *certificate of registration to practice architecture or residential*
5 *design or to practice as a registered interior designer, as*
6 *applicable, pursuant to the laws of this State; or*

7 *(b) The corporation is qualified to do business in this State*
8 *pursuant to NRS 623.349.*

9 5. The Secretary of State shall not accept for filing any articles
10 of incorporation or any certificate of amendment of articles of
11 incorporation of any corporation formed pursuant to the laws of this
12 State which provides that the name of the corporation contains the
13 word “accountant,” “accounting,” “accountancy,” “auditor” or
14 “auditing” unless the Nevada State Board of Accountancy certifies
15 that the corporation:

16 (a) Is registered pursuant to the provisions of chapter 628 of
17 NRS; or

18 (b) Has filed with the Nevada State Board of Accountancy under
19 penalty of perjury a written statement that the corporation is not
20 engaged in the practice of accounting and is not offering to practice
21 accounting in this State.

22 ~~[5.]~~ 6. The Secretary of State shall not accept for filing any
23 articles of incorporation or any certificate of amendment of articles
24 of incorporation of any corporation formed or existing pursuant to
25 the laws of this State which provides that the name of the
26 corporation contains the words “common-interest community,”
27 “community association,” “master association,” “unit-owners’
28 association” or “homeowners’ association” or if it appears in the
29 articles of incorporation or certificate of amendment that the
30 purpose of the corporation is to operate as a unit-owners’
31 association pursuant to chapter 116 of NRS unless the Administrator
32 of the Real Estate Division of the Department of Business and
33 Industry certifies that the corporation has:

34 (a) Registered with the Ombudsman for Owners in Common-
35 Interest Communities pursuant to NRS 116.31158; and

36 (b) Paid to the Administrator of the Real Estate Division the fees
37 required pursuant to NRS 116.31155.

38 ~~[6.]~~ 7. The provisions of ~~[subsection]~~ *subsections 3 and 4* do
39 not apply to any corporation, whose securities are publicly traded
40 and regulated by the Securities Exchange Act of 1934, which does
41 not engage in the practice of professional engineering ~~[~~

42 ~~—7.]~~ *, architecture or residential design or interior design, as*
43 *applicable.*

44 8. The Commissioner of Financial Institutions and the
45 Commissioner of Insurance may approve or disapprove the articles



1 or amendments referred to them pursuant to the provisions of this
2 section.

3 **Sec. 2.** NRS 80.010 is hereby amended to read as follows:

4 80.010 1. Before commencing or doing any business in this
5 State, each corporation organized pursuant to the laws of another
6 state, territory, the District of Columbia, a possession of the United
7 States or a foreign country that enters this State to do business must:

8 (a) File in the Office of the Secretary of State of this State:

9 (1) A certificate of corporate existence issued not more than
10 90 days before the date of filing by an authorized officer of the
11 jurisdiction of its incorporation setting forth the filing of records and
12 instruments related to the articles of incorporation, or the
13 governmental acts or other instrument or authority by which the
14 corporation was created. If the certificate is in a language other than
15 English, a translation, together with the oath of the translator and his
16 attestation of its accuracy, must be attached to the certificate.

17 (2) A certificate of acceptance of appointment signed by its
18 resident agent, who must be a resident or located in this State. The
19 certificate must set forth the name of the resident agent, his street
20 address for the service of process, and his mailing address if
21 different from his street address. The street address of the resident
22 agent is the registered office of the corporation in this State.

23 (3) A statement signed by an officer of the corporation
24 setting forth:

25 (I) A general description of the purposes of the
26 corporation; and

27 (II) The authorized stock of the corporation and the
28 number and par value of shares having par value and the number of
29 shares having no par value.

30 (b) Lodge in the Office of the Secretary of State a copy of the
31 record most recently filed by the corporation in the jurisdiction of its
32 incorporation setting forth the authorized stock of the corporation,
33 the number of par-value shares and their par value, and the number
34 of no-par-value shares.

35 2. The Secretary of State shall not file the records required by
36 subsection 1 for any foreign corporation whose name is not
37 distinguishable on the records of the Secretary of State from the
38 names of all other artificial persons formed, organized, registered or
39 qualified pursuant to the provisions of this title that are on file in the
40 Office of the Secretary of State and all names that are reserved in
41 the Office of the Secretary of State pursuant to the provisions of this
42 title, unless the written, acknowledged consent of the holder of the
43 name on file or reserved name to use the same name or the
44 requested similar name accompanies the articles of incorporation.



3. For the purposes of this section and NRS 80.012, a proposed name is not distinguishable from a name on file or reserved solely because one or the other names contains distinctive lettering, a distinctive mark, a trademark or trade name, or any combination thereof.

4. The name of a foreign corporation whose charter has been revoked, which has merged and is not the surviving entity or whose existence has otherwise terminated is available for use by any other artificial person.

5. The Secretary of State shall not accept for filing the records required by subsection 1 or NRS 80.110 for any foreign corporation if the name of the corporation contains the words "engineer," "engineered," "engineering," "professional engineer," "registered engineer" or "licensed engineer" unless the State Board of Professional Engineers and Land Surveyors certifies that:

(a) The principals of the corporation are licensed to practice engineering pursuant to the laws of this State; or

(b) The corporation is exempt from the prohibitions of NRS 625.520.

6. The Secretary of State shall not accept for filing the records required by subsection 1 or NRS 80.110 for any foreign corporation if the name of the corporation contains the words "architect," "architecture," "registered architect," "licensed architect," "registered interior designer," "registered interior design," "residential designer," "registered residential designer," "licensed residential designer" or "residential design" unless the State Board of Architecture, Interior Design and Residential Design certifies that:

(a) The principals of the corporation are holders of a certificate of registration to practice architecture or residential design or to practice as a registered interior designer, as applicable, pursuant to the laws of this State; or

(b) The corporation is qualified to do business in this State pursuant to NRS 623.349.

7. The Secretary of State shall not accept for filing the records required by subsection 1 or NRS 80.110 for any foreign corporation if it appears from the records that the business to be carried on by the corporation is subject to supervision by the Commissioner of Financial Institutions, unless the Commissioner certifies that:

(a) The corporation has obtained the authority required to do business in this State; or

(b) The corporation is not subject to or is exempt from the requirements for obtaining such authority.

~~7-1~~ 8. The Secretary of State shall not accept for filing the records required by subsection 1 or NRS 80.110 for any foreign



corporation if the name of the corporation contains the word “accountant,” “accounting,” “accountancy,” “auditor” or “auditing” unless the Nevada State Board of Accountancy certifies that the foreign corporation:

(a) Is registered pursuant to the provisions of chapter 628 of NRS; or

(b) Has filed with the Nevada State Board of Accountancy under penalty of perjury a written statement that the foreign corporation is not engaged in the practice of accounting and is not offering to practice accounting in this State.

~~[8-]~~ 9. The Secretary of State may adopt regulations that interpret the requirements of this section.

Sec. 3. NRS 82.106 is hereby amended to read as follows:

82.106 1. The Secretary of State shall not accept for filing pursuant to this chapter any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed or existing pursuant to this chapter if the name of the corporation contains the words “trust,” “engineer,” “engineered,” “engineering,” “professional engineer” or “licensed engineer.”

2. *The Secretary of State shall not accept for filing pursuant to this chapter any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed or existing pursuant to this chapter if the name of the corporation contains the words “architect,” “architecture,” “registered architect,” “licensed architect,” “registered interior designer,” “registered interior design,” “residential designer,” “registered residential designer,” “licensed residential designer” or “residential design.”*

3. The Secretary of State shall not accept for filing any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed or existing under this chapter when it appears from the articles or the certificate of amendment that the business to be carried on by the corporation is subject to supervision by the Commissioner of Insurance.

~~[3-]~~ 4. The Secretary of State shall not accept for filing pursuant to this chapter any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed or existing pursuant to this chapter if the name of the corporation contains the word “accountant,” “accounting,” “accountancy,” “auditor” or “auditing.”

~~[4-]~~ 5. The Secretary of State shall not accept for filing any articles of incorporation or any certificate of amendment of articles of incorporation of any corporation formed or existing pursuant to the laws of this State which provides that the name of the



1 corporation contains the words "common-interest community,"
2 "community association," "master association," "unit-owners'
3 association" or "homeowners' association" or if it appears in the
4 articles of incorporation or certificate of amendment that the
5 purpose of the corporation is to operate as a unit-owners'
6 association pursuant to chapter 116 of NRS unless the Administrator
7 of the Real Estate Division of the Department of Business and
8 Industry certifies that the corporation has:

9 (a) Registered with the Ombudsman for Owners in Common-
10 Interest Communities pursuant to NRS 116.31158; and

11 (b) Paid to the Administrator of the Real Estate Division the fees
12 required pursuant to NRS 116.31155.

13 **Sec. 4.** NRS 86.171 is hereby amended to read as follows:

14 86.171 1. The name of a limited-liability company formed
15 under the provisions of this chapter must contain the words
16 "Limited-Liability Company," "Limited Liability Company,"
17 "Limited Company," or "Limited" or the abbreviations "Ltd.,"
18 "L.L.C.," "L.C.," "LLC" or "LC." The word "Company" may be
19 abbreviated as "Co."

20 2. The name proposed for a limited-liability company must be
21 distinguishable on the records of the Secretary of State from the
22 names of all other artificial persons formed, organized, registered or
23 qualified pursuant to the provisions of this title that are on file in the
24 Office of the Secretary of State and all names that are reserved in
25 the Office of the Secretary of State pursuant to the provisions of this
26 title. If a proposed name is not so distinguishable, the Secretary of
27 State shall return the articles of organization to the organizer, unless
28 the written, acknowledged consent of the holder of the name on file
29 or reserved name to use the same name or the requested similar
30 name accompanies the articles of organization.

31 3. For the purposes of this section and NRS 86.176, a proposed
32 name is not distinguishable from a name on file or reserved name
33 solely because one or the other contains distinctive lettering, a
34 distinctive mark, a trademark or a trade name, or any combination
35 thereof.

36 4. The name of a limited-liability company whose charter has
37 been revoked, which has merged and is not the surviving entity or
38 whose existence has otherwise terminated is available for use by any
39 other artificial person.

40 5. The Secretary of State shall not accept for filing any articles
41 of organization for any limited-liability company if the name of the
42 limited-liability company contains the word "accountant,"
43 "accounting," "accountancy," "auditor" or "auditing" unless the
44 Nevada State Board of Accountancy certifies that the limited-
45 liability company:



1 (a) Is registered pursuant to the provisions of chapter 628 of
2 NRS; or

3 (b) Has filed with the Nevada State Board of Accountancy under
4 penalty of perjury a written statement that the limited-liability
5 company is not engaged in the practice of accounting and is not
6 offering to practice accounting in this State.

7 6. The Secretary of State shall not accept for filing any articles
8 of organization or certificate of amendment of articles of
9 organization of any limited-liability company formed or existing
10 pursuant to the laws of this State which provides that the name of
11 the limited-liability company contains the word "bank" or "trust"
12 unless:

13 (a) It appears from the articles of organization or the certificate
14 of amendment that the limited-liability company proposes to carry
15 on business as a banking or trust company, exclusively or in
16 connection with its business as a bank, savings and loan association
17 or thrift company; and

18 (b) The articles of organization or certificate of amendment is
19 first approved by the Commissioner of Financial Institutions.

20 7. The Secretary of State shall not accept for filing any articles
21 of organization or certificate of amendment of articles of
22 organization of any limited-liability company formed or existing
23 pursuant to the provisions of this chapter if it appears from the
24 articles or the certificate of amendment that the business to be
25 carried on by the limited-liability company is subject to supervision
26 by the Commissioner of Insurance or by the Commissioner of
27 Financial Institutions unless the articles or certificate of amendment
28 is approved by the Commissioner who will supervise the business of
29 the limited-liability company.

30 8. Except as otherwise provided in subsection 7, the Secretary
31 of State shall not accept for filing any articles of organization or
32 certificate of amendment of articles of organization of any limited-
33 liability company formed or existing pursuant to the laws of this
34 State which provides that the name of the limited-liability company
35 contains the words "engineer," "engineered," "engineering,"
36 "professional engineer," "registered engineer" or "licensed
37 engineer" unless:

38 (a) The State Board of Professional Engineers and Land
39 Surveyors certifies that the principals of the limited-liability
40 company are licensed to practice engineering pursuant to the laws of
41 this State; or

42 (b) The State Board of Professional Engineers and Land
43 Surveyors certifies that the limited-liability company is exempt from
44 the prohibitions of NRS 625.520.



9. *Except as otherwise provided in subsection 7, the Secretary of State shall not accept for filing any articles of organization or certificate of amendment of articles of organization of any limited-liability company formed or existing pursuant to the laws of this State which provides that the name of the limited-liability company contains the words "architect," "architecture," "registered architect," "licensed architect," "registered interior designer," "registered interior design," "residential designer," "registered residential designer," "licensed residential designer" or "residential design" unless the State Board of Architecture, Interior Design and Residential Design certifies that:*

(a) *The principals of the limited-liability company are holders of a certificate of registration to practice architecture or residential design or to practice as a registered interior designer, as applicable, pursuant to the laws of this State;*

(b) *The limited-liability company is qualified to do business in this State pursuant to NRS 623.349.*

10. The Secretary of State shall not accept for filing any articles of organization or certificate of amendment of articles of organization of any limited-liability company formed or existing pursuant to the laws of this State which provides that the name of the limited-liability company contains the words "common-interest community," "community association," "master association," "unit-owners' association" or "homeowners' association" or if it appears in the articles of organization or certificate of amendment of articles of organization that the purpose of the limited-liability company is to operate as a unit-owners' association pursuant to chapter 116 of NRS unless the Administrator of the Real Estate Division of the Department of Business and Industry certifies that the limited-liability company has:

(a) Registered with the Ombudsman for Owners in Common-Interest Communities pursuant to NRS 116.31158; and

(b) Paid to the Administrator of the Real Estate Division the fees required pursuant to NRS 116.31155.

~~10.~~ 11. The Secretary of State may adopt regulations that interpret the requirements of this section.

Sec. 5. NRS 87.450 is hereby amended to read as follows:

87.450 1. The name proposed for a registered limited-liability partnership must contain the words "Limited-Liability Partnership" or "Registered Limited-Liability Partnership" or the abbreviation "L.L.P." or "LLP" as the last words or letters of the name and must be distinguishable on the records of the Secretary of State from the names of all other artificial persons formed, organized, registered or qualified pursuant to the provisions of this title that are on file in the Office of the Secretary of State and all



1 names that are reserved in the Office of the Secretary of State
2 pursuant to the provisions of this title. If the name of the registered
3 limited-liability partnership on a certificate of registration of
4 limited-liability partnership submitted to the Secretary of State is not
5 distinguishable from a name on file or reserved name, the Secretary
6 of State shall return the certificate to the person who signed it unless
7 the written, acknowledged consent of the holder of the name on file
8 or reserved name to use the name accompanies the certificate.

9 2. For the purposes of this section, a proposed name is not
10 distinguishable from a name on file or reserved name solely because
11 one or the other contains distinctive lettering, a distinctive mark, a
12 trademark or a trade name, or any combination thereof.

13 3. The Secretary of State shall not accept for filing any
14 certificate of registration or certificate of amendment of a certificate
15 of registration of any registered limited-liability partnership formed
16 or existing pursuant to the laws of this State which provides that the
17 name of the registered limited-liability partnership contains the
18 word "accountant," "accounting," "accountancy," "auditor" or
19 "auditing" unless the Nevada State Board of Accountancy certifies
20 that the registered limited-liability partnership:

21 (a) Is registered pursuant to the provisions of chapter 628 of
22 NRS; or

23 (b) Has filed with the Nevada State Board of Accountancy under
24 penalty of perjury a written statement that the registered limited-
25 liability partnership is not engaged in the practice of accounting and
26 is not offering to practice accounting in this State.

27 4. The Secretary of State shall not accept for filing any
28 certificate of registration or certificate of amendment of a certificate
29 of registration of any registered limited-liability partnership formed
30 or existing pursuant to the laws of this State which provides that the
31 name of the registered limited-liability partnership contains the
32 word "bank" or "trust" unless:

33 (a) It appears from the certificate of registration or the certificate
34 of amendment that the registered limited-liability partnership
35 proposes to carry on business as a banking or trust company,
36 exclusively or in connection with its business as a bank, savings and
37 loan association or thrift company; and

38 (b) The certificate of registration or certificate of amendment is
39 first approved by the Commissioner of Financial Institutions.

40 5. The Secretary of State shall not accept for filing any
41 certificate of registration or certificate of amendment of a certificate
42 of registration of any registered limited-liability partnership formed
43 or existing pursuant to the provisions of this chapter if it appears
44 from the certificate of registration or the certificate of amendment
45 that the business to be carried on by the registered limited-liability



1 partnership is subject to supervision by the Commissioner of
2 Insurance or by the Commissioner of Financial Institutions, unless
3 the certificate of registration or certificate of amendment is
4 approved by the Commissioner who will supervise the business of
5 the registered limited-liability partnership.

6 6. Except as otherwise provided in subsection 5, the Secretary
7 of State shall not accept for filing any certificate of registration or
8 certificate of amendment of a certificate of registration of any
9 registered limited-liability partnership formed or existing pursuant
10 to the laws of this State which provides that the name of the
11 registered limited-liability partnership contains the words
12 "engineer," "engineered," "engineering," "professional engineer,"
13 "registered engineer" or "licensed engineer" unless:

14 (a) The State Board of Professional Engineers and Land
15 Surveyors certifies that the principals of the registered limited-
16 liability partnership are licensed to practice engineering pursuant to
17 the laws of this State; or

18 (b) The State Board of Professional Engineers and Land
19 Surveyors certifies that the registered limited-liability partnership is
20 exempt from the prohibitions of NRS 625.520.

21 7. *Except as otherwise provided in subsection 5, the Secretary*
22 *of State shall not accept for filing any certificate of registration or*
23 *certificate of amendment of a certificate of registration of any*
24 *registered limited-liability partnership formed or existing pursuant*
25 *to the laws of this State which provides that the name of the*
26 *registered limited-liability partnership contains the words*
27 *"architect," "architecture," "registered architect," "licensed*
28 *architect," "registered interior designer," "registered interior*
29 *design," "residential designer," "registered residential designer,"*
30 *"licensed residential designer" or "residential design" unless the*
31 *State Board of Architecture, Interior Design and Residential*
32 *Design certifies that:*

33 (a) *The principals of the registered limited-liability partnership*
34 *are holders of a certificate of registration to practice architecture*
35 *or residential design or to practice as a registered interior*
36 *designer, as applicable, pursuant to the laws of this State; or*

37 (b) *The registered limited-liability partnership is qualified to*
38 *do business in this State pursuant to NRS 623.349.*

39 8. The Secretary of State shall not accept for filing any
40 certificate of registration or certificate of amendment of a certificate
41 of registration of any registered limited-liability partnership formed
42 or existing pursuant to the laws of this State which provides that the
43 name of the registered limited-liability partnership contains the
44 words "common-interest community," "community association,"
45 "master association," "unit-owners' association" or "homeowners'



1 association” or if it appears in the certificate of registration or
2 certificate of amendment that the purpose of the registered limited-
3 liability partnership is to operate as a unit-owners’ association
4 pursuant to chapter 116 of NRS unless the Administrator of the Real
5 Estate Division of the Department of Business and Industry certifies
6 that the registered limited-liability partnership has:

7 (a) Registered with the Ombudsman for Owners in Common-
8 Interest Communities pursuant to NRS 116.31158; and

9 (b) Paid to the Administrator of the Real Estate Division the fees
10 required pursuant to NRS 116.31155.

11 ~~8.9~~ 9. The name of a registered limited-liability partnership
12 whose right to transact business has been forfeited, which has
13 merged and is not the surviving entity or whose existence has
14 otherwise terminated is available for use by any other artificial
15 person.

16 ~~9.9~~ 10. The Secretary of State may adopt regulations that
17 interpret the requirements of this section.

18 **Sec. 6.** NRS 88.320 is hereby amended to read as follows:

19 88.320 1. Except as otherwise provided in NRS 88.6065, the
20 name proposed for a limited partnership as set forth in its certificate
21 of limited partnership:

22 (a) Must contain the words “Limited Partnership,” or the
23 abbreviation “LP” or “L.P.”;

24 (b) May not contain the name of a limited partner unless:

25 (1) It is also the name of a general partner or the corporate
26 name of a corporate general partner; or

27 (2) The business of the limited partnership had been carried
28 on under that name before the admission of that limited partner; and

29 (c) Must be distinguishable on the records of the Secretary of
30 State from the names of all other artificial persons formed,
31 organized, registered or qualified pursuant to the provisions of this
32 title that are on file in the Office of the Secretary of State and all
33 names that are reserved in the Office of the Secretary of State
34 pursuant to the provisions of this title. If the name on the certificate
35 of limited partnership submitted to the Secretary of State is not
36 distinguishable from any name on file or reserved name, the
37 Secretary of State shall return the certificate to the filer, unless
38 the written, acknowledged consent to the use of the same or the
39 requested similar name of the holder of the name on file or reserved
40 name accompanies the certificate of limited partnership.

41 2. For the purposes of this section, a proposed name is not
42 distinguished from a name on file or reserved name solely because
43 one or the other contains distinctive lettering, a distinctive mark, a
44 trademark or a trade name, or any combination thereof.



1 3. The Secretary of State shall not accept for filing any
2 certificate of limited partnership for any limited partnership formed
3 or existing pursuant to the laws of this State which provides that the
4 name of the limited partnership contains the word "accountant,"
5 "accounting," "accountancy," "auditor" or "auditing" unless the
6 Nevada State Board of Accountancy certifies that the limited
7 partnership:

8 (a) Is registered pursuant to the provisions of chapter 628 of
9 NRS; or

10 (b) Has filed with the Nevada State Board of Accountancy under
11 penalty of perjury a written statement that the limited partnership is
12 not engaged in the practice of accounting and is not offering to
13 practice accounting in this State.

14 4. The Secretary of State shall not accept for filing any
15 certificate of limited partnership for any limited partnership formed
16 or existing pursuant to the laws of this State which provides that the
17 name of the limited partnership contains the word "bank" or "trust"
18 unless:

19 (a) It appears from the certificate of limited partnership that the
20 limited partnership proposes to carry on business as a banking or
21 trust company, exclusively or in connection with its business as a
22 bank, savings and loan association or thrift company; and

23 (b) The certificate of limited partnership is first approved by the
24 Commissioner of Financial Institutions.

25 5. The Secretary of State shall not accept for filing any
26 certificate of limited partnership for any limited partnership formed
27 or existing pursuant to the provisions of this chapter if it appears
28 from the certificate of limited partnership that the business to be
29 carried on by the limited partnership is subject to supervision by the
30 Commissioner of Insurance or by the Commissioner of Financial
31 Institutions, unless the certificate of limited partnership is approved
32 by the Commissioner who will supervise the business of the limited
33 partnership.

34 6. Except as otherwise provided in subsection 5, the Secretary
35 of State shall not accept for filing any certificate of limited
36 partnership for any limited partnership formed or existing pursuant
37 to the laws of this State which provides that the name of the limited
38 partnership contains the words "engineer," "engineered,"
39 "engineering," "professional engineer," "registered engineer" or
40 "licensed engineer" unless:

41 (a) The State Board of Professional Engineers and Land
42 Surveyors certifies that the principals of the limited partnership are
43 licensed to practice engineering pursuant to the laws of this State; or



(b) The State Board of Professional Engineers and Land Surveyors certifies that the limited partnership is exempt from the prohibitions of NRS 625.520.

7. *Except as otherwise provided in subsection 5, the Secretary of State shall not accept for filing any certificate of limited partnership for any limited partnership formed or existing pursuant to the laws of this State which provides that the name of the limited partnership contains the words "architect," "architecture," "registered architect," "licensed architect," "registered interior designer," "registered interior design," "residential designer," "registered residential designer," "licensed residential designer" or "residential design" unless the State Board of Architecture, Interior Design and Residential Design certifies that:*

(a) *The principals of the limited partnership are holders of a certificate of registration to practice architecture or residential design or to practice as a registered interior designer, as applicable, pursuant to the laws of this State; or*

(b) *The limited partnership is qualified to do business in this State pursuant to NRS 623.349.*

8. The Secretary of State shall not accept for filing any certificate of limited partnership for any limited partnership formed or existing pursuant to the laws of this State which provides that the name of the limited partnership contains the words "common-interest community," "community association," "master association," "unit-owners' association" or "homeowners' association" or if it appears in the certificate of limited partnership that the purpose of the limited partnership is to operate as a unit-owners' association pursuant to chapter 116 of NRS unless the Administrator of the Real Estate Division of the Department of Business and Industry certifies that the limited partnership has:

(a) Registered with the Ombudsman for Owners in Common-Interest Communities pursuant to NRS 116.31158; and

(b) Paid to the Administrator of the Real Estate Division the fees required pursuant to NRS 116.31155.

~~[8-]~~ 9. The name of a limited partnership whose right to transact business has been forfeited, which has merged and is not the surviving entity or whose existence has otherwise terminated is available for use by any other artificial person.

~~[9-]~~ 10. The Secretary of State may adopt regulations that interpret the requirements of this section.

Sec. 7. This act becomes effective upon passage and approval.

