

Superseded 10/1/2026

Chapter 2
Conducting Business Under Assumed Name

Effective 10/1/2026

Chapter 2
Conducting Business As A D.B.A.

Repealed 10/1/2026

42-2-5 Certificate of assumed and of true name -- Contents -- Execution -- Filing -- Notice.

- (1) For purposes of this section, "filed" means the Division of Corporations and Commercial Code has:
- (a) received and approved, as to form, a document submitted under this chapter; and
 - (b) marked on the face of the document a stamp or seal indicating:
 - (i) the time of day and date of approval;
 - (ii) the name of the division; and
 - (iii) the division director's signature and division seal, or facsimiles of the signature or seal.
- (2) A person who carries on, conducts, or transacts business in this state under an assumed name, whether that business is carried on, conducted, or transacted as an individual, association, partnership, corporation, or otherwise, shall:
- (a) file with the Division of Corporations and Commercial Code a certificate setting forth:
 - (i) the name under which the business is, or is to be carried on, conducted, or transacted;
 - (ii) the full true name, or names, of the person owning, and the person carrying on, conducting, or transacting the business; and
 - (iii) the location of the principal place of business, and the street address of the person; and
 - (b) designate, in accordance with Subsection 16-17-203(1), and maintain a registered agent in this state.
- (3) A certificate filed under this section shall be:
- (a) executed by the person owning, and the person carrying on, conducting, or transacting the business;
 - (b) filed not later than 30 days after the time of commencing to carry on, conduct, or transact the business; and
 - (c) submitted in a machine printed format.
- (4) A certificate filed with the Division of Corporations and Commercial Code under this chapter shall include the following notice in a conspicuous place on the face thereof:
- NOTICE - THE FILING OF THIS APPLICATION AND ITS APPROVAL BY THE
DIVISION OF CORPORATIONS AND COMMERCIAL CODE DOES NOT AUTHORIZE THE
USE IN THE STATE OF UTAH OF AN ASSUMED NAME IN VIOLATION OF THE RIGHTS
OF ANOTHER UNDER FEDERAL, STATE, OR COMMON LAW (SEE UTAH CODE ANN.
SECTIONS 42-2-5 ET SEQ.).
- (5)
- (a) A certificate filed under this section shall include a portion that allows the person filing the form to voluntarily disclose the gender and race of one or more owners of the entity for which the filing is made.
 - (b) Race shall be indicated under Subsection (5)(a) by selecting from the categories of race listed in 15 U.S.C. Sec. 631(f).

- (c) A person is not required to provide information under Subsection (5)(a) concerning the gender or race of one or more owners of the entity for which the filing is made.
- (d)
 - (i) The Division of Corporations and Commercial Code shall compile information concerning the gender or race included on certificates filed with the Division of Corporations and Commercial Code.
 - (ii) Information compiled by the Division of Corporations and Commercial Code under Subsection (5)(d)(i) may be compiled in a manner determined by the Division of Corporations and Commercial Code by rules made pursuant to Title 63G, Chapter 3, Utah Administrative Rulemaking Act.
- (6) A person who carries on, conducts, or transacts business in this state under an assumed name, whether that business is carried on, conducted, or transacted as an individual, association, partnership, corporation, or otherwise, may change its registered agent or the address of its registered agent by filing with the division a statement of change in accordance with Section 16-17-206.

Repealed by Chapter 93, 2026 General Session
Amended by Chapter 341, 2015 General Session

Repealed 10/1/2026

42-2-6 Change in persons transacting business under assumed name.

An amended certificate shall be filed with the Division of Corporations and Commercial Code not later than 30 days after any change in the person or persons owning, carrying on, conducting, or transacting such business or a change in the registered agent or office of the business or in any information required to be filed with the Division of Corporations and Commercial Code under this act.

Repealed by Chapter 93, 2026 General Session
Amended by Chapter 66, 1984 General Session

Renumbered 10/1/2026

42-2-6.6 Assumed name.

- (1) The assumed name:
 - (a) may not contain:
 - (i) a word or phrase that indicates or implies that the business is organized for a purpose other than a purpose contained in the business's application; or
 - (ii) for an assumed name that is changed or approved on or after May 4, 2022, the number sequence "911";
 - (b) shall be distinguishable from any registered name or trademark of record in the offices of the Division of Corporations and Commercial Code, as defined in Subsection 16-10a-401(5), except as authorized by the Division of Corporations and Commercial Code under Subsection (2);
- (c) without the written consent of the United States Olympic Committee, may not contain the words:
 - (i) "Olympic";
 - (ii) "Olympiad"; or
 - (iii) "Citius Altius Fortius"; and

- (d) an assumed name authorized for use in this state on or after May 1, 2000, may not contain the words:
 - (i) "incorporated";
 - (ii) "inc."; or
 - (iii) a variation of "incorporated" or "inc."
- (2) Notwithstanding Subsection (1)(d), an assumed name may contain a word listed in Subsection (1)(d) if the Division of Corporations and Commercial Code authorizes the use of the name by a corporation as defined in:
 - (a) Subsection 16-6a-102(27);
 - (b) Subsection 16-6a-102(36);
 - (c) Subsection 16-10a-102(11); or
 - (d) Subsection 16-10a-102(20).
- (3) The Division of Corporations and Commercial Code shall authorize the use of the name applied for if:
 - (a) the name is distinguishable from one or more of the names and trademarks that are on the division's records; or
 - (b) the applicant delivers to the division a certified copy of the final judgment of a court of competent jurisdiction establishing the applicant's right to use the name applied for in this state.
- (4) The assumed name, for purposes of recordation, shall be either translated into English or transliterated into letters of the English alphabet if the assumed name is not in English.
- (5) The Division of Corporations and Commercial Code may not approve an application for an assumed name to a person violating this section.
- (6) The director of the Division of Corporations and Commercial Code shall have the power and authority reasonably necessary to interpret and efficiently administer this section and to perform the duties imposed on the division by this section.
- (7) A name that implies by a word in the name that the business is an agency of the state or a political subdivision of the state, if the business is not actually such a legally established agency, may not be approved for filing by the Division of Corporations and Commercial Code.
- (8) Section 16-10a-403 applies to this chapter.
- (9)
 - (a) The requirements of Subsection (1)(d) do not apply to a person who filed a certificate of assumed and of true name with the Division of Corporations and Commercial Code on or before May 4, 1998, until December 31, 1998.
 - (b) On or after January 1, 1999, a person who carries on, conducts, or transacts business in this state under an assumed name shall comply with the requirements of Subsection (1)(d).

Renumbered and Amended by Chapter 93, 2026 General Session
Amended by Chapter 102, 2024 General Session

Renumbered 10/1/2026

42-2-7 Index -- Fees -- Evidence.

- (1) The Division of Corporations and Commercial Code shall:
 - (a) keep an active alphabetical index of all persons filing the certificates provided for in this chapter; and
 - (b) collect the required indexing and filing fees.
- (2) A copy of any such certificate certified by the Division of Corporations and Commercial Code shall be presumptive evidence of the facts contained in the certificate.

Renumbered and Amended by Chapter 93, 2026 General Session
Amended by Chapter 222, 1988 General Session

Repealed 10/1/2026

42-2-8 Expiration of filing -- Notice -- Removal from active index.

A filing under this chapter shall be effective for a period of three years from the date of filing. At the expiration of that period, if no new filing is made by or on behalf of the person who made the original filing, the Division of Corporations and Commercial Code shall send a notice by regular mail, postage prepaid, to the address shown in the filing indicating that it has expired. If no new filing is made within 30 days after the date of mailing the notice, the Division of Corporations and Commercial Code shall remove the name from the active alphabetical index, and place it on a permanent inactive alphabetical index.

Repealed by Chapter 93, 2026 General Session
Amended by Chapter 66, 1987 General Session

Renumbered 10/1/2026

42-2-9 Corporate names, limited liability company names, and trademark, service mark, and trade name rights not affected.

- (1) This chapter does not affect or apply to any corporation organized under the laws of any state if it does business under its true corporate name.
- (2)
 - (a) This chapter does not affect the statutory or common law trademark, service mark, or trade name rights granted by state or federal statute.
 - (b) An act listed in Subsection (2)(c) of itself does not authorize the use in this state of an assumed name in violation of the rights of another as established under:
 - (i) this chapter;
 - (ii) Title 70, Chapter 3a, Registration and Protection of Trademarks and Service Marks Act;
 - (iii) the state law relating to names of corporations, partnerships, and other legal business entities;
 - (iv) the federal Trademark Act of 1946, 15 U.S.C. Section 1051 et seq.; or
 - (v) the common law, including rights in a trade name.
 - (c) Subsection (2)(b) applies to:
 - (i) a filing under this chapter;
 - (ii) an approval by the Division of Corporations and Commercial Code pursuant to this chapter; or
 - (iii) the use of an assumed name.
- (3) This chapter does not affect or apply to any limited liability company doing business in this state under its true name.

Renumbered and Amended by Chapter 93, 2026 General Session
Amended by Chapter 318, 2002 General Session

Repealed 10/1/2026

42-2-10 Penalties.

Any person who carries on, conducts, or transacts business under an assumed name without having complied with the provisions of this chapter, and until the provisions of this chapter are complied with:

- (1) shall not sue, prosecute, or maintain any action, suit, counterclaim, cross complaint, or proceeding in any of the courts of this state; and
- (2) may be subject to a penalty in the form of a late filing fee determined by the division director in an amount not to exceed three times the fees charged under Section 42-2-7 and established under Section 63J-1-504.

Repealed by Chapter 93, 2026 General Session
Amended by Chapter 183, 2009 General Session

Effective 10/1/2026

Part 1 General Provisions

Effective 10/1/2026

42-2-101 Definitions.

As used in this chapter:

- (1) "D.B.A." means a person that carries on, conducts, or transacts business in this state using a name that is different from the legal name of the person.
- (2) "D.B.A. certificate" means a typed document that complies with Section 42-2-201.
- (3) "D.B.A. name" means the name a D.B.A. uses when carrying on, conducting, or transacting business in this state that is different from the legal name of the person.
- (4) "Director" means the director of the division appointed under Section 13-1a-103.
- (5) "Division" means the Division of Corporations and Commercial Code established in Section 13-1a-102.
- (6) "True name" means the legal name of a person.

Enacted by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-102 Governing law.

A D.B.A. is governed by:

- (1) this chapter; and
- (2) for a provision on which this chapter is silent, Title 16, Chapter 1a, Provisions Applicable to All Business Entities.

Enacted by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-103 Recordkeeping-- Fees -- Evidence.

- (1) The division shall:
 - (a) keep a record of each D.B.A. registered under this chapter; and
 - (b) collect the required filing fees.
- (2) A copy of each D.B.A. certificate the division certifies is presumptive evidence of the facts contained in the certificate.

Renumbered and Amended by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-104 Corporate names, limited liability company names, and trademark, service mark, and trade name rights not affected.

- (1) This chapter does not affect or apply to a corporation organized under the laws of any state if the corporation does business under the corporation's true name.
- (2)
 - (a) This chapter does not affect the statutory or common law trademark, service mark, or trade name rights granted by state or federal statute.
 - (b) An act listed in Subsection (2)(c) of itself does not authorize the use in this state of a D.B.A. in violation of the rights of another as established under:
 - (i) this chapter;
 - (ii) Title 70, Chapter 3a, Registration and Protection of Trademarks and Service Marks Act;
 - (iii) the state law relating to names of corporations, partnerships, and other legal business entities;
 - (iv) the federal Trademark Act of 1946, 15 U.S.C. Section 1051 et seq.; or
 - (v) the common law, including rights in a trade name.
 - (c) Subsection (2)(b) applies to:
 - (i) a filing under this chapter;
 - (ii) an approval by the division in accordance with this chapter; or
 - (iii) the use of a D.B.A. name.
- (3) This chapter does not affect or apply to any limited liability company doing business in this state under the limited liability company's true name.

Renumbered and Amended by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-105 D.B.A. name.

- (1) A D.B.A. name:
 - (a) may not contain:
 - (i) a word or phrase that indicates or implies that the business is organized for a purpose other than a purpose contained in the business's application;
 - (ii) for a D.B.A. name that is changed or approved on or after May 4, 2022, the number sequence "911";
 - (iii) without the consent of the Department of Financial Institutions, the words described in Section 7-1-701;
 - (iv) the term or abbreviation:
 - (A) "limited liability company";
 - (B) "LLC"; or
 - (C) "L.L.C."; or
 - (v) a term or abbreviation that is of similar import to a term or abbreviation described in Subsection (1)(a)(iv);
 - (b) shall be distinguishable from a registered name or trademark of record in the offices of the division, in accordance with Section 16-1a-302 except as the division authorizes under Subsection (2);

- (c) without the written consent of the United States Olympic Committee, may not contain the words:
 - (i) "Olympic";
 - (ii) "Olympiad"; or
 - (iii) "Citius Altius Fortius"; and
- (d) authorized for use in this state on or after May 1, 2000, may not contain the terms:
 - (i) unless the person that owns the D.B.A. is a corporation registered in this state:
 - (A) "incorporated";
 - (B) "inc."; or
 - (C) a variation of "incorporated" or "inc."; or
 - (ii) unless the person that owns the D.B.A. is a limited liability company registered in this state:
 - (A) "limited liability company";
 - (B) "LLC";
 - (C) "L.L.C."; or
 - (D) a variation of "limited liability company", "LLC", or "L.L.C."
- (2) The division shall authorize an applicant's use of the D.B.A. name if:
 - (a) the name is distinguishable from one or more of the names and trademarks on the division's records; or
 - (b) the applicant delivers to the division a certified copy of the final judgment of a court with jurisdiction establishing the applicant's right to use the D.B.A. name in this state.
- (3) Before the day on which the division records the name of a D.B.A., the applicant shall translate into English or transliterate into letters of the English alphabet the D.B.A. name, if the D.B.A. name is not in English.
- (4) The division may not approve an application for a D.B.A. name to a person that violates this section.
- (5) The director shall:
 - (a) interpret and efficiently administer this section; and
 - (b) perform the duties imposed on the division by this section.
- (6) The division may not approve for filing a D.B.A. name that implies by a word in the name that the business is an agency of the state or a political subdivision of the state, if the business is not an agency of the state or a political subdivision of the state.
- (7) Section 16-10a-403 applies to this chapter.
- (8)
 - (a) The requirements of Subsection (1)(d) do not apply to a person that filed a certificate of assumed and of true name with the division on or before May 4, 1998, until December 31, 1998.
 - (b) On or after January 1, 1999, a person that carries on, conducts, or transacts business in this state under a D.B.A. shall comply with the requirements of Subsection (1)(d).

Renumbered and Amended by Chapter 93, 2026 General Session

Effective 10/1/2026

Part 2 Registration, Filings, And Penalties

Effective 10/1/2026

42-2-201 Registration as a D.B.A.

- (1) To register as a D.B.A., a person shall file a D.B.A. certificate that complies with Subsection (2) with the division no later than 30 days after the day on which the entity begins to carry out, conduct, or transact the entity's business.
- (2) A D.B.A. certificate shall:
 - (a) state:
 - (i) the name of the D.B.A. that complies with Section 42-2-105;
 - (ii) the principal address under which the D.B.A. does business or will carry out, conduct, or transact business; and
 - (iii) the true name and street address of each person that owns the D.B.A.; and
 - (b) designate and maintain a registered agent in this state in accordance with Title 16, Chapter 1a, Part 4, Registered Agent of an Entity; and
 - (c) be signed by:
 - (i) each owner of the D.B.A.; or
 - (ii) an authorized representative for an owner of the D.B.A.
- (3) To register a general partnership as a D.B.A. if the general partnership is not registered with the division, the general partnership's partners shall each register as a D.B.A. in accordance with Subsection (1).
- (4) A person filing a D.B.A. certificate in accordance with Subsection (1) shall include in a conspicuous place on the face of the D.B.A. certificate a notice that states: NOTICE - THE FILING OF THIS APPLICATION AND THIS APPLICATION'S APPROVAL BY THE DIVISION OF CORPORATIONS AND COMMERCIAL CODE DOES NOT AUTHORIZE THE USE IN THE STATE OF UTAH OF AN ASSUMED NAME IN VIOLATION OF THE RIGHTS OF ANOTHER FEDERAL STATUTE, STATE STATUTE, OR COMMON LAW. (SEE UTAH CODE ANN. 42-2-201).
- (5) A registration statement filed in accordance with Subsection (1) is considered effective on the day on which the division:
 - (a) receives and approves, as to form, the registration statement; and
 - (b) marks on the face of the registration statement a stamp or seal that indicates:
 - (i) the time and date of approval;
 - (ii) the name of the division; and
 - (iii)
 - (A) the director's signature and division seal; or
 - (B) a facsimile of the director's signature and division seal.

Enacted by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-202 Amending a D.B.A. certificate.

- (1) A D.B.A. may amend a D.B.A. certificate only while the D.B.A. is actively registered with the division as a D.B.A.
- (2) A D.B.A. may not amend an expired or canceled D.B.A. certificate.
- (3) A D.B.A. may amend any information contained in the D.B.A. certificate.
- (4) To amend a D.B.A. certificate, a D.B.A. shall file with the division an amendment that states:
 - (a) the D.B.A. name; and
 - (b) the requested changes to the D.B.A. certificate.
- (5) The person or authorized representative of the D.B.A. shall sign the amendment described in Subsection (4).

Enacted by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-203 Transfer of ownership of a D.B.A.

- (1) A D.B.A. may transfer ownership only while the D.B.A. is actively registered with the division as a D.B.A.
- (2) To transfer ownership of a D.B.A., the D.B.A. shall file a letter of transfer with the division that states:
 - (a) the D.B.A. name;
 - (b) the true name and address of each current owner of the D.B.A.;
 - (c) the true name and address of each new owner of the D.B.A.; and
 - (d) the principal address of the D.B.A.'s place of business.
- (3) Except as otherwise provided in Section 16-1a-302, each current owner and each new owner shall sign the letter of transfer described in Subsection (2).

Enacted by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-204 Expiration, renewal, and cancellation of registration.

- (1)
 - (a) A D.B.A. registration is effective for three years after the day on which a person registers as a D.B.A.
 - (b) A D.B.A. may renew a D.B.A. registration beginning 60 days before the day on which the period described in Subsection (1)(a) expires.
 - (c) If a D.B.A. does not renew a D.B.A. registration before the end of the period described in Subsection (1)(a), the division shall send notice to the D.B.A.'s registered agent that the registration is expired.
 - (d) If the D.B.A. does not renew the D.B.A. registration within 30 days after the day on which the division sends the notice described in Subsection (1)(c):
 - (i) the D.B.A. registration is permanently expired; and
 - (ii) a person may immediately claim the D.B.A.'s name.
- (2) A D.B.A. may renew a D.B.A. registration by filing a statement of renewal that an authorized representative of the D.B.A. signs.
- (3)
 - (a) A D.B.A. may update information contained in the D.B.A. certificate when renewing a D.B.A. registration.
 - (b) An update to a D.B.A. registration that a D.B.A. makes during renewal is considered an amendment.
 - (c) A D.B.A. shall comply with the requirements of Section 42-2-202 when making an update in accordance with this Subsection (3).
- (4) To cancel an active D.B.A. registration, the D.B.A. shall file a letter of cancellation with the division that:
 - (a) states:
 - (i) the D.B.A. name;
 - (ii) the effective date of the cancellation;
 - (iii) the mailing address for service of process after the cancellation; and
 - (b) an authorized representative of the D.B.A. signs.

Enacted by Chapter 93, 2026 General Session

Effective 10/1/2026

42-2-205 Penalties.

- (1) A person that carries on, conducts, or transacts business as a D.B.A. without complying with the provisions of this chapter may not bring an action in a court of this state as a D.B.A. until the person complies with the provisions of this chapter.
- (2) The director may impose a late filing fee that the director determines in an amount not to exceed three times the fee described in Section 42-2-103 in accordance with Section 63J-1-504.

Enacted by Chapter 93, 2026 General Session