

Table of Contents

1. Introduction to Name Policies	<u>4</u>
1.1 How Do You Reserve a Corporate Name?	<u>8</u>
1.2 Previously Existing Reservation by a Person Other Than the Applicant	<u>8</u>
1.3 Interpretations and Definitions	<u>8</u>
1.4 Facts Necessary for a Name Decision	<u>9</u>
1.5 Voice Information System to Receive Information Orally	<u>11</u>
1.6 Elements of a Corporate Name - Distinctiveness, Descriptiveness and a Legal Element	<u>11</u>
2. Absolutely Prohibited	<u>12</u>
3. Qualifiedly Prohibited	<u>13</u>
3.1 Names Which Connote Government Sponsorship and Control	<u>13</u>
3.2 Abbreviations for Government Departments	<u>13</u>
3.3 Names Connoting a Connection with a University or Professional Association ..	<u>16</u>
3.4 Names Connoting a Financial Intermediary	<u>19</u>
4. Obscene Names Prohibited	<u>23</u>
5. Lacking Distinctiveness	<u>23</u>
5.1 Regulation 17 - Definition of Distinctiveness	<u>23</u>
5.2 Regulation 24(1)(a) - Only Descriptive	<u>24</u>
5.3 Regulation 24(1)(b) - Name or surname of individual	<u>25</u>
5.4 Regulation 26 - Use of family name	<u>27</u>
5.5 Regulation 24(1)(c) - Use of geographic terms	<u>28</u>
5.6 Regulation 17 - Definition of “secondary meaning”	<u>29</u>
6. Confusion	<u>30</u>
6.1 Factors to Consider in Determining Confusion	<u>31</u>
6.2 Treatment of Existing Names Which are Famous, Highly Distinctive, or Diluted .	<u>32</u>
6.3 Initials and Confusion	<u>33</u>
6.4 Confusion and the Word “Group”	<u>34</u>
6.5 Revival / Dissolution	<u>35</u>
6.6 Confusion with Corporate Names, Trade Names, Trade-marks, and Official Marks	<u>36</u>
6.6.1 Confusion with Trade-marks	<u>36</u>
6.6.2 Confusion with Trade Names	<u>37</u>
6.6.3 Confusion with Official Marks	<u>39</u>
6.7 Overcoming Confusion	<u>39</u>
6.7.1 Regulation 28 - Consent and Undertaking by a Corporation	<u>39</u>
6.7.2 Regulation 29 - Consent to a Distinctive Word	<u>40</u>
6.7.3 Regulation 30 - Successor businesses and Year of Incorporation	<u>42</u>

6.7.4 Amalgamations and Acquisitions	46
6.7.5 Failing to Honour Undertaking	48
6.7.6 Initials and Given Names	48
6.7.7 Bankruptcy	48
6.7.8 Names of Canada, Provinces, and Cities Added to Remove Confusion	48
6.7.9 Canadian Subsidiaries	49
7. Deceptively Misdescriptive	50
8. Other Related Policies	51
8.1 <i>Not-for-Profit Organizations</i>	51
8.1.1 Non-Distinctive Names	51
8.1.2 Government Connotation Implied	51
8.1.3 Chamber of Commerce	51
8.1.4 Legal Elements	51
8.1.5 Not-for-profits and Confusion	52
8.2 <i>Regulation 33 (Certain names not prohibited)</i>	52
8.3 <i>Bilingual Names</i>	52
8.3.1 General Rule	52
8.3.2 Guidelines within the General Rule	52
8.3.3 Fee for Articles of Amendment not required	54
8.3.4 Searching each version	54
8.3.5 Legal Element	55
8.3.6 Confusing Descriptive Terms	56
8.3.7 Translation of distinctive element	57
8.3.8 Equivalent name for use outside Canada	57
8.4 <i>Use of the Words “Broadcasting”, “Radio”, “Television”...</i>	57
8.5 <i>USA - Securities and Exchange Commission Names</i>	57
8.6 <i>Number of Corporate Name Search Reports Required</i>	58
8.7 <i>Trade name</i>	59
8.8 <i>Numbered Name</i>	59
8.9 <i>Microfiche Supplement of Nuans Report for Names with More Than One Distinctive Element</i>	59
8.10 <i>Internet Domain Names as Corporate Name</i>	60
9. Protecting Your Corporate Name	60

1. Introduction to Name Policies

The *Canada Business Corporations Act* (CBCA) and the *Canada Corporations Act* (CCA) have almost identical name regulations describing those types of corporate names which are prohibited. Essentially, an applicant cannot have a name that

- lacks distinctiveness
- is likely to cause confusion with other businesses
- is likely to mislead the public
- is reserved for another business
- is obscene, or
- has an unacceptable French or English form

The policies contained in this document are guidelines for interpreting the name regulations. They demonstrate how corporate name regulations will be applied in certain types of fact situations. Since, however, each name decision requires an exercise of judgment, based on the particular facts of that case, and after considering a number of factors, any one particular regulation and guideline may not necessarily determine the decision.

The following checklist should provide assistance in deciding which policies may be important for a particular corporate name:

1. Have you included an ABSOLUTELY PROHIBITED TERM in your name? Check [regulation 21 \(see section 2.0 of the Compendium\)](#) prohibiting the use of “Air Canada”, “Canada Standard” or “CS”, “Cooperative”, “Coopérative”, “Co-op” or “Pool”, “Parliament Hill” or “Colline du Parlement”, “Royal Canadian Mounted Police” or “Gendarmerie Royale du Canada”, “RCMP” or “GRC”, “United Nations” or “Nations Unies”, “UN” or “ONU”.
2. Where you are using “CANADA” or the name of a province in your name, check [regulation 22\(a\) and\(b\) \(see 3.1\)](#) which prohibits a name if it connotes government sponsorship and control. Your name should not give the impression of being a government sponsored entity unless the government consents in writing to use of the name.
3. If your corporation will be in a PROFESSIONAL or EDUCATIONAL field, ensure that your name does not mislead or connote affiliation with an existing university or professional association. ([See regulation 22\(c\), \(See 3.3\)](#)).
4. If your corporation will have activities of a FINANCIAL nature, make sure the name does not connote carrying on the business of a bank, loan company, insurance company, trust company, other financial intermediary, or stock exchange unless the appropriate federal or provincial regulator consents in writing to the use of the name. ([See regulation 22 \(d\), \(see 3.3\)](#)).
5. Your name must have some DISTINCTIVENESS to distinguish your business from that of others. You cannot have a name that merely describes the business of a

corporation, or its goods and services, or a quality of them, or is merely the name of a person or a geographic location. Check [regulation 24\(1\)\(a\), \(b\) and \(c\)](#) for details ([see 5.2, 5.3, 5.5 and 5.6](#)). Keep in mind that the more distinctive your name is, the more protection it will get.

6. If you are using the NAME OF AN INDIVIDUAL in your corporate name, you may be required to file a consent of that individual unless he or she is an incorporator or unless the individual died more than 30 years ago, or unless the name has secondary meaning. (See [regulation 26](#) ([see 5.4 and 5.6](#))).
7. If you are using INITIALS in your proposed corporate name, you should check [section 6.3](#) for guidelines explaining when names with initials are confusing. If you are proposing the use of initials with surnames, see also [section 6.7.8](#).
8. Your corporation should not appear to be the holding corporation of other, unrelated businesses which happen to use the same distinctive element as yours in their names. The use of the word “GROUP” can give this impression. Check [section 6.4](#) if you are planning to use the word “group”.
9. The name you propose will not be found to be available if it seems likely to cause CONFUSION with existing business names (whether or not incorporated), official marks or trade-marks. Confusion can be between names A and B so that A and B are likely to be mistaken for the same company, or it can be between A and B where A misleadingly looks related to B. Both are instances of confusion.

You are required to obtain and file a Newly Upgraded Automated Name Search (NUANS) report that will list business names and trade-marks which look and sound the same as your name. A NUANS report may be obtained in two ways:

1. A NUANS report may be requested from a private company known as a search house. You can find a list of these firms on Strategis at www.strategis.gc.ca/corporations by following the links “Online Filing”, and “Corporations Directorate Electronic Filing Centre”, or in the Yellow Pages of your telephone directory under INCORPORATING COMPANIES, INCORPORATION NAME SEARCH, SEARCHERS OF RECORDS or TRADE MARK AGENTS - REGISTERED. There is a fee for this service.
2. A NUANS report may be ordered on-line at the Electronic Filing Centre, at www.strategis.gc.ca/corporations from the NUANS Real-Time System. The fee is \$20 payable by credit card (Visa or Mastercard). The system provides direct access to the NUANS search service but does not provide the professional assistance and recommendations often available from a registered NUANS search house. Applicants should note that a NUANS report that is generated and submitted to the Director may be rejected if the proposed name does not meet the requirements of the CBCA/CCA name regulations.

When you order a NUANS report, that report has a life of 90 days from the date it is requested. Most search houses can advise you whether your proposed name is

likely to be accepted by the Director. The final decision, however, always rests with the Director.

Officers of the Branch will examine the NUANS search with certain factors in mind: Do any of the names, trade-marks or official marks which sound alike appear to be in the same business as yours? Would they likely have the same type of client, or territory of operation as yours? How much protection do they deserve?

Officers of the Branch will have the information listed in the paragraph above only if you provide it to them when making your submission. If you have satisfied yourself that your corporation will not create a likelihood of confusion, give the Branch the basis for your conclusions. Chances are it will satisfy the Director. Name submissions must often be rejected for lack of this kind of information. For more details concerning how the Branch determines whether there is a likelihood of confusion, see regulations 18 and 25 ([see 6.1](#)). For more details about what information to file, [see 1.3](#). Failure to provide this information with the first submission of your proposed corporate name will likely result in the rejection of your name request. Approval is often not possible until the information is provided.

10. If you propose to take the name of a corporation which has been DISSOLVED, check [regulation 27 \(see 6.5\)](#) For a period of two years after the dissolved corporation ceases operations, the memory of its name is presumed to stay in the public's mind. You will not be able to have the exact same name during that TWO YEAR PERIOD. As explained in item 12 below, you may choose to resolve this problem by adding some distinguishing feature to your name which can be removed after the two year period has expired.
11. If you are REVIVING a corporation that has been dissolved, check [regulation 27 \(see 6.5\)](#). The name may now be prohibited if another corporation was incorporated since your corporation was dissolved.
12. Under certain conditions, you are permitted to have names that appear to be confusing with an existing business name (i.e., appear to be the same business as an existing business, or appear to be affiliated with an existing business). Essentially, the EXISTING BUSINESS must CONSENT in writing to the use of its name, ([regulation 29\(see 6.7.2\)](#)) or, must CONSENT AND UNDERTAKE TO CHANGE its name. Even then, because of the two-year period referred to in item 10 above, there may still be confusion unless certain other conditions are met. If you wish to use the name of a corporation which has been INACTIVE FOR TWO YEARS, check [regulation 28 \(see 6.7.1\)](#). If you wish to incorporate AN AFFILIATE of an existing corporation, check [regulation 29 \(see 6.7.2\)](#). If you wish to incorporate a corporation which will TAKE OVER THE BUSINESS of an existing corporation, check [regulation 30 \(see 6.7.3\)](#). If you are proposing an AMALGAMATION, check [regulation 31\(1\) and \(2\) \(see 6.7.5\)](#) for names which are permissible for the amalgamated corporation.

In order to use a name identical to the name of an affiliated corporation whose ASSETS your corporation has or will ACQUIRE, check [regulation 31\(3\) and 31\(4\)](#)

([see 6.7.5](#)). If the existing corporation whose name you wish to take is BANKRUPT, check [section 6.7.9](#) for the consent that is required.

13. If your proposed name appears to be confusing with a TRADE-MARK, special considerations apply. If a trade-mark has been registered for 5 or more years, the applicant must get the consent of the trade mark owner. If the trade-mark has been registered for less than 5 years this may not be necessary. For information on how to get PROTECTION FROM TRADE-MARKS which may be registered after your incorporation, check [section 9](#). Where a proposed name is confusingly similar to an existing OFFICIAL MARK adopted and used pursuant to the provisions of section 9 of the *Trade-marks Act*, it will be rejected. (For more on trade-marks, official marks and TRADE NAMES, see [section 6.6](#)).
14. The Branch is reluctant to approve names for profit-making corporations which contain words such as “INSTITUTE” or “CLUB”. These words are more commonly used in the names of not-for-profit corporations and may, for that reason, be misleading. (See [section 7.0](#)).
15. There is no difference between the regulations that apply in respect of the CONTINUANCE of a corporation and the regulations that apply in respect of its incorporation.
16. The legislation and policies with respect to the names of NOT-FOR-PROFIT corporations are somewhat different. Generally, it is accepted that not-for-profit names tend to be more general and descriptive. Not-for-profit names are less likely, therefore, to be rejected for being merely descriptive, as set out in item 5 above. ([See 8.1](#)).
17. If you are proposing a BILINGUAL corporate name, you must ensure that the two language forms are not so different from one another that they appear to be two different corporations. (See [8.3](#)).
18. If the name you are proposing is in a COMBINED English and French form, it should only include one legal element. ([See 8.3.5](#)).
19. If the French and English forms of your corporate name are similar enough, you may not need two NUANS search reports. ([See 8.3.4](#)).
20. If a corporate name contains a word or phrase, or connotes a business that is obscene, the name is prohibited. ([See 4.0](#))

1.1 How Do You Reserve a Corporate Name?

To reserve your proposed corporate name, you must:

1. obtain a NUANS search on the proposed name, and
2. apply to the Director, CBCA, for determination that the proposed name does not contravene the regulations. In order for the Director to make this determination, the

proposed name has to be submitted to the Corporations Canada accompanied by the NUANS search report. This can be done before articles are filed if it is important that the articles not be rejected (Save yourself time by using this method!). Otherwise, the Director's decision will be taken when articles of incorporation (and other forms necessary to complete the incorporation) are filed with a proposed name. The articles will be rejected if it is found that the name is not available.

Once the Director has decided that a particular name is approved, that name is automatically reserved for 90 days, retroactive to the date the NUANS search report was requested, i.e. the date appearing in the right-hand column beside the proposed name. Please note that where two consecutive dates appear in the right hand column, the reservation will be retroactive to the earlier of the two dates.

1.2 Previously Existing Reservation by a Person Other Than the Applicant

The Director is not permitted to reserve a corporate name if it is the same as, or is confusing with, a corporate name that has, before the date of the request, been reserved by the Director for another person, unless

- (a) written consent has been obtained from the person for whom the corporate name was reserved; or
- (b) the 90-day reservation period has expired without the person for whom the corporate name was reserved having incorporated or having made a renewed request to reserve the corporate name.

1.3 Interpretations and Definitions

The regulations set out the following definitions.

“confusing”, in relation to a corporate name, means a corporate name the use of which causes confusion with a trade-mark, official mark or trade name in the manner described in regulation 18. (*prête à confusion*)

“corporate name” means the name of a corporation. (*Version anglaise seulement*)

“distinctive”, in relation to a trade name, means a trade name that distinguishes the business in association with which it is used by its owner from any other business or that is adapted so as to distinguish them from each other. (*distinctive*)

“official mark” means an official mark within the meaning of subparagraph 9 (1) (n) (iii) of the *Trade-marks Act*. (*marque officielle*)

“secondary meaning”, in relation to a trade name, means a trade name that has been used in Canada or elsewhere by an applicant or by their predecessors so as to have become distinctive in Canada as at the date of filing an application for a corporate name. (*sens*

dérivé)

“trade-mark” has the same meaning as in section 2 of the Trade Marks Act. (*marque de commerce*)

“trade name” means the name under which a business is carried on, whether it is a corporate name or the name of a body corporate, a trust, a partnership, a sole proprietorship or an individual. (*dénomination commerciale*)

“use” means actual use by a person that carries on business in Canada or elsewhere. (*emploi*)

1.4 Facts Necessary for a Name Decision

To obtain a favourable name decision, you must provide the Director with sufficient information. Even where no confusingly similar names appear on the search report and there is therefore no concern about confusion, the Director cannot properly assess whether a name

- connotes government sponsorship
- connotes the business of trust, loan, insurance or banking
- misdescribes, or merely describes the business of a corporation

unless the Director is given some information about what your business will be.

Where there are names on the search report that look or sound similar to your name, you must provide the type of information listed in section 25 of the Regulations:

- the **TYPE OF BUSINESS** the proposed company will carry on and how this business is dissimilar to the activities of existing businesses which have similar names.
- **WHERE THE PROPOSED COMPANY WILL CARRY ON ITS BUSINESS** and whether this territorial area is different from the area in which other businesses with similar names and similar activities are operating.
- with **WHAT TYPES OF CLIENTS AND SUPPLIERS** the proposed company will do business and whether they are different from the types of clients with whom existing businesses, with similar names and similar activities in a similar territory, will do business - e.g. deal with retailers, computer programmers or the general public.
- the **DERIVATION OF THE DISTINCTIVE ELEMENT(S)** of the proposed name. If there is a reasonable explanation for why the applicant wants that distinctive element, one is less likely to suspect that the applicant is trying to trade on the goodwill of an existing business with a similar name.
- whether the proposed company will be **RELATED TO EXISTING BUSINESSES**

with similar names or trade marks and if so, the written consent of some or all of them.

- whether the proposed company has a FOREIGN PARENT with a similar name which carries on business or is known in Canada. If so, written consent is required and proposed company must add “(Canada)” or “of Canada”.
- whether an EARLIER RESERVATION of a similar name which appears on the search report, was made by the same applicant.
- the WRITTEN CONSENT OF AN INDIVIDUAL whose name appears in the corporate name, unless that individual is an incorporator. The consenting individual must indicate that he or she has or had a material interest in the corporation.

If the applicant fails to give us this information, the name must often be rejected because the Director has no basis to be satisfied that the new corporate name will not create a likelihood of confusion with existing similar names appearing on the search report.

Without this information it may appear that the proposed name will likely be confused with an existing name which appears to be in the same business, in the same territory. With the information, it may become clear that the two businesses are, in fact, significantly different, in different territories, dealing with different types of suppliers and customers and therefore confusion is not likely.

Generally speaking, if the applicant has reviewed the search report carefully and is satisfied in his/her own mind that the new corporation is not likely to cause confusion, it is merely a matter of giving to the Director sufficient information to reach the same conclusion. Applicants should always be reasonably cautious in reaching their conclusion however, because the applicant risks being sued by an existing business or being required by the Director to change its corporate name after the Director has been persuaded by an existing business that the new corporate name really does create a likelihood of confusion. Of course, the new corporation would always have the opportunity to state its case before the Director’s decision to change its name was taken.

1.5 Voice Information System to Receive Information Orally

The Corporations Canada has implemented a Voice Information System, providing taped answers to commonly asked questions about federal corporate name-granting issues. The system is intended to be an alternate method for explaining, orally, to our applicants how to get a name approval or what to do when their proposed corporate name has been rejected. The system is fully bilingual and accessible by calling either 613-946-0147 or 613-946-0148.

1.6 Elements of a Corporate Name - Distinctiveness, Descriptiveness and a Legal Element

Generally, a corporate name is composed of three elements:

- i) **A distinctive element** which is the unique identifier of the name.
- ii) **A descriptive element** which describes the line of business. (Not absolutely required)
- iii) **A legal element** which indicates the legal status of the company as an incorporated body.

<i>Example:</i>		
distinctive element	descriptive element	legal element
<u>TELFAX</u>	<u>COMMERCIAL COMMUNICATIONS</u>	<u>LTD</u>

To decide whether or not a proposed name is available, several guidelines apply. In accordance with the *Canada Business Corporations Act* and its regulations, the Director must consider if the proposed name is:

- I. absolutely prohibited
- II. qualifiedly prohibited
- III. obscene
- IV. lacking distinctiveness
- V. confusing
- VI. deceptively misdescriptive

Each of the specific *Canada Business Corporations Regulations* is presented in the following pages under these headings with the related policies of the Branch.

2. Absolutely Prohibited

A corporate name is prohibited, under regulation 21, if the name contains any of the following elements :

- a) “Air Canada” ;
- b) “Canada Standard” or “CS” ;
- c) “cooperative”, “coopérative”, “co-op” or “pool” when it connotes a cooperative venture ;
- d) “Parliament Hill” or “Colline du Parlement” ;
- e) “Royal Canadian Mounted Police”, “Gendarmerie Royale du Canada”, “RCMP” or “GRC” ; or
- f) “United Nations”, “Nations Unies”, “UN” or “ONU”.

3. Qualifiedly Prohibited

3.1 Names Which Connote Government Sponsorship and Control

Reg. 22. A corporate name is prohibited if it connotes that the corporation
(a) carries on business under royal, vice-regal or governmental patronage, approval or authority, unless the appropriate government department or agency consents in writing to the use of the name;
(b) is sponsored or controlled by or is connected with the Government of Canada, the government of a province, the government of a country other than Canada or a political subdivision or agency of any such government, unless the appropriate government, political subdivision or agency consents in writing to the use of the name.

(Canada Business Corporations Regulations, 2001)

Examples of names which connote government patronage or sponsorship and control:

“SPORTS CANADA”

“CANADIAN ASSOCIATION OF POSTMASTERS”

“HEALTH & WELFARE PROGRAMMERS ASSOCIATION”

“CANADIAN ARMED FORCES”

“CANADIAN FORCES”

“CANADIAN LABELLING STANDARDS COUNCIL”

“ROYAL CANADIAN MINT”

3.2 Abbreviations for Government Departments

Care should be taken when allowing initials that could connote government sponsorship or control in a proposed name. For example: The abbreviation “IC” for Industry Canada would be available with a descriptive feature like “shoes”. The same distinctive element with a descriptive feature like “Corporate Information Services” would be unavailable because it implies government sponsorship and control.

USE OF ALTA, ALBERTA, B.C. or BRITISH COLUMBIA

Use of certain provincial names and abbreviations in federal corporate names is prohibited. At the request of the Alberta and British Columbia Governments, the Director does not allow the use of the terms “ALTA”, “ALBERTA”, “B.C.” or “BRITISH COLUMBIA” in a federal corporate name. This format is reserved for companies incorporated in those two provinces as affiliates of an extra-provincial company of the same or similar name. If an applicant has strong objections, he or she may wish to contact the respective Alberta and British Columbia Companies Branches to try to obtain consent for use.

USE OF ALTA, ALBERTA and OF ALBERTA

The terms “ALTA”, “ALBERTA”, and “OF ALBERTA” will be available unless they give a government connotation to the name in which case consent of the relevant government authority will be necessary. The Alberta Companies Branch leaves it up to

the Director to determine when there is governmental connotation.

Alberta Registries
Corporate Registry
Department of Government Services
18th Floor, Commerce Place
10155-102 Street, Edmonton, Alta. T5J 4L4
Tel: 780-422-7330
Email: cr@gov.ab.ca, Internet: www.gov.ab.ca/gs

USE OF B.C., BRITISH COLUMBIA and OF BRITISH COLUMBIA

The terms “B.C.”, “BRITISH COLUMBIA” and “OF BRITISH COLUMBIA” will not be available without the approval of the British Columbia Registrar of Companies. The British Columbia Registrar of Companies wishes all names of this nature to be referred to its office for that determination to be made.

B.C. Registrar of Companies
The Waddington Bldg.
940 Blanshard St., 2nd Floor
Victoria, B.C. V8W 3E6
Tel: 250-387-7848
Internet: www.fin.gov.bc.ca/registries/corppg/

USE OF NOVA SCOTIA

“Nova Scotia” cannot be used as the first word in a corporate name without consent from the Nova Scotia Registrar of Joint Stock Companies.

Service Nova Scotia and Municipal Relations
Registrar of Joint Stock Companies
Maritime Centre, 9th floor, Box 1529
1505 Barrington Street
Halifax, N.S. B3J 2Y4
Telephone: 902-424-7770
Fax: 902-424-4633
Email: joint-stocks@gov.ns.ca
Internet:
www.gov.ns.ca/snsmr/rjsc/

USE OF MANITOBA

“Manitoba” cannot be used in the name of a proposed federal company without consent from the Companies Office of Manitoba.

Director
Companies Office
Manitoba Consumer and Corporate Affairs
1010, Woodsworth Building, 10th Floor
405 Broadway Avenue
Telephone: 204-945-2500
Fax: 204-945-1459

Winnipeg, Manitoba R3C 3L6

Email: companies@cca-gov.mb.ca
Internet:
www.gov.mb.ca/cca/comp_off/index.html

USE OF SASK., SASKATCHEWAN (SASK), (SASKATCHEWAN) or coined words such as SASKO

“Sask.”, “Saskatchewan”, “(Sask.)”, “(Saskatchewan)”, or any other term which denotes affiliation with the Government of Saskatchewan, may only be used in a name proposed for a federal company with the consent of the Director of Corporations in Saskatchewan. In accordance with the Saskatchewan Justice Name Qualification Policy (www.saskjustice.gov.sk.ca/branches/corporations/forms/name-qualification-policy.pdf), the corporation must agree to:

- a) carry on the major portion of its business within Saskatchewan; or
- b) have 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.

Director of Corporations
Corporations Branch
Saskatchewan Justice
2nd floor, 1871 Smith Street
Regina, Saskatchewan S4P 3V7

Telephone: 306-787-2962
Fax: 306-787-8999
Email: corporations@justice.gov.sk
Internet: www.saskjustice.gov.sk.ca/

USE OF NEWFOUNDLAND OR NFLD

“Newfoundland” or “Nfld” are not permitted in a name proposed for a federal company without consent from the Registry of Companies of Newfoundland and Labrador.

Registry of Companies
Commercial Registrations Division
P.O. Box 8700, Confederation Building
Ground Floor, East Block
St. John's, NF A1B 4J6

Telephone: 709-729-3317
Fax: 709-729-0232
Email: ahogan@mail.gov.nf.ca
Internet:
www.gov.nf.ca/gsl/cca/cr/registry_companies.stm

USE OF NEW BRUNSWICK

“New Brunswick” cannot be used at the beginning of a corporate name without consent from the Director, Corporate Affairs Registry of New Brunswick.

Director
Corporate Affairs Branch
Service New Brunswick Telephone: 506-453-2703 or 888-832-2762
P.O. Box 1998 Fax: 506-453-2613
Fredericton, N.B. E3B 5G4 Email: snb@snb.ca
Internet: www.snb.ca/

USE OF NAMES OF FOREIGN COUNTRIES

A name such as XYZ (Switzerland) Inc. would be available without consent of the Swiss government.

3.3 Names Connoting a Connection with a University or Professional Association

Reg. 22. For the purpose of paragraph 12(1)(a) of the Act, a corporate name is prohibited if it connotes that the corporation
(c) is sponsored or controlled by or is connected with a university or an association of accountants, architects, engineers, lawyers, physicians, or surgeons or another professional association recognized by the laws of Canada or a province, unless the appropriate university or professional association consents in writing to the use of the name.
(Canada Business Corporations Regulations, 2001)

Professional Associations

The Director does not require the consent of a certain professional organization just because a proposed name makes reference to a member or members of that profession.

The test is whether it could be reasonably assumed that the business is sponsored, controlled by, or connected with the organization.

e.g. *No consent required for:*
Heritage Lawyers' Association
John Brown Accounting Services Ltd.
Black & White Engineers or
Engineering & Consulting Ltd.

Rather, consent will be required only when the proposed name is confusingly similar with a particular university or professional association.

e.g. *Consent required for:*
University of Montreal Debating Society
Upper Canada Lawyers' Debating Society (Law Society of Upper Canada - the professional association)
Certified General Accountants Debating Society

Since the Director may not be aware of the names of all professional bodies, in each case where a proposed name refers to an existing profession, the applicant should inform us whether this name is likely to be confusing with any existing professional association. The applicant may wish to contact the appropriate authorities for more information before using the name. Please note that the various provincial professional bodies have their own remedies against misuse of their professional titles. Furthermore, a provincial legislature has the power to legislate to prevent a federal professional association from carrying on operations in its province.

Where no professional regulating body exists in a particular field, a body purporting to be such a professional association may be incorporated. The use of the word “professional” in the name is not prohibited.

e.g. North American Professional Shoemakers’ Association

Note: We would also incorporate another body purporting to offer the same professional services (i.e. shoemakers’ association) providing that the name proposed for that company is not confusing with the existing association name.

e.g. North American Professional Shoemakers’ Association - existing
Uniso Professional Shoemakers’ Society - acceptable

Exception: The name of a professional association bearing the words “Corporation professionnelle du Québec” will be refused, unless it is accompanied by the consent of the Office des professions du Québec, since it connotes an organization approved by the professional code of Quebec.

Use of the term “University”

Where the name of a proposed corporation uses the term “university” in a fashion that suggests that the corporation is a degree-granting institution, the name will be rejected as being misleading unless it can be established that the corporation has been authorized by the relevant federal or provincial authority to grant degrees.

e.g. University Painters Inc. - acceptable
e.g. Northern University Inc. - misleading

Use of terms connoting a degree-granting institution such as “College”, “School”, or “Adult Education”, “Research”, “Applied Research”

An applicant’s name will be rejected for being misleading where the name of a proposed corporation uses the terms “academy”, “college”, “school”, “institute”, “adult education”, “research”, “applied research” or a like term, and it appears either from the name itself, or from other information we have, that the proposed corporation will grant bachelors, masters or doctorate degrees or a licentiate without the authorization of a relevant authority.

- e.g. Sudbury Typing College (Inc) - acceptable, since no bachelors, masters, doctorate degree or licentiate will result
- e.g. Northwest Applied Research (Inc) - unacceptable, if it grants degrees without authorization

When an application is received for the incorporation of a post-secondary educational institution, which has the aim of granting a bachelors, masters or doctorate degree or a licentiate (as a university or college), the application will be referred, for comment, to:

Association of Universities and Colleges of Canada
Suite 600
350 Albert St.
Ottawa, Ontario K1R 1B1
Enquiries 613-563-1236 ext. 345

3.4 Names Connoting a Financial Intermediary

Reg. 22. For the purpose of paragraph 12(1)(a) of the Act, a corporate name is prohibited if it connotes that the corporation (d) carries on the business of a bank, a loan company, an insurance company, a trust company, another financial intermediary or a stock exchange that is regulated by a law of Canada or a province, unless the Superintendent of Financial Institutions or the relevant provincial securities regulator consents in writing to the use of the name.
(Canada Business Corporations Regulations, 2001)

Related policies

In cases where it is not clear whether a particular proposed corporate name connotes the business of loan, trust, insurance, banking, or stock exchange, the Director will depend on the advice of the Office of the Superintendent of Financial Institutions (OSFI). OSFI staff will provide this advice to applicants. The following are the guidelines that should be followed for these types of corporate names:

- A. When a proposed name intended for a CBCA corporation appears to connote a loan company, a trust company, an insurance company or a subsidiary of a bank, the applicant should refer to:

Senior Director, Compliance Division
Office of the Superintendent of Financial Institutions (OSFI)
121 King Street West, Toronto, Ontario M5H 3T9
Telephone: 416-973-6117, or Internet: (<http://www.osfi.ca/>)
or Fax: 416-954-3169.

For example, the following cases should be referred to OSFI:

where a name uses a descriptive term like “guaranty,” “warranty,” “surety,” “life,” “casualty,” “assurance” or “indemnity”.

When applying to OSFI for a consent to the use of a name, the applicant should provide a description of the proposed business of the applicant corporation in sufficient detail to enable OSFI to understand how the proposed name supports the anticipated activities of the applicant corporation. Where applicable, the applicant should also indicate to OSFI the exemption under the legislation administered by OSFI which, in the opinion of the applicant, permits the applicant corporation to use the descriptive elements contained in the proposed name. Where OSFI requires further information, it will contact the applicant directly.

When OSFI is satisfied that the referred name does not connote a loan, trust or insurance company, a bank or other financial intermediary, it will issue a letter consenting to the use of such name, addressed to the applicant.

B. When a proposed name, intended for a CBCA corporation, clearly connotes that the applicant business is a financial intermediary, it will be rejected. Corporations bearing such names may be incorporated only under one of the statutes administered by OSFI or provincial financial regulators. For example, subject to Section C, the following types of descriptive terms clearly connote a financial intermediary:

- i) When a descriptive term like “fiduciary,” “trustco,” “trust,” “loanco,” “loan,” “savings,” “insurance,” “annuity” or “lifeco” is used. These terms are reserved for companies incorporated under the *Trust and Loan Companies Act* or the *Insurance Companies Act* administered by OSFI.
- ii) When the descriptive term “mortgage” is used and the corporation is a mortgage lending business and not a mortgage brokerage business (in the latter case, the word “mortgage” would be acceptable).
- iii) When a term like “bank,” “banker” or “banking” is used alone or in combination with certain other words (e.g. “bancorp,” “banco” or “bankco”) in connection with financial activities. These terms are reserved for banks regulated by the *Bank Act* administered by OSFI and are not permitted for CBCA corporations or provincial corporations.

An applicant who intends to incorporate or amend the name of a loan, trust or insurance company or a bank should consult the Registration and Approvals Division of OSFI (For online information, www.osfi.ca):

For loan and trust companies or banks — 613-990-7251

For life insurance companies — 613-990-7609

For property and casualty insurance companies — 613-990-5893

- C. When a proposed name clearly does not connote a financial intermediary, it does not need to be referred to OSFI. For example, the following situations do not need to be referred:
- i) When any of the terms that normally connote the business of a financial intermediary are used in a fanciful way. Examples are “Once in a Life Time Bridal Boutique Inc.” “Piggy Bank Children’s Shop Ltd.,” “Time Savings Household Cleaner Inc.,” “Sam’s TrustWorthy Contracting Services Ltd.,” “ABC Data Bank Inc.”
 - ii) When the terms “finance,” “acceptance,” “credit,” “fund,” “fidelity” and “underwriters” are used.
 - iii) When a term such as “broker,” “agent,” “agency” or “service(s)” is used in a name in such a way as to connote an insurance or mortgage-related agency or brokerage business, e.g., “Cartier Insurance Brokers Inc.”
 - iv) When the terms “trust foundation” or “trust society” are used by not-for-profit corporations.
 - v) When the term “mortgage investment corporation” is used.

Note 1: Provincial Restrictions on Businesses Offering insurance-Related Services

For the purposes of licensing, some provincial jurisdictions (e.g., Quebec and Ontario) have restrictions on the type of names allowed for companies offering insurance-related services. Since the use of a name granted is subject to the laws of the jurisdiction where the company intends to carry on business, the applicant may wish to contact the appropriate authorities before applying for the proposed name.

In Quebec:

Regarding general insurance: 514-282-8765

Regarding personal insurance: 418-647-2244

In Ontario:

Regarding use of the word “agent”: 416-250-7250

Regarding use of the word “broker”: 416-365-1900

Note 2: Information Regarding Financial Institution Legislation

For the applicant’s information, we are providing the following information regarding the legislation administered by OSFI. This information is for the

applicant's interest only and does not directly relate to the operations of Corporations Canada under the regulation set out above. As you will see, however, the legislation administered by Corporations Canada and by OSFI are quite consistent with one another.

The *Insurance Companies Act*, the *Trust and Loan Companies Act*, and the *Bank Act* were amended in June 1996 by Bill C-15 and in June 1997 by Bill C-82. The *Insurance Companies Act*, the *Trust and Loan Companies Act*, and the *Bank Act* contain prohibitions regarding the use of certain words, subject to an exception for non-financial corporations.

Under subsection 47(1) of the *Insurance Companies Act*, subject to certain exceptions, no entity incorporated or formed by or under an Act of Parliament may use the word "assurance," "assurances," "insurance" or "lifeco" in its name. Subsection 47(2) provides that these restrictions do not apply to:

- a company or society (a defined term for an insurance company or fraternal benefit society);
- an entity the business of which is not financial activities;
- an entity that is primarily engaged in insurance brokerage or insurance agency services; or
- an entity that is grandfathered from the provision.

Under subsections 47(1) and (2) of the *Trust and Loan Companies Act*, no entity incorporated or formed by or under an Act of Parliament, other than a trust or loan company, may use the word "fiduciaire," "fiduciary," "fiducie," "trust," "trustco," "loan," "loanco" or "prêt" in its name. However, subsection 47(3) provides that these restrictions do not apply to an entity the business of which is not financial activities.

Under the *Bank Act*, an entity other than a bank is prohibited from adopting a name that includes the word "bank," "banker" or "banking" either alone or in combination with other words or any words of important meaning equivalent to these words, unless the words are used in connection with a business that is not engaged in financial services or that is a subsidiary of a bank. The Minister of Finance's approval is not required for these exceptions. For your information, OSFI considers terms such as "bankcorp," "banc," "bancorp," "bankco" and "banco" to be words that have import equivalent to the words referred to above.

The above note is only a summary of the legislation. Interested persons should refer to the statutes themselves for their specific provisions.

NOTE 3: Copy to OSFI

At OSFI's request, we will forward to them a copy of a CBCA certificate of incorporation of a subsidiary of an existing bank.

e.g. Bank of Nova Scotia Finance Corporation.

4. Obscene Names Prohibited

Reg. 23. For the purpose of paragraph 12(1)(a) of the Act, a corporate name is prohibited if it contains a word or phrase, or connotes a business, that is obscene. (*Canada Business Corporations Regulations, 2001*)

Because a contravention of this nature arises so rarely, the Director has no guidance to offer here.

5. Lacking Distinctiveness

5.1 Regulation 17 - Definition of Distinctiveness

“Distinctive” is defined in section 17 of the regulations as meaning a trade name that actually distinguishes one business from the business of others. Distinctiveness can be inherent or acquired (secondary meaning).

Reg. 19. When determining whether a trade name is distinctive, the name as a whole and not only its separate elements shall be considered. (*Canada Business Corporations Regulations, 2001*)

Generally speaking, the most inherently unique names have distinctive features which are composed of letters or figures which have no generic meaning.

e.g. XLYK
DWIDAG

In addition, unusual combinations of generic words can be distinctive.

e.g. Jean Junction

Words composed of parts of other words, surnames, family names, initials, numbers, geographic location and arbitrary dictionary words make a less inherently distinctive but acceptable name.

e.g. SUNCRAFT Shoes Ltd.
SMITH Shoes Ltd.
OTTAWA Shoes Ltd.
I.I.L. Shoes Ltd.
STAR Shoes Ltd.

5.2 Regulation 24(1)(a) - Only Descriptive

Reg. 24.(1) For the purpose of paragraph 12(1)(a) of the Act and subject to subsection (2), a corporate name is prohibited if the corporate name is not distinctive because it
(a) is only descriptive, in any language, of the business of the corporation, of the goods and services in which the corporation deals or intends to deal, or of the quality, function or other characteristic of those goods or services;
(Canada Business Corporations Regulations, 2001)

Related Policies

Examples of names lacking distinctiveness are “Software Inc.” and “Car Sales Inc.” An acceptable distinctive element would need to be added before such a corporate name could be granted, e.g., “Turner Software Inc.” or “Greymark Car Sales Inc.”

Some names that are merely suggestive of the industry, product or service, however, would be acceptable. An example of a merely suggestive name is “Tires and Wheels Ltd.” for a car sales business. The name “Tires and Wheels Ltd.” does not describe the business nor the product produced. It simply suggests the corporation’s field of activity. If the corporation manufactured or sold tires and wheels, however, this name would be unacceptable because, in this context, it would be only descriptive.

As a general rule, the Director will not accept names that only describe a quality of the corporation’s business or its goods or services, e.g., “Faster Consulting Services Inc.”

However, the Director will accept such names when:

- alliteration gives the name an acceptable level of distinctiveness, e.g., “Better Business Boardrooms Inc.”
- the NUANS report demonstrates that the word describing a quality is commonly used as a distinctive feature in business names, e.g., “Superior” in “Superior Machinery Ltd.” or “Advanced” in “Advanced Technology Solutions Ltd.”
- the descriptive word sounds unusual when used to describe the business of the proposed corporation (for example “Endless Furniture Inc.” is acceptable, whereas “Long Lasting Furniture Ltd.” is not).

Although these names are descriptive of a quality of the business, they are not merely descriptive but have some distinctiveness. By reason of alliteration or being unusual, these names are distinguishable from others. Also, where the NUANS search reports show that a descriptive word is extensively used as a distinctive element, the Director will tend to accept the name.

Please note that the approval of certain words as a corporate name does not necessarily mean that those words would be registrable as a trade-mark.

5.3 Regulation 24(1)(b) - Name or surname of individual

Reg. 24. (1) For the purpose of paragraph 12(1)(a) of the Act and subject to subsection (2), a corporate name is prohibited if the corporate name is not distinctive because it
(b) is primarily or only the name or surname, used alone, of an individual who is living or has died within 30 years before the date of the request to the Director for that name;
(Canada Business Corporations Regulations, 2001)

Related Policies

The Director determines whether a name is a surname by asking whether one would reasonably think of this word or words as a name or surname rather than as something else, e.g. a coined word. If it appears to be a name or surname, then that word or words cannot be used alone unless there is secondary meaning.

e.g. *The following proposed corporate names are unacceptable:*

Legault Inc.
S. V. Lee Ltd.
Sarah Legault Inc.
S & R Wolfe Inc.

Corporate names in which a name or surname (as determined in the paragraph above) is not used alone would be acceptable.

e.g. *The following proposed corporate names are acceptable:*

- (1) Wilson & Myers Ltd. (two names, not one name used alone)
Bob & Carol Harris Inc.
- (2) Legault Gardening Enterprises Ltd.
Thomas Construction Inc.

Note: Where the added descriptive word is not specific and gives no indication of the nature of the proposed business¹ the name may be refused for creating a likelihood of confusion with existing similarly named corporations.

e.g. *If Thomas Construction Inc. already exists, then the proposed corporate names are unacceptable:*

Thomas Enterprises Ltd.
or G. W. Thomas Enterprises Ltd.

The applicant must either provide information to show that there is in fact no likelihood

¹other such non-specific descriptors are: “agency”, “associates”, “brothers”, “distributions”, “enterprises”, “industries”, “group”, “products”, “services”, “sons”, “Canada”, “International”, etc

(based on differences of products, territory, clientele) of confusion with existing companies, or, the applicant should add a more specific descriptive word,

e.g. *The following proposed corporate names are acceptable:*
Thomas Landscaping Inc. (or, add a more specific name or surname)
George W. Thomas Enterprises Ltd.

Note: “Associates” or “and Associates” can be used in combination with a name or surname. Although “Associates” is acceptable with a coined word, “and Associates” is not because it could mislead one into assuming that the distinctive element is a surname

e.g. XYLX & Associates - not acceptable

Note: The Office of the Superintendent of Bankruptcy prefers that trustees who incorporate use only the name(s) of the principal partner(s) in the corporate name. However, if only one person is involved, then a surname used alone may not be acceptable (see surname formats above). The addition of a descriptive term like “Insolvency Trustee” or “Bankruptcy” would overcome any such objection.

Regulation 26 is being referred to here as a matter of convenience, since it deals with use of a family name. Regulation 26 does not have anything to do with lack of distinctiveness.

5.4 Regulation 26 - Use of family name

Reg. 26. For the purpose of paragraph 12(1)(a) of the Act, a corporate name is prohibited if an element of the name is the family name of an individual, whether or not preceded by their given name or initials, unless the individual or their heir or legal representative consents in writing to the use of their name and the individual has or had a material interest in the corporation.
(Canada Business Corporations Regulations, 2001)

The Regulation appears to state that every word that is in fact a family name of an individual requires a consent in writing regardless of whether the reasonable person would think of it as a family name. Any applicant not providing such a consent would be in contravention of this regulation.

For the purpose of ensuring compliance with this regulation however, the Corporations Canada will use the same standard as is used for section 19 of the regulations, i.e. only where a reasonable person would look upon that word as a family name will a consent will be required, otherwise it will not be required.

e.g. RAN SHOES INC. - no consent required
RAN SMITH SHOES INC. - consent of RAN SMITH

RAN, SMITH SHOES INC. - consent of RAN and consent of SMITH

Punctuation such as a comma (,), ampersand (&) or hyphen (-) is necessary in a proposed name if the use of two surnames could wrongly connote the name of one individual (e.g. “Robert Simpson” should become “Robert, Simpson”, “Robert & Simpson”, “Robert-Simpson” if two surnames are intended).

A consent is not required where the word is a dictionary word or a Christian name unless it is used in such way as to connote a family name to a reasonable person.

e.g. STAR SHOES LTD. - no consent
STAR, SMITH SHOES LTD. - consents of STAR & SMITH
STAR SMITH SHOES LTD. - consent of STAR SMITH
STARSMITH SHOES LTD. - no consent
STAR ASSOCIATED LTD . - no consent
STAR & ASSOCIATES LTD. - consent of STAR
STAR ASSOCIATES LTD. - no consent
ROSE GREEN’S TOOLS LTD. - consent of ROSE GREEN

Consents are not required where the word or words are obviously the name of an historical person, literary or fictional character.

e.g. DORIAN GREY FASHIONS INC. - acceptable
LADY MACBETH COSMETICS INC. - acceptable
BONAPARTE SHIRTS INC.- acceptable
MACKENZIE KING PROMOTIONS INC. - not acceptable since Mr. King lived too recently to be considered a historical figure.

Where the proposed corporate name contains a fictitious name, it will be necessary to file a signed statement of the principal of the proposed company stating that the name in question is a fictitious name and is not the name of a person who is well-known or known to him or her personally.

A consent is not required when the family name is the name of the incorporator of the business applying for the name.

A consent is not required when the family name is the name of a street on which the business is located.

The consenting person must have or must have had a material interest in the corporation as required by section 26 of the regulations.

5.5 Regulation 24(1)(c) - Use of geographic terms

Reg. 24. (1) For the purpose of paragraph 12(1)(a) of the Act and subject to subsection (2), a corporate name is prohibited if the corporate name is not distinctive because it
(c) is primarily or only a geographic name, used alone.
(Canada Business Corporations Regulations, 2001)

Related Policies

e.g. “Red Lake Inc.” is not acceptable because “Red Lake” is primarily or only a geographic name.

There should be no prohibition against the use of a geographic reference in the granting of a corporate name if a descriptive feature is added. Substantiation for the use of a geographic location is not required.

e.g. “Red Lake Gold Mines Inc.”
would be acceptable provided that it is not confusing.

A street address used alone is considered primarily a geographic name and is not available unless a descriptive term is added.

e.g. 235 St. Catherine Street Inc. - unacceptable
235 St. Catherine Street Enterprises Inc. - acceptable

5.6 Regulation 17 - Definition of “secondary meaning”

Reg. 24. (2) Subsection (1) does not apply if a person requesting a corporate name establishes that it has, through use, acquired the name and the name continues at the time of the request to have a secondary meaning.
(Canada Business Corporations Regulations, 2001)

Reg. 17. The following definitions apply in this part.
“secondary meaning”, in relation to a trade name, means a trade name that has been used in Canada or elsewhere by any applicant or by their predecessors so as to have become distinctive in Canada as at the date of filing an application for a corporate name.
(Canada Business Corporations Regulations, 2001)

The applicant can escape the prohibitions of paragraphs 24(1)(a), (b), and (c) of the regulations as long as the applicant can show that the trade name has been used in Canada or anywhere else to such an extent that persons in that trade would, on hearing the name, think of the business, rather than the primary meaning of the words in its name.

In order to convince the Director appointed under the CBCA of secondary meaning, the

applicant must produce in writing, evidence showing how large and widespread the business is and if necessary, include written statements from others in the trade.

Evidence to support a claim for secondary meaning must be in the form of an affidavit or statutory declaration and must attest to use of the name across Canada, either for significant periods of time or with great intensity.

Note: Reproduced below is a copy of the note which goes out with names rejected due to lack of distinctiveness.

NOTE - LACKING DISTINCTIVENESS

This name has been rejected because it lacks distinctiveness.

If Corporations Canada were to approve names that lacked distinctiveness, the task of preventing confusion among business names would be rendered more difficult. The only way the name attached to business X will not be confused with the name attached to business Y is if there is something in the names to distinguish them. The stronger the distinguishing feature, the less likely confusion will occur.

Based on this reasoning, the corporate name regulations require that corporate names have a distinguishing feature. These regulations also impose rules to indicate where distinctiveness is insufficient or lacking. According to these rules, a name lacks distinctiveness and is therefore unavailable when it is only descriptive, or when it is only an individual's name or a geographic name.

A corporate name that only describes the business of the corporation, industry, goods or services, or the quality or function of those goods and services is unavailable, e.g., "Car Sales Inc." A name will also be unavailable for being "only descriptive" when it merely describes the quality of the corporation's business or its products, e.g., Faster Consulting Services Inc.

A proposed name which appears to lack any distinctiveness may have, in fact, acquired distinctiveness through extensive use. If this distinctiveness is demonstrated in writing, the name will be available.

Otherwise, the best way to overcome the objection of lacking distinctiveness is:

- Only descriptive* - *add a distinctive word*
 - e.g. a coined word like "Spillex" (Spillex Cleaning Services Corp.)*
 - e.g. a dictionary word, that does not describe like "Star" (Star Theatres Inc.)*
 - e.g. an individual's name like "Turner" (Turner Shoes Ltd.)*

- Primarily a name* - *add a descriptive word like "Manufacturing"*
 - e.g. Wilson Manufacturing Ltd.*

Primarily a place - add a descriptive word like "Enterprises"
e.g. Red Lake Enterprises Inc.

6. Confusion

The proposed corporate name may be found to be confusing with any corporate name, trade name, trade-mark, or official mark appearing on the NUANS search report.

6.1 Factors to Consider in Determining Confusion

Reg. 18. A corporate name is confusing with

(a) a trade-mark or an official mark if the use of both the corporate name and either the trade-mark or the official mark, as the case may be, is likely to lead to the inference that the business carried on or intended to be carried on under the corporate name and the business connected with the trade-mark or the official mark, as the case may be, are one business, whether or not the nature of the business of each is generally the same; or

(b) a trade name if the use of both names is likely to lead to the inference that the business carried on or intended to be carried on under the corporate name and the business carried on under the trade name are one business, whether or not the nature of the business of each is generally the same.

(Canada Business Corporations Regulations, 2001)

Reg. 25. For the purposes of paragraph 12(1)(a) of the Act, a corporate name is prohibited if it is confusing, having regard to all the circumstances, including:

(a) the inherent distinctiveness of the whole or any elements of any trade-mark, official mark or trade name and the extent to which it has become known;

(b) the length of time the trade-mark, official mark or trade name has been in use;

(c) the nature of the goods or services associated with a trade-mark or an official mark or the nature of the business carried on under or associated with a trade-mark, official mark or trade name;

(d) the nature of the trade with which a trade-mark, an official mark or trade name is associated, including the nature of the products or services and the means by which they are offered or distributed;

(e) the degree of resemblance between the proposed corporate name and any trade-mark, an official mark or trade name in the appearance or sound or in the ideas suggested by them; and

(f) the territorial area in Canada in which the proposed corporate name or an existing trade name is likely to be used.

(Canada Business Corporations Regulations, 2001)

Often, applicants do not supply sufficient information in the name request to properly

assess all of the factors under section 25 of the regulations. In these cases the Director can only rely on Regulation 25 (a) and (e) to make the name decision. If the applicant should decide to provide more information, the name decision can be re-evaluated in light of the new facts.

A decision of confusing similarity may be based on phonetic similarity alone.

Applicants should note that federal incorporation does not in itself confer to applicants rights over an existing provincial corporate name or trade name.

6.2 Treatment of Existing Names Which are Famous, Highly Distinctive, or Diluted

The Director's primary concern in enforcing the name regulations is in eliminating confusion. Nowhere do the regulations enshrine the principle that a highly distinctive name should be protected from dilution. In practice, however, the protection principle complements the principle of avoiding confusion. A company may have a highly distinctive name, i.e. unique and imaginative, being a purely arbitrary creation, e.g. **DWIDAG FOODS INC.** (for a food wholesaler), as opposed to an obviously derived composition, e.g. **CORTIVET** (for the manufacture of cortisone veterinarian preparation). Granting the highly distinctive element to a second company, e.g. **DWIDAG STORES LTD.** is more likely to generate confusion because this distinctive element is more likely to linger in the mind of the public. Each case, however, depends on its facts and depending on differences of goods, services, territory and clientele, the Director may or may not feel that there is in fact a likelihood of confusion.

The Director does not assume, for the purposes of name granting policy, that any given existing company with a highly distinctive name will develop into a famous conglomerate, dealing in a variety of products and services.

"Famous" names are a case apart. They may originally have been highly distinctive, e.g. **KODAK**, or alternatively, very lacking in distinctiveness, e.g. **GENERAL MOTORS** or **INTERNATIONAL BUSINESS MACHINES**, but they have acquired high distinctiveness through use. They are generally conglomerates and the Director will not approve any corporate name that uses their distinctive feature.

Some words are so common that they are used as the distinctive element in many business names. Such wide usage dilutes the impact of the business name and gives it a reduced claim to protection. As a general rule, where a distinctive element is highly diluted (low distinctiveness), the same distinctive feature may be used in new corporate names that are only slightly different from the existing names. For instance, a different descriptive word might be all that is needed to distinguish the proposed corporate name from similar existing names, even if the descriptive word describes essentially the same business that is carried on under the existing names.

For example, names such as "Universal Products Inc." or "Universal Bakery Products Inc." would not be prohibited, even though there were existing

names like “Universal Food Enterprises Inc.,” because the distinctive element “Universal” is highly diluted, and the existing names do not deserve much protection.

Therefore, the guidelines for initial, front-line name decisions (normally without benefit of much detailed information) should be as follows:

<u>Classification</u>	<u>Decision</u>	<u>Considerations</u>
FAMOUS	IBM Draperies Ltd. (Unavailable)	
HIGHLY DISTINCTIVE	<p>1) IGSAC Toys Inc. - existing</p> <p>IGSAC Bicycles Ltd. - proposed (UNAVAILABLE)</p> <p>IGSAC Drapery Installation Inc. - proposed (AVAILABLE SUBJECT TO RISK ACCEPTED BY THE APPLICANT IN WRITING)</p> <p>2) IGSAC Inc. - existing</p> <p>IGSAC Drapery Installation Inc. (UNAVAILABLE BECAUSE IT IS NOT KNOWN HOW DIFFERENT ITS PRODUCTS & SERVICES ARE)</p>	<p>There are circumstances which are not generally known at the time of initial name granting which would make BICYCLES available, or DRAPERY unavailable on reconsideration or confusion allegation.</p> <p>Upon investigation it may be determined that IGSAC Inc. is in toys, and therefore, on reconsideration, IGSAC Drapery would be available.</p>

<u>Classification</u>	<u>Decision</u>	<u>Considerations</u>
LOW DISTINCTIVE NESS/ DILUTION	<p>1) Maple Leaf Toys Inc. - existing Maple Leaf Bicycles Ltd. - proposed (AVAILABLE)</p> <p>2) Maple Leaf Inc. - existing Maple Leaf Bicycles Inc. - proposed (AVAILABLE)</p>	There are circumstances which are not generally known at the time of initial decision which would make BICYCLES unavailable on Reconsideration or Confusion Allegation.

N.B. Of course even the unavailable names would be available if the companies were related and consent was provided.

Detailed information with respect to products, clientele, territory of existing companies must be provided in writing to facilitate the name decision.

6.3 Initials and Confusion

There is no hard and fast rule with respect to when a name containing initials is likely to cause confusion. Territory of operations and any other relevant information always has to be taken into consideration. What follows is merely a guideline which assumes that the territory of the existing businesses and the proposed business will overlap and that the applicant has produced no other information showing that confusion is unlikely (e.g. totally different clientele, long co-existence, existing company inactive for a long period).

- (a) If a distinctive feature is made up of two initials, the proposed name will be considered confusing if:
- the descriptive feature is the same or confusingly similar, and
 - the initials are identical and in the same order or if the first initial is the same and the last initial is phonetically similar.
- e.g. BN Construction: - confusing with BM Construction
 - confusing with BN Builders
 - not confusing with BF Construction
- (b) If three or more initials make up the distinctive feature of a name, the proposed name will be considered confusing if:
- the descriptive feature is the same or confusingly similar, and
 - all of the initials except for the last one are identical, and
 - the initials are in the same order as the initials in the existing corporate name.
- e.g. ABCD Construction: - confusing with ABCF Construction
 - not confusing with DABC Construction

- (c) Initials may be acceptable without a descriptive word if the result is not confusing.

Because it is difficult to develop a general policy which applies to each case that arises, some discretion must be used for cases not strictly covered by these guidelines. For example, a name like “BNND Construction” or “BMND Building” would be considered confusing with “BNMD Construction” because M and N are very similar in sound and appearance. “A & M Construction Inc.” would be found to be confusing with “ANM Construction Ltd.” because phonetically there is a little difference between the two.

6.4 Confusion and the Word “Group”

Where there are no other unrelated companies with the same distinctive feature (not very high, not very low distinctiveness) as the proposed corporate name, the proposed name would be available without further requirement.

If there are other companies with the same distinctive feature as the proposed corporate name but unrelated to the corporation for which the name is proposed, the applicant must explain why the proposed corporate name will not misleadingly suggest a grouping of those companies.

Examples of possible responses:

- the business of the proposed corporation and that of the existing unrelated companies are too different for them to be confused as being affiliated.
- the proposed corporation will be the umbrella company for related companies using that distinctive feature and the proposed name will connote a relationship with them alone.

The addition of a descriptive word (e.g. textile) modifying the word “group” will likely make the proposed name available as long as the descriptive word clearly distinguishes the business of the proposed company from the business of existing companies with the same distinctive element.

Note: Consents of the “grouped” companies will be required unless the existing parent of those companies is requesting a change of name to “Group”.

6.5 Revival / Dissolution

Reg. 27. For the purpose of paragraph 12(1)(a) of the Act,
(a) a corporate name is prohibited if its use is likely to lead to the inference that the business carried on or intended to be carried on under it and the business of a body corporate that is dissolved are one business, whether or not the nature of their businesses is generally the same; and
(b) the name of a corporation that is revived under section 209 of the Act is prohibited if it is confusing with a name acquired by another corporation during the period beginning on the date of dissolution and ending on the date of revival of the revived corporation.
(Canada Business Corporations Regulations, 2001)

DISSOLUTION

A proposed corporate name is prohibited where its use could lead to confusion with the name of a body corporate that is dissolved.

Names identical to those of companies that have dissolved or that have amalgamated under another name or that have changed their name are not available (whether the companies are related or not) for two years after the date of dissolution, amalgamation or amendment. The purpose of this period of non-availability is to allow the public time to disassociate that name from a specific business.

Within the two-year period anyone could, however, incorporate a successor company (i.e. a corporation with the same name but with a year of incorporation in brackets immediately before the legal element of the name), or a company with a slightly varied name (or with an identical name if they meet Reg. 31(3) requirement) as long as the consent of the amalgamated company or the company whose name was amended, is obtained. Because no consent is obtainable from a dissolved company, the applicant for the new corporation must demonstrate that it acquired the rights to the name from the dissolved corporation prior to its dissolution.

After two years, the name becomes available to anyone as long as no successor companies were incorporated within the two years and as long as the original name has not been perpetuated as a registered trade name.

REVIVAL

Where, either before dissolution or in the interval between dissolution and revival of a federal corporation, another company with an identical name is incorporated, the federal corporation will not be able to revive in that name as long as the identical name is in existence.

Where, in the above circumstances, the new name is only confusingly similar, it is important to know the continuousness of the operation of the applicant for revival. If its

operation was continuous during a substantial period of the time that the new company was in operation, this demonstrates that the revival of the federal corporation is unlikely now to cause confusion.

6.6 Confusion with Corporate Names, Trade Names, Trade-marks, and Official Marks

6.6.1 Confusion with Trade-marks

- (i) In order to approve a name for which there are phonetically similar trade-mark citations, Corporations Canada must know in general terms what the proposed company will do and that all phonetically similar trade-marks are in substantially different products or services in order to determine that there is no likelihood of confusion. This information must be provided to Corporations Canada in writing. Where this information is lacking, it will be assumed that the business, products and services associated with the trade-mark are the same as that of the proposed corporation.
- (ii) The following guidelines provide guidance in situations where there is an existing trade-mark in substantially the same products or service as the proposed name.

1. Trade-mark (TM) owned by someone other than applicant (i.e. conflicting trade-mark)

- TM registered for five years: Corporate name applicant cannot have the proposed name without consent of TM owner, no matter how long the applicant has used it.
- TM application, or TM registered for less than five years: It will be determined who had prior use. If the corporate name applicant files an affidavit that satisfies the Director that the applicant had prior use of a corporate name or a trade name and provides the Director with an undertaking that the applicant will contest the other party's TM application or registration, the applicant will be granted the name.

2. Trade-mark (TM) owned by the applicant (i.e. supporting trade-mark)

- TM registered for five years: Even if there is another business name that is confusing, the corporate name applicant will be given the name because the applicant's TM is not likely to be struck from the TM registry.
- TM application, or TM registered for less than five years: If there is another business name that is confusing and this business appears to have used the name before the corporate name applicant, the applicant's TM is not sufficient reason to grant the name. The name will not be approved. If, however, the applicant had prior use, the applicant will be allowed to incorporate.

Please note that in these types of trade-mark situations, the important information is:

- the length of time that the TM has been in use

- whether the trade-mark has been registered for five years.
- (iii) A notice entitled “Protecting Your Corporate Name” is attached at the conclusion of this document. Applicants should be aware that the holder of a corporate name bears the responsibility of ensuring that no new confusing trade-marks are registered by anyone else, after his or her incorporation.

General enquiries concerning trade-marks should be directed to the Canadian Intellectual Property Office at 819-997-1420, or view the website at www.cipo-opic.gc.ca.

6.6.2 Confusion with Trade Names

The Director feels that it could be confusing for a trade name and a confusingly similar corporate name to exist at the same time (even if they are owned by the same person) unless both names form part of the same business.

For this reason, the Director will refuse a proposed corporate name where an individual is carrying on business in that trade name (even if the individual is the applicant for incorporation) unless the Director receives the individual’s consent and his or her undertaking to cease carrying on business in that trade name or to transfer the trade name registration to the corporation.

There will, of course, be no need for such a consent and undertaking when

- (a) a change of corporate name is proposed by a corporation that has already registered a trade name; and
- (b) the proposed name of the corporation will be that trade name.

A copy of the trade name registration showing the corporation as the owner should be filed, however.

Note re Ontario Business Names on the NUANS report: Ontario business names expire after 5 years unless they are renewed. Unrenewed registrations may remain on the NUANS database however. The Director will assume that all Ontario trade name registrations less than 5 ½ years old and appearing on the NUANS report, are active. Any registrations over 5 ½ years old and not renewed, will be disregarded. The ½ year period is a grace period to allow time for renewal after expiry.

Suggested Consent Form from the Owner of an Unincorporated Trade Name

The Director, Corporations Canada
Industry Canada
9th Floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Re: Incorporation of a corporation by the name of
INCORPORATING PARTY’S NAME.

(Consenting party's name), owner of the registered trade name (enter trade name), hereby consents to the incorporation of (name of the proposed corporation).

(Consenting party's name) undertakes to stop carrying on business under the trade name (or to transfer his/her rights in the trade name to the corporation bearing the proposed name) before the corporation proposing to use the name begins to carry on business under the corporate name.

Consent given at (city), this (date) day of (month), (year).

CONSENTING PARTY'S NAME

Per: _____
JANE DOE, President

Note re: Confusion with corporate and trade names for franchised businesses: Because the use of the name of a franchise accrues to the franchisor rather than to the franchisee, the consent of existing business and trade names which are franchisee businesses will not be required for the incorporation of a confusingly similar name. Only the consent of the franchisor will be required. In that consent, the franchisor must identify the existing corporate names as franchisees.

6.6.3 Confusion with Official Marks

An official mark is "any badge, crest, emblem or mark adopted and used by any public authority, in Canada as an official mark for products or services", as defined in the *Trade-marks Act*.

Where a proposed name is likely to cause confusion with an existing official mark adopted and used pursuant to the provisions of section 9 of the *Trade-marks Act*, it will be rejected.

6.7 Overcoming Confusion

The regulations suggest various ways to overcome a finding that a proposed corporate name is likely to cause confusion.

6.7.1 Regulation 28 - Consent and Undertaking by a Corporation

Reg. 28. For the purpose of paragraph 12(1)(a) of the Act, a corporate name that is confusing with the name of a body corporate that has not carried on business in the two years immediately before the date of a request for the corporate name is prohibited, unless the body corporate that has that name
(a) consents in writing to the use of the name, and the name is not otherwise prohibited ; and
(b) undertakes in writing to dissolve immediately or to change its name before the corporation that proposes to use the name begins to use it, and the name is not otherwise prohibited.
(Canada Business Corporations Regulations, 2001)

This regulation applies only in the situation where the existing business with which the proposed name is confusing, has not carried on business for two years.

Suggested consent form --Regulation 28

The Director, Corporations Canada
Industry Canada
9th Floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Re: Incorporation of a corporation by the name of
INCORPORATING PARTY'S NAME.

(Consenting party's name), a body corporate, consents to the incorporation/amendment of (name of the proposed corporation).

(Consenting party's name) undertakes to dissolve immediately or to change its name before the corporation proposing to use that name begins to carry on business under that name.

(Consenting party's name) confirms that it has not carried on business under its corporate name during the past two years.

Consent given at (city), this (date) day of (month), (year).

CONSENTING PARTY'S NAME

Per: _____
JANE DOE, President

Note: The signature of the authorized signing officer must describe him or her as an officer of the consenting corporation.

6.7.2 Regulation 29 - Consent to a Distinctive Word

Reg. 29. For the purpose of paragraph 12(1)(a) of the Act, a corporate name that contains a word that is the same as or similar to the distinctive element of an existing trade-mark, official mark, or trade name and is confusing with one or another of the distinctive elements is prohibited, unless the person who owns the trade-mark, official mark, or trade name consents in writing to the use of the corporate name, and the name is not otherwise prohibited.
(Canada Business Corporations Regulations, 2001)

Note: Such a consent would not be required from a foreign company unless it was known or carrying on business in Canada.

Also, please note the difference between consenting to putting certain distinctive words in a corporate name and consent to the use of certain words as a trade name. A mere consent to the use of certain words will not be accepted for purposes of regulation 29.

Please note that consents must be unconditional.

Suggested Consent Form -- Regulation 29

The Director, Corporations Canada
Industry Canada
9th Floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Re: Incorporation of a corporation by the name of
INCORPORATING PARTY'S NAME.

(Consenting party's name, i.e. the name of an incorporated or unincorporated business or the name of the owner of a trade-mark) consents to the incorporation of (name of the proposed corporation).

Consent given at (city), this (date) day of (month), (year).

CONSENTING PARTY'S NAME

Per: _____
JANE DOE, President

6.7.3 Regulation 30 - Successor businesses and Year of Incorporation

Reg. 30. (1) For the purpose of paragraph 12(1)(a) of the Act, a corporate name that is confusing with the name of a body corporate is prohibited unless

(a) the corporate name is the name of an existing or a proposed corporation that is the successor to the business of the body corporate and the body corporate has ceased or will, in the immediate future, cease to carry on business under that corporate name and undertakes in writing to dissolve or to change its corporate name before the successor corporation begins carrying on business under that corporate name;

(b) subject to subsection (2), the corporate name of the existing or proposed corporation sets out in numerals the year of incorporation, or the year of the most recent amendment to the corporate name, in parentheses, immediately before the word or expression "Limited", "Limitée", "Incorporated", "Incorporée", "Corporation", "Société par actions de régime fédéral" or "Société commerciale canadienne" or the abbreviation "Ltd.", "Ltée", "Inc.", "Corp.", "S.A.R.F." or "S.C.C."; and

(c) the corporate name is not otherwise prohibited.

(2) The reference in a corporate name to the year of incorporation or the year of the most recent amendment to the corporate name may be deleted two years after its use is introduced, if the corporate name so changed is not confusing.

(Canada Business Corporations Regulations, 2001)

Note: Section 30 may apply both in the case where a corporation changes its name and in the case of a proposed new corporation. In the former case, the date in parenthesis is the date the corporation succeeds to the name and not the date it is incorporated.

Note: Please note that Regulation 30 does not override other applicable regulations. Where, for instance, X1, the body corporate which is consenting and providing an undertaking to the incorporation of X1 (2001), pursuant to regulation 30 was, itself, incorporated pursuant to a consent of X in conformity to regulation 29, the consent of X, pursuant to Regulation 29 will also be required for the incorporation of X1 (2001).

Or, where X is an individual, the requirement to file the consent to use of family name (Reg 26) will still apply.

Note: Where a corporation succeeds to a name of a non-federal body corporate whose name is primarily or only the name of an individual, the corporation will not be able to delete the reference to the year in parentheses after two years, unless secondary meaning can be established. The name without the year in parentheses is prohibited under Regulation 24(1)(b) for being primarily or only the name of an individual. At the time of obtaining the successor company name under

Regulation 30, the applicant may wish to add another word, in addition to the year

in parentheses, so that the year in parentheses can be deleted after two years pursuant to Regulation 30(2).

Suggested Consent Form — Regulation 30

The Director, Corporations Canada
Industry Canada
9th Floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Re: Incorporation of a corporation by the name of
INCORPORATING PARTY'S NAME.

(Consenting party's name), a body corporate, consents to the incorporation/amendment of (name of the proposed corporation), which is to be a successor corporation and which has the year of incorporation or amendment in parentheses before the legal element.

(Consenting party's name) undertakes to dissolve immediately or to change its name before the corporation proposing to use that name begins to carry on business under that name.

Consent given at (city), this (date) day of (month), (year).
CONSENTING PARTY'S NAME

Per: _____
JANE DOE, President

OTHER USE OF "(2001)" AND SUBSTITUTION OF "(CANADA)" FOR "(2001)"

The regulations do not prohibit the use of numerals indicating the year of incorporation in parentheses e.g. "(2001)", for the incorporation of a non-successor new company. This will be allowed except where the new corporation is going to be the affiliate of an existing corporation which will remain in existence and "(2001)" is proposed as the distinguishing element. This is considered misleading because "(2001)" connotes a successor.

As a general rule, we will not accept "Canada" or any other term as a replacement for "(2001)" in a successor situation unless the successor company is related to the existing company which has undertaken to dissolve or to change its name in which case we are really dealing with regulation 29 not 30.

The chart below provides a clarification of these guidelines.

_____*

ABC (Canada) or ABC Canada or ABC (2001) or ABC2001* as newco: no existing company, ABC	Approval
ABC (CANADA) or ABC Canada as newco related to existing company, ABC which will continue to exist (consent - we assume affiliation)	Approval
ABC (2001) as newco related to existing company, ABC which will continue to exist. (consent - affiliation is assumed)	Rejection (generally not available because it is misleading, however may be permissible where clients of newco are sophisticated enough to know that newco is not the successor to existing co. ABC even though it looks like it is, and ABC consents)
ABC 2001 as a newco related to existing company, ABC, which will continue to exist (consent - we assume affiliation)	Approval
ABC (2001) as newco related or unrelated to existing company, ABC which is dissolving or changing name (consent & undertaking)	Approval
ABC (CANADA) or ABC Canada or ABC 2001 as newco <u>related</u> to ABC which is dissolving or changing name (consent)	Approval
ABC (CANADA) or ABC Canada or ABC 2001 as newco <u>unrelated</u> to ABC dissolving or changing name	Rejection (as a general rule) (may be permissible where clients of newco are sophisticated enough to know that newco is not related to existing co. ABC even though it looks like it is.)

* as long as the corporation is not to be a successor to an existing company any reasonable date is permissible, unless it is misleading.

e.g. ABC 1884 Ltd. would be misleading for the name of a corporation which has not been in business since 1884.

Exception to Regulation 30(1)(b) Where Existing Company is Inactive

If the existing company has not carried on business for two years preceding the request to use the name, the successor corporation does not need to insert the year of incorporation or amendment but the requirements of Regulation 28 must be met.

Exception to Regulation 30(1) (b) Where Existing Company is a Quebec Company

“DE FACTO” IMPORT CONTINUANCES

The Director will permit a company to incorporate with a name that is identical (i.e. without the year of incorporation) to the name of an existing provincial (e.g. Quebec) company where the federal incorporation is to serve as a “de facto” continuance from that province which does not permit exports to the federal jurisdiction.

The applicant must file with us a written undertaking of the provincial company to dissolve forthwith or to change its name before the corporation proposing to use the name carries on business.

There must be a note on file to indicate that the applicant considers this incorporation to be a “de facto” continuance, i.e., the same shareholders and assets will be involved in the federal company as in the provincial company.

Like other import continuances, the availability of this name will be subject to a name search and approval.

6.7.4 Amalgamations and Acquisitions

Reg. 31. (1) For the purpose of paragraph 12(1)(a) of the Act, if two or more corporations amalgamate, the name of the amalgamated corporation is prohibited if the name is confusing or is otherwise prohibited.

(2) Despite subsection (1), the new corporate name may be the same as the name of one of the amalgamating corporations.

(3) For the purpose of paragraph 12(1)(a) of the Act, if an existing corporation has acquired or will, in the immediate future, acquire all or substantially all of the property of an affiliated body corporate, the use by the corporation of the corporate name of the body corporate is prohibited unless

(a) the body corporate undertakes in writing to dissolve, or to change its name, before the corporation begins using the corporate name; and

(b) the name is not otherwise prohibited.

(4) For the purpose of paragraph 12(1)(a) of the Act, if a proposed corporation will, in the immediate future, acquire all or substantially all of the property of a body corporate that is to be an affiliate of the proposed corporation, the use by the proposed corporation of the name of the affiliated body corporate is prohibited unless

(a) the body corporate undertakes in writing to dissolve, or to change its name, before the proposed corporation begins using the corporate name; and

(b) the name is not otherwise prohibited.

(Canada Business Corporations Regulations, 2001)

Related Policies

Note: Where the name is granted on the understanding that the applicant will, in the immediate future acquire all or substantially all the property of the affiliated body corporate, the applicant should confirm within a few days that substantially all the property did transfer from the affiliated body corporate.

Upon incorporation of the proposed corporation, Corporations Canada will keep the file open pending receipt of written confirmation that substantially all property did transfer. If it is not received within a reasonable period, steps will be taken to require the corporation to change its name.

A transfer of all the shares is not considered to be a transfer of property.

Suggested Consent Form — Regulation 31(3)

The Director, Corporations Canada
Industry Canada
9th Floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Re: Incorporation of a corporation by the name of
INCORPORATING PARTY'S NAME.

(Affiliated party's name), a body corporate, consents to the change of name of (Applicant corporation's name) to (proposed corporate name).

(Affiliated party's name) confirms that it is affiliated with (Applicant corporation's name) which (has or will immediately) acquire all or substantially all the property of (Affiliated party's name). (Affiliated party's name) hereby undertakes to dissolve immediately or to change its name before the corporation proposing to use the name begins carrying on business under that name.

AFFILIATED PARTY'S NAME

Per: _____
JANE DOE, President

Suggested Consent Form — Regulation 31(4)

The Director, Corporations Canada
Industry Canada
9th Floor, Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0C8

Re: Incorporation of a corporation by the name of
PROPOSED CORPORATION'S NAME.

(Existing body corporate's name), a body corporate, hereby consents to the incorporation of (name of proposed corporation).

(Existing body corporate's name) confirms that it will be affiliated with (name of proposed corporation) which will immediately acquire substantially all the property of (Existing body corporate's name). (Existing body corporate's name) undertakes to dissolve immediately or to change its name before the corporation proposing to use the name begins to carry on business under that name.

EXISTING BODY CORPORATE'S NAME

Per: _____
JANE DOE, President

6.7.5 Failing to Honour Undertaking

Subsections 12(4.1) and (5) of the Act state that if a corporation acquires a name as a result of a person undertaking to dissolve or to change names, and that undertaking is not honoured, the Director may direct the corporation to change its name in accordance with section 173. The Director may revoke the corporation's name and assign a name unless the undertaking is honoured within 60 days of the Director directing the corporation to change its name.

6.7.6 Initials and Given Names

The addition of initials to a surname that is otherwise confusing is not sufficient to overcome that confusion.

e.g. "J.B. SMITH SHOES LTD." would be confusing with "SMITH SHOES INC."

However, adding a given name to a corporate name that contains a surname may be sufficient to overcome confusion.

e.g. "Smith Shoes Ltd." would not be used to refuse "Robert Smith Shoes Ltd." unless we are aware that their territory of operation is the same.

6.7.7 Bankruptcy

For the purposes of Regulations 28, 29, 30 or 31, a name is available, when it is confusing with the name of a bankrupt corporation, if the trustee in bankruptcy consents.

6.7.8 Names of Canada, Provinces, and Cities Added to Remove Confusion

The name of a province or city with or without parentheses is not considered a general term and may be added to a corporate name to overcome confusion with the name of an existing related company.

e.g. "Newton Tool Québec Ltd." would not be considered confusingly similar to "Newton Tool Manitoba Ltd." or "Newton Tool (Canada) Ltd."

"Newton Tool (Canada) Inc." would not be considered confusing with "Newton Tool Inc." (a USA company)

However, the consent of the existing company(ies) would be required under Regulation 29 in order to grant such a similar name. Where there are many existing affiliates, the consent of the geographically closest affiliate or the parent of all the affiliates would be sufficient.

Exception: Use of certain provincial names in federal corporation names.
(Refer to section 3.2)

6.7.9 Canadian Subsidiaries

Where a proposed Canadian subsidiary of a foreign, provincial or federal parent uses the name of that parent, which name is too general or merely descriptive, the proposed company

- a) must add the word “Canada” or equivalent unless there is some other distinguishing feature between parent and subsidiaries and
- b) can overcome the objection of generality by showing that the name has acquired some distinctiveness in Canada, (whether or not it has actually been used in Canada, e.g. the name may have acquired distinctiveness due to advertising which reaches the Canadian market for the product)
- c) will be prohibited if it is confusing with an existing Canadian company or trade- mark.

Note: A proposed Canadian subsidiary of a foreign parent with the identical name would not be required to add the word “Canada” if it could establish that the foreign company had never carried on business in Canada and is not known in Canada.

Note: Reproduced below is a copy of the note sent out with corporate names which are rejected by reason of their being confusing.

NOTE - HOW TO OVERCOME A REJECTION BASED ON LIKELIHOOD OF CONFUSION

This name has been turned down because, on the basis of the information presented or available, it appears to create a likelihood of confusion with the names indicated on the relevant search report. Please note that corporations dissolved less than 2 years ago are considered to be existing for purposes of confusion.

Corporations Canada will reconsider the decision if other information is presented which demonstrates that, in fact, there is no likelihood of confusion. The kind of information to which this refers is specified in section 25 of the regulations, that is, details concerning the dissimilarity of:

- *the goods and services*
- *territory*
- *clientele*
- *and operations*

of the business to be carried on under the proposed name and the business being carried on under the existing name.

Unless the requirements of Regulation 31(3) have been met, a name which is identical to an existing corporate name will not be approved even with the consent of the existing corporation, unless there are very convincing arguments why no one would be confused, or even if confused, why they could not be harmed thereby.

7. Deceptively Misdescriptive

Reg. 32. For the purpose of paragraph 12(1)(a) of the Act, a corporate name is deceptively misdescriptive if it is likely to mislead the public, in any language, with respect to

- (a) the business, goods or services in association with which it is proposed to be used;**
- (b) the conditions under which the goods or services will be produced or supplied or the persons to be employed in the production or supply of the goods or services; or**
- (c) the place of origin of the goods or services.**

(Canada Business Corporations Regulations, 2001)

Related Policies

USE OF THE WORD “CLUB” IN CORPORATE NAMES

There is no general restriction on the use of the word “Club” in corporate names. The word may be used for business incorporations, but the Director will want to be satisfied that the use of the word does not imply to the public a not-for-profit corporation.

e.g. “Rough Riders Football Club” would be acceptable, as the general public would be aware that such a football club is a profit-making organization.

USE OF THE WORD “INSTITUTE”, “ASSOCIATION”, “FOUNDATION” OR OTHER SUCH WORDS

Generally, these terms connote a not-for-profit organization. The Director will, however, consider representations for the use of these words in names of business corporations. The representations should indicate the extent to which the proposed word has been used in the business of the proposed corporation or similar businesses.

USE OF A YEAR - “(2001)” OR “2001” (see 6.7.3)

8. Other Related Policies

8.1 Not-for-Profit Organizations

8.1.1 Non-Distinctive Names

Many not-for-profit corporations use highly descriptive, almost non-distinctive names. Typically, words like “Canadian” or “National” serve to give the name distinctiveness. For this reason, most not-for-profit names do not deserve a lot of protection. See 8.1.5 for amount of protection given.

8.1.2 Government Connotation Implied

Because of the nature of the names of not-for-profit companies, there may be a greater likelihood of name proposals which connote government sponsorship or control. Regulation 22 will be strictly enforced by the Director.

e.g. “Canadian Association of Postmasters” - is not acceptable

8.1.3 Chamber of Commerce

The term “Chamber of Commerce” is available for use in the name of a not-for-profit corporation with suitable objects.

8.1.4 Legal Elements

The only legal elements which are permitted for not-for-profit companies are:

“Incorporated” or “Inc.”
“Corporation” or “Corp.”

8.1.5 Not-for-profits and Confusion

Where the name of a proposed not-for-profit corporation includes a geographical distinctive term and an organizational term as well as other descriptors, e.g. “Canada Ultralight Aircraft Association” or “Canada Dance Foundation”, and an existing not-for-profit corporation has the same organizational and descriptive terms with a different geographical qualification, e.g. “Calgary Ultralight Aircraft Association” and “Toronto Dance Foundation”, the Director requires the consent of the existing corporation. Applicants should note that a slight modification of their proposal would probably make it available, e.g. “Canada Ultralight Aircraft Society” or “Canada Dance Funding Society”.

8.2 Regulation 33 (Certain names not prohibited)

Reg. 33. A corporate name is not prohibited only because it contains alphabetic or numeric characters, initials, punctuation marks or any combination of those elements .

(Canada Business Corporations Regulations, 2001)

8.3 Bilingual Names

8.3.1 General Rule:

The English and French forms of a corporate name do not have to be literal translations. However, a corporation cannot have French and English forms of a corporate name that are so different as to appear to belong to two different corporations. Where there is concern this may be the case, the proposed name will be rejected.

8.3.2 Guidelines within the General Rule:

The Director will permit English and French forms of a corporate name in the following situations:

- 1) The name is made up only of generic words, literally translated. There is no separate distinctive element although the name as a whole is distinctive, e.g., “Think Retail Inc./Pensez Détail Inc.”
- 2) The name consists only of a distinctive element, which is partly translated. The part that is translated is descriptive and the other part is identical in both English and French, e.g., “Techni-Glass (or Techniglass) Inc./Techni-Verre (or Techniverre) Inc.”
- 3) The name consists of both distinctive and descriptive elements, both of which are very literally translated, e.g., “Édition Entre-Nous Inc./Between-Us Publishing Inc.”
- 4) Generally speaking, a corporation with a corporate name whose distinctive feature is an acronym may not have an alternate version of the acronym in the other official language even if the acronym is formed by letters which reflect a translation of the descriptive words of the name.

e.g. Service Informatique SI Inc.
CS Computer Service Inc. - (not available without proof of acquired secondary meaning in the acronyms)

The name of a not-for-profit corporation in which an acronym (relating to the descriptive words of the name) forms a part, may be available although the acronym is different in the English and French versions of the name. This will occur when the name would be available without the acronym and the acronym forms a non-substantive part of the name.

e.g. Institut de Recherches Aérospatiale du Canada IRAC
ARIC Aerospace Research Institute of Canada

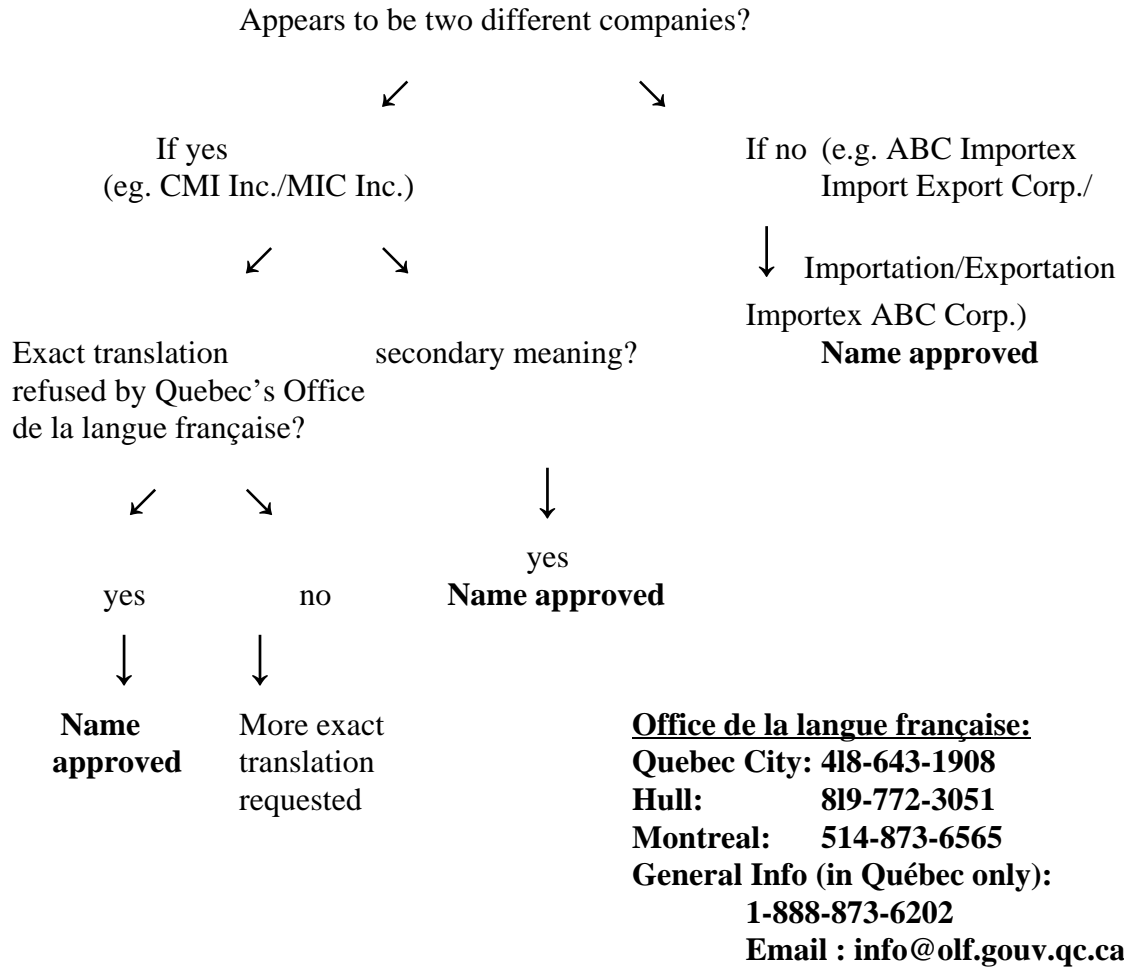
Note: For corporations operating in Quebec, provincial legislation may require a French form of the corporate name.

Note: When selecting a French form for a corporate name for the purposes of carrying on business in Quebec, it is advisable to check the acceptability of the translation with the Office de la langue française. Where the Office de la langue française (see below for

contact information) advises that a rejected French form is the only French form acceptable for use in the Province of Quebec, every effort will be made to find a way to accept that French form.

Note: Only the distinctive part of the name can be in a language which is neither English nor French. Descriptive words, if there are any, must be in English or French. e.g. La Parilla Restaurant Inc. (See 8.3.8 for entire name in another language)

BILINGUAL NAME



8.3.3 Fee for Articles of Amendment not required

- a) There is no fee for filing articles of amendment only to add the French or English version of a corporate name.
- b) Where articles of amendment are filed requesting that a legal element common to both language versions such as “INC.”, replace the existing legal element, e.g. “LTD.”, the Director will assume that this is to create a French version of the name. The Director will not require the \$200.00 filing fee despite the fact that technically the English version is also being amended.

8.3.4 Searching each version

Articles filed under both linguistic versions are very often accompanied by only one search report. Often two are necessary. Filing only one report results in rejection of the articles by the Corporations Canada. The following criteria should be used to judge whether or not a bilingual name (whether with separate or combined English and French versions) requires two searches:

- 1) identical names require only one search report:
 - e.g. AVITEK LTD./AVITEK LTEE
 - e.g. DUBOIS DISTRIBUTIONS LTD./DISTRIBUTIONS DUBOIS LTEE

- 2) names which are exact translations with phonetic differences require two searches unless the English and French versions share a substantial, distinctive component and differ only in respect of a minor, ordinary descriptive term, in which case the name can be searched in such a way that one search will suffice.
 - e.g. Placements Protar Holdings Inc. - one search
 - e.g. Gestion Quadra Inc./Quadra Management Inc. - one search

In other words, where the bilingual name has a short distinctive part with a long and differing descriptive part, two search reports would be required.

- e.g. LB Plumbing + Heating Inc.
Tuyauterie et Chauffage LB Inc. - two searches

Similarly, where the descriptive part of a bilingual name is unusual, two search reports would be required.

- e.g. Collecte de sang Croix Bleue Inc.
Blue Cross Blood Collection Inc. - two searches

8.3.5 Legal Element

Section 10 of the CBCA states that one of the following legal elements must be part of the name every corporation:

- Limited
- Limitée
- Incorporated
- Incorporée
- Corporation
- Société par actions de régime fédéral
- or the corresponding abbreviation, Ltd., Ltée., Inc., Corp., or S.A.R.F.

A corporate name which, in the English version, has the legal element “Limited”, must in the French version use the legal element “Limitée”. Similarly “Incorporated” and “Incorporée” go together. Where the legal element in the English version is

“Corporation”, the French version may have either “Corporation” or “société par actions de régime fédéral” but not “La Corporation” as its legal element. Where the legal element in the English version is “Corp.,” the French version may have either “Corp.” or “S.A.R.F.”

In addition, the legal element for both versions must be either in long form or in the abbreviated form.

In a combined English and French form of the name, only one legal element, should be included. A legal element such as “Inc.” would have the desired bilingual capacity for this purpose.

e.g. Coiffures CHICO Hairdressing Inc.
Avitek Inc.
Chaussures Chaton/Little Cat Shoes Inc.
Chauffeur Star/Étoile Inc.
Techniglass/Techniverre Inc.
Chauffeur Thompson Inc.

Note: Remember that if a corporation chooses a combined form for its name, it must use and be legally designated by that form. The English and the French forms cannot be used separately.

Note: The Director will reject use of the legal element “S.A.R.F.” with the English form of a name.

e.g. Exeter Shoes S.A.R.F. - unacceptable

8.3.6 Confusing Descriptive Terms

Because a holding company and an investment company may well be carrying on the same business, i.e. investments, and because applicants are inclined to use the word “Placements” as a translation for both “Holdings” and “Investments”, granting names such as those below will likely cause confusion.

The Director will note grant proposed names with the descriptive features of “Holdings”, “Placements”, “Investments”, “Gestion”, “Management”, “Investissements” when the existing trade names have the same distinctive feature and one of the above descriptive features.

e.g. XYZ HOLDINGS INC. - existing
XYZ PLACEMENTS INC. - proposed (not acceptable)
XYZ INVESTMENTS INC. - proposed (not acceptable)

Both proposed names are not acceptable because there is a likelihood of confusion with the existing company name.

8.3.7 Translation of distinctive element

The distinctive element is the only feature in a corporate name which does not require translation for the alternate linguistic version. In addition, the distinctive element is the only element in a corporate name which could be in a foreign language and in this case a descriptive word may be unnecessary if there is no question of confusion. Where the foreign word is a surname, however, a descriptive word may be necessary to satisfy the statutory provisions or Regulation 24.

- e.g. ETOILE MANUFACTURING LIMITED - acceptable
- INVESTISSEMENTS MAPLE LEAF LIMITEE - acceptable
- VITELLO RESTAURANTS INC. - acceptable

8.3.8 Equivalent name for use outside Canada

When an applicant proposes a corporate name in English or French or both in its Articles of Incorporation, it can also (in item 7 of Form 1) specify an equivalent name in French or English or any other language for use outside the country. However, it cannot specify another name for use outside the country that is other than a translated version of the English or French name under which it has been incorporated. This would mislead the public. To be very clear, where an applicant proposes, for example, an English name under item 1, he or she may insert an Italian or even a French version of that name under item 7 for use outside the country. Please note that English and French forms of the corporate name do not necessarily both have to appear in item 1. This is the applicant's choice. For use in Canada, they would have to appear in item 1.

8.4 Use of the Words “Broadcasting”, “Radio”, “Television”...

When must an applicant request consent from the Canadian Radio-Television and Telecommunications Commission (CRTC) for a proposed name using the words “Broadcasting”, “Radio” and “Television”?

CBCA gives the Director no authority to deny applicants the right to use these words. However, the CRTC will deny the applicant a licence to operate if the applicant is not qualified.

8.5 USA - Securities and Exchange Commission Names

NUANS reports may cite corporate names which originate from the Securities & Exchange Commission in the United States. These companies are generally considered to be multi-national corporations doing business in Canada.

It has been the policy of the Director to consider such names in the name-granting process. If a proposed name is refused because it is confusing with a USA-SEC name, the applicant is advised but NOT required to find out from the available sources (see telephone and address below) whether or not the company is doing business in Canada. If the name is not checked, it may be granted with full assumption of risk IN WRITING on the applicant's part.

Public Reference: Securities & Exchange Commission
450 Fifth Street, NW
Washington, D.C. 20549
Telephone: 202-942-8090
Internet: <http://www.sec.gov>
Email: publicinfo@sec.gov

8.6 Number of Corporate Name Search Reports Required

There will be cases where one name search will suffice for several different but related name requests.

This is more likely to be the case where the names requested are for proposed affiliated companies distinguished only by the geographical location in brackets.

e.g. XYZ TOOLS (OTTAWA) INC.
XYZ TOOLS (HAMILTON) INC.
XYZ TOOLS (TORONTO) INC.

At the moment, however, there is no firm rule as to when only a single search report will be required. Each case should be referred to the Manager for individual consideration.

(see also [Bilingual Names \(8.3\)](#) for guidelines concerning whether two searches are required for a bilingual name)

WHERE NO COMPLETE NUANS SEARCH REPORT IS REQUIRED

In the case of an application made pursuant to Regulation 30(1) or 31(3), a NUANS microfiche search is acceptable in place of a NUANS search but only if the body corporate consenting and undertaking is a federal corporation.

In the case of an application made pursuant to Regulation 30(2), a NUANS database search is acceptable in place of a complete NUANS search.

A complete NUANS search report will not be required where articles of continuance are filed at the same time as articles of amalgamation and where the certificate of amalgamation is to be issued in a name different from the name of the continued corporation and on the same day as the certificate of continuance.

Where articles of continuance are filed at the same time as articles of amalgamation and where the certificate of amalgamation is to be issued in a name different from the name of the continued corporation and within a very short period of time after the certificate of continuance, a NUANS search report will not be required, if the applicant provides a NUANS database search and undertakes:

- to file a complete NUANS search immediately if the amalgamation does not take effect as planned, and change its name if the Director decides it is necessary
- not to provide a consent under Regulation 31(3) or (4) for another entity to use

its continued name, unless that name has been determined to be not confusing by the Branch on the basis of a complete NUANS search report obtained by the entity at that time.

Depending on the length of time between the continuance and the amalgamation, the continued company may also be asked to undertake that it will not carry on business between the date of continuance and the date of amalgamation.

In the case of all other applications, a complete NUANS search is required.

8.7 Trade name

A corporation may carry on business under, or identify itself by a name other than its corporate name if that other name does not contain, either the word or expression “Limited”, “Limitée”, “Incorporated”, “Incorporée”, “Corporation” or “Société par actions de régime fédéral” or the corresponding abbreviation. Provincial law governs the registration of trade names.

8.8 Numbered Name

If requested to do so by the incorporators of a corporation, the Director shall assign to the corporation as its name, a designating number followed by the word “Canada” and a legal element.

8.9 Microfiche Supplement of Nuans Report for Names with More Than One Distinctive Element

Very occasionally, when the corporate name that is searched has more than one distinctive element, the NUANS search report will list business names and trade-marks that are similar to only one of those distinctive features. To spare applicants the time and expense of ordering a second NUANS search on the other distinctive element, Corporations Canada will undertake to carry out a NUANS database search of the other element to see whether there are any confusing names relating to it. The applicant will be asked to accept the risk that the NUANS database search, which, unlike a regular NUANS search, does not list names that are phonetically similar to the one proposed, may not reveal a conflict that later comes to light. The conflicting name which later comes to light could necessitate the Director ordering a change of the applicant’s corporate name.

8.10 Internet Domain Names as Corporate Name

Suffixes like “.ca” or “.com” will not be treated as distinctive elements of a corporate name. The name will be treated as if it did not have the suffix. If the name has some distinctiveness without the suffix, e.g., “Doc Systems Inc.,” and it is not confusing, it will be approved. If the name has no distinctiveness without the suffix, it will be rejected

since the suffix does not add distinctiveness; e.g., “Cars.ca Inc.” would not be accepted because the name “Cars Inc.” would not be accepted, being merely descriptive of the wares.

9. Protecting Your Corporate Name

The granting of a corporate name by the Director under the *Canada Business Corporations Act* ("CBCA") generally confers a degree of protection for that corporate name. However, the granting of names under the CBCA does not in itself confer any rights to those names vis-à-vis corporate names or trade names which may have existed at the time of granting but which did not appear on the NUANS search report or which the Director did not, at the time of granting, consider likely to cause confusion. Similarly, the granting of a corporate name may not protect you from earlier or subsequent trade-marks of other parties.

The following gives a succinct overview of the relationship between trade name, corporate name and trade-mark rights and some general guidance as to how you can best protect your corporate name and the goodwill associated with it.

1. Before an applicant applies for a corporate name, it is important for him or her to ensure that there are no similar existing corporate names, trade names or trade-marks. A NUANS search report, including trade-marks which are registered or proposed for registration, is required to be filed with articles of incorporation, amendment, etc. and is usually very reliable. Since, however, the NUANS system is not fool-proof, the applicant remains responsible for any likelihood of confusion.

While a name granted by the Director will appear on future NUANS searches required for incorporation in the federal and most provincial jurisdictions, you may wish to conduct your own NUANS searches on a periodic basis after your name has been approved. This would be done in order to ensure, to your own satisfaction, that no confusing corporate or business name has subsequently been approved in the jurisdiction(s) in which you are carrying on business, and to give you up to date information about trade-marks that have been applied for or registered subsequent to the granting of your corporate name.

2. Using a corporate name which is similar to a registered trade-mark may result in liability for infringement of the registered trade-mark even if the trade-mark was registered after the corporate name was granted. This is so because, under trade-marks law, the holder of a corporate name bears the responsibility of ensuring that no new trade-marks are registered which are confusing with that name. Information on registered and advertised trade-marks can be obtained from the Trade-Marks Journal distributed by the Canadian Intellectual Property Office (see www.cipo.gc.ca) * or by conducting a search of one of the various electronic trade-mark databases **. The holder of a corporate name has the right, in certain circumstances, to oppose the registration of a trade-mark or to have a trade-mark registration expunged.
3. Registration of a trade-mark is the best way to obtain the exclusive right to use the mark in all of Canada in association with the products and services for which the

registration is obtained. While the Trade-Marks Office ** can provide basic guidance, it is recommended that a specialist (a trade-mark agent or trade-mark lawyer) be consulted. It should be noted that trade-mark registration is not available for corporate names in all circumstances.

* Canada Communications Group
Publishing
Supply and Services Canada
45 Sacré-Coeur Blvd.
Hull, Quebec
K1A 0S9

Tel: 1-800-635-7943
Tel: 819-956-4800

** Trade-Marks Office
Industry Canada
Phase I, Place du Portage
Hull, Quebec
K1A 0C9
Tel: 819-953-8098 re on-line
databases
Tel: 819-997-1420 re general
enquiries

INDEX

(Please note that numbers are hypertext linked for those using electronic versions of this document)

Abbreviations	13	Reg. 17	29
Absolutely Prohibited	12	Reg. 18	31
ABSOLUTELY PROHIBITED		Reg. 19	23
TERM	4	Reg. 22	13
academy	18	Reg. 22(c)	16
acceptance	21	Reg. 22(d)	19
accountants	16	Reg. 23	23
Acquisitions	46	Reg. 24(1)(a)	24
acronyms	53	Reg. 24(1)(b)	25
AFFILIATE	6	Reg. 24(1)(c)	28
agency	21	Reg. 25	31
Air Canada	4	Reg. 26	27
Alberta	14	Reg. 27	35
alliteration	24	Reg. 28	39
AMALGAMATION	7, 36	Reg. 29	40
Amalgamations	46	Reg. 30	42
annuity	20	Reg. 31	46
Applied Research	18	Reg. 32	50
architect	16	Reg. 33	52
association	16	casualty	19
Association of Universities and Colleges of Canada	18	Chamber of Commerce	51
bank	19	CLUB	7, 50
BANKRUPT	7, 48	coined word	25, 30
BILINGUAL	7, 52	Colline du Parlement	4
COMBINED English and French form	7	CONFUSION with existing business names	5
may not need two NUANS		definitions	8
search reports	7	making your submission	6
British Columbia	13	NUANS search	6
broker	21	CONSENT	6
CANADA	4	family name of an individual	27
Canada Business Corporations Act (CBCA)	4	Office des professions du Québec	17
Canada Business Corporations Regulations	12	Previously Existing Reservation	9
		WRITTEN CONSENT OF AN INDIVIDUAL	10
		CONTINUANCE	7
		corporate name	10

CRTC	57	mortgage	21
descriptive element	11	multi-national corporations	57
dilution	32	NAME	
DISSOLVED	6	Facts Necessary for a Name	
distinctive	9, 23	Decision	9
distinctive element	11	NAME OF AN INDIVIDUAL	
DISTINCTIVENESS	5, 23	5
EDUCATIONAL	4	Nations Unies	4
Famous names	32	NEW BRUNSWICK	16
Fee	54	NEWFOUNDLAND OR NFLD	15
fictitious name	28	NOT-FOR-PROFIT	7, 51
fidelity	21	NOVA SCOTIA	14
fiduciary	22	NUANS	5
fiducie	22	To reserve your proposed	
FINANCIAL	4	corporate name	8
foreign language	57	Numbered Name	59
FOREIGN PARENT	10, 49	numeric characters	52
foundation	21	Obscene Names	23
Gendarmerie Royale du Canada	4	Office de la langue française	53
generic words	23	Office of the Superintendent of	
Gestion	56	Financial Institutions	
Given Names	48	19
GRC	4	Bankruptcy	26
GROUP	5	Insolvency Trustee	26
guaranty	19	legislation administered by	
holding company	56	OSFI	21
Incorporated	59	official mark	5, 9, 39
Incorporée	59	ONU	4
indemnity	19	OSFI	19
Initials	34	Parliament Hill	4
INITIALS	5	physicians	16
INSTITUTE	7	Placements	56
Insurance Companies Act	20	Pool	4
insurance-related services	21	PROFESSIONAL	4
Internet Domain Names	60	Professional Associations	16
investment	56	Punctuation	27
language forms	7	Qualifiedly Prohibited	13
lawyers	16	Abbreviations	13
legal element	12, 55	Abbreviations for Government	
loan company	19	Departments	13
Management	56	Connoting a Financial	

Intermediary	19	phonetically similar	36
names which connote		trade name	9, 59
government		Suggested Consent Form . .	38
sponsorship and		Trust and Loan Companies Act	20
control	13	TWO YEAR PERIOD	6
USE OF MANITOBA	15	UN	4
USE OF NAMES OF		underwriter	21
FOREIGN		United Nations	4
COUNTRIES	16	university	4
USE OF NEW BRUNSWICK		Voice Information System	11
.	16	warranty	19
USE OF NEWFOUNDLAND			
OR NFLD	15		
USE OF NOVA SCOTIA .	14		
USE OF SASK.,			
SASKATCHEWAN			
(SASK)	15		
Use of the term `University	18		
“College”, “School”, or “Adult			
Education”,			
“Research”, “Applied			
Research”	18		
Quebec	17		
Radio	57		
RCMP	4		
regulation 21	12		
REVIVING	6, 35		
S.A.R.F.	42		
SASKATCHEWAN	15		
School	18		
secondary meaning	9		
Securities and Exchange			
Commission	57		
Société par actions de régime			
fédéral	42		
surety	19		
surgeon	16		
surname	48		
Television	57		
territory	6		
TRADE-MARK	7, 9, 37		