

**Ministry of Government and  
Consumer Services**

**Ministère des Services gouvernementaux  
et des Services aux consommateurs**



ServiceOntario

ServiceOntario

Companies and Personal Property  
Security Branch

Direction des compagnies et  
des sûretés mobilières

(mailing address)

393 University Avenue, Suite 200  
Toronto ON M5G 2M2

(physical address)

375 University Avenue, 2<sup>nd</sup> floor

(adresse postale)

393, avenue University, bureau 200  
Toronto ON M5G 2M2

(adresse municipale)

375, avenue University, 2<sup>e</sup> étage

## **REGISTERING YOUR BUSINESS NAME IN ONTARIO**

Business names are registered with the Companies and Personal Property Security Branch (CPPSB) of the Ministry of Government and Consumer Services (MGCS) and are placed on the Public Record maintained by CPPSB for public disclosure. Anyone may search business name information contained on the Public Record for a fee to find the owners or principals behind a business name.

### **Who Must Register Under the *Business Names Act*?**

The Ontario *Business Names Act* administered by the Companies and Personal Property Security Branch applies to:

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

### **Where can I register a business name and obtain a Master Business Licence?**

#### ***ServiceOntario***

ServiceOntario's website provides access to the government's electronic services that simplify and streamline registration, renewal and reporting processes for Ontario businesses. New entrepreneurs and existing corporations can electronically complete the most important applications to register their business at one location, including applications for Business Name Registration, Retail Sales Tax Vendor Permit, Employer Health Tax and Workplace Safety and Insurance Board. When registering via Business Registration Online (a partnership between Canada Revenue Agency (CRA) and some provincial governments including Ontario), you may apply for the above programs as well as for a Federal Business Number (BN) and other CRA programs.

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

- ServiceOntario's website at [www.ServiceOntario.ca](http://www.ServiceOntario.ca).
- Self-help workstations located at ServiceOntario service locations across the province
- Business Registration Online (BRO) at [www.businessregistration.gc.ca](http://www.businessregistration.gc.ca).
- Mail: ServiceOntario, P.O. Box 1028 STN B, Toronto ON M5T 3H3

Please note that you must enter the business information yourself when using BRO, the ServiceOntario website and self-help workstations. For more information about workstation service locations, fees and processing times or to obtain ServiceOntario applications, please visit the ServiceOntario website or call:

Local:	(416) 314-9151
Toll-Free in Ontario:	1-800-565-1921
TTY:	(416) 325-3408 or toll free: 1-800-268-7095
Website:	<a href="http://www.ServiceOntario.ca">www.ServiceOntario.ca</a>

### ***Service Providers***

Electronic business name searches and registrations are also available through Service Providers under contract with the Ministry of Government and Consumer Services. For information about Service Providers visit the ServiceOntario website at [www.ServiceOntario.ca](http://www.ServiceOntario.ca).

### ***Companies and Personal Property Security Branch***

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

Companies and Personal Property Security Branch  
 Ministry of Government and Consumer Services  
**Second floor, 375 University Ave.**  
 Toronto ON M5G 2M2

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

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

Companies and Personal Property Security Branch  
 Ministry of Government and Consumer Services  
**393 University Ave., Suite 200**  
 Toronto ON M5G 2M2

### **Ministry Fee for Registration**

The Ministry fee for registering a business name:

- Through ServiceOntario, electronically \$60; by mail \$80.

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

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

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

### **Business Name Registration Forms**

If you are registering a business name under the *Business Names Act* directly with the Companies and Personal Property Security Branch, the following forms must be submitted to the Branch:

#### ***Form 1 – Registration of a Sole Proprietorship/General Partnership***

Used to register a business name for a sole proprietorship (one owner), or the firm name of a general partnership (more than one owner).

#### ***Form 2 - Registration of a Business Name for a Corporation***

Used when a corporation wishes to carry on business under a name different from the corporation's name. Not-for-profit corporations must also complete this form to publicly use a name other than their corporation name.

#### ***Form 5 –Registration of a Business Name for a Partnership/Limited Partnership (Must be filed in person or by mail to the Companies and Personal Security Branch)***

Used when a registered general partnership or existing limited partnership wishes to carry on business under a name different from the firm name of the partnership or limited partnership.

#### ***Form 6 – Ontario Limited Liability Partnership, Extra-Provincial Limited Liability Partnership, Extra-Provincial Limited Liability Company (Must be filed in person or by mail to the Companies and Personal Security Branch)***

- **Limited Liability Partnerships** must register the firm name and can carry on business in Ontario only under the registered firm name. An LLP is a partnership with special characteristics related to liability, and may be formed only by professionals whose governing legislation permits LLP's to practice the profession. Currently in Ontario, only lawyers, chartered accountants and certified general accountants may form a Limited Liability Partnership. The words "limited liability partnership" or "société à responsabilité limitée" or the abbreviations "LLP", "L.L.P." or "s.r.l." must appear in the name of a limited liability partnership.

- **Extra-Provincial Limited Liability Partnership** must register the firm name to carry on business in Ontario, and can carry on business only under the registered firm name. An Extra-Provincial LLP may carry on business in Ontario only if it practices a profession that Ontario LLP's are authorized to practice.
- **Extra-Provincial Limited Liability Companies** must register the company name to carry on business in Ontario. A limited liability company is an unincorporated association, other than a partnership, formed under the laws of another jurisdiction that grants its members limited liability. There is no statute to establish an Ontario LLC.

### Availability of Forms

The forms are available on the ServiceOntario website at [www.ServiceOntario.ca](http://www.ServiceOntario.ca).

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

### Master Business Licence (MBL)

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

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

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

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

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

For detailed information about searching a business name and product descriptions, and for information on corporate name searches as well as NUANS and trademark searches, please

refer to the “Searching the Public Record” information sheet available on the ServiceOntario website at [www.ServiceOntario.ca](http://www.ServiceOntario.ca).

### **Registration Expiry/Renewal**

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

### **Amending or Cancelling a Registration**

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

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

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

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

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

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

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

with a name that is different from its corporate name, the operating name must be registered under the *Business Names Act*.

## **Liability**

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

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

If you need a lawyer, you may wish to contact the Lawyer Referral Service of the Law Society of Upper Canada. You will be referred to a lawyer for up to a half-hour free legal consultation, either in person or over the phone. Please note that this is a toll service and phoning the Lawyer Referral Service line will automatically generate a \$6.00 charge on your phone bill, in the month following your call. You must be 18 years of age to access this service. The number is 1-900-565-4577 (1-900-565-4LRS).

## **Penalties for not Registering**

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

## **Help Choosing a Business Name**

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

## **Restrictions on Business Names**

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

- Words or expressions, in any language, that are obscene or objectionable in nature.
- Words that imply the business is a different type of organization. For example, you may not imply that a sole proprietorship is a partnership. You may not use numbers or words that imply the business name is a corporate number name. Also the registered name of a business carried on for profit should not contain words that imply it is a not-for-profit organization.
- The words “college,” “institute,” or “university” cannot be used, if it would suggest the

registrant is a post-secondary educational institution, without the written consent of the Ministry of Training, Colleges and Universities. To obtain consent in writing from this ministry, please contact:

Ministry of Training, Colleges and Universities  
Postsecondary Accountability Branch  
General Inquiries: (416) 325-1816

Advise the ministry that you are registering under the *Business Names Act*.

- You may not use the words “Limited”, “Limitée”, “Incorporated”, “Incorporée”, “Corporation”, or the corresponding abbreviations “Ltd.”, “Ltée”, “Inc.” or “Corp.”, unless the word “limited” is used in the name of a limited liability partnership, extra-provincial limited liability company or in the name of a limited partnership formed under the *Limited Partnerships Act*.
- You may not use the words “Limited Liability Partnership” or the abbreviation “LLP” in the business name unless you are registering an Ontario limited liability partnership or an extra-provincial limited liability partnership.
- You may not use the words “Limited Liability Company” or the abbreviation “LLC” in the business name unless you are registering an extra-provincial limited liability company.
- Words that are prohibited under federal or Ontario laws or words that are restricted unless the restriction is satisfied.
- Words that imply the business is connected with the Crown, the Government of Canada, of a province or of a territory, a municipality, or an agency of the Crown, government or municipality, without written consent of the appropriate authority.
- Names of individuals may not be used unless they have or had a material interest in the business activity and have given their written permission. If the individual is deceased and his or her name is used within 30 years of the date of death, the written consent of the estate or the estate trustee (i.e. the executor or administrator) must be obtained.

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

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

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

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

## **Where can I Find More Help and Information?**

### ***Ministry of Economic Development and Trade***

The Ministry of Economic Development and Trade operates enterprise centres and business self-help offices across the province to assist anyone wanting to start a new business. They provide information, access to resource material and advice on preparing a business plan, managing a new business and governmental assistance available to entrepreneurs.

#### ***Ministry of Economic Development and Trade and Ministry of Small Business and Entrepreneurship General Inquiries***

8th Floor, Hearst Block  
900 Bay St.  
Toronto ON M7A 2E1  
Toll-free: 1-866-668-4249 or 1-866-ONT4BIZ  
In Toronto: (416) 325-6666  
Email: info@edt.gov.on.ca

Website: [www.ontariocanada.com](http://www.ontariocanada.com)

### ***The Canada-Ontario Business Service Centre***

The Canada-Ontario Business Service Centre (COBSC) provides access to accurate, timely and relevant information on federal and provincial business-related programs, services and regulations. The COBSC is jointly managed by Industry Canada and the Ontario Ministry of Government Services. The COBSC has a contact centre staffed by knowledgeable Information Officers who can respond to business-related enquiries in both official languages between 8:30 a.m. and 6:00 p.m., Monday to Friday (every Government business day).

For more information, call **1-800-567-2345** or visit the Canada-Ontario Business Service Centre website at [www.cbosc.org/ontario](http://www.cbosc.org/ontario).

### **Other Related Information Sheets**

Searching the Public Record  
Business Name and Limited Partnership Search Products

November 30, 2007  
(aussi disponible en français)