

Stricken language would be deleted from and underlined language would be added to present law.

State of Arkansas  
94th General Assembly  
Regular Session, 2023

# A Bill

HOUSE BILL 1209

By: Representative Haak  
By: Senator Dees

## For An Act To Be Entitled

AN ACT CONCERNING THE USE OF A REGISTERED NAME OF  
CERTAIN CORPORATIONS AND LIMITED LIABILITY COMPANIES  
THAT HAVE BEEN DISSOLVED; AND FOR OTHER PURPOSES.

### Subtitle

CONCERNING THE USE OF A REGISTERED NAME  
OF CERTAIN CORPORATIONS AND LIMITED  
LIABILITY COMPANIES THAT HAVE BEEN  
DISSOLVED.

BE IT ENACTED BY THE GENERAL ASSEMBLY OF THE STATE OF ARKANSAS:

SECTION 1. Arkansas Code § 4-26-405(e), concerning use of a fictitious name of a dissolved corporation, is amended to add an additional subdivision to read as follows:

(3)(A) The Secretary of State shall remove the fictitious name of a dissolved corporation within three (3) years of the dissolution of the corporation.

(B) The name of a dissolved corporation that has been removed under subdivision (e)(3)(A) of this section is available for use by another corporation formed under this chapter.

SECTION 2. Arkansas Code § 4-26-406 is amended to read as follows:  
4-26-406. Unlawful use, reservation, or registration of name –  
Injunction – Dissolved corporation.

(a) Where the use, reservation, or registration of a corporate name is



in violation of this chapter, it may, by court decree, be cancelled or enjoined, on the suit of the Attorney General or of any person or corporation injured by the unlawful use, reservation, or registration, notwithstanding the fact that such use, reservation, or registration has been approved by the Secretary of State.

(b)(1) The Secretary of State shall remove the corporate name of a dissolved corporation within three (3) years of the dissolution of the corporation.

(2) The name of a dissolved corporation that has been removed under subdivision (b)(1) of this section is available for use by another corporation formed under this chapter.

SECTION 3. Arkansas Code § 4-27-401, concerning corporate names under the Arkansas Business Corporation Act of 1987, is amended to add an additional subsection to read as follows:

(e)(1) The Secretary of State shall remove the corporate name of a dissolved corporation within three (3) years of the dissolution of the corporation.

(2) The name of a dissolved corporation that has been removed under subdivision (e)(1) of this section is available for use by another corporation formed under this chapter.

SECTION 4. Arkansas Code § 4-27-404(d), concerning the use of fictitious names of a dissolved applicant corporation under the Arkansas Business Corporation Act of 1987, is amended to read as follows:

(d)(1) If, after a filing hereunder under this section, the applicant corporation is dissolved, or ~~(being a foreign corporation)~~ a foreign corporation surrenders or forfeits its rights to do business in Arkansas or, ~~(whether a domestic or foreign corporation)~~ whether or not a domestic or foreign corporation, ceases to do business in Arkansas under the specified fictitious name, such the corporation shall be obligated to file in each of the offices aforesaid with the Secretary of State, and in case of a domestic corporation, with the county clerk of the county in which the corporation's registered office is located unless it is located in Pulaski County, a cancellation of its the corporation's privilege hereunder under this section.

(2) If such the cancellation is not filed, the Secretary of

State, upon satisfactory evidence, may cancel ~~such the~~ privilege, in which event such if the cancellation shall be is certified by the Secretary of State to the county clerk, who will file the same without fee.

(3)(A) The Secretary of State shall remove the fictitious name of a dissolved corporation within three (3) years of the dissolution of the corporation.

(B) The name of a dissolved corporation that has been removed under subdivision (d)(3) of this section is available for use by another corporation formed under this chapter.

SECTION 5. Arkansas Code § 4-38-112, concerning permitted names and the use of a name of a dissolved limited liability corporation under the Uniform Limited Liability Company Act, is amended to add an additional subsection to read as follows:

(h)(1) The Secretary of State shall remove the name of a dissolved limited liability company within three (3) years of the dissolution of the limited liability company.

(2) The name of a dissolved limited liability company that has been removed under subdivision (h)(1) of this section is available for use by another limited liability company formed under this chapter.

SECTION 6. Arkansas Code § 4-38-122, concerning use of fictitious names under the Uniform Limited Liability Company Act, is amended to add an additional subsection to read as follows:

(h)(1) The Secretary of State shall remove the fictitious name of a dissolved limited liability company within three (3) years of the dissolution of the limited liability company.

(2) The name of a dissolved limited liability company that has been removed under subdivision (h)(1) of this section is available for use by another limited liability company formed under this chapter.