

CHAPTER 23

CORPORATIONS AND ASSOCIATIONS

HOUSE BILL 94-1131

BY REPRESENTATIVES Schauer and Martin;
also SENATOR Wattenberg.**AN ACT****CONCERNING THE FILING OF DOCUMENTS BY BUSINESS ENTITIES WITH THE SECRETARY OF STATE.***Be it enacted by the General Assembly of the State of Colorado:***SECTION 1.** 7-114-202 (1) and (2), Colorado Revised Statutes, 1986 Repl. Vol., as amended, are amended to read:

7-114-202. Procedure for and effect of administrative dissolution. (1) If the secretary of state determines that one or more grounds exist under section 7-114-201 for dissolving a corporation, the secretary of state shall ~~serve~~ MAIL written notice of the determination, stating such ground or grounds, ~~on~~ TO the corporation. ~~in the manner provided in section 7-105-104.~~

(2) If the corporation does not correct each ground for dissolution, or demonstrate to the reasonable satisfaction of the secretary of state that each ground determined by the secretary of state does not exist, within sixty days after ~~service~~ MAILING of the notice contemplated in subsection (1) of this section, the secretary of state may administratively dissolve the corporation. The secretary of state shall ~~serve~~ MAIL written notice of the administrative dissolution, stating the effective date thereof, ~~on~~ TO the dissolved corporation ~~in the manner provided in section 7-105-104~~ and shall ~~deliver~~ MAIL a copy of such notice to the last registered agent of the dissolved corporation.

SECTION 2. 7-114-203 (3), Colorado Revised Statutes, 1986 Repl. Vol., as amended, is amended to read:

7-114-203. Reinstatement following administrative dissolution. (3) If the secretary of state determines that the application for reinstatement contains the information required by subsections (1) and (2) of this section and that the

Capital letters indicate new material added to existing statutes; dashes through words indicate deletions from existing statutes and such material not part of act.

information is correct, the secretary of state shall revoke the administrative dissolution. The secretary of state shall ~~serve~~ MAIL written notice of the revocation, stating the effective date thereof, ~~on~~ TO the corporation. ~~in the manner provided in section 7-105-104.~~

SECTION 3. 7-114-204 (1) and (2), Colorado Revised Statutes, 1986 Repl. Vol., as amended, are amended to read:

7-114-204. Appeal from denial of reinstatement. (1) If the secretary of state denies a corporation's application for reinstatement following administrative dissolution, the secretary of state shall ~~serve on the corporation, in the manner provided in section 7-105-104,~~ MAIL written notice setting forth the reason or reasons for such denial.

(2) The corporation may appeal the denial of reinstatement to the district court of the county where the registered or principal office of the corporation is located within thirty days after ~~service~~ MAILING of the notice of denial ~~is perfected under section 7-105-104,~~ by petitioning the court to set aside the dissolution and attaching to the petition copies of the secretary of state's notice of dissolution, the corporation's application for reinstatement, and the secretary of state's notice of denial.

SECTION 4. 7-115-302 (1) and (2), Colorado Revised Statutes, 1986 Repl. Vol., as amended, are amended to read:

7-115-302. Procedure for and effect of revocation. (1) If the secretary of state determines that one or more grounds exist under section 7-115-301 for revoking the authority of a foreign corporation to transact business in this state, the secretary of state shall ~~serve on the foreign corporation, in the manner provided in section 7-115-111,~~ MAIL written notice of the determination TO THE FOREIGN CORPORATION, stating such ground or grounds.

(2) If the foreign corporation does not correct each ground for revocation, or demonstrate to the reasonable satisfaction of the secretary of state that each such ground does not exist, within sixty days after ~~service~~ MAILING of the notice contemplated in subsection (1) of this section, the secretary of state may revoke the foreign corporation's authority to transact business in this state. The secretary of state shall ~~serve~~ MAIL written notice of the revocation, stating the effective date thereof, ~~on~~ TO the foreign corporation ~~in the manner provided in section 7-115-111~~ and shall ~~deliver~~ MAIL a copy of such notice to the last registered agent of the foreign corporation.

SECTION 5. 7-115-303 (1), Colorado Revised Statutes, 1986 Repl. Vol., as amended, is amended to read:

7-115-303. Appeal from revocation. (1) A foreign corporation may appeal the secretary of state's revocation of its authority to transact business in this state to the district court in and for the city and county of Denver or to the district court of the county where the corporation's registered or principal office is located, within thirty days after ~~service~~ MAILING of the notice of revocation ~~is perfected under section 7-115-111,~~ by petitioning the court to set aside the revocation and attaching to the petition copies of its application for authority to transact business and any amended

applications, each as filed, and the secretary of state's notice of revocation.

SECTION 6. 7-22-106, Colorado Revised Statutes, 1986 Repl. Vol., as amended, is REPEALED AND REENACTED, WITH AMENDMENTS, to read:

7-22-106. Service of process on nonprofit corporation. (1) A NONPROFIT CORPORATION'S REGISTERED AGENT IS THE CORPORATION'S AGENT FOR SERVICE OF PROCESS, NOTICE, OR DEMAND REQUIRED OR PERMITTED BY LAW TO BE SERVED ON THE NONPROFIT CORPORATION.

(2) IF A NONPROFIT CORPORATION HAS NO REGISTERED AGENT, OR THE REGISTERED AGENT CANNOT WITH REASONABLE DILIGENCE BE SERVED, THE NONPROFIT CORPORATION MAY BE SERVED BY REGISTERED OR CERTIFIED MAIL, RETURN RECEIPT REQUESTED, ADDRESSED TO THE NONPROFIT CORPORATION AT ITS PRINCIPAL OFFICE. SERVICE IS PERFECTED UNDER THIS SUBSECTION (2) AT THE EARLIEST OF THE FOLLOWING:

(a) THE DATE THE NONPROFIT CORPORATION RECEIVES THE PROCESS, NOTICE, OR DEMAND;

(b) THE DATE SHOWN ON THE RETURN RECEIPT, IF SIGNED ON BEHALF OF THE NONPROFIT CORPORATION; OR

(c) FIVE DAYS AFTER MAILING.

(3) THIS SECTION DOES NOT PRESCRIBE THE ONLY MEANS, OR NECESSARILY THE REQUIRED MEANS, OF SERVING A NONPROFIT CORPORATION.

SECTION 7. 7-27-110, Colorado Revised Statutes, 1986 Repl. Vol., as amended, is REPEALED AND REENACTED, WITH AMENDMENTS, to read:

7-27-110. Service of process on a foreign nonprofit corporation. (1) A FOREIGN NONPROFIT CORPORATION'S REGISTERED AGENT IS THE FOREIGN NONPROFIT CORPORATION'S AGENT FOR SERVICE OF PROCESS, NOTICE, OR DEMAND REQUIRED OR PERMITTED BY LAW TO BE SERVED ON THE FOREIGN NONPROFIT CORPORATION.

(2) IF A FOREIGN NONPROFIT CORPORATION HAS NO REGISTERED AGENT, OR THE REGISTERED AGENT CANNOT WITH REASONABLE DILIGENCE BE SERVED, THE FOREIGN NONPROFIT CORPORATION MAY BE SERVED BY REGISTERED OR CERTIFIED MAIL, RETURN RECEIPT REQUESTED, ADDRESSED TO THE FOREIGN NONPROFIT CORPORATION AT ITS PRINCIPAL OFFICE. SERVICE IS PERFECTED UNDER THIS SUBSECTION (2) AT THE EARLIEST OF THE FOLLOWING:

(a) THE DATE THE FOREIGN NONPROFIT CORPORATION RECEIVES THE PROCESS, NOTICE, OR DEMAND;

(b) THE DATE SHOWN ON THE RETURN RECEIPT, IF SIGNED ON BEHALF OF THE FOREIGN NONPROFIT CORPORATION; OR

(c) FIVE DAYS AFTER MAILING.

(3) THIS SECTION DOES NOT PRESCRIBE THE ONLY MEANS, OR NECESSARILY THE REQUIRED MEANS, OF SERVING A FOREIGN NONPROFIT CORPORATION.

SECTION 8. Article 29 of title 7, Colorado Revised Statutes, 1986 Repl. Vol., as amended, is amended BY THE ADDITION OF A NEW SECTION to read:

7-29-108. Filing duty of secretary of state - manner of filing. (1) IF A DOCUMENT DELIVERED TO THE SECRETARY OF STATE FOR FILING SATISFIES THE REQUIREMENTS OF ARTICLES 20 TO 29 OF THIS TITLE, THE SECRETARY OF STATE SHALL FILE IT.

(2) NOTWITHSTANDING ANY PROVISIONS IN ARTICLES 20 TO 29 OF THIS TITLE REGARDING THE FILING OF DOCUMENTS OR THE ISSUANCE OF CERTIFICATES, THE SECRETARY OF STATE FILES A DOCUMENT BY LEGIBLY STAMPING OR OTHERWISE ENDORSING THE WORD "FILED", TOGETHER WITH THE NAME AND OFFICIAL TITLE OF THE SECRETARY OF STATE AND THE TIME AND DATE OF RECEIPT, ON BOTH THE DOCUMENT AND THE ACCOMPANYING COPY OR COPIES. AFTER FILING A DOCUMENT, THE SECRETARY OF STATE SHALL MAIL THE ACCOMPANYING COPY, WITH THE RECEIPT FOR FILING FEES, IF ANY, TO THE DOMESTIC OR FOREIGN CORPORATION OR ITS REPRESENTATIVE.

(3) THE SECRETARY OF STATE SHALL ISSUE TO ANY PERSON, UPON REQUEST, A CERTIFICATE THAT SETS FORTH FACTS OF RECORD IN THE OFFICE OF THE SECRETARY OF STATE, INCLUDING, IF APPROPRIATE, A CERTIFICATE OF GOOD STANDING CONCERNING A DOMESTIC OR FOREIGN NONPROFIT CORPORATION.

SECTION 9. 7-70-102 (2) and (4), Colorado Revised Statutes, 1986 Repl. Vol., are amended to read:

7-70-102. Application for registration. (2) The application shall be signed and verified by the applicant, ~~or by a member of or agent for the firm, or an officer or agent of the corporation or association, OR A MANAGER OR MANAGERS OF A LIMITED LIABILITY COMPANY applying.~~ The application shall be FILED IN DUPLICATE AND EACH COPY OF THE APPLICATION SHALL BE accompanied by a specimen or facsimile of the trademark. ~~in triplicate.~~

(4) (a) THE SECRETARY OF STATE SHALL REGISTER A TRADEMARK APPLICATION IN ACCORDANCE WITH PARAGRAPH (b) OF THIS SUBSECTION (4) upon a finding by the secretary of state that the trademark set forth in the application ~~is not identical with a trademark already registered in this state for the same class of goods or services the secretary of state shall issue a certificate of registration.~~ DOES NOT:

(I) SO RESEMBLE A TRADEMARK ALREADY REGISTERED IN THIS STATE BY ANOTHER, WHICH TRADEMARK HAS BEEN PREVIOUSLY USED BY THE REGISTERED TRADEMARK OWNER AND NOT ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH REGISTERED TRADEMARK OWNER;

(II) SO RESEMBLE THE CORPORATE NAME OF ANY DOMESTIC OR FOREIGN CORPORATION OR NONPROFIT CORPORATION ON FILE WITH THE SECRETARY OF STATE, WHICH NAME HAS BEEN PREVIOUSLY USED BY SUCH ENTITY IN THIS STATE AND NOT

ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH ENTITY;

(III) SO RESEMBLE THE NAME OF ANY DOMESTIC OR FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY COMPANY ON FILE WITH THE SECRETARY OF STATE, WHICH NAME HAS BEEN PREVIOUSLY USED BY SUCH ENTITY IN THIS STATE AND NOT ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH ENTITY;

(IV) SO RESEMBLE THE NAME UNDER WHICH ANY FOREIGN CORPORATION OR FOREIGN NONPROFIT CORPORATION, FOREIGN LIMITED PARTNERSHIP OR FOREIGN LIMITED LIABILITY COMPANY IS AUTHORIZED TO TRANSACT BUSINESS IN THIS STATE, WHICH NAME HAS BEEN PREVIOUSLY USED BY SUCH ENTITY IN THIS STATE AND NOT ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH ENTITY;

(V) SO RESEMBLE THE CORPORATE NAME OF ANY FOREIGN CORPORATION OR FOREIGN NONPROFIT CORPORATION REGISTERED PURSUANT TO SECTION 7-115-107 OR 7-22-108, WHICH NAME HAS BEEN PREVIOUSLY USED BY SUCH ENTITY IN THIS STATE AND NOT ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH ENTITY;

(VI) SO RESEMBLE A NAME THE EXCLUSIVE RIGHT TO WHICH IS RESERVED WITH THE SECRETARY OF STATE UNDER THE LAWS OF THIS STATE, WHICH NAME HAS BEEN PREVIOUSLY USED BY THE LEGAL OWNER THEREOF IN THIS STATE AND NOT ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH OWNER;

(VII) SO RESEMBLE ANY TRADE NAME OR ASSUMED NAME REGISTERED WITH THE SECRETARY OF STATE BY ANOTHER PERSON PURSUANT TO SECTION 7-71-101 OR FOR WHICH AN APPLICATION FOR REGISTRATION BY ANOTHER PERSON IS PENDING, WHICH HAS BEEN PREVIOUSLY USED BY SUCH PERSON IN THIS STATE AND NOT ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH PERSON; OR

(VIII) SO RESEMBLE THE CORPORATE NAME, ASSUMED NAME, OR TRADE NAME OF A DISSOLVED CORPORATION DURING THE ONE-HUNDRED-TWENTY-DAY PERIOD FOLLOWING THE EFFECTIVE DATE OF SUCH CORPORATION'S DISSOLUTION, WHICH HAS BEEN PREVIOUSLY USED BY SUCH CORPORATION IN THIS STATE AND WHICH USE HAS NOT BEEN ABANDONED, THAT IT IS LIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF SUCH PERSON.

(b) THE MANNER OF REGISTRATION SHALL BE AS FOLLOWS: THE SECRETARY OF STATE SHALL LEGIBLY STAMP OR OTHERWISE ENDORSE THE WORD "FILED", TOGETHER WITH THE NAME AND OFFICIAL TITLE OF THE SECRETARY OF STATE AND THE TIME AND DATE OF RECEIPT, ON BOTH THE DOCUMENT AND THE ACCOMPANYING COPY OR COPIES. THE SECRETARY OF STATE SHALL DELIVER THE ACCOMPANYING COPY, WITH THE RECEIPT FOR FILING FEES, IF ANY, TO THE APPLICANT.

(c) SHOULD THE SECRETARY OF STATE FAIL TO REGISTER AN APPLICANT'S TRADEMARK PURSUANT TO THIS SUBSECTION (4), THE APPLICANT MAY, WITHIN THIRTY

DAYS OF RECEIPT OF THE NOTICE OF REJECTION, APPEAL THE REJECTION TO THE SECRETARY OF STATE. THE EXISTENCE OF A NAME IN THE SECRETARY OF STATE'S FILES CONSTITUTES PRIMA FACIE EVIDENCE THAT THE NAME HAS BEEN USED BY THE REGISTRANT IN THIS STATE AND HAS NOT BEEN ABANDONED. THE APPLICANT HAS THE BURDEN OF SHOWING TO THE SATISFACTION OF THE SECRETARY OF STATE THAT SUCH NAME HAS NOT BEEN USED IN THIS STATE OR HAS BEEN ABANDONED OR THAT THE APPLICANT'S TRADEMARK IS SUCH THAT IT IS UNLIKELY TO CAUSE CONFUSION OR MISTAKE OR TO DECEIVE WHEN USED IN CONNECTION WITH THE GOODS OR SERVICES OF THE REGISTRANT OF SUCH REGISTERED NAME. IF THE SECRETARY OF STATE CONTINUES TO REFUSE TO FILE THE APPLICANT'S TRADEMARK, THE APPLICANT MAY, WITHIN FORTY-FIVE DAYS AFTER THE EFFECTIVE DATE OF THE NOTICE OF THE REFUSAL, APPEAL TO THE DISTRICT COURT OF THE COUNTY WHERE THE APPLICANT RESIDES.

SECTION 10. 7-70-103 (1), Colorado Revised Statutes, 1986 Repl. Vol., is repealed as follows:

~~**7-70-103. Certificate of registration.** (1) The certificate of registration shall be issued by the secretary of state under the seal of the state. The certificate shall show the name and business address and, if a corporation, the state of incorporation of the person claiming ownership of the trademark, the date claimed for the first use of the trademark anywhere and the date claimed for the first use of the trademark in this state, the class of goods or services and a description of the goods or services in connection with which the trademark is used, a reproduction of the trademark, the registration date, and the term of the registration.~~

SECTION 11. 7-70-105 (2) and (3), Colorado Revised Statutes, 1986 Repl. Vol., are amended to read:

7-70-105. Assignment and change of name. (2) Assignments shall be by instruments in writing duly executed and acknowledged BY THE OWNER and may be filed with the secretary of state, upon payment to ~~him~~ THE SECRETARY OF STATE of a fee which shall be determined and collected pursuant to section 24-21-104 (3), C.R.S., who, upon filing the assignment and upon payment of a fee which shall be determined and collected pursuant to section 24-21-104 (3), C.R.S., shall issue in the name of the assignee a new certificate for the remainder of the term of the registration or of the last renewal thereof. SHALL LEGIBLY STAMP OR OTHERWISE ENDORSE THE WORD "FILED", WITH THE NAME AND OFFICIAL TITLE OF THE SECRETARY OF STATE ON THE COPIES. THE SECRETARY OF STATE SHALL DELIVER THE ACCOMPANYING COPY, WITH THE RECEIPT FOR FILING FEES, IF ANY, TO THE APPLICANT. Any assignment of any registration under this article shall be void as against any subsequent purchaser for valuable consideration without notice unless it is filed with the secretary of state within three months after the date thereof or prior to the subsequent purchase.

(3) Any individual, firm, partnership, corporation, LIMITED LIABILITY COMPANY, association, union, or other organization having a trademark registered with the secretary of state, upon changing its name, shall file a change of name statement with the secretary of state giving the name of the owner as shown on the registration on file with the secretary of state, THE ORIGINAL REGISTRATION NUMBER ASSIGNED BY THE SECRETARY OF STATE, the name change, the words constituting the trademark, and the trademark classification. Such statement shall be signed by ~~an official~~

~~representative of the owner and his signature shall be notarized~~ THE OWNER OR THE OWNER'S AGENT. The secretary of state shall charge a fee which shall be determined and collected pursuant to section 24-21-104 (3), C.R.S., for filing the statement and shall, upon request, issue a new certificate for a fee which shall be determined and collected pursuant to section 24-21-104 (3), C.R.S.

SECTION 12. 7-70-109, Colorado Revised Statutes, 1986 Repl. Vol., is amended to read:

7-70-109. Classification. The following general classes of goods and services are established for convenience of administration of this article, but not to limit or extend the applicant's or registrant's rights, and a single application for registration of a trademark may include any or all goods or services in connection with which the trademark is actually being used comprised in a single class, but in no event shall a single application include goods or services upon which the trademark is being used which fall within different classes. The classes are as follows:

Classification of Goods

- (1) — ~~Raw or partly prepared materials~~
- (2) — ~~Receptacles~~
- (3) — ~~Baggage, animal equipments, portfolios, and pocketbooks~~
- (4) — ~~Abrasives and polishing materials~~
- (5) — ~~Adhesives~~
- (6) — ~~Chemicals and chemical compositions~~
- (7) — ~~Cordage~~
- (8) — ~~Smokers' articles, not including tobacco products~~
- (9) — ~~Explosives, firearms, equipments, and projectiles~~
- (10) — ~~Fertilizers~~
- (11) — ~~Inks and inking materials~~
- (12) — ~~Construction materials~~
- (13) — ~~Hardware and plumbing and steam-fitting supplies~~
- (14) — ~~Metals and metal castings and forgings~~
- (15) — ~~Oils and greases~~
- (16) — ~~Protective and decorative coatings~~

- (17) — Tobacco products
- (18) — Medicines and pharmaceutical preparations
- (19) — Vehicles
- (20) — Linoleum and oiled cloth
- (21) — Electrical apparatus, machines, and supplies
- (22) — Games, toys, and sporting goods
- (23) — Cutlery, machinery, and tools, and parts thereof
- (24) — Laundry appliances and machines
- (25) — Locks and safes
- (26) — Measuring and scientific appliances
- (27) — Horological instruments
- (28) — Jewelry and precious-metal ware
- (29) — Brooms, brushes, and dusters
- (30) — Crockery, earthenware, and porcelain
- (31) — Filters and refrigerators
- (32) — Furniture and upholstery
- (33) — Glassware
- (34) — Heating, lighting, and ventilating apparatus
- (35) — Belting, hose, machinery packing, and nonmetallic tires
- (36) — Musical instruments and supplies
- (37) — Paper and stationery
- (38) — Prints and publications
- (39) — Clothing
- (40) — Fancy goods, furnishings, and notions
- (41) — Canes, parasols, and umbrellas
- (42) — Knitted, netted, and textile fabrics, and substitutes therefor

- ~~(43) Thread and yarn~~
- ~~(44) Dental, medical, and surgical appliances~~
- ~~(45) Soft drinks and carbonated waters~~
- ~~(46) Foods and ingredients of foods~~
- ~~(47) Wines~~
- ~~(48) Malt beverages and liquors~~
- ~~(49) Distilled alcoholic liquors~~
- ~~(50) Merchandise not otherwise classified~~
- ~~(51) Cosmetics and toilet preparations~~
- ~~(52) Detergents and soaps~~

Classification of Services

- ~~(100) Miscellaneous~~
- ~~(101) Advertising and business~~
- ~~(102) Insurance and financial~~
- ~~(103) Construction and repair~~
- ~~(104) Communication~~
- ~~(105) Transportation and storage~~
- ~~(106) Material treatment~~
- ~~(107) Education and entertainment~~
- ~~(200) Collective membership~~

International Schedule of Goods

- (1) CHEMICAL PRODUCTS USED IN INDUSTRY, SCIENCE, PHOTOGRAPHY, AGRICULTURE, HORTICULTURE, AND FORESTRY; ARTIFICIAL AND SYNTHETIC RESINS; PLASTICS IN THE FORM OF POWDERS, LIQUIDS, OR PASTES, FOR INDUSTRIAL USE; MANURES (NATURAL AND ARTIFICIAL); FIRE EXTINGUISHING COMPOSITIONS; TEMPERING SUBSTANCES AND CHEMICAL PREPARATIONS FOR SOLDERING; CHEMICAL SUBSTANCES FOR PRESERVING FOODSTUFFS; TANNING SUBSTANCES; ADHESIVE SUBSTANCES USED IN INDUSTRY.
- (2) PAINTS, VARNISHES, AND LACQUERS; PRESERVATIVES AGAINST RUST AND

AGAINST DETERIORATION OF WOOD; COLORING MATTERS AND DYESTUFFS; MORDANTS; NATURAL RESINS; METALS IN FOIL AND POWDER FORM FOR PAINTERS AND DECORATORS.

- (3) BLEACHING PREPARATIONS AND OTHER SUBSTANCES FOR LAUNDRY USE; CLEANING, POLISHING, SCOURING AND ABRASIVE PREPARATION; SOAPS; PERFUMERY, ESSENTIAL OILS, COSMETICS, AND HAIR LOTIONS; DENTIFRICES.
- (4) INDUSTRIAL OILS AND GREASES, OTHER THAN OILS AND FATS AND ESSENTIAL OILS; LUBRICANTS; DUST LAYING AND ABSORBING COMPOSITIONS; FUELS, INCLUDING MOTOR SPIRITS, AND ILLUMINANTS; CANDLES, TAPERS, NIGHT LIGHTS, AND WICKS.
- (5) PHARMACEUTICAL, VETERINARY, AND SANITARY SUBSTANCES; INFANTS' AND INVALIDS' FOODS; PLASTERS AND MATERIAL FOR BANDAGING; MATERIAL FOR STOPPING TEETH, DENTAL WAX, DISINFECTANTS; PREPARATIONS FOR KILLING WEEDS AND DESTROYING VERMIN.
- (6) UNWROUGHT AND PARTLY WROUGHT COMMON METALS AND THEIR ALLOYS; ANCHORS, ANVILS, BELLS, AND ROLLED AND CAST BUILDING MATERIALS; RAILS AND OTHER METALLIC MATERIALS FOR RAILWAY TRACKS; CHAINS, EXCLUDING DRIVING CHAINS FOR VEHICLES; NONELECTRIC CABLES AND NONELECTRIC WIRES; LOCKSMITHS' WORK; METALLIC PIPES AND TUBES; SALES AND CASH BOXES; STEEL WALLS; HORSESHOES; NAILS AND SCREWS; OTHER GOODS IN NONPRECIOUS METAL NOT INCLUDED IN OTHER CLASSES; ORES.
- (7) MACHINES AND MACHINE TOOLS; MOTORS, EXCEPT FOR LAND VEHICLES; MACHINE COUPLINGS AND BELTING, EXCEPT FOR LAND VEHICLES; LARGE SIZE AGRICULTURAL IMPLEMENTS; INCUBATORS.
- (8) HAND TOOLS AND INSTRUMENTS; CUTLERY, FORKS, AND SPOONS; SIDE ARMS.
- (9) SCIENTIFIC, NAUTICAL, SURVEYING, AND ELECTRICAL APPARATUS AND INSTRUMENTS, INCLUDING WIRELESS, PHOTOGRAPHIC, CINEMATOGRAPHIC, OPTICAL, WEIGHING, MEASURING, SIGNALING, CHECKING (SUPERVISION), LIFE-SAVING, AND TEACHING APPARATUS AND INSTRUMENTS; COIN OR COUNTERFREED APPARATUS; TALKING MACHINES; CASH REGISTERS; CALCULATING MACHINES; FIRE EXTINGUISHING APPARATUS.
- (10) SURGICAL, MEDICAL, DENTAL, AND VETERINARY INSTRUMENTS AND APPARATUS, INCLUDING ARTIFICIAL LIMBS, EYES, AND TEETH.
- (11) INSTALLATIONS FOR LIGHTING, HEATING, STEAM GENERATING, COOKING, REFRIGERATING, DRYING, VENTILATING, WATER SUPPLY, AND SANITARY PURPOSES.
- (12) VEHICLES; APPARATUS FOR LOCOMOTION BY LAND, AIR, OR WATER.

- (13) FIREARMS; AMMUNITION AND PROJECTILES; EXPLOSIVE SUBSTANCES; FIREWORKS.
- (14) PRECIOUS METALS, THEIR ALLOYS, AND GOODS IN PRECIOUS METALS OR COATED THEREWITH, NOT INCLUDING CUTLERY, FORKS, AND SPOONS; JEWELRY, PRECIOUS STONES, AND HOROLOGICAL AND OTHER CHRONOMETRIC INSTRUMENTS.
- (15) MUSICAL INSTRUMENTS, OTHER THAN TALKING MACHINES AND WIRELESS APPARATUS.
- (16) PAPER, PAPER ARTICLES, AND CARDBOARD ARTICLES; PRINTED MATTER, NEWSPAPER AND PERIODICALS, AND BOOKS; BOOKBINDING MATERIAL; PHOTOGRAPHS; STATIONERY, AND ADHESIVE MATERIALS (STATIONERY); ARTISTS' MATERIALS; PAINT BRUSHES; TYPEWRITERS AND OFFICE REQUISITES, OTHER THAN FURNITURE; INSTRUCTIONAL AND TEACHING MATERIAL, OTHER THAN APPARATUS; PLAYING CARDS; PRINTERS' TYPE AND CLICHES (STEREOTYPE).
- (17) GUTTA PERCHA, INDIA RUBBER, BALATA AND SUBSTITUTES, AND ARTICLES MADE FROM THESE SUBSTANCES AND NOT INCLUDED IN OTHER CLASSES; PLASTICS, IN THE FORM OF SHEETS, BLOCKS, OR RODS, BEING USED IN MANUFACTURE; MATERIALS FOR PACKING, STOPPING, OR INSULATING ASBESTOS, MICA, AND THEIR PRODUCTS; NONMETALLIC HOSE PIPES.
- (18) LEATHER, IMITATIONS OF LEATHER, AND ARTICLES MADE FROM THESE MATERIALS NOT INCLUDED IN OTHER CLASSES; SKINS AND HIDES; TRUNKS AND TRAVELING BAGS; UMBRELLAS, PARASOLS, AND WALKING STICKS; WHIPS, HARNESS, AND SADDLERY.
- (19) BUILDING MATERIALS, NATURAL AND ARTIFICIAL STONE, CEMENT, LIME, MORTAR, PLASTER, AND GRAVEL; PIPES OF EARTHENWARE OR CEMENT; ROADMAKING MATERIALS; ASPHALT, PITCH, AND BITUMEN; PORTABLE BUILDINGS; STONE MONUMENTS; CHIMNEY POTS.
- (20) FURNITURE, MIRRORS, AND PICTURE FRAMES; ARTICLES OF WOOD, CORK, REEDS, CANE, WICKER, HORN, BONE, IVORY, WHALEBONE, SHELL, AMBER, MOTHER OF PEARL, MEERSCHAUM, OR PLASTICS, NOT INCLUDED IN OTHER CLASSES.
- (21) SMALL DOMESTIC UTENSILS AND CONTAINERS (NOT OF PRECIOUS METALS OR COATED THEREWITH); COMBS AND SPONGES; BRUSHES, OTHER THAN PAINT BRUSHES; BRUSHMAKING MATERIALS; INSTRUMENTS AND MATERIAL FOR CLEANING PURPOSES AND STEEL WOOL; UNWORKED OR SEMI-WORKED GLASS EXCLUDING GLASS USED IN BUILDING; GLASSWARE, PORCELAIN, AND EARTHENWARE, NOT INCLUDED IN OTHER CLASSES.
- (22) ROPES, STRING, NETS, TENTS, AWNINGS, TARPULINS, SAILS, AND SACKS; PADDING AND STUFFING MATERIALS (HAIR, KAPOK, FEATHERS, SEAWEED, ETC.); RAW FIBROUS TEXTILE MATERIALS.

- (23) YARNS AND THREADS.
- (24) TISSUES (PIECE GOODS); BED AND TABLE COVERS; TEXTILE ARTICLES NOT INCLUDED IN OTHER CLASSES.
- (25) CLOTHING, INCLUDING BOOTS, SHOES, AND SLIPPERS.
- (26) LACE AND EMBROIDERY, RIBANDS, AND BRAID; BUTTONS, PRESS BUTTONS, HOOKS AND EYES, PINS AND NEEDLES, AND ARTIFICIAL FLOWERS.
- (27) CARPETS, RUGS, MATS, AND MATTING; LINOLEUMS AND OTHER MATERIALS FOR COVERING EXISTING FLOORS; NONTEXTILE WALL HANGINGS.
- (28) GAMES AND PLAYTHINGS; GYMNASTIC AND SPORTING ARTICLES, EXCEPT CLOTHING; ORNAMENTS AND DECORATIONS FOR CHRISTMAS TREES.
- (29) MEATS, FISH, POULTRY, AND GAME; MEAT EXTRACTS; PRESERVED, DRIED, AND COOKED FRUITS AND VEGETABLES; JELLIES AND JAMS; EGGS, MILK, AND OTHER DAIRY PRODUCTS; EDIBLE OILS AND FATS; PRESERVES AND PICKLES.
- (30) COFFEE, TEA, COCOA, SUGAR, RICE TAPIOCA, SAGO, AND COFFEE SUBSTITUTES; FLOUR AND PREPARATIONS MADE FROM CEREALS; BREAD, BISCUITS, CAKES, PASTRY AND CONFECTIONERY, AND ICES; HONEY AND TREACLE; YEAST, BAKING POWDER, SALT, MUSTARD, PEPPER, VINEGAR, SAUCES, AND SPICES; ICE.
- (31) AGRICULTURE, HORTICULTURE, AND FORESTRY PRODUCTS AND GRAINS NOT INCLUDED IN OTHER CLASSES; LIVING ANIMALS; FRESH FRUITS AND VEGETABLES; SEEDS; LIVE PLANTS AND FLOWERS; FOODSTUFFS FOR ANIMALS AND MALT.
- (32) BEER, ALE, AND PORTER; MINERAL AND AERATED WATERS AND OTHER NONALCOHOLIC DRINKS; SYRUPS AND OTHER PREPARATIONS FOR MAKING BEVERAGES.
- (33) WINES, SPIRITS, AND LIQUEURS.
- (34) RAW OR MANUFACTURED TOBACCO; SMOKERS' ARTICLES; MATCHES.

Services

- (35) ADVERTISING AND BUSINESS.
- (36) INSURANCE AND FINANCIAL.
- (37) CONSTRUCTION AND REPAIR.
- (38) COMMUNICATION.
- (39) TRANSPORTATION AND STORAGE.

- (40) MATERIAL TREATMENT.
- (41) EDUCATION AND ENTERTAINMENT.
- (42) MISCELLANEOUS.

The secretary of state is hereby authorized ~~in his discretion~~ at any time to change the foregoing classification to conform to the United States patent AND TRADEMARK office classification of goods and services then in effect.

SECTION 13. 7-104-101 (2), Colorado Revised Statutes, 1986 Repl. Vol., as amended, is amended BY THE ADDITION OF A NEW PARAGRAPH to read:

7-104-101. Corporate name. (2) Except as authorized by subsection (3) of this section, a corporate name shall not be the same as or deceptively similar to:

(i) ANY TRADEMARK REGISTERED WITH THE SECRETARY OF STATE BY ANOTHER PERSON PURSUANT TO SECTION 7-70-102.

SECTION 14. The introductory portion to 7-22-103 (1) (b), Colorado Revised Statutes, 1986 Repl. Vol., as amended, as it will become effective July 1, 1994, is amended to read:

7-22-103. Corporate name. (1) The corporate name of a nonprofit corporation:

(b) Shall not be the same as, or deceptively similar to, the name of any domestic corporation or any domestic nonprofit corporation or any limited partnership which has a certificate of limited partnership filed with the secretary of state pursuant to section 7-62-201 or a limited liability company which has articles of organization filed with the secretary of state pursuant to section 7-80-205 or any foreign corporation or foreign nonprofit corporation or foreign limited partnership or foreign limited liability company authorized to transact business or conduct affairs in this state, or a name the exclusive right to which is at the time reserved in the office of the secretary of state under the laws of this state, or the name of a foreign corporation or foreign nonprofit corporation or foreign limited liability company which has in effect a registration of its corporate name as provided in section 7-22-108 or 7-115-107 or its company name as provided in section 7-80-903, respectively, or any trade or assumed name which is registered with the secretary of state under section 7-71-101 or for which application for registration under said section is pending, OR ANY TRADEMARK REGISTERED WITH THE SECRETARY OF STATE BY ANOTHER PERSON PURSUANT TO SECTION 7-70-102; except that this provision shall not apply if the applicant files with the secretary of state either:

SECTION 15. 7-80-201 (4), Colorado Revised Statutes, 1986 Repl. Vol., as amended, is amended BY THE ADDITION OF A NEW PARAGRAPH to read:

7-80-201. Limited liability company name. (4) Such name shall not be the same as, or deceptively similar to:

(d) ANY TRADEMARK REGISTERED WITH THE SECRETARY OF STATE BY ANOTHER PERSON PURSUANT TO SECTION 7-70-102.

SECTION 16. 7-71-101 (2), (3), (4), (5), (8), (9), and (10) (b), Colorado Revised Statutes, 1986 Repl. Vol., are amended to read:

7-71-101. Membership of firm - business under assumed name - fees. (2) Any corporation, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY existing under the laws of this state may transact all or a portion of its business under an assumed name upon filing in the office of the secretary of state a certificate regarding each assumed name setting forth the following:

(a) The corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name and the location of its principal office;

(b) The name other than the corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name under which the business is carried on;

(c) A brief description of the kind of business transacted under the assumed name;

(d) (I) A certificate of assumed or trade name by a corporation shall be signed by ~~the president or a vice-president and the secretary or an assistant secretary and acknowledged by one of the officers signing the certificate.~~ THE CHAIRPERSON OF THE BOARD OF DIRECTORS OF A DOMESTIC OR FOREIGN CORPORATION, BY ALL OF ITS DIRECTORS, BY ONE OF ITS OFFICERS, OR BY ANY OTHER PERSON AUTHORIZED TO EXECUTE THE DOCUMENT.

(II) A certificate of assumed or trade name by a limited partnership shall be signed ~~and acknowledged~~ by one or more of the general partners.

(III) A CERTIFICATE OF ASSUMED OR TRADE NAME BY A LIMITED LIABILITY COMPANY SHALL BE SIGNED BY ONE OR MORE OF THE MANAGERS.

(3) ~~(a)~~ Any assumed name used by any corporation, ~~shall contain one of the words "corporation", "incorporated", or "limited", or one of the abbreviations "Corp.", "Inc.", or "Ltd." and~~ LIMITED PARTNERSHIP, OR LIMITED LIABILITY COMPANY shall be such as to distinguish it from the names of other domestic or foreign corporations, ~~or~~ limited partnerships, OR LIMITED LIABILITY COMPANIES authorized to do business in this state and from the assumed names already in use by ANY DOMESTIC OR FOREIGN CORPORATIONS, LIMITED PARTNERSHIPS OR LIMITED LIABILITY COMPANIES, domestic or foreign ~~corporations or~~ limited partnerships AND FROM ANY TRADEMARK ON FILE WITH THE SECRETARY OF STATE OR ANY NAME RESERVED OR REGISTERED UNDER THE LAWS OF THIS STATE.

~~(b) Any assumed name used by any limited partnership shall contain one of the words "limited partnership", "limited", or "company", or one of the abbreviations "L.P.", "LTD." or "CO." and shall be such as to distinguish it from the names of other domestic or foreign limited partnerships or domestic or foreign corporations authorized to do business in this state and from the assumed names already in use by domestic or foreign limited partnerships or domestic or foreign corporations.~~

(4) Any corporation, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY doing business under an assumed name shall be liable in connection therewith to the same

extent and in the same manner as if that business were transacted under its true corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name. The corporation, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY may be sued in connection therewith either under its true name or its assumed name.

(5) The secretary of state shall ~~receive~~ CHARGE AND COLLECT a fee ~~of ten dollars~~ WHICH SHALL BE DETERMINED AND COLLECTED PURSUANT TO SECTION 24-21-104 (3), C.R.S., for the filing and recording of each of such certificates.

(8) (a) Any corporation, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY may relinquish its trade name by filing a certificate of withdrawal of trade name in the office of the secretary of state and paying a filing fee which shall be determined and collected pursuant to section 24-21-104 (3), C.R.S. The certificate in respect of each such trade name shall contain the following:

(I) The corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name and the location of its registered office;

(II) The trade name on file in the office of the secretary of state that the corporation, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY desires to relinquish.

(b) (I) The certificate of withdrawal of trade name by a corporation shall be signed by ~~the president or a vice-president and the secretary or an assistant secretary and acknowledged by one of the officers signing the certificate.~~ THE CHAIRPERSON OF THE BOARD OF DIRECTORS OF A DOMESTIC OR FOREIGN CORPORATION, BY ALL OF ITS DIRECTORS, BY ONE OF ITS OFFICERS, OR BY ANY OTHER PERSON AUTHORIZED TO EXECUTE THE DOCUMENT.

(II) The certificate of withdrawal of trade name by a limited partnership shall be signed ~~and acknowledged~~ by one or more of the general partners.

(III) THE CERTIFICATE OF WITHDRAWAL OF TRADE NAME BY A LIMITED LIABILITY COMPANY SHALL BE SIGNED BY ONE OR MORE OF THE MANAGERS.

(9) (a) Any corporation, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY having a trade name filed with the secretary of state, upon changing its corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name, shall file a change of name certificate in the office of the secretary of state, setting forth the following:

(I) The new corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name and the location of its registered office;

(II) The old corporate, ~~or~~ limited partnership, OR LIMITED LIABILITY COMPANY name of the owner as shown on the trade name on file in the office of the secretary of state;

(III) The trade name as shown on file in the office of the secretary of state.

(b) (I) The certificate of change of name by a corporation shall be signed by ~~the president or a vice-president and the secretary or an assistant secretary and~~

~~acknowledged by one of the officers signing the certificate.~~ THE CHAIRPERSON OF THE BOARD OF DIRECTORS OF A DOMESTIC OR FOREIGN CORPORATION, BY ALL OF ITS DIRECTORS, BY ONE OF ITS OFFICERS, OR BY ANY OTHER PERSON AUTHORIZED TO EXECUTE THE DOCUMENT.

(II) The certificate of change of name by a limited partnership shall be signed and acknowledged by one or more of the general partners.

(III) THE CERTIFICATE OF CHANGE OF NAME BY A LIMITED LIABILITY COMPANY SHALL BE SIGNED BY ONE OR MORE OF THE MANAGERS.

(c) A fee which shall be determined and collected pursuant to section 24-21-104 (3), C.R.S., shall be paid to the secretary of state for filing this certificate.

(10) (b) The certificate of merger or consolidation shall be signed by ~~the president or a vice-president and the secretary or an assistant secretary and acknowledged by one of the officers signing the certificate.~~ THE CHAIRPERSON OF THE BOARD OF DIRECTORS OF A DOMESTIC OR FOREIGN CORPORATION, BY ALL OF ITS DIRECTORS, BY ONE OF ITS OFFICERS, OR BY ANY OTHER PERSON AUTHORIZED TO EXECUTE THE DOCUMENT.

SECTION 17. Part 2 of article 101 of title 7, Colorado Revised Statutes, 1986 Repl. Vol., as amended, is amended BY THE ADDITION OF A NEW SECTION to read;

7-101-210. Proof of delivery for filing. (1) THE SECRETARY OF STATE MAY CONSIDER A DOCUMENT TO HAVE BEEN RECEIVED FOR FILING UPON PROOF OF RECEIPT WITH A SIGNED RETURN RECEIPT, AN ENTRY OF A LOG MAINTAINED BY THE SECRETARY OF STATE OF FACSIMILE TRANSMISSIONS RECEIVED, OR SUCH OTHER AND ADDITIONAL PROOF OF RECEIPT OF THE DOCUMENTS RECEIVED AS THE SECRETARY OF STATE MAY REQUIRE. SUCH PROOF MUST BE SATISFACTORY TO THE SECRETARY OF STATE BEFORE THE DOCUMENT WILL BE CONSIDERED RECEIVED.

(2) THE SECRETARY OF STATE MAY REQUIRE THAT THE RECEIPT OF A DOCUMENT BY FACSIMILE TRANSMISSION ON OR AFTER FEBRUARY 11, 1994, BE SHOWN IN THE LOG OF FACSIMILE TRANSMISSIONS RECEIVED BY THE SECRETARY OF STATE. THE SECRETARY OF STATE MAY CONDITION SUCH RELIEF UPON FULFILLMENT OF SUCH OTHER REQUIREMENTS OR CONDITIONS THAT THE SECRETARY OF STATE FINDS APPROPRIATE, INCLUDING, WITHOUT LIMITATION, THE MAKING OF A CHANGE OF NAME OF THE ENTITY INVOLVED AND PAYMENT OF FEES FOR THE FILING.

(3) APPLICATION FOR RELIEF UNDER THIS SECTION SHALL BE DELIVERED TO THE SECRETARY OF STATE WITHIN SIXTY DAYS OF THE RECEIPT OF SUCH DOCUMENT BY THE SECRETARY OF STATE. THE SECRETARY OF STATE MAY CONSIDER SUCH APPLICATIONS FILED ON OR AFTER FEBRUARY 11, 1994. THE APPLICATION SHALL CONTAIN SUFFICIENT INFORMATION FOR THE SECRETARY OF STATE TO IDENTIFY THE TRANSACTION.

SECTION 18. Effective date. This act shall take effect July 1, 1994.

SECTION 19. Safety clause. The general assembly hereby finds, determines, and declares that this act is necessary for the immediate preservation of the public peace, health, and safety.

Approved: March 15, 1994