



SPONSOR: Sen. Gay & Rep. Griffith

DELAWARE STATE SENATE
152nd GENERAL ASSEMBLY

SENATE BILL NO. 291

AN ACT TO AMEND TITLE 6 OF THE DELAWARE CODE RELATING TO THE REGISTRATION OF TRADE NAMES, PARTNERSHIPS AND ASSOCIATIONS IN THE SUPERIOR COURT.

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

1 Section 1. Amend Chapter 31, Title 6 of the Delaware Code by making deletions as shown by strike through and
2 insertions as show by underline as follows:

3 § 3101. Use and registration of trade names or titles.

4 No person, firm or association shall engage in, prosecute or transact any business within the limits of this State, by
5 using any trade name or title which does not disclose ~~the Christian and surname~~ the legal name of such person, or in case of
6 a firm or association, ~~the Christian and surname~~ the legal name of each and every person comprising the firm or association
7 without, in addition to what is otherwise required by the laws of this State, first filing a certificate under the hand of such
8 person or, in case of a firm or association, under the hand of one of the members of the firm or association, ~~in the office of~~
9 ~~the prothonotary of each county in which it is prosecuting or transacting such business, with the Division of Revenue,~~
10 designating the trade name or title and ~~Christian and surname~~ the legal name of such person, or, in case of a firm or
11 association, ~~the Christian and surname~~ the legal name of each and every member comprising the firm or association. All
12 certificates shall show the date when the partnership or association was organized, to which certificates there shall be
13 attached the affidavit of the person signing it to the effect that the facts therein stated are true and correct.

14 § 3102. Supplemental certificate upon change in membership.

15 Whenever a change occurs in the membership of any firm or association which has filed a certificate under § 3101
16 of this title, a supplemental certificate under the hand of 1 of the members of the firm or association shall, within 10 days
17 after the change, be filed ~~in the office of the prothonotary of each county~~ with the Division of Revenue in which it had
18 theretofore filed a certificate, designating ~~Christian and surname~~ the legal name of each and every member comprising the
19 firm or association after the change, and the date when the change took effect, to which certificate shall be attached the
20 affidavit of the person signing it to the effect that the facts therein stated are true and correct.

21 § 3103. Sole proprietor, Partnership partnership, and association ~~docket; registry; duty of prothonotaries; Division~~
22 of Revenue; fee or filing certificate.

23 The ~~prothonotary of each county~~ Division of Revenue shall number the certificates when filed, consecutively, and
24 endorse thereon the date of filing, and ~~enter and~~ electronically record such filings in a book in a registry which the
25 ~~prothonotary~~ Division of Revenue shall ~~create procure~~ for that purpose, which is named “Sole Proprietorship, Partnership
26 and Association Trade Name Docket, Registry,” the trade name and title of the person, firm or association, the date of the
27 filing of the certificate, the date of the formation or change in the formation of the firm or association, and the number
28 thereof. For the filing and making of the entries, the ~~prothonotary~~ Division of Revenue shall ~~receive collect~~ from the person
29 filing the certificate a fee of ~~\$5.00,~~ \$25.00, which amounts shall be credited to the account of the Division of Revenue to be
30 disposed of in the same manner as other fees which are by law payable to the ~~prothonotary.~~ Division of Revenue.

31 § 3104. Unincorporated associations.

32 No unincorporated association of persons shall transact business in this State, unless the individual names of all
33 concerned therein shall be first certified by an officer of such association and filed ~~in the office of the prothonotary of each~~
34 county in which it is prosecuting or transacting such business with the Division of Revenue.

35 Section 2. This Act takes effect on February 1, 2025.

SYNOPSIS

This Act removes the registration of trade names for sole proprietorships, partnerships, and associations in the Superior Court prothonotaries and places registration of such trade names with the Division of Revenue. Additionally, this Act provides that the filing of certificates will be recorded electronically and the fee for such filing is \$25.00. Under Superior Court Civil R. 77(h), the current filing fee is \$25.00. This change updates the statute consistent with the current fee collected by the Superior Court.

Author: Senator Gay