

# Info-CRAC

Conferences in  
Corporate Law  
Inside

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Practical Information On Corporate And Trade-mark Matters



## Corporate Names Using the Internet Symbols ".com", ".ca" and "@"

This article will focus on current rules applied by governmental authorities when evaluating proposed corporate names using expressions commonly associated with the internet such as ".com", ".ca" or "@". It should be remembered these rules are likely to evolve as new precedents are set.



### PROVINCIAL

#### Domain Name Extensions (\*)

A proposed corporate name or a declared trade name, which comprises a domain name extension such as ".com" or ".ca" will be

accepted by examiners at the Inspector General's Office.

Ex.: CRAC.COM INC. is an acceptable corporate name.

CRAC.COM is an acceptable declared trade name.

Furthermore, it appears that examiners will consider domain name extensions such as ".com" and ".ca" as distinguishing elements when assessing 2 names which would otherwise be identical pursuant to the provisions of the Companies Act (Quebec).

Ex.: TROIS ROIS.COM INC. (THREE KINGS.COM INC.) is not identical to LES TROIS ROIS LTÉE (THE THREE KINGS LTD).

Acceptance of such a name is, however, subject to the rights of third parties to contest pursuant to sections 123.27.1 et seq. of the Companies Act (Part 1A).

#### The @ E-mail Symbol

Corporate and declared names which comprise electronic mail addresses (e-mails) are rejected by the Inspector General's Office. If the proposed name contains the symbol "@", examiners will initially assume reference is made to an e-mail address and will reject it. However, arguments may be submitted to show that the proposed corporate name is not, or could not, be referring to an e-mail address.

Ex.: CRAC@CRAC.COM INC. – rejected  
SERVICES J@RDINS LTÉE (G@RDEN SERVICES LTD.) - rejected with possibility of filing arguments.



### FEDERAL

#### Domain Name Extensions (\*)

Federal examiners do not consider domain name extensions such as ".com" or ".ca", nor do they consider "www" or "e" (used in connection with e-commerce). A proposed corporate name which comprises any such elements, will be treated in the same way as if it did not contain them. These elements will therefore not provide a greater degree of distinctiveness or serve to reduce the likelihood of confusion with another existing name or trade-mark.

Ex.: WWW E-CARS.CA INC. – is not acceptable because all that is considered is the expression "Cars Inc." which is too general under the common rules.

Ex.: DOT CA DELIVERY INC. or LIVRAISON POINTCOM INC. - these names are not allowed because they are considered the equivalent of "Delivery.ca Inc." and "Livraison.com Inc." which in turn, are the same as "Delivery Inc." and "Livraison Inc.", and as such, are too general under the common rules.

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### NEWS FLASH



#### Good News:

Starting April 1st, government fees for Quebec incorporations are reduced from \$399 to \$300 (25% savings!). Also, there will be no increase this year in government fees for other services provided by the Inspector General. A detailed memo is currently being sent to our regular clients on this topic. According to our sources, this is not an April Fool's joke!



## “.com”, “.ca” and “@” (cont'd – federal)

### The @ E-mail Symbol

There is no prohibition from using e-mail addresses in a corporate name at the federal level. Instead, it will generally be more a question of securing appropriate consent agreements to use elements within the name.

Ex.: CRAC@CRAC INC. or  
SERVICES@CRAC.CA LTD.

Approval of these names will require filing of a consent agreement from CRAC LTD, owner of the trade-mark CRAC™. This stems from the assumption that the name appearing after the “@” and preceding the “.ca” is that of a company or a registered trade-mark. This is consistent with requirements for issuance of a “.ca” domain name extension by the Registrar (CA DOMAIN). Aside from this, neither name is considered identical to CRAC INC. and each one taken as a whole, is considered sufficiently distinctive.

Ex.: DLAVOIE@ABA.COM INC. – Consent from the individual “D. Lavoie” is required as well as the ABA company (or the owner of the ABA trade-mark). But what if ABA is neither a corporate entity nor a registered trade-mark? As we know, domain names ending in “.com”, “.net”, etc., are granted regardless of whether they refer to an existing company name or a trade-mark. As a result, no consent should be required, although evidence may be required to support this contention.

### Summary

The preceding rules reflect the need for governmental authorities to exercise greater control over the use of popular internet symbols in corporate names. At present time, we can identify 2 distinctions between provincial and federal rules: 1) the Inspector General's Office is more stringent regarding use of the “@” symbol, and 2) the Corporations Directorate is more stringent regarding suffixes such as “.com” and “.ca”. Caution should therefore be exercised before proposing a corporate name or declaring a trade name comprising internet symbols. We can expect these rules to be refined as new precedents are created. In the meantime, our name search technicians are ready to help you in the selection of a corporate name.

(\*) Also referred to as Top Level Domains

## Turnaround Schedule for Following Services as of April 1st, 2000

SERVICES	PROVINCIAL	FEDERAL
TaxExpress™ (GST / QST / QDAS)	5 to 10 days	—
Name Search Report and Reservation	*5 to 6 days	24 hours
Certificate of Incorporation	*3 to 4 days	2 days
Certificate of Amendment	*3 to 4 days	2 days
Certificate of Continuation, of Continuance or of Amalgamation	*1 week	3 to 6 days
Certificate of Dissolution	8 to 9 weeks	2 to 3 days
Notice of Change (Federal) or Amending Declaration (Quebec)	2 to 3 weeks	2 days
Letters Patent for Non-Profit Corporations	*1 to 2 weeks	20 days
Attestation / Certificate of Good Standing or of Compliance	*24 hours	48 hours
Revival	—	3 to 6 days
Initial Declaration	1 week	—
Registration Declaration	*1 to 2 weeks	—
Annual Declaration	*2 to 3 weeks	—
Revocation of Striking-Off (s. 54 Legal Publicity Act)	*1 to 2 weeks	—

*The turnaround time may vary slightly according to each file (\*) = Priority service available.*

## A Word of Thought...

*“Those who love deeply never grow old;  
they may die of old age, but they die young.”*

*Arthur Wing Pinero  
(1855-1934), Playwright*

# TWO CONFERENCES ON CORPORATE LAW: register now!

## The Share Capital



### SPEAKER:

Mr. Gilles Thibault is a lawyer with the firm of Lambert Cormier, in Laval. He is also President of Edilex Inc., a company specialized in the designing and editing of books for corporate documents. His many years of experience in private practice and the business world, as well as his teaching skills (he has taught at the Université de Montréal and the Montreal Bar School), have earned Mr. Thibault much respect as a public speaker. Together with Mr. Éric Gélinas, tax attorney from the law firm of McCarthy Tétraut, this conference will deal with the topic of share capital structures.

**CONTENT:** The conception, drafting and use by a company of its share capital structure. The conference/course is divided into 4 parts:

- 1) The Legal Aspects;
- 2) Shareholders' Agreements and Relevant Tax Considerations (by Mr. Éric Gélinas);
- 3) Drafting Techniques; and
- 4) All-Purpose Share Capital Structures.

**LOCATION:** MONTREAL – Delta Hotel, 475 President Kennedy Av.  
 QUEBEC CITY – Château Frontenac, 1 des Carrières

**DATE:** MONTREAL – Thursday, May 18, 2000  
 QUEBEC CITY – Thursday, May 11, 2000  
 Time: 8:30 A.M. to 5:00 P.M.

### REGISTRATION FEES:

- \$575.13 for members
  - \$690.15 for non-members
- (taxes included)

**FOR MORE INFORMATION:** Please contact Ms. Denise Trottier at 514-745-5410 or 877-745-5410 or dtrottier@edilex .com.

## “Corporate Jurisdiction Shopping”

(In collaboration with the “Formation permanente du Barreau du Québec”)



### SPEAKER:

Ms. Marie-Andree Latreille is an attorney and Director of the Corporate Department with the firm of Goodman, Phillips & Vineberg for many years now. This is the second consecutive year Ms. Latreille will speak at this conference following last year's tremendous success. It was the subject of an article published in the Journal du Barreau on April 15, 1999 by Me Lise L. Beaudoin who commented on “the clarity of Ms. Latreille's presentation, the excellent documentation she provided” and that it was “a top quality information session”.

**CONTENT:** The “Corporate Jurisdiction Shopping” is a relatively recent development in commercial law but is gaining in popularity. More and more, companies are choosing to form or to continue under different jurisdictions. Why are certain jurisdictions more popular than others? What criteria are being considered? What documents should be filed? These and many other questions, will be addressed by Ms. Latreille, taking into account new developments over the last 12 months.

**LOCATION:** Maison du Barreau, 445 St-Laurent Blvd., Montreal  
 Rooms 113-116

**DATE:** Friday, April 14, 2000  
 Time: 9:00 A.M. to 12:00 noon

### REGISTRATION FEES: (In collaboration with the “Formation permanente du Barreau du Québec”)

- \$56.00 (Bar members less than 5 years)
  - \$75.00 (Bar members more than 5 years)
  - \$99.00 (for non-members)
- (taxes included)

**FOR MORE INFORMATION :** Please contact the “Service de la Formation permanente du Barreau” at 514-954-3460 or 1-800-361-8495.