

STATE OF NEW YORK
INDUSTRIAL BOARD OF APPEALS

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STATE OF NEW YORK
INDUSTRIAL BOARD OF APPEALS

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In the Matter of the Application of: :
 :
LA UNION, INC. :
 :
 : DOCKET NO. CI 08-013
 :
For Approval of a Certificate of Incorporation : RESOLUTION OF DISAPPROVAL
Pursuant to Section 404 of the New York State :
Not-for-Profit Corporation Law :
 :
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WHEREAS:

By letter dated June 3, 2008, La Union, Inc., by its attorney, sought the approval of the Industrial Board of Appeals (Board) for the filing its proposed certificate of incorporation with the Department of State under Not-For-Profit Corporation Law § 404(j).

Not-For-Profit Corporation Law § 404(j) provides in relevant part that:

“Every certificate of incorporation which includes among its purposes the organization or wage-earners for their mutual betterment, protection and advancement; the regulation of hours of labor, working conditions, or wages; of the performance, rendition or sale of services as labor consultant, labor-management advisor, negotiator, arbitrator, or specialist; and every certificate of incorporation in which the name of the proposed corporation includes “union”, “labor”, “council” or “industrial organization”, or any abbreviation or derivative thereof in a context that indicates or implies that the corporation is formed for any of the above purposes, shall have endorses thereon or annexed thereto the approval of the industrial board of appeals.”

La Union’s corporate name includes “union” and therefore must be approved by the Board.

Labor Law § 104 governs the Board’s review of corporate instruments that are submitted to it for approval in accordance with the requirements of others statutes, including Not-For-Profit Corporation Law § 404 (j). Section 104 states that the Board

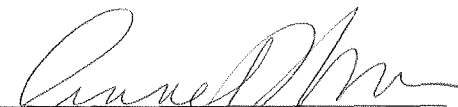
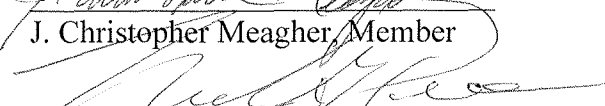
“shall make such inquiry as it may deem advisable . . . to determine . . . whether the corporate name is in all respects consistent with its purposes and activities or tends to be misleading.”

Pursuant to Labor Law § 104, the Board has made inquiry into the objectives and purposes of the corporation as it has deemed necessary and advisable. The Board finds that use of the name “La Union, Inc.” cannot be approved because the public may be misled to believe that “La Union, Inc.” is a labor union when by the terms of its own certificate of incorporation it is not (*see Matter of Tool Owners Union v Roberts*, 190 Misc 577 [Sup Ct New York County 1947] [misleading and confusing name is one of the grounds upon which Board may deny approval of an application before it]). Accordingly, the application for approval for use of the name “La Union, Inc.” in the proposed certificate of incorporation is denied.

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT:

1. The application for approval to use the name La Union, Inc. in the proposed certificate of incorporation under Section 404 (j) of the Not-For-Profit Corporation Law is denied; and
2. A certified copy of this Resolution shall be annexed to the proposed certificate of incorporation.

WITNESS, the signatures of the Members of the Industrial Board of Appeals and the Seal of the Industrial Board of Appeals of the State of New York, at New York, New York, on the 30th day of July, 2008.


Anne P. Stevason, Chairman
Susan Sullivan-Bisceglia, Member
J. Christopher Meagher, Member
Mark G. Pearce, Member
Jean Grumet, Member

Dated and signed in the Office
of the Industrial Board of Appeals
at New York, New York, on
July 30, 2008.