

STATE OF NEW YORK
INDUSTRIAL BOARD OF APPEALS

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In the Matter of the Application of:	:
	:
V.J.R. MANAGEMENT CORPORATION OF	:
AMERICA	:
	:
For Approval of a Certificate of Assumed Name	:
pursuant to General Business Law § 130.	:
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DOCKET NO. CI 09-005

RESOLUTION OF DISAPPROVAL

WHEREAS:

By letter dated March 26, 2009, V.J.R. Management Corporation sought the approval of the Industrial Board of Appeals (Board) for a Certificate of Assumed Name for the name "Union Transportation Services."

General Business Law § 130 (2) (3) (c) provides in relevant part that:

"No corporation shall . . . use or file a certificate for the use of any name or designation to carry on or conduct or transact business in this state which consists of or includes a word or words the use of which is prohibited or restricted by subparagraphs three through ten of paragraph (a) of section three hundred one of the business corporation law"

Business Corporation Law § 301 (a) (6) states that:

" . . . the name of a domestic or foreign corporation shall not, unless the approval of the [Industrial Board of Appeals] is attached to the . . . application for authority . . . contain any of the following words or phrases, or any abbreviation or derivative thereof: union . . . in a context which indicates or implies that a domestic corporation is formed or the foreign corporation authorized as an organization of working men or women or wage earners of for the performance, rendition or sale of services as labor or management consultant, adviser or specialist, or as negotiator or arbitrator in labor-management disputes."

The proposed assumed 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 other statutes, including General Business Law § 130 and Business Corporation Law § 301. 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 “Union Transportation Services” cannot be approved because the public may be misled to believe that the corporation 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 “Union Transportation Services” in the proposed certificate of assumed name is denied.

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT:

1. The application for approval to use the name Union Transportation Services in the proposed certificate of assumed name under Section 130 of the General Business 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 Albany, New York, on the 22nd day of April, 2008.


Anne P. Stevenson, 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 Albany, New York, on
April 22, 2009.