
Information for Licensees Related to Trademarks, Service Marks, Trade Names, and Entity Documentation Filed with the LARA Corporations Division

Trademarks, Service Marks, Trade Names, and Assumed Names

The distinctions between a trademark, service mark and trade name are important in understanding the functions each serves and the requirements of the CRA. Trademarks, Service Marks, Trade Names, and Assumed Names can be considered Intellectual Property and may require a licensing agreement to be reviewed and approved by the CRA prior to performance commencing pursuant to [R 420.112a](#) Licensing, management, or other agreements.

Michigan law defines a **trademark** as any word, name, symbol, or device, or any combination thereof, other than a trade name in its entirety, adopted and used by a person to identify **their goods** and distinguish them from similar goods made or sold by others. Normally a trademark appears on the product or on its packaging, while a service mark appears on advertising for the services.

A **service mark** is defined as any word, name, symbol, or device, or any combination thereof, other than a trade name in its entirety, adopted and used by a person in the sale or advertising of services to identify **their services** and distinguish them from similar services of others.

A **trade name** is defined as any word or group of words used by any person to identify a sole proprietorship, firm, partnership, corporation, association, union, or other organization. This is an actual or assumed name of a business entity, not a name for a specific product or service.

An **assumed name** is a name or names other than the companies legal name under which business is transacted. The assumed name is one that is different than the official name of the licensee as maintained in the Cannabis Regulatory Agency's database.

[The Corporations Division of LARA](#) files trademarks, service marks, formation, and subsequent documents related to business entities.

- **Trademark** and **Service Mark** applications are provided on PDF forms and instructions for completion and submission are located on the instruction page of the PDF.
 - For forms used to apply for a Trademark and/or Service Mark, please visit: <https://www.michigan.gov/lara/bureau-list/cscl/corps/marks/intro/trademark-service-mark-insignia-forms>
 - For more information related to Trademarks and Service Marks, please visit: <https://www.michigan.gov/lara/bureau-list/cscl/corps/marks>

CRA Required Documentation Filed with the LARA Corporations Division

When applying for a marijuana business license, a copy of the entity's Certificate of Good Standing is required. As part of the review process, the CRA ensures the entity is in good standing with the LARA Corporations Division. After the initial formation documents have been filed by the Corporations Division, updates may occur when the information provided in the articles needs to be updated or additional articles added. Amendments for corporations and LLC's can be completed using the online filing system.

- To order certified copies of filings or certificates for entities, please visit: <https://cofs.lara.state.mi.us/corpweb/HelpPages/OrderSystemInfo.aspx>
- For Instructions on how to renew a corporation that is not in good standing, please visit: <https://www.michigan.gov/lara/bureau-list/cscl/corps/how-do-i/renewals/renew-my-corporation>
- For Instructions on how to restore an LLC that is not in good standing, please visit: <https://cms.michigan.gov/lara/bureau-list/cscl/corps/how-do-i/renewals/restore-my-llc>

An LLC is either **member managed, or manager managed**. The Corporations Division's business entity summary page for the LLC will indicate if the LLC is member or manager managed. The Corporations Division assumes an LLC to be member managed unless otherwise stated in the Articles of Organizations. The CRA requires that the LLC's Governing Documents (Operating Agreement, etc.) and the Corporations Division records state the same management structure.

An **Operating Agreement** is a written agreement by/between the member(s) of an LLC, pertaining to the affairs of the LLC and the conduct of its business, and includes any provision(s) in the Articles of Organization pertaining to the affairs of the LLC and the conduct of its business. Operating Agreements are not filed with the Corporations Division, the Corporations Division maintains the Articles the Organization.

- Pursuant to the Michigan Limited Liability Company Act, 450.4214 Conflict between articles of organization and operating agreement. Sec. 214. If there is a conflict between the articles of organization and an operating agreement of a limited liability company, the articles of organization shall control. In the event a company is member managed, or the Articles indicate member managed while the governing documents indicate manager managed, all members are considered applicants as they will have the ability to participate in the management of the company.
 - To view the Summary Page and the Articles of Organization of an LLC, please use the business entity search tool at www.michigan.gov/corpenitysearch.
 - For instructions on how to submit and pay for an amendment to the Articles of Organization, please visit: www.michigan.gov/corppileonline. Please log-in with the CID and PIN to submit and pay for form 715- Certificate of Amendment to the Articles of Organization or form 515-Certificate of Amendment to the Articles of Incorporation.
 - Please note, the CID and PIN for the entity submitting the Certificate of Amendment can be recovered at www.michigan.gov/corppin.

If the marijuana business will be operating under a name other than its legal entity name, a copy of the **Certificate of Assumed Name** that has been filed with the Corporations Division will need to be submitted to CRA along with the CRA's Demographic Amendment form.

- For more information related to Assumed Names, please visit: <https://www.michigan.gov/difs/industry/licensing-ins/agnt-ins/related/assumed-names-dbas>
- For a copy of the required forms to file or terminate an Assumed Name, please visit: <https://www.michigan.gov/lara/bureau-list/cscl/corps/forms/corporation-forms>
- To file a Certificate of Assumed Name, please visit: www.michigan.gov/corpfileonline. Please log-in with the CID and PIN to submit and pay for form 541 - Certificate of Assumed Name.
- For instructions on how to file the CRA Demographic Amendment Application, please visit: <https://www.michigan.gov/cra/resources/applications/mmfl/au-and-mmfl-amendments>.

For questions as it relates to the LARA Corporations Division please contact CorpsMail@michigan.gov

For questions as it relates to this bulletin please contact the License Maintenance Section of the CRA at CRA-Amendments@michigan.gov or by phone at 517-284-8599.

For more information about the Cannabis Regulatory Agency, please visit www.michigan.gov/CRA.