

FORMAL OPINION NO. 2005-49
Disclosure of Entity Status

Facts:

Lawyer *A* has formed a professional corporation under ORS chapter 58 for the private practice of law. Lawyer *B* has formed a limited liability partnership with other lawyers under ORS chapter 67 for the private practice of law.

Questions:

1. Must Lawyer *A* refer to professional corporation status in the name of the firm?
2. Must Lawyer *B* refer to limited liability partnership status in the name of the firm?

Conclusions:

1. Yes.
2. Yes.

Discussion:

Oregon RPC 7.1(a) provides, in pertinent part:

A lawyer shall not make or cause to be made any communication about the lawyer or the lawyer's firm, whether in person, in writing, electronically, by telephone or otherwise, if the communication:

(1) contains a material misrepresentation of fact or law, or omits a statement of fact or law necessary to make the communication considered as a whole not materially misleading; [or]

...

(12) violates any other Rule of Professional Conduct or any statute or regulation applicable to solicitation, publicity or advertising by lawyers.

In light of Oregon RPC 7.1(a)(12) and probably also in light of RPC 7.1(a)(1), Lawyer *A* is ethically required to refer to the professional corporation status because it is required under ORS chapter 58. *See* ORS 58.115 (corporate name). Likewise, ORS chapter 67 requires Lawyer *B* to include reference to its limited liability partnership status. *See* ORS 67.625 (limited liability partnership name).

Approved by Board of Governors, August 2005.

COMMENT: For additional information on this general topic and related subjects, see THE ETHICAL OREGON LAWYER §2.1 et seq. (Oregon CLE 2003); RESTATEMENT (THIRD) OF THE LAW GOVERNING LAWYERS §§9, 52 comment d, 58 comment c (2003); and ABA Model Rules 7.1, 7.5, 8.4(c). For a discussion of the considerations in naming an LLP, see Jennifer J. Johnson, *The Oregon Limited Liability Partnership Act*, 32 WILLAMETTE L REV 147 (1996).