Starting a Business in Florida: Registration Guide

An entrepreneur's packet on Florida Division of Corporations filings · Updated Oct 27, 2026

Start here

Every Florida business entity is registered with the **Florida Department of State, Division of Corporations**, through its official site, Sunbiz.org. Sunbiz is open 24/7 and doubles as the public index for looking up any business registered in the state.

This packet walks through each type of filing, what the form must contain, and what it costs. Use the table below to find your path, then turn to that section.

Quick reference: state filing fees

If you want to…	File this with the Division	State fee	File online?
Form a corporation (profit or not for profit)	Articles of Incorporation	$70	Yes
Form a limited liability company (LLC)	Articles of Organization	$125	Yes
Register a general partnership	Partnership Registration Statement	$50	Mail only
Add limited liability status to a general partnership (LLP)	Statement of Qualification	$25	Mail only
Form a limited partnership (LP) or LLLP	Certificate of Limited Partnership	$1,000 total	Yes
Register an out-of-state LP or LLLP	Foreign LP registration form	$1,000	Mail only
Register an out-of-state general partnership	Partnership Registration Statement	$50	Mail only
Operate under a name other than your legal name (DBA)	Fictitious Name Registration	$50	Yes
Protect a brand name, logo or slogan in Florida	Trademark / Service Mark Application	$87.50 per class	Mail only

Fees change. Confirm the current amount on Sunbiz before you file.

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3. Partnerships
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> ***Before you file:*** *The state's fill-in-the-blank forms cover only the minimum legal requirements. Your situation may call for more. The Department of State strongly recommends having a legal professional review any document before you submit it. This packet is general information, not legal advice.*

Section 1: Corporations

Filing: Articles of Incorporation · **Fee:** $70 · **Online or by mail**

What is a corporation?

A corporation is a separate legal "person" that exists apart from its owners (shareholders). It can sign contracts, pay taxes and do business in its own name, and it continues even if shareholders change or die. Owners generally have limited liability: they are not personally on the hook for the corporation's debts. Sole proprietorships and general partnerships do not offer this protection.

Which kind of corporation?

Type	Purpose	Funded by	Where the money goes
Profit	Generate income for owners and employees	Revenue, credit, lenders, suppliers	Shared among owners, employees and the business
Not for profit	Religious, charitable or educational work	Donations, grants, government agencies	Back into the organization's programs; may qualify for IRS tax exemption under 501(c)(3) and similar sections
Social benefit / social purpose ("hybrid")	Earn a profit while committing part of it to a public good	Same as a profit corporation	Owners can still receive dividends; a social benefit corporation pursues a broad public benefit, a social purpose corporation a specific cause

Profit corporation: what the Articles must include

- ☐ A corporate name containing "Corporation," "Company," "Incorporated" or an accepted abbreviation, so it is clearly a corporation
- ☐ Street address of the principal office, plus mailing address if different
- ☐ Total number of shares the corporation may have outstanding at once
- ☐ Name and Florida street address of the Registered Agent (the person who accepts legal papers for the corporation)

- ☐ The Registered Agent's signed statement accepting the role
- ☐ Name and address of each incorporator (the person or people forming the corporation)
- ☐ Signature of at least one incorporator

Not for profit corporation: what the Articles must include

- ☐ A name containing "Corporation," "Incorporated" or an accepted abbreviation. It may **not** use "Company" or "Co."
- ☐ Street address of the principal office, plus mailing address if different
- ☐ The specific purpose(s) of the organization
- ☐ How directors are elected or appointed
- ☐ Any limits on corporate powers under Section 617.0302, Florida Statutes
- ☐ Name and Florida street address of the Registered Agent, with the agent's signed acceptance
- ☐ Name and address of each incorporator, and at least one incorporator's signature

> ***Planning to seek 501(c)(3) status?*** *The IRS requires specific purpose and dissolution-of-assets language in your Articles. Check the requirements at irs.gov before you file, so you don't have to amend later.*

Social benefit or social purpose corporation

These use a separate form. Download the form and instructions from Sunbiz and submit by mail.

Foreign (out-of-state) corporation or LLC

A corporation or LLC formed outside Florida must register before transacting business here (Chapters 605, 607 and 617, Florida Statutes). Download the form and instructions from Sunbiz and submit by mail.

Recommended, though not required

List the names and addresses of your initial officers, directors or managers in the Articles. Most banks will not open a business account unless those individuals appear on the Department of State's records.

Section 2: Limited Liability Companies (LLC)

Filing: Articles of Organization · **Fee:** $125 · **Online or by mail**

What is an LLC?

An LLC gives its owners (members) the same limited personal liability as a corporation, with less formality. There is no requirement to hold regular shareholder or management meetings or follow other corporate formalities.

What the Articles of Organization must include

- ☐ An LLC name that is distinguishable from other names on the Department of State's records and contains "Limited Liability Company," "L.L.C." or "LLC"
- ☐ Street address of the principal office, plus mailing address

- ☐ Name and Florida street address of the Registered Agent
- ☐ The Registered Agent's signed statement that they are familiar with and accept the duties of the role
- ☐ Signature of at least one member or an authorized representative

Out-of-state LLCs

An LLC formed in another state must register as a foreign LLC before doing business in Florida. See "Foreign (out-of-state) corporation or LLC" in Section 1.

Section 3: Partnerships

A partnership is two or more people who co-own a business and share its profits and losses. Each partner contributes something, usually money or property. Florida recognizes two types under Chapter 620, Florida Statutes.

	General partnership	Limited partnership
Who's in it	General partners only	At least one general partner plus limited partners
Management	Shared equally; any partner can act for the business	General partners manage; limited partners do not
Personal liability	Each partner is responsible for the partnership's debts	General partners are liable; limited partners' liability is limited
Profits	Shared	Shared by general and limited partners
Optional add-on	LLP status ($25)	LLLP status (included in formation)

A. General partnership

Filing: Partnership Registration Statement · **Fee:** $50 · **By mail**

The statement must include:

- ☐ Name of the partnership
- ☐ State or country where it was formed
- ☐ Federal Employer Identification Number (EIN)
- ☐ Street address of the chief executive office, and of the principal Florida office if there is one
- ☐ Partner information, provided one of two ways: (a) attach a list of every partner's name and mailing address (with Florida registration numbers for partners that are entities), **or** (b) name a Florida agent who will keep that list, with the agent's street address (and Florida registration number if the agent is an entity)
- ☐ Typed or printed names and signatures of two partners, attesting under penalty of perjury that the facts are true, with the date signed

Out-of-state general partnerships use the same Partnership Registration Statement and the same $50 fee, submitted by mail.

B. Adding limited liability partnership (LLP) status

An LLP designation shields partners from personal liability for the acts of the partnership.

Filing: Statement of Qualification · **Fee:** $25 · **By mail**

The statement must include:

- ☐ The partnership's name and Florida registration number as shown in Department of State records
- ☐ An LLP suffix: "Registered Limited Liability Partnership," "Limited Liability Partnership," "R.L.L.P.," "L.L.P.," "RLLP" or "LLP"
- ☐ Street address of the chief executive office, if different from the current record
- ☐ Street address of the principal Florida office, if different from the chief executive office
- ☐ Name and Florida street address of the registered agent (an entity agent must have an active Florida registration)
- ☐ A statement that the partnership elects to be an LLP
- ☐ Signature of a partner or authorized person, under penalty of perjury, with the date

C. Limited partnership (LP) or limited liability limited partnership (LLLP)

An LP becomes an LLLP by electing that status and using an LLLP suffix in its name.

Filing: Certificate of Limited Partnership · **Fees:** $1,000 total · **Online or by mail**

The certificate must include:

- ☐ A name with the right suffix. LP: "Limited Partnership," "Limited," "L.P.," "LP" or "Ltd." LLLP: "Limited Liability Limited Partnership," "L.L.L.P." or "LLLP"
- ☐ Street and mailing address of the initial designated office
- ☐ Name and Florida street address of the Registered Agent, and the agent's signed acceptance
- ☐ Name and business address of each general partner (an entity partner needs its Florida registration number)
- ☐ A statement electing LLLP status, if applicable
- ☐ Signature of each general partner, with the date

Out-of-state LP, LLP or LLLP: download the foreign registration form from Sunbiz and mail it with the $1,000 fee. This filing is not available online.

Section 4: Fictitious Names ("Doing Business As")

Filing: Fictitious Name Registration · **Fee:** $50 · **Online or by mail**

A fictitious name, or DBA, is any business name that differs from your personal name or your entity's registered legal name. Under Section 865.09, Florida Statutes, any person or entity must register a fictitious name with the Department of State **before** doing business under it.

Why register?

1. A sole proprietor can open a bank account and accept payments in the business name.
2. A corporation, LLC or other entity can run several businesses under different names without forming a new entity for each.
3. You keep certain legal protections when operating under a name other than your legal name.

What registration does not do

Registration only tells the public who is behind a business name. It does **not** reserve the name, give you rights to it, or stop anyone else from using it. More than one person or business may register the same fictitious name. You are responsible for avoiding and defending against name infringement.

> ***Do your homework first:*** *Search Sunbiz and local business directories to see whether the name is already in use before you invest in it. Legal advice is also recommended.*

Who does not need to register

- A licensed attorney forming a business to practice law in Florida
- Businesses licensed by the Department of Business and Professional Regulation or the Department of Health whose licensing boards have not required it
- A corporation, LLC or partnership in good standing with the Division of Corporations that does business only under its registered name
- A federally chartered corporation that does business only under its own name

What the form must include

- ☐ The fictitious name to be registered
- ☐ Mailing address of the business
- ☐ Name and address of each owner; for a corporation, its federal EIN and Florida registration number
- ☐ Certification that the name has been advertised at least once in a newspaper in the county of the principal place of business
- ☐ Any other information the Division requires to inform government agencies and the public who is doing business under the name

Section 5: Trademarks and Service Marks

Filing: Application for Registration of a Trademark or Service Mark · **Fee:** $87.50 per class · **By mail**

A mark is a name, design, slogan or combination that identifies your goods or services and sets them apart from competitors. Because customers connect it with your reputation, a mark can be one of a business's most valuable assets.

- **Trademark:** used on a physical product (shoes, soda, apparel)
- **Service mark:** used for a service (carpet cleaning, plumbing, auto repair)

Can your mark be registered?

- It must be distinctive. A mark already used by someone else for the same kind of goods or services cannot be registered.
- It must be **in use** before you apply. Products must be on sale; services must actually be offered. Advertising future goods or services does not count.
- The owner can be an individual or a legally recognized business. A business must keep an active registration with the Division of Corporations.
- The Division cannot register a mark that matches a mark previously used in Florida and not abandoned (Section 495.021(1)(f), F.S.). It also cannot deny a mark just because it matches a corporate or fictitious name on file.

> ***Your responsibility:*** *Before you file, confirm the mark is available and does not infringe on anyone else's. You must defend your own mark against infringement.*

What to send

Mail all of the following to the Division of Corporations:

- ☐ One original and one photocopy of the application
- ☐ Three specimens (real examples) of the mark for each class
- ☐ A check payable to the Florida Department of State for $87.50 per class

What the application must include

- ☐ Applicant's name and business address, and type of applicant (individual, corporation, LP, general partnership, etc.). A business entity also lists its home state, Florida registration number and EIN.
- ☐ For a service mark: the services it is used with (e.g., restaurant services, real estate sales)
- ☐ For a trademark: the goods it is used with (e.g., window cleaner, furniture polish)
- ☐ How the mark is used: on a label, decal or engraving for goods; in newspaper ads, brochures or business cards for services
- ☐ The applicable class(es)
- ☐ The date the mark was first used anywhere, and first used in Florida
- ☐ The mark itself, with a short description if it includes a design
- ☐ A disclaimer for any words or designs the state cannot give you exclusive rights to, such as place names (Miami, Florida), state or national symbols, and business suffixes like "Inc."
- ☐ The dated, notarized signature of the applicant or authorized signer, with the signer's title

Specimens: getting them right

Specimens show how the mark actually appears in business. Send three for each class. They may be three of the same item or three different ones.

Mark type	Acceptable specimens	Not accepted
Trademark (goods)	Labels, decals, tags, wrappers, boxes, containers	Typed or handwritten samples; camera-ready art
Service mark	Business cards, brochures, flyers, newspaper ads	Letterhead, stationery, envelopes, invoices, matchbooks
Both	Three of each type above	Altered, damaged or hard-to-read items

Bulky items may be photographed, as long as the mark and the product are clearly legible.

Classes

Every product or service falls in one of 45 classes. The fee is charged per class. See Sunbiz for the class list.

State vs. federal registration

A Florida registration protects your mark within the state only. It lasts five years from the registration date and does not replace federal registration.

- **Federal trademarks:** U.S. Patent and Trademark Office, 571-272-1000, uspto.gov
- **Copyrights:** U.S. Copyright Office, Library of Congress, 202-707-3000, copyright.gov

Section 6: Filing, Contacts and Your Startup Checklist

Reserve your name (optional)

Since January 1, 2020, you can reserve a name for a business entity before you form it. If the name is available, the Secretary of State holds it for your exclusive use for **120 days**. Current reservation fees: $35 (corporation), $25 (LLC), $52.50 (limited partnership).

Keep your business active: annual reports

Once formed, most entities must file an annual report on Sunbiz each year by **May 1** to stay active. Late reports carry a steep penalty.

Entity	Annual report fee	Fee if received after May 1
LLC	$138.75	$538.75
Profit corporation	$150.00	$550.00
Not for profit corporation	$61.25	No late fee listed
Limited partnership	$500.00	$900.00
Limited liability partnership	$25.00	No late fee listed

Update: federal beneficial ownership reporting

The printed state guide warns of a federal requirement, starting in 2024, to report beneficial ownership information (BOI) to FinCEN. **That rule has since changed.** FinCEN finalized a rule effective August 14, 2026, that permanently exempts companies formed in the United States from BOI reporting. Only certain foreign companies registered to do business in the U.S. must still file. Details: fincen.gov/boi.

> ***Watch for scams.*** *Filing BOI directly with FinCEN has never cost anything, and FinCEN does not send letters demanding payment. Ignore mail or email asking you to pay to file a BOI report.*

How to file

Method	How	Payment
Online	Go to Sunbiz.org and use the e-filing application	Major credit card: American Express, MasterCard, Visa or Discover
By mail	Download the fill-in-the-blank form from Sunbiz and mail it to: **Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314**	Check payable to the Florida Department of State

Some filings are mail only: general partnership registration, LLP qualification, out-of-state LPs and partnerships, and trademarks.

Contacts

Agency	For	Phone	Web
Florida Division of Corporations	All state business filings and searches	850-245-6000	Sunbiz.org
U.S. Patent and Trademark Office	Federal trademarks	571-272-1000	uspto.gov
U.S. Copyright Office	Copyrights	202-707-3000	copyright.gov
Internal Revenue Service	EIN, 501(c)(3) tax exemption	—	irs.gov
FinCEN	Beneficial ownership questions	—	fincen.gov/boi

Your startup checklist

- ☐ Choose your entity type (Sections 1–3)
- ☐ Search Sunbiz to confirm your name is available
- ☐ Reserve the name, if you need time before filing
- ☐ Line up a Registered Agent with a Florida street address
- ☐ Have a legal professional review your documents
- ☐ File your formation document and pay the fee

- ☐ Get an EIN from the IRS
- ☐ List your officers, directors or managers on state records so you can open a bank account
- ☐ Register a fictitious name if you'll operate under a different name (Section 4)
- ☐ Consider state or federal trademark protection (Section 5)
- ☐ Put **May 1** on your calendar for the annual report

Sources

- Florida Department of State, Division of Corporations, *Florida Small Business 2026* guide (Florida Trend custom content), pp. 41–47
- Florida Division of Corporations fee schedule
- Section 495.191, Florida Statutes (trademark fees)
- FinCEN Beneficial Ownership Information Reporting

This packet is for general information only and is not legal advice.