

1975 S.C. Op. Atty. Gen. 219 (S.C.A.G.), 1975 S.C. Op. Atty. Gen. No. 4151, 1975 WL 22446

Office of the Attorney General

State of South Carolina

Opinion No. 4151

October 7, 1975

*1 A firm using the corporate name SECURITY ENGINEERS OF THE CAROLINAS, INC., but not having a registered professional engineer as a principal member of that firm, violate the provisions of Title 56, Chapter 12 of the S. C. Code of Laws (1962), as amended.

TO: Honorable O. Frank Thornton
Secretary of State

QUESTION PRESENTED:

Whether the use of the corporate name 'SECURITY ENGINEERS OF THE CAROLINAS, INC.' violates State law, if the firm does not have a registered professional engineer as principal member of the firm, and further whether the Secretary of State may issue a charter to the firm if the corporate name is in violation of State law?

CITATION OF AUTHORITIES:

Section 56–701 et seq., S. C. Code (1962), as amended.

Section 12–13.1, S. C. Code (1962), as amended.

DISCUSSION:

Section 56–703 provides, *inter alia*, that:

It shall be unlawful for any person to practice or to offer to practice in this State engineering or land surveying, as defined in Section 56–701 or to use in connection with his name or otherwise assume, use or advertise any title or description tending to convey the impression that he is a professional engineer or a land surveyor, unless such person has been duly registered under the provisions of this chapter. (Emphasis added).

Section 56–701(4) defines the term 'practice of engineering' and further provides that a person shall be construed to practice or offer to practice engineering who:

(b) by verbal claim, sign, advertisement letterhead, card or in any way represents himself to be a professional engineer or though the use of some other title implies that he is a professional engineer. . . .

The title 'SECURITY ENGINEERS OF THE CAROLINAS, INC.' implies that the firm has electrical engineering design capabilities normally required for complex or sophisticated security systems, rather than merely offering the installation and servicing of readily available 'pre-engineered' and manufactured security systems. Firms offering the latter services normally employ such titles as 'Security Specialists' or 'Security Technicians' and thus do not attempt to convey the impression that they are 'professional engineers' or that engineering services are offered by their firms. It is

manifest that the name 'SECURITY ENGINEERS' would violate Section 56-701 and 56-703, and the firm would be subject to the penalties provided under Section 56-738 if it were to use this corporate name.

Furthermore, Section 12-13.1(b)(3)(A) S. C. Code of Laws (1962), as amended, the 'South Carolina Business Corporation Act of 1962,' provides:

No domestic corporation or foreign corporation authorized to do or in fact doing business in this State shall use a name which:

...

(3) Contains any word or phrase or abbreviation or derivative thereof which implies that the corporation:

(A) Transacts or has power to transact any business, including, without limitation, the business of insurance, banking, or transportation, for which authorization in whatever form and however denominated, is required under the laws of this State unless the appropriate commission or officer has granted such authorization and certifies that fact in writing;

*2 Therefore, since the name 'SECURITY ENGINEERS' implies that the corporation has the authority to practice engineering in this State, the corporation must show evidence that the State Board of Engineering Examiners has registered at least one of the principal members of the firm as a professional engineer. Section 12-13.1(c) would prevent the Secretary of State from issuing a charter if the corporate name is inconsistent with the above cited provision.

CONCLUSION:

The Secretary of State should not issue a charter in the name of 'SECURITY ENGINEERS OF THE CAROLINAS, INC.' unless the applicant can show evidence that one of its principal members is a registered professional engineer.

Richard B. Kale, Jr.
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