

October 3, 2007

VIA FACSIMILE AND  
OVERNIGHT DELIVERY

Florida Board of Accountancy  
240 Northwest 76<sup>th</sup> Drive, Suite A  
Gainesville, FL 32607  
Fax (352) 333-2508

Attention: Ms. Veloria A. Kelly, Director

Re: Amended Request for Declaratory Ruling

Dear Ms. Kelly:

The CPA firm licensed in Florida as "Crowe Chizek and Company LLC" ("Crowe Chizek") hereby submits its amended request for a declaratory ruling from the Florida Board of Accountancy that it may change its firm name to "Crowe Horwath LLP."<sup>1</sup> Founded in 1942, Crowe Chizek started its practice in Indiana and has grown from a number of local Indiana offices to a practice in twenty-two (22) states. Crowe Chizek is engaged in the practice of public accountancy only and has been licensed in Florida since 1995.

Crowe Chizek is a member firm of Horwath International, an association of separate member firms located in various countries, similar to BDO International and PKF International. Horwath International does not render any professional services and will not perform any services in Florida. Membership in any international association, and Horwath International is no exception, permits an accounting firm to compete locally by enabling it to provide assistance globally to clients. Horwath International does not own any interest in Crowe Chizek (nor will it in Crowe Horwath LLP).

Crowe Chizek requests that the name change be permitted because Crowe Chizek needs to include "Horwath" in the firm name to enable it to adequately serve clients in Florida requiring international expertise and to effectively compete with other accounting firms who are presently using the name borne by their international association in Florida. Moreover, the by-laws of association with Horwath International require the Firm to include the Horwath name as a condition of membership.

Section 473.321 of the Statutes and Rule Chapter 61H1-26, Section 001(1) (the "Rule") both provide that a CPA shall not practice under a firm name which is misleading or deceptive as to the legal form of the firm or as to persons who are partners of the firm or as to any other matter. Both Section 473.21 and the Section 001(1)(a) of the Rule also provide that a firm is not prohibited from practicing under a fictitious name which is not misleading or deceptive. Section 001(1)(b) of the Rule provides that a name may include the name of a present or former partner and also permits a firm to change from one form of business to another and continue to use the

<sup>1</sup> The firm is planning to make the name change and change its ownership structure back to an LLP in the near future.

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DATE

*Brandon M. Nichols*  
10-3-2007

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name of retired or deceased partner. The "Crowe" name (and the "Chizek" name) represents a CPA who was an active partner in the Crowe Chizek firm before the firm's conversion to an LLC in 2003. Hence, use of the "Crowe" name in the name Crowe Horwath LLP both is permissible under Section 001(1)(b) and is not use of a fictitious name. Use of the Crowe Horwath LLP name would be practicing under a fictitious name because the name includes the name "Horwath" which is not a present owner or partner of the firm or its direct predecessor as a result of a change in form. We respectfully submit that the proposed fictitious name is not misleading or deceptive. The firm's letterhead, business cards, and other significant literature will all specify that Crowe Horwath LLP is a member firm of Horwath International. The firm engagement letter will also specify that Crowe Horwath LLP is a separate member firm of Horwath International. Therefore, there is no risk that the public will not have a clear understanding of the relationship between the firm and the "Horwath" name, so there is no potential risk of misleading the public.

A number of firms with similar fictitious names have previously received a permit in Florida. For example, BDO Seidman LLP, PKF Witt Mares, UHY LLP and Grant Thornton LLP compete locally in Florida using the same name as their international association. The "BDO" in BDO Seidman represents an alliance of the accounting firms Binder Hamlyn (UK), Dijker en Doornbos (the Netherlands & Belgium) and Deutsche Warentreuland (Germany), whose managing partner was Hans Heinrich Orte. The "PKF" acronym represents the "Pannell Kerr Forester" and represents the name of a UK firm that formed an alliance with the American firm Harris, Kerr, Forster and Co. Mr. Pannell has never held an ownership interest in the American firm. The "UHY" in UHY, LLP represents the alliance between Urback Kahn & Werlin (US) and Hacker Young (UK). Finally, in 1986, the firm Alexander Grant & Company changed its name to Grant Thornton to reflect the firm's affiliation with the UK firm Thornton Baker. Mr. Thornton was not an owner of the US firm. Therefore, a number of firms have received permits to practice under names that include the name of an international affiliation. In addition, over thirty-five (35) states, many of whom have language similar to the Florida statute, have approved the use of the name Crowe Horwath LLP. These states include Texas, Mississippi, South Carolina, Tennessee, Kentucky, Indiana, West Virginia, New Mexico, Nevada, California, Wisconsin and Nebraska. We request that Florida do so as well.

By permitting this name change, the Board will enhance competition among CPA firms in Florida and enable all CPA firms in Florida to effectively compete. In 2003, the United States General Accounting Office published a study called *Accounting Firm Consolidation: Views of Surveyed Large Public Companies on Audit Fees, Quality, Independence, and Choice* (available at <http://www.gao.gov/cgi-bin/getrpt?GAO-03-1158>). The study found that 86 percent of the Fortune 1000 companies surveyed said they would prefer a market with more than four big accounting firms. Currently, many of the larger, national accounting firms are able to compete in Florida with names containing an international affiliation. Without the use of the name of the international organization in the firm name, small or mid-size firms cannot grow and compete for Florida clients, as the use of such a name confirms the ability to provide global services through other firms internationally. A name restriction would only have the effect of chilling the ability of small and mid-size firms to do what other firms have already done.

For these reasons, we respectfully ask you to consider this amended request and confirm to that the Florida Board of Accountancy would allow the firm to change its name from "Crowe

Chizek and Company LLC" to "Crowe Horwath LLP." We would be glad to meet with you personally to discuss this matter. We kindly request that the Board review this matter at its October 18, 2007 meeting. Given the importance of this matter, if the Board feels that it would be helpful, the firm would be happy to appear and discuss the request at the Board meeting.

Very truly yours,



Stanley Parzen  
Mayer Brown LLP

cc: Charles Allen  
Fred J. Bauters  
Mary Ellen Clark