

**LIMITED LIABILITY COMPANY  
ARTICLES OF ORGANIZATION**

**First:** The name of the limited liability company is \_\_\_\_\_.

**Second:** The address of its registered office in the state of \_\_\_\_\_ is  
\_\_\_\_\_ in the City of \_\_\_\_\_

The  
late  
For  
The  
\_\_\_\_\_

# SAMPLE

tion.) The  
Members.

**Fifth:** The members or managers [*choose one:*] \_\_\_\_\_ have OR \_\_\_\_\_ have not addressed additional matters. If additional matters are addressed in attached pages, the number of additional pages attached is: \_\_\_\_\_.

**Sixth:** Certificate of Acceptance of Appointment of Resident Agent:  
I, \_\_\_\_\_, hereby accept appointment as Resident Agent for the above named limited liability company.

\_\_\_\_\_  
Signature of Resident Agent

\_\_\_\_\_  
Date

\_\_\_\_\_ **LLC, OPERATING AGREEMENT**

**OF**

**Dated** \_\_\_\_\_, 2\_\_\_\_\_

THIS AGREEMENT is entered into by and among the Members of \_\_\_\_\_, LLC, a (name of State) limited liability company. In consideration of the mutual covenants and conditions hereinafter set forth, the Members hereby agree that the terms of the Operating Agreement governing the Company shall be as follows:

**ARTICLE 1**

**Definitions, Terminology, and References**

1.1 **Definitions.** As used in this Agreement, each of the following terms shall have the meaning set forth opposite such term.

1.1.1 The term "**Agreement**" means this Operating Agreement, including any exhibits or other attachments hereto, as amended and in effect from time to time.

1.1.2 The term "**Articles of Organization**" means the articles of organization, as amended from time to time, filed by the Company under the Act.

1.1.3 The term "**Board**" means those managers designated as provided in this Operating Agreement to act collectively as a board of directors.

1.1.4 The term "**Company**" means the limited liability company governed by this Agreement and formed by the filing of the Company's Articles of Organization with the (Name of State) Secretary of State.

1.1.5 The term "**Managers**" means those persons who were elected or appointed to manage the Company or a particular function within the Company.

1.1.6 The term "**Member**" means each of the parties hereto and each other person who is admitted to the Company as a Member pursuant to this Agreement, until such time as such person shall cease to be a Member as set out in this Agreement. The term "Members" means a group composed of each person who is a Member.

1.1.7 The term "**Membership Interest**" means, when used with respect to a Member the right to participate in Company management and participate in the business of the Company.

1.1.8 The term "**Share Interest**" means a Member's rights in the equity of the Company and other property rights, if any, that may accrue to the benefit of the Members.

1.1.9 The term "**State**" means the State of (Name of State)