

**LLC OPERATING AGREEMENT**

OF

**[NAME OF LLC]**

A \_\_\_\_\_ *[INSERT NAME OF STATE]* SINGLE MEMBER LIMITED LIABILITY COMPANY

THIS AGREEMENT made effective as of the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

AMONG:

**[NAME OF MEMBER]**  
(the "Initial Member")

- and -

**[NAME OF LIMITED LIABILITY COMPANY]**

a limited liability company in the process of formation with a registered office address in the State of \_\_\_\_\_

**RECITALS**

- A. The Initial Member desires to form a limited liability company (the "Company") under the laws of the State of \_\_\_\_\_.
- B. The Initial Member desires to enter into this Agreement in order to provide for the governance of the Company, to and for the purpose of *[insert description of the business to be operated by the company]* (the "Business").
- C. *[if applicable]*: The Initial Member had previously operated the Business as a sole proprietorship and intends through this Agreement to transfer all assets of such predecessor sole proprietorship to the Company.
- D. The Initial Member intends to operate the Business and provide for operation of the Company.

**NOW THEREFORE THIS AGREEMENT WITNESSES** that in consideration of the mutual covenants and agreements contained in this Agreement, it is hereby agreed as follows:

**ARTICLE I - ORGANIZATION**

1.1 The Initial Member has filed Articles of Organization in accordance with the provisions of the legislation enacted in the State of \_\_\_\_\_ applicable and pertaining to the formation and operation of limited liability companies, as amended, replaced or re-enacted from time to time (the "Act"). A copy of the Articles of Organization are attached to this Agreement as Exhibit A.

1.2 The name of the Company shall be **[NAME OF LIMITED LIABILITY COMPANY]**. The Company may also conduct its business under one or more assumed names.

**THE REGISTERED OFFICE OF THE COMPANY SHALL BE AS DESIGNATED IN THE ARTICLES OF ORGANIZATION OR ANY AMENDMENT THERETO, AT \_\_\_\_\_ *[INSERT FULL STREET ADDRESS]*, OR SUCH OTHER PLACE OR PLACES AS MAY BE DETERMINED BY THE INITIAL MEMBER FROM TIME TO TIME.**