

[Delaware LLC with One Member]\*

## LIMITED LIABILITY COMPANY OPERATING AGREEMENT

OF

[NAME]

This Limited Liability Company Operating Agreement (the "Agreement"), dated as of the \_\_\_ day of \_\_\_, 20\_\_\_, is being made by \_\_\_\_\_ (the "Member").

### WITNESSETH:

WHEREAS, the Member wishes to form and become the member of a limited liability company to be called \_\_\_\_\_, LLC (the "Company"), under and pursuant to the Delaware Limited Liability Company Act (the "Act"), Chapter 18, Title 6 of the Delaware Code, for the purposes set forth herein; and

WHEREAS, the Member agrees that its rights, powers, duties and obligations as the Member of the Company shall be governed by the terms and provisions of this Agreement;

NOW, THEREFORE, the Member states as follows:

### ARTICLE I.

#### Formation, Name and Principal Place of Business

1. Formation and Name. The Member hereby organizes the Company, to be known as \_\_\_\_\_, LLC pursuant to the Act. Except as otherwise expressly provided in the Company's Certificate of Formation or this Agreement, the rights and obligations of the Member with respect to the Company will be governed by the Act.

2. Principal Place of Business. The principal place of business for the transaction of the business of the Company shall be \_\_\_\_\_. The Member may from time to time change the principal place of business and establish additional offices.

3. Registered Office; Registered Agent. The Company shall maintain a registered office in the State of Delaware and a registered agent for service of process in the State of Delaware as required by the Act.

### ARTICLE II.

#### Purpose and Powers of the Company