

**QUESTIONNAIRE FOR DRAFTING  
ORGANIZATIONAL DOCUMENTS OF  
A CALIFORNIA LIMITED LIABILITY COMPANY**

1. Name of the New Company:  
*The name must include the phrase "Limited Liability Company" "Ltd. Liability Company," "Limited Liability Co.," "Ltd. Liability Co.," or "LLC" as the last part of its name.*
2. Term (or Date of Longest Duration) of Company:
3. Name and Address of Registered Agent within State of California:
4. Addresses of the Facilities of the Company in Jurisdictions Other than California:
5. Name and Street Address (not a P.O. Box) of Agent for Service of Process in the Other States:
6. Major Assets of the Company: *Value and Location*  

<u>Description of Assets</u>	<u>State of Location</u>	<u>Value</u>
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7. Business Purposes:

In addition to these specific business purposes, the Articles of Organization will allow the Company to engage in and transact any and all lawful business permitted under applicable law.

8. Names of Members (Owners of Profits, Capital and Voting Interests)

**MEMBER A**

Full Legal Name:

Place of Organization if a Legal Entity or Place of Residency and Nationality if an Individual:

Address:

Telephone Number (home):

Telephone Number (office):

Federal Taxpayer I.D. Number:

Percent Share of Profits:

Percent Share of Losses:

Value of Initial Capital Contribution:

Description of Property Used for Initial Capital Contribution:

Voting Power:

**MEMBER B**

Full Legal Name:

Place of Organization if a Legal Entity or Place of Residency and Nationality if an Individual:

Address:

Telephone Number (home):

Telephone Number (office):

Federal Taxpayer I.D. Number:

Percent Share of Profits:

Percent Share of Losses:

Value of Initial Capital Contribution:

Description of Property Used for Initial Capital Contribution:

Voting Power:

**MEMBER C**

Full Legal Name:

Place of Organization if a Legal Entity or Place of Residency and Nationality if an Individual:

Address:

Telephone Number (home):

Telephone Number (office):

Federal Taxpayer I.D. Number:

Percent Share of Profits:

Percent Share of Losses:

Value of Initial Capital Contribution:

Description of Property Used for Initial Capital Contribution:

Voting Power:

If additional members are to be used, please attach a separate sheet.

9. Summarize the Ownership Interest for Each Member:

*Confirm whether you desire to establish different classes of ownership interests for different members (i.e. preferred, common, voting or nonvoting). Typically, voting power, percentage share of profits, percentage share of losses and percentage share of capital are the same for a given member. However, if you do wish to establish different classes, please list or describe the different classes:*

<u>PERCENT PROFITS</u>	<u>PERCENT LOSSES</u>	<u>VOTING POWER</u>
<u>OTHER PREFERENCES</u>		

MEMBER A:

MEMBER B:

MEMBER C:

10. Names, Addresses and Telephone Numbers of Managers:

*The management of the Company is vested in the members unless otherwise provided in the Articles. If you wish the Company to be managed by persons who are non-member owners, please list the name(s) and address(es) of the persons to hold offices as managers/officers in the company:*

<u>POSITION</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE</u>
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NUMBER

Manager

Manager

Manager

Manager

11. Names, Addresses and Telephone Number of Officers:

*While one individual may hold all manager positions, it is customary to appoint different individuals for the position of President and Secretary. The positions of Secretary and Treasurer are often held by one individual.*

<u>POSITION</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE #</u>
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Vice President

Secretary

Treasurer

12. Name of Member Responsible for Federal Tax Matters:

At this time, the regulations do not strictly require a "Tax Matters Member."

13. Name of Bank where Company Accounts Maintained.

Name of Bank:

Address of Bank:

14. Name of Individuals with Signature Power over Bank Accounts. Please indicate whether any individual may act alone or only jointly by indicating "and" or "or" in your description below:

15. Fiscal Year End to be Elected by Company.

Fiscal Year ends

(Month)

(Day)

*Since the entity will organize to qualify as a partnership for income tax purposes, the entity generally must adopt the same fiscal year as that used by partners having more than 50 percent profits and capital.*

16. Accounting Method to be Elected by Company.

Cash:

Accrual:

Other Method (describe):

17. Limitations on Transferability of Interests:

Unanimous Consent of all Members:

Members Holding a Majority of  
Non-Transferred Profits

Other (describe):

18. Consent Required to Continue as Business of Company in Event of Death, Retirement, Withdrawal, Resignation, Expulsion, Bankruptcy, or Dissolution of Any Member:

Unanimous Consent of all Members:

Majority-In-Interest of Other Members:

Other (describe):

*For this purpose, "Majority in Interest" means members holding more than 50 percent of the capital account balance as determined under the Treasury Regulations 1.704 and more than 50 percent of the estimated profits over the expected term of the enterprise.*