

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

1. Name of the New Company:  
The company must include the phrase "Limited Liability Company", "Ltd. Liability Company", "Limited Liability Co.", "Ltd. Liability Co.", "L.L.C.", or "LLC" as the last part of its name.
  
2. Term (or Date of Longest Duration) of Company:
  
3. The Limited Liability Company (LLC) will be managed by: (Choose one)  
 One Manager       More than One Manager       All LLC Members
  
4. Name and Address of Registered Agent within State of California:
  
  
5. Addresses of the Facilities of the Company in Jurisdictions other than California.
  
  
6. Name and Street Address (not a P.O. Box) of Agent for Service of Process in the other States:
  
  
7. 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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8. Business Purposes:

The specific business purposes are set forth only in the Operating Agreement. The preprinted form of Articles of Organization mandated by the Secretary of State allows the Company "to engage in any lawful act or activity for which a limited liability company may be organized under the Beverly-Killea Limited Liability Company Act" and does not allow for further modification.

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

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**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:

Percentage Share of Net Profits:

Percentage Share of Net Losses:

Value of Initial Capital Contribution:

Description of Property Used for Initial Capital Contribution:

Voting Power Percentage:

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**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:

Percentage Share of Net Profits:

Percentage Share of Net Losses:

Value of Initial Capital Contribution:

Description of Property Used for Initial Capital Contribution:

Voting Power Percentage:

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**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:

Percentage Share of Net Profits:

Percentage Share of Net Losses:

Value of Initial Capital Contribution:

Description of Property Used for Initial Capital Contribution:

Voting Power Percentage:

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

10. Summary of 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, percentage share of net profits, percentage share of net 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 OF</u> <u>VOTING POWER</u>	<u>PERCENT OF</u> <u>NET PROFITS</u>	<u>PERCENT OF</u> <u>NET LOSSES</u>	<u>OTHER</u> <u>PREFERENCES</u>
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MEMBER A:

MEMBER B:

MEMBER C:

11. 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:

POSITION                      NAME                      ADDRESS                      TELEPHONE NUMBER

Manager

Manager

Manager

Manager

12. 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.

POSITION                      NAME                      ADDRESS                      TELEPHONE NUMBER

President

Vice President

Secretary

Treasurer

13. Name of Member Responsible for Federal Tax Matters:

14. Name of Bank where Company Accounts Maintained.

Name of Bank:

Address of Bank:

15. 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:

16. Fiscal Year End to be Elected by Company.

Fiscal Year ends \_\_\_\_\_ (Month) \_\_\_\_\_ (Day)

Assuming the entity intends to be classified 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.

17. Accounting Method to be Elected by Company.

Cash:  
Accrual:  
Other Method (describe):

18. Limitations on Transferability of Interests:

Unanimous Consent of all Members: Yes \_\_\_\_\_ No \_\_\_\_\_

Members Holding a Majority of Non-Transferred Profits Yes \_\_\_\_\_ No \_\_\_\_\_

Other (describe):

Limitations on Transferability are no longer necessary for entity to be classified as a partnership for personal and California income tax purposes.

19. Additional events resulting in dissolution of Company:

	YES	NO
Death of Any Member	_____	_____
Retirement of Any Member	_____	_____
Withdrawal of Any Member	_____	_____
Resignation of Any Member	_____	_____
Expulsion of Any Member	_____	_____
Bankruptcy of Any Member	_____	_____
Dissolution of Any member	_____	_____

None of the additional events of dissolution listed above are necessary for the entity to be classified as a partnership for Federal and California income tax purposes.

Under the act, the company must dissolve

- i) when the period fixed for duration expires,
- ii) vote of a majority of members in interest of members voting a greater percentage is specified in the articles of organization in a written operating organizational
- iii) entry of a decree of judicial dissolution.

Consent Required to Continue as Business of Company in Event of Death, Retirement, Withdrawal, Resignation, Expulsion, Bankruptcy, or Dissolution of Any Member- choose one below:

Unanimous Consent of all Members: \_\_\_\_\_ or  
Majority-In-Interest of Other Members: \_\_\_\_\_

Other (describe):

For this purpose, "Majority In Interest" means members holding more than 50 percent of the interests of Members in current profits of the Company. See California Corporations Code Section 1701(N)

# 1-DAY DOCUMENT ASSISTANCE

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Santa Clarita Office  
24827 San Fernando Road  
Newhall, CA 91321  
(661) 259-6910

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## LIMITED LIABILITY COMPANY QUESTIONNAIRE

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*To avoid confusion and delay in processing, please type or print your response*

Date: \_\_\_\_\_

Customer Name: \_\_\_\_\_

Customer Address: \_\_\_\_\_

\_\_\_\_\_

Customer Phone #: \_\_\_\_\_

Other Phone #: \_\_\_\_\_

Fax Phone #: \_\_\_\_\_

Please return completed questionnaire to our main office in Simi Valley, CA

# 1-DAY DOCUMENT ASSISTANCE

LEGAL DOCUMENT PREPARATION

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