



LIMITED LIABILITY COMPANIES



DOWNLOADABLE
FORMS

How to Use: Click on the forms below to download individually **-OR-** click the button on the bottom of this page to download a ZIP file containing all forms in this package

LLC Operating Agreement

- LLC-40** Simple Operating Agreement—New York LLC With One Member
- LLC-41** Simple Operating Agreement—Delaware LLC With One Member
- LLC-42** Operating Agreement—New York LLC With Professional Manager
- LLC-43** Complex Operating Agreement—New York LLC, With Options for Various Situations
- LLC-44** Operating Agreement of [Delaware] LLC (Manager Managed/SPE Limitations)
- LLC-45** Operating Agreement of [Delaware] LLC (Member Managed/SPE Limitations)
- LLC-46** LLC Operating Agreement – Service Business With Two Members Who Desire to Receive Guaranteed Payments Prior to Distributions of Profit
- LLC-47** Clause for Operating Agreement – Special Definitions for LLC Operating Agreement Providing for “Units of Membership Interest”
- LLC-48** Clause for LLC Operating Agreement – Multiple Classes of Membership Interest (Voting, Nonvoting, Preferred)
- LLC-49** Clause for LLC Operating Agreement – Section Permitting LLC Managers to Convert into a C Corporation Without Member Approval

Mergers and Other Reorganizations

- LLC-50** Agreement and Plan of Merger of a Domestic Limited Liability Company into a Foreign Limited Liability Company

(Updated 4/26)



Questions?

Call the Member Resource Center at 800-582-2452 or 518-463-3200, or email MRC@NYSBA.ORG.

Download package
with all forms
(ZIP)





LLC-51 Unanimous Written Consent of Members of a Domestic Limited Liability Company Authorizing Merger into a Foreign Limited Liability Company

LLC-52 Unanimous Written Consent of Members Authorizing Merger of a Foreign Limited Liability Company into a Domestic Limited Liability Company

Tax Considerations

LLC-56 Clause for LLC Operating Agreement – Section Permitting Issuance of “Profits Interests”

LLC-57 Clause for LLC Operating Agreement – Distributions to Holders of “Profits Interests”

LLC-58 Profits Interests Plan for Limited Liability Companies

LLC-59 Agreement Granting Profits Interest to LLC Member

Professional Service Limited Liability Companies

LLC-60 Sample Operating Agreement for PLLC

Miscellaneous Forms

LLC-61 Notice of Formation of LLC—Domestic

LLC-62 Notice of Formation of LLC—Foreign

LLC-63 Letter of Intent for Sale of Membership Interests in an LLC

LLC-64 Resolution of LLC Members – Adoption of Assumed Name, Appointment of Officers and Compensation of Members in Their Capacities as Officers

LLC-65 Resolutions Authorizing Dissolution and Liquidation of a New York LLC; Members to Retain Rights to Company’s Intellectual Property

LLC-66 Simple Breakup Agreement for Two-Member LLC With 50/50 Ownership

LLC-67 Waiver of Right of First Refusal By LLC Member – Consenting to Transfer of Membership Interest By One LLC Member to Another

LLC-68 Sample Retainer Agreement in Connection With Formation of LLC