

**SAMPLE**  
**MEMBERSHIP AND OPERATING AGREEMENT**  
**OF**

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THIS AGREEMENT is hereby made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, by and between the following members: \_\_\_\_\_

\_\_\_\_\_ here in referred to as the sole members having interest in the Limited Liability Company known as \_\_\_\_\_, with a current mailing address of \_\_\_\_\_.

WHEREAS, the party hereby desires to establish agreements as follows:

1. The name of the association shall be \_\_\_\_\_ an Oklahoma Limited Liability Company.
2. The purpose of which the company is formed is the transaction of any and all lawful business for which limited liability companies may be organized under the Oklahoma Limited Liability Company Act.
3. The Company's registered agent and business office shall be:

Name:

Address:

\_\_\_\_\_  
\_\_\_\_\_

4. The Company's main business shall be conducted at: \_\_\_\_\_  
\_\_\_\_\_.
5. Capitalization of the Limited Liability Company shall be the contribution all the sum of \$\_\_\_\_\_ by each member, for a total capitalization of \$\_\_\_\_\_.
6. There are (\_\_\_\_) members who shall have ownership of the Limited Liability Company, with their division interest as follows:

\_\_\_\_\_ %  
\_\_\_\_\_ %  
\_\_\_\_\_ %  
\_\_\_\_\_ %  
\_\_\_\_\_ %

No other members shall be allowed or membership created in association of the Limited Liability Company. A member may assign their membership interest only by unanimous vote of all members.

7. All profits and losses, if any, of the company occurring in the course of normal business operations shall be born in the same proportion as member's division interest.
8. The Limited Liability Company shall be managed by \_\_\_\_\_, acting as the managing Member.
9. Execution of all documents relating to the purchase, sale, mortgage, transfer, or assignment of any real estate or other asset of the Limited Liability Company shall require signature of the managing Member.

**The Members:**

_____ Member	_____ Date
_____ Member	_____ Date
_____ Member	_____ Date
_____ Member	_____ Date