

VENTURE SMARTER

LLC MEMBER AMENDMENT FORM

[LLC NAME]

Amendment Number: [NUMBER] **Effective Date:** [DATE]

COMPANY INFORMATION

LLC Name: [LEGAL NAME] **State of Formation:** [STATE] **Date of Formation:** [DATE] **EIN:** [NUMBER]

Principal Office: [STREET ADDRESS] [CITY, STATE ZIP CODE]

TYPE OF AMENDMENT

Select the type(s) of membership change: (Check all that apply)

- [ ] **Addition of New Member(s)**
- [ ] **Removal/Withdrawal of Member(s)**
- [ ] **Change in Ownership Percentages**
- [ ] **Transfer of Membership Interest**
- [ ] **Update of Member Information**
- [ ] **Capital Contribution Changes**
- [ ] **Other:** [SPECIFY]

SECTION 1: CURRENT MEMBERSHIP

Current Members and Ownership (Before Amendment):

Member Name	Address	Units	Ownership %	Capital Account
[MEMBER 1]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]

[MEMBER 2]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]
[MEMBER 3]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]
TOTAL		**[TOTAL]**	**100%**	**$[TOTAL]**

SECTION 2: MEMBERSHIP CHANGES

A. NEW MEMBER(S) BEING ADDED

New Member Information:

Member Name: [FULL LEGAL NAME] **Address:** [STREET ADDRESS] [CITY, STATE ZIP CODE] **Phone:** [NUMBER] **Email:** [EMAIL] **Tax ID/SSN:** [NUMBER]

Membership Details:

- Units Acquired: [NUMBER]
- Ownership Percentage: [%]
- Capital Contribution: $[AMOUNT]
- Form of Contribution: [CASH / PROPERTY / SERVICES]
- Effective Date: [DATE]

Source of Membership Interest:

- [ ] New units issued by Company
- [ ] Purchase from existing Member: [NAME]
- [ ] Gift from existing Member: [NAME]
- [ ] Inheritance from: [NAME]
- [ ] Other: [SPECIFY]

New Member Information: (If multiple new members, repeat section)

Member Name: [FULL LEGAL NAME] **Address:** [STREET ADDRESS] [CITY, STATE ZIP CODE] **Phone:** [NUMBER] **Email:** [EMAIL] **Tax ID/SSN:** [NUMBER]

Membership Details:

- Units Acquired: [NUMBER]
- Ownership Percentage: [%]
- Capital Contribution: $[AMOUNT]
- Form of Contribution: [CASH / PROPERTY / SERVICES]

- Effective Date: [DATE]

B. MEMBER(S) BEING REMOVED

Departing Member Information:

Member Name: [FULL NAME] **Units Being Released:** [NUMBER]
Ownership Percentage Released: [%] **Effective Date:** [DATE]

Reason for Departure:

- [ ] Voluntary withdrawal
- [ ] Sale of interest
- [ ] Death
- [ ] Disability
- [ ] Removal for cause
- [ ] Retirement
- [ ] Other: [SPECIFY]

Buyout Details:

- Purchase Price: $[AMOUNT]
- Payment Terms: [LUMP SUM / INSTALLMENTS]
- Payment Schedule: [DESCRIBE]
- Purchaser(s): [COMPANY / OTHER MEMBERS / THIRD PARTY]

Distribution of Departing Member's Interest:

Receiving Party	Units Acquired	New Ownership %	Payment Amount
[NAME/COMPANY]	[NUMBER]	[%]	$[AMOUNT]
[NAME]	[NUMBER]	[%]	$[AMOUNT]
TOTAL	**[TOTAL]**	**[TOTAL%]**	**$[TOTAL]**

C. OWNERSHIP PERCENTAGE CHANGES

Reason for Ownership Change:

- [ ] Sale/transfer between existing members
- [ ] Additional capital contribution by member(s)
- [ ] Dilution due to new member admission

- [ ] Reallocation by mutual agreement
- [ ] Other: [SPECIFY]

Details of Change:

Member Name	Current Units	Current %	New Units	New %	Change
[MEMBER 1]	[NUMBER]	[%]	[NUMBER]	[%]	+/- [%]
[MEMBER 2]	[NUMBER]	[%]	[NUMBER]	[%]	+/- [%]
[MEMBER 3]	[NUMBER]	[%]	[NUMBER]	[%]	+/- [%]
TOTAL	**[TOTAL]**	**100%**	**[TOTAL]**	**100%**	

Consideration for Transfer: $[AMOUNT / NO CONSIDERATION]

D. UPDATED MEMBER INFORMATION

Member Name: [CURRENT NAME]

Information Being Updated: (Check all that apply)

- [ ] Name change to: [NEW NAME]
- [ ] Address change to: [NEW ADDRESS]
- [ ] Phone change to: [NEW PHONE]
- [ ] Email change to: [NEW EMAIL]
- [ ] Tax ID change to: [NEW TAX ID]

Reason for Change: [MARRIAGE / DIVORCE / RELOCATION / CORRECTION / OTHER]

E. CAPITAL CONTRIBUTION CHANGES

Member Making Contribution: [NAME]

Contribution Details:

- Amount: $[AMOUNT]
- Type: [CASH / PROPERTY / SERVICES]
- Date: [DATE]
- Purpose: [ADDITIONAL CAPITAL / PURCHASE OF UNITS / OTHER]

Property Description (if applicable):

- Description: [DETAILED DESCRIPTION]
- Fair Market Value: $[AMOUNT]
- Valuation Method: [APPRAISAL / AGREEMENT / OTHER]

Effect on Ownership:

- [ ] No change in ownership percentage
- [ ] Increases ownership by [%]
- [ ] Issues additional [NUMBER] units

SECTION 3: REVISED MEMBERSHIP

Updated Members and Ownership (After Amendment):

Member Name	Address	Units	Ownership %	Capital Account
[MEMBER 1]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]
[MEMBER 2]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]
[MEMBER 3]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]
[MEMBER 4]	[ADDRESS]	[NUMBER]	[%]	$[AMOUNT]
TOTAL		**[TOTAL]**	**100%**	**$[TOTAL]**

SECTION 4: AMENDMENTS TO OPERATING AGREEMENT

The Operating Agreement is hereby amended as follows:

Article/Section Being Amended: [ARTICLE NUMBER/TITLE]

Current Language: [QUOTE CURRENT TEXT]

Amended Language: [PROVIDE NEW TEXT]

Additional Amendments: (If needed)

Article/Section Being Amended: [ARTICLE NUMBER/TITLE]

Current Language: [QUOTE CURRENT TEXT]

Amended Language: [PROVIDE NEW TEXT]

SECTION 5: REPRESENTATIONS AND WARRANTIES

All parties represent and warrant:

- [ ] This amendment is authorized under the Company's Operating Agreement
- [ ] All required approvals and consents have been obtained
- [ ] All membership interests are free and clear of liens and encumbrances
- [ ] All information provided is true and accurate
- [ ] All parties have authority to execute this amendment
- [ ] No violations of law or other agreements result from this amendment

SECTION 6: ADDITIONAL TERMS AND CONDITIONS

Special Provisions: (If applicable)

- [ ] Vesting schedule applies: [DESCRIBE]
- [ ] Non-compete agreement required: [DURATION AND SCOPE]
- [ ] Confidentiality obligations: [DESCRIBE]
- [ ] Drag-along rights apply: [YES / NO]
- [ ] Tag-along rights apply: [YES / NO]
- [ ] Right of first refusal: [YES / NO]
- [ ] Other conditions: [SPECIFY]

Payment Terms: (For purchases/buyouts)

- Down Payment: $[AMOUNT] due on [DATE]
- Installment Terms: [DESCRIBE]
- Interest Rate: [%] per annum
- Security: [DESCRIBE IF ANY]

Restrictive Covenants: [DESCRIBE ANY NON-COMPETE, NON-SOLICIT, OR OTHER RESTRICTIONS]

SECTION 7: CONSENTS AND APPROVALS

Member Vote Results:

Motion: To approve this amendment to membership and Operating Agreement

Member Name	Vote	Ownership %
[MEMBER 1]	□ Approve □ Deny □ Abstain	[%]
[MEMBER 2]	□ Approve □ Deny □ Abstain	[%]
[MEMBER 3]	□ Approve □ Deny □ Abstain	[%]
[MEMBER 4]	[ADDRESS]	[NUMBER]

Total Approval: [%] (Required: [%] per Operating Agreement)

Result: □ APPROVED □ DENIED

Date of Vote: [DATE]

SECTION 8: CONTINUING PROVISIONS

Except as specifically amended herein, all other terms and conditions of the Operating Agreement remain in full force and effect.

The following provisions specifically remain unchanged:

- Management structure and authority
- Voting rights and procedures (unless modified above)
- Distribution policies
- Dissolution provisions
- Dispute resolution procedures
- All other terms not specifically addressed in this amendment

SECTION 9: ACKNOWLEDGMENTS

New Member Acknowledgments (If Applicable)

The undersigned new Member(s) acknowledge:

- [ ] Receipt and review of complete Operating Agreement
- [ ] Understanding of all rights and obligations as Member
- [ ] Agreement to be bound by all terms and conditions
- [ ] Receipt of all required disclosure documents
- [ ] Opportunity to consult with legal and financial advisors
- [ ] Understanding that membership interest is restricted security

Departing Member Release (If Applicable)

The undersigned departing Member(s) acknowledge:

- [ ] Receipt of all amounts due under buyout agreement
- [ ] Release of all claims against Company and remaining Members
- [ ] Continuing obligations under non-compete and confidentiality agreements
- [ ] Return of all Company property and documents
- [ ] Termination of all management and voting rights

SECTION 10: SIGNATURES

ALL CURRENT MEMBERS (Including new and remaining members after amendment):

MEMBER:

[MEMBER 1 NAME] Date: _____

MEMBER:

[MEMBER 2 NAME] Date: _____

MEMBER:

[MEMBER 3 NAME] Date: _____

NEW MEMBER(S):

[NEW MEMBER NAME] Date: _____

DEPARTING MEMBER(S):

[DEPARTING MEMBER NAME] Date: _____

AUTHORIZED COMPANY REPRESENTATIVE:

[NAME AND TITLE] Date: _____

SECTION 11: SPOUSAL CONSENT (If Required)

The undersigned spouses consent to this amendment and acknowledge their community property interest (if any) is subject to this amendment.

SPOUSE:

[SPOUSE NAME OF NEW/AFFECTED MEMBER] Date: _____

SECTION 12: NOTARIZATION (If Required)

STATE OF [STATE] COUNTY OF [COUNTY]

On this ___ day of _____***, 20***, before me personally appeared [NAMES], known to me to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed.

Notary Public My Commission Expires: _____

[NOTARY SEAL]

This form should be maintained with the Company's official records. Consult with legal counsel to ensure compliance with applicable laws and the Company's Operating Agreement.