

# Certificate of Membership Units

- 🔊 This is like a receipt for a specific number of units (or shares) of ownership of an LLC in exchange for a capital contribution of a member or business entity.
- 🔊 It is important to maintain an internal document with the business records of the LLC entitled Certificate Register that lists the capital contribution of each member and the date, amount of contribution and number of units (or shares) of ownership interest given.
- 🔊 These certificates should be numbered consecutively and each certificate issued is given the next higher number. The total number of units issued by the LLC should be kept to a low number – some states impose a tax on high numbers of units issued by a limited liability company.
- 🔊 See also “LLC Consent to Appointment as Registered Agent” for a listing of all state’s LLC offices and websites.



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 Cover memo:

Date: **[Date]**

To: **[Name of LLC Member]**

From: **[Owner/Founder]**  
**[Company]**

Subject: **Certificate of Membership Units**

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Attached is a “Certificate of Membership Units” in order to establish your ownership share in the LLC.

I believe that it embodies everything we discussed.

Please read the agreement carefully.

We recommend that you also have it reviewed by your own qualified legal counsel.

Time is of the essence.

Please sign and return it to me asap.

Thank you very much!

# From JIAN

## NOTICE:

We wish we could provide an agreement that was tailored *exactly* to your business. While this is not always possible, we feel that we've come very close and that this document provides you with the head-start that you need to get your deal moving. Nevertheless, we must make this disclaimer:

- 🔴 **Do Not Use This Agreement 'As-Is.'**
- 🔴 **This Agreement Is Not Legal Advice.**
- 🔴 **Read it Thoroughly and Make All Appropriate Changes to Fit Your Requirements.**
- 🔴 **You Should Have this Agreement Reviewed and Approved by a Qualified Attorney at Law Before Using It.**
- 🔴 **JIAN Accepts No Liability for the Effectiveness of This Document For Your Purposes.**

## Free Access to Attorneys, Accountants & Consultants in Your Area

We're building a network of business experts who are eager to help you when you need it. They can review your work, make suggestions, handle unique situations and introduce you to influential people. On our website you can search by expertise and location, then e-mail or jump straight to their website. Although they are professionals and charge for their services, most offer an initial consultation free of charge. They're in your area and you can contact them directly.


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- Please visit our website under [Updates](#).
- Remember to bookmark our website: [www.JIAN.com](http://www.JIAN.com)

## Editing Your Sample Contract

Since this entire agreement is formatted in Word, you can edit it like any other Word document. You can jump from variable to variable by clicking the above  green arrows (JIAN Menu) which will take you forward / backward and highlight the entire sample text identified within the “[ ]” brackets – simply edit / type-over with your information.

To make sure you have filled in all the variables, use Word's 'FIND' function to locate any “[ ]” which may contain an unedited variable.

- Click the  icon in the JIAN menu above to turn the expert comments on/off.
- Upon completion, delete any unnecessary blank lines that remain.
- You may format this document any way you like.
- Delete this page.

[Your logo here]

# Certificate of Membership Units [Company Legal Name] Limited Liability Company

A LIMITED LIABILITY COMPANY ORGANIZED UNDER  
THE LAWS OF THE STATE OF [State]



Certificate Number: **Xxx**

Membership Units: **100,000,000**

THIS CERTIFIES THAT  
[Owner/Founder]

is the owner of  
[ONE HUNDRED MILLION] ([100,000,000) UNITS

of the Membership Units of [Company Legal Name], a [State] limited liability company.

Changes in the actual Membership Units held by the Members are reflected in the Certificate Register of the Company.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by all of its Members as of this [00] day of [Month] [2008];

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[Owner/Founder], Managing Member

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[Name], Managing Member