**[Amendment to Operating Agreement](http://journal.firsttuesday.us/forms-download-2/)**

[Of Limited Liability Company](http://journal.firsttuesday.us/forms-download-2/)

**note:** This form is used by members of a limited liability company (LLC) when modifying an LLC operating agreement, to replace a manager, add a member or document the contribution of additional capital from its members.

**date:** , 20 , at , California.

*Items left blank or unchecked are not applicable.*

# Facts:

1. This amends the Operating Agreement of , a California Limited Liability Company,

1.

* 1. dated , 20 , at , California,
	2. formed under a Certificate of Limited Liability Company (LLC-1) filed with the California Secretary of State on , , as document number , and
	3. recorded on , , as document number , with the county recorder of County, California.

# Agreement:

The Operating Agreement of Limited Liability Company is amended as follows:

1. is substituted as the new Manager in the place of

2.

 , who is released of all rights and obligations under the Operating Agreement. The new Manager will immediately file an LLC-2 Amendment to Certificate of Limited Liability Company with the Secretary of State and record the same with the office of the county recorder where the Limited Liability Company’s real estate is located.

1. is substituted as a new Member in the place of

3.

 , who is released of all rights and obligations under the Operating Agreement. An assignment of the Member’s interest is attached. [[See **rpi** Form 375]](http://journal.firsttuesday.us/?ddownload=50668)

1. The Limited Liability Company has acquired the ownership interest in the Limited Liability Company held by

4.

 , who is released of all rights and obligations under the Operating Agreement. An assignment of the Member’s interest is attached. [[See **rpi** Form 375]](http://journal.firsttuesday.us/?ddownload=50668)

1. is added to the Limited Liability Company as an additional Member for the agreed capital contribution of $ , payable in cash or

5.

 , for a percentage ownership in the Limited Liability Company of

 %.

1. The Members agree to contribute additional capital to the Limited Liability Company in the amount of $ , as set forth in Exhibit “A” of the Operating Agreement - LL[C [**rpi** Form 372]](http://journal.firsttuesday.us/?ddownload=50647) attached to this amendment.

6.

1. Other

7.

**i agree to the terms of this amendment.**

□ See attached Signature Page [Addendum. [**rpi** Form 251]](http://journal.firsttuesday.us/?ddownload=50637)

Member's Name:

Member's Name:

Signature:

Member's Name:

Signature:

Member's Name:

Signature:

Member's Name:

Signature:

Member's Name:

Signature:

Signature: