

RESOLUTION TO BORROW CAPITAL FROM MEMBER

_____, LLC

(hereinafter, the "Company")

WHEREAS, the Company has need of additional capital, and WHEREAS _____ [name of individual], who is _____ [office/position] with the Company is willing to loan the Company [amount] (\$ _____); and

WHEREAS, the proposed loan would be in the best interests of the Company in that its terms are more advantageous than those that could be obtained elsewhere;

It is, therefore, hereby RESOLVED, that the Company borrow the sum of [amount] (\$ _____) from the above named individual, and that said sum be repaid in or within _____ years with interest thereon at _____ % on the unpaid balance, all as more fully set forth in a promissory note and loan documents as have been presented to, reviewed by, and hereby approved by, the Members.

_____, Member

_____, Member

_____, Member

CERTIFICATE

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records of _____, LLC, a Company duly formed pursuant to the laws of the state of _____ and that the foregoing is a true record of a Resolution duly adopted at a meeting of the _____ day of _____, 20_____, and that said meeting was held in accordance with state law and the Operating Agreement of the above-named Company, and that said Resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, I have executed my name as Secretary of the above-named Company, this _____ day of _____, 20_____.

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