

## RECORDS REVIEW™ Limited Liability Company (MA)

Indigo Venture Law Offices (“IVLO”) understands that you have many pressing matters at hand necessary to keep your business running efficiently and profitably. Included among these matters are proper record keeping, filing Annual Reports and documenting company actions. Failure to comply with these obligations can jeopardize your LLC’s good standing – Massachusetts law authorizes the state to administratively dissolve an LLC for failure to file its annual report for two consecutive years – and place your personal assets at risk. The best strategy is to maintain adequate company records. For these reasons, IVLO developed **RECORDS REVIEW**: a packaged legal solution designed to maintain your LLC’s good standing and limited liability protection.

With the **Standard** service level, we help you to assess your company records, identify missing items and issues that require follow-up, and send you a written report of our findings in a Records Summary and Assessment Report. We also prepare an Organization Summary, which provides a current ‘snapshot’ of your company’s critical information. The review is conducted on an annual basis and each year provides an updated Organization Summary, Records Summary, and Assessment Report.

### ORGANIZATION SUMMARY

ACME LLC

COMPANY: ACME LLC

REGISTERED BUSINESS ADDRESS: ANNUAL REPORT FOR YEAR 2009

MEMBERS

OFFICERS  
President:  
Secretary:  
Ass't Secretary:  
Treasurer:  
Vice President:

GOVERNING DOCUMENTS  
Operating Agreement

REGISTERED AGENTS

Pursuant to the provisions of MGL c.156C, the Massachusetts Limited Liability Company Act (the "Act"), the undersigned hereby certifies as follows:

- Federal Employer Identification Number.** The federal employer identification number for Acme LLC is 12-345678.
- Name of the Limited Liability Company.** The name of the limited liability company (the "LLC") is Acme LLC.
- Office of the Limited Liability Company.** The address of the office of the LLC in the Commonwealth required to be maintained by Section 5 of the Act is Acme LLC, 123 Anywhere St, Boston, MA 02110.
- Business of the LLC.** The general character of the business of the LLC is to carry on any lawful business, trade, purpose, or activity.
- Date of Dissolution.** The LLC is to have no specific date of dissolution.
- Agent for Services of Process.** The name and address of the resident agent for service of process for the LLC is John Doe, 123 Anywhere St, Boston, MA 02110.
- Managers.** As of the date hereof, the LLC has a Board of Managers consisting of three persons whose names and business addresses are as follows:  
  
John Smith, Acme LLC, 123 Anywhere St, Boston, MA 02110  
John Doe, Acme LLC, 123 Anywhere St, Boston, MA 02110  
Jane Smith, Acme LLC, 123 Anywhere St, Boston, MA 02110
- Execution of Documents.** Any manager or any person serving as an officer of the LLC is authorized to execute on behalf of the LLC any documents to be filed with the Secretary of State of the Commonwealth of Massachusetts. As of the date hereof, the LLC has three officers whose names and business addresses are as follows:  
  
John Smith, Acme LLC, 123 Anywhere St, Boston, MA 02110  
John Doe, Acme LLC, 123 Anywhere St, Boston, MA 02110  
Jane Smith, Acme LLC, 123 Anywhere St, Boston, MA 02110

### ASSESSMENT REPORT

ACME LLC  
(A Massachusetts Limited Liability Company)

Full Report Attachment  
As of August 11, 2009

Document	Date	Party	Key Terms	Sign	Questions
Certificate of Organization	7/01/07	MA SOS	Name: ACME LLC. Registered Agent: JOHN DOE 123 Anywhere St ...	JS	Were there any other changes or amendments to the Certificate of Organization?
Consent of Members	7/02/07	Member	Election of Managers Adoption of Operating Agreement	No	This Consent was not Signed. Who were the initial managers?
Operating Agreement	7/02/07	Managers	Annual Meeting FY 12/21 Vanilla Ed.	JS JD	
Consent of Managers	2/12/09	Members	Election of managers Salary of JS & JD	JS JD	Did LLC apply for foreign qualification in NH?
Annual Reports	2007-2008	MA SOS	07 Annual Report 08 Annual Report	08 Annual Report un-signed	Did LLC file its 08 Annual Report?

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**RECORDS REVIEW** includes preparation of member and manager consents and votes to help you avoid alter ego liability. We also help you avoid late and inaccurate filings of Annual Reports by providing you with timely reminders and ensuring that new information gets in the Report. Finally, we include a one-hour yearly consultation with you to discuss issues related to your company, its records and filings.

With the **Extranet** option, IVLO provides for electronic storage of the company’s records book and other documents on a password-protected website where you and your advisors can have access to the company records, including any important agreements you choose to upload to the website. The client can also grant password-protected access to its accountants, prospective partners, bankers, and investors. To demo the extranet, go to [www.ivlo.com](http://www.ivlo.com). In the lower left-hand corner of the screen type the login name “IVLO-DEMO” and password “demonstration.” Review the features offered on the following Pricing Schedule to find a solution that is right for you.

**Pricing Schedule**

**RECORDS REVIEW** is an annual subscription that comes in two different service tiers, tailoring a solution to meet your needs and your budget.

FEATURE	Basic	Extranet	Restrictions & Additions
Quick Review	<b>FREE</b>	<b>FREE</b>	Limited to the Certificate of Organization and Operating Agreement.
1. Records Summary	✓	✓	Provided at sign-up and updated annually. Initial review of the last two years included.
2. Assessment Report	✓	✓	Provided at sign-up and updated annually.
3. Organization Summary	✓	✓	Provided at sign-up and updated annually.
4. MA Annual Report	✓	✓	MA filing only.
5. Annual Meeting Consents	✓	✓	Annual member / manager consents only. Does not include meeting minutes.
6. Digitized Records	✓	✓	Last 2 years only. Additional records subject to quote.
7. Capitalization Schedule	✓	✓	Provided at sign-up and updated annually.
9. Consultation	✓	✓	A one-hour meeting twice per year with an attorney to discuss company records and filings.
8. Client Extranet		✓	Maximum 12 documents. \$25 filing fee per each additional document.
<b>PRICING</b>	<b>\$495</b>	<b>\$695</b>	<b>2 or more Members</b>
	<b>\$295</b>	<b>\$495</b>	<b>Single Member</b>

Pricing is subject to change and does not include filing fees, postage, delivery or other out-of-pocket expenses.

For more information or to try a free Quick Review please contact:

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