

# Information

## Effective date

October 13, 2006

## Use

The Bank's standard *Limited Liability Company Borrowing And Guaranty Certificate and Certificate of Incumbency* (Form 630325) must be executed by **all** of the **members** of the limited liability company if the limited liability company is a **member-managed** limited liability company. If the limited liability company is a **manager-managed** limited liability company, **all** of the **managers** must execute the form. If for any reason a limited liability company indicates that all of the members or managers, whichever is applicable, are unable to sign, or will not sign the form, consult a Bank attorney before proceeding.

It is recommended that the *Limited Liability Company Borrowing And Guaranty Certificate and Certificate of Incumbency* (Form 630325) be prepared by the limited liability company. However, it is important that Bank personnel be familiar with the form not only to answer questions presented by customers, but to make certain that the form has been properly completed by the limited liability company.

## Instructions

The table below shows section names and descriptions for the items required in the *Limited Liability Company Borrowing And Guaranty Certificate and Certificate of Incumbency* (Form 630325).

Section	Description
<b>Page 1</b>	
<b>Full Legal Name Of Company</b>	<i>Full name</i> of the limited liability company.  <b>Note:</b> This name should be the same name that appears on the Certificate of Good Standing and Articles of Organization issued by the Secretary of State of the state under whose laws it is organized.
<b>State of Organization</b>	<i>Name</i> of the state under whose laws the limited liability company is organized.
<b>Taxpayer I.D. No.</b>	<i>Taxpayer identification number</i> of the limited liability company.
<b>State I.D. No.</b>	<i>State identification number</i> (also known as Organizational ID number) of the limited liability company, as shown on the Certificate of Good Standing.
<b>as of</b>	<i>Date</i> the Certificate is executed by the limited liability company.
<b>LLC type</b>	Limited liability company indicates if they are: <ul style="list-style-type: none"><li>• A limited liability company, or</li><li>• A professional limited liability company (available in some states).</li></ul>
<b>dated</b>	<i>Date</i> of the Operating Agreement of the limited liability company.
<b>address is</b>	<i>Business address</i> of the limited liability company.
<b>2.</b>	Parties executing the Limited Liability Company Borrowing and Guaranty Certificate and Certificate of Incumbency should indicate the nature of the management of the company. Options are: <ul style="list-style-type: none"><li>• Manager-managed, or</li><li>• Member-managed.</li></ul> <b>Note:</b> Its is <b>imperative</b> that one (1) of the options be selected.

<b>Section</b>	<b>Description</b>
<b>number required</b>	<i>Number of signatures</i> of the named individuals required to borrow on behalf of the limited liability company or to by pledge or grant a security interest in the limited liability company's assets.
<b>Name and Title</b>	<i>Name and title</i> of each person authorized to sign.
<b>Signature</b>	<i>Signature</i> of each person authorized to sign.
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<b>4</b>	Check this box if the limited liability company opts to give signers the ability to pledge assets for the benefit of third parties or guarantee indebtedness of third parties; the <i>name</i> of the third party or parties must be entered.
<b>Name</b>	<i>Name</i> of each person authorized to sign (same as appearing on page 1).
<b>Title</b>	<i>Title</i> of each person authorized to sign (same as appearing on page 1).