

Certificate No. 1

For _____ Units

Issued to

Dated _____

From whom transferred

Dated _____

No. Original Certificate	No. Original Units	No. Of Units Transferred
--------------------------	--------------------	--------------------------

Sample Certificate, LLC

Received Certificate No. _____

For _____ Units

This _____ day of _____ 20_____



Organized under the laws of the State of New York



Sample Certificate, LLC

MEMBERSHIP CERTIFICATE

This Certifies that _____

is a member of the above Limited Liability Company and is entitled to the full benefits and privileges of such membership, subject to the duties and obligations, as more fully set forth in the Limited Liability Company Operating Agreement.

In Witness Whereof, the Limited Liability Company has caused this Certificate to be executed by its duly authorized member this _____ day of _____, _____ and its Limited Liability Company seal to be hereunto affixed.

Member

Manager