

## Limited Liability Company Agreement of ACME, LLC

This Limited Liability Company Agreement (the "Agreement") is made and entered into as of July 7, 2025, by and among the undersigned members (the "Members") of ACME, LLC, a limited liability company organized under the laws of the State of Maine (the "Company").

### Article I: Company Name and Formation

1. **Name:** The name of the Company is ACME, LLC .
2. **Formation:** The Company was formed as a limited liability company under the laws of the State of Maine on January 1, 2000.
3. **Principal Office:** The principal office of the Company is located at 123 Main St, Portland, ME 04101.

### Article II: Purpose

The purpose of the Company is to make widgets and to engage in any lawful business for which a limited liability company may be organized under the laws of the State of Maine.

### Article III: Duration

The duration of the Company shall be perpetual unless dissolved in accordance with this Agreement or the laws of the State of Maine.

### Article IV: Management

1. **Management Structure:** The Company shall be managed by its Members. The management structure is member-managed.
2. **Member:** The sole member of the Company is Bob Johnson, who holds 100% of the membership interest.

### Article V: Member Contributions

1. **Initial Contributions:** The Members have made initial contributions to the Company as set forth in the Company's records.
2. **Additional Contributions:** No Member shall be required to make any additional capital contributions unless agreed upon by all Members.

## Article VI: Profit and Loss Distribution

1. **Profits and Losses:** The profits and losses of the Company shall be allocated to the Members in proportion to their membership interests.
2. **Distributions:** Distributions shall be made to the Members at such times and in such amounts as determined by the Members.

## Article VII: Transfer of Membership Interests

Membership interests in the Company are fully transferable, subject to compliance with applicable laws and any restrictions set forth in this Agreement.

## Article VIII: Tax Status

The Company shall be treated as a pass-through entity for federal and state income tax purposes.

## Article IX: Miscellaneous

1. **Amendments:** This Agreement may be amended only by a written agreement signed by all Members.
2. **Governing Law:** This Agreement shall be governed by and construed in accordance with the laws of the State of Maine.

IN WITNESS WHEREOF, the undersigned have executed this Limited Liability Company Agreement as of the date first above written.

**Member:**

*Bob Johnson*

Bob Johnson  
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