

**UNITED STATES SECURITIES  
AND EXCHANGE COMMISSION  
Washington, D.C.**

## 1. Issuer's Identity

CIK (Filer ID Number)

Previous Name(s)

 None

Entity Type

 Corporation

 Limited Partnership

 Limited Liability Company

 General Partnership

 Business Trust

 Other

Name of Issuer

 LLC

Jurisdiction of Incorporation/Organization

Year of Incorporation/Organization

 Over Five Years Ago

 Within Last Five Years (Specify Year)

 Yet to Be Formed

## 2. Principal Place of Business and Contact Information

Name of Issuer

 LLC

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

Phone No. of Issuer

### 3. Related Persons

Last Name	First Name	Middle Name	
<input type="text" value="██████ LLC"/>	<input type="text" value="██████"/>		
Street Address 1	Street Address 2		
<input type="text" value="████████████████████"/>	<input type="text"/>		
City	State/Province/Country	ZIP/Postal Code	
<input type="text" value="██████"/>	<input type="text" value="██████"/>	<input type="text" value="██████"/>	
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> Promoter

Clarification of Response (if Necessary)

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Last Name	First Name	Middle Name	
<input type="text" value="██████"/>	<input type="text" value="██████"/>	<input type="text" value="██████"/>	
Street Address 1	Street Address 2		
<input type="text" value="████████████████████"/>	<input type="text"/>		
City	State/Province/Country	ZIP/Postal Code	
<input type="text" value="██████"/>	<input type="text" value="██████"/>	<input type="text" value="██████"/>	
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> Promoter

Clarification of Response (if Necessary)

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## 4. Industry Group

Agriculture

### Banking & Financial Services

Commercial Banking

Insurance

Investing

Investment Banking

Pooled Investment Fund

Other Banking & Financial Services

Business Services

### Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

### Health Care

Biotechnology

Health Insurance

Hospitals & Physicians

Pharmaceuticals

Other Health Care

Manufacturing

### Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Retailing

Restaurants

### Technology

Computers

Telecommunications

Other Technology

### Travel

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

## 5. Issuer Size

### Revenue Range

No Revenues

\$1 - \$1,000,000

\$1,000,001 - \$5,000,000

\$5,000,001 - \$25,000,000

\$25,000,001 - \$100,000,000

Over \$100,000,000

Decline to Disclose

Not Applicable

### Aggregate Net Asset Value Range

No Aggregate Net Asset Value

\$1 - \$5,000,000

\$5,000,001 - \$25,000,000

\$25,000,001 - \$50,000,000

\$50,000,001 - \$100,000,000

Over \$100,000,000

Decline to Disclose

Not Applicable

## 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Rule 504 (b)(1)(i)

Rule 504 (b)(1)(ii)

Rule 504 (b)(1)(iii)

Rule 505

Rule 506

Securities Act Section 4(6)

Investment Company Act Section 3(c)

<input checked="" type="checkbox"/> Section 3(c)(1)	<input type="checkbox"/> Section 3(c)(9)
<input type="checkbox"/> Section 3(c)(2)	<input type="checkbox"/> Section 3(c)(10)
<input type="checkbox"/> Section 3(c)(3)	<input type="checkbox"/> Section 3(c)(11)
<input type="checkbox"/> Section 3(c)(4)	<input type="checkbox"/> Section 3(c)(12)
<input type="checkbox"/> Section 3(c)(5)	<input type="checkbox"/> Section 3(c)(13)
<input type="checkbox"/> Section 3(c)(6)	<input type="checkbox"/> Section 3(c)(14)
<input checked="" type="checkbox"/> Section 3(c)(7)	

## 7. Type of Filing

New Notice

Date of First Sale

First Sale Yet to Occur

Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

Yes  No

## 9. Type(s) of Securities Offered (select all that apply)

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Pooled Investment Fund Interests   | <input checked="" type="checkbox"/> Equity  |
| <input type="checkbox"/> Tenant-in-Common Securities   | <input type="checkbox"/> Debt   |
| <input type="checkbox"/> Mineral Property Securities   | <input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security |
| <input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security | <input checked="" type="checkbox"/> Other (describe)                                |

**UNITS OF PREFERRED EQUITY  
MEMBERSHIP INTERESTS**

## 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?

Yes  No

Clarification of Response (if Necessary)

## 11. Minimum Investment

Minimum investment accepted from any outside investor

\$  USD

## 12. Sales Compensation

Recipient

Recipient CRD Number

None

(Associated) Broker or Dealer

None

(Associated) Broker or Dealer CRD Numk

None

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

UNITED STATES

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State(s) of Solicitation

All States

Foreign/Non-US

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## 13. Offering and Sales Amounts

Total Offering Amount \$  USD  Indefinite

Total Amount Sold \$  USD

Total Remaining to be Sold \$  USD  Indefinite

Clarification of Response (if Necessary)

**OFFERING IS EXPANDABLE TO \$27,200,000 WHICH MAY HAVE A DILUTIVE EFFECT ON THE UNITS ISSUED.**

## 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

## 15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$  USD  Estimate

Finders' Fees \$  USD  Estimate

Clarification of Response (if Necessary)

**The securities will be sold by the Issuer's management who will not receive remuneration in connection with the sale of securities. In the event FINRA-reps are retained and sales commissions are paid, Item 12 of this Form D will be amended accordingly.**

## 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$  USD  Estimate

Clarification of Response (if Necessary)

**Some or all of the proceeds of this offering may be paid to affiliates owned by or under common control of the Related Persons in Item 3 and/or their affiliates.**

# Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## Terms of Submission

### In submitting this notice, each Issuer named above is:

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.

Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
██████████ LLC	██████████	██████████	Manager of ██████████ ██████████ LLC, the Issuer's Managing Member	20██-09-20