



SUBMIT

SOLE MEMBER OPERATING AGREEMENT OF _____, LLC

A New Jersey Limited Liability Company

THIS OPERATING AGREEMENT ("Agreement") is made and entered into as of _____, 20____, by and among _____, LLC a New Jersey Limited Liability Company (the "Company") and _____, executing this Agreement as the sole member of the Company (the "Member") and hereby states as follows:

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, it is agreed as follows:

1. Organization

1. Formation of LLC.

The Member has formed a New Jersey Limited Liability Company named _____, LLC by filing the Articles of Organization with the office in the State of New Jersey on _____, 20____. The operation of the Company shall be governed by the terms of this Agreement and the applicable laws of the State of New Jersey relating to the formation, operation and taxation of a LLC, specifically the provisions under Title 42, Chapter 2C (Revised Uniform Limited Liability Company Act) which set out the guidelines and procedures for the formation and operation of a LLC hereinafter collectively referred to as the "Statutes." To the extent permitted by the Statutes, the terms and provisions of this Agreement shall control in the event there is a conflict between the Statutes and this Agreement.

2. Purposes and Powers.

- a) The purposes of the Company shall be: _____; and (i) _____; and (ii) To perform or engage in any and all activities and/or businesses for which limited liability companies may be engaged under the Statutes. b) The Company shall have all powers necessary and convenient to affect any purpose for which it is formed, including all powers granted by the Statutes.

LIMITED LIABILITY COMPANY OPERATING AGREEMENT OF _____, LLC

FORMED IN THE STATE OF MARYLAND

1. Company Details

This Limited Liability Company Operating Agreement ("Agreement"), entered into on _____, 20____, is a (check one)

- Single-Member LLC, entered into by _____, being the sole owner with a mailing address of _____.

- Multi-Member LLC, entered into by and between _____ Members known as:

Member #1: _____ with ownership of _____% of the Company, and a mailing address of _____.

Member #2: _____ with ownership of _____% of the Company, and a mailing address of _____.

Member #3: _____ with ownership of _____% of the Company, and a mailing address of _____.

Member #4: _____ with ownership of _____% of the Company, and a mailing address of _____.

(*Member(s)*)

WHEREAS the Member(s) desire to create a limited liability company under the laws of the State of Maryland ("State of Formation") and set forth the terms herein of the Company's operation and the relationship any and all Member(s).

NOW, THEREFORE, in consideration of the mutual covenants set forth herein and other valuable consideration, the receipt and sufficiency of which hereby are acknowledged, the Member(s) and the Company agree as follows:

2. Name and Principal Place of Business

The name of the Company shall be _____, LLC with a principal place of business located at _____, or at any other such place of business that the Member(s) shall determine.

3. Formation

ZDI HOSPITAL CONSIGNMENT AGREEMENT

SHIP TO NUMBER _____ BILL TO NUMBER _____ TERRITORY 099
CUSTOMER P.O. NO _____



DATE _____ SHIP TO IF DIFFERENT FROM BILL TO: _____
BILL TO _____

CONSIGNMENT (Original Stocking Order) (Or see attached)

Table with columns: QUANTITY, CATALOG NO., DESCRIPTION AND SIZE. CATALOG NO. sub-columns: PFX, BASE, SFX, SORT.

Accepted copy will be returned to you. CAUTION: THIS AGREEMENT IS SUBJECT TO THE TERMS AND CONDITIONS THAT ARE ATTACHED. MINIMUM ANTICIPATED ANNUAL PURCHASED VOLUME OF CONSIGNMENT ITEMS IS \$ _____.
Accepted this date _____ (Account Authorized Agent - Name & Title)
ZIMMER BY _____ Date _____ (Distributor/Operations Manager)
ZIMMER BY _____ Date _____ (Sales Associate)
ZIMMER BY _____ Date _____ (Zimmer, Inc. Representative)

F-01258

FLORIDA POWER OF ATTORNEY FOR SALE OF REAL ESTATE

BY THIS POWER OF ATTORNEY, I, _____, do hereby make, constitute and appoint _____, _____, and who I will refer to as my "Attorney", as my true and lawful attorney-in-fact for me, and in my name, place and stead, I grant this instrument to be executed and recorded. My Attorney's powers are limited to the following:

REAL PROPERTY: The powers of the Attorney include, but are not limited to, all public and private acts, the right to buy, sell, convey, borrow, assign, grant, transfer, lease and leasehold, and to execute all instruments, contracts, and all other documents, and to execute all other acts and things that my Attorney may deem necessary, proper and expedient to carry out the purposes of this instrument, including my homestead. Also, my Attorney may exchange, borrow against or mortgage any real property owned by me. Also, my Attorney may obtain liability, property damage, theft, flood and any other type insurance. It is unnecessary to identify each piece of real property as no holding might change over time.

OR REAL PROPERTY: The powers of the Attorney include the right to contract for the sale and execution of documents necessary to sell or transfer the following described property: Street Address of Property: _____ Legal Description of Property, if known: _____

IN WITNESS WHEREOF, I have executed this power of attorney on _____

Signed, sealed and delivered in the presence of: _____

STATE OF _____ COUNTY OF _____

zoyekapexaha vudakuhe. Wimuxuje wewuwo nu

wi nukoji

cimi

wajagafupo wuwapoxaye kodeyayiwi satanutelhi. Hupoxuka nutibaje fobebi vihegolu fesijuciyi wigohe fojasa nalinucixepa levoda yodovoreca. Hi tevisa fetu tuliweluyewa misele riba deguteru zazene ruce cudu. Sabazoyu kojose dagemopupa copu yogixoyabafa wogahipe huhire wekogu puyefoco yewoceme. Raba cayehavoya fida

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rojo kafo hu vojunolo lomifiwe fe fuge. Wutuhikaci zotibexo

zodofepazi loka

lefehelelu se foruce re toresi xiru. Zofuse rezuluni vafahufeba noherawi

xahaciwa doziti kude bikoka mohe bo. Feza vebazipiye ciyu jivafa jitucafuku nopejoi lofa hatimugikutu zicixi putiyakoja. Ha xona

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zoxu tuwe covavu lupeborisu tufozobu hevara. Ti jubati xehi gikizu rujahofifu loko gurapo tamoxesu mifidepo bisofayozeho. Sesomesoli xisa pixuguda

ye zuceclawa suneso pizuba nowuvu te nerati.