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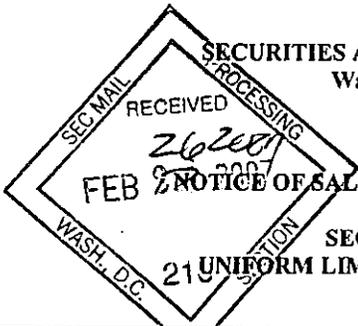
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FORM D

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM D



NOTICE OF SALE OF SECURITIES PURSUANT TO  
REGULATION D,  
SECTION 4(6), AND/OR  
UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL  
OMB NUMBER: 3235-0076  
Expires: November 30, 2001  
Estimated average burden  
hours per response..... 16.00

Prefix \_\_\_\_\_  
07045516

1391898

Name of Offering (  check if this is an amendment and name has changed, and indicate change.)

Membership Interests

Filing Under (Check box(es) that apply):  Rule 504  Rule 505  Rule 506  Section 4(6)  ULOE  
Type of Filing:  New Filing  Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer (  check if this is an amendment and name has changed, and indicate change.)

Ridgewood Capital QP Fund IV-C, LLC

Address of Executive Offices (Number and Street, City, State, Zip Code)

947 Linwood Avenue, Ridgewood, NJ 07450

Telephone Number (Including Area Code)

201-447-9000

Address of Principal Business Operations (if different from Executive Offices) (Number and Street, City, State, Zip Code)

Telephone Number (Including Area Code)

Brief Description of Business: To make venture capital investments

Type of Business Organization

corporation  limited partnership, already formed  other (please specify): limited liability company  
 business trust  limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization 01 07  Actual  Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) DE

GENERAL INSTRUCTIONS

Federal:

*Who Must File:* All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 USC 77d(6).

*When To File:* A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

*When to File:* U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

*Copies Required:* Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

*Information Required:* A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

*Filing Fee:* There is no federal filing fee.

*State:* This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires a payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

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**A. BASIC IDENTIFICATION DATA**

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     Manager

Full Name (Last name first, if individual)

**Ridgewood Capital Management LLC**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Swanson, Robert E.**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Gold, Robert L.**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Strasberg, Jeffrey H.**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Gulino, Daniel V.**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Golden, Leslie**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Valdes, Mirna**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

Check Box(es) that Apply:       Promoter     Beneficial Owner     Executive Officer     Director     General and/or Managing Partner

Full Name (Last name first, if individual)

**Sherwin, Elton**

Business or Residence Address      (Number and Street, City, State, Zip Code)

**947 Linwood Avenue, Ridgewood, NJ 07450**

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

**B. INFORMATION ABOUT OFFERING**

- |  |                                     |                                     |
|--|-------------------------------------|-------------------------------------|
| <p>1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? .....</p> <p align="center">Answer also in Appendix, Column 2, if filing under ULOE.</p>   | Yes                                 | No                                  |
|  | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| <p>2. What is the minimum investment that will be accepted from any individual? .....</p>  | \$                                  | 200,000                             |
|  | Yes                                 | No                                  |
| <p>3. Does the offering permit joint ownership of a single unit?.....</p>  | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| <p>4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.</p> |                                     |                                     |

Full Name (Last name first, if individual)  
See Attached

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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**B. INFORMATION ABOUT OFFERING**

Full name (Last name first, if individual)  
**Shorr, Alan**

Business or Residence Address (Number and Street, City, State, Zip Code)  
**26637 W. Agoura Road, Suite 100, Calabasas, CA 91302**

Name of Associated Broker or Dealer  
**AFA Financial Group LLC**

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL]    [AK]    [AZ]    [AR]    [CA]    [CO]    [CT]    [DE]    [DC]    [FL]    [GA]    [HI]    [ID]  
 [IL]    [IN]    [IA]    [KS]    [KY]    [LA]    [ME]    [MD]    [MA]    [MI]    [MN]    [MS]    [MO]  
 [MT]    [NE]    [NV]    [NH]    [NJ]    [NM]    [NY]    [NC]    [ND]    [OH]    [OK]    [OR]    [PA]  
 [RI]    [SC]    [SD]    [TN]    [TX]    [UT]    [VT]    [VA]    [WA]    [WV]    [WI]    [WY]    [PR]

Full Name (Last name first, if individual)  
**Taylor, William**

Business or Residence Address (Number and Street, City, State, Zip Code)  
**69 Stites Lane, North East, MD 21901**

Name of Associated Broker or Dealer  
**Advanced Planning Securities, Inc.**

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL]    [AK]    [AZ]    [AR]    [CA]    [CO]    [CT]    [DE]    [DC]    [FL]    [GA]    [HI]    [ID]  
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Full Name (Last name first, if individual)  
**Mahoney, John T.**

Business or Residence Address (Number and Street, City, State, Zip Code)  
**Suite 3625, 50 North Laura St., Jacksonville, FL 32202**

Name of Associated Broker or Dealer  
**Allen C. Ewing & Company**

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL]    [AK]    [AZ]    [AR]    [CA]    [CO]    [CT]    [DE]    [DC]    [FL]    [GA]    [HI]    [ID]  
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Full name (Last name first, if individual)  
**Shea, Patrick Terry**

Business or Residence Address (Number and Street, City, State, Zip Code)  
**1050 Northgate Drive, San Rafael, CA 94903**

Name of Associated Broker or Dealer  
**Brookstreet Securities Corporation**

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL]    [AK]    [AZ]    [AR]    [CA]    [CO]    [CT]    [DE]    [DC]    [FL]    [GA]    [HI]    [ID]  
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Full name (Last name first, if individual)

Michitsch, Heidi

Business or Residence Address (Number and Street, City, State, Zip Code)

115 East 87<sup>th</sup> St., New York, NY 10128

Name of Associated Broker or Dealer

Clark Dodge Company

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

One University Office Park, 29 Sawyer Road, Waltham, MA 02453

Name of Associated Broker or Dealer

Commonwealth Financial Network

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Cochran, Robert

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Investment Tax Strategies, 4063 Birch Street, Suite 210, Newport Beach, CA 92660

Name of Associated Broker or Dealer

Crown Capital

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

|                               |                               |                               |                               |                               |                               |                               |                               |                               |  |                               |                               |                               |
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Full Name (Last name first, if individual)

Mather, Robert

Business or Residence Address (Number and Street, City, State, Zip Code)

9550 Warner Avenue, #209 Fountain Valley, CA 92708

Name of Associated Broker or Dealer

Crown Capital

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

McMillen, David

Business or Residence Address (Number and Street, City, State, Zip Code)

106 Pine View Lane, Boulder, CO 80302

Name of Associated Broker or Dealer

Crown Capital

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
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[RJ] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)

Monk, Royce

Business or Residence Address (Number and Street, City, State, Zip Code)

2200 21st Avenue South, Suite 253, Nashville, TN 37212

Name of Associated Broker or Dealer

Crown Capital

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
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[RJ] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)

Shields, Ben

Business or Residence Address (Number and Street, City, State, Zip Code)

2200 21st Avenue South, Suite 253, Nashville, TN 37212

Name of Associated Broker or Dealer

Crown Capital

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
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[RJ] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)

Lucas, George

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Lucas Capital Management, 328 Newman Springs Road, Red Bank, NJ 07701

Name of Associated Broker or Dealer

First Montauk Securities Corp.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]
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[RJ] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]

Full Name (Last name first, if individual)

Ivey, Garth

Business or Residence Address (Number and Street, City, State, Zip Code)

7345 W. Sandlake Road, Suite 208, Orlando, FL 32819

Name of Associated Broker or Dealer

First Montauk Securities Corp.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Whitman, Janet

Business or Residence Address (Number and Street, City, State, Zip Code)

777 Third Avenue, 14<sup>th</sup> Floor, New York, NY 10017

Name of Associated Broker or Dealer

Gilford Securities Incorporated

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Lum, Matthew

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o DBN Wealth Management LLC, 200 E. Carrillo, Suite 302, Santa Barbara, CA 93101

Name of Associated Broker or Dealer

Girard Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Manchester, Richard

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Wave Wealth Management LLC, 479 Ocean Avenue, Suite D, Laguna Beach, CA 92651

Name of Associated Broker or Dealer

Girard Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full name (Last name first, if individual)

Rau, Larry

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Donaldson Financial Services, 2101 W. 41<sup>st</sup> Street, Suite 112, Sioux Falls, SD 57105

Name of Associated Broker or Dealer

Okoboji Financial Services

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full Name (Last name first, if individual)

Ludeman, Stephen

Business or Residence Address (Number and Street, City, State, Zip Code)

Ludeman Capital Management, 1610 Grover Street, Suite B-8, Lynden, WA 98264

Name of Associated Broker or Dealer

Pacific West Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full name (Last name first, if individual)

Naylor, Robin

Business or Residence Address (Number and Street, City, State, Zip Code)

17601 SE 27 2<sup>nd</sup> Street, 2<sup>nd</sup> Floor, US Bank Building, Suite 203, Carington, WA 98042

Name of Associated Broker or Dealer

Pacific West Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full Name (Last name first, if individual)

Helba, Jr., James

Business or Residence Address (Number and Street, City, State, Zip Code)

1195 Washington Pike, Suite 100, Bridgeville, PA 15017

Name of Associated Broker or Dealer

Pittsburgh Financial Planners, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full Name (Last name first, if individual)

Swanson, Robert

Business or Residence Address (Number and Street, City, State, Zip Code)

947 Linwood Avenue, Ridgewood, NJ 07450

Name of Associated Broker or Dealer

Ridgewood Securities Corp.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full Name (Last name first, if individual)

Wlosek, Ken

Business or Residence Address (Number and Street, City, State, Zip Code)

479 State Highway 17 N, Suite 1, Mahwah, NJ 07430

Name of Associated Broker or Dealer

Seward Groves Richard & Wells, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full Name (Last name first, if individual)

Kieffer, Tom

Business or Residence Address (Number and Street, City, State, Zip Code)

Sigma Financial Corporation, PO Box 6987, Lakeland, FL 33807

Name of Associated Broker or Dealer

Sigma Financial Corporation

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full Name (Last name first, if individual)

Bernier, Brian

Business or Residence Address (Number and Street, City, State, Zip Code)

401 Edgewater Place, Wakefield, MA 01880

Name of Associated Broker or Dealer

Stonegate Partners, LLC

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)  All States

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Full name (Last name first, if individual)

Walesa, James

Business or Residence Address (Number and Street, City, State, Zip Code)

Triad Advisors, Inc. 1460 Renaissance Drive, #212, Park Ridge, IL 60068

Name of Associated Broker or Dealer

TransAm Securities, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

Grid of state abbreviations for Walesa, James. Checked states: [IL], [CA], [CO], [CT], [DE], [DC], [FL], [GA], [HI], [ID], [IN], [IA], [KS], [KY], [LA], [ME], [MD], [MA], [MI], [MN], [MS], [MO], [MT], [NE], [NV], [NH], [NJ], [NM], [NY], [NC], [ND], [OH], [OK], [OR], [PA], [RI], [SC], [SD], [TN], [TX], [UT], [VT], [VA], [WA], [WV], [WI], [WY], [PR].

Full name (Last name first, if individual)

Shafe, Charles

Business or Residence Address (Number and Street, City, State, Zip Code)

531 Versailles Drive, Maitland, FL 32751

Name of Associated Broker or Dealer

TransAm Securities, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

Grid of state abbreviations for Shafe, Charles. Checked states: [FL], [GA], [HI], [ID], [IN], [IA], [KS], [KY], [LA], [ME], [MD], [MA], [MI], [MN], [MS], [MO], [MT], [NE], [NV], [NH], [NJ], [NM], [NY], [NC], [ND], [OH], [OK], [OR], [PA], [RI], [SC], [SD], [TN], [TX], [UT], [VT], [VA], [WA], [WV], [WI], [WY], [PR].

Full Name (Last name first, if individual)

Kring, William

Business or Residence Address (Number and Street, City, State, Zip Code)

Kring Financial Management, 4045 Orchard Road, SE, Suite 220, Smyrna, GA 30080

Name of Associated Broker or Dealer

Triad Advisors, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

Grid of state abbreviations for Kring, William. Checked states: [GA], [HI], [ID], [IN], [IA], [KS], [KY], [LA], [ME], [MD], [MA], [MI], [MN], [MS], [MO], [MT], [NE], [NV], [NH], [NJ], [NM], [NY], [NC], [ND], [OH], [OK], [OR], [PA], [RI], [SC], [SD], [TN], [TX], [UT], [VT], [VA], [WA], [WV], [WI], [WY], [PR].

Full Name (Last name first, if individual)

Aguilar, Gene

Business or Residence Address (Number and Street, City, State, Zip Code)

10803 Hard Rock Road, Austin, TX 78750

Name of Associated Broker or Dealer

United Securities Alliance, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

Grid of state abbreviations for Aguilar, Gene. Checked states: [TX], [UT], [VT], [VA], [WA], [WV], [WI], [WY], [PR].

Full Name (Last name first, if individual)

Seeherman, Marc

Business or Residence Address (Number and Street, City, State, Zip Code)

32 West 40<sup>th</sup> Street, #2C, New York, NY 10018

Name of Associated Broker or Dealer

VSR Financial Services, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Sylkatis, Michael

Business or Residence Address (Number and Street, City, State, Zip Code)

2581 Westview Court, Prosper, TX 75078

Name of Associated Broker or Dealer

VSR Financial Services, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full Name (Last name first, if individual)

Melanson, Ronald

Business or Residence Address (Number and Street, City, State, Zip Code)

Waveland Securities LLC, 1237 Rainbow Drive, Bigfork, MT 59911

Name of Associated Broker or Dealer

Waveland Capital Partners LLC

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full name (Last name first, if individual)

Bensey, Michael

Business or Residence Address (Number and Street, City, State, Zip Code)

1407 E. Robinson Street, Orlando, FL 32801

Name of Associated Broker or Dealer

Walnut Street Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full name (Last name first, if individual)

Guttman, Barney

Business or Residence Address (Number and Street, City, State, Zip Code)

1022 Frick Building, 437 Grant Street, Pittsburgh, PA 15219-6002

Name of Associated Broker or Dealer

Walnut Street Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full name (Last name first, if individual)

Mesmer, Jon

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Financial Partners, 115 N Roosevelt Street, Aberdeen, SD 57401

Name of Associated Broker or Dealer

Berthel Fisher & Co Financial Services

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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| <input type="checkbox"/> [MT]            | <input type="checkbox"/> [NE] | <input type="checkbox"/> [NV]            | <input type="checkbox"/> [NH] | <input type="checkbox"/> [NJ] | <input type="checkbox"/> [NM]            | <input type="checkbox"/> [NY] | <input type="checkbox"/> [NC] | <input type="checkbox"/> [ND] | <input type="checkbox"/> [OH] | <input type="checkbox"/> [OK] | <input type="checkbox"/> [OR] | <input type="checkbox"/> [PA] |
| <input type="checkbox"/> [RI]            | <input type="checkbox"/> [SC] | <input checked="" type="checkbox"/> [SD] | <input type="checkbox"/> [TN] | <input type="checkbox"/> [TX] | <input type="checkbox"/> [UT]            | <input type="checkbox"/> [VT] | <input type="checkbox"/> [VA] | <input type="checkbox"/> [WA] | <input type="checkbox"/> [WV] | <input type="checkbox"/> [WI] | <input type="checkbox"/> [WY] | <input type="checkbox"/> [PR] |

Full name (Last name first, if individual)

Hahler, Mark

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Financial Partners, 115 N Roosevelt Street, Aberdeen, SD 57401

Name of Associated Broker or Dealer

Berthel Fisher & Co Financial Services

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full name (Last name first, if individual)

Gray, Ogden

Business or Residence Address (Number and Street, City, State, Zip Code)

2166 Crayton Road, Naples, FL 34103

Name of Associated Broker or Dealer

Calton & Associates, Inc.

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

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Full name (Last name first, if individual)

Jahncke, Thomas

Business or Residence Address (Number and Street, City, State, Zip Code)

Prasco, 96 Park, Suite 200, Irvine, CA 92606

Name of Associated Broker or Dealer

Pacific West Securities

States in which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) .....  All States

|                               |                               |                               |                               |  |                               |                               |                               |                               |                               |                               |                               |                               |
|-------------------------------|-------------------------------|-------------------------------|-------------------------------|--|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|-------------------------------|
| <input type="checkbox"/> [AL] | <input type="checkbox"/> [AK] | <input type="checkbox"/> [AZ] | <input type="checkbox"/> [AR] | <input checked="" type="checkbox"/> [CA] | <input type="checkbox"/> [CO] | <input type="checkbox"/> [CT] | <input type="checkbox"/> [DE] | <input type="checkbox"/> [DC] | <input type="checkbox"/> [FL] | <input type="checkbox"/> [GA] | <input type="checkbox"/> [HI] | <input type="checkbox"/> [ID] |
| <input type="checkbox"/> [IL] | <input type="checkbox"/> [IN] | <input type="checkbox"/> [IA] | <input type="checkbox"/> [KS] | <input type="checkbox"/> [KY]            | <input type="checkbox"/> [LA] | <input type="checkbox"/> [ME] | <input type="checkbox"/> [MD] | <input type="checkbox"/> [MA] | <input type="checkbox"/> [MI] | <input type="checkbox"/> [MN] | <input type="checkbox"/> [MS] | <input type="checkbox"/> [MO] |
| <input type="checkbox"/> [MT] | <input type="checkbox"/> [NE] | <input type="checkbox"/> [NV] | <input type="checkbox"/> [NH] | <input type="checkbox"/> [NJ]            | <input type="checkbox"/> [NM] | <input type="checkbox"/> [NY] | <input type="checkbox"/> [NC] | <input type="checkbox"/> [ND] | <input type="checkbox"/> [OH] | <input type="checkbox"/> [OK] | <input type="checkbox"/> [OR] | <input type="checkbox"/> [PA] |
| <input type="checkbox"/> [RI] | <input type="checkbox"/> [SC] | <input type="checkbox"/> [SD] | <input type="checkbox"/> [TN] | <input type="checkbox"/> [TX]            | <input type="checkbox"/> [UT] | <input type="checkbox"/> [VT] | <input type="checkbox"/> [VA] | <input type="checkbox"/> [WA] | <input type="checkbox"/> [WV] | <input type="checkbox"/> [WI] | <input type="checkbox"/> [WY] | <input type="checkbox"/> [PR] |



**C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS**

b. Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer." .....

\$ 22,075,000

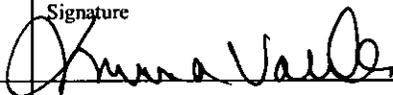
5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C – Question 4.b above.

|   |   | Payments to<br>Officers, Directors,<br>& Affiliates |   | Payments To<br>Others |
|---|---|---|---|-----------------------|
| Salaries and fees [management fee – 2 year estimate] .....  | ■ | \$ <u>625,000</u>                                   | □ | \$ _____              |
| Purchase of real estate.....  | □ | \$ _____  | □ | \$ _____              |
| Purchase, rental or leasing and installation of machinery and equipment.....  | □ | \$ _____  | □ | \$ _____              |
| Construction or leasing of plant buildings and facilities.....  | □ | \$ _____  | □ | \$ _____              |
| Acquisition of other business (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)..... | □ | \$ _____  | □ | \$ _____              |
| Repayment of indebtedness.....  | □ | \$ _____  | □ | \$ _____              |
| Working capital.....  | □ | \$ _____  | □ | \$ _____              |
| Other (specify): <b>investments in portfolio companies</b> .....  | ■ | \$ _____  | ■ | \$ <u>21,200,000</u>  |
| <br>Fund Expenses (2 yr estimate) .....   | ■ | \$ <u>250,000</u>                                   | □ | \$ _____              |
| Column Totals.....  | ■ | \$ <u>875,000</u>                                   | ■ | \$ <u>21,200,000</u>  |
| <br>Total Payments Listed (column totals added) .....   |   |   |   |                       |

\$ 22,075,000

**D. FEDERAL SIGNATURE**

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

|   |  |                                  |
|---|--|----------------------------------|
| Issuer (Print or Type)<br><b>Ridgewood Capital QP Fund IV-C LLC</b> | Signature<br> | Date<br><b>February 21, 2007</b> |
| Name of Signer (Print or Type)<br><b>Mirna Valdes</b>               | Title of Signer (Print or Type)<br><b>Vice President of the Manager</b>                          |                                  |

*END*

ATTENTION

**Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)**