



Massachusetts Cannabis Control Commission

Public Record Request

Marijuana Cultivator

General Information:

License Number: MC282237

Original Issued Date: 01/15/2020

Issued Date: 01/15/2020

Expiration Date: 01/15/2021

Payment Received: \$2500 Payment Required: \$2500

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Caregiver-Patient Connection LLC

Federal Tax Identification Number EIN/TIN: [REDACTED]

Phone Number: 978-621-3567 Email Address: dean@theconnection.community

Business Address 1: 295 Vernon Ave.

Business Address 2:

Business City: Barre

Business State: MA

Business Zip Code: 01005

Mailing Address 1: 910 Boston Post Rd., #310

Mailing Address 2:

Mailing City: Marlboro

Mailing State: MA

Mailing Zip Code: 01752

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Woman-Owned Business

PRIORITY APPLICANT

Priority Applicant: yes

Priority Applicant Type: RMD Priority

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number: RPA201819

RMD INFORMATION

Name of RMD: Caregiver-Patient Connection

Department of Public Health RMD Registration Number:

Operational and Registration Status: Obtained Provisional Certificate of Registration only

To your knowledge, is the existing RMD certificate of registration in good standing?: yes

If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 16.25 Percentage Of Control: 25

Role: Manager Other Role: Owner

First Name: Dean Middle Name: Last Name: Iandoli Suffix:

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 16.25 Percentage Of Control: 25

Role: Manager Other Role: Owner

First Name: Catherine Middle Name: Last Name: Trifilo Suffix:

Gender: Female User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: 16.25 Percentage Of Control: 25

Role: Manager Other Role: Owner

First Name: Michael Middle Name: Last Name: Staiti Suffix:

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: 16.25 Percentage Of Control: 25

Role: Manager Other Role: Owner

First Name: Richard Middle Name: Last Name: Olstein Suffix:

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 5

Percentage Of Ownership: Percentage Of Control:

Role: Employee Other Role: Director of Security

First Name: Ronald Middle Name: Last Name: L'Ecuyer Suffix:

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 6

Percentage Of Ownership: 5 Percentage Of Control:

Role: Employee Other Role: COO

First Name: Anthony Middle Name: Last Name: Brach Suffix:

Gender: Male User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 7

Percentage Of Ownership: Percentage Of Control:

Role: Employee

Other Role: Head of Cultivation

First Name: Kelsey Middle Name: Last Name: Brach Suffix:

Gender: Female User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: Percentage of Ownership: 30

Entity Legal Name: CPC Equity LLC

Entity DBA:

DBA

City:

Entity Description: CPC Equity LLC is a single purpose entity acting as the investment entity into Caregiver-Patient Connection LLC

Foreign Subsidiary Narrative:

Entity Phone: 508-229-7827

Entity Email: mikestaiti@keystonedev.net

Entity Website:

Entity Address 1: 910 Boston Post Rd., Ste.#310

Entity Address 2:

Entity City: Marlboro

Entity State: MA

Entity Zip Code: 01752

Entity Mailing Address 1: 910 Boston Post Rd, Ste.#310

Entity Mailing Address 2:

Entity Mailing City: Marlboro

Entity Mailing State: MA

Entity Mailing Zip Code: 01752

Relationship Description: CPC Equity was formed as a single purpose entity to act as the investment entity into Caregiver-Patient Connection LLC. CPC Equity, LLC currently has capital pledges of \$6,550,000 to fund the development of two grow facilities, (Barre MC281254) (Framingham MCN228206), a manufacturing facility in Framingham (MPN281301) a dispensary (Fitchburg MRN282131) and an additional dispensary.

CPC Equity, LLC is listed as the only investor with Caregiver-Patient Connection LLC. CPC Equity, LLC has 30% profit and loss ownership of Caregiver Patient Connection, LLC but no direct or indirect authority over the management, policies, security operations or cultivation operations of Caregiver-Patient Connection LLC.

A copy of the Caregiver-Patient Connection LLC operating agreement is provided as part of this response. Pursuant to Section 2.7-Power and Authority only the Managers of Caregiver-Patient Connection LLC have voting rights;

Section 2.7 Power and Authority

Subject to the provisions of this Agreement, the Company, by majority vote of the Managers, shall have the power and authority to take any and all actions necessary, appropriate, proper, advisable, convenient or incidental in furtherance of the purposes set forth in Section 2.6 above, including, without limitation, the power:

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Michael Middle Name: Last Name: Staiti Suffix:

Types of Capital: Monetary/Equity Other Type of Capital: Total Value of the Capital Provided: \$400000 Percentage of Initial Capital: 12.5

Capital Attestation: Yes

Individual Contributing Capital 2

First Name: Richard	Middle Name:	Last Name: Olstein	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$400000	Percentage of Initial Capital: 12.5
Capital Attestation: Yes			

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: CPC Equity LLC	Entity DBA:		
Email: mikestaiti@keystonedev.net	Phone: 617-593-2130		
Address 1: 910 Boston Post Rd	Address 2:		
City: Marlboro	State: MA	Zip Code: 01752	
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of Capital Provided: \$3155000	Percentage of Initial Capital: 100
Capital Attestation: Yes			

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Catherine	Middle Name:	Last Name: Trifilo	Suffix:
Marijuana Establishment Name: Caregiver-Patient Connection	Business Type: Marijuana Cultivator		
Marijuana Establishment City: Barre	Marijuana Establishment State: MA		

Individual 2

First Name: Dean	Middle Name:	Last Name: Iandoli	Suffix:
Marijuana Establishment Name: Caregiver-Patient Connection	Business Type: Marijuana Cultivator		
Marijuana Establishment City: Barre	Marijuana Establishment State: MA		

Individual 3

First Name: Michael	Middle Name:	Last Name: Staiti	Suffix:
Marijuana Establishment Name: Caregiver-Patient Connection	Business Type: Marijuana Cultivator		
Marijuana Establishment City: Barre	Marijuana Establishment State: MA		

Individual 4

First Name: Richard	Middle Name:	Last Name: Olstein	Suffix:
Marijuana Establishment Name: Caregiver-Patient Connection	Business Type: Marijuana Cultivator		
Marijuana Establishment City: Barre	Marijuana Establishment State: MA		

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 295 Vernon Ave	
Establishment Address 2:	
Establishment City: Barre	Establishment Zip Code: 01005
Approximate square footage of the Establishment: 6000	How many abutters does this property have?: 14
Have all property abutters have been notified of the intent to open a Marijuana Establishment at this address?: Yes	
Cultivation Tier: Tier 02: 5,001 to 10,000 sq. ft.	Cultivation Environment: Indoor

FEE QUESTIONS

Cultivation Tier: Tier 02: 5,001 to 10,000 sq. ft. Cultivation Environment: Indoor

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	Attestation CHA signed copy.pdf	pdf	5d128af758ad7e1336c29b50	06/25/2019
Plan to Remain Compliant with Local Zoning	CPC Plan to Remain Compliant with Local Zoning.pdf	pdf	5d128b1c13edb917cc1ff5a2	06/25/2019
Plan to Remain Compliant with Local Zoning	Barre BI Zoning Opinion.pdf	pdf	5d128b46acc50017edd6490b	06/25/2019
Community Outreach Meeting Documentation	Community Outreach Attest Form Signed copy.pdf	pdf	5d239cd8d89d4b09aca61df3	07/08/2019
Community Outreach Meeting Documentation	Com Out Mtg Proof of Mailings_Posting.pdf	pdf	5d239e0a742e9b04ecc3827f	07/08/2019
Certification of Host Community Agreement	Waiver-Request-Form Barre GH Comm Outreach Mtg Signed Notarized .pdf	pdf	5d5c1097af9d6f1dd589f864	08/20/2019

Total amount of financial benefits accruing to the municipality as a result of the host community agreement. If the total amount is zero, please enter zero and provide documentation explaining this number.: \$

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	CPC-Plan to Postively Impact Areas of Disp. Impact REVISED 8_29.pdf	pdf	5d682053c544c91e011c5ff2	08/29/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Manager Other Role: Owner
First Name: Catherine Middle Name: Last Name: Trifilo Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 2

Role: Manager Other Role: Owner
First Name: Dean Middle Name: Last Name: Iandoli Suffix:
RMD Association: RMD Owner

Background Question: no

Individual Background Information 3

Role: Manager

Other Role: Owner

First Name: Michael

Middle Name: Last Name: Staiti Suffix:

RMD Association: RMD Owner

Background Question: no

Individual Background Information 4

Role: Manager

Other Role: Owner

First Name: Richard

Middle Name: Last Name: Olstein Suffix:

RMD Association: RMD Owner

Background Question: no

Individual Background Information 5

Role: Employee

Other Role: Director of Security

First Name: Ronald

Middle Name: Last Name: L'Ecuyer Suffix:

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 6

Role: Other (specify)

Other Role: COO

First Name: Anthony

Middle Name: Last Name: Brach Suffix:

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 7

Role: Other (specify)

Other Role: Director of Cultivation

First Name: Kelsey

Middle Name: Last Name: Brach Suffix:

RMD Association: Not associated with an RMD

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Investor/Contributor

Other Role:

Entity Legal Name: CPC Equity LLC

Entity DBA:

Federal Tax

Identification Number

EIN/TIN: 83-3072504

Entity Description: Investment Only

Phone: 508-229-7827

Email: mikestaiti@keystonedev.net

Primary Business Address 1: 910 Boston Post Rd., Ste,#310

Primary Business Address 2:

Primary Business City: Marlboro

Primary Business State: MA

Principal Business Zip Code:

01752

Additional Information: As background information on the Entity contributing capital:

CPC Equity was formed as a single purpose entity to act as the investment entity into Caregiver-Patient Connection LLC. CPC Equity, LLC currently

has capital pledges of \$6,550,000 to fund the development of two grow facilities, (Barre MC281254) (Framingham MCN228206), a manufacturing facility in Framingham (MPN281301) a dispensary (Fitchburg MRN282131) and an additional dispensary.

CPC Equity, LLC is listed as the only investor with Caregiver-Patient Connection LLC. CPC Equity, LLC has 30% profit and loss ownership of Caregiver Patient Connection, LLC but no direct or indirect authority over the management, policies, security operations or cultivation operations of Caregiver-Patient Connection LLC.

A copy of the Caregiver-Patient Connection LLC operating agreement is provided as part of this application.

Pursuant to Section 2.7-Power and Authority only the Managers of Caregiver-Patient Connection LLC have voting rights;

Section 2.7 Power and Authority

Subject to the provisions of this Agreement, the Company, by majority vote of the Managers, shall have the power and authority to take any and all actions necessary, appropriate, proper, advisable, convenient or incidental in furtherance of the purposes set forth in Section 2.6 above, including, without limitation, the power:

Since CPC Equity has no direct or indirect authority over the management, policies, security operations or cultivation operations of the adult-use Marijuana Establishment (Caregiver-Patient Connection LLC) it is our understanding that it does not qualify as an 'entity having direct or indirect authority over the management, policies, security operations or cultivation operations of the adult-use Marijuana Establishment' and therefore is not required to be named in the application.

The total investment amount of \$6,550,000 is being funded by investors as funds are needed for the development of the different sites. To date \$3,155,000 has been funded by investors and the balance of the funds will be advanced in October. A bank statement from July, 2019 is provided as part of this response. CPC Equity, LLC and Caregiver Patient Connection, LLC are both banking with Gardner Federal Credit Union and bank statements are available as needed.

CPC Equity has 26 investors of which Mr. Staiti and Mr. Olstein are the only two entities, or individuals contributing 10% or more of the initial capital to operate the Marijuana Establishment. Please see attached Capital Contributions table for CPC Equity, LLC totaling \$6,550,000. Mr. Staiti and Mr. Olstein are managers of Caregiver Patient Connection, LLC. Both have undergone background checks as part of an approved 'Change of Ownership' application a copy of which has been uploaded as part of the revised application. Current bank statements for Mr. Staiti and Mr. Olstein have been submitted as part of the revised application as well as all individual interest documents required.

Regards,
Dean Iandoli
Founder/Manager
Caregiver Patient Connection LLC

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	Cert of Good Standing SOS 6_19.pdf	pdf	5d128ec241a4321320f2a61a	06/25/2019
Bylaws	CPC By Laws 8_18.pdf	pdf	5d128fa1bbb965134133ddbfbf	06/25/2019
Articles of Organization	CPC Articles 4_2019.pdf	pdf	5d24f3d83e9601053bdb59e5	07/09/2019
Department of Revenue - Certificate of Good standing	Certificate of Good Standing DOR CPC 7_1_19.pdf	pdf	5d697394af9d6f1dd58a133e	08/30/2019

No documents uploaded

Massachusetts Business Identification Number: 001384921

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	CPC Plan Insurance .pdf	pdf	5d129044fe6a8617e2090bb7	06/25/2019
Business Plan	CPC Barre business plan REVISED 8_19.pdf	pdf	5d5c015b3567ed1db89df3c1	08/20/2019
Proposed Timeline	Timelines CPC 8_29 REVISED.pdf	pdf	5d682975629a272281d30538	08/29/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Restricting Access to age 21 and older	CPC-Restricting access to age 21 and older.pdf	pdf	5d24f670ece777050c0931d8	07/09/2019
Storage of marijuana	CPC-Storage of marijuana.pdf	pdf	5d24f6a95457e109c526f239	07/09/2019
Inventory procedures	CPC-Inventory procedures.pdf	pdf	5d24f6cff743040530211105	07/09/2019
Dispensing procedures	CPC Dispensing Revised 2_19.pdf	pdf	5d24f7f73e9601053bdb59f9	07/09/2019
Record Keeping procedures	CPC-Record Keeping Revised 2_19.pdf	pdf	5d24f82f5457e109c526f243	07/09/2019
Maintaining of financial records	CPC-Maintaining of Financial Records Revised 2_19.pdf	pdf	5d24f848c5c3be09dbf08afd	07/09/2019
Qualifications and training	CPC-Qualifications and training.pdf	pdf	5d25051bab65a805005c0570	07/09/2019
Security plan	CPC-Security Plan Barre Revised 8_19.pdf	pdf	5d5bff4c544c91e011c475f	08/20/2019
Prevention of diversion	CPC Prevention of Diversion Plan Revised 8_13.pdf	pdf	5d5c001bc544c91e011c4765	08/20/2019
Personnel policies including background checks	CPC-Personnel Policies Including Background Checks Revised 8_13.pdf	pdf	5d5c005a816d7b225d1567f2	08/20/2019
Transportation of marijuana	CPC-Transportation of marijuana REVISED 8_29_19.pdf	pdf	5d682a750473c3226f35adec	08/29/2019
Quality control and testing	CPC-Quality Control and Testing Procedures Revised 9_2.pdf	pdf	5d6d5669271f0d1dcdf308ae	09/02/2019
Policies and Procedures for cultivating.	CPC-Policies and Procedures for Cultivating Revised 8_28_19.pdf	pdf	5d6d66150473c3226f35b317	09/02/2019
Diversity plan	CPC Diversity Plan Revised Barre 12_9_19.pdf	pdf	5dee944566a32657cfbdeb9e	12/09/2019

ATTESTATIONS

I certify that no additional entities or individuals meeting the requirement set forth in 935 CMR 500.101(1)(b)(1) or 935 CMR 500.101(2)(c)(1) have been omitted by the applicant from any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

I understand that the regulations stated above require an applicant for licensure to list all executives, managers, persons or entities having direct or indirect

authority over the management, policies, security operations or cultivation operations of the Marijuana Establishment; close associates and members of the applicant, if any; and a list of all persons or entities contributing 10% or more of the initial capital to operate the Marijuana Establishment including capital that is in the form of land or buildings.: I Agree

I certify that any entities who are required to be listed by the regulations above do not include any omitted individuals, who by themselves, would be required to be listed individually in any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

Notification: I Understand

I certify that any changes in ownership or control, location, or name will be made pursuant to a separate process, as required under 935 CMR 500.104(1), and none of those changes have occurred in this application.:

I certify that to the best knowledge of any of the individuals listed within this application, there are no background events that have arisen since the issuance of the establishment's final license that would raise suitability issues in accordance with 935 CMR 500.801.:

I certify that all information contained within this renewal application is complete and true.:

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 8:00 AM	Monday To: 5:00 PM
Tuesday From: 8:00 AM	Tuesday To: 5:00 PM
Wednesday From: 8:00 AM	Wednesday To: 5:00 PM
Thursday From: 8:00 AM	Thursday To: 5:00 PM
Friday From: 8:00 AM	Friday To: 5:00 PM
Saturday From: 8:00 AM	Saturday To: 5:00 PM
Sunday From: Closed	Sunday To: Closed

Caregiver Patient Connection

Executive Summary

The Caregiver-Patient Connection ('CPC') is a Massachusetts LLC with a current Provisional Certificate of Registration (PCR) as a Registered Marijuana Dispensary, a Tier II Adult Use-Cultivation PCR and an Adult Use-Retail (PCR) from the Cannabis Control Commission. CPC also qualifies for Priority Applicant Status with the Cannabis Control Commission and is now applying for licensing as a Tier III Marijuana Cultivator. Originally formed as a non-profit, CPC has converted to a for-profit Massachusetts LLC.

CPC is dedicated to the cultivation and production of the highest quality medical and adult use cannabis, and cannabis infused products in the state of Massachusetts. By leveraging a well thought out business plan executed by a skilled management team, CPC anticipates creating approximately 5 jobs in Barre, a rural community desperately in need of economic growth. In addition, we anticipate twenty jobs in Framingham to operate the planned cultivation and manufacturing operation at 61C Tripp Street and 12 jobs at its' Fitchburg dispensary. CPC anticipates creating overall revenues nearing \$15 million in its second year of operation.

Keys to Success

CPC has identified three keys that will be instrumental in its success:

- The implementation of strict financial and operational controls resulting in maximum production efficiency and product quality;
- The acquisition and cultivation of proprietary strains with targeted phenotypes designed to maximize product quality; and,
- The recognition and implementation of the philosophy that 100% customer satisfaction is required to ensure a profitable business.

Products

CPC's founding members own a six acre, industrially zoned site in Barre, MA and an industrial complex at 35-61 Tripp Street in Framingham and a retail location at 371 Lunenberg St., Fitchburg. CPC has partnered with a master grower with over 12 years' experience in the industry in California, Colorado and Vermont.

In addition to cultivating the highest quality flower, we intend to set up an extraction and manufacturing operation in Framingham that will wholesale to dispensaries across the state, both under our brand as well as offering white label branding. This site will have state of the art extraction operation and commercial kitchen to produce oils and tinctures as well as edibles such as cookies, chocolates, gummies, lozenges and other specialty products.

Market

CPC intends to operate as a fully integrated cannabis company with cultivation in Barre and Framingham, three dispensaries and extraction/manufacturing in Framingham.

- Cultivation will be used to supply our stores and to wholesale to select dispensaries that emphasize quality and are willing to pay a premium for that quality.
- CPC is currently working on permitting two dispensary sites in order to grow the brand name and capture retail revenue streams as well. CPC has a PCR for a dispensary at 371 Lunenburg Street, Fitchburg and site control for a potential dispensary at 910 Boston Post Road, Marlboro. In addition, CPC is actively seeking a third site as allowed under their current RMD license.
- CPC intends to use the Framingham location for additional cultivation, extraction and manufacturing of oils, tinctures and edibles. Product from this location will be marketed to dispensaries across the entire state.

Management Team

CPC was started by Dean Iandoli and Catherine Trifilo in 2016. Richard Olstein and Michael Staiti joined the company as owners in November, 2018. Iandoli brings a wealth of entrepreneurial and management skills to the company. After graduating from Boston College, Iandoli acquired, repositioned, developed and sold a 400 site campground in Barre, MA. He followed this success with developing three commercial scale solar farms in Barre along with Staiti which they currently own and manage. With this background, Iandoli will be responsible for the day to day operations of the company.

Catherine is a licensed Massachusetts attorney with extensive experience in real estate and contract law. She will oversee regulatory compliance, lease negotiation and wholesale contracts.

Staiti also brings an extensive business background to the team. Staiti has 25 years' experience in starting and operating businesses. He currently is manager/member in 21 operating companies/LLCs in real estate development, construction, commercial solar, property management and banking. Utilizing his CPA and MBA along with his construction background, Staiti will oversee development of the cultivation facility and dispensaries. Staiti will also serve as CFO of the company.

Richard Olstein has over twenty five years' experience in the construction and real estate development industry. He is also owner of the Tripp Street facility along with other family members and will assist with permitting and construction of the different facilities.

Anthony Brach the COO and Director of Cultivation for CPC.

Financial Plan

CPC has capital commitments for \$6.55 million. Our current budgets show capital needs of \$5.9 million for the licensing costs to date, site development, grow facility construction, buildout of two dispensaries and six months of operating costs. We anticipate the need for another \$550,000 for the buildout of a third retail spaces for a total capital requirement of \$6.55 million.

CPC anticipates to generate \$8 million in revenues in year one growing to \$15 million in years two and three. Framingham is expected to generate approximately \$9 million while Barre will generate \$3 million at the wholesale level.

Fitchburg Dispensary:

CPC owns a property at 371 Lunenburg St. which will allow for 30 parking spaces and a 1,700 SF dispensary at 371 Lunenburg Street. The property has been approved by the City of Fitchburg for a special Permit/AU retail. Lunenburg Street is a heavily travelled commuter road with over 15,000 cars per day at this location. The property is located on the Lunenburg/Fitchburg line with easy access to southern New Hampshire and nearby communities of Lunenburg, Townsend and parts of Leominster. While Fitchburg will eventually have several dispensaries, our site provides easy access, customer focused retail space and plenty of parking. CPC anticipates this location will generate approximately \$5 million in retail sales during its first year of operation. CPC anticipates opening the Fitchburg dispensary in fall, 2019.

Fitchburg Timeline:

Host Community Agreement	Issued November, 2018
Special Permit and Site Plan Approval	Granted, February 2019
Order of Conditions	Granted, February 2019
Closes on Properties	February, 2019
CCC PCR Approval	May, 2019
Construction	April-August, 2019
Dispensary Opening	September, 2019

Framingham Cultivation and Manufacturing:

CPC has two properties under control at 61C and 60 Tripp Street, Framingham. These buildings are 23,000 and 3,500 SF respectively and are part of a larger industrial complex owned by the principals of CPC. The property is located in the 'M' zoning district which allows for our intended use with a Minor Site Plan approval from the Planning Board. CPC met with the Framingham Marijuana Application Team and was approved for both cultivation and manufacturing HCA's with the city in March. Plans for the cultivation facility at 61C Tripp Street are in process and CPC has submitted them to the police

department for security plan approval as well as to the city. Once fully built out we anticipate employing 25-30 employees and generating \$10 million in revenues from the Framingham locations.

Framingham Timeline:

Host Community Agreement	July, 2019
Community Outreach Meeting	January, 2019
Minor Site Plan Approval	Granted February, 2019
CCC Approval-PCR	September, 2019
Construction	September 2019-February, 2019
Commence Operations	April, 2020



THE CAREGIVER • PATIENT CONNECTION

CPC Plan to obtain liability insurance

CPC shall obtain and maintain general liability insurance for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually, and product liability insurance for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually with a deductible no higher than \$5,000 per occurrence. Reports documenting compliance with 935 CMR 500.105(10) will be made in a matter and form determined by the Commission pursuant to 935 CMR 500.000

CPC has successfully obtained the above insurance at its' Barre cultivation facility and will obtain liability insurance per the above for its' Tier III cultivation facility at 61 Tripp St., building#18 in Framingham.

Host Community Agreement Certification Form

The applicant and contracting authority for the host community must complete each section of this form before uploading it to the application. Failure to complete a section will result in the application being deemed incomplete. Instructions to the applicant and/or municipality appear in italics. Please note that **submission of information that is "misleading, incorrect, false, or fraudulent"** is grounds for denial of an application for a license pursuant to 935 CMR 500.400(1).

Applicant

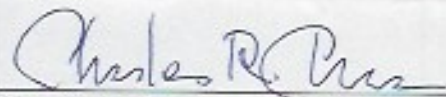
I, Dean Tondoli, (insert name) certify as an authorized representative of The Caregiver-Patient Connection (insert name of applicant) that the applicant has executed a host community agreement with the Town of Barre (insert name of host community) pursuant to G.L.c. 94G § 3(d) on April 2, 2018 (insert date).



Signature of Authorized Representative of Applicant

Host Community

I, Charles Chase, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Town of Barre (insert name of host community) to certify that the applicant and Town of Barre (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on April 2, 2018 (insert date).



Signature of Contracting Authority or
Authorized Representative of Host Community

Waiver Request Form

Instructions

Under 935 CMR 500.700 and 501.700, an individual or entity (Requestor) may request a waiver from full compliance with a requirement mandated by the Commission's regulations. This form shall be used for all waiver requests relating to adult-use regulations, medical-use regulations, or both, with the exception of requests to waive Agent Registration CORI report requirements.

The Requestor must submit additional waiver requests for additional requirements—only one requirement may be considered per request form. If the Requestor is requesting a waiver from a requirement that applies to them by both the adult-use and medical-use regulations, and the requirement is the same per both regulatory schemes, they may use one form and state the appropriate provisions seeking to be waived. One form may be used if a licensee is requesting to waive the same requirement for multiple licenses.

Written documentation is required to evaluate the waiver request. The Requestor must specifically state the regulation(s) requested to be waived, the reasons why it should be waived, and explain why the waiving of this requirement will not pose a risk to the health, safety, or welfare of the public or patients. If applicable, the Requestor may provide alternative compensating steps or features that will be utilized in lieu of the requirement. Once received by the Commission, your request will be evaluated.

The request must be filled out electronically and signed by the Requestor. If the Requestor is an entity, the form must be signed by an individual who has authority to act on behalf of the entity (Requestor's Representative). Additional documentation may be submitted along with the request form as long as it directly addresses the requirement to be waived.

Before the request is submitted, it must be notarized. Once completed, the waiver form and any additional information should be combined into a single PDF document and emailed to CannabisLicensing@Mass.Gov.

Review

Waiver requests will be evaluated in the order they are received. If the Requestor is a Medical Marijuana Treatment Center (MMTC) or Marijuana Establishment (ME) and is requesting to waive a security-related requirement, the Commission must notify the host community's Chief Law Enforcement Officer of the request and give a 30-day period for the officer to respond. The Chief Law Enforcement Officer's opinion will be considered in the Commission's decision but will not be determinative.



Once the request has been evaluated by the Commission, the Requestor or the Requestor's Representative will be notified.

I. Requestor Information

1. What is the Requestor's name? If an entity, please state the legal name of the entity:

2. What is the Requestor's status?:

☐ Applicant (MMTC, ME, or both)
☐ Licensee (MMTC, ME, or both)
☐ Applicant (Registered Agent)
☐ Registered Agent
☐ Qualifying Patient
☐ Personal Caregiver
☐ Caregiving Institution
☐ Institutional Caregiver

3. Requestor's application/license/registration number(s) that will be affected by this request (*if applicable*):



4. Requestor's address(es), phone number, and email address:

5. Name, relationship to Requestor, address, phone number, and email address of Requestor's Representative (*if acting on behalf of the Requestor*):

II. Required Waiver Request Information and Documentation

6. List the specific regulation(s), and associated regulatory cite(s), that is requested to be waived:



7. List the reason(s) why this regulatory requirement should be waived and not apply to the Requestor *(use additional documents/pages if needed—please appropriately reference addendums)*:

8. List the alternative compensating steps or features that will be utilized in lieu of the requirement if the waiver request is granted *(if applicable)*:



9. In the opinion of the Marijuana Establishment or its Representative, if the Commission waives this regulatory requirement, will the waiving of this requirement pose a risk to the health or safety of consumers, patients, or the public? Please check one of the boxes below:

- ☐ Yes
☐ No

10. Please explain the reasons why the waiving of the requirement will not pose a risk to the health or safety of consumers, patients, or the public:



By signing this document, I affirm that all the information provided above is true and accurate. I understand that all requirements listed in 935 CMR 500, 501, and 502 (where applicable) must be complied with unless otherwise notified by the Commission. Failure of the Requestor or its Representative to fully complete this form may result in the denial of your waiver request.

Requestor or Requestor's Representative Printed Name:

Dean Landol

Requestor or Requestor's Representative Signature:

[Handwritten Signature]

Date of Request:

8/17/19

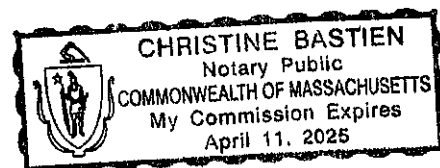
Authentication by Notary Public

On this 17 day of August before me, the undersigned notary public, personally appeared Dean Landol, proved to me through satisfactory evidence of identification to be the person whose name is signed above and that he/she did so voluntarily for its stated purpose.

[Handwritten Signature: C Bastien]

Notary Public Signature

NOTARY STAMP/SEAL



Community Outreach Meeting Attestation Form

The applicant must complete each section of this form and initial each page before uploading it to the application. Failure to complete a section will result in the application being deemed incomplete. Instructions to the applicant appear in italics. Please note that submission of information that is "misleading, incorrect, false, or fraudulent" is grounds for denial of an application for a license pursuant to 935 CMR 500.400(1).

I, Dean Iandoli, *(insert name)* attest as an authorized representative of The Caregiver-Patient Connection *(insert name of applicant)* that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on Saturday March 31, 2018 *(insert date)*.
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on March 22, 2018 *(insert date)*, which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A *(please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document)*.
3. A copy of the meeting notice was also filed on March 20, 2018 *(insert date)* with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B *(please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document)*.
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on March 20, 2018 *(insert date)*, which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C *(please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee)*.

5. Information was presented at the community outreach meeting including:
 - a. The type(s) of Marijuana Establishment to be located at the proposed address;
 - b. Information adequate to demonstrate that the location will be maintained securely;
 - c. Steps to be taken by the Marijuana Establishment to prevent diversion to minors;
 - d. A plan by the Marijuana Establishment to positively impact the community; and
 - e. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.
6. Community members were permitted to ask questions and receive answers from representatives of the Marijuana Establishment.

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OFFICIAL USE

Certified Mail Fee		Postmark Here
Extra Services & Fees (check box, add fee as appropriate)		
<input type="checkbox"/> Return Receipt (hardcopy)	\$	
<input type="checkbox"/> Return Receipt (electronic)	\$	
<input type="checkbox"/> Certified Mail Restricted Delivery	\$	Postage
<input type="checkbox"/> Adult Signature Required	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
Total Postage and Fees		

Sent to Ben Richard
 Street and Apt. No., or PO Box No. 18 Vernon Ave
 City, State, ZIP+4® Barn MA 01005

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7017 1070 0000 4351 4477
 7017 1070 0000 4351 4781

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Extra Services & Fees (check box, add fee as appropriate)		
<input type="checkbox"/> Return Receipt (hardcopy)	\$	
<input type="checkbox"/> Return Receipt (electronic)	\$	
<input type="checkbox"/> Certified Mail Restricted Delivery	\$	Postage
<input type="checkbox"/> Adult Signature Required	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
Total Postage and Fees		

Sent to RT Curtis Inc
 Street and Apt. No., or PO Box No. 3 Belcher St
 City, State, ZIP+4® Plainville, MA 02762

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7017 1070 0000 4351 4866

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<input type="checkbox"/> Return Receipt (hardcopy)	\$	
<input type="checkbox"/> Return Receipt (electronic)	\$	
<input type="checkbox"/> Certified Mail Restricted Delivery	\$	Postage
<input type="checkbox"/> Adult Signature Required	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
<input type="checkbox"/> Adult Signature Restricted Delivery	\$	
Total Postage and Fees		

Sent to Greg Ayres Branch
 Street and Apt. No., or PO Box No. 23 Whitman Rd
 City, State, ZIP+4® Worcester, MA 01609

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

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 7017 1070 0000 4351 4781

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☐ Return Receipt (hardcopy) \$

☐ Return Receipt (electronic) \$

☐ Certified Mail Restricted Delivery \$

☐ Adult Signature Required \$

☐ Adult Signature Restricted Delivery \$

Postage \$

Total Postage and Fees \$

Sent to Rebecca Davis
336 Vernon Ave / PO Box 169
Cherry, MA 01074
 PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

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☐ Adult Signature Required \$

☐ Adult Signature Restricted Delivery \$

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Total Postage and Fees \$

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Cherry, MA 01074
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☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$
Postage \$
Total Postage and Fees \$

Sent To Comm of MA / Waterbury
Street and Apt. No., or PO Box No. 251 Gauseway St
City, State, ZIP+4® Boston, MA 02114
PS Form 3800, April 2015 PSN 7530-0200-9007 See Reverse for Instructions

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☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$
Postage \$
Total Postage and Fees \$

Sent To Comm of MA / Office of Environment
Street and Apt. No., or PO Box No. 251 Gauseway St
City, State, ZIP+4® Boston, MA 02114

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Extra Services & Fees (check box, add fee as appropriate)
☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$
Postage \$
Total Postage and Fees \$

Sent To Tarrant Bank
Street and Apt. No., or PO Box No. 110 Galt St
City, State, ZIP+4® Boston, MA 02101
PS Form 3800, April 2015 PSN 7530-0200-9007 See Reverse for Instructions

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Extra Services & Fees (check box, add fee as appropriate)
☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$
Postage \$
Total Postage and Fees \$

Sent To Nebraska Bank
Street and Apt. No., or PO Box No. Coke Plaza Int'l / 530 Valley Rd
City, State, ZIP+4® Boston, MA 02101

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☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$
Postage \$
Total Postage and Fees \$

Sent To Let's the Motion
Street and Apt. No., or PO Box No. 388 Vernon Ave / PO Box 436
City, State, ZIP+4® S. Boston, MA 02074
PS Form 3800, April 2015 PSN 7530-0200-9007 See Reverse for Instructions

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Extra Services & Fees (check box, add fee as appropriate)
☐ Return Receipt (hardcopy) \$
☐ Return Receipt (electronic) \$
☐ Certified Mail Restricted Delivery \$
☐ Adult Signature Required \$
☐ Adult Signature Restricted Delivery \$
Postage \$
Total Postage and Fees \$

Sent To SPB Real Estate
Street and Apt. No., or PO Box No. P.O. Box 162
City, State, ZIP+4® S. Boston, MA 02074

Attachment: A

**NOTICE OF
COMMUNITY
OUTREACH MEETING
REGARDING
ADULT-USE
MARIJUANA
ESTABLISHMENT
CAREGIVER-PATIENT
CONNECTION, INC.
295 VERNON AVENUE
(AKA 295 VERNON
AVENUE, #5)
BARRE, MA**

Notice is hereby given that the Caregiver- Patient Connection, Inc. of 287 Chapman Road, Barre, Massachusetts will conduct a Community Outreach Meeting on the following matter on **March 31, 2018 in the Barre Town Hall, 2 Exchange Street, Barre, MA at 1:00pm.** The Caregiver- Patient Connection, Inc. intends to apply for one or more of the following Adult-use Marijuana Establishment licenses: Marijuana Cultivator; Marijuana Product Manufacturer; at 295 Vernon Avenue, Barre, Massachusetts (AKA 295 Vernon Avenue #5), pursuant to MGL Ch. 94 G and Chapter 55 of the Acts of 2017, other applicable laws and regulations promulgated thereunder, including those promulgated thereunder by the Massachusetts Cannabis Control Commission. Caregiver-Patient Connection will not seek a retail Adult-use Marijuana license in Barre, MA.

Information presented at the community outreach hearing will include, but not be limited to:

1. The type(s) of Adult-use Marijuana Establishment to be located at the proposed address;

2. Information ade-

quate to demonstrate that the Adult - use Marijuana Establishment location will be maintained securely;

3. Steps to be taken by the Adult-use Marijuana Establishment to prevent diversion to minors;

4. A plan by the Marijuana Establishment to positively impact the community; and

5. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law; and

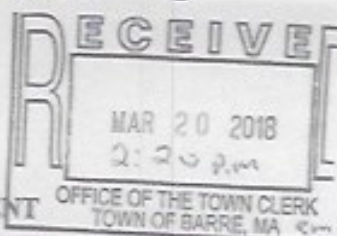
6. Community members will be permitted and are encouraged to ask questions and receive answer from representatives of Caregiver-Patient Connection, Inc;

A copy of this notice is on file with the Town Clerk, at the Board of Selectmen's office, and the Planning Board office, all located at the Henry Woods Building, 40 West Street, Barre, MA and a copy of this Notice was mailed at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another City or Town.

**Caregiver -Patient
Connection, Inc.**
Catherine Trifilo
President

3/22/18

Attachment: B



**NOTICE OF COMMUNITY OUTREACH MEETING
REGARDING ADULT-USE MARIJUANA ESTABLISHMENT
CAREGIVER -PATIENT CONNECTION, INC.
295 VERNON AVENUE (AKA 295 VERNON AVENUE, #5) BARRE, MA**

Notice is hereby given that the Caregiver- Patient Connection, Inc. of 287 Chapman Road, Barre, Massachusetts will conduct a Community Outreach Meeting on the following matter on **March 31, 2018 in the Barre Town Hall, 2 Exchange Street, Barre, MA at 1:00pm**. The Caregiver-Patient Connection, Inc. intends to apply for one or more of the following Adult-use Marijuana Establishment licenses: Marijuana Cultivator; Marijuana Product Manufacturer; at 295 Vernon Avenue, Barre, Massachusetts (AKA 295 Vernon Avenue #5), pursuant to MGL Ch. 94 G and Chapter 55 of the Acts of 2017, other applicable laws and regulations promulgated thereunder, including those promulgated thereunder by the Massachusetts Cannabis Control Commission. **Caregiver-Patient Connection will not seek a retail Adult-use Marijuana license in Barre, MA.**

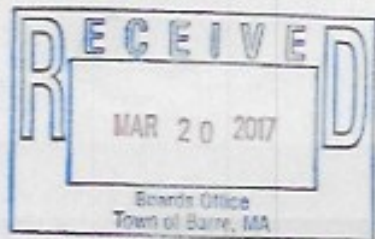
Information presented at the community outreach hearing will include, but not be limited to:

1. The type(s) of Adult-use Marijuana Establishment to be located at the proposed address;
2. Information adequate to demonstrate that the Adult - use Marijuana Establishment location will be maintained securely;
3. Steps to be taken by the Adult-use Marijuana Establishment to prevent diversion to minors;
4. A plan by the Marijuana Establishment to positively impact the community; and
5. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law; and
6. Community members will be permitted and are encouraged to ask questions and receive answer from representatives of Caregiver-Patient Connection, Inc;

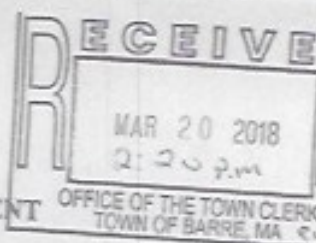
A copy of this notice is on file with the Town Clerk, at the Board of Selectmen's office, and the Planning Board office, all located at the Henry Woods Building, 40 West Street, Barre, MA and a copy of this Notice was mailed at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another City or Town.

Caregiver -Patient Connection, Inc.

Catherine Trifilo
President



Attachment: B



**NOTICE OF COMMUNITY OUTREACH MEETING
REGARDING ADULT-USE MARIJUANA ESTABLISHMENT
CAREGIVER -PATIENT CONNECTION, INC.
295 VERNON AVENUE (AKA 295 VERNON AVENUE, #5) BARRE, MA**

Notice is hereby given that the Caregiver- Patient Connection, Inc. of 287 Chapman Road, Barre, Massachusetts will conduct a Community Outreach Meeting on the following matter on **March 31, 2018 in the Barre Town Hall, 2 Exchange Street, Barre, MA at 1:00pm**. The Caregiver- Patient Connection, Inc. intends to apply for one or more of the following Adult-use Marijuana Establishment licenses: Marijuana Cultivator; Marijuana Product Manufacturer; at 295 Vernon Avenue, Barre, Massachusetts (AKA 295 Vernon Avenue #5), pursuant to MGL Ch. 94 G and Chapter 55 of the Acts of 2017, other applicable laws and regulations promulgated thereunder, including those promulgated thereunder by the Massachusetts Cannabis Control Commission. **Caregiver-Patient Connection will not seek a retail Adult-use Marijuana license in Barre, MA.**

Information presented at the community outreach hearing will include, but not be limited to:

1. The type(s) of Adult-use Marijuana Establishment to be located at the proposed address;
2. Information adequate to demonstrate that the Adult - use Marijuana Establishment location will be maintained securely;
3. Steps to be taken by the Adult-use Marijuana Establishment to prevent diversion to minors;
4. A plan by the Marijuana Establishment to positively impact the community; and
5. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law; and
6. Community members will be permitted and are encouraged to ask questions and receive answer from representatives of Caregiver-Patient Connection, Inc;

A copy of this notice is on file with the Town Clerk, at the Board of Selectmen's office, and the Planning Board office, all located at the Henry Woods Building, 40 West Street, Barre, MA and a copy of this Notice was mailed at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another City or Town.

Caregiver -Patient Connection, Inc.

Catherine Trifilo
President

Attachment: B

RECEIVED

MAR 20 2018

NOTICE OF COMMUNITY OUTREACH MEETING
REGARDING ADULT-USE MARIJUANA ESTABLISHMENT
CAREGIVER -PATIENT CONNECTION, INC.
295 VERNON AVENUE (AKA 295 VERNON AVENUE, #5) BARRE, MA

TOWN OF BARRE, MA
SELECTMEN / TOWN ADMINISTRATOR

Notice is hereby given that the Caregiver- Patient Connection, Inc. of 287 Chapman Road, Barre, Massachusetts will conduct a Community Outreach Meeting on the following matter on **March 31, 2018 in the Barre Town Hall, 2 Exchange Street, Barre, MA at 1:00pm.** The Caregiver-Patient Connection, Inc. intends to apply for one or more of the following Adult-use Marijuana Establishment licenses: Marijuana Cultivator; Marijuana Product Manufacturer; at 295 Vernon Avenue, Barre, Massachusetts (AKA 295 Vernon Avenue #5), pursuant to MGL Ch. 94 G and Chapter 55 of the Acts of 2017, other applicable laws and regulations promulgated thereunder, including those promulgated thereunder by the Massachusetts Cannabis Control Commission. **Caregiver-Patient Connection will not seek a retail Adult-use Marijuana license in Barre, MA.**

Information presented at the community outreach hearing will include, but not be limited to:

1. The type(s) of Adult-use Marijuana Establishment to be located at the proposed address;
2. Information adequate to demonstrate that the Adult - use Marijuana Establishment location will be maintained securely;
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Caregiver -Patient Connection, Inc.

Catherine Trifilo
President



THE CAREGIVER • PATIENT CONNECTION

CPC Plan to Remain Compliant with Local Zoning

The Caregiver Patient Connection Inc.'s (CPC's) proposed location for marijuana cultivation and marijuana product manufacturing is 295 Vernon Ave., Barre, MA (Located within the Quabbin Renewable Energy Industrial Park, is in an Industrial Zoning District. Pursuant to Section 140-10 of the Town of Barre Zoning By-Laws, "farming", "Greenhouses", "horticulture", "manufacturing" and "processing" are "Permitted Uses" under Section 140-10 of the Code. In a letter dated April 3, 2017, the Barre Chief Code Enforcement Officer/Building Inspector, verified that the proposed property is zoned for the proposed activities. The proposed building site complies with the requirements set forth in 935CMR500.110(3).



Town of Barre

Department of Inspectional Services

Division of Code Enforcement

40 West Street - Box 370

Barre, Massachusetts 01005-0370

Phone: 978-355-2504 ext 105

E-mail – buildingdept@townofbarre.com



April 3, 2017

Barre Board of Selectmen

40 West St

Barre, MA 01005

RE: Marijuana Dispensary Facility

Dear Board Members,

I am in receipt of the proposed facility package off Vernon Ave located on Assessor's Map H, Lot 466. This facility will be located in an Industrial District which provides for manufacturing per Barre bylaws Section 140-10, A. (2), *any lawful sales, manufacturing or industrial use, including processing, fabrication, assembly or storage, except those listed in Subsection B below.*

Respectfully,

Brianna Skowrya

Building Commissioner/ Zoning Officer

D
PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Entity Conversion of a Domestic Business Corporation to a Domestic Other Entity

FORM MUST BE TYPED

(General Laws Chapter 156D, Section 9.53; 950 CMR 113.29)

(1) Exact name of corporation prior to conversion: Caregiver-Patient Connection, Inc. 001332702

(2) Registered office address: 910 Boston Post Road E, Suite 310, Marlborough, MA 01752
(number, street, city or town, state, zip code)

(3) New name after conversion, which shall satisfy the organic law of the surviving entity:
Caregiver-Patient Connection, LLC

(4) New type of entity: Limited Liability Company

(5) The plan of entity conversion was duly approved by the shareholders, and where required, by each separate voting group in the manner required by G.L. Chapter 156D and the articles of organization.

(6) Attach any additional sheets containing all information required to be set forth in the public organic document of the surviving entity.

(7) The conversion of the corporation shall be effective at the time and on the date approved by the Division, unless a later effective date is specified in accordance with the organic law of the surviving entity: _____

Signed by: _____
(signature of authorized individual)

(Please check appropriate box)

- ☐ Chairman of the board of directors,
- ☒ President,
- ☐ Other officer,
- ☐ Court-appointed fiduciary,

on this 19th day of April, 2019

3

Attachment Sheet to Articles of Entity Conversion
(General Laws Chapter 156D, Section 9.53; 950 CMR 113.29)

(6) Information required to be set forth in the public organic document of the surviving entity.

CAREGIVER-PATIENT CONNECTION, LLC

CERTIFICATE OF ORGANIZATION

Pursuant to Chapter 156C of the Laws of the Commonwealth of Massachusetts (hereinafter the "Act") the undersigned hereby certifies as follows:

1. Name. The name of the limited liability company is Caregiver-Patient Connection, LLC, (hereinafter the "LLC").
- 2a. Principal Office. The street address of the office of the LLC for purposes of the Act is:
910 Boston Post Road E Suite 210, Marlborough, MA 01752.
- 2b. Keeper of Records. The street address where the records of the LLC are maintained is:
910 Boston Post Road E Suite 310, Marlborough, MA 01752.
3. Business of the LLC. The general character of the business of the LLC shall be the initial purpose of submitting applications with all applicable Massachusetts regulatory agencies to obtain authorization to engage in the cultivation, transportation and distribution of cannabis, to the extent permitted and in accordance with Massachusetts law, and any other business in which a Massachusetts limited liability company is authorized to engage. The LLC will not engage in any activity requiring the approval and endorsement of the Department of Public Health or the Cannabis Control Commission until such authorizations have been received.
4. Date of Dissolution. The LLC has no specific date of dissolution.
5. Resident Agent. As of the date hereof, the following person has been appointed and has agreed to act as resident agent of the LLC:

Michael J Staiti
910 Boston Post Road E Ste 310
Marlborough, MA 01752
6. Manager. As of the date hereof, the following persons have been appointed and have agreed to act as managers of the LLC (the "Manager"):

Dean Iandoli, Catherine Trifilo, Richard Olstein, Michael J. Staiti
Each of: 910 Boston Post Road E Ste 310
Marlborough, MA 01752
7. Execution of Documents. The Manager is authorized to execute any document to be filed with the office of the Secretary of the Commonwealth of Massachusetts, to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property, whether to be recorded with a registry of deeds or a district office of the Land Court, and to execute, acknowledge, deliver and file or record any instrument, document or certificate, which execution, acknowledgment, delivery, filing and/or recording shall bind the LLC, without further action.

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Entity Conversion of a
Domestic Business Corporation to a
Domestic Other Entity
(General Laws Chapter 156D, Section 9.53; 950 CMR 113.29)

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 700 having been paid, said articles are deemed to have been filed with me this 21 day of May, 20 19, at 10:00 a.m. time p.m.

Effective date: _____
(must be within 90 days of date submitted)

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

OTC
Examiner
OTC
Name approval

Filing fee: Minimum \$200

TO BE FILLED IN BY CORPORATION
Contact Information:

C

M

Joshua S. England

50 Washington St.

Westborough, MA 01581

Telephone: 978-457-2809

Email: jengland@aafcpa.com

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor.
If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

1330856

RECEIVED

MAY 21 2009

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

1025

CAREGIVER-PATIENT CONNECTION, INC.

BY-LAWS

TABLE OF CONTENTS

		<u>Page</u>
<u>ARTICLE I</u>	<u>NAME, LOCATION AND CORPORATE SEAL</u>	1
Section 1	Name	1
Section 2	Office	1
Section 3	Seal.....	1
<u>ARTICLE II</u>	<u>FISCAL YEAR</u>	1
<u>ARTICLE III</u>	<u>MEETINGS OF STOCKHOLDERS</u>	2
Section 1	Annual Meetings	2
Section 2	Special Meetings	2
Section 3	Notice of Meetings.....	2
Section 4	Quorum	3
Section 5	Voting.....	3
Section 6	Action by Consent.....	3
<u>ARTICLE IV</u>	<u>BOARD OF DIRECTORS</u>	4
Section 1	Enumeration, Election and Term of Office.....	4
Section 2	Powers	4
Section 3	Regular Meetings	4
Section 4	Special Meetings	5
Section 5	Notice of Meetings.....	5
Section 6	Quorum	5
Section 7	Action by Consent.....	6
<u>ARTICLE V</u>	<u>OFFICERS AND THEIR DUTIES</u>	6
Section 1	Enumeration, Election and Term of Office.....	6
Section 2	Powers	6
Section 3	President and Vice President.....	7
Section 4	Treasurer and Assistant Treasurer.....	7
Section 5	Clerk and Assistant Clerk	8

<u>ARTICLE VI</u>	<u>RESIGNATIONS, REMOVALS AND VACANCIES</u>	8
Section 1	Resignations	8
Section 2	Removals.....	8
Section 3	Vacancies	9
 <u>ARTICLE VII</u>	 <u>INDEMNIFICATION OF DIRECTORS AND OTHERS</u>	 10
 <u>ARTICLE VIII</u>	 <u>STOCK AND STOCK CERTIFICATES</u>	 12
Section 1	Stock Authorized.....	12
Section 2	Issue of Authorized Unissued Capital Stock.....	12
Section 3	Certificates of Stock.....	12
Section 4	Transfer	13
Section 5	Lost, Mutilated or Destroyed Certificates.....	14
Section 6	Transfer Agent and Registrar	14
Section 7	Setting Record Date and Closing Transfer Records	14
Section 8	Restrictions on Transfer	15
 <u>ARTICLE IX</u>	 <u>AMENDMENTS</u>	 16

BY-LAWS

ARTICLE I

Name, Location and Corporate Seal

Section 1. Name: This Corporation shall be known by the name of: **Caregiver-Patient Connection, Inc.**

Section 2. Office: The principal office of the corporation shall be located at: **287 Chapman Road, Barre, MA, 01005** unless otherwise designated by the corporation. The corporation may also have offices at such other places as the Board of Directors may designate.

Section 3. Seal: It shall have a corporate seal bearing the name of the corporation and such other device or inscription as the Board of Directors may determine. The Board of Directors may change the form of the seal and the inscription thereon at any time.

ARTICLE II

Fiscal Year

Except as from time to time otherwise determined by the accountant, the fiscal year of the corporation shall end **December 31st, beginning with 2018.**

ARTICLE III
Meetings of Stockholders

Section 1. Annual Meetings: The annual meetings of the Stockholders of said corporation shall be held on the **2nd Tuesday, in October of each year, at 10:00 A.M.** at the office of the corporation unless the Board of Directors shall ten (10) days before such annual meeting vote to hold the same at some other place within the Commonwealth of Massachusetts, and cause a notice of said vote to be sent to the Stockholders at least seven (7) days before such meeting.

Section 2. Special Meetings: Special meetings of the Stockholders may be called by the President or Treasurer or by a majority of the Directors, shall be held at the office of the corporation, and shall be called by the Clerk, or in case of the death, absence, incapacity, or refusal of the Clerk, by any other officer upon written application of one or more Stockholders who are entitled to vote and who hold at least one-tenth (1/10) part interest of the capital stock. If no annual meeting is held in accordance with Section 1 above, a special meeting of the stockholders may be held in place thereof, and any action taken at such special meeting shall have the same force and effect as if taken at the annual meeting.

Section 3. Notice of Meetings: A written notice of every meeting of Stockholders, stating the place, date and hour thereof, and the purposes for which the meeting is to be held, shall be given by the Clerk or by the person calling the meeting at least seven days before the meeting to each Stockholder entitled to vote thereat and to each Stockholder who by law, or by the Articles of Organization, or by these By-Laws is entitled to such notice, by leaving such notice with him or

at his residence or usual place of business, or by mailing first class, postage pre-paid, addressed to such Stockholder at his address as it appears upon the stock record books of the corporation. A written waiver of notice of a meeting, executed before or after the meeting by any Stockholder entitled to notice or his attorney thereunto authorized and filed with the records of the meeting, shall be deemed equivalent to such notice.

Section 4. Quorum: A majority of the stock of the corporation, at the time outstanding and entitled to vote, represented in person or by proxy, shall constitute a quorum for the transaction of business at any meeting of the Stockholders. If a quorum is not represented, less than a quorum may make reasonable adjournments. An affirmative vote of a majority of the stock of the corporation then outstanding and entitled to vote shall be required to transact any business or do any act, except the vote to adjourn, at any meeting of the Stockholders.

Section 5. Voting: Stockholders shall have one vote for each share owned by them. Stockholders may vote either in person or by proxy. No proxy which is dated more than six (6) months before the meeting named therein shall be accepted, and no such proxy shall be valid after the final adjournment of such meeting.

Section 6. Action by Consent: Any action to be taken by the Stockholders may be taken without a meeting if all Stockholders entitled to vote on the matter consent to the action by a writing filed with the records of the meeting of the Stockholders. Such consent shall be treated for all purposes as a vote at a meeting.

ARTICLE IV
Board of Directors

Section 1. Enumeration, Election, Term of Office: The Board of Directors shall consist of not less than three Directors, except that whenever there shall be only two Stockholders, the number of Directors shall be not less than two, and whenever there shall be only one Stockholder, the number of Directors shall be not less than one. The number of the directors shall be as determined from time to time by the stockholders and may be enlarged by vote of a majority of the directors then in office. The Directors shall be chosen at the annual meeting of the Stockholders by such Stockholders as have the right to vote thereon, and each shall hold office until the next annual election of Directors or until his successor is chosen and qualified or until he sooner dies, resigns, is removed or becomes disqualified. No Director need be a Stockholder.

Section 2. Powers: The Board of Directors shall have the control and management of the business and property of the corporation, and shall also have and may exercise all the powers conferred by or set forth in the Articles of Organization, Massachusetts General Laws, and these by-laws, except as otherwise set forth herein or as otherwise reserved to the Stockholders by law.

Section 3. Regular Meetings: An annual meeting of the Directors shall be held immediately after, and at the same place as, the annual meeting of Stockholders. Additional meetings of the Board of Directors may be held at such times and places as the Directors may fix from time to time, and when so fixed, no notice thereof need be given, provided that any Director not present when such times and places are fixed shall be given notice of the fixing of such times and places, or shall waive notice.

Section 4. Special Meetings: Special meetings of the Board of Directors may be called by the President, the Treasurer, or by any Director, reasonable notice thereof being given to each Director by the Clerk or an Assistant Clerk, or by the officer or Director calling the meeting.

Section 5. Notice of Meetings: Notices of all meetings of the Board of Directors shall be given by the Clerk or by the person calling the meeting, to each Director by delivering or mailing, postage prepaid, to such address as may be registered on the books of the corporation, a written or printed notice at least three (3) days before the meetings, or in person, by fax or by telephone at least one (1) day before the meeting. Notice of a meeting need not be given to any director, if a written waiver of notice, executed by him before or after the meeting, is filed with the records of the meeting, or to any director who attends the meeting without protesting prior thereto or at its commencement the lack of notice to him.

Section 6. Quorum: A majority of the Board of Directors then in office shall constitute a quorum for the transaction of business. Though less than a quorum for the transaction of business be present, any meeting may without further notice be adjourned to a subsequent date or until a quorum be had. If a quorum is present, a majority of the Directors present may take any action on behalf of the Board except to the extent that a larger number is required by law, the Articles of Organization, or the By-Laws.

Section 7. Action by Consent: Any action required or permitted to be taken at any meeting of the Directors may be taken without a meeting if a written consent thereto is filed by all the

Directors and such written consent thereto is filed with the records of the meeting of the Directors.

Such consent shall be treated as a vote for all purposes.

ARTICLE V ***Officers and Their Duties***

Section 1. Enumeration, Election, Term of Office: The officers of the corporation shall be a President, a Treasurer, a Clerk, and such other officers, if any, as the Board of Directors may from time to time, in their discretion, elect. Any officer may, but need not be, a Director or a Stockholder. Except as otherwise provided by law or by the Articles of Organization or by these By-laws, the President, the Treasurer and the Clerk, and any other officers shall be elected annually by the Board of Directors and shall hold office until the first meeting of the Directors following the next annual meeting of Stockholders or until their respective successors are chosen and qualified.

Section 2. Powers: Subject to law, the Articles of Organization and other provisions of these By-laws, each officer shall have, in addition to the duties and powers herein set forth, such duties and powers as are commonly incident to his office and such duties and powers as the Directors may from time to time designate.

Section 3. President and Vice President: The President unless otherwise provided by the Board of Directors, shall be the chief executive officer of the corporation and shall, subject to the direction of the Board of Directors, have general supervision and control of its business. Unless otherwise

provided by the Board of Directors, he shall preside, when present, as chairman at all meetings of Stockholders and of the Board of Directors. The President or Treasurer shall execute all contracts, documents, leases, releases, deeds, mortgages, both real and personal, and all other instruments to be executed in the name of and on behalf of the corporation. The Vice President shall have all the powers and duties of the President in the absence of the President, and such other powers and duties as the Board of Directors may from time to time designate.

Section 4. Treasurer and Assistant Treasurer: The Treasurer shall, subject to the direction of the Board of Directors, have general charge of the financial affairs of the corporation and shall cause to be kept accurate books of account. He shall have custody of all funds, securities and valuable documents of the corporation, except as the Board of Directors may otherwise provide. The Treasurer shall, if required by the Directors, give a bond for the faithful performance of his duties, with sureties, in such amount and in such a manner as may be required by the Directors, the cost of said bond may be paid by the corporation. The Assistant Treasurer shall have all the powers and duties of the Treasurer in the absence of the Treasurer and shall give bond as required of the Treasurer, and such other powers and duties as the Board of Directors may from time to time designate.

Section 5. Clerk and Assistant Clerk: The Clerk shall notify the Stockholders and Directors of their respective meetings in accordance with the By-laws of this corporation, and shall perform such other duties as the Directors may from time to time prescribe. The Clerk shall have the custody of the certificate and transfer books and stock ledger of the corporation, and shall record

all transfers of shares in the corporation. The Clerk shall keep a record of all meetings of Stockholders and the Board of Directors and shall have custody of the records of all Stockholders' and Directors' meetings. In the absence of the Clerk from any meeting of Stockholders or Directors, an Assistant Clerk if one be elected, otherwise a Temporary Clerk designated by the person presiding at the meeting, shall perform the duties of the Clerk. The Clerk shall be a resident of Massachusetts unless the corporation has a resident agent appointed for the purpose of service of process.

ARTICLE VI

Resignations, Removals, Vacancies

Section 1. Resignations: Any Director or officer may resign at any time by delivering his resignation in writing to the President or the Clerk, or to a meeting of the Directors. Such resignation shall take effect at such time as is specified therein, or if no such time is so specified, then upon delivery thereof.

Section 2. Removals: Directors, including Directors elected by the Directors to fill vacancies in the Board, may be removed with or without assignment of cause by vote of the holders of the majority of the shares entitled to vote in the election of Directors; provided that the Directors of a class elected by a particular class of Stockholders may be removed only by the vote of the holders of a majority of the shares of the particular class of Stockholders entitled to vote for the election of such Directors. The Directors may by vote of a majority of the Directors then in office remove any Director for cause. The Directors may remove any Officer from office with or without

assignment of cause by a vote of a majority of the Directors then in office. A Director or Officer may be removed for cause only after a reasonable notice and opportunity to be heard before the body proposing to remove him. The Directors may terminate or modify the authority of any agent or employee.

Section 3. Vacancies: Any vacancy in the Board of Directors, including a vacancy resulting from an enlargement of the Board, may be filled by vote of a majority of the Directors then in office, or in the absence of such election by the Directors, by the Stockholders at a meeting called for that purpose; provided, however, that any vacancy resulting from action by the Stockholders may be filled by the Stockholders at the same meeting at which such action was taken by them. If the office of any officer becomes vacant, the Directors may elect a successor by vote of a majority of the Directors present at the meeting at which such election is made. Each such successor shall hold office for the unexpired term of his predecessor or until his successor shall be elected and qualified, or until he sooner dies, resigns, is removed or becomes disqualified.

ARTICLE VII

Indemnification of Directors and Others

The corporation may, by vote of the Stockholders, to the extent legally permissible or financially feasible, indemnify any person serving or who has served as a Director or officer of the corporation, or at its request as a Director, Trustee, Officer, Employee or other Agent of any organization in which the corporation owns shares or of which it is a creditor, against all liabilities

and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while serving or thereafter by reason of his being or having been such a Director, Officer, Trustee, Employee, or Agent, except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation; provided, however, that as to any matter disposed of by a compromise payment by such Director, Officer, Trustee, Employee or Agent, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided, unless:

(a) such compromise shall be approved as in the best interest of the corporation, after notice that it involves such indemnification:

(i) by a disinterested majority of the Directors then in office; or

(ii) by the holders of a majority of the outstanding stock at the time entitled to vote for Directors, voting as a single class, exclusive of any stock owned by any interested Director or officer; or

(b) in the absence of action by disinterested Directors or Stockholders, there has been obtained at the request of a majority of the Directors then in office an opinion in writing of independent legal counsel to the effect that such Director, Officer, Trustee, Employee or Agent, appears to have acted in good faith in the reasonable belief that his action was in the best interests of the corporation.

Expenses, including counsel fees reasonably incurred by any such Director, Officer, Trustee, Employee or Agent in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the corporation if it is ultimately determined that indemnification for such expenses is not authorized under this section. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any such Director, Officer, Trustee, Employee or Agent may be entitled. Nothing contained in this Article shall affect any rights to indemnification to which corporate personnel other than such Directors, Officers, Trustees, Employees or Agents may be entitled by contract or otherwise under law. As used in this Article, the terms "Director," "Officer," "Trustee," "Employee," and "Agent" include their respective heirs, executors and administrators, and an "interested" Director, Officer, Trustee, Employee or Agent is one against whom in such capacity the proceedings in question or other proceedings on the same or similar grounds are then pending.

ARTICLE VIII

Stock and Stock Certificates

Section 1. Stock Authorized: The total number of shares and the par value, if any, of each class of stock which the corporation is authorized to issue, and if more than one class is authorized, a description of each class with the preferences, voting powers, qualifications and special and

relative rights and privileges as to each class and any series thereof, shall be as stated in the Articles of Organization or authorized amendments thereto.

Section 2. Issue of Authorized Unissued Capital Stock: The initial issuance of stock shall be in accordance with the subscriptions for stock accepted and authorized by the incorporators and made by the appropriate officers of the corporation as directed by the Board of Directors at the first meeting of the Board of Directors. Thereafter, any unissued capital stock from time to time authorized under the Articles of Organization may be issued by vote of the Stockholders. No stock shall be issued unless the cash, so far as due, or the property, services or expenses for which it was authorized to be issued, has been actually received or incurred by, or conveyed or rendered to, the corporation, or is in its possession as surplus.

Section 3. Certificates of Stock: Each Stockholder shall be entitled to a certificate or certificates in form selected by the Board of Directors stating the number and the class and the designation of the series, if any, of the shares held by him. Each such certificate shall be signed by the Chairman of the Board of Directors or the President or a Vice President, and by the Treasurer or an Assistant Treasurer. Each certificate for shares of stock subject to any restriction on transfer pursuant to the Articles of Organization, these by-laws, or any agreement to which the corporation is a party shall have the restriction noted conspicuously on the certificate and shall also set forth on the face or back either the full text of the restriction or a statement of the existence of such restriction and a statement that the corporation will furnish a copy to the holder of such certificate upon written request and without charge. Every certificate issued when the corporation is authorized to issue

more than one class or series of stock shall set forth on its face or back either the full text or the preferences, voting powers, qualifications and special and relative rights of the shares of each class and series authorized to be issued or a statement of the existence of such preferences, powers, qualifications and rights, and a statement that the corporation will furnish a copy thereof to the holder of such certificate upon written request and without charge.

Section 4. Transfer: Subject to the restrictions, if any, imposed by the Articles of Organization, these by-laws or any agreement to which the corporation is a party, shares of stock shall be transferred on the books of the corporation only by the surrender to the corporation or its transfer agent of the certificate representing such shares properly endorsed or accompanied by a written assignment of such shares or by a written power of attorney to sell, assign or transfer such shares, properly executed, with necessary transfer stamps affixed, and with such proof that the endorsement, assignment or power of attorney is genuine and effective as the corporation or its transfer agent may reasonably require. Except as may be otherwise required by law, the corporation shall be entitled to treat the record holder of stock as shown on its books as the owner of such stock for all purposes, including the payment of dividends and the right to vote with respect thereto, regardless of any transfer, pledge or other disposition of such stock, until the shares have been transferred on the books of the corporation in accordance with the requirements of these by-laws. It shall be the duty of each Stockholder to notify the corporation of his post office address.

Section 5. Lost, Mutilated or Destroyed Certificates: Except as otherwise provided by law, the Board of Directors may determine the conditions upon which a new certificate of stock may be issued in place of any certificate alleged to have been lost, mutilated or destroyed. It may, in its discretion, require the owner of a lost, mutilated or destroyed certificate, or his legal representative, to give a bond, sufficient in its opinion, with or without surety, to indemnify the corporation against any loss or claim which may arise by reason of the issue of a certificate in place of such lost, mutilated or destroyed stock certificate.

Section 6. Transfer Agent and Registrar: The Board of Directors may appoint a transfer agent or a registrar or both for its capital stock or any class or series thereof and require all certificates for such stock to bear the signature or facsimile thereof of any such transfer agent or registrar.

Section 7. Setting Record Date and Closing Transfer Records: The stock transfer books shall be closed for meetings of Stockholders and for the payment of dividends during such periods as from time to time may be fixed by the Directors; during such periods no stock shall be transferred. If no record date is fixed and the transfer books are not closed, then the record date for determining Stockholders having the right to notice of or to vote at a meeting of Stockholders shall be at the close of business on the day next preceding the day on which notice is given, and the record date for determining Stockholders for any other purpose shall be at the close of business on the day on which the Board of Directors acts with respect thereto.

Section 8. Restrictions on Transfer: No Stockholder, including the heirs, assigns, executors, or administrators of a deceased Stockholder shall sell, transfer, assign, pledge, hypothecate or otherwise dispose of, including by gift or by any other manner, whether or not ordered by a court of competent jurisdiction, any of his shares of capital stock of the corporation without first

offering said stock to the corporation through the Board of Directors in accordance with the restrictions of this section.

Any executor, administrator, trustee in bankruptcy, assignee in insolvency, receiver or other person who shall become the holder of any shares of stock otherwise than by issue or sale by the corporation or by transfer in accordance with these restrictions shall offer said stock to the corporation through the Board of Directors in the following manner.

He shall notify the Directors of his desire to sell or transfer by notice in writing, which notice shall contain the price at which he is willing to sell or transfer and the name of one arbitrator. The Directors shall within thirty days thereafter either accept the offer, or by notice to him in writing name a second arbitrator, and these two shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After the acceptance of the offer, or the report of the arbitrators as to the value of the stock, the Directors shall have thirty days within which to purchase the same at such valuation, but if at the expiration of thirty days, the Corporation shall not have exercised the right to so purchase, the owner of the stock shall be at liberty to dispose of the same in any manner he may see fit.

No shares of stock shall be sold or transferred on the books of the Corporation until these provisions have been complied with, but the Board of Directors may in any particular instance waive the requirement.

ARTICLE IX
Amendments

These By-Laws may be altered, amended or repealed only by an affirmative vote of a majority of all the Stockholders of the corporation then outstanding and entitled to vote, represented in person or by proxy, at any meeting of the Stockholders, provided a notice of such proposed alteration, amendment or repeal is given in the call for the meeting.



Commonwealth of Massachusetts
Department of Revenue
Christopher C. Harding, Commissioner

mass.gov/dor

Letter ID: L1497316224
Notice Date: July 1, 2019
Case ID: 0-000-688-390



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



THE CAREGIVER-PATIENT CONNECTION,
287 CHAPMAN RD
BARRE MA 01005-9604

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, THE CAREGIVER-PATIENT CONNECTION, INC. is in compliance with its tax obligations under Chapter 62C of the Massachusetts General Laws.

This certificate doesn't certify that the taxpayer is compliant in taxes such as unemployment insurance administered by agencies other than the Department of Revenue, or taxes under any other provisions of law.

This is not a waiver of lien issued under Chapter 62C, section 52 of the Massachusetts General Laws.

What if I have questions?

If you have questions, call us at (617) 887-6400 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

Visit us online!

Visit mass.gov/dor to learn more about Massachusetts tax laws and DOR policies and procedures, including your Taxpayer Bill of Rights, and MassTaxConnect for easy access to your account:

- Review or update your account
- Contact us using e-message
- Sign up for e-billing to save paper
- Make payments or set up autopay

Edward W. Coyle, Jr., Chief
Collections Bureau



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

June 12, 2019

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

CAREGIVER-PATIENT CONNECTION, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on May 21, 2019.

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156C, § 70 for said Limited Liability Company's dissolution; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **DEAN IANDOLI, CATHERINE TRIFILO, RICHARD OLSTEIN, MICHAEL J. STAITI**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **DEAN IANDOLI, CATHERINE TRIFILO, RICHARD OLSTEIN, MICHAEL J. STAITI**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **DEAN IANDOLI, CATHERINE TRIFILO, RICHARD OLSTEIN, MICHAEL J. STAITI**



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

CPC-Dispensing Procedures

CPC-RMD policies and procedures for dispensing will be in accordance with 105CMR725.105(F), 105CMR725.110(E) as well as the requirements of 935CMR500.105(2)(a-b), and 935CMR500.140 and will include the following:

CPC will require all marijuana establishment agents to complete job training, tailored to the roles and responsibilities of the individual job function(s), prior to performing job functions.

Pursuant to 935CMR500.105(2)(b), CPC owners and managers will complete a Responsible Vendor program. Within 90 days of hire, all CPC-ME agents will complete a Responsible Vendor Program to become designated a “responsible vendor.” All owners, managers and employees will complete the “Responsible Vendor” program annually.

Records of Responsible Vendor training will be kept for four years and made available to the Commission.

Training will include:

- Effects of marijuana on the body including amount of time to impairment, recognizing visible signs of impairment.
- Diversion prevention including prevention of sales to minors.
- Compliance with tracking requirements
- Applicable forms of identification including; how to check identification and spot false id’s. Understanding medical cards issued by the DPH, provisions for confiscating false id’s and common mistakes made in verification.
- Understanding state laws and rules including local and state licensing enforcement, incident notification requirements, administrative and criminal liability, license sanctions, waste disposal in accordance with 935CMR500.105(12), health and safety standards in accordance with 935CMR500.105(3), the prohibition of patrons bringing marijuana products to a marijuana establishment, permitted hours of sale, conduct of establishment, permitting inspections, responsibility for activities occurring within the licensed premises, record maintenance and prohibited purchases and practices.

In addition, CPC shall dispense marijuana in accordance with 105CMR725.105(F) and 105CMR725.110(E), and where applicable, 935CMR500.140(1-7). All individuals age will be verified by one of the following, which must include a name, photograph and date of birth:



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- Driver's License
- Government issued ID
- Military issued ID
- Passport

All retail sales of marijuana products will be in compliance with 935CMR500.140(4-8). All individuals wishing to purchase marijuana products must be 21 years of age or older. If the individual is younger than 21 years but 18 years or older, marijuana shall not be dispensed unless the individual can produce an active medical registration card issued by the DPH. If the individual is younger than 18 marijuana products may not be dispensed unless they are accompanied by a qualified personal caregiver with an active registration card. In addition, patients 18 years and older, and personal caregivers must also produce proof of identification. Any consumer unable to provide valid proof of identification shall not be allowed to purchase marijuana products. CPC RMD agents may refuse to dispense marijuana if in the opinion of the ME agent the individual, or public would be placed at risk. CPC will not sell to an individual more than one ounce of marijuana or 5 grams of marijuana concentrate per transaction. CPC, in compliance with 935CMR500.140(5)(d-e) will not sell any products containing nicotine or alcohol, if sales of such alcohol would require licensing pursuant to M.G.L.c.138.

All sales will be recorded in accordance with 935CMR500.140(6). CPC will utilize a point-of-sale(POS) system approved by the Commission. Sales data shall not be modified or manipulated. A monthly analysis shall be conducted to determine that no software has been installed that could manipulate or alter sales data. The CPC retail establishment will maintain records that it has performed the monthly analysis and will produce it upon request by the Commission. If CPC determines that software has been installed for the purpose of manipulation, or alteration of sales, CPC will:

1. Immediately disclose the information to the Commission
2. Cooperate with the Commission in any investigation regarding the manipulation, or alteration of sales
3. 3. Take all actions required to comply with 935CMR500.105.

In addition, CPC will utilize separate accounting practices at the point of sale for marijuana and non-marijuana product sales.

If the CPC retail establishment is co-located with a RMD, will comply with 935CMR500.140(3)(6)(h) and 935CMR500.140(7)(10)(a-f).



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CPC will dispense amounts of marijuana to registered qualifying patients and caregivers in accordance with 105CMR725.105(F)(2) and for adult use in accordance with 935 CMR 500.140(4).

The CPC Marijuana Retail location will be open between the hours of 11:00 a.m. and 8:00 p.m. seven days per week, excluding Thanksgiving and Christmas days. CPC will utilize a 24 hour call service. Call center information will be submitted to the CPC prior to commercial operation.

CPC will sell retail products derived from Indica, Sativa and Hybrid strains, which will be cultivated at the CPC-Barre cultivation facility. Products offered for sale will include flower, tinctures, concentrates and edibles infused with extracted THC, CBD or hybrids of the two. Currently CPC plans to outsource extraction, manufacturing and packaging to a third party licensed as a Marijuana Product Manufacturer by the Cannabis Control Commission.

All edibles marijuana products designated for retail sales will be labeled in compliance with 935CMR500.105(5)(a-d) and 935CMR500.150(1-3) and shall be in compliance with dosing limitations as described in 935CMR500.150(4). All product packaging will be in compliance with 935CMR500.105(6)(a-c).

Prior to any marijuana product being sold at a ME, CPC shall be submitted to the CCC for pre-approval in compliance with 935CMR500.105(7).

All MJ products will be tested and in compliance with the testing standards and protocols of 935CMR500.160(1-9)



CPC Diversity Plan

Introduction

The Cannabis Control Commission (“Commission”), through 935CMR500.000 requires applicants for licensure to establish goals to promote equity for minorities, women, veterans, people with disabilities and people with gender identities and sexual orientations.

The Caregiver-Patient Connection (CPC) is currently seeking licensing approval from the Commission for a marijuana establishment-cultivation Tier II (MCN282237), to be co-located in Barre, MA with its’ currently licensed (FCR) and operational cultivation facility at the same location (MC281254).

Goals

It is the goal of CPC to promote equity and to provide opportunities to qualified veteran applicants with disregard to race, sex, disabilities or gender identities or sexual orientation including members of the lesbian, gay, bi-sexual, transgender, queer and + communities. CPC will achieve this goal through a targeted outreach to veteran’s in the central Massachusetts area in order to facilitate and promote employment and career opportunities within the CPC structure. Our goal will be to have a workforce comprised of at least 20% local veterans by the end of the first year of operation. **Currently 28% of CPC’s team is comprised of veteran’s.**

Programs

CPC will encourage veterans to apply for employment opportunities at the CPC Fitchburg Retail Marijuana Establishment (MRN282131), the CPC Barre cultivation facility, currently operational (MC281254), as well as the Barre cultivation operation that is part of this application(MCN282237), and the CPC Framingham Cultivation facility (MCN282206) and Manufacturing facility (MPN281301), both expected to be operational in 2020.

In order to accomplish this CPC will advertise in during the first week of September 2019, in the Fitchburg Sentinel newspaper, for a job fair to be held at the Fitchburg Public Library on September 7, 2019. ***(Note: CPC is not ‘partnering’ with the Fitchburg Public Library. CPC is utilizing one of the meeting rooms located in the library that are available for events. CPC completed and submitted an application to the F.P.L. and was approved by the F.P.L. for the September 7 event.)*** As part of the September 7th event, CPC will also hold an informational session for local veterans interested in learning more about the opportunities in the Massachusetts cannabis industry including cultivation, transportation, security, marketing and retail operations.

Subsequently, a veteran’s informational meeting/job fair will be held annually in September at the Fitchburg Public Library and advertised in the Fitchburg Sentinel as part of the annual veterans job fair advertisement. CPC will also release ‘community notices’ to the Fitchburg Sentinel, the Barre Gazette and the Metrowest Daily News (Framingham) for print announcing the veterans info session/job fair.

CPC will implement a mentoring program designed to help qualified local veterans with an interest in the Massachusetts cannabis industry. Mentor applicants will be chosen by CPC from the applicants attending the annual veterans September job fair. Two mentees will be chosen after each September's Veteran Info Session/Job Fair. Each mentee will spend full 'intern' days with CPC team members at each component of the CPC operation; cultivation, manufacturing and retail. CPC managers from each part of the operation will provide a written summary review of each mentees strengths and interests in specific components of the MA cannabis industry to the CPC managers. Upon this review CPC will either provide employment to the mentees, if available at that time, or assist in making employment introductions with other licensed cannabis operators in MA.

The CPC website, currently under design, will have a veteran-specific page created to promote future veteran job fairs and information sessions, as well as a question-answer forum designed to assist local, qualified veterans with job leads in other Massachusetts cannabis operations.

All advertising will be in compliance with the requirements set forth in 935CMR500.105(4)

Measurements

In accordance with the Commission's "Guidance on Required Positive Impact Plans and Diversity Plans", CPC will:

- Review and record, annually, the result of its' goal to comprise 20% of its' team with veteran's.
- Review and record the number of new veteran hires annually.
- Review and record the number of veteran attendees at its' annual informational session/job fair.
- Review and record the number of veteran attendees to the above informational sessions whom have successfully entered the Massachusetts cannabis industry, either with CPC or with another licensed operation.
- Review and record its' veteran's website traffic in order to gauge the success of its' on-line outreach.
- CPC will annually measure the success of inter-corporate promotions of its' veteran employees.
- Record the employment success rate of mentees.

CPC's Diversity Plan and any actions taken, or programs instituted by CPC will not violate the Commission's regulations with respect to limitation on ownership or control, or other applicable state laws.

CPC-Maintaining of Financial Records

The Caregiver-Patient Connection (CPC) shall maintain all financial records in compliance with 935CMR500.105(9)(e) and will include:

All records will be maintained in either manual or computerized form and will include the following:

- Assets and liabilities.
- Monetary transactions.
- Books of accounts, which will include journals, ledgers and supporting documents, agreements, checks, invoices and vouchers.
- Sales records including the quantity, form and cost of marijuana products.
- Salaries and wages paid to each employee, stipend paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with a Marijuana Establishment (ME).

In accordance with 935CMR500.140(6) CPC will record all sales in compliance with the following

- CPC-Fitchburg will only utilize a point-of-sale (POS) system approved by the Commission, in consultation with the DOR, or a sales recording module approved by the DOR.
- CPC will not utilize software or other methods to manipulate or alter sales data.
- CPC will conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data.
- CPC will maintain records that it has performed the monthly analysis and produce it upon request to the Commission. If CPC determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data:
 - CPC shall immediately disclose the information to the Commission
 - CPC will cooperate with the Commission in any investigation regarding manipulation or alteration of sales data
 - CPC will take such other action directed by the Commission to comply with 935 CMR

500.105.

- CPC will comply with 830 CMR 62C.25.1: Record Retention and DOR Directive 16-1 regarding recordkeeping requirements.
- CPC will adopt separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales.

Following the closure of a ME, all financial records will be kept for at least two years at the expense of the ME and in a form and location acceptable to the Commission.

CPC-Personnel Policies Including Background Checks

In compliance with 935CMR500.101(2)(e)(8), the Caregiver-Patient Connection (CPC) will maintain written personnel and background check policies and procedures including, but not limited to:

Background check reports in accordance with 935CMR500.030(1-8) for all board members, directors, employees, executives, managers and volunteers associated with the Marijuana Establishment.

CPC will require that all CPC agents:

- a. Be 21 years of age or older;
- b. Have not been convicted of an offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority; and
- c. Be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 500.802.

An application for registration of a marijuana establishment agent will include:

- a. The full name, date of birth, and address of the individual;
- b. All aliases used previously or currently in use by the individual, including maiden name, if any;
- c. A copy of the applicant's driver's license, government-issued identification card, liquor purchase identification card issued pursuant to M.G.L. c. 138, § 34B, or other verifiable identity document acceptable to the Commission;
- d. Attestation that the individual will not engage in the diversion of marijuana products
- e. Written acknowledgment by the applicant of any limitations on his or her authorization to cultivate, harvest, prepare, package, possess, transport, and

dispense marijuana in the Commonwealth;

Background information will include, as applicable

- a. A description and the relevant dates of any criminal action under the laws of the Commonwealth, or another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority, whether for any felony or misdemeanor and which resulted in conviction, or guilty plea, or plea of no lo contendere, or admission of sufficient facts.
- b. A description and the relevant dates of any civil, or administrative action under the laws of the Commonwealth, or another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority relating to any professional, occupational or fraudulent practices.
- c. A description of any relevant dates of any past, or pending denial, suspension, or revocation of a license or registration, or the denial of a renewal of registration or license, for any type of business or profession by any state, federal or local government or any foreign jurisdiction.
- d. A description and relevant dates of any past discipline by, or a pending disciplinary action or unresolved complaint by the Commonwealth, or a like action or complaint by another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority with regard to any professional license or registration held by the applicant.

All CPC-ME executives registered with the Department of Criminal Justice Information Systems pursuant to 803 CMR 2.04 will submit to the Commission a Criminal Offender Record Information (CORI) report and any other background check information required by the Commission for each individual for whom CPC seeks a ME agent registration which will be obtained within 30 days prior to submission.

A Marijuana Establishment shall notify the Commission no more than one business day after a marijuana establishment agent ceases to be associated with the establishment. The registration shall be immediately void when the agent is no longer associated with the establishment.

A registration card shall be valid for one year from the date of issue, and may be renewed on an annual basis upon a determination by the Commission that the applicant for renewal continues to be suitable for registration.

After obtaining a registration card for a marijuana establishment agent, a Marijuana Establishment is responsible for notifying the Commission, in a form and manner determined by the Commission, as soon as possible, but in any event, within five business days of any changes to the information that the establishment was previously required to submit to the Commission or after discovery that a registration card has been lost or stolen.

A marijuana establishment agent shall carry the registration card associated with the appropriate Marijuana Establishment at all times while in possession of marijuana products, including at all times while at the establishment or while transporting marijuana products.

A marijuana establishment agent affiliated with multiple Marijuana Establishments shall be registered as a marijuana establishment agent by each Marijuana Establishment and shall be issued a registration card for each establishment.

CPC will maintain a staffing plan that demonstrates accessible business hours and safe cultivation conditions.

CPC will maintain a personnel record for each ME agent for at least 12 months and shall include:

- All materials submitted to the CCC pursuant to 935CMR500.030(2)
- Documentation of verification of references.
- Job descriptions that include duties, authority, responsibilities, qualifications and supervision.
- Documentation of all training, including training in privacy and confidentiality, and signed statements of the individual indicating the time, date, place he or she received said training and the topics discussed, including the name and title of the presenters.
- Documentation of periodic performance evaluations
- Record(s) of any disciplinary actions taken.

On or after July 1, 2019, all current owners, managers and employees of CPC that are involved in the handling and sale of marijuana for adult use at the time of licensure or renewal of licensure, as applicable, shall have attended and successfully completed a responsible vendor program to be designated a “responsible vendor” in accordance with 935CMR500.105(2)

All CPC registered agents will handle marijuana in compliance with 935CMR500.105(3)(b)(1-2)

All personnel records will be kept for at least two years at the expense of the CPC and in a form and location acceptable to the Commission.

CPC, as part of its’ workplace policies will maintain an alcohol, smoke, drug-free workplace in accordance with 935 CMR 500.105(1)(j).

In accordance with 935CMR500.105(1)(k) CPC will maintain a plan describing how confidential information will be maintained.

935CMR500.105(l)(1-3) CPC policies will call for the immediate dismissal of any marijuana establishment agent who has diverted marijuana, engaged in unsafe practices, or been convicted or entered a guilty plea for a felony charge of distribution of a drug to a minor.



CPC-Qualifications and Training

The Caregiver Patient Connection (CPC) will require all Marijuana Establishment (ME) Agents be qualified and registered in accordance with 935CMR500.030(1-3), and trained in accordance with the requirements of 935CMR500.105(2) and will include, at minimum the following:

Training tailored to the roles and responsibilities of the job function of each CPC-ME agent which will include a Responsible Vendor Program compliant with 935CMR500.105(2)(b), as well as training in maintaining confidentiality.

CPC-ME agents will receive, at a minimum, eight hours of ongoing training annually.

On or after July 1, 2019, all current owners, managers and employees of the CPC that are involved in the handling and sale of marijuana for adult use at the time of licensure, or renewal of licensures, as applicable, will have attended and successfully completed a responsible vendor program to be designated as a “responsible vendor.”

All new employees involved in the handling and sale of marijuana shall successfully complete a responsible vendor program within 90 days of hire.

After initial successful completion of the responsible vendor program, each owner, manager and employee involved in the handling and sale of marijuana will successfully complete the program once every year to maintain “responsible vendor” designation.

Administrative employees who do not handle or sell marijuana may take the responsible vendor program on a voluntary basis.

Records of responsible vendor training compliance will be maintained for four years and will be available for inspection by the Commission and any other applicable licensing authority upon request during normal business hours



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CPC-Quality Control and Testing

The Caregiver-Patient Connection's (CPC) operating procedures for quality control, sampling and testing requirements will be in accordance with 935CMR500.160 and shall include the following:

In compliance with 935CMR500.105(9):

- No marijuana product, including marijuana, will be sold, or otherwise marketed for adult use that is not capable of being tested by an Independent Testing Laboratory (ITL), except as allowed under 935CMR500.000. CPC products will be deemed in compliance with 935CMR500.160.

Marijuana will be tested for cannabinoid profile which will include the percentage by dried weight of (THC), (CBD), (THCa) and (CBDa), as well as for contaminants including, but not limited to mold, mildew, heavy metals, plant growth regulators and the presence of pesticides not in compliance with 935CMR500.120(5) as well as any additional testing required by the Commission.

Testing of environmental media will be performed in compliance with 935CMR500.160(1). Test results will be maintained by CPC for one year. Clones are subject to testing provisions, but are exempt from the testing of metals.

CPC will have written policies and procedures for responding to laboratory results that indicate contaminant levels above the acceptable limit established in 935 CMR 500.160(1). CPC's policies will require that it notify the Commission within 72 hours of any lab result indicating that the contamination cannot be remedied and policies for disposing of the production batch. The notification will be from both the ITL and CPC, separately and directly. CPC will describe a proposed plan to the Commission for both the destruction of the contaminated product and assessment of the source of contamination.

CPC will maintain test results for no less than one year.

The sale of seeds is not subject to the testing procedures.

Transportation to and from Independent Testing Laboratories will be in compliance with 935CMR500.105(13).

Storage of marijuana at the laboratory will comply with 935CMR500.105(11).

Excess marijuana will be disposed in compliance with 935CMR500.105(12) either by the Testing Laboratory returning the excess marijuana to CPC for disposal, or by the Laboratory disposing of it directly.

Plans for quality control will include product testing for contaminants in compliance with 935CMR500.160(1)

CPC will utilize cultivation and storage practices and procedures to limit contamination including mold, fungus, bacterial disease, rot, pests, and the use of pesticides not in compliance with 935CMR500.120(5).

CPC Agents will handle marijuana safely and in a sanitary way which will be in compliance with 935CMR500.105(3) and include the following:

- A CPC will process marijuana in a safe and sanitary manner.
- CPC will process the leaves and flowers of the marijuana plant only, which shall be: Well cured and generally free of seeds and stems; Free of dirt, sand, debris, and other foreign matter; Free of contamination by mold, rot, other fungus, and bacterial diseases; Prepared and handled on food-grade stainless steel tables; and Packaged in a secure area.
- Any CPC marijuana establishment agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, will be subject to the requirements for food handlers specified in 105 CMR 300.000: Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements;
- CPC establishment agents working in direct contact with preparation of marijuana or nonedible marijuana products shall conform to sanitary practices while on duty, including:
 - Maintaining adequate personal cleanliness
 - b. Washing hands thoroughly in an adequate hand-washing area before starting work, and at any other time when hands may have become soiled or contaminated.
- Hand-washing facilities shall be adequate and convenient and shall be furnished with

running water at a suitable temperature

- Sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations
- Litter and waste shall be properly removed, disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal shall be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
- Floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair
- There shall be adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned
- Buildings, fixtures, and other physical facilities shall be maintained in a sanitary condition
- All contact surfaces, including utensils and equipment, shall be maintained in a clean and sanitary condition. Such surfaces shall be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils shall be so designed and of such material and workmanship as to be adequately cleanable;
- All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana products
- CPC's water supply shall be sufficient for necessary operations
- Plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the CPC Marijuana Establishment. Plumbing shall properly convey sewage and liquid disposable waste from the Marijuana Establishment. There shall be no cross-connections between the potable and waste water lines
- CPC shall provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair
- Products that can support the rapid growth of undesirable microorganisms shall be held



THE CAREGIVER · PATIENT CONNECTION

in a manner that prevents the growth of these microorganisms

- Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical, and microbial contamination as well as against deterioration of finished products or their containers
- All vehicles and transportation equipment used in the transportation of marijuana products or edibles requiring temperature control for safety must be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana products or edibles from becoming unsafe during transportation, consistent with applicable requirements pursuant to 21 CFR 1.908(c).

CPC-Record Keeping Procedures

The Caregiver-Patient Connection (CPC) will maintain records in accordance with 935CMR500.105 and 935CMR500.105(8) and will include the following:

Written operating procedures as required by 935CMR500.105(1)

Inventory records as required by 935CMR500.105(8) which will include:

- Record of all inventories taken which will include, at a minimum, the date of the inventory, a summary of the inventory findings, and the names, signatures and titles of the individuals who conducted the inventory.

Seed to sale tracking records as required by 935CMR500.105(8)(e)

Personnel records as required by 935CMR500.105(9)(d) that will be maintained for at least 12 months, which will include:

- All materials submitted to the Commission pursuant to 935 CMR 500.030(2)
- Documentation of verification of references
- The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
- Responsible Vendor Training records in compliance with 935CMR500.105(2)(b)(5).

Business records in compliance with 935CMR500.105(9)(e) which will include:

- Assets and liabilities
- Monetary transactions
- Books of accounts, which shall include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers
- Sales records including the quantity, form, and cost of marijuana products
- Salary and wages paid to each employee, stipend paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with a Marijuana Establishment

Waste Disposal records as required by 935CMR500.105(12) which will include:

- A written or electronic record of the date, the type and quantity of marijuana disposed or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two CPC Agents present during the disposal or other handling, with their signatures.
- CPC will keep these records for at least three years. This period shall automatically be extended for the duration of any enforcement action and may be extended by an order of the Commission.

Manifests for transportation in accordance with 935CMR500.105(13)(f) which will include manifests which will include:

- The originating Marijuana Establishment name, address, and registration number
- The names and registration numbers of the CPC agents who transported the marijuana products
- The name and registration number of the marijuana establishment agent who prepared the manifest
- The destination Marijuana Establishment name, address, and registration number
- A description of the marijuana products being transported, including the weight and form or type of product
- The mileage of the transporting vehicle at departure from originating Marijuana Establishment and mileage upon arrival at destination Marijuana Establishment, as well as mileage upon return to originating Marijuana Establishment;
- The date and time of departure from originating Marijuana Establishment and arrival at the destination Marijuana Establishment for each transportation
- A signature line for the marijuana establishment agent who receives the marijuana products
- The weight and inventory before departure and upon receipt
- The date and time that the transported products were re-weighed and re-inventoried
- The name of the marijuana establishment agent at the destination Marijuana Establishment who re-weighed and re-inventoried products
- The vehicle make, model, and license plate number.

- CPC will retain all transportation manifests for no less than one year and make them available to the Commission upon request.

Additionally, CPC shall comply with 935CMR500.140(6) and record all sales in compliance with the following

- CPC-Fitchburg will only utilize a point-of-sale (POS) system approved by the Commission, in consultation with the DOR, or a sales recording module approved by the DOR.
- CPC will not utilize software or other methods to manipulate or alter sales data.
- CPC will conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data.
- CPC will maintain records that it has performed the monthly analysis and produce it upon request to the Commission. If CPC determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data:
- CPC shall immediately disclose the information to the Commission
- CPC will cooperate with the Commission in any investigation regarding manipulation or alteration of sales data
- CPC will take such other action directed by the Commission to comply with 935 CMR 500.105.
- CPC will comply with 830 CMR 62C.25.1: Record Retention and DOR Directive 16-1 regarding recordkeeping requirements.
- CPC will adopt separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales.

Following the closure of a Marijuana Establishment, all records will be kept for two years at the expense of the ME and in a form and location acceptable to the Commission



CPC-Policies Restricting Access to age 21 and older

The Caregiver-Patient Connection (CPC) will restrict access to its' facilities to persons of the age of 21 or older and in accordance with the following:

All Marijuana Establishment (ME) Agents will be 21 years of age and older and in compliance with all registration requirements of 935CMR500.030.

CPC marijuana establishment agents will complete all ME Agent training in accordance with 935CMR500.105(2) and 935CMR500.105(7)(d).

CPC will comply with all advertising, marketing and branding activities prohibited practices defined by 935CMR500.105(4)(b)(1-21).

CPC retail sales will comply with 935CMR500.140(1,2,3,5). Upon entry into the premises of a marijuana retailer by an individual, a ME agent shall immediately inspect the individual's proof of identification and determine the individual's age. An individual will not be admitted to the premises unless the retailer has verified that the individual is 21 years of age or older by an individual's proof of identification.

If the CPC RMD is co-located with the CPC marijuana retailer, individuals younger than 21 years of age, but 18 years or older, shall not be admitted unless they show an active medical registration card issued by the DPH. If the individual is younger than 18, he or she shall not be admitted unless they produce an active medical registration card and they are accompanied by a personal caregiver with an active medical registration card. In addition to the medical registration card, registered qualifying patients 18 years and older and personal caregivers must also produce proof of identification.

CAREGIVER-PATIENT CONNECTION –
Plan to Positively Impact Areas of Disproportionate Impact

Introduction

The Cannabis Control Commission (“Commission”) has identified certain communities in Massachusetts as areas of disproportionate impact. Fitchburg, Massachusetts is named as one of those communities.

This plan, submitted by Caregiver-Patient Connection (“CPC”), is for its’ Indoor/Tier II cultivation operation (MCN282237) located in Barre, MA. Currently CPC has an operational Tier II Outdoor Cultivation facility (MC2821254/FCR) at the same location. In this plan, CPC is also including (MRN282131/PCR), its’ permitted retail location in Fitchburg. Both facilities are anticipated to be operational at approximately the same time, fall 2019.

Because of the favorable geographical proximities of both above entities to Fitchburg, CPC will focus on that community in this Plan to Positively Impact Areas of Disproportionate Impact.

CPC will exert best efforts to provide access, foster inclusivity, and broadcast opportunities to the residents of Fitchburg. CPC aspires to educate, empower and engage individuals from the community who have the desire and qualifications to successfully enter, and thrive in the adult-use cannabis industry.

Positive Impact Goals

CPC will positively impact Fitchburg residents by providing employment opportunities and training in the diverse opportunities available within the various industries that will make up the CPC company. i.e. Retail, Manufacturing, Cultivation, Security, Transportation etc. with the ultimate goal of providing opportunities for advancement in the Massachusetts cannabis industry and within the CPC company.

Positive Impact Programs

CPC will employ a straightforward approach to implementing its’ plan to give hiring preference to qualified applicants who are residents of Fitchburg. To accomplish this, on October 26, 2019 CPC will hold a job fair at its’ retail location at 371 Lunenburg St. in Fitchburg, MA. (MRN 282131/PCR). The job fair for will be for residents of Fitchburg only, where there will be job interviews for opportunities throughout the Caregiver-Patient Connections facilities, which will include the cultivation facility named in this application (MCN282237), located in Barre as well as the CPC-Fitchburg retail store. The job fair will be advertised in the Fitchburg Sentinel during the week of October 20th, and CPC will also post the job fair on its’ social media outlets beginning October 1. CPC is expecting a minimum of 75 potential applicants to attend the job fair.

As part of this plan, CPC is committed to achieving, and maintaining that a minimum of 20% of its total workforce in Barre and Fitchburg will be residents of Fitchburg. This benchmark goal will be implemented with the opening of the CPC-Fitchburg retail location, anticipated in late

CAREGIVER-PATIENT CONNECTION –
Plan to Positively Impact Areas of Disproportionate Impact

fall 2019, and shall continue with the opening of the CPC indoor, Tier II cultivation facility in Barre, expected in late fall 2019.

Positive Impact Measurement

CPC will measure its' success according to the following metrics and data:

- Number of attendees to the October 26th job fair. (Through the use of sign-in sheets)
- Number of employment applications submitted, both at the October 26 job fair, as well as annual, unsolicited applications from residents of Fitchburg for both full and part time employment.
- Number of residents of Fitchburg hired annually by CPC
- Number of attendees to the October 26 job fair the attendance results of its' job. This process will include recording (through use of sign-in sheets or the like)

No actions taken, or programs instituted by CPC will be in violation of 935CMR500.105(4) or any other applicable state laws nor will it violate the Commission's regulations with regard to limitations on ownership control or other applicable state laws.