Massachusetts Cannabis Control Commission

Public Record Request

Marijuana Product Manufacturer

General Information:

License Number: MP281684

Original Issued Date: N/A

Issued Date: N/A

Expiration Date: N/A

Payment Received: $0 **Payment Required:** $10000

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Diem Orange LLC **Federal Tax Identification Number EIN/TIN:** [redacted]

Phone Number: 857-400-0898 **Email Address:** sgrant@publicpolicylaw.com

Business Address 1: 75 North Main Street #570 **Business Address 2:**

Business City: Randolph **Business State:** MA **Business Zip Code:** 02368

Mailing Address 1: 75 North Main Street #570 **Mailing Address 2:**

Mailing City: Randolph **Mailing State:** MA **Mailing Zip Code:** 02368

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes

Priority Applicant Type: RMD Priority

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number: RPA201948

RMD INFORMATION

Name of RMD: New England Patient Network LLC

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: **Percentage Of Control:** 50

Role: Executive / Officer **Other Role:**

First Name: Christopher **Middle Name:** **Last Name:** Mitchem **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: **Percentage Of Control:** 50

Role: Executive / Officer **Other Role:**

First Name: Franklin **Middle Name:** **Last Name:** Kanekoa **Suffix:**

Gender: Male **User Defined Gender:**

What is this person's race or ethnicity?: Native Hawaiian or Other Pacific Islander (Native Hawaiian, Samoan, Chamorro, Tongan, Fijian, Marshallese)

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: **Percentage of Ownership:** 100

Entity Legal Name: TDMA Holdings LLC **Entity DBA:** **DBA City:**

Entity Description: Massachusetts limited liability company

Foreign Subsidiary Narrative:

Entity Phone: 360-609-0721 **Entity Email:** chris@hellodiem.com **Entity Website:**

Entity Address 1: 75 North Main Street #570 **Entity Address 2:**

Entity City: Randolph **Entity State:** MA **Entity Zip Code:** 02368

Entity Mailing Address 1: 75 North Main Street #570 **Entity Mailing Address 2:**

Entity Mailing City: Randolph **Entity Mailing State:** MA **Entity Mailing Zip Code:** 02368

Relationship Description: Diem Orange LLC is a wholly owned subsidiary of TDMA Holdings LLC

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: RLTY Development MA 1 LLC **Entity DBA:**

Email: chris@hellodiem.com **Phone:** 604-687-2038

Address 1: 251 Little Falls **Address 2:**

City: Wilmington **State:** DE **Zip Code:** 19808

Types of Capital: Monetary/Equity **Other Type of Capital:** **Total Value of Capital Provided:** $12500000 **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: Christopher **Middle Name:** **Last Name:** Mitchem **Suffix:**

Marijuana Establishment Name: TDMA Orange LLC **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Orange **Marijuana Establishment State:** MA

Individual 2

First Name: Christopher **Middle Name:** **Last Name:** Mitchem **Suffix:**

Marijuana Establishment Name: TDMA Orange LLC **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Orange **Marijuana Establishment State:** MA

Individual 3

First Name: Christopher **Middle Name:** **Last Name:** Mitchem **Suffix:**

Marijuana Establishment Name: TDMA LLC **Business Type:** Marijuana Retailer

Marijuana Establishment City: Worcester **Marijuana Establishment State:** MA

Individual 4

First Name: Christopher **Middle Name:** **Last Name:** Mitchem **Suffix:**

Marijuana Establishment Name: Diem Orange LLC **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Orange **Marijuana Establishment State:** MA

Individual 5

First Name: Franklin **Middle Name:** **Last Name:** Kanekoa **Suffix:**

Marijuana Establishment Name: TDMA Orange LLC **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Orange **Marijuana Establishment State:** MA

Individual 6

First Name: Franklin **Middle Name:** **Last Name:** Kanekoa **Suffix:**

Marijuana Establishment Name: TDMA Orange LLC **Business Type:** Marijuana Product Manufacture

Marijuana Establishment City: Orange **Marijuana Establishment State:** MA

Individual 7

First Name: Franklin **Middle Name:** **Last Name:** Kanekoa **Suffix:**

Marijuana Establishment Name: TDMA LLC **Business Type:** Marijuana Retailer

Marijuana Establishment City: Worcester **Marijuana Establishment State:** MA

Individual 8

First Name: Franklin **Middle Name:** **Last Name:** Kanekoa **Suffix:**

Marijuana Establishment Name: Diem Orange LLC **Business Type:** Marijuana Cultivator

Marijuana Establishment City: Orange **Marijuana Establishment State:** MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 207 Daniel Shays Highway

Establishment Address 2:

Establishment City: Orange **Establishment Zip Code:** 01634

Approximate square footage of the Establishment: 43000 **How many abutters does this property have?:** 22

Have all property abutters have been notified of the intent to open a Marijuana Establishment at this address?: Yes

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	Host Community Certification.pdf	pdf	5cf1722533099617d7943b6f	05/31/2019
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning.pdf	pdf	5cf17230748dc71348c37203	05/31/2019
Community Outreach Meeting Documentation	Final Notice Package_compressed.pdf	pdf	5cf1723eacc50017edd61115	05/31/2019
Community Outreach Meeting Documentation	Athol Daily News Receipt Memo.pdf	pdf	5d1a291e622b7c1357f74517	07/01/2019

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	Revised Plan for Positive Impact.pdf	pdf	5ddc517174bb15534cd4e392	11/25/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer **Other Role:**

First Name: Christopher **Middle Name:** **Last Name:** Mitchem **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 2

Role: Executive / Officer **Other Role:**

First Name: Franklin **Middle Name:** **Last Name:** Kanekoa **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company **Other Role:**

Entity Legal Name: TDMA Holdings LLC **Entity DBA:** **Federal Tax Identification Number EIN/TIN:**

[redacted]

Entity Description: LLC

Phone: 360-609-0721 **Email:** chris@hellodiem.com

Primary Business Address 1: 75 North Main Street #570 **Primary Business Address 2:**

Primary Business City: Randolph **Primary Business State:** MA **Principal Business Zip Code:** 02368

Additional Information:

Entity Background Check Information 2

Role: Investor/Contributor **Other Role:**

Entity Legal Name: RLTY Development MA 1 LLC **Entity DBA:** **Federal Tax Identification Number EIN/TIN:** [redacted]

Entity Description: LLC

Phone: 604-687-2308 **Email:** chris@hellodiem.com

Primary Business Address 1: 251 Little Falls Drive **Primary Business Address 2:**

Primary Business City: Wilmington **Primary Business State:** DE **Principal Business Zip Code:** 19808

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	SoS Certificate of Good Standing.pdf	pdf	5cf1783dc70e2b132b313d4c	05/31/2019
Department of Revenue - Certificate of Good standing	DoR Certificate of Good Standing.pdf	pdf	5cf1784441a4321320f26f63	05/31/2019
Articles of Organization	Articles of Organization.pdf	pdf	5cf1784e33099617d7943b8d	05/31/2019
Bylaws	Diem Orange Operating Agreement.pdf	pdf	5cf1785b748dc71348c3722c	05/31/2019

No documents uploaded

Massachusetts Business Identification Number: 001379953

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	Diem Massachusetts Plan Final.pdf	pdf	5cf17b9964ca8317f4fc9ec3	05/31/2019
Proposed Timeline	Cultivation and Manufacturing Project Timeline.pdf	pdf	5cf17b9d1dae681319ce8e65	05/31/2019
Plan for Liability Insurance	Plan for Acquiring Liability Insurance.pdf	pdf	5cf17ba4c70e2b132b313d61	05/31/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Inventory procedures	Operating Policies - Inventory Procedures Orange.pdf	pdf	5cf17d53624ce5135e924d2e	05/31/2019
Method used to produce products	Operating Policies - Methods of Producing Product.pdf	pdf	5cf17d5c50e7af1803c1e020	05/31/2019
Prevention of diversion	Operating Policies - Prevention of Diversion Orange.pdf	pdf	5cf17d67bbb965134133a5a0	05/31/2019
Qualifications and training	Operating Policies - Qualifications and Training Orange.pdf	pdf	5cf17d7058ad7e1336c262f9	05/31/2019
Quality control and testing	Operating Policies - Quality Control and Testing Orange.pdf	pdf	5cf17d7933099617d7943ba1	05/31/2019
Record Keeping procedures	Operating Policies - Record Keeping Orange.pdf	pdf	5cf17d80acc50017edd6114e	05/31/2019
Restricting Access to age 21 and older	Operating Policies - Restricting Access to Age 21 or Older Orange.pdf	pdf	5cf17d89c70e2b132b313d72	05/31/2019
Sample of unique identifying marks used for branding	Operating Policies - Samples of identifying marks.pdf	pdf	5cf17d9013edb917cc1fbe55	05/31/2019
Separating recreational from medical operations, if applicable	Operating Policies - Separating Recreational from Medical Operations Orange.pdf	pdf	5cf17d98622b7c1357f700b6	05/31/2019
Storage of marijuana	Operating Policies - Storage Orange.pdf	pdf	5cf17da564ca8317f4fc9ed3	05/31/2019
Dispensing procedures	Revised Dispensing Procedures.pdf	pdf	5cf17dc41dae681319ce8e72	05/31/2019
Maintaining of financial records	Revised Maintaining of Financial Records Procedures.pdf	pdf	5cf17dd113edb917cc1fbe5b	05/31/2019
Personnel policies including background checks	Revised Personnel Policies.pdf	pdf	5cf17ddc33099617d7943ba9	05/31/2019
Security plan	Revised Security Plan.pdf	pdf	5cf17df7622b7c1357f700be	05/31/2019
Types of products Manufactured.	Revised Operating Policies - Types and Forms of Marijuana Products.pdf	pdf	5d1a29e6722cea17c1263c6c	07/01/2019
Transportation of marijuana	Operating Policies - Transportation of Marijuana Orange.pdf	pdf	5ddc51a28bdcfd57ae52788a	11/25/2019
Diversity plan	Revised Diversity Plan V4.pdf	pdf	5df13f7b74bb15534cd50914	12/11/2019

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

PRODUCT MANUFACTURER SPECIFIC REQUIREMENTS

No records found

HOURS OF OPERATION

Monday From: 7:00 AM	**Monday To:** 11:00 PM
Tuesday From: 7:00 AM	**Tuesday To:** 11:00 PM
Wednesday From: 7:00 AM	**Wednesday To:** 11:00 PM
Thursday From: 7:00 AM	**Thursday To:** 11:00 PM
Friday From: 7:00 AM	**Friday To:** 11:00 PM
Saturday From: 7:00 AM	**Saturday To:** 11:00 PM
Sunday From: 7:00 AM	**Sunday To:** 11:00 PM

Diem Cannabis Business Plan: Massachusetts

March 2019

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74 Grafton Street, Worcester, MA 35

Executive Summary

Diem Cannabis is expanding its operations into the emerging recreational marijuana market of Massachusetts. Diem's management team has proven its ability to build out a vertically integrated business model in Oregon, and aims to do the same in Massachusetts. Diem will build three retail locations, a production facility, and a processing facility in Massachusetts, and the Diem team is optimistic on the opportunity for marijuana retail in MA and believes a partnership will be incredibly beneficial for the state, it's municipalities, and its citizens.

Diem has secured the following funding for Massachusetts:

Retail for Massachusetts (3 shops total): $5.6M
Production for Massachusetts: $2.275M
Product Manufacturing for Massachusetts: $1.7M
Operating Expenses for 3 years: $2.925M
Total funds raised for Massachusetts: $12.5M

Diem has built its corporate structure for scalability. Diem will be led by an executive team based out of Portland, OR. This executive team will carry national responsibilities in the business functions of finance, human resources, legal, regulatory, marketing, and operations. Each state will feature a local team of leaders required to execute on expansion and buildout strategies. Each state will have its own corporate entity rolling into Diem's national holding company.

Diem's leadership team has spent significant time and resources developing its brand. Diem's brand voice, unique design characteristics, professionalism, expertise, and inclusive approach will set the company apart from competition in Massachusetts.

In the cannabis business financial controls are paramount, especially when dealing with investors. Diem's leadership team will expand its excellent controls currently in place in Oregon, and add new ones as necessary.

The plans for the design and build-out details for three retail locations, a production facility, and a processing facility, are included in this business plan. This represents significant intellectual property that Diem and its leadership team have spent years developing. Retail locations will feature Diem's unique approach in the industry, Diem's shops look like apple stores combined with ice cream shops and there is nothing like them in the world. Production will be done in environmentally controlled, light deprivation greenhouses with supplemental lighting, with easy and modular expandability to add more flowering canopy as needed. Processing will focus on producing BHO shatter, a high margin marijuana concentrate. These plans come complete with a detailed capital expenditure budget.

In the spirit of scalability, Diem has included its current operating procedures in this business plan. These procedures are the blueprints to scale Diem's operations into new states.

Corporate Structure and Governance

Organization Overview

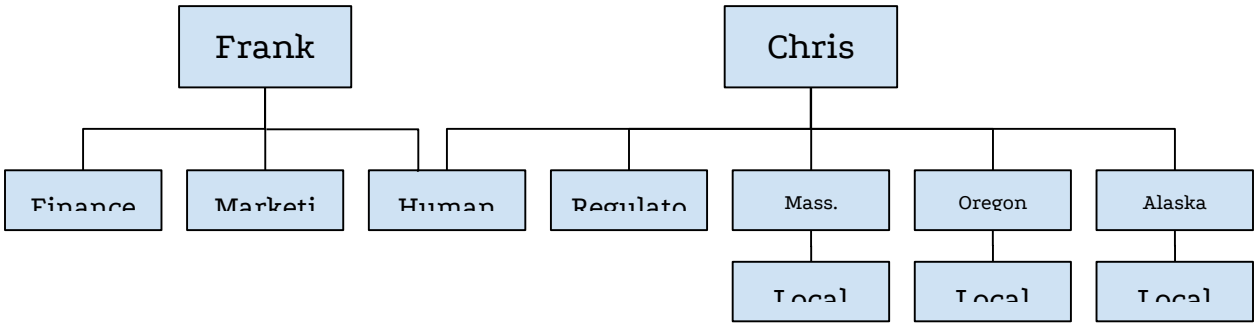
Diem is a bootstrapped startup that reached grew quickly in Oregon with very little capital. This company has proven that it can do a lot with a little, and there are no plans to change the entrepreneurial mentality of Diem's culture. Diem co-founders understand the need to bring on talented people to scale the business into Massachusetts, and has come up with an organizational structure to facilitate that.

The idea behind this structure is utilizing an executive team that acts as a national "shared services" group, supporting local teams in different states. What does shared services mean? Shared services are functions that can be expanded nationally from a centralized location. While there are necessary state-specific hires that will have to be made, there are many functions that can be handled on a national level without hiring a local person. For example, there is no reason to hire a local Human Resources representative for Massachusetts. Instead, Diem will use its robust processes, procedures, and automation to expand the responsibilities of its current Human Resources support person from Oregon into Massachusetts. Diem will apply this concept to the functional groups handling marketing, regulatory licensing and compliance, finance, legal, and human resources. All of these functions will be centralized from Diem's headquarters in Portland, Oregon, with local leaders on the ground in MA responsible for each function.

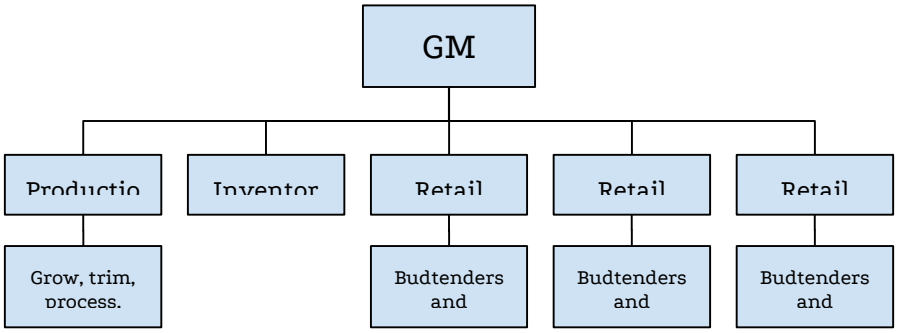
While many services can be supported by the executive team, each state will require people on the ground to run the business. Each state or "local team" will consist of a General Manager, an Inventory Manager, Production Manager, and a Retail Manager for each retail location. A visual representation of this structure is shown below.

Organization Chart

Executive Team



Local Team



Roles and Responsibilities

To remain as efficient as possible and to execute well, Diem has developed easy to understand job descriptions and performance metrics for each role.

Chief Executive Officer: Identifies business opportunities, sets strategic targets, builds company culture, hires the right talent to execute on strategic targets, and guides the team through execution. This role is held by Chris Mitchem.

Chief Operations Officer: The COO manages daily business operations including manufacturing, inventory, supply chain, and the employees in those functional areas. This role is currently held by Chris Mitchem.

Chief Marketing Officer: Grows top line revenue and proliferates the Diem brand using graphic design, web programming, SEO, social media, advertising, strategic partnerships, product innovation, and budtender sales training. This role is currently held by Frank Kanekoa and reports to the CEO.

Chief Financial Officer: Bank account and cash management, investor relations, accounts payable, accounts receivable, forecasting, financial reporting, financial law

compliance, tax planning. This role is held by Frank Kanekoa and reports to the CEO.

HR Manager: State and federal labor law compliance, onboarding and termination, talent development, recruiting, employee reviews, employee engagement. This role will report to the CFO and CEO.

Director of Regulatory Affairs: Marijuana licensing and compliance. Works closely with COO, and will report directly to the CEO.

General Manager: The General Manager of each state will basically be a dedicated CEO of that particular state. The GM identifies business opportunities, sets strategic targets, builds company culture, hires the right talent to execute on strategic targets and guides the team through execution. GM's will report directly to the CEO.

Production Manager: The production manager is the head of the farm and processing facilities. The production manager's goal is to produce as much high quality product as possible in a calendar year. In addition, the production manager must be able to respond to demand fluctuations as they arise, and pivot production to different offerings as needed based on feedback from the local team. The production manager is also a people manager and is responsible for the hiring, engagement, and performance of the farm and processing team. This role reports directly to the local General Manager.

Inventory Manager: The inventory manager makes sure that Diem's local dispensaries have the right amount of products in stock when needed and is not overstocked. The inventory manager floats between dispensary locations within the state and manages inventory in partnership with Retail Managers. The inventory manager forecasts demand, develops supply relationships with vendors, and regulates supply from Diem's vertically integrated farm and processing facilities. In addition, in the marijuana industry inventory seed to sale tracking compliance is of vital importance, and the inventory manager will have local responsibility for this function. This role reports directly to the local General Manager.

Retail Manager: The retail manager is responsible for day to day retail store operations. This includes budtender hiring, engagement, and performance management, running site specific sales and promotions, customer service management, site display and cleanliness, local competitive analysis against other shops in town, cash management, and security management. This role reports directly to the local General Manager.

Performance Metrics

Diem will closely monitor the following metrics below. Local General Managers and functional leaders (HR, Finance, Regulatory, Marketing) may create specific team goals and metrics, but these metrics will be tracked at the executive team level and will be used for bonus incentives. It is the executive team's opinion that these basic metrics capture the details the company is looking for from every department. For example,

revenue growth tells us how the marketing team is doing, profit shows us how well operations and finance are doing, and national turnover shows us how our employees feel about working for us.

National Revenue	Top line dollars brought in nationally from all business units and states. We compare this to previous time periods to see how well Diem is growing as a company.
National Profit	Bottom line dollars returned to the company after all expenses. We compare this to previous time periods to see if Diem is returning a healthy amount of money after all expenses are paid.
National Employee Turnover	Divide the number of employees separated from company during a time period by the average number of employees. This metric shows us the volatility of the roles at our company and helps us understand the leadership capability of managers. Hiring and training new employees is expensive so we want to hire the right people and keep them around long term.
Local Revenue	Top line dollars brought in from a local state team. We compare this to previous time periods to see how well a state team is growing.
Local Profit	Bottom line dollars returned to the local P&L after all expenses are paid. We compare this to previous time periods to see if a local team is returning a healthy amount of money after all expenses are paid.
Local Employee Turnover	Divide the number of employees separated from company during a time period by the average number of employees. This metric shows us the volatility of the roles at our company and helps us understand the leadership capability of managers. Hiring and training new employees is expensive so we want to hire the right people and keep them around long term.

The table below shows an accountability breakdown among roles in the company. An "X" in the table means the role listed will be accountable to the associated performance metric:

Metrics	National Revenue	National Profit	National Employee Turnover	Local Revenue	Local Profit	Local Employee Turnover
CEO	X	X	X			
COO	X	X	X			
CFO	X	X	X			
CMO	X	X	X			
HR	X	X	X			
Regulatory	X	X	X			

GM's				X	X	X
Production Managers				X	X	X
Inventory Managers				X	X	X
Retail Managers				X	X	X
Budtenders				X	X	X
Delivery Drivers				X	X	X
Growers				X	X	X
Trimmers				X	X	X
Processors				X	X	X
Packagers				X	X	X

Operating Plan

Operations management is the art of combining people and processes together, a skill-set in which Diem's founding team have decades worth of experience. The approach to operations management is to clearly define roles and responsibilities, create feedback mechanisms for regular communication, proceduralize operations processes for replication and scalability, and continuously improve the operation systematically. The outline below shows how Diem's operations will be run.

Executive Team

The executive team will provide strategic direction, capital, and constraints to the local team. The executive team also provides the organizational shared services of legal, human resources, regulatory, finance, and marketing. Below is the process they will follow.

1. The executive team will have a weekly national call for the entire organization on which metrics will be reviewed, group problem solving will occur, and direction will be provided. The intent is for local managers to interact with the executive team and each other on a regular basis to facilitate group learning and camaraderie. The weekly communication will cover the following:
    a. Revenue and profit of the previous week
    b. Updates from executive team
    c. Updates from local team
    d. Specific project updates
    e. Recognition for good work
    f. Team building
    g. Open forum for questions and concerns

2. The CEO will have one on one calls with each General Manager and executive team member weekly. These one on one's will be focused both on professional development and on tactical problem solving.
3. Members of the executive team will visit each local team quarterly for team building, problem solving, and to generally check in on local operations in person. The executive team will also visit each state informally as needed.
4. The executive team will have a dedicated cloud-based dashboard which will detail job descriptions, goals, metrics, and other key business information that should be shared with the national team.

Local Team

The local team, led by the General Manager, will execute on the executive team's objectives using the following process.

1. The General Manager will have weekly local calls with the local team where he/she will pass information along from the national call and provide local direction and problem solving.
2. The local GM will have weekly one on one calls with each member of his/her team to work on professional development and tactical issues.
3. The General Manager will spend at least one day at each business unit per month. This means a full day at each dispensary being a budtender, one full day at the farm working with the grow team, and one full day at the processing plant working with the processing team. It is vital for the GM to lead from the front and understand what is happening with his/her team, with the market, and with Diem's customers.
4. The local team will be guided by a cloud-based dashboard with job descriptions, metrics, goals, and procedures. Metrics will be tracked weekly.

Process Scalability

The entire organization will be guided by a set of national procedures with localized adjustments where needed. Since most key business functions will be managed at the executive level, Diem, its shareholders, and its stakeholders can expect coordinated approaches to operations nationwide. This is a "cookie cutter" approach to operations management. For example, the HR procedure for hiring in Massachusetts will be the same as in other states, with the addition of amendments required by the state. These procedures are included in this business plan.

Continuous Improvement

Both the executive team and the local teams will be incentivized to create procedures for the processes they develop, and continuously improve those processes and update the procedures accordingly. Continuous improvement ensures that the organization continues to adapt with a rapidly evolving environment.

Performance Incentives

Teams will be paid annual bonuses based on their performance. Incentivizing good work is vital to getting the most out of people. The team will have company based metrics and local metrics that are tracked for bonus potential. Bonuses will be paid out as a percentage of salary, with the percentage on a sliding scale based on performance.

Annual Reviews

Each employee and manager will receive an annual performance review scoring them on their performance. This review will be a continuance of conversations managers have with their people regularly, and nothing in the performance review should be a surprise, it is a summary of everything discussed throughout the year. Employees will be rated on a scale from 1 to 5, and all of the employee ratings will be stored in a database so Diem can identify top talent for management positions.

Tools and Services List

The organization will use a common set of tools, service providers, and software to facilitate learning, align procedures nationally, and leverage economies of scale to lower costs. These include:

1. Flowhub (POS) management
2. Flowhub inventory management
3. Flowhub integrated POS package featuring (per register): Cash drawer, zebra receipt printer, iPad, label printer.
4. METRC state compliance seed to sale tracking software (where available)
5. Google cloud services (file storage, sheets, docs, slides, email, music, conferencing)
6. Android OS company phones as these sync with google cloud services
7. Todoist task management software
8. Pipedrive wholesale sales management software
9. Quickbooks finance management software
10. Bench finance reporting software
11. Zenefits human resources management and payroll software
12. Pillar payment merchant services solutions
13. Diem's custom website tailored to localities
14. Diem's custom online menu and delivery management software
15. Onboarding and termination boilerplate documents and procedures
16. Insurance coverage facilitated by Leonard Adams Insurance
17. Security provided by Protection One.
18. Mainstem packaging company for standard, child safe, and custom packaging
19. Pantheon web hosting services
20. Cloud based cash logs in google sheets
21. Cloud based menu management logs in google sheets
22. Grasshopper phone line management software
23. Stickyguide digital menu software

Finance Plan

Frank Kanekoa is the CFO and is accountable for the creation, administration, and development of a financial and operational strategy, metrics tied to that strategy, and the ongoing development and monitoring of control systems designed to preserve company assets and report accurate financial results.

He leverages third party financial teams and in-house personnel to deliver on the office's principal accountabilities, which are:

Planning

1. Assist in formulating the company's future direction and supporting tactical initiatives
2. Monitor and direct the implementation of strategic business plans
3. Develop financial and tax strategies
4. Manage the capital request and budgeting processes
5. Develop performance measures that support the company's strategic direction

Financial Information

1. Oversee the issuance of financial information to shareholders and stakeholders. This information will be reported to shareholders and stakeholders on a quarterly basis, and it includes a profit and loss statement, balance sheet, and cash flow statement.
2. Report financial results to the executive team, and board of directors. Revenue results will be reported weekly and profit results will be reported monthly. Month end closing of the books will occur no later than the 5th of every month.

Funding

1. Monitor cash balances and cash forecasts
2. Establish debt and equity financing
3. Invest funding

Third Parties

1. Participate in conference calls with the investment community
2. Maintain banking relationships
3. Represent the company with investment bankers and investors

Operations

1. Participate in developing and determining key strategic decisions
2. Manage the accounting, investor relations, legal, and tax departments
3. Oversee the financial operations of all companies
    1. Cash management procedures
    2. Debit processing

3. Refunds and Returns
4. Accounts Payable and Receivable

4. Manage any third parties to which bookkeeping, accounting, or finance functions have been outsourced
5. Oversee the company's transaction processing systems
6. Implement operational best practices

Buildout Plans for Massachusetts

Diem will begin executing the plan below immediately upon receiving local approval. Below is the step by step process Diem will take.

Step 1: Hire local teams
Step 2: Complete property due diligence
Step 3: Purchase properties
Step 4: Design and plan property buildouts
Step 5: Begin construction and renovations
Step 6: Apply for state marijuana licenses (parallel to step 5)
Step 7: Acquire licenses and begin operations

Step 1: Hire Local Teams

A large hiring effort will be made at the local level in Massachusetts. Diem will complete employee contracts for General Managers. Production Managers will manage the production and processing construction projects and start to build their teams as construction and licensing processes near completion. Local leaders will begin to actively recruit retail managers in Massachusetts, then Retail Managers will build out their budtender teams hiring local, and Production Managers will do the same. General Managers and Inventory Managers will work together to manage dispensary build-out projects.

Step 2: Complete due diligence on properties identified

The bulk of this due diligence will be working with local municipalities to verify that Diem is compliant with local marijuana zoning codes. Local cities and counties will decide where and when Diem can build marijuana facilities. Based on our experience in Oregon and our research, we have identified properties in approved zones and are ready to execute real estate purchases pending city confirmation, which is in process. We cannot purchase property until we have a clear understanding that a city is going to allow cannabis on location and that the land we purchase is zoned correctly. This process of working with local municipalities will dictate where and when we can start building. Diem's philosophy is it is better to be certain and plan thoroughly, rather than execute quickly on stale information. It would be a costly disaster if we purchased a property only to have a city tell us we cannot do anything on it.

Step 3: Purchase properties

The plan for Massachusetts (subject to change pending due diligence detailed above) is to build retail dispensaries in three locations. We have identified target properties in several locations. In general, we have targeted stand alone retail properties.

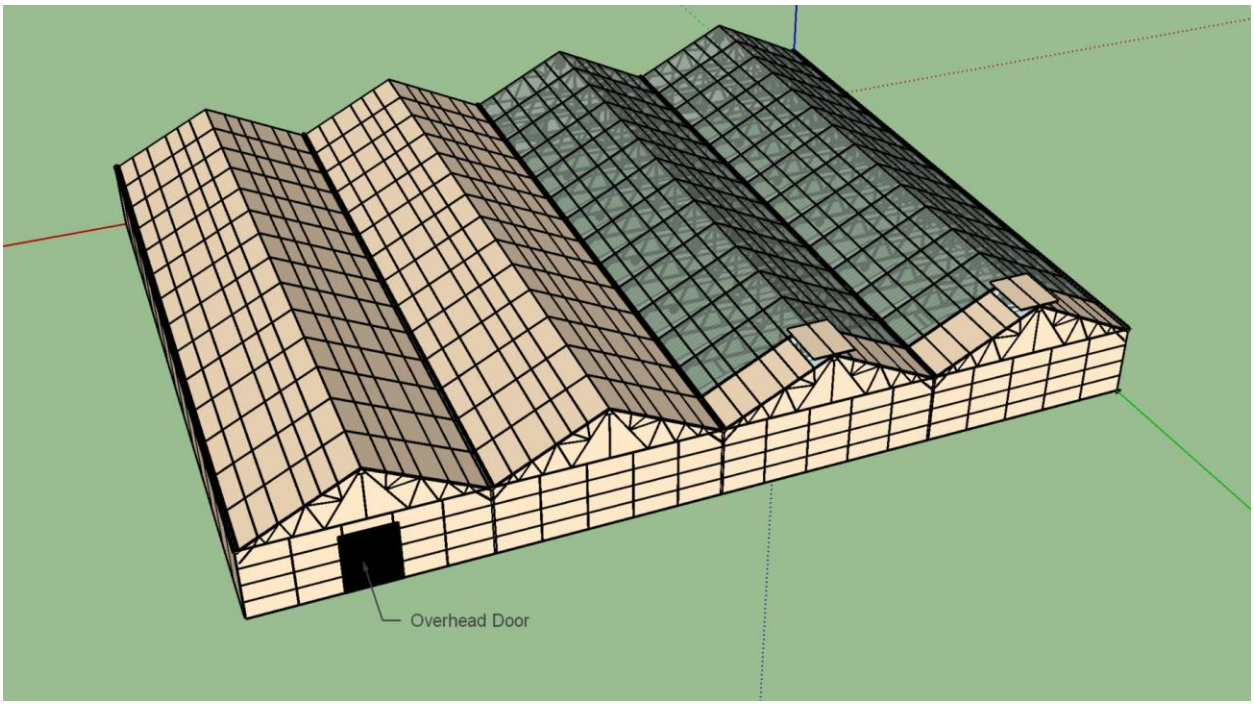
Step 4: Design and planning

After properties are purchased, the next step is to design and plan. The devil is always in the details, however, the Diem team has been through this several times and knows exactly how to navigate state, local, and geographic challenges to build. This step is required before we start the licensing process. We need to build our sites while balancing operations efficiency, business targets, and state and local regulations on marijuana along with traditional building codes. This process can be long if teams are under-prepared, however, we are prepared with designs, experience, and a team that can execute quickly.

Farm Design

The state of Massachusetts gets an average of 187 sunny days per year, which makes it a great candidate for a light deprivation greenhouse with supplemental lighting. Also, current Massachusetts regulations allow for 30 watts of power per square foot, which makes using greenhouses almost a necessity as opposed to spending a huge amount of money on LED lighting in an indoor warehouse. This rule is going to surprise some Massachusetts growers in the next year, so we will be ahead of the curve. We have worked in depth with a world class greenhouse design and construction firm called Nexus. Using 50+ years of industry leading experience, Nexus has designed Diem a fully equipped modular greenhouse with market leading innovations that support high quality yet energy efficient operations. Key elements of the farm's design are shown below.

1. Combined warehouse + greenhouse design. The structure takes a central enclosed warehouse and builds greenhouse appendages in a "modular" system off a main ventilation and access corridor. A modular approach means we can easily add production capacity as we need to. There is no need to dump tens of millions of dollars into a 100,000 square foot facility at the outset. We will start with 10k square feet and expand from there once we analyze market demand. The warehouse portion houses all ancillary operations, like product manufacturing and wholesaling, adding more value through vertical integration and colocation of licenses. Additional advantages to this combo approach help Diem grow better, each greenhouse can have an individualized climate depending on the stage of growth, existing environments aren't jeopardized during expansion, and this design adds biosecurity to prevent the spread of pests, mold, and mildew.



2. Sealed environment. Diem's greenhouse will function basically as an indoor grow that allows light in through the ceiling. We achieve this by sealing the structure extremely well and controlling the environment inside. This design has many advantages. It promotes a stable humidity and temperature environment ideal for maximum plant yields. It promotes biosecurity by reducing likelihood of cross-pollination and foreign contaminants. It is also more secure, eliminates odor, and allows for water recapture.

3. Light Deprivation. Light deprivation is basically a curtain that is pulled over greenhouses to block out exterior light. Marijuana plants require 12 complete hours of darkness in the flowering phase of growth, so a high quality light deprivation system is critical to healthy plant growth. Nexus greenhouses come equipped with an automated system with three layers of UV resistant fabric, and a controls system compatible with Wadsworth controls. These 'light-dep' curtains block out 100% of the light, from the outside in and vice versa, so neighbors will never see what's dubbed a 'spaceship', a glowing greenhouse at night. In cold weather light deprivation curtains come in handy, in winter they remain closed all day and act as an insulation barrier decreasing heat transfer, keeping the plants in the greenhouse warm.



4. Supplemental lighting. Diem will add supplement high pressure sodium (HPS) lighting to the greenhouse. One of the key advantages of greenhouses is that they require less lighting overall because there is natural sunlight pouring into the plant mass, thus saving on electricity. Diem uses P.L. Systems HPS lights with automated controls that integrate with the Wadsworth control system in the greenhouse.

5. Rolling benches. Diem will use rolling benches throughout the flowering canopy. These benches raise the plants so they are off of the cool ground, as warmer roots allow for more vigorous plant growth. The height of the benches makes it easier for the grow team to work on the plants. Lastly, the rolling benches maximize flowering canopy space because it removes the need for aisleways between each row of plants.

6. Insulated metal panels. It gets extremely cold in Massachusetts but we want to take advantage of the ample sunlight in spring and summer. So, with insulated metal wall panels that rate up to R42, Diem can get the best of both worlds. This wall panels, coupled with a closed light deprivation curtain and plenty of gas heaters built into the greenhouse, will allow us to operate a greenhouse even on the coldest winter day.



7. Security. All Diem locations will feature 720P minimum cameras covering every entry and exit with 90 days of local hard drive storage and 30 days of cloud based storage, motion detectors, window breach detectors, steel framed doors, panic buttons, cloud access to the system, and 24 hour coverage by customer service agents that will notify the police in case of any suspicious activity. Diem will contract a national security company, to install security at all of its locations, which adds uniformity to the operations.

8. Automation will be used wherever possible, although we anticipate roughly 12-20 part time and full time employees will be required to run the farm.

9. Construction experience. There is no substitute for years of experience building greenhouses. By utilizing an experienced group like Nexus and their preferred builders, Diem is more likely to achieve a high quality outcome while meeting project budgets and deadlines. In addition, Diem as a team has now built two indoor farms, three greenhouses, and an outdoor farm, so there is ample in-house experience. Below are some reference projects for Nexus:



Pictured above is a 22,000 square foot custom greenhouse with headhouse complex in Fitchburg, MA. Designed by Nexus.



Pictured above is a model similar to what Diem will use in Massachusetts with a modular design primed for expansion. This one was designed by Nexus.

Processing Design

Diem will utilize hydrocarbon extraction to produce concentrates, with a major focus on “shatter”, which is an extracted material that takes on a hard consistency commonly referred to as “pull and snap” in the industry.

What is a hydrocarbon? A hydrocarbon is an organic compound consisting entirely of hydrogen and carbon, and thus are group 14 hydrides. Hydrocarbons, from which one hydrogen atom has been removed, are functional groups called hydrocarbyls. Because carbon has 4 electrons in its outermost shell (and because each covalent bond requires a donation of 1 electron, per atom, to the bond) carbon has exactly four bonds to make, and is only stable if all 4 of these bonds are used. Typical hydrocarbon solvents include n-butane, isobutane, propane, and hexane.

The following is an outline of the design elements Diem will use in its processing buildout.

1. Cleanroom environment. Diem will use a blast-proof and vented extraction workspace to ensure high quality product outcomes.

2. Butane/Propane extraction. Butane and propane are two popular hydrocarbons in the cannabis industry. Butane is an organic compound with the formula C4H10 that is an alkane with four carbon atoms. Butane is a gas at room temperature and atmospheric pressure. Butane is non-polar, making it ideal for extracting oils from plant materials, leaving behind water solubles like chlorophyll and plant alkaloids. Propane is a three-carbon alkane with the molecular formula C3H8. Diem uses a mix of butane and propane in a 30/70 propane/butane mix. This helps ensure optimal extraction of cannabinoids and terpenes. Below is the system Diem will purchase for extraction.



3. Diem will use a closed loop solvent reaction to contain and recover the solvent. This is crucial for safety in that hydrocarbon solvents are combustible and cause asphyxiation.

4. Vacuum ovens. Vacuum ovens purge residual solvents from extracted cannabinoids.

5. Magnetic stirring hot plates. These maintain temperature while stirring during various processes in the production of concentrates. Temperature is a key variable to control to generate consistent product outcomes.

6. Decarboxylation ovens. Decarboxylation is simply a chemical reaction that removes a carboxyl group and releases carbon dioxide (CO2). When it comes to marijuana, decarboxylation effectively removes the COOH group from the THC-A molecule by releasing H2O (water) and CO2 (carbon dioxide), turning it into the psychoactive THC, which is what customers want to buy.

7. Cold storage. Work in process and finished products will be stored in a temperature controlled environment to preserve plant materials for long periods of time.

8. Laboratory grade equipment. Bacteriostatic, chemical resistance and static dissipation. All work surfaces, equipment, and tool storage will be laboratory grade.

Retail Design

In a crowded Oregon market, Diem's brand and retail shopping experience are second to none, and Diem's financial performance in the most competitive market in the United States is a testament to that. In Massachusetts, Diem will replicate what has made it successful in Oregon.

Key elements of retail design:

1. Diem branding. Following Diem's brand voice, Diem's logo designs, colors, and marketing copy are bright, invigorating, positive, and inviting. Diem's tagline is "cannabis is for everyone", and thematically the brand is positioning itself in a way that invites not only regular cannabis users, but also people that have never tried cannabis before, but are willing to it if they can find a welcoming place that they feel comfortable in. Diem's color blue is pantone 2129U, and its universal font is podkova. All Diem branding is seamless across the retail store menus, labels, and marketing materials. The Diem retail design embodies the brand vision with a clean and modern design, with a high-end but unpretentious feel.



2. Structural openness. People describe Diem's store design as "an apple store meets an ice cream shop." Diem has applied the theme of openness to its interior design elements. Upon entering a Diem store, customers experience tall ceilings, light white paint with Diem sky blue accents and wall murals, light colored hardwood floors, ample natural light, and warm artificial light elements, and line of sight that stretches around the entirety of the shop with no barriers. When an employee wants to interact with a customer there is no sales counter blocking the employee from approaching the customer. The sales counter allows for easy entry and exit without putting a barrier between employee and customer while simultaneously cultivating an inviting and memorable interaction and experience. Display designs are decidedly square/rectangular in shape and white in color to create a balanced and contiguous flow of countertops, displays, and appliances, that flow together with the walls, pillars, and artwork lines of the interior space. Displays are standalone glass-encased units that customers can walk around while clearly inspecting products from every angle, without inhibiting their movement through the store. Diem's customers will never feel blocked from any free flowing access area in the shop unless required by state regulations. While each retail space will have its own unique characteristics based on building construction, we will always rely on this theme.



3. High quality fixtures and materials. Diem believes in spending money to make the shop experience feel more modern, on-band, and somewhat high-end. For example, the countertops are custom made from quartz and machined triangular legs with brass inlaid on top. The is no other countertop like it in the world, and customers notice and comment on it regularly. The containers used to store cannabis are of high quality with glass casing and strong steel latches for both quality control and look and feel. At Diem we believe that the small details are important and we put significant thought and intention into design decisions, the countertops being one example of many.

4. "Deli-style" budtending. Diem made the decision to sell flower "deli-style", which means budtenders weigh and package flower in front of the customer similar to the experience a customer would have buying a sandwich or lunch meat at their local deli. Many of Diem's competitors in Oregon sell flower in pre-packaged units, which customers truly dislike because they cannot see the flower before purchasing and inspect it for stems, seeds, and quality. Diem wants to win, and winning means listening to customers and differentiation. Since customers prefer deli-style budtending, Diem has built its operations around that desire, and this is one of the reasons Diem has been successful in Oregon.



5. Bold exterior and messaging. Diem's retail exterior is and will continue to be both beautiful and bold. We don't use any neon signs, but our bright sky-blue color, large lettering, with and simple messaging make it stand out with street appeal.



6. Inventory optimization. Diem has built a proprietary inventory management system which ensures the right products are purchased on time in the correct quantities. It also allows for easy compliance with the state marijuana tracking system. Diem's retail construction buildout will include a large vault and inventory storage system.



7. Security. All Diem locations will feature 720P minimum cameras covering every entry and exit with 90 days of hard drive storage and 30 days of cloud based storage, motion detectors, window breach detectors, steel framed doors, panic buttons, cloud access to the system, and 24 hour coverage by customer service agents that will notify the police in case of any suspicious activity. Diem contracts Protection One, and national security company, to install security at all of its locations, which adds uniformity to the operations.

Step 5: Begin construction and renovations

Construction in each state will be overseen by the General Manager with close assistance from the executive team, and the GM's local team. The executive team carries the knowledge on what to buy and from where, the GM will act as the local project manager, delegating tasks to his team on the ground and to construction contractors. Ceres (greenhouse contractor) will handle total construction for the farm in Massachusetts. Alex Howbert will handle processing construction in Massachusetts. For each retail location Diem's head of design will fly to each retail location to make a plan for key design elements, then execution will be handed off to the local team. For retail locations Diem will develop relationships with local contractors for construction, painting, electrical, and general labor. Construction projects will managed using the "todoist" project management tool, and GM's will give project updates to the executive team weekly. In execution mode it is all about speed to market, and this point will be reiterated to project leaders regularly.

Step 6: Apply for state marijuana licenses (parallel to step 5)

The Executive team's Regulatory Manager, Local law group in Massachusetts, and Emerge Law Group will work closely with the local GM to submit license applications in each city and state. License applications will be an ongoing process and will generally be submitted as soon as possible. Each construction project will be on its own timeline, so license application submissions may be simultaneous or slightly staggered based on construction progress.

Step 7: Acquire licenses and begin operations

Throughout the licensing process the Regulatory Manager and GM will closely monitor license application progress, and when it appears an application is close to being submitted, they will notify the local team to start preparations to begin operations. For production, this means sourcing genetics either through acquiring seeds, or cloning mother plants. This also means acquiring all of the necessary nutrients, plant pots, soil, and finishing lingering construction on the farm as fast as possible. For retail this means sourcing inventory in preparation for launch, and then deciding on pricing, building the menus in greenbits, stickyguide, and woocommerce, and setting up retail displays. The overall goal is to be up and operating within 2 weeks of receiving the state and city licensing.

In conjunction with operational preparations, the Marketing team will be very busy setting up the dispensary's website, listing the dispensary on every local listing possible (google, yelp, leafly, yellow pages etc.), beginning marketing campaigns with an initial billboard in the neighborhood, weedmaps, leafly, instagram, and google adwords, creating press releases, creating state-specific blog content for the SEO journey, and generating reviews on each online review platform as fast as possible. We want there to be a buzz around Diem's opening, and the marketing team has gotten good at creating that buzz.

CAPEX Budget Details

Diem enters into a Host Community Agreement with the City of Worcester, for an Adult-use Retail Location at 74 Grafton Street. Below lists the estimated costs for the capital-period and build out of our business. In the state of Massachusetts our budget to start three retail shops is $5.56M, our budget to launch in Worcester is $1,027,663 before operating expenses related to inventory, rent, overhead, legal, insurance and other operating-expenditures.

Category	Description	Cost
Charitable Donation	Charitable Donation	$10,000
Fees & Applications	MJ Application Fees	$500
Fees & Applications	Permits	$1,000
Fees & Applications	HCA Down Payment	$60,000
Furniture & Fixtures	Fixtures/Displays/Furniture	$60,000
Leasehold Improvement	General Contractor	$146,663
Leasehold Improvement	Architect/Engineering	$104,500
Leasehold Improvement	General Conditions	$20,000
Leasehold Improvement	Demolition	$30,000
Leasehold Improvement	Masonry	$14,000
Leasehold Improvement	Steel	$15,000
Leasehold Improvement	Partitions & Drywall	$45,000
Leasehold Improvement	Millwork (Allowance)	$40,000
Leasehold Improvement	Insulation	$18,000
Leasehold Improvement	Sitework	$20,000
Leasehold Improvement	Roofing (Allowance)	$75,000

Leasehold Improvement	Doors I Frames/ Hardware	$10,000
Leasehold Improvement	Glass & Glazing	$40,000
Leasehold Improvement	Garage Floor	$20,000
Leasehold Improvement	Vault Secure Storage	$20,000
Leasehold Improvement	Flooring	$32,000
Leasehold Improvement	Acoustic Ceilings	$6,000
Leasehold Improvement	Painting	$32,000
Leasehold Improvement	Toilet Accessories	$4,000
Leasehold Improvement	Plumbing	$24,000
Leasehold Improvement	HVAC	$50,000
Leasehold Improvement	Electrical	$55,000
Leasehold Improvement	Abatement	$10,000
Office Equipment	Operational Technology	$15,000
Security	Security (Allowance)	$50,000
	Total	**$1,027,663**

Equipment list	Cost	Equipment explanation
Land Purchase	$700,000	Targeting 5 acre industrially zoned plots close to utilities
Building construction	$650,000	Ceres modular greenhouse with attached warehouse
HVAC system	$415,865	Controls temperature and humidity in the farm

Concrete	$100,000	Site and location dependant based of $6.00 sq ft.
Rolling Benches	$73,900	Rolling benches for majority of flower room to maximize canopy.
Electrical	$50,000	State dependant
Plumbing	$50,000	State dependant
Nutrient Dosage Machine	$45,000	Automatically feeds plants. Plugs into automated drip watering system
Lights	$41,000	Gavita HPS lighting
PHI system	$30,000	UV light and air purification. Puradigm Air Purification System.
Odor Control System	$25,362	FogCo Odor control for smell.
Licensing	$25,000	State and local licensing and legal fees
Architectural/Engineering	$25,000	Site and building design
Drip irrigation system	$15,000	Custom built drip system engineered with automated fertilizer system.
Radiant Heat	$10,000	Site and climate determined/CO2 control also comes with this option.
CO2 System	$10,000	CO2 system controller plus storage tanks
Circ. fans	$8,243	Circulation fans throughout structure
Total	$2,274,370	

Production

The below budget details building a modular warehouse facility with an initial 10,000 square feet of greenhouse flowering space. The design we are proposing allows us to build additional greenhouse space on the initial infrastructure. We are spending a bit more up front to make adding additional production space down the road easier and more cost effective. Our budget for building this footprint is $2.27M.

Equipment list	Cost	Equipment explanation
Land Purchase	$700,000	Targeting 5 acre industrially zoned plots close to

		utilities
Building construction	$650,000	Ceres modular greenhouse with attached warehouse
HVAC system	$415,865	Controls temperature and humidity in the farm
Concrete	$100,000	Site and location dependant based of $6.00 sq ft.
Rolling Benches	$73,900	Rolling benches for majority of flower room to maximize canopy.
Electrical	$50,000	State dependant
Plumbing	$50,000	State dependant
Nutrient Dosage Machine	$45,000	Automatically feeds plants. Plugs into automated drip watering system
Lights	$41,000	Gavita HPS lighting
PHI system	$30,000	UV light and air purification. Puradigm Air Purification System.
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CO2 System	$10,000	CO2 system controller plus storage tanks
Circ. fans	$8,243	Circulation fans throughout structure
Total	$2,274,370	

Processing

Processing will be housed in a separate facility co-located on the same land as the farm, so there is no need to purchase separate land for processing. Diem is focusing on butane/propane extraction, and the budget for the complete processing buildout is $1.7M in Massachusetts.

Equipment list	Cost	Equipment explanation
Processing Warehouse	$500,000	Fully insulated warehouse (includes foundation costs)

Warehouse buildout	$250,000	Build walls, electrical, finishing.
Butane/Propane Extraction System	$250,000	PX40 model, extracts active materials from plant matter
Manufacturing clean room	$100,000	blast-proof and vented extraction workspace (EXP2)
HVAC system	$100,000	heating/cooling/humidity control
Distillation system	$100,000	short-path distillation of crude cannabis oil into precise constituents
Initial inventory purchase	$75,000	Buy initial plant material, packaging, labeling
Vacuum oven 4x	$60,000	purging residual solvent from extracted cannabinoids
Fire alarm/sprinkler system	$50,000	5000 sq ft x $10/sq ft
Security system	$30,000	Installed by Protection 1
Clean room ventilation	$25,000	solvent resistant ventilation fan and ducting
Licensing	$25,000	State and local and legal fees
Laboratory floor paint	$20,000	bacteriostatic, chemical resistance and static dissipation
Laboratory cabinetry	$20,000	work surfaces, equipment and tool storage
Dry/decarb oven 2x	$20,000	drying organic matter, decarboxylation processes
Laboratory glassware washing machine	$20,000	cleaning and sanitizing glassware
Walk-in refrigerator	$16,000	cold storage of finished product
Walk-in freezers	$14,000	fresh freezing flower, solvent storage
Equipment cleaning supplies	$10,000	solvents and scrubbers for cleaning extraction equipment
Misc. glassware	$5,000	beakers, tubes, coils, etc
Precision scale x 2	$4,000	Scale to weigh material precisely
Magnetic stirring hot plate 2x	$2,400	for maintaining temperature and stirring during various processes
Office computer 2x	$2,000	All-in-one windows PCs
Office printer	$500	HP 8710 all-in-one printer
Rubber table mats	$500	Self-explanatory

Total	$1,699,400	

OPEX Budget Details

The following table details operating expenses per year, totaling $1.59M.

Line Item	Cost
Initial & General Costs	292,000
Website development	50,000
Inventory/supplies, soil and fertilizer and other initial costs	30,000
Growing pots and moving trays, seeds	15,000
Building Maintenance, including utilities	28,000
Equipment Maintenance	5,720
Security System, alarm	4,000
Inventory, packaging supplies	18,000
Phone, internet and utility	22,500
Building Maintenance	43,875
Equipment Maintenance	2,700
Security System, alarm	9,000
Sales & Marketing Expenses	756,530
Senior Management Salaries & Benefits	286,625
IT Salaries & Benefits	45,860
Total Operating Expense	1,588,962

Financial Statements

The following financial statements represent Massachusetts anticipated financial performance overall, including three (3) retail locations, production, and processing (product manufacturing).

Profit and Loss Statement

Profit&Loss Statement Massachusetts Overall

	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
Revenue	2,769,829	14,888,215	18,703,725	20,719,782	21,155,325
Direct Costs	2,270,840	8,575,995	9,972,122	11,061,011	11,310,731
Direct Cultivation	*4,965*	*396,975*	*496,200*	*496,200*	*496,200*
Direct Processing	-	*381,206*	*508,275*	*508,275*	*508,275*
Direct Retail (3 shops)	*1,661,897*	*5,021,140*	*5,602,596*	*6,389,076*	*6,573,465*
Direct Labor	*188,504*	*543,441*	*559,492*	*559,492*	*559,492*
Tidal Royalty (15%)	*415,474*	*2,233,232*	*2,805,559*	*3,107,967*	*3,173,299*
Gross Profit	498,988	6,312,220	8,731,603	9,658,771	9,844,594
% of revenue	18%	42%	47%	47%	47%
Operating Expense					
Initial & General Costs	728,000	605,460	607,920	610,380	612,840
Operating Expenses (cultivation)	20,750	75,990	77,480	78,970	80,460
Operating Expenses (retail)	46,700	142,902	145,704	148,506	151,308
Sales & Marketing Expenses	550,128	1,267,203	1,274,403	1,281,603	1,288,803
Senior Management Salaries & Benefits	267,517	286,625	286,625	286,625	286,625
IT Salaries & Benefits	26,752	45,860	45,860	45,860	45,860
Other Salaries & Benefits	57,325	57,325	57,325	57,325	57,325
Misc.	43,273	58,813	59,495	60,178	60,860
Total Operating Expense	1,740,444	2,540,177	2,554,812	2,569,446	2,584,081
Operating Income (EBITDA)	(1,241,456)	3,772,043	6,176,791	7,089,325	7,260,513
% of revenue	-45%	25%	33%	34%	34%
Depreciation and Amortization	233,100	340,122	340,122	340,122	340,122
Earnings Before Interest & Taxes (EBIT)	(1,474,556)	3,431,922	5,836,669	6,749,203	6,920,392
Interest Expense	-	-	-	-	-
Earnings Before Taxes (EBT)	(1,474,556)	3,431,922	5,836,669	6,749,203	6,920,392
Income Tax	235,324	2,516,675	3,566,555	3,975,029	4,062,063
Net Income	(1,709,880)	915,247	2,270,114	2,774,174	2,858,329
% of revenue	-62%	6%	*12%*	*13%*	14%

Cash Flow Statement

Cash Flow Statement

	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
Net Income	(1,709,880)	915,247	2,270,114	2,774,174	2,858,329
Cash Flow from Operations					
Depreciation	233,100	340,122	340,122	340,122	340,122
Change in Receivables	-	-	-	-	-
Change in Inventory	-	(69,003)	(16,561)	(11,041)	-
Change in Accounts Payable	-	-	-	-	-
Total Cash Flow from Operations	(1,476,780)	1,186,365	2,593,675	3,103,256	3,198,451
Cash Flow from Investing					
Capital Expenditures (CAPX)	(9,515,000)	-	-	-	-
Other	-	-	-	-	-
Total Cash Flow from Investing	(9,515,000)	-	-	-	-
Cash Flow from Financing					
Revolver Issuance / (Repayment)	-	-	-	-	-
Long-Term Debt Issuance / (Repayment)	-	-	-	-	-
Paid in Capital	12,000,000	-	-	-	-
Drawings (profit share)	-	-	-	-	-
Total Cash Flow from Financing	12,000,000	-	-	-	-
Total Change in Cash	1,008,220	1,186,365	2,593,675	3,103,256	3,198,451
Beginning Period Cash	-	1,008,220	2,194,585	4,788,261	7,891,516
Ending Period Cash	1,008,220	2,194,585	4,788,261	7,891,516	11,089,967

Balance Sheet

Balance Sheet

	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
Assets					
Current Assets					
Cash	1,423,694	4,843,292	10,242,526	16,453,749	22,825,498
Receivables	-	-	-	-	-
Inventory	-	69,003	85,564	96,605	96,605
Total Current Assets	1,423,694	4,912,295	10,328,090	16,550,353	22,922,103
Long Term Assets					
Property Plant & Equipment (PPE), gross	9,515,000	9,515,000	9,515,000	9,515,000	9,515,000
Accumulated Depreciation of PPE	(233,100)	(573,222)	(913,343)	(1,253,465)	(1,593,587)
PP&E, net	9,281,900	8,941,778	8,601,657	8,261,535	7,921,413
Total Assets	**10,705,595**	**13,854,073**	**18,929,746**	**24,811,888**	**30,843,516**
Liabilities					
Current Liabilities					
Accounts Payable	-	-	-	-	-
Accrued Expenses	-	-	-	-	-
Total Current Liabilities	-	-	-	-	-
Long Term Liabilities	-	-	-	-	-
Total Liabilities	-	-	-	-	-
Equity					
Paid-in Capital/Drawings	12,000,000	12,000,000	12,000,000	12,000,000	12,000,000
Retained Earnings	(1,294,405)	1,854,073	6,929,746	12,811,888	18,843,516
Current Period Retained Earnings	10,705,595	13,854,073	18,929,746	24,811,888	30,843,516
Total Equity	10,705,595	13,854,073	18,929,746	24,811,888	30,843,516
Total Liabilities and Equity	**10,705,595**	**13,854,073**	**18,929,746**	**24,811,888**	**30,843,516**
check	-	-	-	-	-

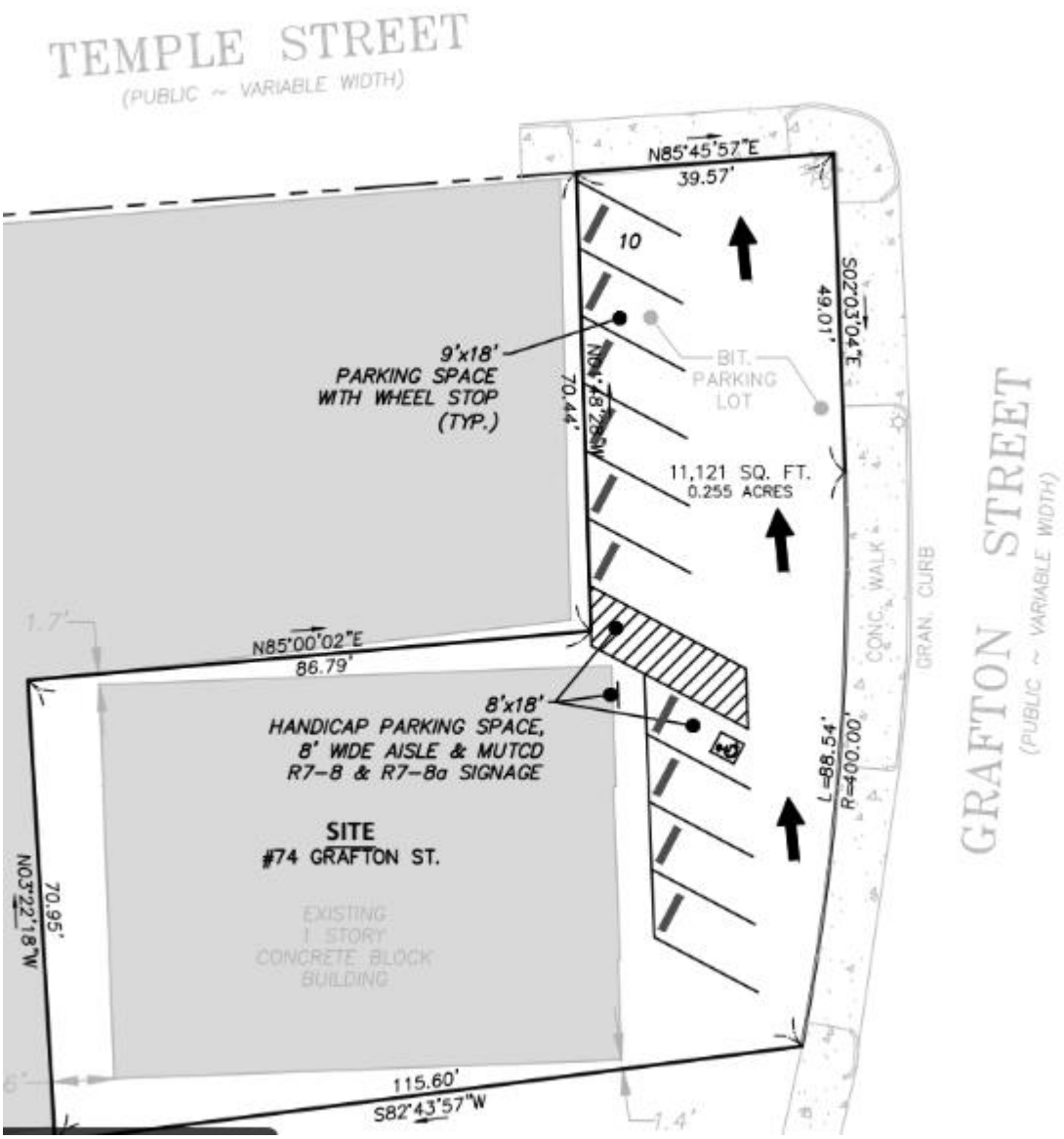
Operating Procedures

Diem has developed Operating Procedures over the past three years. These procedures will allow us to scale. Diem does not depend on tribal knowledge passed from individual to individual, rather, procedures are created to capture and expand the team's knowledge as knowledge is procured. Diem's procedures are working documents constantly evolving as new processes are developed and existing processes are finely tuned.

Please see operating procedures in the documents titled "Operating Policies" submitted in the application.

74 Grafton Street, Worcester, MA

Plan of Land, February 2019



Plan for Acquiring Liability Insurance

We will work with our current cannabis insurance broker in Oregon, Leonard Adams Insurance (https://www.lacoinsurance.com) to procure insurance in Massachusetts. The insurance providers for our Oregon operations are not restricted to covering Oregon alone, and will be able to provide adequate coverage required in 935 CMR 500.105 (10), namely general liability coverage of $1M per occurrence and $2M in aggregate annually; product liability insurance in the same coverage limits. Deductibles of $5,000 maximum per occurrence can be difficult to obtain at a reasonable premium, in our experience, in the cannabis industry while federal prohibition persists. Therefore, if monthly premiums are too high, all things considered, we may eventually switch to the $250,000 escrow option. The specifics of the insurance policies for the locations licensed will have to be weighed against tying up $250,000 in capital, but we assure the CCC that we will maintain adequate coverage to fulfill 500.105(10)

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

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, Chris Mitchem, (*insert name*) certify as an authorized representative of Diem Orange LLC (*insert name of applicant*) that the applicant has executed a host community agreement with Orange (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on 4/23/19 (*insert date*).

Signature of Authorized Representative of Applicant

Host Community

I, Gabriele H. Voelker, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for Orange (*insert name of host community*) to certify that the applicant and Orange (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on 4/23/19 (*insert date*).

Signature of Contracting Authority or
Authorized Representative of Host Community

TO: Cannabis Control Commission
RE: Athol Daily News
DATE: July 1, 2019

Per your request, a full ad detailing the name of the publication is not available given that the electronic tear sheet does not include this information. As an alternative, please accept this receipt for the legal notice advertised on April 26, 2019 in the Athol Daily News.

Athol Daily News

PO BOX 1000
225 Exchange Street, Athol, MA 01331
978-249-3535

Advertising Invoice

DIEM CANNABIS

,
Cust#:141123
Ad#:27454
Phone#:503-939-7153
Date:04/23/2019

Salesperson: LISA ARNOT **Classification: Legals** **Ad Size: 1.0 x 3.30**

Advertisement Information:

Description	Start	Stop	Ins.	Cost/Day	Total
Athol Daily News	04/26/2019	04/26/2019	1	33.00	33.00

Payment Information:

Date:	Order#	Type
04/23/2019	27454	BILLED ACCOUNT

Total Amount: 33.00

Tax: 0.00

Amount Due: 33.00

Legal Notice Cannabis Cultivation & Manufacturing Business - Thank you for your business!

Ad Copy

Legal Notice
Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **5/3/19** at **5:30pm** at the **Town Hall Auditorium, 6 Prospect St #1, Orange, MA 01364.** The proposed Marijuana Cultivation and Manufacturing Business is anticipated to be located at 207 Daniel Shays Highway, Orange, MA 01364. There will be an opportunity for the public to ask questions.

Please visit **www.hellodiem.com/ma** for information about cannabis and our company. Interested parties may submit questions and comments on the same website.
Diem Orange LLC
75 North Main St., #570
Randolph, MA 02368

April 26, 2019

27454

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

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, Chris Mitchem, (*insert name*) attest as an authorized representative of Diem Orange LLC (*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 5/3/2019 (*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 4/26/2019 (*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 4/26/2019 (*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 4/26/2019 (*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*).

Cannabis Control Commission
COMMONWEALTH OF MASSACHUSETTS

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.

Initials of Attester: 

Legal Notice Appearing in the Athol Daily News on April 26, 2019
(Attachment A)

Realtors/Brokers

REAL ESTATE CLOSINGS

Pre-Contract Services
- Buying or Selling? Get advice before you make or accept an offer
- Free initial consultation

Professional Services
- Review Purchase & Sale agreement
- Title examination
- Preparation & recording of bank documents

Experience
- Over 20 years of experience in Real Estate Law
- Experience means solutions... not problems

Will handle every aspect of your closing affordably

SEAN M. O'SULLIVAN
Attorney At Law
213 Conway St, Greenfield, MA 01301
sean@osullivanlawoffices.com
(413) 773-5459
On-site parking
NE-273586

Realtors/Brokers

OPEN HOUSES

88 TURNERS FALLS ROAD • MONTAGUE $165,000

Just Listed!
Room for Expansion
Turners Falls 2 BDRM ranch on 1 acre. Kitchen opens to dining room with access to back deck. Oversized garage.
SAT 4/27 • 10AM-12PM
Linda Webster 413-575-2140

9 STONE ROAD • WENDELL $229,900

Just Listed!
Country Living
Private 3 BDRM log home on 5.5 acres across from Wendell State Forest. Open floor plan, solar panels, 2 outbuildings.
SAT 4/27 • 11AM-12:30PM
Jennifer Gross 413-835-1352

33 ALLEN STREET • GREENFIELD $220,000

Just Listed!
Antique Farmhouse
Sunny interior features spacious kitchen and dining room. 3 BDRM. Private back deck and gardens. 2 car garage.
SAT 4/27 • 12-2PM
Wanda Mooney 413-768-9848

96-108 DEERFIELD STREET • GREENFIELD

GREEN RIVER COMMONS

SAT 4/27 • 12-2PM
ONLY 3 LEFT!
AFFORDABLE HOMES available to qualified buyers starting at $144,900.
Quality built condominiums, net zero ready, located steps from downtown.
WRIGHT BUILDERS
Wanda Mooney 413-768-9848

68 WEST STREET • GREENFIELD $169,900

Just Listed!
1900s Bungalow
On quiet side street. Updated and well maintained with unique original details. 3 BDRM, 1 BTH. Energy efficient.
SUN 4/28 • 11AM-1PM
Joanne McGowan 413-824-1952

LOT 76 MOLLOY AVENUE • HATFIELD $469,899

NEW Executive Ranch on 1 Acre
Quality construction by well known local builder. 2 BDRM, open floor plan, cathedral ceilings, hardwood floors.
SUN 4/28 • 12-2PM
Don Mailloux 413-834-1524

220 HIGH STREET • GREENFIELD ⬇ $365,000

Room for Everyone
Magnificent, well-kept 5 BDRM w/extra buildable lot. Immense family room. Updated for multi-generational needs.
SUN 4/28 • 12-2PM
Michael Pratt 207-415-3460

28 JONES ROAD • DEERFIELD $289,900

Let Life Happen Here
Spacious 5 BDRM antique home w/over 2600 sq ft, 2 baths, fireplace, enclosed porch, and attached 2 car garage.
SUN 4/28 • 3-5PM
Don Mailloux 413-834-1524

COLDWELL BANKER
UPTON-MASSAMONT REALTORS®
Find Your Dream Home at
ColdwellBankerUMR.com
AMHERST | NORTHAMPTON
SOUTH DEERFIELD | SHELBURNE FALLS
NE-275462

Legals

LEGAL AD

TOWN OF PHILLIPSTON
NOTICE
Pre-Town Meeting
Annual Town Meeting
Annual Town Election

The Town of Phillipston will hold its **Pre-Town Meeting** on Wednesday, May 1, 2019 at 6:30 p.m. in the Phillipston Memorial Elementary School gymnasium; and

Its **Annual Town Meeting** on Wednesday, May 8, 2019 at 7:00 p.m. in the Phillipston Memorial Elementary School gymnasium; and

Its **Annual Town Election** on Monday, May 20, 2019 from 12:00 noon until 8:00 p.m. at the Town Hall, 50 The Common.

These locations are handicapped accessible.

BY: Phillipston Selectboard
John Telepciak
Terrence Dymek
Kim Pratt
April 27, May 1, 2019

27538

Legals

Legal Notice
Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **5/3/19** at **5:30pm** at the **Town Hall Auditorium, 6 Prospect St #1, Orange, MA 01364.** The proposed Marijuana Cultivation and Manufacturing Business is anticipated to be located at 207 Daniel Shays Highway, Orange, MA 01364. There will be an opportunity for the public to ask questions.

Please visit **www.hellodiem.com/ma** for information about cannabis and our company. Interested parties may submit questions and comments on the same website.
Diem Orange LLC
75 North Main St., #570
Randolph, MA 02368
April 26, 2019

27454

Realtors/Brokers

FITZGERALD Real Estate

OPEN HOUSE • SATURDAY 12-2PM
25 FERRANTE AVE, GREENFIELD

New Listing! Stop by and see this charming 4 bedroom, 2 bath Cape with nice size bright and sunny rooms. Recently remodeled kitchen and bath. Large fireplaced living room and formal dining. Cozy family room with picture window and a fireplace. Located in Four Corners right next to the Discovery School. **$275,000.**

OPEN HOUSE • SATURDAY 3-5PM
40 RANDALL RD, MONTAGUE
New Listing! You will want to see inside very spacious, meticulously maintained and carefully updated 4 bedroom, 2 bath Ranch. Much larger than it looks, this lovely home has everything you need and want, all on one level. There is so much to see. Stop by and check it out. Hurry, this one won't last long! **$239,900.**


OPEN HOUSE • SUNDAY 12-2PM
102 RIDDELL ST, GREENFIELD

If outdoor living is your thing, you want to see this very charming, quality built 8 room, 4 bedroom Colonial with 2 ½ baths including a master bedroom and private bath. Bar-b-que under the pavilion, take a swim in the petite saltwater pool and enjoy a front row seat for the fireworks off Poet Seat Tower right from your own back yard. **$337,000.**

Search for your next Home @
FITZGERALD-RealEstate.com
413-774-6371
NE-275461

Car to sell?
Call Classified Advertising to get the word out!
413-772-0148
978-249-3535

American Heart Association®
www.heart.org

Legals

PUBLIC NOTICE

Centerline Communications is processing a new application for the installation of a (160' AGL) 1221' AMSL Monopole Antenna Tower to be located at 42° 28' 43.07"N, 72° 08' 58.14" W. The physical location of the proposed structure is 0.17NM east of the intersection of Quaker Dr and Hall Rd in Petersham, MA. Interested persons may submit specific comments regarding environmental concerns at FCC's Submit Pleading Portal: www.fcc.gov/wireless/support/antenna-structure-registration-asr-resources/filing-request-environmental-review and complete the online application provided at the referenced site. Please use File Number: A1134784 to refer to this specific application. Comments are sought regarding any environmental concerns about this project. Interested persons may file a Request for Environmental Review with the Federal Communications Commission (FCC) within 30 days after the date on which the information related to this project has been posted on the above referenced FCC site. The FCC strongly encourages interested parties to file Requests for Environmental Review online at https: www.fcc.gov/wireless/support/antenna-structure-registration-asr-resources/filing-request-environmental-review. However, Paper Copy requests can be made at the following address: FCC Requests for Environmental Review, ATTN: Ramon Williams, 445 12th Street SW, Washington, DC 20554.
April 26, 2019

27506

Legals

The Shelburne Fire District
18 Little Mohawk Road
Shelburne, Ma

Notice is hereby given that the Annual District Meeting of the Shelburne Fire District will be held at 8:00pm on Tuesday, April 30, 2019 in the meeting room of the Shelburne Fire Department located at 18 Little Mohawk Road, Shelburne, Ma.

Respectfully Submitted,
James Wholey, Chairman
Prudential Committee
Shelburne Fire District
April 19, 26

27162

Legals

TOWN OF WENDELL
Board of Health Regulation to Protect Home Buyer to Assure Authentic Well Water Testing Results Before Sale of Property

Before the sale of a property, a water test must be performed and sealed by Board of Health Member/Health Agent, and then delivered to a state-certified laboratory within three hours. If the water test is performed at the time of Title 5 Inspection, when the Agent is present, there will be no additional fee for the Agent. The seller is responsible for delivery and payment to the laboratory unless otherwise pre-arranged.
April 26

27430

Legals

Notice of Public Comment

The Franklin County Transportation Planning Organization will open a 21-day public review and comment period for the following documents: a Draft Amendment #1 to the 2019-2023 Transportation Improvement Program and a Draft 2020-2024 Transportation Improvement Program. Comments on all Draft documents will be accepted from Monday, April 29, until Monday, May 20, 2019. Copies of the draft document are available for review at the Franklin Regional Council of Governments, located at 12 Olive Street, Suite 2, Greenfield, MA 01301; by calling (413) 774-3167 x 139 to request copies; or on the FRCOG website at www.frcog.org. Comments should be submitted in writing to lscarbrough@frcog.org or to the mailing address above.
April 26

27554

Legals

Commonwealth of Massachusetts
The Trial Court
Probate and Family Court
Franklin Probate and Family Court
43 Hope Street
Greenfield, MA 01301
(413) 774-7011
CITATION ON PETITION FOR FORMAL ADJUDICATION
Docket No. FR16P0156EA

Estate of Roger Bliss Thurber
Date of Death: 04/11/2016
To all interested persons:
A petition for Formal Probate of Will with Appointment of Personal Representative has been filed by Catherine W. Tyng of New Salem, MA
requesting that the Court enter a formal Decree and Order and for such other relief as requested in the Petition.
The petitioner requests that:
Catherine W. Tyng of New Salem, MA
be appointed as Personal Representative(s) of said estate to serve Without Surety on the bond in an unsupervised administration.

IMPORTANT NOTICE

You have the right to obtain a copy of the Petition from the Petitioner or at the Court. You have a right to object to this proceeding. To do so, you or your attorney must file a written appearance and objection at this Court before: 10:00 a.m. on the return day of 05/08/2019.
This is NOT a hearing date, but a deadline by which you must file a written appearance and objection if you object to this proceeding. If you fail to file a timely written appearance and objection followed by an Affidavit of Objections within thirty (30) days of the return date, action may be taken without further notice to you.

UNSUPERVISED ADMINISTRATION UNDER THE MASSACHUSETTS UNIFORM PROBATE CODE (MUPC)

A Personal Representative appointed under the MUPC in an unsupervised administration is not required to file an inventory or annual accounts with the Court. Persons interested in the estate are entitled to notice regarding the administration directly from the Personal Representative and may petition the Court in any matter relating to the estate, including the distribution of assets and expenses of administration.
WITNESS, Hon. Beth A. Crawford, First Justice of this Court.
Date: April 10, 2019
John F. Merrigan,
Register of Probate
April 26

27436

Legals

MORTGAGEE'S NOTICE OF SALE OF REAL ESTATE

By virtue and in execution of the Power of Sale contained in a certain Mortgage given by Richard A. Lagoy-Stowell and Stephanie Lagoy-Stowell to Bank of America, N.A., dated March 19, 2010 and recorded with the Franklin County Registry of Deeds at Book 5835, Page 1, subsequently assigned to Federal National Mortgage Association by Bank of America, N.A. by assignment recorded in said Franklin County Registry of Deeds at Book 6377, Page 39, subsequently assigned to MTGLQ Investors, L.P. by Federal National Mortgage Association by assignment recorded in said Franklin County Registry of Deeds at Book 7168, Page 55 for breach of the conditions of said Mortgage and for the purpose of foreclosing same will be sold at Public Auction at 12:00 PM on May 10, 2019 at 8 Long Plain Road, Whately, MA, all and singular the premises described in said Mortgage, to wit:

A certain tract or parcel of land with the buildings thereon located on the Easterly sideline of Straits Road, Whately, Franklin County, Massachusetts and shown on as Lot #3 on plan of land entitled "Plan of Land in Whately, MA Surveyed for W. Robert and Jessie A. Thayer" dated April 11, 1987, Robert P. Rose and Associates, Registered Land Surveyors, recorded with the Franklin County Registry of Deeds in Plan Book 64, Page 7, said Lot #3 being more particularly bounded and described as follows: Beginning at an iron pin set in the Easterly sideline of said Straits Road, which iron pin marks the Southwesterly corner of Lot #2 as shown on said plan and the Northwesterly corner of the parcel described herein; thence proceeding S., 68 19' 04" W. a distance of 433.26 feet to an iron pin set; thence turning and running S. 41 49' 57" W. a distance of 89.20 feet to an iron pin set; thence turning and running N. 80 52' 57" W. a distance of 487.37 feet to an iron pin set in the Easterly sideline of said Straits Road; thence turning and running N. 40 05' 32" E. a distance of 200.00 feet along the Easterly sideline of said Straits Road to the iron pin set at the place of beginning. Containing 1.385 acres, more or less. Being the same premises conveyed to the Mortgagors herein by deed of Rosemund, LLC, recorded in the Franklin County Registry of Deeds in Book 5330, Page 279. The Mortgagor, Richard A. Lagoy-Stowell, has heretofore recorded a Declaration of Homestead with said Registry of Deeds in Book 5334, Page 68, and hereby reserves all rights thereunder but agrees that said Declaration of Homestead shall be subordinate to this Mortgage with the same force and effect as if this Mortgage had been executed, delivered and recorded prior to the execution and recording of said Declaration of Homestead.

Upon information and belief, there are errors in the legal description attached to the insured mortgage recorded at Bk 5835 Pg 1, wherein the recording information provided for the plan is inaccurate, the subject premises is shown on Plan Book 64, Page 77, Franklin County Registry of Deeds. In addition, the 1st bound should read: thence proceeding N. 68 degrees 19' 04" E. a distance of 443.26 feet to an iron pin set. For a more accurate description, see Lot #3 on plan in Book 64, Page 77.

The premises are to be sold subject to and with the benefit of all easements, restrictions, encroachments, building and zoning laws, liens, unpaid taxes, tax titles, water bills, municipal liens and assessments, rights of tenants and parties in possession, and attorney's fees and costs.

TERMS OF SALE:
A deposit of FIVE THOUSAND DOLLARS AND 00 CENTS ($5,000.00) in the form of a certified check, bank treasurer's check or money order will be required to be delivered at or before the time the bid is offered. The successful bidder will be required to execute a Foreclosure Sale Agreement immediately after the close of the bidding. The balance of the purchase price shall be paid within thirty (30) days from the sale date in the form of a certified check, bank treasurer's check or other check satisfactory to Mortgagee's attorney. The Mortgagee reserves the right to bid at the sale, to reject any and all bids, to continue the sale and to amend the terms of the sale by written or oral announcement made before or during the foreclosure sale. If the sale is set aside for any reason, the Purchaser at the sale shall be entitled only to a return of the deposit paid. The purchaser shall have no further recourse against the Mortgagor, the Mortgagee or the Mortgagee's attorney. The description of the premises contained in said mortgage shall control in the event of an error in this publication. **TIME WILL BE OF THE ESSENCE.**

Other terms, if any, to be announced at the sale.
MTGLQ Investors, LP

Present Holder of said Mortgage,
By Its Attorneys,
ORLANS PC
PO Box 540540
Waltham, MA 02454
Phone: (781) 790-7800
17-007846
April 19, 26, May 3

26745

Open House

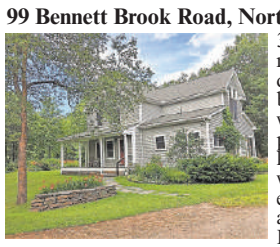
FIVE COLLEGE REALTORS®

105 Sand Hill Road, Shutesbury • $429,900
NEW LISTING

OPEN HOUSE SATURDAY 11-1
Nestled on a 2.08 acre wooded, private lot is this amazing custom built Multi-level Contemporary home. Sporting 8RMs, 4BRs, 3BAs, the floor plan is flexible. Amenities are many & include bamboo floors, 2-sided FP, large deck and screened porch.

221 Old Post Road, Worthington • $699,900
NEW PRICE

Warm, unique and welcoming 4BR 2.5BA home filled w/natural woodwork, light and distinctive characteristics. Chef's kitchen w/Sub-Zero SS refrigerator, island cooktop, granite, cherry, and bay window facing the backyard field and woods.

99 Bennett Brook Road, Northfield • $450,000

3BR 2.5BA modern farmhouse designed, post & beam on 6 acres w/wrap-around porches, open kitchen/DR/LR w/hardwoods, exposed beams, and central stone FP. Chef's kitchen w/SS, granite and cooking island. Partially finished basement.

304 Plumtree Road, Sunderland • $319,500

Adorable 4BR 2BA arts and craft farmhouse w/open meadow vistas to the south. Eat-in kitchen w/wood stove, generous LR, Den and DR w/hardwoods. Spacious mudroom, laundry, covered front porch & 3 season side porch.

DEDICATED • TRUSTED • EXPERIENCED • LOCAL
190 University Drive, Amherst • 549-5555 92 Main Street, Florence • 585-8555
5CollegeRealtors.com
NE-256558

DAKIN HUMANE SOCIETY
413-548-9898
WWW.DAKINHUMANE.ORG

Legal Notice
Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **5/3/19** at **5:30pm** at the **Town Hall Auditorium, 6 Prospect St #1, Orange, MA 01364.** The proposed Marijuana Cultivation and Manufacturing Business is anticipated to be located at 207 Daniel Shays Highway, Orange, MA 01364. There will be an opportunity for the public to ask questions.

Please visit **www.hellodiem.com/ma** for information about cannabis and our company. Interested parties may submit questions and comments on the same website.

Diem Orange LLC
75 North Main St., #570
Randolph, MA 02368

April 26, 2019

27454

E-mail Demonstrating Notice to Municipal Officials
(Attachment B)

Gmail by Google

Alex Howbert <alex@hellodiem.com>

Community Outreach Notice

Amanda Carey <acarey@townoforange.org> Fri, Apr 26, 2019 at 1:42 PM
To: Gabriele Voelker <gvoelker@townoforange.org>, Gail Weiss <gweiss@townoforange.org>, Town Clerk <townclerk@townoforange.org>, Town Collector <collector@townoforange.org>, Trish Barnes <tbarnes@townoforange.org>, Phil Harris <pharris@townoforange.org>, Jami Kolosewicz <jkolosewicz@townoforange.org>, Tracy Gaudet <tgaudet@townoforange.org>, Colin Killay <publicworks@townoforange.org>, Recycling/Sanitation Manager <sanit@townoforange.org>, Ed Billiel <ebilliel@townoforange.org>, Ken Wysk <kwysk@townoforange.org>, Library Director <director@orangelib.org>, Chief of Police <police_chief@townoforange.org>, Police Sergeant <police_sergeant@townoforange.org>, Brenda Anderson <BAnderson@townoforange.org>, James Young <jyoung@townoforange.org>, Planning <planning@townoforange.org>, Selectman Mailloux <Selectmanmailloux@gmail.com>, "selectmantomsmith@yahoo.com" <selectmantomsmith@yahoo.com>, "selectmanwrigley@gmail.com" <selectmanwrigley@gmail.com>, Jane Peirce <jane4selectboard@gmail.com>, "jcornwell.orange@gmail.com" <jcornwell.orange@gmail.com>
Cc: Alex Howbert <alex@hellodiem.com>

Hi all,

Please see the attached legal notice for a Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business.

Thank you,

Amanda Carey

Administrative Assistant

BOS/Town Administrator

Town of Orange

6 Prospect Street

Orange, MA 01364

Ph: (978) 544-1100, X106

Fax: (978) 544-1120

acarey@townoforange.org

From: Alex Howbert<alex@hellodiem.com>
Sent: Friday, April 26, 2019 11:52 AM
To: Amanda Carey; Gabriele Voelker
Subject: Community Outreach Notice

[Quoted text hidden]

Legal Notice Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business - Diem Orange LLC dba Diem Cannabis.docx
15K

Legal Notice Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **5/3/19** at **5:30pm** at the Town Hall Auditorium, 6 Prospect St #1, Orange, MA 01364. The proposed Marijuana Cultivation and Manufacturing Business is anticipated to be located at 207 Daniel Shays Highway, Orange, MA 01364. There will be an opportunity for the public to ask questions.

Please visit www.hellodiem.com/ma for information about cannabis and our company. Interested parties may submit questions and comments on the same website.

Diem Orange LLC
75 North Main St., #570
Randolph, MA 02368
April 26, 2019

Notice Sent to Abutters
(Attachment C)

Legal Notice Community Outreach Meeting for Cannabis Cultivation and Manufacturing Business

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **5/3/19** at **5:30pm** at the Town Hall Auditorium, 6 Prospect St #1, Orange, MA 01364. The proposed Marijuana Cultivation and Manufacturing Business is anticipated to be located at 207 Daniel Shays Highway, Orange, MA 01364. There will be an opportunity for the public to ask questions.

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Diem Orange LLC
75 North Main St., #570
Randolph, MA 02368
April 26, 2019

Abutters List

500 foot Abutters List Report

Orange, MA
April 23, 2019

Subject Property:

Parcel Number:	252-59	Mailing Address:	[redacted]
CAMA Number:	252-59		702 SOUTH MAIN STREET
Property Address:	207 DANIEL SHAYS HWY		ORANGE, MA 01364

Abutters:

Parcel Number:	251-100	Mailing Address:	[redacted]
CAMA Number:	251-100		180 DANIEL SHAYS HIGHWAY
Property Address:	180 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	252-1	Mailing Address:	[redacted]
CAMA Number:	252-1		1018 CHESTNUT STREET
Property Address:	187 DANIEL SHAYS HWY		ATHOL, MA 01331
Parcel Number:	252-46	Mailing Address:	[redacted]
CAMA Number:	252-46		30 EAGLEVILLE ROAD
Property Address:	30 EAGLEVILLE RD		ORANGE, MA 01364
Parcel Number:	252-51	Mailing Address:	[redacted]
CAMA Number:	252-51		18 EAGLEVILLE ROAD
Property Address:	18 EAGLEVILLE RD		ORANGE, MA 01364
Parcel Number:	252-52	Mailing Address:	[redacted]
CAMA Number:	252-52		16 EAGLEVILLE ROAD
Property Address:	16 EAGLEVILLE RD		ORANGE, MA 01364
Parcel Number:	252-53	Mailing Address:	[redacted]
CAMA Number:	252-53		10 EAGLEVILLE ROAD
Property Address:	10 EAGLEVILLE RD		ORANGE, MA 01364
Parcel Number:	252-54	Mailing Address:	[redacted]
CAMA Number:	252-54		10 REAR EAGLEVILLE ROAD
Property Address:	10 EAGLEVILLE RD		ORANGE, MA 01364
Parcel Number:	252-55	Mailing Address:	[redacted]
CAMA Number:	252-55		459 FAIRVIEW AVENUE
Property Address:	EAGLEVILLE RD		ATHOL, MA 01331
Parcel Number:	252-56	Mailing Address:	[redacted]
CAMA Number:	252-56		20 LAKE TERRACE
Property Address:	12 EAGLEVILLE RD		EAST ORLEANS, MA 02653
Parcel Number:	252-57	Mailing Address:	[redacted]
CAMA Number:	252-57		OFF EAGLEVILLE ROAD
Property Address:	14R EAGLEVILLE RD		ORANGE, MA 01364

500 foot Abutters List Report

Orange, MA
April 23, 2019

Parcel Number:	252-58	Mailing Address:	[redacted]
CAMA Number:	252-58		189 DANIEL SHAYS HIGHWAY
Property Address:	189 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	252-60	Mailing Address:	[redacted]
CAMA Number:	252-60		702 SOUTH MAIN STREET
Property Address:	235 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	252-61	Mailing Address:	[redacted]
CAMA Number:	252-61		702 SOUTH MAIN STREET
Property Address:	ROUTE 2		ORANGE, MA 01364
Parcel Number:	252-62	Mailing Address:	[redacted]
CAMA Number:	252-62		702 SOUTH MAIN STREET
Property Address:	231 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	252-63	Mailing Address:	[redacted]
CAMA Number:	252-63		192 DEPOT ROAD PO BOX 401
Property Address:	184 DANIEL SHAYS HWY		EAST TEMPLETON, MA 01438-0401
Parcel Number:	252-64	Mailing Address:	[redacted]
CAMA Number:	252-64		202 DANIEL SHAYS HIGHWAY
Property Address:	202 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	252-65	Mailing Address:	[redacted]
CAMA Number:	252-65		194 DANIEL SHAYS HIGHWAY
Property Address:	194 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	252-66	Mailing Address:	[redacted]
CAMA Number:	252-66		192 DEPOT ROAD PO BOX 401
Property Address:	186 DANIEL SHAYS HWY		EAST TEMPLETON, MA 01438-040
Parcel Number:	253-2	Mailing Address:	[redacted]
CAMA Number:	253-2		702 SOUTH MAIN STREET
Property Address:	701 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	253-5	Mailing Address:	[redacted]
CAMA Number:	253-5		56 MAGOON ROAD
Property Address:	DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	253-6	Mailing Address:	[redacted]
CAMA Number:	253-6		PO BOX 221
Property Address:	241 DANIEL SHAYS HWY		ORANGE, MA 01364
Parcel Number:	253-7	Mailing Address:	[redacted]
CAMA Number:	253-7		PO BOX 221
Property Address:	245 DANIEL SHAYS HWY		ORANGE, MA 01364

Sign-in Sheet from Community Outreach Meeting

Community Outreach Meeting
207 Daniel Shays Hwy, Orange, MA

Hello! Thank you for coming. The Massachusetts Cannabis Control Commission (CCC) has requested that attendees of this meeting sign in below. Please fill out the information below:

Name	Address	Phone Number	Email	Occupation
KATHY REINIG	34 W MAIN ST	978 544 2194	ORANGE@KATHREIMG.COM	SELF EMPLOYED TOWN FINCOM MEMBER

Plan to Remain Compliant with Local Zoning

The purpose of this plan is to outline how Diem Orange LLC ("Diem") is and will remain in compliance with local codes, ordinances and bylaws for the physical address of 207 Daniel Shays Highway, Orange, MA 01634 ("the Property") the marijuana cultivation and product manufacturing establishment at, which shall include, but not be limited to, the identification of any local licensing requirements for the adult use of marijuana.

The Property is located in the B Zoning District and properly zoned pursuant to the Town of Orange Zoning Ordinance Section 2234 Business Uses and Section 2400. There are no other codes, ordinances, or bylaws relative to the marijuana establishment.

In addition to Diem remaining compliant with existing Zoning Ordinances; Diem will continuously engage with Town of Orange officials to remain up to date with local zoning ordinances to remain fully compliant.

The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: $500.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Certificate of Organization
(General Laws, Chapter)

Identification Number: 001379953

1. The exact name of the limited liability company is: DIEM ORANGE LLC

2a. Location of its principal office:

No. and Street: 75 NORTH MAIN STREET
#570
City or Town: RANDOLPH State: MA Zip: 02368 Country: USA

2b. Street address of the office in the Commonwealth at which the records will be maintained:

No. and Street: 75 NORTH MAIN STREET
#570
City or Town: RANDOLPH State: MA Zip: 02368 Country: USA

3. The general character of business, and if the limited liability company is organized to render professional service, the service to be rendered:

ORGANIZING IN ORDER TO APPLY FOR A LICENSE WITH THE CANNABIS CONTROL COMMISSION

4. The latest date of dissolution, if specified:

5. Name and address of the Resident Agent:

Name: SIRA GRANT
No. and Street: C/O SMITH COSTELLO & CRAWFORD
50 CONGRESS STREET, SUITE 420
City or Town: BOSTON State: MA Zip: 02109 Country: USA

I, SIRA GRANT resident agent of the above limited liability company, consent to my appointment as the resident agent of the above limited liability company pursuant to G. L. Chapter 156C Section 12.

6. The name and business address of each manager, if any:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code

7. The name and business address of the person(s) in addition to the manager(s), authorized to execute documents to be filed with the Corporations Division, and at least one person shall be named if there are no managers.

Title	Individual Name	Address (no PO Box)

	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code
SOC SIGNATORY	CHRISTOPHER MITCHEM	220 NW 8TH AVE, STE 343 PORTLAND, OR 97209 USA

8. The name and business address of the person(s) authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property:

Title	**Individual Name** First, Middle, Last, Suffix	**Address** (no PO Box) Address, City or Town, State, Zip Code

9. Additional matters:

SIGNED UNDER THE PENALTIES OF PERJURY, this 22 Day of April, 2019,
SIRA GRANT

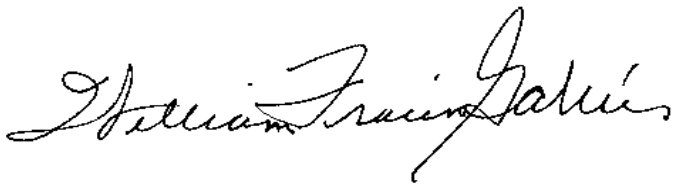
(The certificate must be signed by the person forming the LLC.)

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THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

April 22, 2019 01:57 PM



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

OPERATING AGREEMENT
OF
DIEM ORANGE LLC

This **OPERATING AGREEMENT** (as amended from time to time, this "**Agreement**") of DIEM ORANGE LLC (the "**Company**") is made by TDMA Holdings LLC (the "**Member**") effective as of April 22, 2019.

1. **Formation of Limited Liability Company.** The Company was formed on April 22, 2010 pursuant to the provisions of the Massachusetts Limited Liability Company Act, Massachusetts General Laws, Chapter 156C (the "Act"), by the filing of a Certificate of Organization of the Company with the office of the Secretary of the Commonwealth of Massachusetts. The rights and obligations of the Member and the administration of the Company shall be governed by this Agreement and the Act.

2. **Member.** TDMA Holdings LLC is the sole member of the Company. The principal office address of the Member is 75 North Main Street #570, Randolph, MA 02368.

3. **Purpose.** The Company may engage in any and all businesses or activities in which a limited liability company may be engaged under applicable law (including, without limitation, the Act).

4. **Name.** The name of the Company shall be DIEM ORANGE LLC.

5. **Registered Office; Other Places of Business.** The registered office of the Company in the Commonwealth of Massachusetts is 75 North Main St. #570, Randolph, MA 02368. The Company may have such other offices as the Member may designate from time to time.

6. **Resident Agent.** The agent for service of process in Massachusetts as of the effective date of this Agreement is Sira Grant, Smith Costello & Crawford, 50 Congress Street, Boston, MA 02109.

7. **Term of Company.** The Company commenced on the date the Certificate of Organization was properly filed with the Secretary of the Commonwealth of the Commonwealth of Massachusetts and shall exist in perpetuity or until its business and affairs are earlier wound up following proper dissolution.

8. **Management of Company.** All decisions relating to the business, affairs, and properties of the Company shall be made by the Member. The Member may appoint one or more managers and/or officers of the Company using any titles, and may delegate all or some decision-making duties and responsibilities to such persons. Any such managers and/or officers shall serve at the pleasure of the Member. To the extent delegated by the Member, managers and/or officers shall have the authority to act on behalf of, bind, and execute and deliver documents in the name and on behalf of the Company. In addition, unless otherwise determined the Member, any officer(s) so appointed shall have such authority and responsibility as is generally attributable to the holders of such officers in corporations incorporated under the laws of the Commonwealth of Massachusetts. No delegation of authority hereunder shall cause the Member to cease to be a Member.

9. **Other Activities.** The Member, its agents, representatives and affiliates may engage or invest in, and devote their time to, any other business venture or activity of any nature and description (independently or with others), whether or not such other activity may be deemed or construed to be in competition with the Company. The Company shall not have any right by virtue of this Agreement or the relationship created hereby in or to such other venture or activity (or to the income or proceeds derived therefrom), and the pursuit thereof, even if competitive with the business of the Company, shall not be deemed wrongful or improper.

10. **Standards of Conduct.** Whenever the Member is required or permitted to make a decision, take or approve an action, or omit to do any of the foregoing, then the Member shall be entitled to consider only such interests and factors, including its own, as it desires, and shall have no duty or obligation to consider any other interests or factors whatsoever. To the extent that the Member has, at law or in equity, duties (including, without limitation, fiduciary duties) to the Company or other person bound by the terms of this Agreement, the Member acting in accordance with the Agreement shall not be liable to the Company or any such other person for its good faith reliance on the provisions of this Agreement. The provisions of this Agreement, to the extent that they restrict the duties of the Member otherwise existing at law or in equity, replace such other duties to the greatest extent permitted under applicable law.

11. **Limited Liability.** Except as otherwise required by any non-waivable provision of the Act or other applicable law, the Member shall not be personally liable in any manner whatsoever for any debt, liability, or other obligation of the Company, whether such debt, liability, or other obligation arises in contract, tort, or otherwise.

12. **Indemnification.** The Company shall indemnify and hold harmless the Member to the full extent permitted by law from and against any and all losses, claims, demands, costs, damages, liabilities, expenses of any nature (including attorneys' fees and disbursements), judgments, fines, settlements, and other amounts (collectively, "**Costs**") arising from any and all claims, demands, actions, suits, or proceedings (civil, criminal, administrative, or investigative) (collectively, "**Actions**") in which the Member may be involved, or threatened to be involved as a party or otherwise, relating to the performance or nonperformance of any act concerning the activities of the Company. In addition, to the extent permitted by law, the Member may cause the Company to indemnify and hold harmless any managers and/or officers from and against any and all Costs arising from any or all Actions arising in connection with the business of the Company or by virtue of such person's capacity as an agent of the Company. Notwithstanding the foregoing, any and all indemnification obligations of the Company shall he satisfied only from the assets of the Company, and the Member shall have no liability or responsibility therefore.

13. **Dissolution and Winding Up.** The Company shall dissolve and its business and affairs shall be wound up pursuant to a written instrument executed by the Member. In such event, after satisfying creditors, all remaining assets shall be distributed to the Member.

14. **Amendments.** This Agreement may be amended or modified from time to time only by a written instrument executed by the Member.

15. **Governing Law.** The validity and enforceability of this Agreement shall be governed by and construed in accordance with the laws of Massachusetts without regard to other principles of conflicts of law.

IN WITNESS WHEREOF, the Member hereto has duly executed this Agreement effective as of the above stated date.

MEMBER

TDMA Holdings LLC

By: _____

Name: Chris Mitchem
Title: President

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

mass.gov/dor

Letter ID: L1239845760
Notice Date: May 21, 2019
Case ID: 0-000-552-772

CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE

000038

DIEM ORANGE LLC
75 N MAIN ST STE 570
RANDOLPH MA 02368-4605

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, DIEM ORANGE LLC 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

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the Commonwealth

May 30, 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

DIEM ORANGE LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **April 22, 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: **NONE**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **CHRISTOPHER MITCHEM**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **NONE**

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

Processed By:NGM

Compliance Summary

Pursuant to 935 CMR 500.140(3), upon entry into the premise of Diem Orange LLC (Diem) by an individual, a Diem registered marijuana establishment agent shall immediately inspect the individual's proof of identification. An individual shall not be admitted to the premise unless the registered marijuana establishment agent has verified that the individual is 21 years of age or older by offering proof of identification.

In accordance with 935 CMR 500.140(4), marijuana establishment agents shall not sell more than one ounce of marijuana or five grams of marijuana concentrate to a consumer per transaction. Diem's marijuana establishment agents may refuse to sell marijuana to any consumer if, in the opinion of the agent based on information available at the time, the sale would place the consumer or the public at risk. Marijuana establishment agents are expressly prohibited from selling marijuana products containing nicotine and marijuana products containing alcohol if said sale would require additional licensure under state law.

Diem shall comply with 935 CMR 500.140(6)(a)-(c) by utilizing a point-of-sale (POS) system approved by the Commission, a sales recording system approved by Department of Revenue (DOR), and prohibit marijuana establishment agents from manipulating or altering sales data. Each month, Diem shall conduct an analysis of its equipment and sales data to ensure that no system is being used to manipulate or alter sales data. Diem will maintain records of these monthly analyses and make them available to the Commission upon request. Should Diem discover that a software or other method has been utilized for the purpose of manipulating or altering sales data, Diem will comply with the reporting requirements of 935 CMR 500.140(6)(d).

Diem shall utilize separate accounting practices at the POS for marijuana and marijuana products and non-marijuana sales. Diem shall permit the Commission and the DOR to audit and examine its POS system to ensure compliance with 935 CMR 500.000 and Massachusetts tax law.

All products sold to customers will meet the requirements of 935 CMR 500.105(5)(a)-(d) addressing labeling of marijuana, marijuana products, edible marijuana infused products, marijuana concentrates and extracts and marijuana infused tinctures and topicals. Each label will include, but not be limited to: name and registration of marijuana cultivator and/or product manufacturer; the name of the product; quantity of usable marijuana; type of marijuana used in the product; directions for use of the marijuana if relevant; and a symbol or easily recognizable mark issued by the Commission that indicates the package contains marijuana product.

Pursuant to 935 CMR 500.105(6), Diem will ensure that all marijuana products sold to consumers (not including wholesale products) will be sold in tamper or child-resistant packaging that is not attractive to minors. Diem shall make available educational materials about marijuana products to consumers. Diem shall make these materials in commonly spoken languages as designated by the Commission and include appropriate material for those individuals who are visually and hearing-impaired. All educational materials will meet the requirements of 935 CMR 500.140(8)(a)-(j) and be available to the Commission for inspection upon request.

At this time, Diem does not propose selling medical marijuana and marijuana products at its Worcester location.

Compliance Summary

Intent

Diem Orange, LLC ("Diem") is committed to creating a diverse workforce by utilizing hiring practices that do not discriminate against women, minorities, veterans, persons with disabilities and LGBTQ+ individuals. Furthermore, it is our belief that the more diverse and inclusive our team is the more successful Diem will be in Massachusetts as we seek to utilize ideas and innovations from a variety of backgrounds, experiences and cultures.

Purpose

Diem's Diversity Plan has been created to ensure that our hiring practices create a diverse and inclusive organization. Diem recognizes that its Orange facility is located in a relatively isolated geographic area; however, Diem will make best efforts to achieve diversity in its staffing makeup. Diem's Diversity Plan is meant to be an evolving document designed to guide decisions and practices that ensure we are able to reach our goals described below. The Diversity Plan represents an initial approach to establish a comprehensive management plan with goals and measures for inclusion and diversity. The Diversity Plan will be evaluated and modified, when necessary, as our company grows and expands.

Any actions taken, or programs instituted, by Diem will not violate the Cannabis Control Commission's regulations with respect to limitations on ownership or control or other applicable state laws or regulations.

Goals

The following goals and policies serve as the diversity plan that Diem utilizes to maintain a discrimination-free and inclusive environment within all company operations. Through these policies we can recruit skilled people from diverse backgrounds and support each individual's talents through career development to align everyone's goals.

Goal 1: Recruit and hire a diverse group of employees that values and promotes inclusiveness among the workforce

> **Proposed Initiative**: As part of its hiring plan, Diem will seek to hire a workforce that is made up of at least 50% women and 15% described as minorities, veterans, people with disabilities, and LGBTQ+ individuals with a goal to increase the number of individuals falling into these demographics working in the establishment. To achieve this goal, Diem will:
>
> - Create gender-neutral job descriptions;
> - Recruit from state and local employment staffing groups such as MassHire Franklin Hampshire Career Center and MassHire Worcester Career Center;
> - Post hiring needs in diverse publications such as a variety of web-based recruitment platforms such as indeed.com;

- Participate in local hiring events and job fairs, at least two annually, including events held by the Massachusetts Cannabis Business Association (MassCBA);
- Attend community group meetings in and around Orange, at least two annually, to introduce Diem and address our existing hiring needs to attract a diverse array of individuals, with an emphasis on those affiliated with the cannabis industry.

Diem will adhere to the requirements set forth in 935 CMR 500.105(4) relative to the permitted and prohibited advertising, brand, marketing, and sponsorship practices of marijuana establishments. Diem will engage with community groups and leaders to further identify ways in which to attract candidates that may not otherwise be aware of employment opportunities with Diem. To ensure that our workplace is an inclusive environment and to promote equity among our team, all hiring managers will undergo training to address bias and cultural sensitivity.

Metrics and Evaluation: Diem will assess the demographics of its employees to see if it is meeting its goal of increasing diversity in these positions. Diem will annually analyze the staffing makeup and based upon the outcome of those analytics, determine what steps are necessary to further increase the diversity of Diem. Diem will assess and review its progress within a year of receiving its Provisional License from the Cannabis Control Commission for an adult-use marijuana establishment and then annually, thereafter. Based upon this annual review and in conjunction with the renewal of its license, Diem will be able to demonstrate to the Commission the success of this initiative.

Goal 2: Ensure that all participants in our supply chain and ancillary services are committed to the same goals of promoting equity and diversity in the adult-use marijuana industry.

Proposed Initiative: To accomplish this goal, Diem will prioritize working with businesses in our supply chain and required ancillary services that are owned and/or managed by minority groups; women, veterans, people with disabilities, and/or LGBTQ+ individuals (herein referred to as Plan Populations).

Metrics and Evaluation: Diem will measure how many of its ancillary services and participants in its supply chain are owned and/or managed by Plan Populations and will calculate the percentage of services and members of its supply chain who meet this requirement. Diem will ask suppliers and ancillary services if they would identify themselves as a business that is owned or managed by one of the Plan Populations and give supplier contractor priority to these businesses. In order to target a diverse supplier base, Diem will post hiring needs in diverse publications such as a variety of web-based recruitment platforms and attend community group meetings, at least two annually, to introduce Diem and address the existing hiring needs to attract a diverse array of suppliers. Diem will adhere to the requirements set forth in 935 CMR 500.105(4) relative to the permitted and prohibited advertising, brand, marketing, and sponsorship practices of marijuana establishments. During its engagement with community groups and leaders referenced in Goal 1, Diem will further identify ways in which to attract diverse supply chain candidates that may not otherwise be aware of employment opportunities with Diem. Diem's goal will be to work with at least 15% of businesses who identify as one

of the Plan Populations throughout its supply chain and services. Diem will assess these percentages annually and will be able to demonstrate to the Commission the success of its progress upon the renewal of its license each year.

Conclusion

Diem will conduct continuous and regular evaluations of the implementation of its goals and at any point will retool its policies and procedures in order to better accomplish the goals set out in this Diversity Plan. Any actions taken, or programs instituted by Diem will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Compliance Summary

Diem Orange LLC's (Diem) policy is to maintain financial records in accordance with 935 CMR 500.105(9)(e). The records will include manual or computerized records of 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; and salary and wages paid to each employee, stipends paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with a Marijuana Establishment, including members of the non-profit corporation.

Neither Diem nor any member of its Marijuana Establishment shall be permitted to utilize software or other methods to manipulate or alter sales data. Pursuant to 935 CMR 500.105(6)(c), Diem shall conduct a monthly analysis of its equipment and sales data to ensure that no software has been installed or utilized to manipulate or change sales data. These records shall be maintained and be available to the Commission upon request. In the event that a software or other method of sales manipulation is detected, Diem shall immediately disclose the information to the Commission, cooperate with the Commission in regards to any investigation relating to the manipulation or alteration of sales data and take other action as directed by the Commission to comply with 935 CMR 500.105. Diem will utilize separate accounting practices at the point-of-sale for marijuana and marijuana product sales and non-marijuana sales. Diem is not applying for a medical marijuana license at this time and will not be a colocated retailer. In the event this changes, Diem will adhere to all requirements relating to colocated retailers including but not limited to 935 CMR 500.140(6)(h).

In the event of the closure of Diem, all records will be kept for at least two years at the expense of Diem and in a form and location acceptable to the Commission, in accordance with 935 CMR 500.105(9)(g). Financial records shall be kept for a minimum of three years from the date of the filed tax return, in accordance with 830 CMR 62C.25.1(7) and 935 CMR 500.140(6)(e).

Compliance Summary

It is Diem Orange LLC's (Diem) policy to provide equal opportunity in all areas of employment, including recruitment, hiring, training and development, promotions, transfers, termination, layoff, compensation, benefits, social and recreational programs, and all other conditions and privileges of employment, in accordance with applicable federal, state, and local laws. Diem will make reasonable accommodations for qualified individuals with known disabilities, in accordance with applicable law.

Personnel records in compliance with 935 CMR 500.105(1)(h) shall be maintained by Diem and utilized when searching for employees and volunteers. As required by 935 CMR 500.105(9)(d) Organizational management charts will be created to help personnel understand their roles and said charts shall be consistent with job descriptions. Each Diem employee registered as a marijuana establishment agent shall have a personnel record compliant with 935 CMR 500.105(9)(d)(2) which shall be maintained for at least 12 months after termination of that agent. Pursuant to 935 CMR 500.105(k), Diem will have a plan detailing how confidential information will be maintained.

Management is primarily responsible for seeing that equal employment opportunity policies are implemented, but all members of the staff share the responsibility for ensuring that, by their personal actions, the policies are effective and apply uniformly to everyone. Any employee, including managers, determined by Diem to be involved in discriminatory practices are subject to disciplinary action and may be terminated. Diem strives to maintain a work environment that is free from discrimination, intimidation, hostility, or other offenses that might interfere with work performance. In keeping with this desire, we will not tolerate any unlawful harassment of employees by anyone, including any manager, co-worker, vendor or clients. Diem shall create and maintain policies to ensure an alcohol, smoke, and drug-free workplace compliant with 935 CMR 500105(1)(j).

In accordance with 935 CMR 500.105(2), all current owners, managers and employees of Diem that are involved in the handling and sale of marijuana will successfully complete Responsible Vendor Training Program, and once designated a "responsible vendor" require all new employees involved in handling and sale of marijuana to complete this program within 90 days of hire. This program shall then be completed annually and those not selling or handling marijuana may participate voluntarily. Diem will maintain records of responsible vendor training compliance, pursuant to 935 CMR 500.105(2)(b). Responsible vendor training shall include: discussion concerning marijuana effect on the human body; diversion prevention; compliance with tracking requirements; identifying acceptable forms of ID; and key state and local laws.

All Diem employees will be duly registered as marijuana establishment agents and have to complete a background check in accordance with 935 CMR 500.030(1). All marijuana establishment agents will complete a training course administered by Diem and complete a Responsible Vendor Program in compliance with 935 CMR 500.105(2)(b). Employees will be required to receive a minimum of eight hours of on-going training annually pursuant to 935 CMR 500.105(2)(a). Diem will create and maintain a policy for the immediate dismissal of any marijuana establishment agent who diverts marijuana, engages

in unsafe practices with regard to the operation of the establishment and/or is convicted, enters a guilty plea, plea of nolo contendere, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority. The Commission will be notified if an agent is terminated pursuant to 935 CMR 500.105(1)(l).

Compliance Summary

Pursuant to 935 CMR 500.105(2)(a), Diem Orange LLC (Diem) will ensure all dispensary agents complete training prior to performing job functions. Training will be tailored to the role and responsibilities of the job function. Dispensary agents will be trained for one week before acting as a dispensary agent. At a minimum, staff shall receive eight hours of on-going training annually. New dispensary agents will receive employee orientation prior to beginning work with Diem. Each department managed will provide orientation for dispensary agents assigned to their department. Orientation will include a summary overview of all the training modules.

In accordance with 935 CMR 500.105(2), all current owners, managers and employees of Diem that are involved in the handling and sale of marijuana will successfully complete Responsible Vendor Training Program, and once designated a "responsible vendor" require all new employees involved in handling and sale of marijuana to complete this program within 90 days of hire. This program shall then be completed annually and those not selling or handling marijuana may participate voluntarily. Diem will maintain records of responsible vendor training compliance, pursuant to 935 CMR 500.105(2)(b). Responsible vendor training shall include: discussion concerning marijuana effect on the human body; diversion prevention; compliance with tracking requirements; identifying acceptable forms of ID; and key state and local laws.

All employees will be registered as agents, in accordance with 935 CMR 500.030. All Diem employees will be duly registered as marijuana establishment agents and have to complete a background check in accordance with 935 CMR 500.030(1). All registered agents of Diem shall meet suitability standards of 935 CMR 500.800.

Training will be recorded and retained in dispensary agents file. Training records will be retrained by Diem for at least one year after agents' termination. Dispensary agents will have continuous quality training and a minimum of 8 hours annual ongoing training.

Compliance Summary

Pursuant to 935 CMR 500.160, Diem Orange LLC (Diem) will not sell or market any marijuana product that is not capable of being tested by an independent testing laboratory, including testing of marijuana products and environmental media. Diem will implement a written policy for responding to laboratory results that indicate contaminant levels that are above acceptable levels established in DPH protocols identified in 935 CMR 500.160(1) and subsequent notification to the Commission of such results. Results of any tests will be maintained by Diem for at least one year. All transportation of marijuana to or from testing facilities shall comply with 935 CMR 500.105(13) and any marijuana product returned to Diem by the testing facility will be disposed of in accordance with 935 CMR 500.105(12). Diem will never sell or market adult use marijuana products that have not first been tested by an Independent Testing Laboratory and deemed to comply with the standards required under 935 CMR 500.160.

In accordance with 935 CMR 500.130(2), Diem will prepare, handle and store all edible marijuana products in compliance with the sanitation requirements in 105 CMR 500.000: *Good Manufacturing Practices for Food,* and with the requirements for food handlers specified in 105 CMR 300.000: *Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements.* In addition, Diem's policies include requirements for handling of marijuana, pursuant to 935 CMR 500.105(3), including sanitary measures that include, but are not limited to: hand washing stations; sufficient space for storage of materials; removal of waste; clean floors, walls and ceilings; sanitary building fixtures; sufficient water supply and plumbing; and storage facilities that prevent contamination.

Pursuant to 935 CMR 500.105(11)(a)-(e), Diem will provide adequate lighting, ventilation, temperature, humidity, space and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110. Diem will have a separate area for storage of marijuana that is outdated, damaged, deteriorated, mislabeled, or contaminated, or whose containers or packaging have been opened or breached, unless such products are destroyed. Diem's storage areas will be kept in a clean and orderly condition, free from infestations by insects, rodents, birds and any other type of pest. The storage areas will be maintained in accordance with the security requirements of 935 CMR 500.110.

Diem has a Quality Manager who will oversee the manufacturing at the facility to maintain strict compliance with DPH regulations and protocols for quality control and analytical testing. In accordance with 935 CMR 500.160 Diem's grow areas are monitored for temperature, humidity, and CO2 levels this monitoring helps reduce the risk of crop failure. Ethical pest management procedures are utilized to naturally maintain a pest free environment alongside our True Living Organics ('TLO") growing method.

All Marijuana Infused Products ("MIPs") are produced using good manufacturing practices and safe practices for food handling to ensure quality and prevention of contamination.

Our Quality Manager will ensure all batches of Marijuana and MIPs will be tested, by an independent testing laboratory pursuant to 935 CMR 500.160. All products shall be tested for the cannabinoid profile and for contaminants as specified by the Department, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides.

Environmental media will be tested in compliance with the *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries* published by the Department of Public Health pursuant to 935 CMR 500.160(1).
All testing results will be maintained by Diem for no less than one year in accordance with 935 CMR 500.160(3).

Samples that pass testing will be packaged for use or utilized in MIPs.

Samples that fail testing will be reported and destroyed. Pursuant to 935 CMR 500.160(9), no marijuana product shall be sold or marketed for sale that has not first been tested and deemed to comply with the independent testing laboratory standards.

Compliance Summary

Diem Orange LLC (Diem) records will be available to the Cannabis Control Commission ("CCC') upon request pursuant to 935 CMR 500.105(9). The records will be maintained in accordance with generally accepted accounting principles. All written records required in any section of 935 CMR 500.000 are subject to inspection, in addition to written operating procedures as required by 935 CMR 500.105(1), inventory records as required by 935 CMR 500.105(8) and seed-to-sale tracking records for all marijuana products are required by 935 CMR 500.105(8)(e).

Personnel records will also be maintained, in accordance with 935 CMR 500.105(9)(d), including but not limited to, job descriptions for each employee, organizational charts, staffing plans, personnel policies and procedures and background checks obtained in accordance with 935 CMR 500.030. Personnel records will be maintained for at least 12 months after termination of the individual's affiliation with, in accordance with 935 CMR 500.105(9)(d)(2). Additionally, business will be maintained in accordance with 935 CMR 500.104(9)(e) as well as waste disposal records pursuant to 935 CMR 500.104(9)(f), as required under 935 CMR 500.105(12).

Following the closure of the Marijuana Establishment, all records will be kept for at least two years at the expense of Diem and in a form and location acceptable to the Commission, pursuant to 935 CMR 500.105(9)(g).

Compliance Summary

Except for the entrance “mantrap” and the restroom, the entire Diem Orange LLC (Diem) Orange facility is a Limited Access Area as defined by 935 CMR 500.110(4). Access to the facility will be controlled by the electronic security systems with locking devices that authorize access to credentialed users only. All outside vendors, contractors, and visitors must obtain a visitor identification badge prior to entering a limited access area and will be escorted at all times by a Diem Agent authorized to enter the Limited Access Area. The visitor identification badge must be visibly displayed at all times while the visitor is in any limited access area. All visitors will be logged in and out, and that log shall be available for inspection by CCC at all times. All visitor identification badges shall be returned to the Establishment upon exit.

All restricted access areas will be identified by the posting of a sign that states “Do No Enter – Limited Access Area – Access Limited to Authorized Personnel Only” in lettering no smaller than one inch in height in compliance with the requirements outlined in 935 CMR 500.110(4)(a). All Limited Access Areas will be clearly described by the filing of a diagram of the registered premises, in the form and manner determined by CCC, reflecting walls, partitions, counters, and all areas of entry and exit. The diagram shall also show all propagation, vegetation, flowering, processing, production, storage and disposal.

Compliance Summary

Diem Orange LLC (Diem) does not intend to sell medical marijuana or marijuana products to registered qualifying patients at this time. As a result, Diem will not need to separate its recreational operations from its medical operations because it will only be conducting recreational cultivation operations.

Plan for Positive Impact

Intent

As Diem Orange LLC (Diem) prepares for operations in Massachusetts, we strive to immerse our business into the surrounding community with the intent to understand and better serve the communities which we operate within. Diem operates under the notion that our success relies on having the most positive impact on our customers and the communities that welcomed this industry into its neighborhoods. Cannabis prohibition has had a disproportionate impact on numerous communities and Diem believes it has a responsibility and commitment to ensure its business is positively contributing to its community.

Purpose

In accordance with 935 CMR 500.101(1)(a)(11), Diem has created goals and plans to ensure we have a positive impact on areas of disproportionate impact in Massachusetts. While the enrichment of the greater populace is desired, we aim to support and promote those in the community that have been disproportionately harmed by cannabis prohibition. Criminalization has had long-term ill effects, not only on the individuals arrested and incarcerated, but on their families and communities. We hope to bring opportunity and resources to empower the people in these areas of disproportionate impact.

Diem plans to establish a retail operation in Worcester and cultivation and product manufacturing facilities in Orange. Diem's retail location at 74 Grafton Street, Worcester, 01604 is neighbors to a number of designated areas of disproportionate impact, including but not limited to Census Tract 7313, Census Tract 7317, Census Tract 7318, Census Tract 7324, and Census Tract 7330. Diem intends to submit another application for a retail marijuana establishment in Springfield. Their proposed location is located in Census Tract 8011.01.

Goals

The following goal and policies serve as a summary of the plan for positive impact that Diem will implement to maintain a symbiotic relationship with the communities our company operates within. Through these policies our business will fulfill the requirement that a marijuana establishment positively impact its host community and/or disproportionately impacted populations.

Goal 1: Diem will make an annual contribution to the Social Equity Training and Technical Assistance Fund which will in turn support Social Equity and Economic Empowerment applicants.

> **Programs:** Diem will make a minimum annual financial contribution of at least $5,000 to the Commission's Social Equity Training and Technical Assistance Fund.
>
> **Measurement Frequency and Metrics:** Diem will maintain a record of its annual donations to the Commission's Social Equity Fund. Diem will keep records of feedback that we receive relative to the impact of our contributions, if any. These records will

allow Diem to demonstrate progress toward its goals to the Commission upon the annual renewal of its license. This will in turn help us make decisions about adjustments that need to be made in the future.

Conclusion

Diem will conduct continuous and regular evaluations of the implementation of its goals and at any point will retool its policies and procedures in order to better accomplish the goals set out in this Plan for Positive Impact. Any actions taken or programs instituted by Diem will not violate the CCC's regulations with respect to limitations on ownership or control or other applicable state laws. Diem will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of the Marijuana Establishment.