



Massachusetts Cannabis Control Commission

Marijuana Cultivator

General Information:

License Number: MC282347
Original Issued Date: 09/30/2020
Issued Date: 09/17/2021
Expiration Date: 09/30/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: FFD Enterprises MA, Inc.

Phone Number: 860-490-0359 Email Address: bzachs@finefettle.com

Business Address 1: 90 Dr. Fisher Rd.

Business Address 2:

Business City: West Tisbury Business State: MA

Business Zip Code: 02575

Mailing Address 1: 40 Woodland Street

Mailing Address 2:

Mailing City: Hartford

Mailing State: CT

Mailing Zip Code: 06105

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: no

Priority Applicant Type: Not a Priority Applicant

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number:

RMD INFORMATION

Name of RMD:

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:

Role: Other (specify)

Other Role: No longer involved due to change in ownership pursuant to 935 CMR 500.104

First Name: Geoffrey

Last Name: Rose

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:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

No records found

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Eric

Owner Last Name: Zachs

Owner Suffix:

Entity Legal Name: FFD Central, LLC

Entity DBA: Fine Fettle Dispensary - Willimantic

Entity Description: Connecticut Medical Marijuana Dispensary

Entity Phone:

860-717-9333

Entity Email:

hello@finefettle.com

Entity Website: www.finefettle.com

Entity Address 1: 1548 West Main Street

Entity Address 2:

Entity City: Willimantic

Entity State: CT

Entity Zip Code: 06226

Entity Country: United States

Entity Mailing Address 1: 40 Woodland

Entity Mailing Address 2:

Entity Mailing City:

Hartford

Entity Mailing State: CT

Entity Mailing Zip Code:

06105

Entity Mailing Country: United

States

Business Interest in Other State 2

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Eric

Owner Last Name: Zachs

Owner Suffix:

Entity Legal Name: FFD Newington, LLC

Entity DBA: Fine Fettle - Newington

Entity Description: Connecticut Medical Marijuana Dispensary

Entity Phone:

860-333-9032

Entity Email:

newington@finefettle.com

Entity Website: www.finefettle.com

Entity Address 1: 2280 Berlin Turnpike

Entity Address 2:

Entity City: Newington

Entity State: CT

Entity Zip Code: 06111

Entity Country: United States

Entity Mailing Address 1: 40 Woodland Street

Entity Mailing Address 2:

Entity Mailing City:

Hartford

Entity Mailing State: CT

Entity Mailing Zip Code:

06105

Entity Mailing Country: United

States

Business Interest in Other State 3

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name:

Benjamin

Owner Last Name: Zachs

Owner Suffix:

Entity Legal Name: FFD Newington, LLC

Entity DBA: Fine Fettle - Newington

Entity Description: Connecticut Medical Marijuana Dispensary

Date generated: 09/24/2021

Page: 2 of 9

Entity Phone: 860-333-9032	Entity Email: newington@finefettle.com	Entity Website: www.finefettle.com	
Entity Address 1: 2280 Berlin Turnpike		Entity Address 2:	
Entity City: Newington	Entity State: CT	Entity Zip Code: 06111	Entity Country: United States
Entity Mailing Address 1: 40 Woodland Street		Entity Mailing Address 2:	
Entity Mailing City: Hartford	Entity Mailing State: CT	Entity Mailing Zip Code: 06105	Entity Mailing Country: United States

Business Interest in Other State 4

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Benjamin	Owner Last Name: Zachs	Owner Suffix:	
Entity Legal Name: FFD Central, LLC		Entity DBA: Fine Fettle - Willimantic	
Entity Description: Connecticut Medical Marijuana Dispensary			
Entity Phone: 860-717-9333	Entity Email: hello@finefettle.com	Entity Website: www.finefettle.com	
Entity Address 1: 1548 West Main Street		Entity Address 2:	
Entity City: Willimantic	Entity State: CT	Entity Zip Code: 06226	Entity Country: United States
Entity Mailing Address 1: 40 Woodland Street		Entity Mailing Address 2:	
Entity Mailing City: Hartford	Entity Mailing State: CT	Entity Mailing Zip Code: 06105	Entity Mailing Country: United States

Business Interest in Other State 5

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Eric	Owner Last Name: Zachs	Owner Suffix:	
Entity Legal Name: New Leaf, LLC		Entity DBA:	
Entity Description: Class B Marijuana Cultivator			
Entity Phone: 401-241-2740	Entity Email: tom@riextracts.com	Entity Website:	
Entity Address 1: 24 Stafford Court		Entity Address 2:	
Entity City: Cranston	Entity State: RI	Entity Zip Code: 02920	Entity Country: United States
Entity Mailing Address 1: 24 Stafford Court		Entity Mailing Address 2:	
Entity Mailing City: Cranston	Entity Mailing State: RI	Entity Mailing Zip Code: 02920	Entity Mailing Country: United States

Business Interest in Other State 6

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Benjamin	Owner Last Name: Zachs	Owner Suffix:	
Entity Legal Name: New Leaf, LLC		Entity DBA:	
Entity Description: Class B Marijuana Cultivator			
Entity Phone: 401-241-2740	Entity Email: tom@riextracts.com	Entity Website:	
Entity Address 1: 24 Stafford Court		Entity Address 2:	
Entity City: Cranston	Entity State: RI	Entity Zip Code: 02920	Entity Country: United States
Entity Mailing Address 1: 24 Stafford Court		Entity Mailing Address 2:	

Entity Mailing City: Cranston	Entity Mailing State: RI	Entity Mailing Zip Code: 02920	Entity Mailing Country: United States
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Business Interest in Other State 7

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Eric	Owner Last Name: Zachs	Owner Suffix:	
Entity Legal Name: FFD West, LLC	Entity DBA:		
Entity Description: Connecticut Medical Marijuana Dispensary			
Entity Phone: 860-430-8900	Entity Email: storrs@finefettle.com	Entity Website: www.finefettle.com	
Entity Address 1: 1768 Storrs Road		Entity Address 2:	
Entity City: Storrs	Entity State: CT	Entity Zip Code: 06268	Entity Country: United States
Entity Mailing Address 1: 40 Woodland Street		Entity Mailing Address 2:	
Entity Mailing City: Hartford	Entity Mailing State: CT	Entity Mailing Zip Code: 06105	Entity Mailing Country: United States

Business Interest in Other State 8

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Benjamin	Owner Last Name: Zachs	Owner Suffix:	
Entity Legal Name: FFD West, LLC	Entity DBA:		
Entity Description: Connecticut Medical Marijuana Dispensary			
Entity Phone: 860-490-8900	Entity Email: storrs@finefettle.com	Entity Website: www.finefettle.com	
Entity Address 1: 1768 Storrs Road		Entity Address 2:	
Entity City: Storrs	Entity State: CT	Entity Zip Code: 06268	Entity Country: United States
Entity Mailing Address 1: 40 Woodland Street		Entity Mailing Address 2:	
Entity Mailing City: Hartford	Entity Mailing State: CT	Entity Mailing Zip Code: 06105	Entity Mailing Country: United States

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Rowley	Marijuana Establishment State: MA	

Individual 2

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Hinsdale	Marijuana Establishment State: MA	

Individual 3

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc	Business Type: Marijuana Retailer	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 4

First Name: Benjamin	Last Name: Zachs	Suffix:
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Marijuana Establishment Name: FFD Enterprises MA, Inc	Business Type: Marijuana Product Manufacture
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA

Individual 5

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Hinsdale	Marijuana Establishment State: MA	

Individual 6

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Rowley	Marijuana Establishment State: MA	

Individual 7

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 8

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 9

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Rowley	Marijuana Establishment State: MA	

Individual 10

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Hinsdale	Marijuana Establishment State: MA	

Individual 11

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 12

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 90 Dr. Fisher Road	
Establishment Address 2:	
Establishment City: West Tisbury	Establishment Zip Code: 02575
Approximate square footage of the Establishment: 7200	How many abutters does this property have?: 11

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

Cultivation Tier: Tier 01: up to 5,000 square feet

Cultivation Environment:

Indoor

FEE QUESTIONS

Cultivation Tier: Tier 01: up to 5,000 square feet Cultivation Environment: Indoor

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Community Outreach Meeting Documentation	PCMV - Community Outreach - 90 Dr Fisher.pdf	pdf	5d962d2ae87dc81b0700029b	10/03/2019
Certification of Host Community Agreement	PCMV - West Tisbury - HCA Certification Form.pdf	pdf	5db32fd451e4622fd806aec0	10/25/2019
Plan to Remain Compliant with Local Zoning	PCMV - West Tisbury Cultivation - Zoning.pdf	pdf	5dc19eae40e348579197aada	11/05/2019

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.: \$1

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	PCMV - West Tisbury - Plan to Positively Impact Areas of Disproportionate Impact.pdf	pdf	5db334eec9aebd2b498a98f2	10/25/2019
Plan for Positive Impact	Patient Centric of MV letter.pdf	pdf	5dc19f6b26aa775320859840	11/05/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:
First Name: Geoffrey Last Name: Rose Suffix:
RMD Association: RMD Owner
Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
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Articles of Organization	PCMV - Articles of Entity Conversion.pdf	pdf	5d5c9daed4b61e1ddc08a7b7	08/20/2019
Articles of Organization	PCMV - Updated Entity Information.pdf	pdf	5d5c9daf8470d4229ba42987	08/20/2019
Secretary of Commonwealth - Certificate of Good Standing	PCMV - COGS - SOS.pdf	pdf	5d964312e87dc81b070002fd	10/03/2019
Department of Revenue - Certificate of Good standing	PCMV - COGS - DOR.pdf	pdf	5d964319c1731c15b88f2dcf	10/03/2019
Bylaws	PCMV - Bylaws.pdf	pdf	5d9643984e842f1b123bb949	10/03/2019

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	Dept of Revenue Cert of Good Standing.pdf	pdf	610304d735907208a4672cee	07/29/2021
Department of Unemployment Assistance - Certificate of Good standing	DUA Cert of Good Standing.pdf	pdf	610304d8b27f97082de36e5e	07/29/2021
Secretary of Commonwealth - Certificate of Good Standing	Secretary of Commonwealth Cert of Good Standing.pdf	pdf	610304d9801ea30834dab105	07/29/2021

Massachusetts Business Identification Number: 001312842

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	PCMV - Plan for Obtaining Liability Insurance.pdf	pdf	5d9643ccc99740160131d047	10/03/2019
Business Plan	PCMV - Business Plan.pdf	pdf	5db6d019ec4af12b5426ba78	10/28/2019
Proposed Timeline	PCMV - West Tisbury Cult and PM - Timeline.pdf	pdf	5db9ae9e0724b82ff99cf7e0	10/30/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Policies and Procedures for cultivating.	Cultivation Plan.pdf	pdf	6103082f2c0e380876f8aef9	07/29/2021
Separating recreational from medical operations, if applicable	Separating Recreational from Medical.pdf	pdf	6103083f004e8e08af5abc15	07/29/2021
Security plan	Security Policies & Procedures.pdf	pdf	61030883ba4187083b733367	07/29/2021
Security plan	Emergency Procedures.pdf	pdf	6103088ed07ddc0864d07c60	07/29/2021
Security plan	Immediate Dismissal.pdf	pdf	6103089e996a07084e661b38	07/29/2021
Security plan	Written Information Security Program.pdf	pdf	610308b2ca9506085969bf38	07/29/2021

Prevention of diversion	Diversion Prevention.pdf	pdf	610308cd318844086f1f8f9a	07/29/2021
Storage of marijuana	Storage, Waste & Disposal.pdf	pdf	6103098dba4187083b73337b	07/29/2021
Transportation of marijuana	Transportation Procedures.pdf	pdf	610309962c0e380876f8af1f	07/29/2021
Quality control and testing	Quality Control Procedures.pdf	pdf	610309c39a5de6088a18c6fd	07/29/2021
Dispensing procedures	Dispensing Procedures.pdf	pdf	610309cc314c7a086de99695	07/29/2021
Personnel policies including background checks	Staffing Plan & Records.pdf	pdf	610309f4318844086f1f8fae	07/29/2021
Inventory procedures	Record-Keeping & Inventory Procedures.pdf	pdf	61030a27ca9506085969bf53	07/29/2021
Record Keeping procedures	Record-Keeping & Inventory Procedures.pdf	pdf	61030a30ba4187083b733381	07/29/2021
Diversity plan	Diversity Plan.pdf	pdf	61030a3ac7a0ef087bc803a1	07/29/2021
Qualifications and training	Workplace Safety.pdf	pdf	61030a4a35907208a4672d30	07/29/2021
Qualifications and training	EE Security Policies & Procedures.pdf	pdf	61030a53801ea30834dab16a	07/29/2021
Energy Compliance Plan	Energy Efficiency & Conservation.pdf	pdf	61030a5eca9506085969bf59	07/29/2021

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 Agree

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 Agree

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

Progress or Success Goal 1

Description of Progress or Success: FFD-MA has recently added a Paid Volunteer Day for all Full & Part time employees. This program was instituted with the sole purpose of the betterment of the local communities and those of disproportionate impact are anticipated to benefit as a result. Due to COVID-19 and the change of ownership of the license, FFD-MA did not hold any industry specific seminar in the past year. We do expect to provide either an in-person or virtual seminar for the members of the New Bedford community in the next upcoming year. Additionally,

since FFD-MA took ownership of the license in May of 2021, FFD-MA was unable to make the \$1,000 contribution to the Old Colony YMCA; however, we expect to contribute this year in the amount of \$2,000.00, which shall account for the previous year. FFD-MA's Positive Impact Plan, along with the Paid Volunteer Day SOP are attached as supporting documentation.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: FFD-MA has made substantial progress toward its diversity goals. Whereas FFD-MA has exceeded its targeted percentage of employees from a diverse population, in addition to advertising all job postings in local news media publications. Due to COVID-19, FFD MA has focused its hiring online versus through hiring fairs and career services centers. We have been unable to conduct interviews in person, making Indeed and other online sites significantly more feasible. FFD-MA's Diversity Plan, Employee Roster and documentation for the job posting ads for the West Tisbury Retail and Cultivation/Production locations are enclosed as supporting documentation.

HOURS OF OPERATION

Monday From: 9:00 AM	Monday To: 6:00 PM
Tuesday From: 9:00 AM	Tuesday To: 6:00 PM
Wednesday From: 9:00 AM	Wednesday To: 6:00 PM
Thursday From: 9:00 AM	Thursday To: 6:00 PM
Friday From: 9:00 AM	Friday To: 6:00 PM
Saturday From: 9:00 AM	Saturday To: 6:00 PM
Sunday From: 10:00 AM	Sunday To: 2:00 PM

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, Geoff Rose, (*insert name*) attest as an authorized representative of Patient Centric of Martha's Vineyard, Ltd. (*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 September 14, 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 September 5, 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 September 3, 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 September 3, 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*).

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.

HELP WANTED

ROCKLAND TRUST



Where Each Relationship Matters®

Member FDIC

Rockland Trust is currently seeking colleagues to work in our Vineyard branches both seasonally and year-round. We offer training and competitive pay as well as excellent benefits including medical, dental, vision insurance, 401k, and more. Learn why we are a great place to work and apply today at <https://www.rocklandtrust.com/about-us/explore/careers>. Rockland Trust is an Equal Opportunity Employer.

ROSEWATER

Rosewater is hiring across three businesses (Market, Wine & Spirits, Rosebud) for fall - looking for counter staff (barista experience a plus), line cooks, prep cooks, and retail sales associates. Email resumé to info@rosewatermv.com with availability. Must be available through December 15th.

THE CHAPPY FERRY IS LOOKING FOR CAPTAINS

50 ton minimum license. Work 1, 2 or 3 shifts per week. Year-round and seasonal. Pay commensurate with experience. Ferry operates on 3 shifts per day; 0600 to noon, noon to 1800, 1800 to midnight. If you are interested and qualified please text or call Erik Gilley at 774-268-9330.

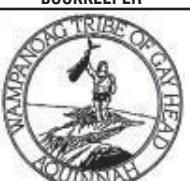
THE YMCA OF MARTHA'S VINEYARD ARE NOW HIRING LIFEGUARDS.

Applicants must hold a current lifeguard certification and be able to work until Labor Day, or longer. Looking for guards that can work opening shift (6am-Noon) and closing shift (3-8:30pm) Y membership included with employment. Please contact Denise McCann at denise@ymcamv.org if interested. Be part of a team that serves our Island Community & wear flip flops to work year-round! Please complete the application above and email to jobs@ymcamv.org or apply in person at the membership desk.

VINEYARD HEARTH PATIO & SPA
FULL-TIME GENERAL HELPER

Must speak English and have own transportation. Odd jobs including assisting hot tub technician, assembling grills, furniture, and fire pits. Call 508-693-5520.

WAMPANOAG TRIBE OF GAY HEAD (AQUINNAH)
BOOKKEEPER



The Bookkeeper is a FULL-TIME Position who works under the direction and supervision of the Finance Director, responsible for ensuring the accuracy and completeness of all transactions and financial reporting for assigned departments. Principle Duties are accurately completing Monthly Reconciliations proof packages including all general ledger accounts and monthly bank reconciliations The Bookkeeper is responsible to posting accounts receivable transactions ensuring that the proper authorizations and account designations are attached for all deposits, cash receipts and wire transfers, and assists the Finance Director in all preparation for annual audits and fiscal year-end closeout. **MINIMUM POSITION QUALIFICATIONS:** High School Diploma/GED, Knowledge of basic accounting, Three (3) years bookkeeping, accounting or financial experience, and office experience, Basic typing Skills and knowledge of WORD and EXCEL **HOURLY RATE- \$19.00- \$23.00** Please send a cover letter and resume to: WTGHA, 20 Black Brook Road, Aquinnah, MA. 02535 or e-mail Personnel@wampanoagtribe.net September 9th Deadline for applications.

LOST & FOUND

WAREHOUSE ASSISTANT MANAGER

Vineyard Decorators is looking for an Assistant Manager for our Warehouse. We are looking for someone who is experienced with driving trucks & building basic items like furniture. The ideal candidate is a problem solver and self-motivated. The position has competitive pay, is year around, full time with benefits. If you are looking for stable year around employment look no further! Heavy lifting and valid driver's license required. Please email your resume to sales@vineyarddecorators.com or come by and fill out an application. 35 Airport Road. 508-693-9197.

YEAR ROUND RETAIL OPPORTUNITY!

Hiring Retail Sales Associates for Shirt Tales and Backwater Trading Co. in Edgartown. Customer service experience and positive attitude a must! Competitive pay and opportunity for advancement. Send inquiries to edgartownhiring@gmail.com or apply in person.

YEAR-ROUND, PART-TIME LIBRARY ASSISTANT

The West Tisbury Free Public Library seeks an energetic candidate with excellent customer service skills, enthusiasm for learning, and solid knowledge of computers and new technologies. Previous library experience and associates degree or higher strongly preferred. 15-18 hours per week includes some nights and weekends. Starting hourly rate is \$18.67. Please note this is a permanent, year-round position (working with some really nice people). Submit resume and Town of West Tisbury application (available at the library or on the Town of West Tisbury website) to Beth Kramer, Library Director, West Tisbury Free Public Library, 1042 State Road, Vineyard Haven MA 02568. Application deadline 5 pm Friday, September 20, 2019.

YMCA MEMBER SERVICES

Year-round or Seasonal job opportunity. Must have an upbeat attitude, be a team player and committed to providing members with high quality customer service. Candidates must have a friendly, tactful approach to problem-solving and the ability to multi-task in a fast-paced environment. Shifts include early morning, evenings and weekends. Competitive pay, flexible schedule and YMCA membership included. Please send job application and resume to jobs@ymcamv.org.

SITUATIONS WANTED

HOUSEMATE/CAREGIVER

Female housemate/caregiver wanted for an Elderly woman. Be home evenings, work outside the house during the day. Experience with the Elderly a must. For more information 508.221.0304. Leave a message.

INSTRUCTION

THE CENTER FOR NEW LEARNING MV



Center for New Learning MV

"Teaching to individual strengths and learning styles"

CNL-MV is the island's year-round tutoring center. Test Prep (SSAT, SAT, ACT) and all academics K-12. We also have a very good college application essay specialist. Call Alice at 920-410-4577 or email info@cnlmv.org www.cnlmv.org.



CARS

Shop Here.

mvtimes.com

SERVICES

COHAN PROPERTY MANAGEMENT

Caretaking. Landscaping. Estate cleanouts, junk/trash removal. Interiors painting & odd jobs. TV/AV repair. Fully Insured. Fast. Great references. Super reliable. Free estimates. Martha W Cohan, LLC 774-280-4184 or Marthacohan@comcast.net.

HANDYMAN/CARETAKING

Painting/including basement & wood floors, dump runs, deck rejuvenating, power washing, carpentry. Tiles, sheetrock, bathroom upgrading. Gutter cleaning, windows/screen/fence repair. Renato-508-684-0242.

THE TRAVELING CONCIERGE

Grocery getter, refrigerator-stocker, childcare, post-op support, making calls, wedding support, elder companion. Arrange cleaning, ironing, household services, receive/deliver packages. Call 917-226-6790.

HOME SERVICES

ASBESTOS/LEAD/MOLD ABATEMENT

Paragon has over 35 years of experience performing asbestos, lead-based paint abatement, and mold remediation services throughout MA. We are licensed, fully insured and can provide references upon request. Call Butch Matthews @ 857-334-6000 if you have any questions or to schedule a no-cost estimate.

GABE GRASING ELECTRICIAN

All your electrician needs. Service calls, remodeling, service changes, upgrades. 20 years in business on island. Call Gabe at 508-889-0253.

GREEN CLEAN ORGANIC HOUSE CLEANING SERVICES



Professional, reliable, and experienced teams of housekeeping, post construction cleaning, deep cleaning, and summer vacation rentals. Call 774-563-8868. www.greencleanmv.com.

REIS CLEANING

Cleaning residential and commercial. Windows cleaning, Housekeeper, Deep cleaning, Landscaping. Excellent references! Reiscleaning@icloud.com. Call 508-560-2327.

LANDSCAPING & GARDENING

HAVE TROWEL WILL TRAVEL

3 Hours - \$100 Cash Only, No Exceptions. Experienced gardener, former Publisher, U.S. male, enjoys working with dirt. Call/Text: 508-560-8337.

LANDSCAPING AVAILABLE

Growing landscape company looking to pick up new landscape accounts for the 2019 season and beyond. Lawn care, brush cutting, landscape maintenance, installations, gardening and more! Great references. call today for a quote. 508-939-0594 creekvilleand@gmail.com.

HEATING SUPPLIES & SERVICE

LUCKITY SPLIT LOGS

Cut/split/seasoned premium firewood delivered to your home. Also Kiln-dried hardwoods stacked on pallets. For quality firewood, call Ken 508-645-9016.

QUALITY FIREWOOD

Seasoned, for fireplace and wood stove. Reasonably priced! Also, brush cutting. Nip-N-Tuck Farm, 508-693-1449.

LOST & FOUND

FOUND APPLE WATCH

Found white Apple Watch under Jaws Bridge around August 15. Put it in lost mode and send a message so I can call you. Or contact Allecia, allecia2211@yahoo.com

FOUND BLACK FRAMED RX GLASSES AT THE JAWS BRIDGE

Found on Sunday, underwater, at the Jaws Bridge. Black plastic framed prescription glasses. They will be at the Edgartown Police Dept.

LOST & FOUND

FOUND FITBIT

FitBit found in Aquinnah parking lot. Call the parking shack. Call 508-645-3549.

FOUND MEN'S RING

Found on State Beach men's ring. Call to describe. 860-558-3159.

LOST

Jaguar XJS owner's manual. Irreplaceable. Please call (508) 627-9804.

LOST - CANE

Lost handmade wooden cane with rubber tip. My last name & telephone number are embossed on the cane. 774-696-3497

LOST CAT

HENNA COME HOME

Lost from Oak Lane, West Tisbury. Predominately black and gray. Round marking on her side. Please check cellars, sheds, and abandoned cars. 774-563-8400. Friendly and loves treats. Knows her name/HENNA.

LOST GREY MAINE COON CAT

Our beloved Gryphon, a long-haired grey Maine Coon rescue cat, approx. 15 years old, was last seen at 174 Vineyard Meadows Farm Road. PLEASE call 203-521-1102 if you've seen him!

LOST MEN'S WEDDING BAND

Lost men's black/silver wedding band at State Beach in July 2019. Please call if found. 603-785-9626.

LOST OAKLEYS - CAPE POGUE

Lost Oakley sunglasses in outer Cape Pogue Bay on 8/22. Reward if found and returned. 203-252-9369.

LOST ORANGE SOCK MONKEY

Well loved stuffed animal lost in Vineyard Haven area (we think). Please call us 917-699-4725. We will pay for his safe return.

LOST WALLET AND CELL PHONE

Lost wallet and cell phone. MV Bank billfold with Florida drivers license. Lost on Friday night during Fireworks in OB somewhere between OB Harbor and Ocean Park. 774-563-8593. Reward.

LOST WINDSURFER PARTS

Cardboard box with windsurfer parts (mast extension, harness belt, fin) and watch left circa 8/22/19 on Sengekontacket beach near Island Spirit Kayak. Call 203-464-4091.

LEGAL NOTICES

NOTICE OF MORTGAGEE'S SALE OF REAL ESTATE

By virtue and in execution of the Power of Sale contained in a certain mortgage given by Christopher Magee to Mortgage Electronic Registration Systems, Inc. as nominee for MetLife Home Loans, a Division of MetLife Bank, N.A., dated April 23, 2010 and recorded in the Dukes County Registry of Deeds in Book 1209, Page 722, of which mortgage the undersigned is the present holder, by assignment from: Mortgage Electronic Registration Systems, Inc. to MetLife Home Loans, a Division of MetLife Bank, N.A., recorded on January 20, 2012, in Book No. 1268, at Page 16 MetLife Bank, National Association also known as MetLife Home Loans, a Division of MetLife Bank, N.A. to JPMorgan Chase Bank, National Association, recorded on June 3, 2013, in Book No. 1319, at Page 594 MetLife Bank, National Association, also known as MetLife Home Loans, a Division of MetLife Bank, N.A. to JPMorgan Chase Bank, National Association, recorded on July 30, 2013, in Book No. 1325, at Page 227 for breach of the conditions of said mortgage and for the purpose of foreclosing, the same will be sold at Public Auction at 12:00 PM on October 15, 2019, on the mortgaged premises located at 24 Carrolls Way, Vineyard Haven (Tisbury), Dukes County, Massachusetts, all and singular the premises described in said mortgage, TO WIT: A certain parcel of land situated in the Town of Tisbury, County of Dukes County, Commonwealth of Massachusetts, being lot #21 on a Plan of Land entitled "Plan of Land in Tisbury Massachusetts, Surveyed for Ferro-Silva Realty Trust, January 22, 1973, Scale 1 inch equals 100 feet, Dean R. Swift, Registered Land Surveyor, Vineyard Haven, Mass." recorded with Dukes County Registry of Deeds in Tisbury Case File No. 48, more particularly bounded and described as follows: NORTHERLY

LEGAL NOTICES

by a forty (40) foot private way, one hundred sixty-one and 00/100 (161.00) feet; EASTERLY by Lot #20 on said plan, one hundred thirty-four and 52/100 (134.52) feet; SOUTHERLY by land now or formerly of the Martha's Vineyard Hospital, Inc., One hundred sixty one and 08/100 (161.08) feet; WESTERLY by Lot #22 on said plan, one hundred thirty-nine and 42/100 (139.42) feet. Containing according to said plan 22,050 square feet of land, more or less. The premises are conveyed together with the right to use the 40' way abutting said above described property on said plan for all purposes for which public streets and ways are used in the Town of Tisbury, including utilities in common with all those lawfully entitled thereto. For title see deed of Linda Hayden dated May 15, 2009 recorded herewith. Also see deed of Herman W. Alwardt, Jr., et ux, dated March 19, 1999 recorded in Book 759, Page 553. For mortgagor's(s) title see deed recorded with Dukes County Registry of Deeds in Book 1180, Page 691. These premises will be sold and conveyed subject to and with the benefit of all rights, rights of way, restrictions, easements, covenants, liens or claims in the nature of liens, improvements, public assessments, any and all unpaid taxes, tax titles, tax liens, water and sewer liens and any other municipal assessments or liens or existing encumbrances of record which are in force and are applicable, having priority over said mortgage, whether or not reference to such restrictions, easements, improvements, liens or encumbrances is made in the deed. **TERMS OF SALE:** A deposit of Ten Thousand (\$10,000.00) Dollars by certified or bank check will be required to be paid by the purchaser at the time and place of sale. The balance is to be paid by certified or bank check at Harmon Law Offices, P.C., 150 California St., Newton, Massachusetts 02458, or by mail to P.O. Box 610389, Newton Highlands, Massachusetts 02461-0389, within thirty (30) days from the date of sale. Deed will be provided to purchaser for recording upon receipt in full of the purchase price. The description of the premises contained in said mortgage shall control in the event of an error in this publication. Other terms, if any, to be announced at the sale. **JPMORGAN CHASE BANK, N.A.** Present holder of said mortgage By its Attorneys, **HARMON LAW OFFICES, P.C.** 150 California St. Newton, MA 02458 (617)558-0500 or (201)701-0149. LN: 08/29/19, 09/05/19, 09/12/19, 3t

LEGAL NOTICES: EDGARTOWN

NOTICE OF PUBLIC HEARING
EDGARTOWN CONSERVATION COMMISSION

On Wednesday, 11 September 2019 at 5:10 p.m. the Edgartown Conservation Commission will hold a public hearing on the second floor of the Town Hall on the request for amendments to an order of conditions issued to Sheriff's Meadow Foundation. The applicant is proposing to continue to work on the wet meadow and to relocate a path. The property is known as the Sanctuary and is located at 51 Plantingfield Way, Assr. Pcl. 20B-8, 14, 52,53, 65, 110. LN: 09/05/2019, 1t

NOTICE OF PUBLIC HEARING
EDGARTOWN CONSERVATION COMMISSION

On Wednesday, 11 September 2019 at 5:00 p.m. the Edgartown Conservation Commission will hold a public hearing on the second floor of the Town Hall on the notice of intent filed by Craig and Marie Vought under the Edgartown Wetlands Protection Bylaw and the Massachusetts Wetlands Protection Act. The project involves the construction of a guest house, the upgrading of a septic system, and related site improvements on property located at 12 Jane's Cove Road, Assr. Pcl. 38-3.7. LN: 09/05/2019, 1t

LEGAL NOTICES: TISBURY

NOTICE OF PUBLIC HEARING

The Tisbury Community Preservation Committee will hold a PUBLIC HEARING on Monday, September 9, 2019, at 5:00 pm at the Tisbury Senior Center, to address questions from the community regarding Community Preservation Act funding, and

LEGAL NOTICES: TISBURY

this year's funding cycle. Questions regarding project eligibility will be addressed. All are welcome to attend and take part in the discussion. LN: 08/29/19, 09/05/19, 2t

LEGAL NOTICES: WEST TISBURY

NOTICE - COMMUNITY OUTREACH

Notice is hereby given that Patient Centric of Martha's Vineyard, Ltd. will hold a Community Outreach Meeting on September 14, 2019 at the West Tisbury Library (Community Room), 1042 State Road, West Tisbury 02575 at 1:00 PM to discuss the proposed siting of an Adult Use Marijuana Cultivation and Product Manufacturing Establishment at 90 Dr. Fisher Road, West Tisbury, MA 02575 in accordance with M.G.L. ch. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 et seq. Topics to be discussed at the meeting will include, but not be limited to: The type(s) of Adult-Use Marijuana Establishment(s) to be located at the proposed address; Plans for maintaining a secure facility; Plans to prevent diversion to minors; Plans to positively impact the community; and Plans to ensure the establishment will not constitute a nuisance to the community. Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations. LN: 09/05/2019, 1t

NOTICE - COMMUNITY OUTREACH

Notice is hereby given that Patient Centric of Martha's Vineyard, Ltd. will hold a Community Outreach Meeting on September 14, 2019 at the West Tisbury Library (Community Room), 1042 State Road, West Tisbury 02575 at 3:00 PM to discuss the proposed siting of an Adult Use Marijuana Retail Establishment at 501 State Road, West Tisbury, MA 02575 in accordance with M.G.L. ch. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 et seq. Topics to be discussed at the meeting will include, but not be limited to: The type(s) of Adult-Use Marijuana Establishment(s) to be located at the proposed address; Plans for maintaining a secure facility; Plans to prevent diversion to minors; Plans to positively impact the community; and Plans to ensure the establishment will not constitute a nuisance to the community. Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations. LN: 09/05/2019, 1t

WEST TISBURY ZONING BOARD OF APPEALS

NOTICE OF A PUBLIC HEARING

On Thursday, September 12, 2019 at 5:35 pm the West Tisbury ZBA will hold a public hearing in the Town Hall on the 2nd floor for an application from Christopher M. Zilla for a Special Permit to install a 20x40 foot in-ground swimming pool under Section 8.5-4 (C) of the Zoning Bylaws, Map 37, Lot 20, 224 Vineyard Meadow Farms Rd, RU District. Interested parties are invited to send comments and/or attend the hearing. LN: 08/29/19, 09/05/19, 2t

WEST TISBURY ZONING BOARD OF APPEALS

NOTICE OF A PUBLIC HEARING

On Thursday, September 12, 2019 at 5:15 pm the West Tisbury ZBA will hold a public hearing in the Town Hall on the 2nd floor for an application from Graham Lewis for a Special Permit to construct a 1,584 sq. ft. two-story barn to serve as a garage with storage and recreation space above and to amend a Special Permit to allow the addition of a rooftop deck area to the previously approved new dwelling located in the Special Places District under sections 6.3-5 (B) and 9.3-3 of the Zoning Bylaws, Map 12, Lot 40.3, 42 Fire Tower Rd. RU District. Interested parties are invited to send comments and/or attend the hearing. LN: 08/29/19, 09/05/19, 2t





READ

MVTimes

ONLINE:

mvtimes.com

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Topics to be discussed at the meeting will include, but not be limited to:

1. The type(s) of Adult-Use Marijuana Establishment(s) to be located at the proposed address;
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3. Plans to prevent diversion to minors;
4. Plans to positively impact the community; and
5. Plans to ensure the establishment will not constitute a nuisance to the community.

Interested members of the community are encouraged to ask questions and receive answers from company representatives about the proposed facility and operations.

RECEIVED

SEP 03 2019

Town of West Tisbury
Board of Selectmen

received
9/3/19
by the West Tisbury
Planning Board

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received
9/3/19 (P)

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State

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<input type="checkbox"/> Adult Signature Required	\$
<input type="checkbox"/> Adult Signature Restricted Delivery	\$

Postage

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Total

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Street

City,

State

Zip

PS Form 3800, April 2015 PSN 7530-02-000-9047

See Reverse for Instructions

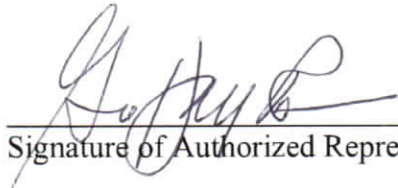


Host Community Agreement Certification Form

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

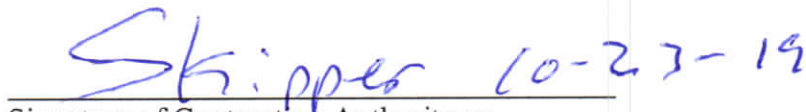
I, Geoffrey Rose, (insert name) certify as an authorized representative of Robert Centre of Martha's Vineyard (insert name of applicant) that the applicant has executed a host community agreement with Town of West Tisbury (insert name of host community) pursuant to G.L.c. 94G § 3(d) on October 23, 2019 (insert date).



Signature of Authorized Representative of Applicant

Host Community

I, J. Skipper Marter, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for West Tisbury (insert name of host community) to certify that the applicant and West Tisbury (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on October 23, 2019 (insert date).



Signature of Contracting Authority or
Authorized Representative of Host Community



PLAN TO REMAIN COMPLIANT WITH LOCAL ZONING

Patient Centric of Martha's Vineyard, Ltd. ("PCMV") will remain compliant at all times with the local zoning requirements set forth in the Town of West Tisbury's Zoning By-Law. 90 Dr. Fisher Road in West Tisbury ("the Property") is located in the Light Industrial zoning district. Pursuant to the West Tisbury Zoning By-Law, the use of the Property for these purposes is permitted subject to the issuance of a Special Permit from the Zoning Board of Appeals. In compliance with 935 CMR 500.110(3), the property is not located within 500 feet of an existing public or private school providing education to children in kindergarten or grades 1 through 12.

PCMV will apply for a Special Permit from the Zoning Board of Appeals and any other local permits required to operate a marijuana establishment at the proposed location. PCMV will comply with all conditions and standards set forth in any local permit required to operate a retail marijuana establishment at PCMV's proposed location. The Special Permit shall lapse if the Special Permit use ceases for more than 24 consecutive months for any reason, if the applicant fails to obtain the necessary building permits or fails to comply with the conditions of the Special Permit within 24 months of its issuance, or if the Special Permit is subject to a time limit which expires without renewal, as well as any other limitations that may be placed in the Special Permit decision by the Board.

PCMV has already attended several meetings with various municipal officials and boards to discuss PCMV's plans for a proposed marijuana establishment and has executed a Host Community Agreement with Town of West Tisbury. PCMV will continue to work cooperatively with various municipal departments, boards, and officials to ensure that PCMV's retail marijuana establishment remains compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

PCMV has also retained the law firm Vicente Sederberg LLC to assist with ongoing compliance with local zoning requirements

FFD Enterprises MA, Inc.
Attachment H

From: [Jen Rand](#)
To: [Benjamin Zachs](#)
Cc: [Ryan Taylor](#)
Subject: RE: Request for Records of Cost to Town Resulting from FFD Enterprises MA, Inc. Operations in West Tisbury
Date: Tuesday, July 20, 2021 1:39:41 PM

You are in good standing

Jennifer Rand
Town Administrator
PO Box 278
West Tisbury, MA 02575
(508) 696-0102

From: Benjamin Zachs <bzachs@finefettle.com>
Sent: Tuesday, July 20, 2021 8:08 AM
To: Jen Rand <townadmin@westtisbury-ma.gov>
Cc: Ryan Taylor <rtaylor@finefettle.com>
Subject: Re: Request for Records of Cost to Town Resulting from FFD Enterprises MA, Inc. Operations in West Tisbury

Ha! Sorry for the formality.

Yes. Expenses we may owe to the town (whether we're in good standing).

Ben

On Tue, Jul 20, 2021 at 8:06 AM Jen Rand <townadmin@westtisbury-ma.gov> wrote:

I got this request. So, in plain language, you want to know if we have had any expenses due to your business? Or you want to know if you owe us money?
Sorry, I don't understand what you're asking.

Thanks
Jen

Jennifer Rand
Town Administrator
PO Box 278
West Tisbury, MA 02575
(508) 696-0102

From: Benjamin Zachs <bzachs@finefettle.com>
Sent: Monday, July 19, 2021 11:57 AM
To: Jen Rand <townadmin@westtisbury-ma.gov>
Cc: Ryan Taylor <rtaylor@finefettle.com>
Subject: Request for Records of Cost to Town Resulting from FFD Enterprises MA, Inc. Operations in West Tisbury

FFD Enterprises MA, Inc.
Attachment H

Dear Jen.

As you know, Fine Fettle holds a medical marijuana and adult-use marijuana retail license granted by the Cannabis Control Commission. This license is being renewed by September 20, 2021, with our submission due July 20, 2021. As a mandatory post-license-renewal condition, the Cannabis Control Commission is requiring Fine Fettle to request from the Town of West Tisbury "The records of any cost to the city or town, whether anticipated or actual, resulting from [Fine Fettle's] operation within its borders."

At your earliest convenience, I kindly request that you do the following:

(1) Reply to this email acknowledging that you have received this request, and

(2) Email any records of such costs to the Town directly to me.

If there have not been costs and we are in good standing, you may also reply noting such.





We plan to open medical end of this week and soon after adult-use. I will keep you posted!

Thank you very much and hope all is well!

-Ben

Benjamin Zachs

Fine Fettle

 [860-490-0359](tel:860-490-0359)
 bzachs@finefettle.com
 www.finefettle.com
 Connecticut, Massachusetts, Rhode Island, and Beyond!

_____|_____|_____|

--

Benjamin Zachs

FFD Enterprises MA, Inc.
Attachment H

Fine Fettle



[860-490-0359](tel:860-490-0359)



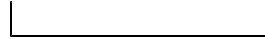
bzachs@finefettle.com



www.finefettle.com



Connecticut, Massachusetts, Rhode Island, and Beyond!



FFD Enterprises MA, Inc.
Attachment H

From: [Benjamin Zachs](#)
To: [Jen Rand](#)
Cc: [Ryan Taylor](#)
Subject: Request for Records of Cost to Town Resulting from FFD Enterprises MA, Inc. Operations in West Tisbury
Date: Monday, July 19, 2021 11:57:28 AM

Dear Jen.

As you know, Fine Fettle holds a medical marijuana and adult-use marijuana retail license granted by the Cannabis Control Commission. This license is being renewed by September 20, 2021, with our submission due July 20, 2021. As a mandatory post-license-renewal condition, the Cannabis Control Commission is requiring Fine Fettle to request from the Town of West Tisbury "The records of any cost to the city or town, whether anticipated or actual, resulting from [Fine Fettle's] operation within its borders."

At your earliest convenience, I kindly request that you do the following:

- (1) **Reply to this email acknowledging that you have received this request, and**
- (2) Email any records of such costs to the Town directly to me.

If there have not been costs and we are in good standing, you may also reply noting such.

We plan to open medical end of this week and soon after adult-use. I will keep you posted!

Thank you very much and hope all is well!

-Ben

Benjamin Zachs

Fine Fettle

■ [860-490-0359](tel:860-490-0359)

■ bzachs@finefettle.com

■ www.finefettle.com

■ Connecticut, Massachusetts, Rhode Island, and Beyond!





PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT

Overview

Patient Centric of Martha's Vineyard ("PCMV") is dedicated to serving and supporting populations falling within areas of disproportionate impact, which the Commission has identified as the following:

1. Past or present residents of the geographic "areas of disproportionate impact," which have been defined by the Commission and identified in its Guidance for Identifying Areas of Disproportionate Impact;
2. Commission-designated Economic Empowerment Priority applicants;
3. Commission-designated Social Equity Program participants;
4. Massachusetts residents who have past drug convictions; and
5. Massachusetts residents with parents or spouses who have drug convictions are classified as areas of disproportionate impact.

To support such populations, PCMV has created the following Plan to Positively Impact Areas of Disproportionate Impact (the "Plan") and has identified and created goals/programs to positively impact past or present residents of the geographic "areas of disproportionate impact," which have been defined by the Commission and identified in its Guidance for Identifying Areas of Disproportionate Impact.

Goals

In order for PCMV to positively impact past or present residents of the geographic "areas of disproportionate impact," which have been defined by the Commission and identified in its Guidance for Identifying Areas of Disproportionate Impact, PCMV has established the following goals:

1. Providing business assets (time, organization skills, finances) towards endeavors in a geographical location designated as a disproportionately impacted area that will have a positive impact on the members of that community or the community as a whole; and
2. Providing mentoring, professional, and technical services for individuals and businesses facing systemic barriers.

Programs

PCMV has developed specific programs to effectuate its stated goals to positively impact past or present residents of the geographic "areas of disproportionate impact," which have been defined by the Commission and identified in its Guidance for Identifying Areas of Disproportionate Impact. Such programs will include the following:

1. Conduct one industry-specific educational seminar in the City of New Bedford annually across one or more of the following topics: marijuana cultivation techniques, marijuana



product manufacturing, marijuana business training, marijuana compliance, resume writing, interviewing, or negotiation skills. Seminars will be publicized within local newspapers such as the New Bedford Standard Times; distributed at local career agencies; and circulated to marijuana advocacy organizations. PCMV will aim to have at least 15 people at each seminar.

2. Provide an annual contribution of \$5,000 to the Old Colony YMCA to support their programs and services in geographic areas of disproportionate impact including New Bedford that provide direct support for individuals, youth, and families suffering from addiction. A letter from the Old Colony YMCA indicating their willingness to accept this contribution is attached.

Measurements

The Chief Executive Officer will administer the Plan and will be responsible for developing measurable outcomes to ensure PCMV continues to meet its commitments. Such measurable outcomes, in accordance with PCMV's goals and programs described above, include:

- Amount of funds given to the Old Colony YMCA;
- Number of educational seminars held; and
- Number of individuals attending the seminars.

Beginning upon receipt of PCMV's first Provisional License from the Commission to operate a marijuana establishment in the Commonwealth, PCMV will utilize the proposed measurements to assess its Plan and will account for demonstrating proof of success or progress of the Plan upon the yearly renewal of the license. The Management Team will review and evaluate PCMV's measurable outcomes no less than twice annually to ensure that PCMV is meeting its commitments. The Chief Executive Officer will review and evaluate PCMV's measurable outcomes no less than every six months to ensure that PCMV is meeting its commitments. PCMV is mindful that demonstration of the Plan's progress and success will be submitted to the Commission upon renewal.

Acknowledgements

- As identified above, PCMV intends to donate to the Old Colony YMCA and acknowledges that they have been contacted and will receive the donation described herein.
- PCMV 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 every Marijuana Establishment.
- Any actions taken, or programs instituted, by PCMV will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.



**FOR YOUTH DEVELOPMENT
FOR HEALTHY LIVING
FOR SOCIAL RESPONSIBILITY**

October 30, 2019

To Whom It May Concern:

Since 1887, the Old Colony Y has provided programs and services designed to help people of all ages and abilities build healthy spirits, minds, and bodies. We offer a full range of recreational, educational and fitness programming and activities that stress positive values to enrich the individual, strengthen the family, and enhance the quality of life for all community members. Services provided at OCY include health and fitness programs, competitive sports, swimming instruction, leadership and character development training, childcare, after-school programs, mentoring, and comprehensive summer camping programs. In addition, we have operated a Social Service Branch since 1972, providing residential and community-based treatment, shelter and wraparound services for families experiencing homelessness and licensed mental health and substance abuse services.

A main component of our work in social services includes direct support for individuals, youth, and families suffering from addiction. Old Colony YMCA is willing to accept financial help and assistance in programs, volunteer hours and other charitable donations from Patient Centric of Martha's Vineyard, Ltd. Any charitable funds will be restricted for the sole purpose of providing services and treatment to those affected by substance abuse.

Sincerely,

Vincent J. Marturano
President & CEO
Old Colony YMCA

D

The Commonwealth of Massachusetts

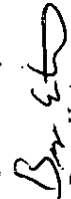
William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Entity Conversion of a Domestic Non-Profit with a Pending Provisional or Final Certification to Dispense Medical Use Marijuana to a Domestic Business Corporation (General Laws Chapter 156D, Section 9.53; 950 CMR 113.30)

FORM ML

Patient Centric of Martha's Vineyard, Ltd. is a registrant
with the Department of Public Health
in accordance with 105 CMR 725.100(C)
as of February 7, 2018.


Bryan Harter
Director

Medical Use of Marijuana Program
Bureau of Healthcare Safety and Quality
Massachusetts Department of Public Health

- (1) Exact name of the non-profit: Patient Centric of Martha's Vineyard, LTD. 443391023
- (2) A corporate name that satisfies the requirements of G.L. Chapter 156D, Section 4.01:
Patient Centric of Martha's Vineyard, LTD.
- (3) The plan of entity conversion was duly approved in accordance with the law.
- (4) The following information is required to be included in the articles of organization pursuant to G.L. Chapter 156D, Section 2.02(a) or permitted to be included in the articles pursuant to G.L. Chapter 156D, Section 2.02(b):

ARTICLE I

The exact name of the corporation upon conversion is:

Patient Centric of Martha's Vineyard, LTD.

ARTICLE II

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. Chapter 156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:*

The general character of the business of the corporation shall be the cultivation, manufacturing, transportation and distribution of marijuana and marijuana products, to the extent permitted and in accordance with Massachusetts law, and any other business in which a corporation formed pursuant to G.L. Chapter 156D is authorized to engage.

ARTICLE III

State the total number of shares and par value, * if any, of each class of stock that the corporation is authorized to issue. All corporations must authorize stock. If only one class or series is authorized, it is not necessary to specify any particular designation.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common	250,000			

ARTICLE IV

Prior to the issuance of shares of any class or series, the articles of organization must set forth the preferences, limitations and relative rights of that class or series. The articles may also limit the type or specify the minimum amount of consideration for which shares of any class or series may be issued. Please set forth the preferences, limitations and relative rights of each class or series and, if desired, the required type and minimum amount of consideration to be received.

N/A

ARTICLE V

The restrictions, if any, imposed by the articles or organization upon the transfer of shares of any class or series of stock are:

None

ARTICLE VI

Other lawful provisions, and if there are no such provisions, this article may be left blank.

See attached continuation sheet

Note: The preceding six (6) articles are considered to be permanent and may be changed only by filing appropriate articles of amendment.

PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

ARTICLES OF ORGANIZATION

CONTINUATION SHEET

ARTICLE VI. Other lawful provisions:

1. Authority of Directors to Create New Classes and Series of Shares. The board of directors, acting without the shareholders, may (a) reclassify any unissued shares of any authorized class or series into one or more existing or new classes or series, and (b) create one or more new classes or series of shares, specifying the number of shares to be included therein, the distinguishing designation thereof and the preferences, limitations and relative rights applicable thereto, provided that the board of directors may not approve an aggregate number of authorized shares of all classes and series which exceeds the total number of authorized shares specified in the articles of organization approved by the shareholders.

2. Minimum Number of Directors. The board of directors may consist of one or more individuals, notwithstanding the number of shareholders.

3. Personal Liability of Directors to Corporation. No director shall have personal liability to the corporation or its shareholders for monetary damages for breach of his or her fiduciary duty as a director notwithstanding any provision of law imposing such liability, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of the director's duty of loyalty to the corporation or its shareholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) for improper distributions under Section 6.40 of Chapter 156D of the General Laws of Massachusetts, or (d) for any transaction from which the director derived an improper personal benefit. No amendment or repeal of this paragraph shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to the date of such amendment or repeal.

4. Shareholder Vote Required to Approve Matters Acted on by Shareholders. The affirmative vote of the holders of a majority of all the shares in a voting group eligible to vote on a matter shall be sufficient for the approval of the matter, notwithstanding any greater vote on the matter otherwise required by any provision of Chapter 156D of the General Laws of Massachusetts.

5. Shareholder Action Without a Meeting by Less Than Unanimous Consent. Action required or permitted by Chapter 156D of the General Laws of Massachusetts to be taken at a shareholders' meeting may be taken without a meeting by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting.

PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

6. Authorization of Directors to Make, Amend or Repeal Bylaws. The board of directors may make, amend or repeal the bylaws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in Chapter 156D of the General Laws of Massachusetts, the articles of organization or the bylaws requires action by the shareholders.

7. Indemnification of Directors and Officers. The following indemnification provisions shall apply to the persons enumerated below.

(a) Right to Indemnification of Directors and Officers. The Corporation shall indemnify and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (an "**Indemnified Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "**Proceeding**"), by reason of the fact that such person, or a person for whom such person is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, limited liability company, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) reasonably incurred by such Indemnified Person in such Proceeding. Notwithstanding the preceding sentence, except as otherwise provided in subsection (c) of this Section 7(a), the Corporation shall be required to indemnify an Indemnified Person in connection with a Proceeding (or part thereof) commenced by such Indemnified Person only if the commencement of such Proceeding (or part thereof) by the Indemnified Person was authorized in advance by the board of directors, or an authorized committee of the board of directors.

(b) Prepayment of Expenses of Directors and Officers. To the extent permitted by law, the Corporation shall pay the expenses (including attorneys' fees) incurred by an Indemnified Person in defending any Proceeding in advance of its final disposition, provided, however that, to the extent required by law, such payment of expenses in advance of the final disposition of the Proceeding shall be made only upon receipt of an undertaking by the Indemnified Person to repay all amounts advanced if it should be ultimately determined that the Indemnified Person is not entitled to be indemnified under this Section 7 or otherwise.

(c) Claims by Directors and Officers. If a claim for indemnification or advancement of expenses under this Section 7 is not paid in full within 30 days after a written claim therefor by the Indemnified Person has been received by the Corporation, the Indemnified Person may file suit to recover the unpaid amount of such claim and, if successful in whole or in part, shall be entitled to be paid the expense of prosecuting such claim. In any such action the Corporation shall have the burden of proving that the Indemnified Person is not entitled to the requested indemnification or advancement of expenses under applicable law.

PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

(d) Indemnification of Employees and Agents. The Corporation may indemnify and advance expenses to any person who was or is made or is threatened to be made or is otherwise involved in any Proceeding by reason of the fact that such person, or a person for whom such person is the legal representative, is or was an employee or agent of the Corporation or, while an employee or agent of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, limited liability company, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) reasonably incurred by such person in connection with such Proceeding. The ultimate determination of entitlement to indemnification of persons who are non-director or officer employees or agents shall be made in such manner as is determined by the board of directors, or an authorized committee of the board of directors, in its sole discretion. Notwithstanding the foregoing sentence, the Corporation shall not be required to indemnify a person in connection with a Proceeding initiated by such person if the Proceeding was not authorized in advance by the board of directors, or an authorized committee of the board of directors.

(e) Advancement of Expenses of Employees and Agents. The Corporation may pay the expenses (including attorneys' fees) incurred by an employee or agent in defending any Proceeding in advance of its final disposition on such terms and conditions as may be determined by the board of directors, or an authorized committee of the board of directors.

(f) Non-Exclusivity of Rights. The rights conferred on any person by this Section 7 shall not be exclusive of any other rights which such person may have or hereafter acquire under any common law, statute, provision of these Articles of Organization, by-laws, agreement, vote of stockholders or disinterested directors or otherwise.

(g) Other Indemnification. The Corporation's obligation, if any, to indemnify any person who was or is serving at its request as a director, officer or employee of another corporation, partnership, limited liability company, joint venture, trust, organization or other enterprise shall be reduced by any amount such person may collect as indemnification from such other corporation, partnership, limited liability company, joint venture, trust, organization or other enterprise.

(h) Insurance. The board of directors may, to the full extent permitted by applicable law as it presently exists, or may hereafter be amended from time to time, authorize the Corporation to purchase and maintain at the Corporation's expense insurance: (i) to indemnify the Corporation for any obligation which it incurs as a result of the indemnification of directors, officers and employees under the provisions of this Section 7; and (ii) to indemnify or insure directors, officers and employees against liability in instances in which they may not otherwise be indemnified by the corporation under the provisions of this Section 7.

The effective date of organization of the corporation is the date and time the articles were received for filing if the articles are not rejected within the time prescribed by law. If a later effective date is desired, specify such date, which may not be later than the 90th day after the articles are received for filing:

The information contained in this article is not a permanent part of the articles of organization.

- on this 1st day of February, 2018

SECRETARY OF THE
COMMONWEALTH

COMMONWEALTH OF MASSACHUSETTS

2018 FEB 13 AM 11:42

CORPORATIONS DIVISION

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

**Articles of Entity Conversion of a
Domestic Non-Profit with a Pending Provisional or
Final Certification to Dispense Medical Use Marijuana
to a Domestic Business Corporation**
(General Laws Chapter 156D, Section 9.53; 950 CMR 113.30)

~~39635~~

39635

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$475 having been paid, said articles are deemed to have been filed with me this 13 day of February, 20 18, at _____ a.m./p.m.
time

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

1305446


WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Examiner

Name approval

Filing fee: Minimum \$250

TO BE FILLED IN BY CORPORATION
Contact Information:

C

M

Gary C. Bubb, Esq.

Ruberto, Israel & Weiner, P.C.

255 State Street, 7th Floor, Boston, MA 02109

Telephone: 617-742-4200

Email: gcb@riw.com

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



The Commonwealth of Massachusetts
William Francis Galvin

No Fee

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

Statement of Change of Supplemental Information

(General Laws, Chapter 156D, Section 2.02 AND Section 8.45; 950 CMR 113.17)

1. Exact name of the corporation: PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

2. Current registered office address:

Name: GEOFFREY ROSE
No. and Street: 90 DR. FISHER RD., P. O. BOX 1323
City or Town: WEST TISBURY State: MA Zip: 02575 Country: USA

3. The following supplemental information has changed:

☒ *Names and street addresses of the directors, president, treasurer, secretary*

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	GEOFFREY ROSE	90 DR. FISHER RD., P. O. BOX 1323 WEST TISBURY, MA 02575 USA
TREASURER	GEOFFREY ROSE	90 DR. FISHER RD. WEST TISBURY, MA 02575 USA
SECRETARY	GEOFFREY ROSE	90 DR. FISHER RD. WEST TISBURY, MA 02575 USA
DIRECTOR	GEOFFREY ROSE	90 DR. FISHER RD., P. O. BOX 1323 WEST TISBURY, MA 02575 USA

___ Fiscal year end:

June

___ Type of business in which the corporation intends to engage:

PATIENT CENTRIC OF MARTHA'S VINEYARD

___ Principal office address:

No. and Street: PO BOX 1323
City or Town: WEST TISBURY State: MA Zip: 02575 Country: USA

___ g. Street address where the records of the corporation required to be kept in the Commonwealth are located (post office boxes are not acceptable):

No. and Street: 90 DR. FISHER RD. P. O. BOX 1323

___ an office of its secretary/assistant secretary

___ its registered office

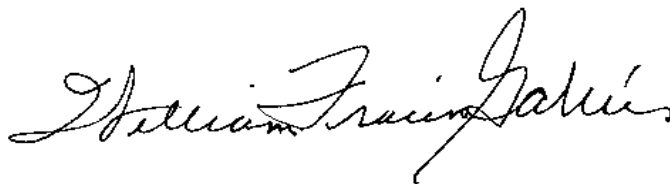
**Signed by GEOFF ROSE , its PRESIDENT
on this 13 Day of November, 2018**

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All Rights Reserved

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:

November 13, 2018 02:35 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive, flowing style with a large initial 'W' and 'G'.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



William Francis Galvin
Secretary of the
Commonwealth

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

August 27, 2019

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

is a domestic corporation organized on **February 13, 2018**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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: sam



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

mass.gov/dor

Letter ID: L0090722176
Notice Date: September 5, 2019
Case ID: 0-000-902-103



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



PATIENT CENTRIC OF MARTHAS VINEY
UNKNOWN
WEST TISBURY MA 02575

000044

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, PATIENT CENTRIC OF MARTHAS VINEY 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

BYLAWS
of
PATIENT CENTRIC OF MARTHA’S VINEYARD, LTD.
A Massachusetts Corporation

Adopted: February 13, 2018

BYLAWS
OF
PATIENT CENTRIC OF MARTHA’S VINEYARD, LTD.

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ARTICLE I

SHAREHOLDERS

Section 1. Annual Meeting. The Corporation shall hold an annual meeting of shareholders at a time fixed by the Directors. The purposes for which the annual meeting is to be held, in addition to those prescribed by the Articles of Organization, shall be for electing directors and for such other purposes as shall be specified in the notice for the meeting, and only business within such purposes may be conducted at the meeting. In the event an annual meeting is not held at the time fixed in accordance with these Bylaws or the time for an annual meeting is not fixed in accordance with these Bylaws to be held within 13 months after the last annual meeting was held, the Corporation may designate a special meeting held thereafter as a special meeting in lieu of the annual meeting, and the meeting shall have all of the effect of an annual meeting.

Section 2. Special Meetings. Special meetings of the shareholders may be called by the President or by the Directors, and shall be called by the Secretary, or in case of the death, absence, incapacity or refusal of the Secretary, by another officer, if the holders of at least 10 percent, or such lesser percentage as the Articles of Organization permit, of all the votes entitled to be cast on any issue to be considered at the proposed special meeting sign, date, and deliver to the Secretary one or more written demands for the meeting describing the purpose for which it is to be held. Only business within the purpose or purposes described in the meeting notice may be conducted at a special shareholders' meeting.

Section 3. Place of Meetings. All meetings of shareholders shall be held at the principal office of the Corporation unless a different place is specified in the notice of the meeting or the meeting is held solely by means of remote communication in accordance with Section 11 of this Article.

Section 4. Requirement of Notice. A written notice of the date, time, and place of each annual and special shareholders' meeting describing the purposes of the meeting shall be given to shareholders entitled to vote at the meeting (and, to the extent required by law or the Articles of Organization, to shareholders not entitled to vote at the meeting) no fewer than seven nor more than 60 days before the meeting date. If an annual or special meeting of shareholders is adjourned to a different date, time or place, notice need not be given of the new date, time or place if the new date, time or place, if any, is announced at the meeting before adjournment. If a new record date for the adjourned meeting is fixed, however, notice of the adjourned meeting shall be given under this Section to persons who are shareholders as of the new record date. All notices to shareholders shall conform to the requirements of Article III.

Section 5. Waiver of Notice. A shareholder may waive any notice required by law, the Articles of Organization, or these Bylaws before or after the date and time stated in the notice. The waiver shall be in writing, be signed by the shareholder entitled to the notice, and be delivered to the Corporation for inclusion with the records of the meeting. A shareholder's attendance at a meeting: (a) waives objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or

transacting business at the meeting; and (b) waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented.

Section 6. Quorum.

(a) Unless otherwise provided by law, or in the Articles of Organization, these Bylaws or a resolution of the Directors requiring satisfaction of a greater quorum requirement for any voting group, a majority of the votes entitled to be cast on the matter by a voting group constitutes a quorum of that voting group for action on that matter. As used in these Bylaws, a voting group includes all shares of one or more classes or series that, under the Articles of Organization or the Massachusetts Business Corporation Act, as in effect from time to time (the “MBCA”), are entitled to vote and to be counted together collectively on a matter at a meeting of shareholders.

(b) A share once represented for any purpose at a meeting is deemed present for quorum purposes for the remainder of the meeting and for any adjournment of that meeting unless (1) the shareholder attends solely to object to lack of notice, defective notice or the conduct of the meeting on other grounds and does not vote the shares or otherwise consent that they are to be deemed present, or (2) in the case of an adjournment, a new record date is or shall be set for that adjourned meeting.

Section 7. Voting and Proxies. Unless the Articles of Organization provide otherwise, each outstanding share, regardless of class, is entitled to one vote on each matter voted on at a shareholders’ meeting. A shareholder may vote his or her shares in person or may appoint a proxy to vote or otherwise act for him or her by signing an appointment form, either personally or by his or her attorney-in-fact. An appointment of a proxy is effective when received by the Secretary or other officer or agent authorized to tabulate votes. Unless otherwise provided in the appointment form, an appointment is valid for a period of 11 months from the date the shareholder signed the form or, if it is undated, from the date of its receipt by the officer or agent. An appointment of a proxy is revocable by the shareholder unless the appointment form conspicuously states that it is irrevocable and the appointment is coupled with an interest, as defined in the MBCA. An appointment made irrevocable is revoked when the interest with which it is coupled is extinguished. The death or incapacity of the shareholder appointing a proxy shall not affect the right of the Corporation to accept the proxy’s authority unless notice of the death or incapacity is received by the Secretary or other officer or agent authorized to tabulate votes before the proxy exercises his or her authority under the appointment. A transferee for value of shares subject to an irrevocable appointment may revoke the appointment if he or she did not know of its existence when he or she acquired the shares and the existence of the irrevocable appointment was not noted conspicuously on the certificate representing the shares or on the information statement for shares without certificates. Subject to the provisions of Section 7.24 of the MBCA and to any express limitation on the proxy’s authority appearing on the face of the appointment form, the Corporation is entitled to accept the proxy’s vote or other action as that of the shareholder making the appointment.

Section 8. Action at Meeting. If a quorum of a voting group exists, favorable action on a matter, other than the election of Directors, is taken by a voting group if the votes cast within the

group favoring the action exceed the votes cast opposing the action, unless a greater number of affirmative votes is required by law, the Articles of Organization, these Bylaws, any agreement amongst the shareholders or a resolution of the Board of Directors requiring receipt of a greater affirmative vote of the shareholders, including more separate voting groups. Directors are elected by a plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present. No ballot shall be required for such election unless requested by a shareholder present or represented at the meeting and entitled to vote in the election.

Section 9. Action without Meeting by Written Consent.

(a) Action taken at a shareholders' meeting may be taken without a meeting if the action is taken either: (1) by all shareholders entitled to vote on the action; or (2) to the extent permitted by the Articles of Organization, by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting. The action shall be evidenced by one or more written consents that describe the action taken, are signed by shareholders having the requisite votes, bear the date of the signatures of such shareholders, and are delivered to the Corporation for inclusion with the records of meetings within 60 days of the earliest dated consent delivered to the Corporation as required by this Section. A consent signed under this Section has the effect of a vote at a meeting.

(b) If action is to be taken pursuant to the consent of voting shareholders without a meeting, the Corporation, at least seven days before the action pursuant to the consent is taken, shall give notice, which complies in form with the requirements of Article III, of the action (1) to nonvoting shareholders in any case where such notice would be required by law if the action were to be taken pursuant to a vote by voting shareholders at a meeting, and (2) if the action is to be taken pursuant to the consent of less than all the shareholders entitled to vote on the matter, to all shareholders entitled to vote who did not consent to the action. The notice shall contain, or be accompanied by, the same material that would have been required by law to be sent to shareholders in or with the notice of a meeting at which the action would have been submitted to the shareholders for approval.

Section 10. Record Date. The Directors may fix the record date in order to determine the shareholders entitled to notice of a shareholders' meeting, to demand a special meeting, to vote, or to take any other action. If a record date for a specific action is not fixed by the Board of Directors, and is not supplied by law, the record date shall be the close of business either on the day before the first notice is sent to shareholders, or, if no notice is sent, on the day before the meeting or, in the case of action without a meeting by written consent, the date the first shareholder signs the consent. A record date fixed under this Section may not be more than 70 days before the meeting or action requiring a determination of shareholders. A determination of shareholders entitled to notice of or to vote at a shareholders' meeting is effective for any adjournment of the meeting unless the Board of Directors fixes a new record date, which it shall do if the meeting is adjourned to a date more than 120 days after the date fixed for the original meeting.

Section 11. Meetings by Remote Communications. Unless otherwise provided in the Articles of Organization, if authorized by the Directors: any annual or special meeting of

shareholders need not be held at any place but may instead be held solely by means of remote communication; and subject to such guidelines and procedures as the Board of Directors may adopt, shareholders and proxyholders not physically present at a meeting of shareholders may, by means of remote communications: (a) participate in a meeting of shareholders; and (b) be deemed present in person and vote at a meeting of shareholders whether such meeting is to be held at a designated place or solely by means of remote communication, provided that: (1) the Corporation shall implement reasonable measures to verify that each person deemed present and permitted to vote at the meeting by means of remote communication is a shareholder or proxyholder; (2) the Corporation shall implement reasonable measures to provide such shareholders and proxyholders a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings; and (3) if any shareholder or proxyholder votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Corporation.

Section 12. Form of Shareholder Action.

(a) Any vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder shall be considered given in writing, dated and signed, if, in lieu of any other means permitted by law, it consists of an electronic transmission that sets forth or is delivered with information from which the Corporation can determine (i) that the electronic transmission was transmitted by the shareholder, proxy or agent or by a person authorized to act for the shareholder, proxy or agent; and (ii) the date on which such shareholder, proxy, agent or authorized person transmitted the electronic transmission. The date on which the electronic transmission is transmitted shall be considered to be the date on which it was signed. The electronic transmission shall be considered received by the Corporation if it has been sent to any address specified by the Corporation for the purpose or, if no address has been specified, to the principal office of the Corporation, addressed to the Secretary or other officer or agent having custody of the records of proceedings of shareholders.

(b) Any copy, facsimile or other reliable reproduction of a vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder may be substituted or used in lieu of the original writing for any purpose for which the original writing could be used, but the copy, facsimile or other reproduction shall be a complete reproduction of the entire original writing.

Section 13. Shareholders List for Meeting.

(a) After fixing a record date for a shareholders' meeting, the Corporation shall prepare an alphabetical list of the names of all its shareholders who are entitled to notice of the meeting. The list shall be arranged by voting group, and within each voting group by class or series of shares, and show the address of and number of shares held by each shareholder, but need not include an electronic mail address or other electronic contact information for any shareholder.

(b) The shareholders list shall be available for inspection by any shareholder, beginning two business days after notice is given of the meeting for which the list was prepared

and continuing through the meeting: (1) at the Corporation's principal office or at a place identified in the meeting notice in the city where the meeting will be held; or (2) on a reasonably accessible electronic network, provided that the information required to gain access to such list is provided with the notice of the meeting. If the meeting is to be held solely by means of remote communication, the list shall be made available on an electronic network.

(c) A shareholder, his or her agent, or attorney is entitled on written demand to inspect and, subject to the requirements of Section 2(c) of Article VI of these Bylaws, to copy the list, during regular business hours and at his or her expense, during the period it is available for inspection.

(d) The Corporation shall make the shareholders list available at the meeting, and any shareholder or his or her agent or attorney is entitled to inspect the list at any time during the meeting or any adjournment.

ARTICLE II

DIRECTORS

Section 1. Powers. All corporate power shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, its Board of Directors.

Section 2. Number and Election. The Board of Directors shall consist of one or more individuals, with the number fixed by the shareholders at the annual meeting or by the Board of Directors, but, unless otherwise provided in the Articles of Organization, if the Corporation has more than one shareholder, the number of Directors shall not be less than three, except that whenever there shall be only two shareholders, the number of Directors shall not be less than two. Except as otherwise provided in these Bylaws or the Articles of Organization, the Directors shall be elected by the shareholders at the annual meeting.

Section 3. Vacancies. If a vacancy occurs on the Board of Directors, including a vacancy resulting from an increase in the number of Directors: (a) the shareholders may fill the vacancy; (b) the Board of Directors may fill the vacancy; or (c) if the Directors remaining in office constitute fewer than a quorum of the Board, they may fill the vacancy by the affirmative vote of a majority of all the Directors remaining in office. A vacancy that will occur at a specific later date may be filled before the vacancy occurs but the new Director may not take office until the vacancy occurs. If the vacant office was held by a Director elected by a voting group of shareholders, only the holders of shares of that voting group or the Directors elected by that voting group are entitled to vote to fill the vacancy.

Section 4. Change in Size of the Board of Directors. The number of Directors may be fixed or changed from time to time by the shareholders or the Board of Directors, and the Board of Directors may increase or decrease the number of Directors last approved by the shareholders.

Section 5. Tenure. The terms of all Directors shall expire at the next annual shareholders' meeting following their election. A decrease in the number of Directors does not shorten an incumbent Director's term. The term of a Director elected to fill a vacancy shall

expire at the next shareholders' meeting at which Directors are elected. Despite the expiration of a Director's term, he or she shall continue to serve until his or her successor is elected and qualified or until there is a decrease in the number of Directors.

Section 6. Resignation. A Director may resign at any time by delivering written notice of resignation to the Board of Directors, its chairman, or to the Corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date.

Section 7. Removal. The shareholders may remove one or more Directors with or without cause but if a Director is elected by a voting group of shareholders, only the shareholders of that voting group may participate in the vote to remove him or her. A Director may be removed for cause by the Directors by vote of a majority of the Directors then in office but, if a Director is elected by a voting group of shareholders, only the Directors elected by that voting group may participate in the vote to remove him or her. A Director may be removed by the shareholders or the Directors only at a meeting called for the purpose of removing him or her, and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the Director.

Section 8. Regular Meetings. Regular meetings of the Board of Directors may be held at such times and places as shall from time to time be fixed by the Board of Directors without notice of the date, time, place or purpose of the meeting provided that notice of the first regular meeting following any such determination shall be given to absent Directors.

Section 9. Special Meetings. Special meetings of the Board of Directors may be called by the President, by the Secretary, by any two Directors, or by one Director in the event that there is only one Director.

Section 10. Notice. Special meetings of the Board must be preceded by at least two days' notice of the date, time and place of the meeting. The notice need not describe the purpose of the special meeting. All notices to directors shall conform to the requirements of Article III.

Section 11. Waiver of Notice. A Director may waive any notice before or after the date and time of the meeting. The waiver shall be in writing, signed by the Director entitled to the notice, or in the form of an electronic transmission by the Director to the Corporation, and filed with the minutes or corporate records. A Director's attendance at or participation in a meeting waives any required notice to him or her of the meeting unless the Director at the beginning of the meeting, or promptly upon his or her arrival, objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 12. Quorum. A quorum of the Board of Directors consists of a majority of the Directors then in office, provided always that any number of Directors (whether one or more and whether or not constituting a quorum) constituting a majority of Directors present at any meeting or at any adjourned meeting may make any reasonable adjournment thereof.

Section 13. Action at Meeting. If a quorum is present when a vote is taken, the affirmative vote of a majority of Directors present is the act of the Board of Directors. A Director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when corporate action is taken is considered to have assented to the action taken

unless: (a) he or she objects at the beginning of the meeting, or promptly upon his or her arrival, to holding it or transacting business at the meeting; (b) his or her dissent or abstention from the action taken is entered in the minutes of the meeting; or (c) he or she delivers written notice of his or her dissent or abstention to the presiding officer of the meeting before its adjournment or to the Corporation immediately after adjournment of the meeting. The right of dissent or abstention is not available to a Director who votes in favor of the action taken.

Section 14. Action Without Meeting. Any action required or permitted to be taken by the Directors may be taken without a meeting if the action is taken by the unanimous consent of the members of the Board of Directors. The action must be evidenced by one or more consents describing the action taken, in writing, signed by each Director, or delivered to the Corporation by electronic transmission, to the address specified by the Corporation for the purpose or, if no address has been specified, to the principal office of the Corporation, addressed to the Secretary or other officer or agent having custody of the records of proceedings of Directors, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this Section is effective when the last Director signs or delivers the consent, unless the consent specifies a different effective date. A consent signed or delivered under this Section has the effect of a meeting vote and may be described as such in any document.

Section 15. Meetings by Remote Communications. The Board of Directors may permit any or all Directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is considered to be present in person at the meeting.

Section 16. Committees. The Board of Directors may create one or more committees and appoint members of the Board of Directors to serve on them. Each committee may have one or more members, who serve at the pleasure of the Board of Directors. The creation of a committee and appointment of members to it must be approved by a majority of all the Directors in office when the action is taken. Article III and Sections 10 through 15 of this Article shall apply to committees and their members. To the extent specified by the Board of Directors, each committee may exercise the authority of the Board of Directors. A committee may not, however: (a) authorize distributions; (b) approve or propose to shareholders action that the MBCA requires be approved by shareholders; (c) change the number of the Board of Directors, remove Directors from office or fill vacancies on the Board of Directors; (d) amend the Articles of Organization; (e) adopt, amend or repeal Bylaws; or (f) authorize or approve reacquisition of shares, except according to a formula or method prescribed by the Board of Directors. The creation of, delegation of authority to, or action by a committee does not alone constitute compliance by a Director with the standards of conduct described in Section 18 of this Article.

Section 17. Compensation. The Board of Directors may fix the compensation of Directors.

Section 18. Standard of Conduct for Directors.

(a) A Director shall discharge his or her duties as a Director, including his or her duties as a member of a committee: (1) in good faith; (2) with the care that a person in a like

position would reasonably believe appropriate under similar circumstances; and (3) in a manner the Director reasonably believes to be in the best interests of the Corporation. In determining what the Director reasonably believes to be in the best interests of the Corporation, a Director may consider the interests of the Corporation's employees, suppliers, creditors and customers, the economy of the state, the region and the nation, community and societal considerations, and the long-term and short-term interests of the Corporation and its shareholders, including the possibility that these interests may be best served by the continued independence of the Corporation.

(b) In discharging his or her duties, a Director who does not have knowledge that makes reliance unwarranted is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent with respect to the information, opinions, reports or statements presented; (2) legal counsel, public accountants, or other persons retained by the Corporation, as to matters involving skills or expertise the Director reasonably believes are matters (i) within the particular person's professional or expert competence or (ii) as to which the particular person merits confidence; or (3) a committee of the Board of Directors of which the Director is not a member if the Director reasonably believes the committee merits confidence.

(c) A Director is not liable for any action taken as a Director, or any failure to take any action, if he or she performed the duties of his or her office in compliance with this Section.

Section 19. Conflict of Interest.

(a) A conflict of interest transaction is a transaction with the Corporation in which a Director of the Corporation has a material direct or indirect interest. A conflict of interest transaction is not voidable by the Corporation solely because of the Director's interest in the transaction if any one of the following is true:

(1) the material facts of the transaction and the Director's interest were disclosed or known to the Board of Directors or a committee of the Board of Directors and the Board of Directors or committee authorized, approved, or ratified the transaction;

(2) the material facts of the transaction and the Director's interest were disclosed or known to the shareholders entitled to vote and they authorized, approved, or ratified the transaction; or

(3) the transaction was fair to the Corporation.

(b) For purposes of this Section, and without limiting the interests that may create conflict of interest transactions, a Director of the Corporation has an indirect interest in a transaction if: (1) another entity in which he or she has a material financial interest or in which he or she is a general partner is a party to the transaction; or (2) another entity of which he or she is a director, officer, or trustee or in which he or she holds another position is a party to the transaction and the transaction is or should be considered by the Board of Directors of the Corporation.

(c) For purposes of clause (1) of subsection (a), a conflict of interest transaction is authorized, approved, or ratified if it receives the affirmative vote of a majority of the Directors on the Board of Directors (or on the committee) who have no direct or indirect interest in the transaction, but a transaction may not be authorized, approved, or ratified under this Section by a single Director. If a majority of the Directors who have no direct or indirect interest in the transaction vote to authorize, approve, or ratify the transaction, a quorum is present for the purpose of taking action under this Section. The presence of, or a vote cast by, a Director with a direct or indirect interest in the transaction does not affect the validity of any action taken under clause (1) of subsection (a) if the transaction is otherwise authorized, approved, or ratified as provided in that subsection.

(d) For purposes of clause (2) of subsection (a), a conflict of interest transaction is authorized, approved, or ratified if it receives the vote of a majority of the shares entitled to be counted under this subsection. Shares owned by or voted under the control of a Director who has a direct or indirect interest in the transaction, and shares owned by or voted under the control of an entity described in clause (1) of subsection (b), may not be counted in a vote of shareholders to determine whether to authorize, approve, or ratify a conflict of interest transaction under clause (2) of subsection (a). The vote of those shares, however, is counted in determining whether the transaction is approved under other Sections of these Bylaws. A majority of the shares, whether or not present, that are entitled to be counted in a vote on the transaction under this subsection constitutes a quorum for the purpose of taking action under this Section.

Section 20. Loans to Directors. The Corporation may not lend money to, or guarantee the obligation of a Director of, the Corporation unless: (a) the specific loan or guarantee is approved by a majority of the votes represented by the outstanding voting shares of all classes, voting as a single voting group, except the votes of shares owned by or voted under the control of the benefited Director; or (b) the Corporation's Board of Directors determines that the loan or guarantee benefits the Corporation and either approves the specific loan or guarantee or a general plan authorizing loans and guarantees. The fact that a loan or guarantee is made in violation of this Section shall not affect the borrower's liability on the loan.

ARTICLE III

MANNER OF NOTICE

All notices hereunder shall conform to the following requirements:

(a) Notice shall be in writing unless oral notice is reasonable under the circumstances. Notice by electronic transmission is written notice.

(b) Notice may be communicated in person; by telephone, voice mail, telegraph, teletype, or other electronic means; by mail; by electronic transmission; or by messenger or delivery service. If these forms of personal notice are impracticable, notice may be communicated by a newspaper of general circulation in the area where published; or by radio, television, or other form of public broadcast communication.

(c) Written notice, other than notice by electronic transmission, if in a comprehensible form, is effective upon deposit in the United States mail, if mailed postpaid and correctly addressed to the shareholder's address shown in the Corporation's current record of shareholders.

(d) Written notice by electronic transmission, if in comprehensible form, is effective: (1) if by facsimile telecommunication, when directed to a number furnished by the shareholder for the purpose; (2) if by electronic mail, when directed to an electronic mail address furnished by the shareholder for the purpose; (3) if by a posting on an electronic network together with separate notice to the shareholder of such specific posting, directed to an electronic mail address furnished by the shareholder for the purpose, upon the later of (i) such posting and (ii) the giving of such separate notice; and (4) if by any other form of electronic transmission, when directed to the shareholder in such manner as the shareholder shall have specified to the Corporation. An affidavit of the Secretary or an Assistant Secretary of the Corporation, the transfer agent or other agent of the Corporation that the notice has been given by a form of electronic transmission shall, in the absence of fraud, be prima facie evidence of the facts stated therein.

(e) Except as provided in subsection (c), written notice, other than notice by electronic transmission, if in a comprehensible form, is effective at the earliest of the following: (1) when received; (2) five days after its deposit in the United States mail, if mailed postpaid and correctly addressed; (3) on the date shown on the return receipt, if sent by registered or certified mail, return receipt requested; or if sent by messenger or delivery service, on the date shown on the return receipt signed by or on behalf of the addressee; or (4) on the date of publication if notice by publication is permitted.

(f) Oral notice is effective when communicated if communicated in a comprehensible manner.

ARTICLE IV

OFFICERS

Section 1. Enumeration. The Corporation shall have a President, a Treasurer, a Secretary and such other officers as may be appointed by the Board of Directors from time to time in accordance with these Bylaws. The Corporation may also have such agents, if any, as the Board of Directors from time to time may in its discretion appoint. The Board of Directors may appoint one of its members to the office of Chairman of the Board and from time to time define the powers and duties of that office notwithstanding any other provisions of these Bylaws.

Section 2. Appointment. The officers shall be appointed by the Board of Directors. A duly appointed officer may appoint one or more officers or assistant officers if authorized by the Board of Directors. Each officer has the authority and shall perform the duties set forth in these Bylaws or, to the extent consistent with these Bylaws, the duties prescribed by the Board of Directors or by direction of an officer authorized by the Board of Directors to prescribe the duties of other officers.

Section 3. Qualification. The same individual may simultaneously hold more than one office in the Corporation.

Section 4. Tenure. Officers shall hold office until the first meeting of the Directors following the next annual meeting of shareholders after their appointment and until their respective successors are duly appointed, unless a shorter or longer term is specified in the vote appointing them.

Section 5. Resignation. An officer may resign at any time by delivering notice of the resignation to the Corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date. If a resignation is made effective at a later date and the Corporation accepts the future effective date, the Board of Directors may fill the pending vacancy before the effective date if the Board of Directors provides that the successor shall not take office until the effective date. An officer's resignation shall not affect the Corporation's contract rights, if any, with the officer.

Section 6. Removal. The Board of Directors may remove any officer at any time with or without cause. The appointment of an officer shall not itself create contract rights. An officer's removal shall not affect the officer's contract rights, if any, with the Corporation.

Section 7. President. The President when present shall preside at all meetings of the shareholders and, if there is no Chairman of the Board of Directors, of the Directors. He or she shall be the chief executive officer of the Corporation except as the Board of Directors may otherwise provide. The President shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 8. Treasurer. The Treasurer shall, subject to the direction of the Directors, have general charge of the financial affairs of the Corporation and shall cause to be kept accurate books of accounts. He or she shall have custody of all funds, securities, and valuable documents of the Corporation, except as the Directors may otherwise provide. The Treasurer shall perform such duties and have such powers additional to the foregoing as the Directors may designate.

Section 9. Secretary. The Secretary shall have responsibility for preparing minutes of the Directors' and shareholders' meetings and for authenticating records of the Corporation. The Secretary shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 10. Standards of Conduct for Officers. An officer shall discharge his or her duties: (a) in good faith; (b) with the care that a person in a like position would reasonably exercise under similar circumstances; and (c) in a manner the officer reasonably believes to be in the best interests of the Corporation. In discharging his or her duties, an officer, who does not have knowledge that makes reliance unwarranted, is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more officers or employees of the Corporation whom the officer reasonably believes to be reliable and competent with respect to the information, opinions, reports or statements presented; or (2) legal counsel, public accountants, or other persons retained by the Corporation as to matters involving skills or expertise the officer reasonably

believes are matters (i) within the particular person's professional or expert competence or (ii) as to which the particular person merits confidence. An officer shall not be liable to the Corporation or its shareholders for any decision to take or not to take any action taken, or any failure to take any action, as an officer, if the duties of the officer are performed in compliance with this Section.

ARTICLE V

PROVISIONS RELATING TO SHARES

Section 1. Issuance and Consideration. The Board of Directors may issue the number of shares of each class or series authorized by the Articles of Organization. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, contracts for services to be performed, or other securities of the Corporation. Before the Corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. The Board of Directors shall determine the terms upon which the rights, options, or warrants for the purchase of shares or other securities of the Corporation are issued and the terms, including the consideration, for which the shares or other securities are to be issued.

Section 2. Share Certificates. If shares are represented by certificates, at a minimum each share certificate shall state on its face: (a) the name of the Corporation and that it is organized under the laws of The Commonwealth of Massachusetts; (b) the name of the person to whom issued; and (c) the number and class of shares and the designation of the series, if any, the certificate represents. If different classes of shares or different series within a class are authorized, then the variations in rights, preferences and limitations applicable to each class and series, and the authority of the Board of Directors to determine variations for any future class or series, must be summarized on the front or back of each certificate. Alternatively, each certificate may state conspicuously on its front or back that the Corporation will furnish the shareholder this information on request in writing and without charge. Each share certificate shall be signed, either manually or in facsimile, by the President or a Vice President and by the Treasurer or an Assistant Treasurer, or any two officers designated by the Board of Directors, and shall bear the corporate seal or its facsimile. If the person who signed, either manually or in facsimile, a share certificate no longer holds office when the certificate is issued, the certificate shall be nevertheless valid.

Section 3. Uncertificated Shares. The Board of Directors may authorize the issue of some or all of the shares of any or all of the Corporation's classes or series without certificates. The authorization shall not affect shares already represented by certificates until they are surrendered to the Corporation. Within a reasonable time after the issue or transfer of shares without certificates, the Corporation shall send the shareholder a written statement of the information required by the MBCA to be on certificates.

Section 4. Record and Beneficial Owners. The Corporation shall be entitled to treat as the shareholder the person in whose name shares are registered in the records of the Corporation or, if the Board of Directors has established a procedure by which the beneficial owner of shares

that are registered in the name of a nominee will be recognized by the Corporation as a shareholder, the beneficial owner of shares to the extent of the rights granted by a nominee certificate on file with the Corporation.

Section 5. Lost or Destroyed Certificates. The Board of Directors of the Corporation may, subject to Massachusetts General Laws, Chapter 106, Section 8-405, determine the conditions upon which a new share certificate may be issued in place of any certificate alleged to have been lost, destroyed, or wrongfully taken. The Board of Directors may, in its discretion, require the owner of such share certificate, or his or her legal representative, to give a bond, sufficient in its opinion, with or without surety, to indemnify the Corporation against any loss or claim which may arise by reason of the issue of the new certificate.

Section 6. Transfer of Shares. Subject to the restrictions, if any, stated or noted on the stock certificates or any agreement amongst the shareholders and the Corporation, shares of stock may be transferred on the books of the Corporation by the surrender to the Corporation or its transfer agent of the certificate therefor properly endorsed or accompanied by a written assignment and power of attorney properly executed, with necessary transfer stamps affixed, and with such proof of the authenticity of signature as the Board of Directors or the transfer agent of the Corporation may reasonably require. Except as may be otherwise required by law, by the Articles of Organization, by these Bylaws or any agreement among the shareholders and the Corporation, the Corporation shall be entitled to treat the record holder of stock as shown on its books as the owner of such stock for all purposes, including the payment of dividends and the right to receive notice and to vote with respect thereto, regardless of any transfer, pledge or other disposition of such stock until the shares have been transferred on the books of the Corporation in accordance with the requirements of these Bylaws.

ARTICLE VI

CORPORATE RECORDS

Section 1. Records to be Kept.

(a) The Corporation shall keep as permanent records minutes of all meetings of its shareholders and Board of Directors, a record of all actions taken by the shareholders or Board of Directors without a meeting, and a record of all actions taken by a committee of the Board of Directors in place of the Board of Directors on behalf of the Corporation. The Corporation shall maintain appropriate accounting records. The Corporation or its agent shall maintain a record of its shareholders, in a form that permits preparation of a list of the names and addresses of all shareholders, in alphabetical order by class of shares showing the number and class of shares held by each. The Corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

(b) The Corporation shall keep within The Commonwealth of Massachusetts a copy of the following records at its principal office or an office of its transfer agent or of its Secretary or Assistant Secretary or of its registered agent:

(i) its Articles or Restated Articles of Organization and all amendments to them currently in effect;

(ii) its Bylaws or restated Bylaws and all amendments to them currently in effect;

(iii) resolutions adopted by its Board of Directors creating one or more classes or series of shares, and fixing their relative rights, preferences, and limitations, if shares issued pursuant to those resolutions are outstanding;

(iv) the minutes of all shareholders' meetings, and records of all action taken by shareholders without a meeting, for the past three years;

(v) all written communications to shareholders generally within the past three years, including the financial statements furnished under Section 16.20 of the MBCA for the past three years;

(vi) a list of the names and business addresses of its current Directors and officers; and

(vii) its most recent annual report delivered to the Massachusetts Secretary of State.

Section 2. Inspection of Records by Shareholders.

(a) A shareholder is entitled to inspect and copy, during regular business hours at the office where they are maintained pursuant to Section 1(b) of this Article, copies of any of the records of the Corporation described in said Section if he or she gives the Corporation written notice of his or her demand at least five business days before the date on which he or she wishes to inspect and copy.

(b) A shareholder is entitled to inspect and copy, during regular business hours at a reasonable location specified by the Corporation, any of the following records of the Corporation if the shareholder meets the requirements of subsection (c) and gives the Corporation written notice of his or her demand at least five business days before the date on which he or she wishes to inspect and copy:

(1) excerpts from minutes reflecting action taken at any meeting of the Board of Directors, records of any action of a committee of the Board of Directors while acting in place of the Board of Directors on behalf of the Corporation, minutes of any meeting of the shareholders, and records of action taken by the shareholders or Board of Directors without a meeting, to the extent not subject to inspection under subsection (a) of this Section;

(2) accounting records of the Corporation, but if the financial statements of the Corporation are audited by a certified public accountant, inspection shall be limited to the financial statements and the supporting schedules reasonably necessary to verify any line item on those statements; and

- (3) the record of shareholders described in Section 1(a) of this Article.
- (c) A shareholder may inspect and copy the records described in subsection (b) only if:
 - (1) his or her demand is made in good faith and for a proper purpose;
 - (2) he or she describes with reasonable particularity his or her purpose and the records he or she desires to inspect;
 - (3) the records are directly connected with his or her purpose; and
 - (4) the Corporation shall not have determined in good faith that disclosure of the records sought would adversely affect the Corporation in the conduct of its business.
- (d) For purposes of this Section, “shareholder” includes a beneficial owner whose shares are held in a voting trust or by a nominee on his or her behalf.

Section 3. Scope of Inspection Right.

- (a) A shareholder’s agent or attorney has the same inspection and copying rights as the shareholder represented.
- (b) The Corporation may, if reasonable, satisfy the right of a shareholder to copy records under Section 2 of this Article by furnishing to the shareholder copies by photocopy or other means chosen by the Corporation including copies furnished through an electronic transmission.
- (c) The Corporation may impose a reasonable charge, covering the costs of labor, material, transmission and delivery, for copies of any documents provided to the shareholder. The charge may not exceed the estimated cost of production, reproduction, transmission or delivery of the records.
- (d) The Corporation may comply at its expense, with a shareholder’s demand to inspect the record of shareholders under Section 2(b)(3) of this Article by providing the shareholder with a list of shareholders that was compiled no earlier than the date of the shareholder’s demand.
- (e) The Corporation may impose reasonable restrictions on the use or distribution of records by the demanding shareholder.

Section 4. Inspection of Records by Directors. A Director is entitled to inspect and copy the books, records and documents of the Corporation at any reasonable time to the extent reasonably related to the performance of the Director’s duties as a Director, including duties as a member of a committee, but not for any other purpose or in any manner that would violate any duty to the Corporation.

ARTICLE VII

INDEMNIFICATION

Section 1. Definitions. In this Article the following words shall have the following meanings unless the context requires otherwise:

“Corporation” includes any domestic or foreign predecessor entity of the Corporation in a merger.

“Director” or “officer” means an individual who is or was a Director or officer, respectively, of the Corporation or who, while a Director or officer of the Corporation, is or was serving at the Corporation’s request as a director, officer, partner, trustee, employee, or agent of another domestic or foreign corporation, partnership, joint venture, trust, employee benefit plan, or other entity. A Director or officer is considered to be serving an employee benefit plan at the Corporation’s request if his or her duties to the Corporation also impose duties on, or otherwise involve services by, him or her to the plan or to participants in or beneficiaries of the plan. “Director” or “officer” includes, unless the context requires otherwise, the estate or personal representative of a Director or officer.

“Disinterested Director” means a Director who, at the time of a vote or selection referred to in Section 4 of this Article, is not (i) a party to the proceeding, or (ii) an individual having a familial, financial, professional, or employment relationship with the Director whose indemnification or advance for expenses is the subject of the decision being made, which relationship would, in the circumstances, reasonably be expected to exert an influence on the Director’s judgment when voting on the decision being made.

“Expenses” include counsel fees.

“Liability” means the obligation to pay a judgment, settlement, penalty, fine including an excise tax assessed with respect to an employee benefit plan, or reasonable expenses incurred with respect to a proceeding.

“Party” means an individual who was, is, or is threatened to be made, a defendant or respondent in a proceeding.

“Proceeding” means any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitrative, or investigative and whether formal or informal.

Section 2. Indemnification of Directors and Officers.

(a) Except as otherwise provided in this Section, the Corporation may indemnify to the fullest extent permitted by law an individual who is a party to a proceeding because he or she is a Director or officer against liability incurred in the proceeding if: (1) (i) he or she conducted himself or herself in good faith; and (ii) he or she reasonably believed that his or her conduct was in the best interests of the Corporation or that his or her conduct was at least not opposed to the best interests of the Corporation; and (iii) in the case of any criminal proceeding, he or she had

no reasonable cause to believe his or her conduct was unlawful; or (2) he or she engaged in conduct for which he or she shall not be liable under a provision of the Articles of Organization authorized by Section 2.02(b)(4) of the MBCA or any successor provision to such Section.

(b) A Director's or officer's conduct with respect to an employee benefit plan for a purpose he or she reasonably believed to be in the interests of the participants in, and the beneficiaries of, the plan is conduct that satisfies the requirement that his or her conduct was at least not opposed to the best interests of the Corporation.

(c) The termination of a proceeding by judgment, order, settlement, or conviction, or upon a plea of nolo contendere or its equivalent, is not, of itself, determinative that the Director or officer did not meet the relevant standard of conduct described in this Section.

(d) Unless ordered by a court, the Corporation may not indemnify a Director or officer under this Section if his or her conduct did not satisfy the standards set forth in subsection (a) or subsection (b).

Section 3. Advance for Expenses. The Corporation may, before final disposition of a proceeding, advance funds to pay for or reimburse the reasonable expenses incurred by a Director or officer who is a party to a proceeding because he or she is a Director or officer if he or she delivers to the Corporation:

(a) a written affirmation of his or her good faith belief that he or she has met the relevant standard of conduct described in Section 2 of this Article or that the proceeding involves conduct for which liability has been eliminated under a provision of the Articles of Organization as authorized by Section 2.02(b)(4) of the MBCA or any successor provision to such Section; and

(b) his or her written undertaking to repay any funds advanced if he or she is not wholly successful, on the merits or otherwise, in the defense of such proceeding and it is ultimately determined pursuant to Section 4 of this Article or by a court of competent jurisdiction that he or she has not met the relevant standard of conduct described in Section 2 of this Article. Such undertaking must be an unlimited general obligation of the Director or officer but need not be secured and shall be accepted without reference to the financial ability of the Director or officer to make repayment.

Section 4. Determination of Indemnification. The determination of whether a Director or officer has met the relevant standard of conduct set forth in Section 2 shall be made:

(a) if there are two or more disinterested Directors, by the Board of Directors by a majority vote of all the disinterested Directors, a majority of whom shall for such purpose constitute a quorum, or by a majority of the members of a committee of two or more disinterested Directors appointed by vote;

(b) by special legal counsel (1) selected in the manner prescribed in clause (a); or (2) if there are fewer than two disinterested Directors, selected by the Board of Directors, in which selection Directors who do not qualify as disinterested Directors may participate; or

(c) by the shareholders, but shares owned by or voted under the control of a Director who at the time does not qualify as a disinterested Director may not be voted on the determination.

Section 5. Authorization of Indemnification and Advances.

(a) Authorization of indemnification and advances shall be made in the same manner as the determination that indemnification is permissible under Section 4 of this Article, except that if there are fewer than two disinterested Directors, authorization of indemnification shall be made by the Board of Directors, in which authorization Directors who do not qualify as disinterested Directors may participate.

(b) The Corporation shall indemnify a Director who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he or she was a party because he or she was a Director or officer of the Corporation against reasonable expenses incurred by him or her in connection with the proceeding.

Section 6. Notification and Defense of Claim; Settlements.

(a) In addition to and without limiting the foregoing provisions of this Article and except to the extent otherwise required by law, it shall be a condition of the Corporation's obligation to indemnify under Section 2 of this Article (in addition to any other condition provide in these Bylaws or by law) that the person asserting, or proposing to assert, the right to be indemnified, must notify the Corporation in writing as soon as practicable of any action, suit, proceeding or investigation involving such person for which indemnity will or could be sought, but the failure to so notify shall not affect the Corporation's objection to indemnify except to the extent the Corporation is adversely affected thereby. With respect to any proceeding of which the Corporation is so notified, the Corporation will be entitled to participate therein at its own expense and/or to assume the defense thereof at its own expense, with legal counsel reasonably acceptable to such person. After notice from the Corporation to such person of its election so to assume such defense, the Corporation shall not be liable to such person for any legal or other expenses subsequently incurred by such person in connection with such action, suit, proceeding or investigation other than as provided below in this subsection (a). Such person shall have the right to employ his or her own counsel in connection with such action, suit, proceeding or investigation, but the fees and expenses of such counsel incurred after notice from the Corporation of its assumption of the defense thereof shall be at the expense of such person unless (1) the employment of counsel by such person has been authorized by the Corporation, (2) counsel to such person shall have reasonably concluded that there may be a conflict of interest or position on any significant issue between the Corporation and such person in the conduct of the defense of such action, suit, proceeding or investigation or (3) the Corporation shall not in fact have employed counsel to assume the defense of such action, suit, proceeding or investigation, in each of which cases the fees and expenses of counsel for such person shall be at the expense of the Corporation, except as otherwise expressly provided by this Article. The Corporation shall not be entitled, without the consent of such person, to assume the defense of any claim brought by or in the right of the Corporation or as to which counsel for such person shall have reasonably made the conclusion provided for in clause (2) above.

(b) The Corporation shall not be required to indemnify such person under this Article for any amounts paid in settlement of any proceeding unless authorized in the same manner as the determination that indemnification is permissible under Section 4 of this Article, except that if there are fewer than two disinterested Directors, authorization of indemnification shall be made by the Board of Directors, in which authorization Directors who do not qualify as disinterested Directors may participate. The Corporation shall not settle any action, suit, proceeding or investigation in any manner which would impose any penalty or limitation on such person without such person's written consent. Neither the Corporation nor such person will unreasonably withhold their consent to any proposed settlement.

Section 7. Insurance. The Corporation may purchase and maintain insurance on behalf of an individual who is a Director or officer of the Corporation, or who, while a Director or officer of the Corporation, serves at the Corporation's request as a director, officer, partner, trustee, employee, or agent of another domestic or foreign corporation, partnership, joint venture, trust, employee benefit plan, or other entity, against liability asserted against or incurred by him or her in that capacity or arising from his or her status as a Director or officer, whether or not the Corporation would have power to indemnify or advance expenses to him or her against the same liability under this Article.

Section 8. Application of this Article.

(a) The Corporation shall not be obligated to indemnify or advance expenses to a Director or officer of a predecessor of the Corporation, pertaining to conduct with respect to the predecessor, unless otherwise specifically provided.

(b) This Article shall not limit the Corporation's power to (1) pay or reimburse expenses incurred by a Director or an officer in connection with his or her appearance as a witness in a proceeding at a time when he or she is not a party or (2) indemnify, advance expenses to or provide or maintain insurance on behalf of an employee or agent.

(c) The indemnification and advancement of expenses provided by, or granted pursuant to, this Article shall not be considered exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled.

(d) Each person who is or becomes a Director or officer shall be deemed to have served or to have continued to serve in such capacity in reliance upon the indemnity provided for in this Article. All rights to indemnification under this Article shall be deemed to be provided by a contract between the Corporation and the person who serves as a Director or officer of the Corporation at any time while these Bylaws and the relevant provisions of the MBCA are in effect. Any repeal or modification thereof shall not affect any rights or obligations then existing.

(e) If the laws of the Commonwealth of Massachusetts are hereafter amended from time to time to increase the scope of permitted indemnification, indemnification hereunder shall be provided to the fullest extent permitted or required by any such amendment.

ARTICLE VIII

FISCAL YEAR

The fiscal year of the Corporation shall be the year ending with June 30 in each year.

ARTICLE IX

AMENDMENTS

(a) The power to make, amend or repeal these Bylaws shall be in the shareholders. If authorized by the Articles of Organization, the Board of Directors may also make, amend or repeal these Bylaws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in the MBCA, the Articles of Organization, or these Bylaws, requires action by the shareholders.

(b) Not later than the time of giving notice of the meeting of shareholders next following the making, amending or repealing by the Board of Directors of any Bylaw, notice stating the substance of the action taken by the Board of Directors shall be given to all shareholders entitled to vote on amending the Bylaws. Any action taken by the Board of Directors with respect to the Bylaws may be amended or repealed by the shareholders.

(c) Approval of an amendment to the Bylaws that changes or deletes a quorum or voting requirement for action by shareholders must satisfy both the applicable quorum and voting requirements for action by shareholders with respect to amendment of these Bylaws and also the particular quorum and voting requirements sought to be changed or deleted.

(d) A Bylaw dealing with quorum or voting requirements for shareholders, including additional voting groups, may not be adopted, amended or repealed by the Board of Directors.

(e) A Bylaw that fixes a greater or lesser quorum requirement for action by the Board of Directors, or a greater voting requirement, than provided for by the MBCA may be amended or repealed by the shareholders, or by the Board of Directors if authorized pursuant to subsection (a).

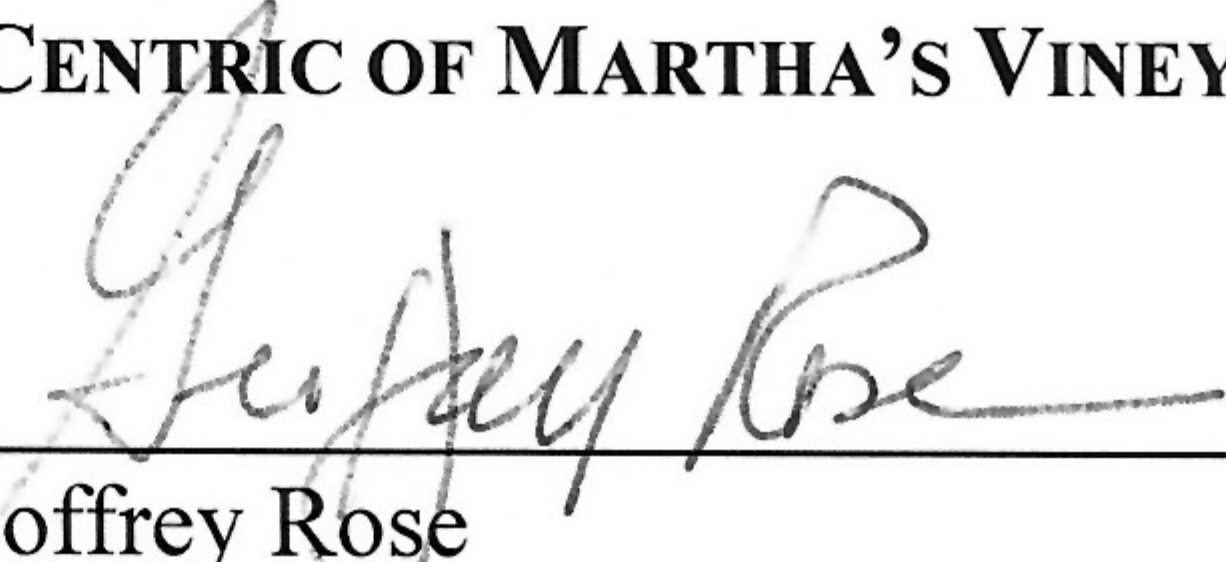
(f) If the Board of Directors is authorized to amend the Bylaws, approval by the Board of Directors of an amendment to the Bylaws that changes or deletes a quorum or voting requirement for action by the Board of Directors must satisfy both the applicable quorum and voting requirements for action by the Board of Directors with respect to amendment of the Bylaws, and also the particular quorum and voting requirements sought to be changed or deleted.

**CERTIFICATE OF SECRETARY
OF
PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.**

The undersigned, Geoffrey Rose, hereby certifies that he is the duly elected and acting Secretary of **PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.**, a Massachusetts corporation (the "**Corporation**"), and that the foregoing Bylaws were adopted as the Bylaws of the Corporation as of February 13, 2018, and that the same do now constitute the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this certificate on behalf of the Corporation as of this 23 day of April, 2019.

PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

By: 
Name: Geoffrey Rose
Title: Secretary



PLAN FOR OBTAINING LIABILITY INSURANCE

Patient Centric of Martha's Vineyard, Ltd. ("PCMV") plans to contract with DGP Miles Insurance Agency to maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate annually and product liability coverage for no less than \$1,000,000 per occurrence & \$2,000,000 in aggregate annually. The policy deductible will be no higher than \$5,000 per occurrence. PCMV will consider additional coverage based on availability & cost-benefit analysis. If adequate coverage is unavailable at a reasonable rate, PCMV will place in escrow at least \$250,000 to be expended for liabilities coverage. Any withdrawal from such escrow will be replenished within 10 business days. PCMV will keep reports documenting compliance with 935 CMR 500.105(10).



PATIENT CENTRIC OF MARTHA'S VINEYARD, LTD.

BUSINESS PLAN

October 28, 2019

EXECUTIVE SUMMARY

Mission Statement and Message from the CEO

Patient Centric of Martha's Vineyard, Ltd. ("PCMV") is a Marijuana Establishment committed to creating a safe and clean community environment that provides consistent, high quality cannabis to consumers who are 21 years of age or older.

PCMV's mission is to provide customers with the highest quality of marijuana and marijuana products in a safe, dignified setting. PCMV seeks to serve as a model facility, operating in full compliance with the law and maintaining the highest standards of professionalism, where all customers are served with respect, concern and care.

PCMV seeks to lead through:

- Excellence in operational protocol
- Unparalleled focus on compliance and security
- Cooperative integration within the community

License Type

PCMV is applying for a Certificate of Registration from the Massachusetts Cannabis Control Commission (the "**Commission**") to operate a Tier 1 Marijuana Cultivator in West Tisbury, Massachusetts; a Marijuana Product Manufacturer in West Tisbury, Massachusetts; a Marijuana Retailer in West Tisbury, Massachusetts; a Marijuana Retailer in Tisbury, Massachusetts; and a Marijuana Retailer in Framingham, Massachusetts.

What Drives Us

PCMV's goals include:

1. Serving customers 21 years of age or older with a wide variety of high quality, consistent, laboratory-tested cannabis and derivatives;
2. Assisting local communities in offsetting the cost of PCMV's operations within their communities;
3. Hiring employees and contractors from within the communities served;
4. Hiring employees and contractors from communities that have been disproportionately impacted by the war on drugs;
5. Having a diverse and socially representative pool of employees;
6. Empowering the next generation of entrepreneurs and leaders through hiring, training and teaching;
7. Running an environmentally friendly Marijuana Establishment in the Commonwealth of Massachusetts through the use of efficient cultivation methods; and
8. Creating branded marijuana products that are safe, effective, consistent and high quality.

COMPANY DESCRIPTION

Structure

PCMV is a Massachusetts domestic for-profit corporation that is applying for a Certificate of Registration from the Commission to operate a Marijuana Establishment in the Commonwealth.

PCMV will file, in a form and manner specified by the Commission, an application for licensure as a Marijuana Establishment consisting of three packets: An Application of Intent packet; a Background Check packet; and a Management and Operations Profile packet.

Operations

PCMV will establish inventory controls and procedures for reviewing comprehensive inventories of marijuana products in the process of cultivation and finished, stored marijuana, conduct a monthly inventory of marijuana in the process of cultivation and finished, stored marijuana, conduct a comprehensive annual inventory at least once every year after the date of the previous comprehensive inventory and promptly transcribe inventories if taken by use of an oral recording device.

PCMV will tag and track all marijuana seeds, clones, plants, and marijuana products using a seed-to-sale methodology in a form and manner approved by the Commission.

No marijuana product, including marijuana, will be sold or otherwise marketed that is not tested as allowed under 935 CMR 500.200.

PCMV will maintain records which will be available for inspection by the Commission upon request. The records will be maintained in accordance with generally accepted accounting principles and maintained for at least 12 months.

PCMV will obtain and maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, except as provided in 935 CMR 500.105(10)(b) or otherwise approved by the Commission. The deductible for each policy will be no higher than \$5,000 per occurrence.

PCMV will provide adequate lighting, ventilation, temperature, humidity, space, and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110.

All recyclables and waste, including organic waste composed of or containing finished marijuana and marijuana products, will be stored, secured, and managed in accordance with applicable state and local statutes, ordinances, and regulations. Organic material, recyclable material, solid waste, and liquid waste containing marijuana or by-products of marijuana processing will be disposed of in compliance with all applicable state and federal requirements.

PCMV will demonstrate consideration of the factors for Energy Efficiency and Conservation outlined in 935 CMR 500.105(15) as part of its operating plan and application for licensure.

Prior to commencing operations, PCMV will provide proof of having obtained a surety bond in an amount equal to its licensure fee payable to the Marijuana Regulation Fund. The bond will ensure payment of the cost incurred for the destruction of cannabis goods necessitated by a violation of St. 2016, c. 334, as amended by St. 2017, c. 55 or 935 CMR 500.000 or the cessation of operation of PCMV.

PCMV and PCMV agents will comply with all local rules, regulations, ordinances, and bylaws.

Security

PCMV will contract with a professional security and alarm company to design, implement, and monitor a comprehensive security plan to ensure that the facility is a safe and secure environment for employees and the local community.

PCMV's state-of-the-art security system will consist of perimeter windows, as well as duress, panic, and holdup alarms connected to local law enforcement for efficient notification and response in the event of a security threat. The system will also include a failure notification system that will immediately alert the executive management team if a system failure occurs. A redundant alarm system will be installed to ensure that active alarms remain operational if the primary system is compromised.

Interior and exterior HD video surveillance of all areas that contain marijuana, entrances, exits, and parking lots will be operational 24/7 and available to the municipality's Police Department. These surveillance cameras will remain operational even in the event of a power outage. The exterior of the dispensary and surrounding area will be sufficiently lit, and foliage will be minimized to ensure clear visibility of the area at all times.

Only PCMV's registered agents and other authorized visitors (e.g. contractors, vendors) will be allowed access to the facility, and a visitor log will be maintained in perpetuity. All agents and visitors will be required to visibly display an ID badge, and PCMV will maintain a current list of individuals with access. PCMV will have security personnel on-site during business hours.

On-site consumption of marijuana by PCMV's employees and visitors will be prohibited.

MARKET RESEARCH

Industry

In Massachusetts, adult use retail sales are expected to increase from \$457 million in 2018 to \$1.4 billion in 2025, according to New Frontier Data. Unlike other places where cannabis is legal, Massachusetts is within driving distance of some of the most populous places in the country and is poised to become a cannabis tourist destination.

Customers

PCMV will only sell marijuana and marijuana products to customers ages 21 years and older that provide a valid identification and individuals that possess an active medical registration card issued by the Commission. PCMV's intended customers are residents of Tisbury and West Tisbury and the neighboring municipalities on the Island. Such neighboring municipalities include Edgartown and Oak Bluffs.

Competitive Advantage

PCMV possesses several strengths which will separate PCMV from their potential competitors. The industry is rapidly growing, and customers are scrutinizing the quality of cannabis dispensed, the service offered, ownership's knowledge of the surrounding community, the location of the dispensary, the discounts offered for the products and the branding of the business.

Regulations

PCMV is a Marijuana Establishment, consistent with the objectives of St. 2016, c. 334, as amended by St. 2017, c. 55 and 935 CMR 500.000.

PCMV will be registered to do business in the Commonwealth as a domestic business corporation or another domestic business entity. PCMV will maintain the corporation in good standing with the Massachusetts Secretary of the Commonwealth and the Department of Revenue. PCMV will apply for all state and local permits and approvals required to renovate and operate the facility.

PCMV will also work cooperatively with various municipal departments to ensure that the proposed facility complies with all state and local codes, rules and regulations with respect to design, renovation, operation, and security.

PRODUCT / SERVICE

Product & Service

In addition to traditional sativa, indica, and hybrid cannabis flower, PCMV will offer a wide range of products that will allow PCMV to serve customers with a wide variety of needs.

Products PCMV intends to offer include, but will not be limited to:

1. Concentrates
2. Topical Salves
3. Creams and Lotions
4. Patches
5. Oral Mucosal and Sublingual Dissolving Tablets
6. Tinctures
7. Sprays
8. Inhalation Ready to Use CO2 Extracted Hash Oils
9. Pre-Dosed Oil Vaporizers
10. Ingestion Capsules
11. Infused Food and Beverages

Pricing Structure

PCMV's pricing structure will vary based on market conditions. PCMV plans to produce products of superior quality and will price its products accordingly.

MARKETING & SALES

Growth Strategy

PCMV's plan to grow the company includes:

1. Strong and consistent branding;
2. Intelligent, targeted, and compliant marketing programs;
3. A compelling loyalty program;
4. An exemplary customer in-store experience; and
5. A caring and thoughtful staff made of consummate professionals.

PCMV plans to seek additional, appropriate locations in the surrounding area to expand business and reach an increased number of customers in the future.

Communication

PCMV will engage in reasonable marketing, advertising, and branding practices that do not jeopardize the public health, welfare, or safety of the general public, or promote the diversion of marijuana or marijuana use in individuals younger than 21 years old. Any such marketing, advertising, and branding created for viewing by the public will include the statement: "Please Consume Responsibly," in a conspicuous manner on the face of the advertisement and will include a minimum of two of the warnings, located at 935 CMR 500.105(4)(a), in their entirety in a conspicuous manner on the advertisement.

All marketing, advertising, and branding produced by or on behalf of PCMV will include the following warning, including capitalization, in accordance with M.G.L. c. 94G, § 4(a½)(xxvi): "This product has not been analyzed or approved by the Food and Drug Administration (FDA). There is limited information on the side effects of using this product, and there may be associated health risks. Marijuana use during pregnancy and breast-feeding may pose potential harms. It is against the law to drive or operate machinery when under the influence of this product. KEEP THIS PRODUCT AWAY FROM CHILDREN. There may be health risks associated with consumption of this product. Marijuana can impair concentration, coordination, and judgment. The impairment effects of edible marijuana may be delayed by two hours or more. In case of accidental ingestion, contact poison control hotline 1-800-222-1222 or 9-1-1. This product may be illegal outside of MA."

PCMV will seek events where 85% or more of the audience is reasonably expected to be 21 years of age or older, as determined by reliable, current audience composition data. At these events, PCMV will market its products and services to reach a wide range of qualified consumers.

PCMV will communicate with customers through:

1. A company run website;
2. A company blog;
3. Popular cannabis discovery networks such as WeedMaps and Leafly;
4. Popular social media platforms such as Instagram, Facebook, Twitter, and SnapChat; and
5. Opt-in direct communications.

PCMV will provide a catalogue and a printed list of the prices and strains of marijuana available to consumers and will post the same catalogue and list on its website and in the retail store.

Sales

PCMV will sell its product and service by engaging customers with knowledgeable in-store personnel.

PCMV will ensure that all marijuana products that are provided for sale to consumers are sold in tamper or child-resistant packaging. Packaging for marijuana products sold or displayed for consumers, including any label or imprint affixed to any packaging containing marijuana products or any exit packages, will not be attractive to minors.

Packaging for marijuana products sold or displayed for consumers in multiple servings will allow a consumer to easily perform the division into single servings and include the following statement on the exterior of the package in a printed font that is no smaller than ten-point Times New Roman, Helvetica, or Arial, including capitalization: “INCLUDES MULTIPLE SERVINGS.” PCMV will not sell multiple serving beverages and each single serving of an edible marijuana product contained in a multiple-serving package will be marked, stamped, or otherwise imprinted with the symbol issued by the Commission under 935 CMR 500.105(5) that indicates that the single serving is a marijuana product. At no point will an individual serving size of any marijuana product contain more than five (5) milligrams of delta-nine tetrahydrocannabinol.

Logo

PCMV has developed a logo to be used in labeling, signage, and other materials such as letterhead and distributed materials.

The logo is discreet, unassuming, and does not use medical symbols, images of marijuana, related paraphernalia, or colloquial references to cannabis or marijuana.

An image of the logo can be found below:



FINANCIAL PROJECTIONS

Fiscal Year	FIRST FULL FISCAL YEAR PROJECTIONS <div>1</div>	SECOND FULL FISCAL YEAR PROJECTIONS <div>2</div>	THIRD FULL FISCAL YEAR PROJECTIONS <div>3</div>
Projected Revenue	\$ 4,000,000	5,000,000	\$ 7,000,000
Projected Expenses	\$ 2,800,000	\$ 3,500,000	\$ 4,900,000
VARIANCE:	\$ 1,200,000	\$ 1,500,000	\$ 2,100,000
Number of unique customers for the year	38801	48492	67889
Number of customer visits for the year	43113	53891	75433
Projected % of customer growth rate annually	---	25%	40%
Estimated purchased ounces per visit	.25	.25	.25
Estimated cost per ounce	\$ 420	\$440	\$ 460
Total FTEs in staffing	20	25	30
Total marijuana inventory for the year (in lbs.)	655	818	1144
Total marijuana sold for the year (in lbs.)	595	743	1040
Total marijuana left for roll over (in lbs.)	60	75	104

Financial Assumptions¹

FINAL REMARKS

PCMV has the experience and know-how to safely and efficiently serve customers with high quality, consistent, laboratory-tested medical grade cannabis and derivatives. PCMV hopes to bring its high-quality standards to adult-use consumers to provide them with a safe and clean community environment. PCMV's state-of-the-art security systems and contracted professional security and alarm companies, along with other comprehensive security measures will also help ensure a safe and secure environment for both consumers and staff and will help deter and prevent diversion.

In Massachusetts, cannabis-related sales are expected to increase from \$457 millions in 2018 to \$1.4 billion in 2025. PCMV is prepared to position itself well in this market and contribute to this growth through a highly experienced team of successful operators working under an established framework of high quality standard operating procedures, research and development plans and growth strategies. In doing so, PCMV looks forward to working cooperatively with all the municipalities in which it is operating to help spread the benefits this market will yield.

Separating Financial Records for Medical-Use and Adult-Use

FFD Enterprises MA, Inc. ("FFD MA") will use proprietary software to separate financial records for medical-use from those for adult-use.

FFD MA has chosen the software, Leaf Logix, as our point of sale (POS) system and main portal of business information tracking. Leaf Logix integrates via API to the other programs we are using, QuickBooks (Accounting Software) and the state traceability software, METRC. Leaf Logix has a full suite of custom reports including inventory records for tax purposes separately for both medical use and adult use. Additionally, Leaf Logix has a robust Business Intelligence/Data Analytics tool integrated into the software. Leaf Logix has onboarded FFD MA to the program, assuring we are fully aware of how to access and manage our financial records. FFD MA's GM, ASM, all Leads, the Regional Retail Manager and the Director of Compliance & Security are fully trained and well versed in managing and reconciling inventory between Leaf Logix and METRC to ensure full compliance.

Separating Medical and Recreational Products at the Point of Sale

FFD Enterprises MA, Inc. ("FFD MA") will use proprietary software to separate products for medical-use from those for adult-use at the point of sale.

FFD MA has chosen Leaf Logix for the point of sale (POS) system. Leaf Logix uses integration with METRC and the batch tracking system to segregate and manage both medical and adult-use inventories and sales. Leaf Logix has features such as the permission-based employee management system to limit access to sensitive features in the system such as inventory control and program settings. Additional features and safeguards include barcode scanning for accuracy at the point of sale, inventory auditing and system alerts.

Storage of physical inventory will be separated by medical and adult use and will be clearly labeled to include the corresponding RFID tag from METRC. The point-of-sale locations will be clearly indicated for medical or adult-use sales. Sales associates will be verifying identification at the point of sale as well. FFD MA's GM, ASM, all Leads, the Regional Retail Manager and the Director of Compliance & Security are fully trained and well versed in the tracking and reconciling of inventory between Leaf Logix and METRC to ensure there are no discrepancies in Medical and Recreational inventory.

Standard Operating Procedure

General Commercial Cannabis Retail

Objective Statement : Commercial Cannabis Retail Sec. g.1.1

Activity : Quality Control and Monitoring

TASK 1 : Monitoring for Quality Control and Testing for Contaminants

Any product to be sold at the Marijuana Establishment must first be tested for contaminants in compliance with 935 CMR 500.105(3)(b) by third-party lab prior to being offered for sale. All testing must be conducted by an independent laboratory that is:

i. Accredited to International Organization for Standardization (ISO) 17025

by a third-party accrediting body that is a signatory to the International Laboratory Accreditation Cooperation (ILAC) Mutual Recognition Arrangement; or

ii. Certified, registered, or accredited by an organization approved by the Commission.

TASK 2 : Marijuana Establishment Reporting and Errors

The Marijuana Establishment recognizes that protocol and procedures need to be in place to handle errors in dispensing and reporting. Identifying and eliminating errors is crucial to the success of its security and anti-diversion plans. Should a customer have a problem with the marijuana that was purchased, the customer needs to be able to immediately contact the Marijuana Establishment.

If, pursuant to 935 CMR 500.335, the Commission issues an order to the Establishment

to remove or prohibit any type or form of Marijuana or Marijuana Product pursuant to 935 CMR 500.335, the Establishment shall accept Consumer returns of used and unopened product for a period of 30 days after the date of the order. Such product shall be disposed of in accordance with the Storage and Waste Procedure contained herein.

Standard Operating Procedure General Commercial Cannabis Retail

Objective Statement : Commercial Cannabis Retail Sec. h.1.1

Activity : Staffing Plan and Staffing Records

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a. Mandatory Personnel Records

(1) Job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions; (2) A personnel record for each marijuana establishment agent. Such records shall be maintained for at least 12 months after termination of the individual's affiliation with the Establishment and shall include, at a minimum, the following:

- a. All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
- b. Documentation of verification of references;
- c. The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
- d. Documentation of all required training including training regarding privacy and confidentiality requirements and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
- e. A copy of the application that the Establishment submitted to the Department on behalf of any prospective marijuana establishment agent;
- f. Documentation of periodic performance evaluations; and
- g. A record of any disciplinary action taken.

(3) The general manager shall be responsible for maintaining such records in compliance with the Establishment's WISP.

b. Mandatory Employee Training

Marijuana Establishment Agents are trained prior to performing job functions. Training shall be tailored to the roles and responsibilities of the job function of each marijuana establishment agent, and at a minimum, must include training on confidentiality, and other topics as specified by the Department. At a minimum, staff shall receive 8 hours of ongoing training annually.

c. Staffing Plan.

The Marijuana Establishment will conduct its hiring in accordance with its Diversity Plan included as Exhibit A. Aspects of recruitment shall be set forth in the Positive Impact Plan included as Exhibit B.

Standard Operating Procedure General Commercial Cannabis Retail

Objective Statement : Commercial Cannabis Retail Sec. f.1.1

Activity : Record-Keeping and Inventory

—

Facility : Cannabis infrastructure should include the following :

- Clean area for computer and office supplies - Secure area for storing documents and computers / servers to prevent unauthorized users from accessing the data - Printers for traceability tags and plant identification numbers

Inputs : These are the items required on-site :

- Internet access - METRC software - Computer to run traceability, accounting, HR, and software required for operations of the Retail site - METRC supplies for printing required barcodes (ink, paper, stickers) - Flowhub Inventory Management system

Personnel : Requirements for the people that will be working on-site :

- Meet minimum age, criminal background, and other criteria set forth by the state as stated in 935 CMR 500 - Have filled out proper state required documents to be qualified as an employee or contractor (W-4, I-9, W-9, 1099 and others) - Personnel must be educated on state regulations and compliance requirements of general personnel on-site - Any employees or contractors working with METRC must be educated on the

supply chain and METRC functions and requirements

General Requirements

- All required records must be available for inspection upon request of the commission.
 - 1) Paper documents must be used, stored, and filed correctly.
 - 2) Digital documents must be stored on the google drive.
- Notify CCC within 24 hours of discovering records have been tampered with
- If a marijuana agent is terminated, the personnel file maintained for 12 months following such Agent's termination
- All records must be maintained for at least 2 years after the establishment closes.
- If inventory is taken using a recording device, such inventory shall be transcribed immediately.
- The record of inventory shall include date, summary of findings, and sign-off of those who conducted the inventory.
- When changing location of product on the premises, ensure product is clearly grouped according to strain, source ID, and entered into corresponding location with physical location on the METRC.

TASK 1 : Maintain Real-time Inventory

- New product arrives at the Marijuana Establishment. Any product that the Marijuana Establishment has purchased to be sold retail must have been tested in accordance with the testing requirements set forth in 935 CMR 500.160: *Testing of Marijuana and Marijuana Products* prior to transportation to the Marijuana Establishment

- Product is transported through the front entry directly to the vault
- All product should already have METRC RFID tags
- On the RFID tag, the receiver should write the name of the product and the date that it was received in black permanent marker on both the top and bottom halves of the tag
- Inside the vault, A.M. physically checks products against transportation manifest
- Make adjustment in METRC to indicate that products have been transferred to the Marijuana Establishment's custody (see Task 2 below for instruction on adjustment in METRC)
- All use of METRC will conform to the guidelines set forth in the Commission's *Seed-to-Sale Tracking Guidance* released in September 2018.
- Make any requisite adjustment in FlowHub to reflect the same
- Store inventory in vault in an organized fashion until it needs to be removed to re-stock front of house
- No inventory stored in display cases
 - Customer purchases logged in FlowHub, which automatically updates METRC
 - Any pre-orders that are not picked up are returned to inventory (change status in FlowHub and METRC, return to vault)
 - At the close of the day, all product from front of house is returned to vault

TASK 2 : Adjusting inventory as product is moved and sub-divided or converted into additional products or sent to external facilities

Step 2A : When product is being converted from one form to another or a bulk lot of

inventory is being adjusted to have a portion taken out, verify the source of the order is authorized to make adjustments

Step 2B : Once verified, document the initial weight and allocate portion to adjustment in traceability system

Step 2C : Determine expected remaining amounts and amount needed from lot

TASK 3: Transfer between Marijuana Establishments and MTCs

- At the time of the writing of this SOP, the Marijuana Establishment, which shall be retail store, shall purchase its product wholesale. Any such product must be tested in accordance with the regulations.
- At this time, the Marijuana Establishment's medical cultivation facility is non-operational; once it becomes operational, the Establishment will create policies and procedures concerning the transfer of Marijuana and Marijuana Products from the medical cultivation facility to the Establishment.

TASK 4 : Conduct Inventory Review

- Inventory reviews shall be performed by either the inventory manager and at least one other individual - another assistant manager, a floor lead or the general manager.
- Such reviews shall be conducted on at least a monthly basis; there will also be a comprehensive annual review and audits from time to time.
- In the event that any unusual discrepancy in weight or inventory is detected, the manager shall contact the Cannabis Control Commission to report it within 24 hours.
- The record of each inventory shall include the date of the inventory, a summary of

inventory findings and the names, signatures and titles of the individuals who conducted the inventory

- Detailed Instructions:

- Pull current inventory report from Flowhub into Excel.
- Hide quantities
- Print sheet and give to agent (cycle counts, nightly counts) or inventory manager and chosen agent (monthly, comprehensive, etc.)
- Physically count inventory
- Working with one supplier at a time, write physical counts next to each line item
- Once one supplier counts are complete, employee shall input values
- Employee must retrieve spreadsheet and unhide column for quantity
- Employee must input the physical counts onto the spreadsheet under “quantity on shelf”
 - A second employee completes the next supplier’s physical counts while this is being done
- Compare “quantity” column to “quantity on shelf” column to identify any discrepancies
- Repeat the above process for reconciliation in METRC

How do you resolve discrepancies?

1. Double-check Flowhub for correct quantities on-hand ensuring no product in question has been sold during the time of the inventory

2. Double-check METRC for correct quantities on-hand ensuring no product in question has been sold during the time of the inventory
3. Double-count the “quantity on shelf”
4. If still unresolved, ask for assistance

TASK 3 : Maintain Patient Supply

- **Required Supply-** Ensure registered patients have access to a sufficient quantity and variety of marijuana and marijuana products.

- During the first month of operations, 35% of all on hand inventory must be designated as the “Medical Reserve” inventory

- After the first month, use the sales data reports from Flowhub and METRC to establish sufficient par levels for the demand of marijuana for registered patients.

- **On Hand Supply**

- When ordering products for the medical reserve, to the best of the inventory control manager’s ability, he or she will acquire most of the products and strains that were sold in the previous six months.

- Reasons this might not be possible include

- Vendor supply restrictions

- Customer requests or feedback

- If there are substitutions to the product supply

- Any substitutions will reflect similarities to the original products or strains.

- the inventory manager will make the general manager aware
- all agents will be trained on the new products
- The inventory manager will document the product change and indicate the reason on the inventory incident log

TASK 4 : Maintain Financial Records and Business Records

- Financial records prepared in accordance with GAAP, maintained on the premises in electronic format and updated quarterly or upon audit (internal or by CCC)
- Financial records shall include a statement of retained earnings and cash flow, income statement and balance sheet.
- List business records that must be maintained from regs
- Maintain for 2 years
- Following ME closure, all records shall be retained for 2 years post-closing at ME's expense in conformity with Commission's requirements regarding place and manner of storage

TASK 5 : Maintain Personnel Records

- Hiring manager maintains personnel records within HR management system, Wurk.
 - Wurk automatically stores employee data in a safe and secure network for the lifetime of the company.
- Maintain for 2 years
- List required info in records from regs
- Following ME closure, all records shall be retained for 2 years post-closing at ME's

expense in conformity with Commission's requirements regarding place and manner of storage

TASK 6 : Maintain Waste Disposal Records

- Inventory manager and another employee creates
- Maintain for 5 years
- List required info in records from SOP
- Maintained in accordance with Storage and Waste Disposal SOP
- Following ME closure, all records shall be retained for 2 years post-closing at ME's expense in conformity with CCC's requirements regarding place and manner of storage

FFD Enterprises MA, Inc

Diversity Plan

FFD Enterprises MA, Inc (“FFD MA”) is committed to advancing equity among women, minorities, veterans, people with disabilities, and people of all gender identities in the adult-use cannabis industry in Massachusetts through its diversity plan. The specific goals of FFD MA’s diversity plan are twofold: (i) to hire individuals from each of the groups listed above to fill job openings at its Rowley retail location in conformity with the following quotas – 60% women, 20% minorities, 10% veterans, 5% individuals with disabilities, and 5% individuals who have nonconforming gender identities and/or who identify as not being heterosexual – and to provide them with the tools to ensure their success and (ii) to hire a workforce for its cultivation facility in Hinsdale that is equally if not more racially diverse than the average demographics in Berkshire County and to provide those minorities with the tools to ensure their success. In service thereof, FFD MA has adopted the following three programs: 1) advertising employment opportunities with local career centers, 2) establishing relationships with specific organizations for the purpose of networking with their constituencies for employment purposes and providing information on employment opportunities, and 3) providing cultural training on cultural sensitivity and recognizing unconscious bias at least two (2) times per year. FFD MA 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 every Marijuana Establishment. (5) To have all management register for the Commission’s “Equity Services Program” to be a resource or employer for social equity applicants. Any actions taken or

programs instituted by FFD MA will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws. The specifically named organizations in this letter have been contacted and will work with FFD MA in furthering its goals.

II. Programs

A. Advertising Employment Opportunities with Career Centers.

FFD MA plans to advertise its open positions with local career centers by posting job openings on their respective websites. Those centers include the Merrimack Valley Career Center in Haverhill, the North Shore Career Center in Lynn and the MassHire Berkshire Career Center. Additionally, FFD MA will post its job openings on the career center websites of Northern Essex Community College located in Lawrence, North Shore Community College located in Danvers, and Berkshire Community College located in Pittsfield. All job postings will include the statement that any applicants who are minorities, women, veterans, people with disabilities, or people of diverse gender identities or sexual orientations will be given special consideration in the hiring process. They will be monitored daily, and responses to them will be reviewed on a daily basis by the hiring managers and Director of HR.

B. Providing Employees Who Are Women, Minorities, Veterans, Individuals with Disabilities, or Individuals Who Have Nonconforming Gender Identities and/or Who Identify as Not Being Heterosexual with the Tools for Success.

In addition to specifically targeting women, minorities, veterans, individuals with disabilities, or individuals who have nonconforming gender identities and/or who identify as not being heterosexual for hiring, FFD MA will also provide the following tools to ensure their success: (1) weekly mentorship meetings with management and (2) at the Rowley location, structured, bi-monthly management training seminars. Employees who are women, minorities, veterans, individuals with disabilities, or individuals who have nonconforming gender identities and/or who identify as not being heterosexual will have weekly one-on-one mentorship meetings with the Rowley Store Manager or the Hinsdale Cultivation Facility General Manager as appropriate. These meetings are intended to provide a forum for the employee to discuss his or her personal development goals directly with management and to come up with strategies to meet those goals. Additionally, employees will be encouraged to share any challenges that they are facing in their employment with the intention that management will provide guidance on how to resolve the conflict or, if appropriate, will address the matter directly with the appropriate individuals. Additionally, these meetings will present an opportunity for employees who are women, minorities, veterans, individuals with disabilities, or individuals who have nonconforming gender identities and/or who identify as not being heterosexual to share their ideas about how to improve FFD MA privately and directly with management. FFD MA will also hold mandatory bi-monthly management training seminars to be conducted by the Rowley Store Manager. All retail employees will be required to attend. These seminars will focus on developing leadership skills, conflict resolution skills and empathy towards fellow co-workers and

customers/patients. During these seminars, employees will be encouraged to share ideas and experiences that will help the company improve and grow.

C. Providing Cultural Training on Cultural Sensitivity and Recognizing Unconscious Bias

At least twice per year, FFD MA will conduct cultural training on cultural sensitivity and recognizing unconscious bias at both its Rowley location and its Hinsdale location. This training will ensure that all employees understand what FFD MA (and the law) considers appropriate and inappropriate behavior towards people based on their race, ethnicity, age, gender, religion, disability or gender identity or sexual orientation. In addition to the list of characteristics that are protected against discrimination and harassment, this training will also explore the types of inclusive actions that can improve teamwork and motivation. This training will help employees understand the nuances of cross-culture communication, and the importance of words, actions, gestures and body language in cultivating relationships with different people and groups. This training should stimulate ongoing conversations among co-workers about how to deal with bias and insensitive remarks and behavior. It will also encourage employees to speak up, ask questions, raise concerns and report incidents of discrimination they experience or observe.

Measures of Success

In order for Programs A-C to be considered successful, no less than 60 days prior to the provisional license renewal for the Rowley retail store (i) the following hiring quotas must be met - 60% women, 20% minorities, 10% veterans, 5% individuals with disabilities, and 5% individuals who have nonconforming gender identities and/or who identify as not being heterosexual; (ii) every employee who is a woman, minority, veteran, an individual with a

disability, or an individual who has a nonconforming gender identity and/or who identifies as not being heterosexual has received weekly mentorship meetings for each week that the employee is in attendance and (iii) bi-monthly management training seminars were held at the Rowley location. On a bi-monthly basis, FFD MA's Rowley Store Manager and Hinsdale Cultivation Facility General Manager will review the number of hires made, meetings held, and training seminars performed to ensure that FFD MA is on track to meet its goals as well as to adjust hiring priorities accordingly. The entire workforce hired for the cultivation facility must be equally if not more racially diverse than the average demographics in Berkshire County. In order for Program C to be successful, no less than 60 days prior to the respective provisional license renewal dates for the retail store and the cultivation facility, FFD MA's Store Manager and the Cultivation Facility General Manager are responsible for ensuring that two (2) cultural sensitivity trainings are conducted per year.

D. 2020-2021 Updates

1. Due to COVID-19, FFD MA has focused its hiring online versus through hiring fairs and career services centers. We have been unable to conduct interviews in person, making Indeed and other online sites significantly more feasible. Even though our hiring initiatives have been through other means, we are incredibly proud of hitting our diversity employment goals beyond local demographics in both our cultivation and retail facility.
2. FFD MA has made substantial progress toward its diversity goals in the past year. Most notably, FFD MA is well on its way to achieving its long-term diversity hiring goals. As

of May 2021 FFD MA's staff consists of, Rowley: 66.6% female employees, 22.2% minority employees, 16.6% Non hetero/non gender conforming employees, 5.55 disabled employees, 0% veteran employees. Hinsdale: 25% female employees, 8.33% minority employees.

3. FFD MA completed one cultural sensitivity training versus our goal of two. As we opened late due to COVID-19, our timeline was delayed with staff. We do plan to complete the second within one year of being operational in Rowley and Hinsdale.

possible.

Standard Operating Procedure

EMERGENCY ACTION PLAN

The purpose of this SOP is to define potential emergencies staff may face during business operations. Follow up SOP's will provide specific instructions in the event an emergency occurs.

A facility emergency management plan is designed to educate and train facility employees on the actions and procedures to follow in the event of an emergency. In the case of an emergency, facility employees will need to respond quickly and think strategically in order to successfully manage the emergency situation. Having a good understanding of the facility emergency management plan will enable employees to better adapt to and handle emergencies.

All employees will be going through initial and recurrent training in emergency action plans, and will also be trained through mentoring and role playing on how to respond to different emergencies in the facility.

It is the responsibility of the Director of Security and Facility Manager to document emergency action plans, and to provide recurrent training for all employees for the plans.

Burglary: Burglary is legally defined as the criminal offense of breaking and entering a building illegally for the purpose of committing a crime. Burglaries generally will occur at the facility after operating hours and while there are no registered employees present. Typically, burglaries occur during the night and are not discovered until the next day during normal operating hours.

If upon entering the facility a registered employee notices something is afoul and upon investigation a burglary was determined to have occurred the previous night, then registered employees will be required to immediately secure the facility and document the incident.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

Robbery or Theft: Robbery is legally defined as the taking of money or goods in the possession of another, from his or her person or immediate presence, by force or intimidation. Robbery can be committed with or without a specific weapon. It can be initiated with a note, verbal threats, or complete takeover of the facility. The number one rule registered employees will need to follow when/if dealing with a robbery is to comply with all robber demands. Projecting calm when faced with a robbery, although not an easy task, aides in defusing the situation.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

Fire Emergency: A fire emergency can range from a small isolated fire that could possibly be managed by staff and onsite extinguishers, to a significant

potentially life-threatening fire. Preservation of life is always paramount.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

Medical Emergency: A medical emergency is an acute injury or illness that poses an immediate risk to a person's life or long-term health. This could involve a C.P.C. employee or guest. Immediate notification of emergency services, and making the subject comfortable is always the priority. C.P.C. staff should only assist to the level of their training.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

Active Shooter: An active shooter incident is defined by U.S. government agencies as "an individual actively engaged in killing or attempting to kill people in a confined and populated area." Although, it can be committed by more than one perpetrator, and in less confined spaces. An Active Shooter incident does not always involve the use of a firearm. Evacuation, lockdown, and confronting the shooter are all viable options, with the preservation of life being the ultimate priority.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

Transportation Emergency: It is anticipated that unforeseen emergencies may occur during the transportation of product. Motor vehicle accidents, transport vehicle mechanical failure, and a medical emergency involving a transport staff member are only a few examples of potential transportation emergencies. No one policy can cover all contingencies. We have developed an SOP in the event our transport staff find themselves in an emergency situation.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

False Alarm: Repeated false alarms degrade the credibility of the alarm systems. All C.P.C. staff will take efforts to minimize the frequency of false alarms. False alarms can take place through the building, or the duress alarm systems. They not only waste valuable emergency service resources, but they also needlessly jeopardize public safety.

Registered employees will be required to document the incident and notify all required authorities as directed by the Incident Reporting SOP, and the Commission. Document the situation in the Emergency Situation Documentation log sheet.

Employee/Guest Theft: Employee and guest theft, or diversion of inventory is an unfortunate reality of any retail business. C.P.C. has implemented rigorous hiring, security, visitor maintenance, and inventory measures in an effort to minimize the diversion of inventory. C.P.C.

maintains a zero-tolerance policy regarding theft.

Inventory theft comes in different forms – inside theft and outside theft. Inside theft occurs when an employee removes inventory without permission and without paying for it. Outside theft occurs when a non-employee steals an item(s) from the facility. There is also a hybrid version when an employee collaborates with an outside person to steal inventory from the dispensary.

Our surveillance system is capable of recording all incidents, except those that happen in the bathrooms. However, theft is a crime of opportunity, and with employees it may occur when something is being moved, something is not given to a customer when it is paid for, or when an accounting error occurs and excess inventory over what is reported is either brought to the dispensary or is there after an inventory count.

We have two ways to detect theft – actual observance, or inventory reports that indicate something is missing. If an employee observes a theft by an employee, he or she is obligated to bring it to the facility's manager attention. The manager will observe tapes and inventory counts, and determine the correct course of action. When inventory is stolen by an outsider, the police and the executive director are alerted, and the previous robbery procedures are followed in reporting the incident by the director.

Evacuation Plan: The Evacuation Standard Operating Procedure provides guidance related to pre-planning, training and evacuation drills. This procedure includes short-term and long-term evacuations, which include transportation plans, offsite-sheltering locations with sheltering guidelines for staff and guests, procedures for moving required materials and supplies, and re-entry guidelines.

Standard Operating Procedure

General Commercial Cannabis Retail

Objective Statement : Commercial Cannabis Retail Sec. b.1.1

Activity : Employee Security Policies

1. Personal Safety.

- a. No employee, manager, agent or volunteer will ever be alone in the store during business hours.
- b. Closing and opening the store will always be done with at least two marijuana establishment agents present.
- c. Never leave inventory or cash on the sales counter.
- d. Never turn your back to a customer.
- e. Always make your manager is aware if you need a cash drop, and have them escort you and the cash to the cash processing area.
- f. Always report any suspicious behavior to a floor lead or the manager on duty.
- g. You have the right to refuse service if you feel the customer is endangering themselves, other customers, or the general public.

2. Crime Prevention. ***Proximity Swipe Cards.*** The Marijuana Establishment shall utilize proximity swipe cards for its employees. These cards will only allow the cardholder access

to the parts of the Retail facility that the holder needs to enter to accomplish his or her job duties. This also creates a footprint of each cardholder's activity. Any employee that is terminated shall immediately have his or her card deactivated, and such termination shall be reported to the Commission within 24 hours.

Video Monitoring. In addition to proximity swipe cards, the Marijuana Establishment shall monitor specific areas of the Retail facility through a video monitoring system which shall video record 24/7. Recorded video shall be retained for a minimum of 90 days as is required by the commission.

3. Incident Reporting. *See Security SOP contained herein.*

Standard Operating Procedure General Commercial Cannabis Retail

Objective Statement : Commercial Cannabis Retail Sec. p.1.2

Activity : Energy Efficiency and Conservation Policies

1. Potential Energy Use Reduction Policy

- The general manager, assistant manager or floor lead shall be responsible for identifying and implementing potential energy use reduction opportunities.
- As a matter of policy, the overhead lighting shall utilize T8 fluorescent bulbs.
- LED lights shall be used in the display cases.
- Natural lighting shall be used as much as possible.

2. Opportunities for Renewal Energy

- The Establishment does not have an opportunity for renewable energy generation. The Establishment is a rental tenant in a multi-unit commercial building; as such, the Establishment lacks the legal authority to modify the physical plant of the building.

3. Strategies to Reduce Electrical Demand

- The physical structure of the Establishment is controlled by two split units – one covering the front half of the store, and the other covering the back half. The split units allows the Establishment to adjust heating and cooling in each unit separately, reducing the overall electrical demand.
- The east wall entrance is 70% thermal glass that utilizes heat and sun for full day, limiting the use of supplemental heating systems.

4. Engagement with Energy Efficiency Programs

- The general manager shall be responsible for enrolling the Establishment in all energy efficiency programs offered under M.G.L. c. 25, § 21 to the greatest extent