



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR282424
Original Issued Date: 06/10/2020
Issued Date: 05/13/2021
Expiration Date: 07/15/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Ironstone Express Inc.

Phone Number: 617-877-3833
Email Address: barrydes@gmail.com

Business Address 1: 454 Quaker Hwy
Business City: Uxbridge
Business State: MA
Business Zip Code: 01569
Business Address 2:
Mailing Address 1: P.O Box 414
Mailing City: Uxbridge
Mailing State: MA
Mailing Zip Code: 01569
Mailing Address 2:

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:
To your knowledge, is the existing RMD certificate of registration in good standing?:
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 100
Role: Owner / Partner
Percentage Of Control: 100
Other Role:

First Name: Barry Last Name: Desruisseaux Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 20.02 Percentage Of Control: 33
Role: Board Member Other Role:
First Name: Brian Last Name: Carney Suffix:
Gender: User Defined Gender:
What is this person's race or ethnicity?:
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: 11.74 Percentage Of Control: 33
Role: Board Member Other Role:
First Name: Robert Last Name: Nekoroski Suffix:
Gender: User Defined Gender:
What is this person's race or ethnicity?:
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: 9.64 Percentage Of Control:
Role: Executive / Officer Other Role:
First Name: Richard Last Name: Nekoroski Suffix:
Gender: User Defined Gender:
What is this person's race or ethnicity?:
Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 66 Percentage of Ownership: 76.5
Entity Legal Name: Ironstone Investor, LLC Entity DBA: DBA City:
Entity Description:
Foreign Subsidiary Narrative:
Entity Phone: 978-836-8742 Entity Email: brianearney86@gmail.com Entity Website:
Entity Address 1: 454 Quaker Highway, Entity Address 2:
Entity City: Uxbridge Entity State: MA Entity Zip Code: 01569
Entity Mailing Address 1: Entity Mailing Address 2:
Entity Mailing City: Entity Mailing State: Entity Mailing Zip Code:
Relationship Description:

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

Date generated: 07/01/2022

First Name: Barry	Last Name: Desruisseaux	Suffix:	
Types of Capital: Monetary/Equity, Land, Buildings	Other Type of Capital:	Total Value of the Capital Provided: \$3000000	Percentage of Initial Capital: 75
Capital Attestation: Yes			

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 454 Quaker Highway	
Establishment Address 2:	
Establishment City: Uxbridge	Establishment Zip Code: 01569
Approximate square footage of the establishment: 3200	How many abutters does this property have?: 5
Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes	

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	CCC Signed Host Form.pdf	pdf	5d2762ef5457e109c526f748	07/11/2019
Plan to Remain Compliant with Local Zoning	Plan to adhere to Uxbridge Bylaws (Ironstone Express).pdf	pdf	5e2e29b164339304b08fbee5	01/26/2020
Community Outreach Meeting Documentation	Ironstone Express - HCA.pdf	pdf	5e75035b81ed8a355b8d5970	03/20/2020

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	Plan for Positive Impact - Ironstone Express.pdf	pdf	5e74db32bddf0438d21d95db	03/20/2020

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:

First Name: Barry Last Name: Desruisseaux Suffix:

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 2

Role: Other Role:

First Name: Brian Last Name: Carney Suffix:

RMD Association:

Background Question:

Individual Background Information 3

Role: Other Role:

First Name: Robert Last Name: Nekoroski Suffix:

RMD Association:

Background Question:

Individual Background Information 4

Role: Other Role:

First Name: Richard Last Name: Nekoroski Suffix:

RMD Association:

Background Question:

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	Articles of Org.pdf	pdf	5ca227692724e81b52560064	04/01/2019
Bylaws	Signed Corp Bylaws.pdf	pdf	5ca227773d84de123a615dd6	04/01/2019
Secretary of Commonwealth - Certificate of Good Standing	Ironstone - Sec Of State Cert of Good Standing.pdf	pdf	5e2f87e2d43df3043d4b5fb7	01/27/2020
Department of Revenue - Certificate of Good standing	DOR Cert of Good Standing Ironstone.pdf	pdf	5e3064234fa2b0047569ecdd	01/28/2020
Secretary of Commonwealth - Certificate of Good Standing	Ironstone - Unemployment Affidavit.pdf	pdf	5e3064744dd5bb049410386b	01/28/2020

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	21040104420.pdf	pdf	606fafdfa6d53445a21e3621	04/08/2021
Department of Revenue - Certificate of Good standing	Cert good standing DOR 4-7.pdf	pdf	606fafe621aec245a96c9ea3	04/08/2021
Department of Unemployment Assistance - Certificate of Good standing	Cert of Good Standing UE 4-7.pdf	pdf	606fafef2e84db44a04c7027	04/08/2021

Massachusetts Business Identification Number: 001368498

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Ironstone Express - Policy for Obtaining Liability Insurance.pdf	pdf	5e2e08eb02a6e7045352962d	01/26/2020
Business Plan	Ironstone Express Business Plan.pdf	pdf	606faf63bd015444c55031b0	04/08/2021
Proposed Timeline	Ironstone Express Timeline.pdf	pdf	606faf6d49891145972367c8	04/08/2021

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	Signed Wholesale Agreement (Ironstone).pdf	pdf	5d2737d50da60604f435c430	07/11/2019
Restricting Access to age 21 and older	SOP RESTRICTING ACCESS TO AGE 21 AND OLDER (Ironstone Express).pdf	pdf	5e2e0924d43df3043d4b5a6a	01/26/2020
Security plan	Security Policy and Procedures (Ironstone Express).pdf	pdf	5e2e093f02a6e70453529633	01/26/2020
Prevention of diversion	SOP ANTI-DIVERSION POLICIES (Ironstone Express).pdf	pdf	5e2e09545b05c304785e4598	01/26/2020
Storage of marijuana	SOP STORAGE PROCEDURES (Ironstone Express).pdf	pdf	5e2e09765a2369047f2225d1	01/26/2020
Transportation of marijuana	SOP TRANSPORTATION MANIFEST AND SECURITY (Ironstone Express).pdf	pdf	5e2e098861c9e9045a78f215	01/26/2020
Quality control and testing	SOP QUALITY CONTROL (Ironstone Express).pdf	pdf	5e2e09e502a6e70453529639	01/26/2020
Dispensing procedures	SOP DISPENSING (Ironstone Express).pdf	pdf	5e2e09f27225f004696558a6	01/26/2020
Record Keeping procedures	SOP RECORD KEEPING PROCEDURES (Ironstone Express).pdf	pdf	5e2e0a167b9883042b36eba7	01/26/2020
Maintaining of financial records	SOP MAINTAINING OF FINANCIAL RECORDS (Ironstone Express).pdf	pdf	5e2e0a2981ae16046bec59f8	01/26/2020
Qualifications and training	SOP QUALIFICATIONS AND TRAINING (Ironstone Express).pdf	pdf	5e2e0a43813339048c3f94c3	01/26/2020
Inventory procedures	SOP INVENTORY PROCEDURES (Ironstone Express).pdf	pdf	5e4098d77225f00469658348	02/09/2020
Plan for obtaining marijuana or marijuana products	Plan for Obtaining Marijuana (Ironstone Express).pdf	pdf	5e409a654dd5bb0494105c22	02/09/2020
Personnel policies including background checks	SOP HIRING PROCEDURES & STANDARDS.pdf	pdf	5e74dca3b014bf38e46caef5	03/20/2020

Energy Compliance Plan	Ironstone Express Energy and Environmental Compliance.pdf	pdf	606fb0c68d8557457dbb7a25	04/08/2021
Diversity plan	Diversity Plan (Ironstone Express) (7).pdf	pdf	6087202c3fd8b2075df9b131	04/26/2021

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

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: We have not begun operations yet

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: We have not begun operations yet

HOURS OF OPERATION

Monday From: 9:00 AM	Monday To: 9:00 PM
Tuesday From: 9:00 AM	Tuesday To: 9:00 PM
Wednesday From: 9:00 AM	Wednesday To: 9:00 PM
Thursday From: 8:00 AM	Thursday To: 9:00 PM
Friday From: 8:00 AM	Friday To: 9:00 PM

Saturday From: 8:00 AM Saturday To: 9:00 PM


Sunday From: 10:00 AM Sunday To: 9:00 PM

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).

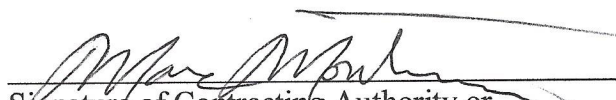
Applicant

I, Barry Desrosseaux, (insert name) certify as an authorized representative of TRONSTONE EXPRESS INC (insert name of applicant) that the applicant has executed a host community agreement with Town of Uxbridge (insert name of host community) pursuant to G.L.c. 94G § 3(d) on May 14th 2019 (insert date).


Signature of Authorized Representative of Applicant

Host Community

I, Marc Montminy, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Town of Uxbridge (insert name of host community) to certify that the applicant and Town of Uxbridge (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on 5/14/19 mm (insert date).


Signature of Contracting Authority or
Authorized Representative of Host Community

Plan to address local Bylaws

Ironstone Express's proposed retail facility at 454 Quaker Highway, Uxbridge, MA 01569, is located in the Industrial Zone B zoning district where adult-use marijuana retail use is permitted under the Town of Uxbridge's zoning bylaws. The establishment is allowed at the premises as a matter of right according to the towns zoning bylaws and does not require a Special Permit. Furthermore, the town has entered into a Community Host Agreement with the business to allow an adult-use dispensary on the premises. Please see attachment for a copy of the towns marijuana bylaws.

The proposed dispensary is outside of the state's *Buffer Zone* and is greater than 500 feet away from the nearest pre-existing public or private school providing education in kindergarten or any other grades 1 - 12.

Once the company receives its Provisional License from the Cannabis Control Commission, Ironstone Express will apply for a building permit and start constructing the facility. The company expects to have Provisional License approval by March of 2020 and expects to have the Certificate of Occupancy granted in July of 2020.

Ironstone Express will work cooperatively with the local officials in Uxbridge to ensure compliance with all local codes and zoning bylaws.

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, BAILEY DESJARDIS, (insert name) attest as an authorized representative of IRONSTONE EXPRESS INC (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 6/5/2019 (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 5/22/2019 (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 5/16/2019 (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 5/17/19 (insert date), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee).






Cannabis
Control
Commission

COMMONWEALTH OF MASSACHUSETTS

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

LEGAL NOTICES

CITY OF WORCESTER
PURCHASING DIRECTOR

Sealed bids for items listed will be received on dates specified below in the Purchasing Division, Room 201, City Hall, 455 Main Street until 10:00 A.M. and at that time publicly opened and read. Bid forms may be obtained at Room 201 on dates shown below or by download from website www.worcesterma.gov. The City reserves the right to reject any and all bids. The City of Worcester is an Equal Opportunity/Affirmative Action Employer and has established goals for business participation of minorities and women.

CITY OF WORCESTER, by Christopher J. Gagliastro, Purchasing Director

Bid No.	Bid Dates available on	Description	Bid Opening Date
7179-K9	5/22/2019	Generator Rental - Claremont - WPS	6/05/2019
CR 7178 K9	5/22/2019	Misc. Parks Construction - DPW & Parks	6/05/2019
CR 7130-W9	5/22/2019	Diesel Fuels - City	6/05/2019
7183-K9	5/22/2019	DCU Center Ice Dasher Modifications - EAM	6/07/2019
7163-W9	5/22/2019	Call for Artists - Wayfinding Signage - E.D. - DPW & Parks	6/28/2019
7176-W9	5/22/2019	Call for Artists - Main Street Amenities - E.D. - DPW & Parks	6/28/2019

May 22, 2019

LEGAL NOTICE OF COMMUNITY OUTREACH
MEETING REGARDING AN ADULT-USE
MARIJUANA ESTABLISHMENT

Ironstone Express Inc.
454 Quaker Highway
Uxbridge, MA 01569

Notice is hereby given that the Ironstone Express Inc. of Uxbridge MA 01569 will conduct a Community Outreach Meeting on the following matter on June 5th 2019 at the Uxbridge Fire Department, 25 South Main Street, at 5:00 P.M.:

Ironstone Express Inc. intends to apply for one or more of the following Adult-use Marijuana Establishment licenses: Marijuana Cultivator, Marijuana Product Manufacturer, Marijuana Retailer or Marijuana Transporter, to be located at 454 Quaker Highway, Uxbridge, Massachusetts, pursuant to M.G.L. Ch. 94G, and Chapter 55 of the Acts of 2017, and any other applicable laws and regulations promulgated thereunder, including those promulgated thereunder by the Massachusetts Cannabis Control Commission

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

1. The type(s) of Marijuana Establishment to be located at the proposed address;
2. Information adequate to demonstrate that the proposed Marijuana Establishment location will be maintained securely;
3. A plan by the Marijuana Establishment to positively impact the community, and
4. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.

Community members will be permitted, and are encouraged, to ask questions and receive answers from representatives of Ironstone Express Inc.

A copy of this notice is on file with the Town Clerk, the Board of Selectmen's office, and the Planning Department, all located at the Uxbridge Town Hall, 21 South Main Street, Uxbridge, MA, 01569 and a copy of this Notice was mailed at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred (300) feet of the pro petty 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

May 22, 2019

SHREWSBURY PLANNING BOARD
SHREWSBURY, MASSACHUSETTS

The Shrewsbury Planning Board will hold a public hearing on Thursday evening, **June 6, 2019 at 7:00 P.M.**, in the Selectmen's Hearing Room at the Richard D. Carney Municipal Office Building, 100 Maple Avenue, to hear the application of Lake 20, LLC, 1 Golden Court, Westborough, MA 01581 as required by the Town of Shrewsbury Zoning Bylaw, Section VI, Subsection F-3 for Site Plan Approval by the Planning Board to allow for the construction of office, showroom and garage buildings with gross floor areas exceeding ten thousand square feet and associated drainage and infrastructure. The proposed development is shown on plans entitled, "Site Development Plan for 360 Hartford Turnpike," dated May 13, 2019, consisting of ten (10) sheets, prepared by prepared by J.M. Grenier Associates Inc., 787 Hartford Turnpike, Shrewsbury, MA 01545, stamped by John Grenier, P.E. The subject property is located southerly of Hartford Turnpike and easterly of Memorial Drive and consists of Shrewsbury Assessor's Tax Plate 53, Plot 041004.

Notice of Public Hearing
Charlton Planning Board

In accordance with Sections 200-7.1 and 200-7.2 of the Charlton Zoning By-Law, the Charlton Planning Board will hold a public hearing on Wednesday, June 5, 2019 at 7:15 p.m. in the Planning Board Office in the George C. McKinstry Building, 37 Main Street, Charlton, Mass. on the application of Charlton Realty Company, LLC, P.O. Box 33 Sturbridge, MA 01566 for site plan approval to operate a trucking center and repair garage on property that was formerly used as a concrete mixing plant. The site is located at 299 Sturbridge Road (Route 20) and is owned by Craig Moran, P.O. Box 33 Sturbridge, MA 01566. The parcel subject to the application contains approximately 3.67 acres and is listed as Assessors' Map 31, Block D, Lot 2. Said property is zoned Industrial-General (IG).

Copies of the site plan application are available for inspection at the Planning Board Office and the Town Clerk's Office during regular business hours. Any person interested or wishing to be heard should appear at the time and place designated.

Patricia Rydiak, Chairman
Charlton Planning Board
May 22 and 29, 2019

NOTICE OF COMMUNITY OUTREACH MEETING
REGARDING A MARIJUANA CULTIVATION ESTABLISHMENT AND A MARIJUANA MANUFACTURING ESTABLISHMENT PROPOSED BY RC CULTIVATION, LLC
TO BE LOCATED AT 30 PULLMAN STREET, WORCESTER, MA

Notice is hereby given that a Community Outreach Meeting for RC Cultivation, LLC regarding a proposed Marijuana Cultivation Establishment and Marijuana Manufacturing Establishment is scheduled for Monday, June 3, 2019 at 5:30 PM to be held in the Peter L. Picknick Boardroom at the Hilton Garden Inn Worcester, 35 Major Taylor Boulevard, Worcester, MA 01608. The proposed Marijuana Cultivation and Manufacturing Establishments are anticipated to be located at 30 Pullman Street, Worcester, MA 01606. There will be an opportunity for the public to ask questions. Members of the Worcester Community will be encouraged to ask questions and to engage in discussions with representatives of RC Cultivation, LLC.

Information to be presented at the Community Outreach Meeting will include, but not be limited to:

- The types of Marijuana Establishments to be located at the proposed address;
- Information adequate to demonstrate that the location will not constitute a nuisance to the community;
- Steps to be taken by the Marijuana Establishments to prevent diversion to minors; and
- A plan for how the Marijuana Establishments will positively impact the community.

A copy of this Notice is on file with the office of the Worcester City Clerk, Worcester City Hall, Room 206, 455 Main Street, Worcester, MA 01608. Additionally, a copy of this Notice was mailed at least seven (7) calendar days prior to the Community Outreach Meeting to abutters of the proposed address of RC Cultivation, LLC, to abutters within three hundred (300) feet of the proposed address, and to the owners of land directly opposite the proposed addresses on any public or private street or way, all as they appear on the most recent tax list, notwithstanding that the land of any such owner is located in another city or town.

RC Cultivation, LLC
May 21, 2019

COMMONWEALTH OF MASSACHUSETTS
SALE OF REAL ESTATE
UNDER M.G.L. c. 183A.6

By virtue of a Judgment and Order of the Worcester District Court (Civil Action No. 1862 CV 267), in favor of the Trustees of the Bruce Hollow Condominium II Trust against Phillip A. Morte, establishing a lien pursuant to M.G.L. c. 183A.6 on the real estate known as Unit 71 of the Bruce Hollow Condominium II with a street address of 71 Londonderry Road, Grafton, Worcester County, Massachusetts for the purposes of satisfying such lien, the real estate is scheduled for Public Auction commencing at 11:00 a.m. on June 6, 2019 at 71 Londonderry Road, Unit 71, Grafton, Massachusetts. The premises to be sold are more particularly described as follows:

DESCRIPTION:

Unit 71 (the "Unit") in Building 3 (the "Building") in the phase II of Bruce Hollow Condominium II (the "Condominium") created pursuant to a Master Deed (the "Master Deed") dated August 13, 1986, recorded with the Worcester District Registry of Deeds in Book 9691, Page 261, as amended.

The mailing address of said Unit is 71 Londonderry Road, Grafton, MA.

Said Unit No. 71 contains 1849 square feet, more or less, as shown on the floor plans and site plans filed with the Master Deed, and on the copy of the portion of said plans attached to which is affixed a verified statement in the form required by Massachusetts General Laws, Chapter 183A, Section 9.

Said Unit is conveyed together with:

a. An undivided interest of 1.03332 percent in the common areas and facilities. In the event that, and at such time as a subsequent Phase or Phases are added to the Condominium by amendment of the Master Deed, the undivided interest of the Unit in the common areas and facilities shall be and become that specified in any amendment to the Master Deed.

b. The benefit of, and subject to, all easements, rights, restrictions, agreements and provisions created in said Master Deed, the Declaration of Trust creating the Bruce Hollow Condominium II Trust and the By-Laws contained therein, as the same may be amended of record, the Rules and Regulations from time to time promulgated thereunder, and floor plans.

This conveyance is also subject to and with the benefit of the provisions of Massachusetts General Laws, Chapter 183A as now in force and as from time to time amended; and subject to real estate taxes not yet due and payable as of the date hereof.

The Unit is intended for residential purposes only by one family and not by more than three unrelated persons.

For title, see Deed to Phillip A. Morte dated November 5, 2013 and recorded with the Worcester County Registry of Deeds in Book 51728, Page 1.

In the event of a typographical error or omission contained in this publication, the description of the premises contained in said Unit Deed shall control.

TERMS OF SALE:

1. A non-refundable deposit payable in cash, certified or bank check in the amount of \$5,000.00 for the unit shall be payable at the Auction.
2. The balance of the purchase price is to be paid within thirty (30) days of the auction.
3. An Auctioneer's Release Deed will be issued to the purchaser, upon payment of the balance of the purchase price, within thirty (30) days of the auction. The Deed shall convey the premises subject to, and with the benefit of, all restrictions, easements, improvements, outstanding tax titles, municipal or other public taxes, assessments, liens, or claims in the nature of liens, and existing encumbrances of record senior to the lien hereby being satisfied, whether or not reference to such restrictions, easements, improvements, outstanding tax titles, municipal or other public taxes, assessments, liens, or claims in the nature of liens or encumbrances is made in the deed.
4. Additionally, and not by way of limitation, the sale shall be subject to and with the benefit of any and all tenants, tenancies, and occupants, if any.
5. No representation is or shall be made as to any amount of taxes due and outstanding.
6. The successful bidder shall pay the future condominium common charges commencing with the date of the auction.
7. No representation is or shall be made as to any other

USE MARIJUANA

Received by
Uxbridge
Town Clerk
MAY 15 '19 PM 1:31

will conduct a Community
Outreach Meeting at the Fire Department, 25 South

Use Marijuana
as a Marijuana Retailer or
Manufacturer, pursuant to
Massachusetts laws and regulations
governing Cannabis

shall not be limited to:
the proposed address;
the proposed establishment location will

shall not be limited to:
the proposed address;
the proposed establishment location will

shall not receive answers from

the town clerk, and the Planning
Department, Uxbridge, MA, 01569 and a
community outreach meeting to be
held directly opposite on
the north side of the street, not less than
three hundred (300) feet of the
proposed address, notwithstanding

Attachment B

LEGAL NOTICE OF COMMUNITY OUTREACH MEETING REGARDING AN ADULT-USE MARIJUANA ESTABLISHMENT

Ironstone Express Inc.
454 Quaker Highway
Uxbridge, MA 01569

Received by
Uxbridge
Town Clerk
MAY 15 '19 PM 1:31

Notice is hereby given that the Ironstone Express Inc. of Uxbridge MA 01569 will conduct a Community Outreach Meeting on the following matter on June 5th 2019 at the Uxbridge Fire Department, 25 South Main Street, at 5:00 P.M:

Ironstone Express Inc. intends to apply for one or more of the following Adult-use Marijuana Establishment licenses: Marijuana Cultivator; Marijuana Product Manufacturer; Marijuana Retailer or Marijuana Transporter, to be located at 454 Quaker Highway, Uxbridge, Massachusetts, pursuant to M.G.L. Ch. 94G, and Chapter 55 of the Acts of 2017, and any other applicable laws and regulations promulgated thereunder, including those promulgated thereunder by the Massachusetts Cannabis Control Commission.

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

1. The type(s) of Marijuana Establishment to be located at the proposed address;
2. Information adequate to demonstrate that the proposed Marijuana Establishment location will be maintained securely;
3. A plan by the Marijuana Establishment to positively impact the community; and
4. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.

Community members will be permitted, and are encouraged, to ask questions and receive answers from representatives of Ironstone Express Inc.

A copy of this notice is on file with the Town Clerk, the Board of Selectmen's office, and the Planning Department, all located at the Uxbridge Town Hall, 21 South Main Street, Uxbridge, MA, 01569 and a copy of this Notice was mailed at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, owners of land directly opposite on any public or private street or way, and abutters to the abutters within three hundred (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.

LEGAL NOTICE OF COMMUNITY OUTREACH MEETING REGARDING AN ADULT-USE MARIJUANA ESTABLISHMENT

Ironstone Express Inc.
454 Quaker Highway
Uxbridge, MA 01569

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Ironstone Express, Inc. is still in the Provisional License stage and has not yet been opened for operations. We are being held up by the Commission at the architectural review stage. The field at the top of this form asking about the amount of financial benefit that the Town has received is zero, however, it won't accept zero as an answer, so I had to put 1.

Ironstone Express Inc. - Plan for Positive Impact

Measurable Goal: Ironstone Express Inc. will complete at least two (2) annual beach or city clean-up events in communities that were disproportionately affected by marijuana laws.

Metric: At the end of the year, Ironstone Express Inc. will count the number of beach and city clean-ups performed in communities that were disproportionately affected by marijuana laws to make sure that at least 2 clean-ups were performed.

Program: We feel it's important to go to these communities that were disproportionately affected by cannabis laws and do our part to physically revitalize the areas. To do this, Ironstone Express Inc. plans to organize a bi-annual beach or city clean-up whereby our employees, along with volunteers, will spend an afternoon cleaning trash from public spaces. Each year we will organize a beach clean-up in the Fall and a city clean up in the Spring.

Once operational, our General Manager will choose the dates of the clean-ups at least two months in advance. Over the course of these two months, our General Manager or a staff member will post an advertisement in the Worcester Telegram and Gazette. The post in each newspaper will only contain information relating to the beach or city clean-up and will not contain anything related to marijuana or the nature of the business of Ironstone Express Inc.. Our General Manager or a representative from the company will document the event so that we have a record to present to the Cannabis Control Commission upon license review with the Cannabis Control Commission. These events will be documented one year after receipt of provisional license and will occur every year thereafter.

The municipalities chosen were selected from the CCC's list of communities that were disproportionately affected by marijuana laws. For the city clean ups, we plan on selecting a neglected public park and for our beach clean ups we will select the most neglected public beach in the city. We will determine which beach or park is most neglected by sending one of our employees to the areas of disproportionate impact two months in advance of the clean up to scout which location is in most need. Our yearly schedule will be as follows:

Year 1 - Brockton (City clean up) and Lynn (Beach clean up)
Year 2 - Walpole (City clean up) and Revere (Beach clean up)
Year 3 - Worcester (City clean up) and Fall River (Beach clean up)
Year 4 - Quincy (City clean up) and New Bedford (Beach clean up)
Year 5 - Fitchburg (City clean up) and Chelsea (Beach clean up)

Attestation:

1. Ironstone Express Inc. acknowledges and is aware, and 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; and
2. Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.



The Commonwealth of Massachusetts William Francis Galvin

Minimum Fee: \$250.00

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

Articles of Organization

(General Laws, Chapter 156D, Section 2.02; 950 CMR 113.16)

Identification Number: 001368498

ARTICLE I

The exact name of the corporation is:

IRONSTONE EXPRESS INC.

ARTICLE II

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. C156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:

TO BUY, SELL, HANDLE, ADVERTISE, MAINTAIN AND STORE PRODUCTS FOR GENERAL RETAIL SALE OF EVERY NATURE AND DESCRIPTION, AND TO CONSTRUCT, LEASE, OWN, USE AND MAINTAIN ROOMS, BUILDINGS, AND WAREHOUSES FOR STORAGE, OR OF SIMILAR ARTICLES AND PRODUCTS.

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.

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding Num of Shares
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CNP	\$0.00000	20,000	\$0.00	20,000

G.L. C156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. C156D Section 6.21 and the comments thereto.

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the Business Entity must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

RESTRICTIONS ON TRANSFER OF STOCK ANY STOCKHOLDER, INCLUDING HEIRS, ASSIGN

S, EXECUTORS OR ADMINISTRATORS OF A DECEASED STOCKHOLDER, DESIRING TO SELL OR TRANSFER SUCH STOCK OWNED BY HIM/HER OR THEM, SHALL FIRST OFFER IT TO THE CORPORATION THROUGH THE BOARD OF DIRECTORS IN THE MANNER FOLLOWING: HE/SHE SHALL NOTIFY THE DIRECTORS OF HIS/HER DESIRE TO SELL OR TRANSFER BY NOTICE IN WRITING, WHICH NOTICE SHALL CONTAIN THE PRICE AT WHICH HE/SHE IS WILLING TO SELL OR TRANSFER AND THE NAME OF ARBITRATOR. THE DIRECTORS SHALL WITHIN THIRTY DAYS THEREAFTER, EITHER ACCEPT THE OFFER OR BY NOTICE TO HIM/HER IN WRITING NAME A SECOND ARBITRATOR, AND THESE TWO SHALL NAME A THIRD. IT SHALL THEN BE THE DUTY OF THE ARBITRATORS TO ASCERTAIN THE VALUE OF THE STOCK, AND IF ANY ARBITRATOR SHALL NEGLECT OR REFUSE TO APPEAR AT ANY MEETING APPOINTED BY THE ARBITRATORS A MAJORITY MAY ACT IN THE ABSENCE OF SUCH ARBITRATOR. AFTER THE ACCEPTANCE OF THE OFFER, OR THE REPORT OF THE ARBITRATORS AS TO THE VALUE OF THE STOCK, THE DIRECTORS SHALL HAVE THIRTY DAYS WITHIN WHICH TO PURCHASE THE SAME AT SUCH VALUATION, BUT IF AT THE EXPIRATION OF THIRTY DAYS, THE CORPORATION SHALL NOT HAVE EXERCISED THE RIGHT SO TO PURCHASE, THE OWNER OF THE STOCK SHALL BE AT LIBERTY TO DISPOSE OF THE SAME IN ANY MANNER HE/SHE MAY SEE FIT. NO SHARE OF STOCK SHALL BE SOLD OR TRANSFERRED ON THE BOOKS OF THE CORPORATION UNTIL THESE PROVISIONS HAVE BEEN COMPLIED WITH, BUT THE BOARD OF DIRECTORS MAY IN ANY PARTICULAR INSTANCE WAIVE THE REQUIREMENT.

ARTICLE VI

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

BY-LAWS THE BOARD OF DIRECTORS IS AUTHORIZED TO MAKE, AMEND, OR REPEAL THE BY-LAWS OF THE CORPORATION IN WHOLE OR IN PART, EXCEPT WITH RESPECT TO ANY PROVISION THEREOF WHICH BY LAW, BY THESE ARTICLES OF ORGANIZATION, OR BY THE BY-LAWS REQUIRES ACTION BY THE STOCKHOLDERS. PLACE OF MEETINGS OF THE STOCKHOLDERS MEETINGS OF THE STOCKHOLDERS MAY BE HELD ANYWHERE IN THE UNITED STATES. PARTNERSHIP THE CORPORATION MAY BE A PARTNER IN ANY BUSINESS ENTERPRISE WHICH THE CORPORATION WOULD HAVE POWER TO CONDUCT BY ITSELF. INDEMNIFICATION OF DIRECTORS, OFFICERS AND OTHERS THE CORPORATION SHALL INDEMNIFY EACH PERSON WHO IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR OTHER AGENT OF THE CORPORATION, AND EACH PERSON WHO IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, TRUSTEE, OFFICER, EMPLOYEE OR OTHER AGENT OF ANOTHER ORGANIZATION IN WHICH IT DIRECTLY OR INDIRECTLY OWNS SHARES OR OF WHICH IT IS DIRECTLY OR INDIRECTLY A CREDITOR, AGAINST ALL LIABILITIES, COSTS AND EXPENSES, INCLUDING BUT NOT LIMITED TO AMOUNTS PAID IN SATISFACTION OF JUDGMENTS, IN SETTLEMENT OR AS FINES AND PENALTIES, AND COUNSEL FEES AND DISBURSEMENTS, REASONABLY INCURRED BY HIM IN CONNECTION WITH THE DEFENSE OR DISPOSITION OF OR OTHERWISE IN CONNECTION WITH OR RESULTING FROM ANY ACTION, SUIT OR OTHER PROCEEDING, WHETHER CIVIL, CRIMINAL, ADMINISTRATIVE OR INVESTIGATIVE, BEFORE ANY COURT OR ADMINISTRATIVE OR LEGISLATIVE OR INVESTIGATIVE BODY, IN WHICH HE MAY BE OR MAY HAVE BEEN INVOLVED AS A PARTY OR OTHERWISE OR WITH WHICH HE MAY BE OR MAY HAVE BEEN THREATENED, WHILE IN OFFICE OF THEREAFTER, BY REASON OF HIS BEING OR HAVING BEEN SUCH A DIRECTOR, OFFICER, EMPLOYEE, AGENT OR TRUSTEE, OR BY REASON OF ANY ACTION TAKEN OR NOT TAKEN IN ANY SUCH CAPACITY, EXCEPT WITH RESPECT TO ANY MATTER AS TO WHICH HE SHALL HAVE BEEN FINALLY ADJUDICATED BY A COURT OF COMPETENT JURISDICTION NOT TO HAVE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION. EXPENSES, INCLUDING BUT NOT LIMITED TO COUNSEL FEES AND DISBURSEMENTS, SO INCURRED BY AND SUCH PERSON IN DEFENDING ANY SUCH ACTION, SUIT OR PROCEEDING MAY BE PAID FROM TIME TO TIME BY THE CORPORATION IN ADVANCE OF THE FINAL DISPOSITION OF SUCH ACTION, SUIT OR PROCEEDING UPON RECEIPT OF AN UNDERTAKING BY OR ON BEHALF OF THE PERSON INDEMNIFIED TO REPAY THE A

MOUNTS SO PAID IF IS SHALL ULTIMATELY BE DETERMINED THAT INDEMNIFICATION OF SUCH EXPENSES IS NOT AUTHORIZED HEREUNDER. AS TO ANY MATTER DISPOSED OF BY SETTLEMENT BY ANY SUCH PERSON, PURSUANT TO A CONSENT DECREE OR OTHERWISE, NO SUCH INDEMNIFICATION EITHER FOR THE AMOUNT OF SUCH SETTLEMENT OR FOR ANY OTHER EXPENSES SHALL BE PROVIDED UNLESS SUCH SETTLEMENT SHALL BE APPROVED AS IN THE BEST INTERESTS OF THE CORPORATION, AFTER NOTICE THAT IT INVOLVES SUCH INDEMNIFICATION, (A)BY A VOTE OF A MAJORITY OF THE DISINTERESTED DIRECTORS THEN IN OFFICE (EVEN THOUGH THE DISINTERESTED DIRECTORS BY LESS THAN A QUORUM), OR (B)BY ANY DISINTERESTED PERSON OR PERSONS TO WHOM THE QUESTION MAY BE REFERRED BY VOTE OF A MAJORITY OF SUCH DISINTERESTED DIRECTORS, OR (C)BY VOTE OF THE HOLDERS OF A MAJORITY OF THE OUTSTANDING STOCK AT THE TIME ENTITLED TO VOTE FOR DIRECTORS, VOTING AS A SINGLE CLASS, EXCLUSIVE OF ANY STOCK OWNED BY ANY INTERESTED PERSONS, OR (D)BY ANY DISINTERESTED PERSON OR PERSONS TO WHOM THE QUESTION MAY BE REFERRED BY VOTE OF THE HOLDERS OF A MAJORITY OF SUCH STOCK. NO SUCH APPROVAL SHALL PREVENT THE RECOVERY FROM ANY SUCH OFFICER, DIRECTOR, EMPLOYEE, AGENT OR TRUSTEE OF ANY AMOUNTS PAID TO HIM OR ON HIS BEHALF AS INDEMNIFICATION IN ACCORDANCE WITH THE PRECEDING SENTENCE IF SUCH PERSON IS SUBSEQUENTLY ADJUDICATED BY A COURT OF COMPETENT JURISDICTION NOT TO HAVE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION. THE RIGHT OF INDEMNIFICATION HEREBY PROVIDED SHALL NOT BE EXCLUSIVE OF OR AFFECT ANY OTHER RIGHTS TO WHICH ANY DIRECTOR, OFFICER, EMPLOYEE, AGENT, OR TRUSTEE MAY BE ENTITLED OR WHICH MAY LAWFULLY BE GRANTED TO HIM. AS USED HEREIN, THE TERMS "DIRECTOR," "OFFICER," "EMPLOYEE," "AGENT," AND "TRUSTEE" INCLUDE THEIR RESPECTIVE EXECUTORS, ADMINISTRATORS AND OTHER LEGAL REPRESENTATIVES, AND "INTERESTED" PERSON IS ONE AGAINST WHOM THE ACTION, SUIT OR OTHER PROCEEDING IN QUESTION OR ANOTHER ACTION, SUIT OR OTHER PROCEEDING ON THE SAME OR SIMILAR GROUNDS IS THEN OR HAD BEEN PENDING OR THREATENED, AND A "DISINTERESTED" PERSON IS A PERSON AGAINST WHOM NO SUCH ACTION, SUIT, OR OTHER PROCEEDING IS THEN OR HAD BEEN PENDING OR THREATENED. BY ACTION OF THE BOARD OF DIRECTORS, NOTWITHSTANDING ANY INTEREST OF THE DIRECTORS IN SUCH ACTION, THE CORPORATION MAY PURCHASE AND MAINTAIN INSURANCE, IN SUCH AMOUNTS AS THE BOARD OF DIRECTORS MAY FROM TIME TO TIME DEEM APPROPRIATE, ON BEHALF OF ANY PERSON WHO IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR OTHER AGENT OF THE CORPORATION, OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, TRUSTEE, OFFICER EMPLOYEE OR OTHER AGENT OF ANOTHER ORGANIZATION IN WHICH IT DIRECTLY OR INDIRECTLY A CREDITOR, AGAINST ANY LIABILITY INCURRED BY HIM IN ANY SUCH CAPACITY, OR ARISING OUT OF HIS STATUS AS SUCH, WHETHER OR NOT THE CORPORATION WOULD HAVE THE POWER TO INDEMNIFY HIM AGAINST SUCH LIABILITY. INTERCOMPANY TRANSACTIONS NO CONTRACT OR TRANSACTION BETWEEN THE CORPORATION AND ONE OR MORE OF ITS DIRECTORS OR OFFICERS, OR BETWEEN THE CORPORATION AND ANY OTHER ORGANIZATION OF WHICH ONE OR MORE OF ITS DIRECTORS OR OFFICERS ARE DIRECTORS, TRUSTEES OR OFFICERS, OR IN WHICH ANY OF THEM HAS ANY FINANCIAL OR OTHER INTEREST, SHALL BE VOID OR VOIDABLE, OR IN ANY WAY AFFECTED, SOLELY FOR THIS REASON, OR SOLELY BECAUSE THE DIRECTOR OR OFFICER IS PRESENT AT OR PARTICIPATES IN THE MEETING OF THE BOARD OF DIRECTORS OR COMMITTEE THEREOF WHICH AUTHORIZES, APPROVES OR RATIFIES THE CONTRACT OR TRANSACTION, OR SOLELY BECAUSE HIS OR THEIR VOTES ARE COUNTED FOR SUCH PURPOSES, IF: (A)THE MATERIAL FACTS AS TO HIS RELATIONSHIP OR INTEREST AND AS TO THE CONTRACT OR TRANSACTION ARE DISCLOSED OR ARE KNOWN TO THE BOARD OF DIRECTORS OR THE COMMITTEE WHICH AUTHORIZES, APPROVES OR RATIFIES THE CONTRACT OR TRANSACTION, AND THE BOARD OR COMMITTEE IN GOOD FAITH AUTHORIZES, APPROVES OR RATIFIES THE CONTRACT OR TRANSACTION BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE DISINTERESTED DIRECTORS BY LESS THAN A QUORUM; OR (B)THE MATERIAL FACTS AS TO HIS RELATIONSHIP OR INTEREST AND

AS TO THE CONTRACT OR TRANSACTION ARE DISCLOSED OR ARE KNOWN TO THE STOCK HOLDERS ENTITLED TO VOTE THEREON, AND THE CONTRACT OR TRANSACTION IS SPECIFICALLY AUTHORIZED, APPROVED OR RATIFIED IN GOOD FAITH BY VOTE OF THE STOCKHOLDERS; OR (C)THE CONTRACT OR TRANSACTION IS FAIR AS TO THE CORPORATION AS OF THE TIME IT IS AUTHORIZED OR RATIFIED BY THE BOARD OF DIRECTORS, A COMMITTEE T HEREOF, OR THE STOCKHOLDERS. COMMON OR INTERESTED DIRECTORS MAY BE COUNT ED IN DETERMINING THE PRESENCE OF A QUORUM AT A MEETING OF THE BOARD OF DIRE CTORS OR OF A COMMITTEE THEREOF WHICH AUTHORIZES, APPROVED OR RATIFIES THE CONTRACT OR TRANSACTION. NO DIRECTOR OR OFFICER OF THE CORPORATION SHALL BE LIABLE OR ACCOUNTABLE TO THE CORPORATION OR TO ANY OF ITS STOCKHOLDERS OR CREDITORS OR TO ANY OTHER PERSON, EITHER FOR ANY LOSS TO THE CORPORATION OR TO ANY OTHER PERSON OR FOR ANY GAINS OR PROFITS REALIZED BY SUCH DIRECTO R OR OFFICER, BY REASON OF ANY CONTRACT OR TRANSACTION AS TO WHICH CLAUSES (A),(B) OR (C) ABOVE IS APPLICABLE.

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

ARTICLE VII

The effective date of organization 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.

Later Effective Date: Time:

ARTICLE VIII

The information contained in Article VIII is not a permanent part of the Articles of Organization.

a,b. The street address of the initial registered office of the corporation in the commonwealth and the name of the initial registered agent at the registered office:

Name: BARRY R DESRUISSEAU
No. and Street: 454 QUAKER HIGHWAY
City or Town: UXBRIDGE State: MA Zip: 01569 Country: USA

c. The names and street addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	BARRY R DESRUISSEAU	454 QUAKER HIGHWAY UXBRIDGE, MA 01569 USA
TREASURER	BARRY R DESRUISSEAU	454 QUAKER HIGHWAY UXBRIDGE, MA 01569 USA
SECRETARY	BARRY R DESRUISSEAU	454 QUAKER HIGHWAY UXBRIDGE, MA 01569 USA
DIRECTOR	BARRY R DESRUISSEAU	454 QUAKER HIGHWAY UXBRIDGE, MA 01569 USA

d. The fiscal year end (i.e., tax year) of the corporation:

December

e. A brief description of the type of business in which the corporation intends to engage:

RETAIL SALES

f. The street address (post office boxes are not acceptable) of the principal office of the corporation:

No. and Street: 454 QUAKER HIGHWAY
City or Town: UXBRIDGE State: MA Zip: 01569 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: 454 QUAKER HIGHWAY
City or Town: UXBRIDGE State: MA Zip: 01569 Country: USA

which is

☒ its principal office ☐ an office of its transfer agent
☐ an office of its secretary/assistant secretary ☐ its registered office

Signed this 12 Day of February, 2019 at 7:41:30 PM by the incorporator(s). *(If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)*

BARRY R. DESRUISSEAUX

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:

February 12, 2019 07:36 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized 'G' at the end.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

BYLAWS OF IRONSTONE EXPRESS INC.

ARTICLE I SHAREHOLDERS

Section 1. Annual Meeting. An annual meeting shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at the time and place designated by the Board of Directors from time to time.

Section 2. Special Meeting. Special meetings of the shareholders may be requested by the President, the Board of Directors, or the holders of a majority of the outstanding voting shares.

Section 3. Notice. Written notice of all shareholder meetings, whether regular or special meetings, shall be provided under this section or as otherwise required by law. The Notice shall state the place, date, and hour of meeting, and if for a special meeting, the purpose of the meeting. Such notice shall be mailed to all shareholders of record at the address shown on the corporate books, at least 10 days prior to the meeting. Such notice shall be deemed effective when deposited in ordinary U.S. mail, properly addressed, with postage prepaid.

Section 4. Place of Meeting. Shareholders' meetings shall be held at the corporation's principal place of business unless otherwise stated in the notice. Shareholders of any class or series may participate in any meeting of shareholders by means of remote communication to the extent the Board of Directors authorizes such participation for such class or series. Participation by means of remote communication shall be subject to such guidelines and procedures as the Board of Directors adopts. Shareholders participating in a shareholders' meeting by means of remote communication shall be deemed present and may vote at such a meeting if the corporation has implemented reasonable measures: (1) to verify that each person participating remotely is a shareholder, and (2) to provide such shareholders a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to communicate, and to read or hear the proceedings of the meeting, substantially concurrent with such proceedings.

Section 5. Quorum. A majority of the outstanding voting shares, whether represented in person or by proxy, shall constitute a quorum at a shareholders meeting. In the absence of a quorum, a majority of the represented shares may adjourn the meeting to another time without further notice. If a quorum is represented at an adjourned meeting, any business may be transacted that might have been transacted at the meeting as originally scheduled. The shareholders present at a meeting represented by a quorum may continue to transact business until adjournment, even

Section 6. Informal Action. Any action required to be taken, or which may be taken, at a shareholders meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the shareholders who own all of the shares entitled to vote with respect to the subject matter of the vote.

ARTICLE II

DIRECTORS

Section 1. Number of Directors. The corporation shall be managed by a Board of Directors consisting of 1 director(s)

Section 2. Election and Term of Office. The directors shall be elected at the annual shareholders' meeting. Each director shall serve a term of 5 year(s), or until a successor has been elected and qualified.

Section 3. Quorum. A majority of directors shall constitute a quorum.

Section 4. Adverse Interest. In the determination of a quorum of the directors, or in voting, the disclosed adverse interest of a director shall not disqualify the director or invalidate his or her vote.

Section 5. Regular Meeting. An annual meeting shall be held, without notice, immediately following and at the same place as the annual meeting of the shareholders. The Board of Directors may provide, by resolution, for additional regular meetings without notice other than the notice provided by the resolution.

Section 6. Special Meeting. Special meetings may be requested by the President, Vice-President, Secretary, or any two directors by providing five days' written notice by ordinary United States mail, effective when mailed. Minutes of the meeting shall be sent to the Board of Directors within two weeks after the meeting.

Section 7. Procedures. The vote of a majority of the directors present at a properly called meeting at which a quorum is present shall be the act of the Board of Directors, unless the vote of a greater number is required by law or by these by-laws for a particular resolution. A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered in the minutes of the meeting. The Board shall keep written minutes of its proceedings in its permanent records.

If authorized by the governing body, any requirement of a written ballot shall be satisfied by a ballot submitted by electronic transmission, provided that any such electronic transmission must either set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by the member or proxy holder.

Section 8. Informal Action. Any action required to be taken at a meeting of directors, or any action which may be taken at a meeting of directors or of a committee of directors, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by all of the directors or all of the members of the committee of directors, as the case may be.

Section 9. Removal/ Vacancies. A director shall be subject to removal, with or without cause, at a meeting of the shareholders called for that purpose. Any vacancy that occurs on the Board of Directors, whether by death, resignation, removal or any other cause, may be filled by the remaining directors. A director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

Section 10. Resignation. Any director may resign effective upon giving written notice to the chairperson of the board, the president, the secretary or the Board of Directors of the corporation, unless the notice specifies a later time for the effectiveness of such resignation.. If the resignation is effective at a future time, a successor may be elected to take office when the resignation becomes effective.

Section 11. Committees. To the extent permitted by law, the Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

ARTICLE III

OFFICERS

Section 1. Number of Officers. The officers of the corporation shall be a President, a Treasurer, and a Secretary.

- **President/Chairman.** The President shall be the chief executive officer and shall preside at all meetings of the Board of Directors and its Executive Committee, if such a committee is created by the Board.
- **Secretary.** The Secretary shall give notice of all meetings of the Board of Directors and Executive Committee, if any, shall keep an accurate list of the directors, and shall have the authority to certify any records, or copies of records, as the official records of the Ironstone Express. The Secretary shall maintain the minutes of the Board of Directors' meetings and all committee meetings.
- **Treasurer/CFO.** The Treasurer shall be responsible for conducting the financial affairs of Ironstone Express as directed and authorized by the Board of Directors and Executive Committee, if any, and shall make reports of Ironstone Express's finances as required, but no less often than at each meeting of the Board of Directors and Executive Committee.

Section 2. Election and Term of Office. The officers shall be elected annually by the Board of Directors at the first meeting of the Board of Directors, immediately following the annual meeting of the shareholders. Each officer shall serve a one year term or until a successor has been elected and qualified.

Section 3. Removal or Vacancy. The Board of Directors shall have the power to remove an officer or agent of the Ironstone Express. Any vacancy that occurs for any reason may be filled by the Board of Directors.

ARTICLE IV

CORPORATE SEAL, EXECUTION OF INSTRUMENTS

The corporation shall not have a corporate seal. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or any Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Board of Directors.

ARTICLE V
AMENDMENT TO BYLAWS

The bylaws may be amended, altered, or repealed by the Board of Directors or the shareholders by a majority of a quorum vote at any regular or special meeting; provided however, that the shareholders may from time to time specify particular provisions of the bylaws which shall not be amended or repealed by the Board of Directors.

ARTICLE VI
INDEMNIFICATION

Any director or officer who is involved in litigation by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent authorized by law as it now exists or may subsequently be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights).

ARTICLE VII
STOCK CERTIFICATES

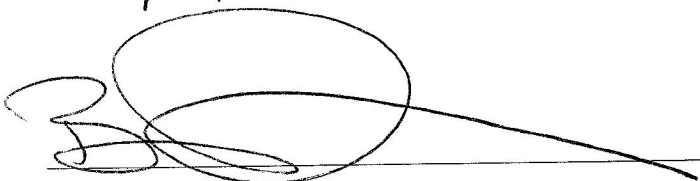
The corporation may issue shares of the corporation's stock without certificates. Within a reasonable time after the issue or transfer of shares without certificates, the corporation shall send the shareholder a written statement of the information that is required by law to be on the certificates. Upon written request to the corporate secretary by a holder of such shares, the secretary shall provide a certificate in the form prescribed by the directors.

ARTICLE VIII
DISSOLUTION

The corporation may be dissolved only with authorization of its Board of Directors given at a special meeting called for that purpose, and with the subsequent approval by no less than two-thirds (2/3) vote of the members.

Certification

Barry Desruisseaux, Secretary of Ironstone Express Inc. hereby certifies that the foregoing is a true and correct copy of the bylaws of the above-named corporation, duly adopted and initial Board of Directors on 2/16/19

A large, stylized handwritten signature in black ink, appearing to be 'B. Desruisseaux', written over a horizontal line.

Barry Desruisseaux, Secretary



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

William Francis Galvin
Secretary of the
Commonwealth

Date: January 24, 2020

To Whom It May Concern :

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

IRONSTONE EXPRESS INC.

is a domestic corporation organized on **February 12, 2019** , 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.

A handwritten signature in blue ink, reading "William Francis Galvin".

Secretary of the Commonwealth

Certificate Number: 20010504660

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by:



Commonwealth of Massachusetts
Department of Revenue
Kevin W. Brown, Acting Commissioner

mass.gov/dor

Letter ID: L1547211840
Notice Date: January 27, 2020
Case ID: 0-000-856-624



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



IRONSTONE EXPRESS INC
454 QUAKER HWY
UXBRIDGE MA 01569-1603

Why did I receive this notice?

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

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

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

What if I have questions?

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

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau

Unemployment Assistance Affidavit

In accordance with 935 CMR 500.101(1) of the Massachusetts Code of Regulations, and in support of the application of Ironstone Express. (the “**Applicant**”) with a principle address of 454 Quaker Highway, Uxbridge, MA 01569, hereby confirm and certify to the Cannabis Control Commission (the “**CCC**”) that:

1. Ironstone Express cannot register with the Department of Unemployment Assistance until employees are hired.

Under penalties of perjury I declare that I have examined this certification and to the best of my knowledge and belief it is true, correct and complete, and I further declare that I have authority to sign this document.

Dated as of January 27, 2020

By: 

Name: Barry Desruisseaux
Company: 146A Realty Trust
Title: Owner

Plan for Obtaining Liability Insurance

Ironstone Express (the “**Company**”) will work with an insurance broker licensed in the Commonwealth of Massachusetts to obtain insurance that meets or exceeds the requirements set forth in 935 CMR 500.105 (10).

Pursuant to 935 CMR 500.105(10) the Company shall 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, or such amount as otherwise approved by the Commission. The deductible for each policy shall be no higher than \$5,000 per occurrence.

Pursuant to 935 CMR 500.105(10)(b) if the Company is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) the Company will place in escrow (the “**Liability Insurance Escrow Account**”) a sum of no less than Two Hundred and Fifty Thousand and 00/100 (\$250,000.00) or such other amount approved by the Commission, to be expended for coverage of liabilities. If the Company is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) the Company will properly document such inability through written records that will be retained in accordance with the Company’s Record Retention Policy (incorporated herein by reference). If the Liability Insurance Escrow Account is used to cover such liabilities, it will be replenished within ten (10) business days of such expenditure.

The Company will submit reports documenting compliance with 935 CMR 500.105(10) in a manner and form determined by the Commission pursuant to 935 CMR 500.000.

This policy may also be referred to by the Company as the “**Liability Insurance Policy**”.

Executive Summary

Ironstone Express is seeking a license with the Cannabis Control Commission to operate an adult-use drive thru cannabis retail facility in Uxbridge, MA.

The company has entered into a lease agreement in town and was granted a Host Community Agreement. Once open, the product menu will include a wide range of flower strains, concentrates and edibles sold in 5mg units. The company will control its supply chain by entering into wholesale supply agreements with multiple vendors to create variety in product offerings.

Ironstone Express is corporation led by president, Brian Carney as well as majority owner, Barry Desruisseaux. The company is well capitalized and has sufficient financial resources to successfully develop an adult-use business. The management team has years of retail experience selling regulated products like tobacco and alcohol.

Our mission: To provide high quality cannabis to customers with a product and service they can trust. Our brand will be built on the core values of customer service and care, product quality, convenience and responsibility.

Vision: Be one of the top named cannabis stores in Massachusetts.

Management: Our owner and his team have several years of retail management experience and have developed SOP's that will allow the company to grow while remaining compliant and without compromising service standards.

Products & Services

Aside from the dispensing of dried cannabis and concentrates, which are our core products, Ironstone Express will sell a wide range of additional cannabis Infused products such as edibles and topicals. We will also engage in the sale of accessories and supplies related to concentrate delivery methods. All products will be pre-packaged prior to arriving at the dispensary in child-resistant, opaque, and re-sealable containers.

Flower – Sold in 1.0, 3.5, 7.0, 14.0, 28.0 gram units

Pre rolls – Sold in .5 and 1.0 gram units

Edibles – Sold in 5mg units. Packaged in 5 and 10 packs.

Concentrates – Concentrates will include distillate, wax, live rosin, hash, mints, and capsules. Each will be sold in .5 gram and 1.0 gram units.

Vaporizer Cartridges – Cartridges will be sold in 500mg and 250 mg units.

Financial Position

Ironstone Express will be funded by its owner, Barry Desruisseaux. As well as a group of investors that have banded together under the company, Ironstone Investor LLC.

Mr. Desruisseaux has ownership in multiple businesses throughout Massachusetts including the car wash that he intends to turn into this drive thru retail facility. His success in owning and running these businesses is allowing him to fund a majority of the venture in the Massachusetts adult-use cannabis industry. Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Market Overview

According to the report by Arcview Market Research and BDS Analytics: "The Road Map to a \$57 Billion Worldwide Market"¹, spending on legal cannabis worldwide is expected to hit \$57 billion by 2027. The recreational cannabis market will cover about 67% of the spending while medical cannabis will take up the remaining 33%.

Massachusetts voters approved Question 4, the initiative to legalize the recreational use of cannabis and first retail cannabis business was opened in Massachusetts in November 2018. As of December 2019, there are over 461 pending applications, including 193 retailer, 137 cultivator, 101 manufacturer, 15 microbusiness, 7 transporter and 7 testing licenses.

As of January 2020, total cannabis sales have amounted to \$458,335,971 according to figures released by the Cannabis Control Commission. It is expected over 700,000 customers potentially interested in using of a recreational cannabis and adult-use cannabis market in Massachusetts is projected to become a \$1 billion industry by the end of 2020.

Ironstone Express acknowledges and is aware, and 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.

Operating Plan

Ironstone Express operating plan is centered around a set of standard operating procedures and a focus on continual process improvement. All new staff will be required to pass the states Responsible Vendor Training Program as well as our in house training program. Our properly trained staff will navigate and

guide our customers through our vast product variety featuring locally sourced products along with our core product line of the highest quality cannabis flowers, concentrates, edibles and more.

Timeline

Quarter 4, 2018

October 1st - October 15th:

- Business Plan completed

October 15th - November 15th:

Legal and Accounting:

- “Company Structure” legally established, with entities filed and operating agreements executed.
- Community Host Agreement process started
- Establishment of bank account

Quarter 2, 2019

April 10th - June 30th

Licensing:

- Community Host Agreement obtained for Uxbridge Location
- Securing of Insurance quotes
- Establishment of “wind-down” account (in the event that cannabis activities need to be abruptly stopped and business dismantled)
- Standard Operating Procedures completed and submitted
- Background Checks
- Architectural plans started

Quarter 4, 2019

October 1st - December 31st

- Website designed and built
- Branding designs finalized with packaging prototypes

Quarter 1, 2020

January 1st - March 31st

- Architecture finalized
- MEP Engineering finished
- General Contractor quotes obtained and company selected
- Operational teams secured
- Strategic Partnerships/Vendor Relations finalized

Quarter 2, 2020

April 1st - June 30th:

- Provisional License acquired

Quarter 4, 2020

October 1st - December 31st

- Demo commenced at retail facility

Quarter 1, 2021

January 1st - March 31st

- Architectural Review submitted
- Construction finalized

Quarter 2, 2021

April 1st - June 30th

- All employees fully trained and licensed and trained via Responsible Vendor Training Program
- Architectural Review complete pending CCC review
- Post Provisional License Inspection passed pending CCC review
- Final Retail License granted pending CCC review
- Commence retail operations
- Product Manufacturing License submitted

Quarter 3, 2021

July 1st - September 30th

- Product Manufacturing Provisional License approved
- Architectural review for Product Manufacturing Submitted
- Product Manufacturing construction commenced
- Product Manufacturing construction finished

Quarter 4, 2021

October 1st - December 31st

- Product Manufacturing Final License granted
- Product Manufacturing Commenced

As of April 8th, 2021 we are two weeks away from calling for our Post Provisional License Inspection for retail operations. We will be ready to be operational by May 15, 2021.

Standard Operating Procedure

RESTRICTING ACCESS TO AGE 21 AND OLDER

1. Purpose

The purpose of this SOP is to provide guidance to employees on the overall restriction of access to persons age 21 and older protocols at the facility and the responsibility of employees working there.

2. Scope

The scope of this SOP is for anyone working in the facility or for the company. Proper access to the facility is a paramount concern for our employees, our staff, and the public.

3. Prerequisites

All employees working in the facility are required to have gone through initial training and mentoring that specifically includes all aspects of the restriction of access to persons age 21 and older at the facility.

4. Responsibilities

Proper access to the facility is the direct responsibility of the Director of Security, who has a staff of security agents, but every employee is trained in specific aspects of the facility's access.

5. Procedure

Under the Massachusetts 935 CMR 500.000: Adult Use of Marijuana law:

- "Consumer" is defined as a person who is at least 21 years of age.
- "Visitor" means an individual, other than a Marijuana Establishment Agent authorized by the Marijuana Establishment, to be on the premises of a Marijuana Establishment for a purpose related to Marijuana Establishment operations and consistent with the objectives of the Act and 935 CMR 500.000, provided, however, that no such individual shall be under 21 years of age.

Customer access

Consumer access is strictly limited to consumers that are 21 years of age or older, pursuant to 935 CMR 500.105(14). Consumers must have a valid driver's license, government-issued ID card, military identification card, or a passport. Customers will only be permitted in the Dispensary area (i.e. retail area) and are prohibited from remaining on the premises once the purpose of their visit has been completed.

On-Premises Verification of Identification

Upon entry into the facility, by an individual, the individual's proof of identification shall be immediately inspected to determine the individual's age. An individual shall not be admitted to the premises unless it has first been verified that the individual is 21 years of age or older. We will be using the Intellicheck service to check the ID of everyone that enters the premises.

Enclosed, Locked Area

Enclosed marked area means a closet, room, or other indoor or outdoor area equipped with locks or other security devices, which shall only be accessible to customers 21 years of age or older.

Visitor protocols

Summary of visitor protocols:

- All vendors, contractors, state or local government representatives, and all others without permanent Complex-issued ID, are considered visitors.
- Before being permitted to enter the premises, all visitors shall provide proof of age and ID, included on an expected list of visitors or show official documentation of an unscheduled inspection or authority to perform such inspection and sign the visitor log on camera. The entry guard will verify that the name on the identification matches the name in the visitor log. Identification must contain a picture, date of birth, valid and not expired.
- All visitors or official visitors shall be escorted at all times.
- Escorting means within reasonable line of sight.
- A single employee may escort no more than five visitors.

- The escorting employee shall log all access by visitors to Limited Access Areas at the time of the access.
- Compensation may not be used as leverage for allowing visitors onsite.

6. References

The facility director and the director of security maintain detailed security plans and schematics and are available at any time to answer any specific security questions.

7. Reporting

Any incident involving a security matter must be logged and reported to the facility director, the director of security, and the board of directors.

Standard Operating Procedure

QUALITY CONTROL

1. Purpose

The purpose of the following Standard Operating Procedures are to provide guidance on quality control over the products grown and produced in the facilities that we will be purchasing products from. **Although Ironstone Express will not own or operate a cultivation facility, the company plans to audit their product supply vendors to make sure the following standards are in place.**

2. Scope

The scope of this SOP is for all employees throughout the manufacturing facility.

3. Prerequisites

The initial training provided for new employees includes best practices in all parts of the operation. Employees must pass the quality control module in order to continue working at the facility.

4. Responsibilities

It is the responsibility of each department to ensure that they have quality control protocols and standards in place.

5. Procedure

We will utilize an outside third-party lab for testing.
SOP's for 3rd party vendors quality control and testing include:

- The floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair.
- All nutrients will be examined for contents & potential contaminants.
- Only biological pesticides will be applied.
- Filtered water will be used to prevent contamination.
- All workers will walk through a ceiling blower to remove potential contaminants before entering facility.

- Workers will walk through a special container of a water/chlorine mix to kill shoe borne contaminants.
- Application of ozone equipment to kill 99% of all microorganisms.
- All testing performed subject to the Cannabis Inflorescence and Leaf monograph (American Herbal Pharmacopoeia) standards.
- Limit tests will include foreign organic matter, total ash, & acid-insoluble ash.
- All external testing done by state approved labs.
- All crops batch tested for pests, contaminants, mold and potency.
- Soil testing before use for contaminants and pests.
- Determination of sample size for internal and external testing.
- Calculation of the acceptable range utilizing ISO Guide 34:2009.
- Written procedure for responding to contaminated samples.
- Additional batch sampled uniquely bar coded for further sampling.
- All testing documentation retained for five years.
- Procedures in place for stability testing to determine shelf life for MIPS.
- Random sampling of finished products currently for sale.
- All nutrients and additives shelf life recorded and reviewed.
- Expiration dates in large font on labels.

Quality control measures will primarily be in the form of adherence to the written standard operating procedures along with specific testing of the product in order to ensure quality and consistency of products produced within the facility. The facility will utilize the established and proven SOP's for all cultivation and processing operations. The facility will use standard operating procedures (SOP's) to promote good growing and handling practices including:

All aspects of the:

- Irrigation, propagation, cultivation, fertilization; harvesting, drying, curing;
- Rework or reprocessing;
- Packaging, labeling, and handling of marijuana products, byproduct; and waste products, and the control thereof, to promote good growing and handling practices.
- The facility will require that each individual engaged in the cultivation, manufacturing, handling, packaging, and testing of marijuana has received the training, education, or experience necessary to perform assigned functions; and

- Will also require that all registered employees practice good hygiene and wear protective clothing as necessary to protect the product as well as themselves from exposure to potential contaminants.
- All agents whose job includes contact with marijuana are subject to the requirements for foods handlers specified in 105 CMR 300.000.
- All agents whose job includes contact with marijuana will conform to sanitary practices while on duty, including;
 - Maintaining adequate personal cleanliness; and
 - Washing hands appropriately
- Hand washing facilities will be located in production areas and where good sanitary practices require employees to wash and sanitize their hands.
- There will be sufficient space for placement of equipment and storage materials as is necessary for the maintenance of sanitary operations.
- All contact surfaces will be maintained, cleaned, and sanitized as frequently as necessary to protect against contamination.
- Plumbing in facility will be of adequate size and designed and maintained to carry sufficient quantities of water to required locations throughout the facility.
 - Water supply will be sufficient for necessary operations
- The facility will provide its employees with adequate, readily accessible toilet facilities.
- There shall be sufficient space in the facility for placement of equipment and storage of materials as is necessary for sanitary operations.
- The facility will require grower agents to follow the protocol for Receipt of Material including:
- The facility shall quarantine received material that will be used to produce marijuana and/or manufactured marijuana products;
- All toxic items will be identified, held, and stored in a manner that protects against the contamination of any other marijuana in the facility;
- The facility shall inspect materials for defects and contamination.
- Material may not be released from quarantine by the facility until the material passes inspection; and

- Is determined to be acceptable for use as intended.
- Storage and transportation of finished products will be under conditions that will protect them against physical , chemical, and microbial contamination.
- Litter and waste shall be properly removed to minimize the development of odor and the potential for the waste attracting and harboring pests.
- No marijuana will be sold or otherwise marketed for adult-use that is not capable of being tested by an independent testing laboratory.
- The company will notify the Cannabis Control Commission within 72 hours of any laboratory testing results indicating contamination if contamination cannot be remediated and disposal of the production batch is necessary.

6. References

Please refer to inspection SOP's for further information about quality control.

7. Reporting

All quality control reports are stored in the seed to sale tracking software, where they are categorized by department. The software has the ability to generate custom reports to determine if there is an issue with product shelf life, production techniques, or other quality control issues.

Standard Operating Procedure

TESTS ON FORMULATED PRODUCT

1. Purpose

The purpose of this SOP is to provide guidance on testing finished product before releasing it for public consumption.

2. Scope

The scope of this SOP is for all employees involved in quality control and creating formulated (infused) products.

3. Prerequisites

All product that is finished in the manufacturing facility is tested at a licensed laboratory, who will provide a detailed analysis of the product, its ingredients, and its strength. All employees who work in quality control must be capable of reading a laboratory report and understanding the specific tolerances allowed by the state.

4. Responsibilities

It is the responsibility of the quality control director to insure all employees under their direct supervision understand how the facility provides samples to the independent lab for testing, as well how infused products is tested internally. Additionally, the quality control director must insure that cannabis infused products are quarantined separately from other inventory during testing.

5. Procedure

All formulated product is entered into a testing log before it is provided to the laboratory. After curing and before any processing or packaging, the processing manager will make samples from each batch available to an independent laboratory for testing. The sample will be weighed, RFID scanned, and all data will be recorded on the seed to sale tracking software prior to be removed from the secured curing area. The laboratory employee will select and prepare several random samples from every batch sample in order to ensure the quality, purity, and consistency of dose through a statistical approach. The laboratory staff will then test each random sample for harmful microbiological contaminants, mycotoxins, heavy metals and pesticide chemical residue. In addition, each sample will also be tested for active ingredients including but not limited to cannabinoid profiling for the following: THC, THCa, CBD, CBDa, and CBN.

Under no circumstances shall cannabis batches awaiting contamination results and active ingredient analysis be included in a cannabis product or sold to a retail dispensary facility prior to the time that the laboratory has provided those results, in writing, to the dispensary. If samples from a batch are tested and do not fall within state accepted health and safety levels for any of the above- mentioned contaminants or any additional contaminants the state does not deem for distribution, it is the facility's policy to destroy and remove any contaminated product in a manner consistent with state compliance for the policy for disposal of green waste.

As soon as a batch sample passes the microbiological, mycotoxin, heavy metal and pesticide chemical residue test, the entire batch will be released for immediate

manufacturing, packaging and labeling for transport and sale to a dispensary facility. An electronic copy of all test results will be filed by laboratory staff for any batch that does not meet the standards set for microbiological, mycotoxin, heavy metal or pesticide chemical residue tests. The laboratory staff will also maintain a comprehensive record of test results and make them available to state and local officials, and or the public, as needed. The compliance manager will provide test results for each batch of cannabis used in any product purchased by a dispensary to that dispensary to be made available upon request.

6. References

The independent testing lab we work with provides us guidelines for sample preparation that conforms to the state's regulations. The quality control manager maintains their source documents for preparing samples, along with the requisite forms that must accompany all samples. In the event of a question, the resource documents provided by the lab are helpful, and they also provide a toll-free number for questions.

7. Reporting

The quality control manager receives all lab reports for all samples sent out for testing. All lab reports are scanned and uploaded to our seed to sale tracking software, and all lab reports are also stored in a locked file cabinet in the facility manager's office.

Standard Operating Procedure

TESTS ON HARVESTED FLOWER

1. Purpose

The purpose of this SOP is to provide guidance on testing harvested flower before releasing it for public consumption.

2. Scope

The scope of this SOP is for all employees involved in quality control and preparing samples for testing.

3. Prerequisites

All product that is grown in our vendor's facility is tested at a licensed laboratory, who provide a detailed analysis of the product and its strength. All employees who work in quality control must be capable of reading a laboratory report and understanding the specific tolerances allowed by the state.

4. Responsibilities

It is the responsibility of the quality control director to insure all employees under their direct supervision understand how the facility provides samples to the independent lab for testing.

5. Procedure

After curing and before any processing or packaging, the processing manager shall make samples from each batch available to an independent laboratory for testing. All leaves and flowers of the female plant will be processed accordingly in a safe and sanitary manner as prescribed below:

- Well cured and generally free from seeds and stems;
- Free of dirt, sand, debris, and other foreign matter
- Free of contamination by mold, rot, fungus, and bacterial diseases;
- Prepared and handled on food grade stainless steel tables; and
- Packaged in a secure area

The sample shall be weighed, RFID scanned, and all data shall be recorded on Metrc tracking software prior to being removed from the originating facility. The laboratory employee will select and prepare several random samples from every batch sample in order to ensure the quality, purity, and consistency of dose through a statistical approach. The laboratory staff will then test each random sample for harmful microbiological contaminants, mycotoxins, heavy metals and pesticide chemical residue. In addition, each sample will also be tested for active ingredients including but not limited to cannabinoid profiling for the following: THC, THCa, CBD, CBDa, and CBN. Under no circumstances shall cannabis batches awaiting contamination results and active ingredient analysis be included in a cannabis product or sold to a retail dispensary facility prior to the time that the laboratory has provided those results, in writing, to the cultivation management team. If samples from a batch are tested and do not fall within state accepted health and safety levels for any of the above-mentioned contaminants or any additional contaminants the state does not deem for distribution, it is the facility's policy to destroy and remove any contaminated product in a manner consistent with state compliance for the policy for disposal of green waste. As soon as a batch sample passes the microbiological, mycotoxin, heavy metal and pesticide chemical residue

test, the entire batch will be released for immediate manufacturing, packaging and labeling for transport and sale to a dispensary facility.

An electronic copy of all test results will be filed by laboratory staff for any batch that does not meet the standards set for microbiological, mycotoxin, heavy metal or pesticide chemical residue tests. The laboratory staff will also maintain a comprehensive record of test results and make them available to state and local officials, and or the public, as needed. The compliance manager will provide test results for each batch of cannabis used in any product purchased by a dispensary facility to that dispensary facility to be made available upon request.

6. References

The independent testing lab we work with provides us guidelines for sample preparation that conforms to the state's regulations. The quality control manager maintains their source documents for preparing samples, along with the requisite forms that must accompany all samples. In the event of a question, the resource documents provided by the lab are helpful, and they also provide a toll-free number for questions.

7. Reporting

The quality control manager receives all lab reports for all samples sent out for testing. All lab reports are scanned and uploaded to our seed to sale tracking software, and all lab reports are also stored in a locked file cabinet in the facility manager's office.

Standard Operating Procedure

STABILITY TESTING

1. Purpose

The purpose of this SOP is to provide guidance on stability testing products that have been released to the public.

2. Scope

The intended audience for this SOP is all employees involved in inventory processing, quality control, and retail sales.

3. Prerequisites

In order to perform stability testing at both pre-determined and random times, the batch from which the edibles or infused foods are created will be sampled, and stored in an air-tight, temperature-controlled vault. Employees must know how to remove a portion of the batch in process to create a reserve for stability testing and must understand how we prepare samples for lab testing, and how to interpret the results.

4. Responsibilities

The director of quality controls primary responsibilities are stability testing, the preparation of samples, and interpreting the lab results. If there is an issue, the director of quality control must immediately provide the results and recommendations to the facility director in order to insure customer safety.

5. Procedure

The director of quality control will separate a part of each batch of infused or edible product sufficient to perform stability testing at 6-month intervals. This is done for two reasons:

1. To ensure product potency and purity
2. Provide support for expiration dating

The director will insure that a sufficient amount of product is kept and properly stored, which will usually require an adequate amount (~7-14 grams) of each released batch of marijuana in order to achieve this frequency of testing. See preparation of samples instructions noted in previous content.

Sample Storage - The facility will retain a sample from each batch released. The sample will be sufficient enough to provide for follow-up testing if necessary and the sample will need to be properly stored for a minimum of one (1) year past the date of expiration of the batch.

Samples from each batch released to be retained for a long period of time will be vacuum-sealed to limit oxygen exposure to the marijuana as oxygen will degrade the sample quicker. Possible contamination will be tracked through the use of a Hazard Analysis Critical Control Point (HACCP) Plan. Critical control points will be identified, monitored and preventative procedures recorded throughout the production of marijuana products.

Certain shelf stability testing will be conducted on site. Shelf stability is the time that a product will retain throughout its period of storage and use, the same properties and characteristics that is possessed at the time of its packaging. Products and recipes will be tested and approved before production begins.

Shelf stability testing will cover the four areas of concern:

1. Chemical: The product retains its chemical integrity and potency, within specified limits.
2. Physical: The original physical properties, including appearance, palatability, odor, and wholesomeness are retained.
3. Microbiological: Resistance to microbial growth and product safety is retained according to specified requirements overall bacterial growth is maintained within acceptable levels.
4. Toxicological: No significant increase in toxicity occurs.

6. References

The director of quality control keeps a detailed sampling plan in her office, along with the proper reporting forms, labeling materials, and RFID tags.

7. Reporting

All stability reporting is uploaded to our seed to sale tracking software database where reporting about batches and infused products are maintained.

Standard Operating Procedure

TESTING

(heavy metals, pesticides, mold, microbial testing, moisture content)

1. Purpose

After curing and before any processing or packaging, the processing manager shall provide samples from each batch available to an independent laboratory for testing.

2. Scope

The scope of this SOP is for any employee working in the cultivation facility who provides testing samples to our outside vendor.

3. Prerequisites

After curing and before any processing or packaging, the processing manager shall make samples from each batch available to an independent laboratory for testing. The sample shall be weighed, RFID scanned, and all data shall be recorded on the seed to sale software prior to being removed from the secured curing area. The laboratory employee will select and prepare several random samples from every batch sample in order to ensure the quality, purity, and consistency of dose through a statistical approach.

4. Responsibilities

It is the responsibility of the employee preparing batches for testing to insure there are sufficient remains for future testing, and the employee will work with the intentent lab to insure random samples from each grown batch are tested without interference from the facility.

5. Procedure

The sample shall be weighed, RFID scanned, and all data shall be recorded on the seed to sale software prior to being removed from the secured curing area. The laboratory employee will select and prepare several random samples from every batch sample in order to ensure the quality, purity, and consistency of dose through a statistical approach. The laboratory staff will then test each random sample for harmful microbiological contaminants, mycotoxins, heavy metals and pesticide chemical residue. In addition, each sample will also be tested for active ingredients including but not limited to cannabinoid profiling for the following: THC, THCa, CBD, CBDa, and CBN. Under no circumstances shall cannabis batches awaiting contamination results and active ingredient analysis be included in a cannabis product or sold to a retail dispensary.

If samples from a batch are tested and do not fall within state accepted health and safety levels for any of the above-mentioned contaminants or any additional contaminants the state does not deem for distribution, it is the facility's policy to destroy and remove any contaminated product in a manner consistent with state compliance for the policy for disposal of green waste.

As soon as a batch sample passes the microbiological, mycotoxin, heavy metal and pesticide chemical residue test, the entire batch will be released for immediate manufacturing, packaging and labeling for transport and sale to a dispensary

facility. An electronic copy of all test results will be filed by laboratory staff for any batch that does not meet the standards set for microbiological, mycotoxin, heavy metal or pesticide chemical residue tests. The laboratory staff will also maintain a comprehensive record of test results and make them available to state and local officials, and or the public, as needed. The compliance manager will provide test results for each batch of cannabis used in any product purchased by a dispensary facility to that dispensary facility to be made available upon request.

6. References

Please review the independent lab's testing guide for providing samples which is found in the cultivation director's office.

7. Reporting

All lab reports are provided to the cultivation director and are uploaded to the cloud server. They are also placed in a testing log, and the information is also entered into the seed to sale software system.

Standard Operating Procedure WATER SUPPLY AND TESTING PROTOCOLS

1. Purpose

The purpose of this SOP is to provide testing guidelines and other methods of insuring a safe water supply for the facility.

2. Scope

The scope of this SOP is for any employee working in the cultivation facility responsible for performing water quality tests.

3. Prerequisites

All water quality tests will require two samples – one for our internal testing, and another to be sent to the quality control lab. All water test results will be added to the water test log book.

4. Responsibilities

It is the responsibility of the facility director to insure water is tested at proper intervals both through our own internal control and our outside lab as well.

5. Procedure

Water Quality Test(s)—The facility will perform water quality tests on facility water every six (6) months at a minimum. A water sample from the cultivation facility will be sent to a water testing laboratory where an analysis of the water will be performed to determine what, if any, substances are in the water. A record of all water quality tests will be maintained on-site at the licensed premise within a file labeled “Water Quality Tests”.

Reverse Osmosis of Water (RO System)—all water utilized for cultivation operations will be run through a state-of-the-art Reverse Osmosis (RO) water filtration system to ensure all contaminants have been removed from the water. The RO system will be designed according to the water quality test that will be performed at the facility as well as the RO system being designed to be able to adequately purify and supply the proper amounts of water for daily operations

As growers of cannabis, the facility carefully monitors total dissolved solids (TDS) which is the amount of solids dissolved in the water or any other solution that can't be removed with a standard filter. Electrical Conductivity (EC) is the measure of a solution's ability to conduct an electrical current. TDS/EC meters have two electrodes that, when placed in the water or nutrient solution, pass AC voltage between them. The amount of current that passes through the solution indicates the conductivity of the solution. The meter reads this current and converts it to a display that will allow you to either read the EC or TDS (parts per million, ppm) of the water or solution.

By determining the baseline TDS of our fresh water, we can later determine the strength of the nutrient solution we are going to mix. For example, if the tap water starts with a TDS of 600 ppm, and the fertilizer of choice suggests a dosage strength of 1200 ppm, we will know that the total TDS should come out to 1800 ppm. If we didn't know the baseline, we might stop at a TDS of 1200 ppm and, by doing so, give our marijuana plants only half of the required nutrients.

The pH (potential of Hydrogen) of our water or any other solution is the measure of its acid or alkali levels. When a solution has equal levels of acid and alkali molecules, then the solution is pH neutral. The pH scale runs from 0.0 to 14.0 where 7.0 is neutral, less than 7.0 is acidic, and levels above 7.0 are alkaline or base/basic solutions. Depending on the growing medium used, we want to stay in the slightly acidic range of 5.5 to 6.5. To keep our growing medium and root zone

at the correct pH, you need to keep the water or nutrient solution you are using at the correct pH. Contaminants in the water — whether naturally occurring, added by your municipal water supplier, or added when you mix in nutrients and fertilizers — will all affect the pH and may need to be corrected.

6. References

Please refer to the filter changing SOP for removing, cleaning and inserting a new filter into the RO system.

7. Reporting

All filter changes, cleaning, and lab reports must be inserted into the Water Quality Testing Notebook, with copies provided to the facility director and upper management.

Standard Operating Procedure

PESTICIDE TESTING

1. Purpose

The purpose of this SOP is to provide guidance for pesticide testing of all batches that are sent to an outside lab before being released to the public.

2. Scope

The scope of this SOP is for any employee involved in working with the independent testing lab in helping them to select, batch and label cannabis samples for pesticide and other testing.

3. Prerequisites

Pesticide applicators/registered employees will undergo required courses and testing to be certified by the state and will also be responsible recertification every 3 years. All pesticides applied will be approved by the FDA's National Organic Program and will be approved on the National List of allowed and prohibited pesticides and OMRI approved.

4. Responsibilities

The director of the facility is tasked with implementing the IPM system and monitoring the use of pesticides. All batch results for pesticides will be emailed to the production facility director.

5. Procedure

Pesticide Application Documentation

Any facility that applies any pesticide or other agricultural chemical to any portion of a plant, water or feed used during cultivation or generally within the Licensed Premises must document, and maintain a record on its Licensed Premises of, the following information per state regulations:

(a) Application Log.

(i) The name, signature and Occupational License number of the individual who applied the Pesticide or other agricultural chemical;

(ii) Applicator certification number if the applicator is licensed through the Department of Agriculture in accordance with the "Pesticides Applicators' Act".

(iii) The date and time of the application;

(iv) The EPA registration number of the Pesticide of any other agricultural chemical(s) applied;

(v) Any of the active ingredients of the Pesticide or other agricultural chemical(s) applied;

(vi) Brand name and product name of the Pesticide or other agricultural chemical(s) applied;

(vii) The restricted entry interval from the product label of any Pesticide or other agricultural chemical(s) applied;

(viii) The RFID tag number of the Retail Marijuana plant(s) to which the Pesticide or other agricultural chemical(s) were applied, or, if the Pesticide or other agricultural chemical(s) were applied to all plants throughout the Licensed Premises, a statement to that effect; and

(ix) The total amount of each Pesticide or other agricultural chemical applied.

(b) Application Summary Log.

(i) The name of the individual who applied the Pesticide or other agricultural chemical;

(ii) The date and time of the application;

(iii) Brand name and product name of the Pesticide or other agricultural chemical(s) applied;

(iv) The restricted entry interval from the product label of any Pesticide or another agricultural chemical(s) applied;

(v) The Restricted Access Interval (REI);

(vi) The expiration time of the REI; and

(vii) The area to which the Pesticide or other agricultural chemical(s) were applied, or, if the Pesticide or other agricultural chemical(s) were applied to all plants throughout the Licensed Premises, a statement to that effect.

As soon as a batch sample passes the microbiological, mycotoxin, heavy metal and pesticide chemical residue test, the entire batch will be released for immediate processing manufacturing, packaging and labeling for transport and sale to a manufactured cannabis products facility or a dispensary facility. In order to comply with state regulations, all pesticides

regulated by the U.S. Environmental Protection Agency cannot have a concentration greater than 1.0 ppm.

6. References

Please refer to the literature supplied by our independent testing lab for pesticide and other levels monitored and tested for.

7. Reporting

All pesticide testing is performed by an outside laboratory and their results are both emailed and snail mailed to the facility, where they are stored in the seed to sale database

Standard Operating Procedure

RECORD KEEPING PROCEDURES

1. Purpose

The purpose of this SOP is to provide guidance on some of the logs and records to be kept by the dispensary.

2. Scope

The scope of this SOP includes all employees working in the facility, and all visitors, contractors, law enforcement, regulators, etc.

3. Prerequisites

Each employee will be taught the proper way to fill out logs and records, and how to properly store them and deliver them to the appropriate personnel.

4. Responsibilities

The director of the facility is responsible for insuring all logs and records are kept up to date, and stored for the proper statutory period.

5. Procedure

Pursuant to 935 CMR 500.105(1), the facility will continually update and maintain written operating procedures. The facility will also update and maintain any financial records in accordance with generally accepted accounting principles.

We will utilize the Metrc as well as a Point of Sale software system for tracking seed to sale inventory, financial records, and facility records, dispensary records and to integrate accounting records originated in the financial program. Payroll will be performed by an outside service, and adjusting entries will be imported into Metrc. We will be able to track any product that is sold or transferred to and from our facility. Our record keeping will include sales, seed-to-sale tracking and all other business components except for the following, which will be in an add on database:

- Internal Auditor Spot Counts
- Record Shredding Log
- Emergency Action Plan
- Security Logs
- Visitor Log

- Foreign Matter Inspection
- Shipping Records
- Corrective and Preventative Actions
- Chain of Custody Logs
- Employee Handbook/Training Log
- Sanitation Program
- Cannabis Destruction Records
- Waste Disposal Plan/Log
- Daily Opening/Closing Checklist
- End of Day Deposit Template
- Master Employee Scheduling Form
- Product Return Log
- Employee Applications
- Employee Discipline Reports

The following personnel records will be maintained

- Job descriptions for each agent;
- A personnel record for each agent;
- A staffing plan that will demonstrate accessible business hours and safe conditions;
- Personnel policies and procedures;
- All background check reports obtained in accordance with 935 CMR 500.030.

The following business records will be maintained:

- Assets and liabilities;
- Monetary transactions;
- Books and accounts;
- Sales records; and
- Salary and wages paid to each employee.

Tracking/Logging Workflow and Pertinent Data

All workflow will be tracked and recorded for daily review by the facility manager. Logs may be utilized by designated employees to track workflow. In addition to logging, all information shall be entered into the seed to sale tracking software.

Visitor Log

The company compliance manager is responsible for ensuring any authorized personnel visiting the facility use a visitor log. The visitor log will be located inside the main secured entrance to the facility.

Cleaning Log

The facility manager is responsible for overseeing the use of a daily cleaning log to track cleaning within all zones of the facility.

Maintenance Log

A facility maintenance log will be utilized to track maintenance and upkeep on all equipment within the facility.

6. References

Please refer to the different logs maintained by the facility director for specific instructions for record keeping.

7. Reporting

All logs must be kept up to date, and all entries must be signed by the person making them.

Standard Operating Procedure

RECORD RETENTION POLICY

1. Purpose

The purpose of this SOP is to provide guidance on the facility's record retention policy, including where and how it is stored.

2. Scope

The scope of this SOP is for all employees who provide back office support and are responsible for the records maintained by the facility.

3. Prerequisites

The prerequisites for reaching the security level where employees have access to the database, passwords, and physical hard copy includes original training and specialty training in back room procedures, record databases, and protocols for

record retention/destruction. The facility director will maintain a list of all employees with access to the ability to purge records from the software system, and also who may designate records to be physically shredded.

4. Responsibilities

Only senior level employees may actually destroy records, and only upon clearance with the facility director, who will provide time frames for record destruction based on outside counsel's interpretation of the regulations.

5. Procedure

Records and Documents Storage Retention

Unless otherwise specified, the facility will retain and maintain all records and duplicate sets of records for a minimum of six (6) years.

Duplicate Records and Off-Site Storage

The facility will maintain duplicate sets of all records required by regulation. These duplicate copies of the facility's records will be maintained at a secure, off-site location. This location will only be disclosed to personnel with proper security clearance. The off-site record storage will be secured with a security alarm and surveillance system to ensure access is limited to authorized personnel only. The facility will maintain duplicate copies of all records at a secure storage facility within the state.

Waste Records

The facility will keep waste records for a minimum of three years.

Reports

The facility can generate a list of the products and their specifications that have been offered for distribution. These reports are to be provided to the Department upon request.

- Reports can be created through the Metrc inventory control system.
- Within the inventory control system, the facility will be able to generate a list of all the products along with their specifications that were offered for distribution.

- This list can be generated for all products offered within specific date ranges.

Record retention

- The facility shall retain for a minimum of six years business operation records including but not limited to:
 - Inventory tracking including transport of marijuana and manufactured marijuana products;
 - Sales and compliance with any dispensing limitations;
 - Financial records including income, expenses, bank deposits and withdrawals, and audit reports;
 - Logs of entry and exit for facility; and
 - Employee records.

6. References

Please refer to the outside counsel's report on record retention policies which is updated quarterly.

7. Reporting

Any and all changes to the record retention policy must be vetted by the facility director. If the policy is changed, a copy is circulated to all employees through our email listserv.

Standard Operating Procedure

MAINTAINING OF FINANCIAL RECORDS

1. Purpose

The purpose of this SOP is to provide guidance on the facility's maintaining of financial records policy, including where and how it is stored.

2. Scope

The scope of this SOP is for all employees who provide back office support and are responsible for the records maintained by the facility.

3. Prerequisites

The prerequisites for reaching the security level where employees have access to the database, passwords, and physical hard copy includes original training and specialty training in back room procedures, record databases, and protocols for record retention/destruction. The facility director will maintain a list of all employees with access to the ability to purge records from the software system, and also who may designate records to be physically shredded.

4. Responsibilities

Only senior level employees may actually destroy records, and only upon clearance with the facility director, who will provide time frames for record destruction based on outside counsel's interpretation of the regulations.

5. Procedure

Records and Documents Storage Retention

- Unless otherwise specified, the facility will retain and maintain all financial records and duplicate sets of records for a minimum of six (6) years.
- The following financial records shall be maintained:
 - Assets and liabilities;
 - Monetary transactions;
 - Books of accounts;
 - Sales records; and

- Salary and wages paid to each employee.
- The company will not use any software or methods to manipulate or alter sales data
- Monthly analysis of all equipment will be conducted to determine that no software has been installed that could be utilized to manipulate or alter sales data.
 - Records that these monthly reports have been conducted will be retained for a minimum of three (3) years.
- During these monthly inspections, if it is determined that software or other methods of have been used/utilized to manipulate or alter sales data, the incident will be reported to the Cannabis Control Commission immediately, as well as cooperate in any investigation, and take such other action directed by the commission.
- We will comply with 830 CMR 62C.25.1: Record Retention and DOR Directive 16-1 regarding record keeping requirements.
- We will establish separate accounting practices at the point of sale for marijuana and non-marijuana sales.
- This facility is not co-located, however if it were, we will maintain and provide the Cannabis Control Commission on a biannual basis accurate sales data during the six monthly immediately preceding this application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).

Duplicate Records and Off-Site Storage

The facility will maintain duplicate sets of all financial records required by regulation. These duplicate copies of the facility's financial records will be maintained at a secure, off-site location. This location will only be disclosed to personnel with proper security clearance. The off-site financial record storage will be secured with a security alarm and surveillance system to ensure access is limited to authorized personnel only. The facility will maintain duplicate copies of all records at a secure storage facility within the state.

Financial Record retention

6. Reporting

Any and all changes to the record retention policy must be vetted by the facility director. If the policy is changed, a copy is circulated to all employees through our email listserv.

Standard Operating Procedures

POSITIONS AND QUALIFICATIONS

PRESIDENT

Role - Develops the organization's vision, creates and implements policies, manages strategy development and monitors financials and actual production.

Responsibilities - The president is responsible for the overall performance of the company. (S)He monitors revenue and expenses, ensuring that resources are efficiently used, and is responsible for signing contracts with vendors and outside parties. The President hires high level staff and provides feedback on their performance. The president is responsible for strategy development, performance management, and public relations as well. Additionally, the president accepts fiscal responsibility and bottom line accountability for the company.

Relationships - The President sits at the top of the organizational hierarchy and has the directors of mission critical sections reporting to him or her. The President is responsible for the hierarchy to work as smoothly as possible all the way down the chain of command. The president reports to the board of directors of the company.

GENERAL MANAGER

Roles - Oversees day to day operations, ensuring standard operating procedures are adhered to.

Responsibilities - The General Manager is responsible for driving revenue goals while providing an outstanding customer experience while maximizing revenue goals, leading the management & development of the dispensary staff and ensuring compliance with all inventory, security, and system protocols. The GM is also responsible for forecasting inventory levels, ordering & receiving product, and maintaining accurate systems for regulatory reporting and sales analysis.

Relationships - The General Manager has direct authority over all staff in the dispensary and reports to the President of the company.

DISPENSARY STAFF

Roles - Performs all of the day to day tasks

Responsibilities - Dispensary staff are responsible for the following:

- Handling sales transactions and ensuring all required customer information is obtained (license, ID etc) and properly filed or stored for each purchase
- Executes internal policies and procedures in compliance with all Massachusetts and CCC rules and regulations, governing the adult use marijuana dispensary program
- Responsible for assisting in all sales operations related to dispensary: patient admissions, patient consultation, product dispensing, displays, keeping shelves stocked, and financial accounting for daily operations
- Responsible for assisting in Security Operating Procedure compliance
- Overseeing security for Product Delivery, parking lot and store/customer safety

Relationships - All dispensary staff report directly to the General Manager.

INTERNAL AUDITOR

Roles – The internal auditor provides a check and balance to the bookkeeper, the harvesting staff, and to the growing facility manager to ensure that all weights, cash, and product are accounted for, and that the reports produced for each are accurate. They will spot check each part of the operation to ensure there is no collusion, and to ensure that all safeguards and reporting mechanisms are functioning properly.

Responsibilities – The internal auditor is responsible for checking and cross checking the inventory, cash deposits and receipts, accounts payable and receivable, and insuring that a solid audit trail is available to compliance officials and other professionals engaged by the company.

Relationships – The internal auditor responds directly to the president, and also to any outside compliance, accounting and legal teams. The internal auditor has only one boss – the president.

SECURITY

Roles – The security team is responsible for insuring the safety of the employees, any visitors, and the facilities themselves. They will patrol the grounds, observe through closed circuit cameras, and interface with management to help document any weaknesses found in the system.

Responsibilities – The security team is responsible for insuring that inventory is not removed from the premises without documentation, that employees are watched during the day to avoid theft, that cash is collected and drivers maintain different routes to prevent robbery, and interface with management as well as any experts hired by the company to prepare safety procedures.

Relationships - The security team reports to the facility manager and to the president of the company as well.

MARKETING

Roles – The marketing manager will work to achieve greater market share, make customers aware of our presence and products, and use traditional media and social networks to attract new customers as well as retain current customers.

Responsibilities – The marketing manager will create and monitor Facebook, Twitter, and other social network outlets to allow customers to find pricing and delivery times and policies for our products. The marketing manager will also be in charge of the web site and will update it with timely information to inform customers of new strains developed in our facility.

Relationships – the marketing manager will report directly to the president of the company.

Standard Operating Procedure

CPR TRAINING

1. Purpose

The purpose of this SOP is to provide guidance on CPR Training for all employees of the facility.

2. Scope

The scope of this SOP is for all employees. Training is a requirement for continued employment.

3. Prerequisites

All employees who have passed through their probationary employment phase will be given CPR training. During their original training, they will learn rudimentary first aid, but during their employment other emergency medical training will be offered.

4. Responsibilities

It is the responsibility of the director of human resources to insure all personnel are reminded of their obligation to take CPR training, and to help arrange classes on premises for it.

5. Procedure

The American Heart Association's Heartsaver CPR AED Course has been updated to reflect new science in the 2015 American Heart Association Guidelines Update for CPR and Emergency Cardiovascular Care. This course which is taught regularly at our facility is used to provide CPR and use an AED in a safe, timely, and effective manner.

Heartsaver CPR AED Online is the eLearning portion of the Heartsaver CPR AED blended learning course and is designed to teach students the cognitive information needed for CPR and AED training. The Director of Human Resources assigns passwords to employees for online training. Upon successful completion of both portions of the course, students receive a Heartsaver CPR AED course completion card, valid for two years.

After completing this course, employees of the facility will be able to:

- Describe how high-quality CPR improves survival.
- Explain the concepts of the Chain of Survival.
- Recognize when someone needs CPR.
- Perform high-quality CPR for an adult.
- Describe how to perform CPR with help from others.
- Give effective breaths by using mouth-to-mouth or a mask for all age groups.
- Demonstrate how to use an AED on an adult.
- Perform high-quality CPR for a child.
- Demonstrate how to use an AED on a child.

- Perform high-quality CPR for an infant.
- Describe when and how to help a choking adult or child.
- Demonstrate how to help a choking infant.

6. References

The facility utilizes the information from the American Heart Association's website for construction of our inhouse CPR modules.

7. Reporting

All employees will be given attendance slips to sign, and will be awarded a completion certificate upon successful training in CPR.

Standard Operating Procedure TRAINING PROTOCOLS & RECORDS

1. Purpose

The purpose of this SOP is to provide guidance on training for new employees, and documenting the training through handouts, video recordings, and entries into the employee's personnel records for completed modules.

2. Scope

The scope of the SOP is for anyone working at the facility as a registered agent.

3. Prerequisites

All employees must have gone through the training modules and documentation and be prepared to discuss and be tested on:

- a) Health, safety, and sanitation standards as required by the Cannabis Control Commission
- b) Security procedures
- c) Prohibitions and enforcement as described by state regulation
- d) Confidentiality and customer privacy
- e) Training on Commission Statutes and Rules and Other State and Local Laws and Regulations
- f) Training on Company Standard Operating Procedures
- g) Training on Detection and Prevention of Diversion of Cannabis
- h) Training on Security and the Company's Security System
- i) Training on Hazards and Safety and Emergency Procedures such as a Medical Emergency, Fire, Chemical Spill, Security and a Threatening Event.
- j) Training on Inventory Control and Record Keeping

4. Responsibilities

It is the responsibility of the corporate trainer to insure all modules necessary for successful employment have been taken by new employees, and the proper documentation including employee signatures on training materials, test or quiz results, and an actual video of the training session must be on file in each hire's personnel file.

5. Procedure

The facility will utilize the operational experience and knowledge from its management employees and corporate trainer to provide extensive training and education for all registered employees. All facility employees will receive extensive training prior to commencing work in any facility.

Registered employees will be required to read the relevant state and county law pertaining to marijuana in order to have a general understanding of the laws and regulation with which that they must comply. Training retail and dispensing operations will be provided by our corporate trainer, training will also be provided from selected 3rd party security vendors, Metrc inventory control systems and POS vendors and other subject matter experts. Training will include an extensive hands-on approach and the use of Standard Operating Procedures (SOP's) and various other materials and methods as deemed appropriate.

The facility will utilize targeted training materials and programs for different operations. There will be specific training for registered employees involved in retail dispensing operations. Ongoing and cross-functional training will be continued as operations commence. All registered employees will also be required to receive training on general sanitary requirements. Registered employees will be required to read and agree to comply with the company Employee Handbook, SOP's, and other materials management deems necessary prior to commencing work in any of our facilities. Management will fully prepare facility staff on all aspects of the business before operations are commenced. Training and education will be all-encompassing, covering regulatory compliance, seed-to-sale tracking, point-of-sale training, dispensing, security and diversion prevention, health and safety protocols, sanitation, transportation, and organizational functioning operation. Registered employee training will cover but not be limited to the following:

- Retail Dispensing Operations SOP's
 - Standard Operating Procedures detailing and explaining the various daily operations, activities, tasks, and responsibilities associated with the retail dispensing operations.
- Log Sheets and Templates
 - Numerous log sheets and templates for proper record keeping and documentation for all operations.
- Responsible vendor training
- On-site training
- Initial job training
- Job shadowing
- Employee educational information

In addition to the in house training program, all owners, manager, and employees will be required to complete a Responsible Vendor Training program. These required training classes will be completed within 90 days of hire and employees must score 70% or higher. Course material includes, but is not limited to:

- a) Marijuana's physical effects on the human body
- b) Diversion prevention and prevention of sales to minors, including best practices
- c) Compliance with all tracking requirements
- d) Acceptable forms of identification
- e) Maintenance of records
- f) Incident and notification requirements
- g) Administrative and criminal liability
- h) License sanctions and court sanctions
- i) Waste disposal
- j) Health and safety standards
- k) Patrons prohibited from bringing marijuana onto licensed premises
- l) Permitted hours of sale
- m) Permitting inspections by state and local licensing and enforcement authorities
- n) Licensee responsibilities for activities occurring within licensed premises
- o) Privacy issues
- p) Prohibited purchases and practices

6. References

Please refer to the training manual which will contain:

1. A new-hire orientation training section - All new employees will go through an orientation training before starting their employment. The training manual will include an orientation section containing a review of all company policies, such as drug-free workplace rules and confidentiality requirements. This phase of training will also include an orientation to the SOP system and how to use it on the job.
2. Laws and Regulations: This section of the training manual will include critical laws and regulations the Company and employees are subject to. Certain of these laws and regulations will also be incorporated into the company's SOPs.
3. SOP training curriculum -The training manual will include a comprehensive copy of the Company's SOPs. The primary training curriculum for processor agents for the performance of their duties will be the SOPs themselves. The SOPs will have an administrative section which will include a signature line for employees and managers to indicate proficiency. This documentation will go into the employee's files to be available for audit and for inspection by the commission.
4. Detection and prevention of diversion - This section of the training manual will be created with the assistance of our professional security consultant. They will also develop the security plan for the company and will perform training sessions for the employees.
5. Processor Facility Security - This section of the training manual will be created with the assistance of our professional security consultant. They will also develop the security plan for the company and will perform training sessions for the employees.
6. Safety and emergencies - This section of the manual will be created with the assistance of our security consultants, processor consultants and local fire

and safety agencies. All employees will be trained on emergency situations and periodic drills will be performed to ensure preparedness.

7. Inventory Control - The training manual will include a section that provides an overview of inventory control. The inventory control system is a third-party software system which will have a comprehensive user manual. This user manual will be retained onsite and will be available for inspection at all times by the commission.

7. Reporting

All training materials and results from any quiz or exam will be placed in the employee's personnel file.

Standard Operating Procedures

EMPLOYEE SAFETY TRAINING

1. Purpose

The purpose of this SOP is to provide guidance for the safety training given in the facility for all employees.

2. Scope

The scope of this SOP is for all employees of the facility without exception.

3. Prerequisites

All employees in their initial training go through multiple modules on employee safety, personal protective equipment uses, storage and cleaning, and other training for specific mechanical and other equipment used in the facility.

4. Responsibilities

Initial safety training is the responsibility of the facility director, the corporate trainer, and all staff mentors. Every employee must have been given the safety training modules and passed the accompanying exam. All employees go through recurrent safety training biannually.

5. Procedure

State and Federal regulations require employers to provide a workplace free from serious recognized hazards. In order to accomplish safety training, the facility will do the following:

- Make sure employees have and use safe tools and equipment and properly maintain this equipment.
- Use color codes, posters, labels or signs to warn employees of potential hazards.
- Establish or update operating procedures and communicate them so that employees follow safety and health requirements.
- The facility will provide safety training in a language and vocabulary workers can understand.
- Since the facility has hazardous chemicals in the workplace we have developed and implemented a written hazard communication program and we have trained employees on the hazards they are exposed to and proper precautions (along with the relevant of safety data sheets).
- Provide medical examinations and training
- We have posted, at a prominent location within the workplace, a poster informing employees of their rights and responsibilities.
- Keep records of work-related injuries and illnesses.
- Provide access to employee medical records and exposure records to employees or their authorized representatives.
- The facility will never discriminate against employees who exercise their rights under the Act.

6. References

The facility models its safety requirements after industry best practices.

7. Reporting

All safety training must be documented through video recording, and having employees sign a log sheet for each class attended.

Standard Operating Procedure

EMPLOYEE TRAINING

1. Purpose

All employees must undergo and pass a two-week training course prior to active employment and being assigned scheduled hours. Additionally, they must successfully pass a Responsible Vendor Program with the first 90 days of employment as well as receive a minimum of 8 hours of ongoing training annually, in compliance with 935 CMR 500.105(2).

2. Scope

Our employee-training curriculum will provide critical procedures and instruction to employees to ensure all systems are in place to produce cannabis safely. These systems also ensure that every employee understands how to implement these systems accurately. In addition, there are sanitation, product quality, and quantity accuracy checkpoints to ensure that errors or problems are caught and remedied long before customers receive any product.

3. Prerequisites

All employees will be extensively trained and validation techniques will be utilized for ensuring continued competency. Employees are required to follow all safety signage, regulatory guidance and GMP's to ensure a safe, clean and sustainable working environment.

4. Responsibilities

The facility manager and the corporate trainer are responsible for insuring the attendance and requisite test of employee knowledge before allowing them to be placed on the work schedule.

5. Procedure

Training and education

In addition to the Company's mandatory training on security, standard operating procedures, and other standard requirements, the Company will provide specialized training for each position. The Company commits to setting a high bar for its products, which requires treating and training employees well. Training and education for all personnel will be the cornerstone of the operations success through dedicated programs for employees so they are prepared to consistently operate at the highest industry standards. In addition, the Company will develop policies that support furthering the educational attainment of employees.

Personnel training

1. Manufacturing, packaging, labeling and holding operations must:
 - a. Ensure that each person engaged in the operation has the education, training, and experience, or any combination thereof, to enable that person to perform all assigned functions;
 - b. Provide personnel with training in the applicable requirements of this part; and
 - c. Maintain records of any training provided to personnel for the performance of all assigned functions.
2. Personnel training should include:
 - a. Instructions regarding regulatory inspection preparedness and law-enforcement interactions; and
 - b. Information on U.S. federal, state and local laws, regulations, and policies relating to individuals employed in these operations, and the implications of these for such personnel.

All employees will also attend training sessions on the following:

- State regulations.
- Confidentiality and Privacy
- Marijuana Strains, Treatments, and Usage.
- The facility's operation manuals.
- Standard Operating Procedures (SOPs and applicable forms)

Employees must also display familiarity with the following:

- Retail Dispensing Operations SOP's.
 - Standard Operating Procedures detailing and explaining the various daily operations, activities, tasks, and responsibilities associated with the facility's retail dispensing operations.
- Log Sheets and Templates
 - Numerous log sheets and templates for proper record keeping and documentation for all operations including cultivation, MIP, and dispensing.
- Responsible vendor training.
- On-site training.
- Initial job training.
- Job shadowing.
- Employee educational information

In addition to the in house training program, all owners, manager, and employees will be required to complete a Responsible Vendor Training program. These required training classes will be completed within 90 days of hire and employees must score 70% or higher. Course material includes, but is not limited to:

- a) Marijuana's physical effects on the human body
- b) Diversion prevention and prevention of sales to minors, including best practices
- c) Compliance with all tracking requirements
- d) Acceptable forms of identification
- e) Maintenance of records
- f) Incident and notification requirements
- g) Administrative and criminal liability

- h) License sanctions and court sanctions
- i) Waste disposal
- j) Health and safety standards
- k) Patrons prohibited from bringing marijuana onto licensed premises
- l) Permitted hours of sale
- m) Permitting inspections by state and local licensing and enforcement authorities
- n) Licensee responsibilities for activities occurring within licensed premises
- o) Privacy issues
- p) Prohibited purchases and practices

6. References

Please refer to job descriptions and original training material for further understanding of this SOP.

7. Reporting

All training must be documented with attendance taken, a video recording of the actual classroom during training, and a copy of the content presented. The results of any training quizzes or exams must be placed in the employee's personnel file.

Standard Operating Procedure

HIRING PROCEDURES & STANDARDS

1. Purpose

The purpose of this SOP is to provide guidance for the hiring procedure for new employees.

2. Scope

The scope of this SOP is for all human resource personnel to understand the hiring process for new employees, pay structure, positions available, etc.

3. Prerequisites

Anyone involved with HR must go through job specific training including personnel file confidentiality, workplace policies, job descriptions, pay rates, etc. Our Qualifications and Training standard operating procedures contain our organizational chart and job descriptions for each position at the company.

4. Responsibilities

It is the responsibility of the corporate trainer along with the director of human resources to train new hires working in personnel.

5. Procedure

Hiring Plan

The President and General Manager will evaluate hiring needs on an on-going basis. Hiring procedures include internal and external posting of the position, candidate interviews, reference checks, and background checks.

Applicants will be required to submit a written application for employment to ensure all applicants are evaluated equally in the initial stages of hiring. All offers will be contingent upon the successful completion of all required background investigations, including an iCORI, Responsible Vendor Training certification, and proof of employment eligibility in the U.S, in accordance with M.G.L c. 6 § 172, 935 CMR 500.029, 935 CMR 500.030, and 803 CMR 2.00.

As a condition of employment, new agents must participate in new hire orientation, as well as security and diversion prevention training, and training specific to their job function from their manager. New hires will not discriminate based on race, color, religion, sex, sexual orientation, national origin, age, disability or genetic information, and will not discriminate against a candidate who has participated in an employment discrimination investigation or lawsuit.

We are committed to building a professional environment for all our agents and are committed to complying with all laws and CCC regulations all while maintaining high standards of ethical conduct in dealings with our registered agents, customers, vendors and the community at large. We seek to hire individuals who are dedicated and motivated, resulting in advancement whenever possible. In order to promote job satisfaction and employee retention, we will deliver regular and relevant performance reviews, communicate clear performance expectations, link performance to compensation, and deliver incentives in a fair and consistent manner across the company.

Loop Grow Partners will strictly adhere to behavior and harassment policies set forth in the Agent Handbook and will take prompt action to address questions, concerns, or complaints regarding work conditions, discrimination, or any other matter. Agents are expected to be present during department meetings as well as company-wide meetings.

Estimated Staffing Levels

During our hours of operation (hours of operation are subject to change) We anticipate having approximately six (6) Registered Agents available for customers. Member Service Agents will assist customers with any questions they may have, provide product information, and complete sales transactions using Metrc. There will be a minimum of three (3) inventory agents on site, two of whom are dedicated to filling orders and ensuring products are properly labeled pursuant to our labeling requirements prior to dispensing. Security Agents will be on-site 24-hours per day initially, with the number of agents on duty varying according to operational needs.

Hours of Business

Monday:	10:00am – 9:00pm
Tuesday:	10:00am – 9:00pm
Wednesday:	10:00am – 9:00pm
Thursday:	10:00am – 9:00pm
Friday:	10:00am – 9:00pm
Saturday:	10:00am – 9:00pm

Sunday: 10:00am – 9:00pm

Employee Handbook

The Employee Handbook will contain the following headings, which covers in detail the personnel policy guidelines that will be initially introduced into the facilities:

- New Employee Policies
- Reference/background checks
- Time-Related Policies
- Compensation-Related Policies
- Personnel Records
- Conflicts of Interests
- General Confidentiality
- Professional Conduct
- Technology Policies
- Confidentiality of Records and Data
- Communications
- Health, Safety and Security
- Fire and Safety
- Reporting Accident
- Emergency Plan
- Smoking in the Workplace
- Violence-Free Workplace
- Employee Relations
- Open Communication
- Standard of Conduct General Policy
- Employee Responsibility
- Responsibilities of Supervisors, Managers, Directors
- Employee Conduct
- Problem Resolution
- Employee Benefits
- Discretionary Benefits
- Employee Assistance Program
- Holidays
- Vacation Policy
- Leave of Absence
- Medical Leave of Absence
- Sick Leave

- Funeral Leave
- Jury Duty and Witness Leave Time
- Unpaid Personal Leave
- Pregnancy Disability Leave, Rehabilitation Leave, Military Leave
- Benefits During Leave
- Ending Employment
- Termination

Termination Policy

Any agent who has diverted marijuana, engaged in unsafe practices, or has been convicted or entered a guilty plea for a felony charge of distribution of a drug to a minor in the Commonwealth, or a like violation of the laws of any other jurisdiction will be immediately terminated.

Termination Procedures

All termination actions will follow standard procedures. Basic steps include:

1. Notify key personnel of job termination
2. Obtain all facility keys, ID badges or other company property
3. Disable/change all terminated key personnel facility security access codes or passwords
4. Notify required authorities of the job termination of the key personnel
5. Notify all remaining staff of the job termination of the key personnel and inform them of the conditions of termination (i.e. employee is no longer allowed on the premise and to notify police or other authorities if said employee returns, etc.)
6. Contact security vendor and monitoring company to notify them of the job termination of key personnel.
 - a. Remove terminated key personnel from any notification, contact or call lists.

Job Separation—at times key personnel may decide to part ways on their own accord. In such circumstances there will be some basic steps and procedures to follow in for job separations.

1. Obtain all facility keys, ID badges, or other company property

2. Disable/change all key personnel facility security access codes or passwords 3. Notify required authorities of the job separation of the key personnel

4. Notify all remaining staff of the job separation of the key personnel and inform them of the conditions of separation (i.e. mutual separation and key personnel are always welcome back at the facility under visitor status, employee is no longer allowed on the premise, and to notify police or other authorities if said employee returns, etc.)

5. Contact security vendor and monitoring company to notify them of the job separation of key personnel.

a. Remove key personnel from any notification, contact or call lists.

Replacement of Key Personnel Position—find and interview a suitable replacement for the position that was vacated. Key personnel positions will need to be filled as soon as possible by management without compromising the quality of potential candidates.

Employee Alcohol and Drug Abuse Policy

Drugs and alcohol abuse are not permitted in the workplace at any time. The company acknowledges its obligation to take all reasonable steps to ensure the health and safety of its workers.

This policy provides for the testing of employees for drug/alcohol abuse, assisting employees who voluntarily seek help for their problems relating to alcohol and/or drugs, and educating employees on the dangers of drug and alcohol abuse.

This Drug and Alcohol Policy applies to all employees and may be extended to subcontractors. For the purpose of this policy, the following are prohibited:

1. Being impaired by alcohol and/or drugs while at work.
2. The possession of illicit drugs at the workplace or in company vehicles.
3. The presence in the body of illicit drugs (or other metabolites) while at work.
4. Refusal to submit to drug and/or alcohol testing, failure to report to a Company-designated facility for drugs and/or alcohol testing, or tampering or attempting to tamper with the test sample.

Employees who violate this policy are subject to disciplinary action up to and including termination of employment.

Smoke-Free workplace Policy

Our company is a smoke-free environment in compliance with the Clean Air Act. Smoking and secondhand smoke are known to cause serious lung disease, heart disease and cancer. This policy will be implemented to provide a smoke-free environment to all staff, customers, and visitors to keep a healthy workplace. This policy covers the smoking of any tobacco products, e-cigarettes or any other smoke producing products.

Smoking of any kind is prohibited by staff, customers, and visitors on the premises. Employees who violate this policy are subject to disciplinary action up to and including termination of employment.

Applicant Requirement

Each applicant will be required to submit the following information:

- full name, date of birth, and address;
- all aliases used previously or currently in use, including maiden name, if any;
- a copy of the applicant's driver's license, government-issued identification card, liquor purchase identification card issued pursuant to M.G.L. c. 138, § 34B, or other verifiable identity document acceptable to the Commission;
- an attestation that the individual will not engage in the diversion of Marijuana or Marijuana Products;
- written acknowledgment by the applicant of any limitations on his or her authorization to cultivate, harvest, prepare, package, possess, transport, and dispense Marijuana in the Commonwealth;
- background information, including, as applicable:
 - a description and the relevant dates of any criminal action under the laws of the Commonwealth, or an Other Jurisdiction, whether for a felony or misdemeanor and which resulted in conviction, or guilty plea, or plea of nolo contendere, or admission of sufficient facts;
 - a description and the relevant dates of any civil or administrative action under the laws of the Commonwealth, or an Other Jurisdiction, relating to any professional or occupational or fraudulent practices;
 - a description and relevant dates of any past or pending denial, suspension, or revocation of a license or registration, or the denial of a renewal of a license or registration, for any type of business or profession, by any federal, state, or local government, or any foreign jurisdiction;
 - a description and relevant dates of any past discipline by, or a pending disciplinary action or unresolved complaint by, the Commonwealth, or an Other Jurisdiction, with regard to any professional license or registration held by the applicant; and
- any other information required by the Commission

The company will be responsible for paying a nonrefundable application fee.

Recruiting, Benefits, Hiring, Loss of Personnel

The company will properly train all of its employees before they are permitted to work in any operations. Prior to being offered an employment position with the facility, all potential applicants will be required to pass a background check to ensure the potential applicant does not have any criminal felony convictions or have been convicted of the crimes listed in the state's regulations and otherwise is of good moral character. The facility intends to offer competitive wages and salaries, as well as benefits packages that include paid time off and health insurance, to all employees. Exact compensation and benefits plans and packages are in the process of being developed. It is the facility's goal to pay salaries that are, at a minimum, equitable and commensurate with salaries paid for similar work within the labor market. Accordingly, positions will generally be classified and then assigned a salary range that defines a minimum and maximum pay rate. An employee's salary may advance within the salary range as the result of performance reviews, promotions, market conditions and other business considerations. Such increases in pay are considered merit adjustments which are not guaranteed and may vary in timing and degree from employee to employee.

In accordance with State legal requirements, employees will be compensated for hours worked in excess of forty (40) hours per week. Non-exempt employees will be paid one and one-half times their regular rate of pay for hours worked in excess of forty (40) hours in a workweek. Overtime pay is based on actual hours worked. Paid time off for holidays and vacations does not count as "hours worked" for overtime purposes. Any overtime hours worked by a nonexempt employee will be required to be approved in advance by the employee's supervisor. Non-exempt employees are not to work before, beyond or outside their normal working hours without such prior approval. Employees who fail to work scheduled overtime or who work overtime without prior authorization from a supervisor may be subject to disciplinary action, up to and including termination of employment.

Number of Employees—exact number of employees employed by the facility is to be determined upon deployment of operations and the establishment of personnel requirements; the breakdown of these requirements can be seen below within the job description section.

Type of Labor— The team at the facility will comprise skilled, unskilled, and professional workers. The various positions within the organization will call for different laborers with different skill sets.

Pay Structure— The facility will determine this upon deployment of operations and the establishment of personnel requirements. Employee compensation will be competitive with industry standards.

Background Checks— In accordance with 935 CMR 500.101(1)(a)1, All owners, employees and contractors that work for the company shall undergo a background check before permitted to work for the company. The information requested of each owner, employee and contractor will include:

- A. The individual's full legal name and any aliases;
- B. Social Security Number
- C. The individual's address;
- D. The individual's date of birth;
- E. An indication of whether the individual is or has been associated with the existing RMD and in what capacity;
- F. A photocopy of the individual's driver's license or other government-issued identification card;
- G. A CORI Acknowledgment Form, pursuant to 803 CMR 2.09: Requirements for Requesters to Request CORI, provided by the Commission, signed by the individual and notarized; and
- H. Authorization to obtain a full set of fingerprints, in accordance with M.G.L. c. 94G, § 21, submitted in a form and manner as determined by the Commission.

The information requested will also include:

- A. A description and the relevant dates of any criminal action under the laws of the Commonwealth, or another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority, whether for a felony or misdemeanor including, but not limited to, action against any health care facility or facility for providing cannabis for medical or recreational purposes, in which those individuals either owned shares of stock or served as board member, executive, officer, director or member, and which resulted in conviction, or guilty plea, or plea of nolo contendere, or admission of sufficient facts;
- B. A description and the relevant dates of any civil action under the laws of the Commonwealth, another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority, including, but not limited to a complaint relating to any professional or occupational or fraudulent practices;
- C. A description and relevant dates of any past or pending legal or enforcement actions in any other state against any board member, executive, officer, director or member, or against any entity owned or controlled in whole or in

part by them, related to the cultivation, processing, distribution, or sale of cannabis for medical or recreational purposes;

- D. A description and the relevant dates of any administrative action, including any complaint, order or disciplinary action, by the Commonwealth, or like action by another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority, including, but not limited to any complaint or issuance of an order relating to the denial, suspension, or revocation of a license, registration, or certification;
- E. A description and relevant dates of any administrative action, including any complaint, order or disciplinary action, by the Commonwealth, or a like action by another state, the United States or foreign jurisdiction, or a military, territorial, Native American tribal authority or foreign jurisdiction, with regard to any professional license, registration, or certification, held by any board member, executive, officer, director, or member that is part of the applicant's application, if any;
- F. A description and relevant dates of actions against a license to prescribe or distribute controlled substances or legend drugs held by any board member, executive, officer, director or member that is part of the applicant's application, if any; and
- G. Any other information required by the Commission.

6. References

Please refer to the personnel manual found in the human resources office, and the training modules put together for vetting and hiring new personnel.

7. Reporting

All new hires must have personnel files, copies of which must be uploaded to our cloud server. All new hires should be placed immediately into the contact list as well.

Standard Operating Procedure

PERSONNEL FILES

1. Purpose

The purpose of this SOP is to provide guidance for the storage, updating and backup of personnel files.

2. Scope

The scope of this SOP is for all employees who have access to or update personnel files.

3. Prerequisites

Employees who have access to personnel files must have been vetted to do so and must follow all security protocols and specific training to ensure their security and confidentiality.

4. Responsibilities

It is the responsibility of the General Manager to ensure all records are properly annotated and securely stored.

5. Procedure

Personnel Records

Personnel Records are maintained as a separate category considering the importance of the background checks on employees as well as employee registration status. Personnel records will be maintained for at least twelve (12) months after termination of the agent's affiliation with the company and will include, at a minimum, the following:

- All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - Documentation of verification of references;
 - The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
 - Documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
 - A copy of the application that the company submitted to the CCC on behalf of any prospective employees/agents;
 - Documentation of periodic performance evaluations;
 - A record of any disciplinary action taken; and
 - A notice of completed responsible vendor and eight-hour related duty training.
- A staffing plan that will demonstrate accessible business hours and safe workplace conditions;

- A plan describing how confidential information will be maintained.
- Personnel policies and procedures; and
- All background check reports obtained in accordance with 935 CMR 500.030.

Attendance at formal training classes will be mandatory and documented. Additionally, specific training on SOPs, including applicable laws and regulations, will be signed off by both the employee and a supervisor. This documentation will be retained in the employee's personnel file so that it can be audited by the compliance division. Human resource files and training documentation will be maintained in hard copy and an electronic environment for ease of interaction, retention, and inspection by the commission. Employment contracts will specify attendance at training classes, and in the event the employee does not complete the required training in the specified time, this would be grounds restricting their hours until the training is completed and ultimately dismissal. Personnel files will contain all information related to the hiring and/or employment of any individual who is or was employed by the facility.

6. References

Please refer to the SOP's for evaluations and for other documents that become a part of all employee's personnel files.

7. Reporting

All personnel files are maintained by the director of human resources. The human resources director reports all appropriate information to payroll, our health insurer, and to other regulatory bodies entitled to receive employment information.

Ironstone Express Energy and Environmental Compliance

- 1.) Identification of potential energy-use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;
 - a.) There will be energy efficient LED lighting throughout the retail facility along with windows that will bring in natural light. We will also be installing energy-efficient HVAC units containing advanced digital economizer controls that reduce energy consumption. Ironstone Express, Inc. will have no high intensity lighting or refrigeration.
 - b.) The Department of Energy has stated that the average commercial building uses 22.5 Kwh per square foot. Every month, after the general manager pays the electrical bill, they will keep the bill in an energy usage log to gauge our energy usage compared to the average. During our owners meeting every month we will review last month's energy usage to see if there were any spikes or increases in energy usage. If our facility ever goes two consecutive months with above the national average energy usage then we will use retained earnings to replace and upgrade electrical equipment to more energy efficient equipment that reduces our average electrical usage to under 22.5 Kwh per square foot.
- 2.) Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;
 - a.) Ironstone Express, Inc. will comply with Massachusetts 935 CMR 500.105(15) for compliance with energy efficiency and conservation regulations. We looked at installing solar panels on the roof and batteries to help distribute energy during peak hours, however, we will be using such little electricity that we wouldn't see a return on investment for 10 years or more. We also opted for three phase power instead of single phase power because it is more efficient.
 - b.) When any piece of capital equipment breaks or is in need of serious repair, executive level management will be notified immediately and a cost/benefit analysis will be conducted on upgrading the equipment to a more energy efficient model.
- 3.) Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage);
 - a.) Our store lights will be set on a timer such that all lights will be turned on and turned off at the same time each day. This will eliminate the potential for any lights to be left on outside of store hours.
 - b.) The Department of Energy has stated that the average commercial building uses 22.5 Kwh per square foot. Every month, after the general manager pays the electrical bill, they will keep the bill in an energy usage log to gauge our energy usage compared to the average. During our owners meeting every month we will review last month's energy usage to see if there were any spikes or increases in

energy usage. If our facility ever goes two consecutive months with above the national average energy usage then we will use retained earnings to replace and upgrade electrical equipment to more energy efficient equipment that reduces our average electrical usage to under 22.5 Kwh per square foot.

- 4.) Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.
 - a.) We are currently working with MassSave to get an audit of the building and design an energy saving plan.

Ironstone Express Inc. Diversity Plan

Update 1: Ironstone Express is still in the Provisional License stage and has not been able to start hiring employees yet.

Ironstone Express Inc. is committed to creating a culture of creativity and inclusion. These principles guide how we build our teams, cultivate leaders and create a company that's the right fit for everyone involved.

These diversity goals will be reviewed and documented on an annual basis starting one year from admittance of the provisional license. Documentation of the results of these reviews will be stored for a minimum of three (3) years and will be available for the CCC's review upon request.

Measurable Goal: Increase the number of staff, including minorities, women, veterans, people with disabilities, and LGBTQ+ at our dispensary by giving all of our employees job satisfaction and the proper training required to succeed. Ironstone Express Inc. staff will be comprised of at least fifty percent (50%) of the above listed demographics by the end of year 1.

Ironstone Express Inc. will hire the following:

- 50% women
- 20% minorities,
- 10% veterans,
- 5% persons with disabilities, and LGBTQ+

Metrics: Ironstone Express Inc. will count the number of individuals hired who are women, minorities, and persons with disabilities. This number will be assessed from the total number of employees to ensure that 50% of all individuals hired fall within this goal.

How we are going to get there:

1. Program 1 - Ironstone Express Inc. will post monthly advertisements to the Worcester Telegram & Gazette, stating that the dispensary is specifically looking for women, minorities, and persons with disabilities to hire.
2. Program 2 - Partner with Veterans Inc placement agency in Worcester to hold biannual job fairs in an effort to give veterans a chance to work in the cannabis industry.
3. Program 3 - Distribute monthly internal workplace newsletters that encourage current employees to recommend individuals falling into the minority demographic for employment.

Attestation:

1. Ironstone Express Inc. acknowledges and is aware, and 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; and
2. Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.