



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR281290
Original Issued Date: 08/20/2018
Issued Date: 11/19/2020
Expiration Date: 11/21/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: M3 Ventures, Inc.

Phone Number: 508-747-1970
Email Address: lianne@mm-ma.org

Business Address 1: 9 Collins Avenue
Business City: Plymouth
Business State: MA
Business Zip Code: 02360
Business Address 2:
Mailing Address 1: 9 Collins Avenue
Mailing City: Plymouth
Mailing State: MA
Mailing Zip Code: 02360
Mailing Address 2:

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes
Priority Applicant Type: RMD Priority
Economic Empowerment Applicant Certification Number:
RMD Priority Certification Number: RPA201874

RMD INFORMATION

Name of RMD: M3 Ventures, Inc.
Department of Public Health RMD Registration Number: RMD 18 and RMD 29
Operational and Registration Status: Obtained Final Certificate of Registration and is open for business in Massachusetts
To your knowledge, is the existing RMD certificate of registration in good standing?: yes
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 33
Role: Board Member
First Name: Krista
Last Name: Ankner
Suffix: Esq
Percentage Of Control: 33
Other Role: Also Clerk, General Counsel and Compliance Officer

Gender: Female	User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)	
Specify Race or Ethnicity:	

Person with Direct or Indirect Authority 2

Percentage Of Ownership:	Percentage Of Control: 33	
Role: Board Member	Other Role: Also CEO and Treasurer	
First Name: Jonathan	Last Name: Herlihy	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 3

Percentage Of Ownership:	Percentage Of Control:	
Role: Executive / Officer	Other Role:	
First Name: Kevin	Last Name: O'Reilly	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 4

Percentage Of Ownership:	Percentage Of Control:	
Role: Executive / Officer	Other Role:	
First Name: Keith	Last Name: Tibbetts	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 5

Percentage Of Ownership:	Percentage Of Control:		
Role: Other (specify)	Other Role: Provides financial management services pursuant to the Management Agreement between Triple M and M3 Ventures (is a Triple M employee)		
First Name: Elizabeth	Last Name: Nowlan	Suffix:	
Gender: Female	User Defined Gender:		
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)			
Specify Race or Ethnicity:			

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control:	Percentage of Ownership:		
Entity Legal Name: Triple M Management Company, LLC	Entity DBA:	DBA City:	
Entity Description: A management company providing turn key build-out of marijuana cultivation and processing facilities and dispensaries and ongoing management items and services			
Foreign Subsidiary Narrative:			
Entity Phone:	Entity Email:	Entity Website:	

Entity Address 1:

Entity Address 2:

Entity City:

Entity State:

Entity Zip Code:

Entity Mailing Address 1:

Entity Mailing Address 2:

Entity Mailing City:

Entity Mailing State:

Entity Mailing Zip Code:

Relationship Description: M3 Ventures, Inc. (Applicant) entered into a Management Agreement ("Management Agreement") with Triple M Management Company, LLC ("Triple M"). Under the Management Agreement, Triple M provides the Applicant with (1) turn-key build-out of the Applicant's Cultivation/Processing Facility and retail dispensary locations for its 2 RMD retail locations and its adult use location(s) ("Dispensaries"); and (2) all necessary equipment and supplies to operate the Cultivation/Processing Facility and the Dispensaries; (3) day-to-day financial management; and (4) intellectual property and consulting regarding the cultivation and processing of marijuana, including the provision of individuals to the Applicant to cultivate and process marijuana (who provide such services as Registered Agents of the Applicant). In exchange for these items and services, Triple M receives a management fee equal to 18% of the Applicant's sales and reimbursement for reimbursable products, and the management fee is subject to adjustment based on an annual audit by a third party appraiser. Triple M has also provided the Applicant a loan in the amount of \$1.39M bearing interest at 8% with a maturity date of 1.1.2024 and a line of credit in the amount of \$3.5M bearing interest at 8% with a maturity date of 12.31.2027. The Applicant also leases space from Triple M for its Cultivation/Processing Facility and Dispensaries. Triple M's day to day authority over the Applicant is limited: financial management is subject to the Applicant approval and the employees it makes available to the Applicant to cultivate and process does not give authority by Triple M to manage the Applicant's cultivation and processing as while providing such services to the Applicant they are under the direct control and supervision of the Applicant as Registered Dispensary Agents of the Applicant. The Applicant is the only customer of Triple M.

CLOSE ASSOCIATES AND MEMBERS

Close Associates or Member 1

First Name: Krista

Last Name: Ankner

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Ms. Ankner is a member of the Board of Directors and is the Clerk, Compliance Officer and General Counsel of the Applicant.

Close Associates or Member 2

First Name: Jonathan

Last Name: Herlihy

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Mr. Herlihy is a member of the Board of Directors and is the President, CEO and Treasurer of the Applicant.

Close Associates or Member 3

First Name: Kevin

Last Name: O'Reilly

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Mr. O'Reilly is the Chief Operating Officer of the Applicant.

Close Associates or Member 4

First Name: Keith

Last Name: Tibbetts

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Mr. Tibbetts is the Director of Processing for the Applicant.

Close Associates or Member 5

First Name: Elizabeth

Last Name: Nowlan

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Pursuant to the Management Agreement between the Applicant and Triple M Management Company (Triple M), Ms. Nowlan provides day-to-day financial management services for the Applicant. She is an employee of Triple M.

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Triple M Management Company, LLC		Entity DBA:	
Email:	Phone: 781-910-1142		
beth@triplem-llc.com			
Address 1: 9 Collins Avenue		Address 2:	
City: Plymouth	State: MA	Zip Code: 02360	
Types of Capital:	Other Type of Capital: Triple M provides turnkey buildout and management items and services in exchange for a management fee	Total Value of Capital Provided: \$3090000	Percentage of Initial Capital: 99
Capital Attestation: Yes			

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Krista	Last Name: Ankner	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 2

First Name: Krista	Last Name: Ankner	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 3

First Name: Krista	Last Name: Ankner	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 4

First Name: Jonathan	Last Name: Herlihy	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 5

First Name: Jonathan	Last Name: Herlihy	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 6

First Name: Jonathan	Last Name: Herlihy	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 7

First Name: Keith	Last Name: Tibbetts	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 8

First Name: Keith	Last Name: Tibbetts	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 9

First Name: Keith	Last Name: Tibbetts	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 10

First Name: Elizabeth	Last Name: Nowlan	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 11

First Name: Elizabeth	Last Name: Nowlan	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 12

First Name: Elizabeth	Last Name: Nowlan	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 13

First Name: Kevin	Last Name: O'Reilly	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 14

First Name: Kevin	Last Name: O'Reilly	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 15

First Name: Kevin	Last Name: O'Reilly	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 16

First Name: Renee	Last Name: Pannoni	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 17

First Name: Renee	Last Name: Pannoni	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 18

First Name: Renee	Last Name: Pannoni	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 19

First Name: Alicia	Last Name: Wyman	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 20

First Name: Alicia	Last Name: Wyman	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 21

First Name: Alicia	Last Name: Wyman	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 22

First Name: Brian	Last Name: Higgins	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 23

First Name: Brian	Last Name: Higgins	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 24

First Name: Brian	Last Name: Higgins	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 25

First Name: John	Last Name: Thomas	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Retailer	
Marijuana Establishment City: Mashpee	Marijuana Establishment State: MA	

Individual 26

First Name: John	Last Name: Thomas	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 27

First Name: John	Last Name: Thomas	Suffix:
Marijuana Establishment Name: M3 Ventures, Inc.	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: Plymouth	Marijuana Establishment State: MA	

Individual 28

First Name: Vincent Last Name: Villaplando Suffix:
Marijuana Establishment Name: M3 Ventures, Inc. Business Type: Marijuana Retailer
Marijuana Establishment City: Mashpee Marijuana Establishment State: MA

Individual 29

First Name: Vincent Last Name: Villaplando Suffix:
Marijuana Establishment Name: M3 Ventures, Inc. Business Type: Marijuana Cultivator
Marijuana Establishment City: Plymouth Marijuana Establishment State: MA

Individual 30

First Name: Vincent Last Name: Villaplando Suffix:
Marijuana Establishment Name: M3 Ventures, Inc. Business Type: Marijuana Product Manufacture
Marijuana Establishment City: Plymouth Marijuana Establishment State: MA

Individual 31

First Name: Michael Last Name: Kinnealey Suffix:
Marijuana Establishment Name: M3 Ventures, Inc. Business Type: Marijuana Retailer
Marijuana Establishment City: Mashpee Marijuana Establishment State: MA

Individual 32

First Name: Michael Last Name: Kinnealey Suffix:
Marijuana Establishment Name: M3 Ventures, Inc. Business Type: Marijuana Cultivator
Marijuana Establishment City: Plymouth Marijuana Establishment State: MA

Individual 33

First Name: Michael Last Name: Kinnealey Suffix:
Marijuana Establishment Name: M3 Ventures, Inc. Business Type: Marijuana Product Manufacture
Marijuana Establishment City: Plymouth Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 9 Collins Avenue

Establishment Address 2:

Establishment City: Plymouth Establishment Zip Code: 02360

Approximate square footage of the establishment: 46000 How many abutters does this property have?: 11

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	Plymouth HCA Certification.pdf	pdf	5af19ea80d20bf11ae6d8c5e	05/08/2018
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning.pdf	pdf	5af1aa9c5ba56c042922bc55	05/08/2018
Community Outreach Meeting Documentation	Community Outreach Meeting Attestation.pdf	pdf	5af46c20b2a9e2046441be17	05/10/2018

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.: \$142174.64

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 to Positively Affect Areas of Disproportionate Impact.pdf	pdf	5b46545b5ed31d3ecdee90c0	07/11/2018

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:
First Name: Jonathan Last Name: Herlihy Suffix:
RMD Association: RMD Manager
Background Question: yes

Individual Background Information 2

Role: Other Role:
First Name: Krista Last Name: Ankner Suffix:
RMD Association: RMD Manager
Background Question: yes

Individual Background Information 3

Role: Other Role:
First Name: Kevin Last Name: O'Reilly Suffix:
RMD Association: RMD Manager
Background Question: yes

Individual Background Information 4

Role: Other Role:
First Name: Elizabeth Last Name: Nowlan Suffix:
RMD Association: RMD Staff
Background Question: yes

Individual Background Information 5

Role: Other Role:
First Name: Keith Last Name: Tibbetts Suffix:
RMD Association: RMD Manager
Background Question: yes

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Other (specify) Other Role: Management company that provides turn key buildout of M3 Ventures, Inc. facilities

and ongoing management items and supplies

Entity Legal Name: Triple M Management Company, LLC

Entity DBA:

Entity Description: Management Company

Phone: 617-686-5185

Email: lianne@mm-ma.org

Primary Business Address 1: 9 Collins Avenue

Primary Business Address 2:

Primary Business City: Plymouth Primary Business State: MA

Principal Business Zip Code:
02360

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	2018 Certificate of Good Standing.pdf	pdf	5aef0e4c00caab11e09c970b	05/06/2018
Department of Revenue - Certificate of Good standing	DOR certificate of good standing M3 4.3.18.pdf	pdf	5aef0ec152bc563da3bfdb7c	05/06/2018
Articles of Organization	Articles of Incorporation and Amendments.pdf	pdf	5aef0eff9bcf5a047e351459	05/06/2018
Bylaws	Second Amendment and Restated Bylaws.pdf	pdf	5af98a0b53899e3d7b6615ee	05/14/2018

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Unemployment Assistance - Certificate of Good standing	8.28.2020 Mass DUI Certificate of Good standing M3 Ventures.pdf	pdf	5f590ec5ddc8bc2494c69245	09/09/2020
Department of Revenue - Certificate of Good standing	DOR Good Standing 9.1.20.pdf	pdf	5f590ee84db2031be970a2a3	09/09/2020
Secretary of Commonwealth - Certificate of Good Standing	Secretary of State Certificate of Good Standing 8.28.20.pdf	pdf	5f590f1a91bd17247e205e22	09/09/2020

Massachusetts Business Identification Number: 001102121

Doing-Business-As Name: Triple M

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Retail Insurance Information.pdf	pdf	5f5f973cab637e1bff60d1c9	09/14/2020
Business Plan	AU 2020 Business Plan 09.29.20.pdf	pdf	5f73835d5f18f707b2bf1451	09/29/2020

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload
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				Date
Quality control and testing	Quality Control Testing.pdf	pdf	5af495355ba56c042922be25	05/10/2018
Record Keeping procedures	Record-Keeping Policies.pdf	pdf	5af498590d20bf11ae6d8e7a	05/10/2018
Maintaining of financial records	Maintenance of Financial Records.pdf	pdf	5af498c175ce44043785834e	05/10/2018
Separating recreational from medical operations, if applicable	Update of Separating Recreation from Medical Operations.pdf	pdf	5cfa84ac41a4321320f27e37	06/07/2019
Prevention of diversion	Updated Prevention of Diversion.docx.pdf	pdf	5cfa84f5748dc71348c3810e	06/07/2019
Security plan	Updated Security Policies and Procedures.pdf	pdf	5cfa85dc58ad7e1336c271ff	06/07/2019
Storage of marijuana	Updated Storage of Product.pdf	pdf	5cfa85f750e7af1803c1efb3	06/07/2019
Inventory procedures	Updated Inventory Policies and Procedures.pdf	pdf	5d0d19351dae681319cebd54	06/21/2019
Diversity plan	Update on Diversity Plan.pdf	pdf	5f591211bc3a3b1be23dd3f2	09/09/2020
Qualifications and training	Updated Qualifications and Training for Retail.pdf	pdf	5f64f9b573481907b14c68bf	09/18/2020
Restricting Access to age 21 and older	Restricting Access to Age 21 and Older.pdf	pdf	5f64fa53be635707e886acc4	09/18/2020
Transportation of marijuana	Updated Transportation Policy.pdf	pdf	5f6501f3e4c06f07e61cfe17	09/18/2020
Personnel policies including background checks	Updated Personnel Policies.pdf	pdf	5f6503028109e507db03e07e	09/18/2020
Plan for obtaining marijuana or marijuana products	Plan to Obtain Marijuana.pdf	pdf	5f650e019193d007a21931a4	09/18/2020
Energy Compliance Plan	Energy Efficiency Plan.pdf	pdf	5f6a35b28109e507db03e83f	09/22/2020
Dispensing procedures	Updated Dispensing Procedures.docx.pdf	pdf	5f736e8fe4c06f07e61d1e06	09/29/2020

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

Adequate Patient Supply Documentation:

Document Category	Document Name	Type	ID	Upload Date
	Adequate Supply of Product for Patient Documentation.pdf	pdf	5f5914db4db2031be970a2fb	09/09/2020

Reasonable Substitutions of Marijuana Types and Strains Documentation:

Document Category	Document Name	Type	ID	Upload Date
	Reasonable Substitution of Marijuana Types and Strains.pdf	pdf	5f591ae7716d401bf8d4cfb9	09/09/2020

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: M3 adopted its Positive Impact Plan in 2019. M3's adult use Marijuana Retailer location in Plymouth is not located in one of the 29 communities listed by the Cannabis Control Commission as a designated area of disproportionate impact. However, there are several towns that are "areas of disproportionate impact" that the Cannabis Control Commission ("CCC") has identified that surround Plymouth, such as Wareham (which abuts Plymouth), as well as Abington, Braintree, Brockton and Taunton (collectively, "Neighboring Communities").

M3's first measuring period for its Positive Impact Plan commenced on the date that M3 received its Final Marijuana Establishment License (September 16, 2019) through the third month prior to current license renewal (July 20, 2020) ("Measuring Period").

Goal #1: Reducing barriers to entry for residents of Neighboring Communities in the commercial adult-use cannabis industry. M3's goal was that 10% of staff that it would hire to support its Plymouth Adult Use operations would be comprised of individuals from Neighboring Communities.

Metrics for Goal #1: M3 hosted a job fair at its facility located at 9 Collins Avenue in Plymouth on October 7, 2019. The job fair was advertised in the Patriot Ledger and targeted the Equity Pool and residents of Neighboring Communities. During the Measuring Period, M3 hired 59 new employees in connection with its Plymouth Adult Use operations (including Retail, Cultivation and Processing departments for increased demand). Of those new employees, 5 were from Neighboring Communities, resulting in 8% of its employees residing in Neighboring Communities, slightly missing its Goal of 10%. Notably, since January 1, 2019 through August 31, 2020, M3 has employed a total of 9 individuals residing in Neighboring Communities, and during that time only 2 quit/were terminated, resulting in a 78% retention rate. Because of the geographical distance of the Neighboring communities (other than Wareham), there is some challenge to fulfill M3's goal, but it intends to use its best efforts to reach its Goal of 10% of new hires for the upcoming Measuring Period.

Update to Goal #1: For the next Measuring Period (July 21, 2020 through July 20, 2021), M3's Goal #1 will be revised so that the total number of staff members in connection with its Plymouth operations will be comprised of ten percent (10%) of members from the Neighboring Communities.

Goal # 2: Providing financial assistance towards endeavors in the Neighboring Communities that will have a positive impact on the community as a whole. Within 6 months following its approval to commence adult use operations, M3 will donate \$15,000 to the Wareham Area Committee for the Homeless Turning Point Program (supporting homeless individuals in Wareham and the surrounding area) and \$15,000 to the Evergreen House (a sober home providing support to individuals in Wareham and the surrounding area).

Metrics for Goal #2: M3 received approval to commence adult use operations on January 15, 2020. M3 delivered the donation to Evergreen on July 17, 2020. M3 attempted to deliver the donation to Turning Point the same day, but it was closed due to COVID-19 and subsequently delivered it the next month.

Update to Goal #2: For the next Measuring Period (July 21 through July 20, 2020), M3's Goal #2 will remain the same.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: Initially adopted in 2019, M3's Diversity Plan is designed to promote equity among members of the "Equity Pool", defined to include the following demographics:

1. Minorities;
2. Women;
3. Veterans;
4. People with disabilities; and
5. People who are lesbian, gay, bisexual, transgender, queer and/or questioning their sexual and/or gender identity.

M3's first measuring period for its Diversity Plan commenced on the date that M3 received its Provisional Marijuana Establishment License (August 9, 2018) through the third month prior to current license renewal (July 20, 2020). However, M3 was subject to a cease and desist order as of December 13, 2018 through April 18, 2019 which resulted in it laying off 80% of its staff due to the cessation of operations. M3 has revised its first measuring period to commence on the day that operations were permitted to resume, April 18, 2019 through the third month prior to current license renewal, July 20, 2020 for a more accurate reflection of its progress in its Diversity Plan ("Measuring Period").

Goal #1: M3's new workforce hired in connection with the opening of its Plymouth Adult Use Establishment to be comprised of thirty percent (30%) of members in the Equity Pool.

Metrics for Goal #1: During the Measuring Period, M3 hired 59 new employees in connection with its Plymouth Adult Use operations (including Retail, Cultivation and Processing departments for increased demand). Of those 59 employees, 37 were from the Equity Pool. As a result, 63% of its new hires in connection with its Plymouth Adult Use operations were from the Equity Pool, exceeding M3's Goal #1. Triple M sent emails to Veterans' Agents in the Communities of Disproportionate Impact regarding the Job Fair. As a result of the outreach, Triple M signed an agreement to work with the Plymouth Veterans' Service Officer to recruit local veterans.

Update to Goal #1: For the next Measuring Period (July 21 through July 20, 2020), M3's Goal #1 will be revised so that all new hires in connection with its Plymouth operations will be comprised of thirty percent (30%) of members in the Equity Pool.

Goal # 2: M3's goal is to retain and promote individuals it hires in the Equity Pool. Specifically, M3's goal, during the Measuring Period, is to maintain an annual retention rate of 75% of all individuals hired from the Equity Pool and that 25% of its promotions during the Measuring Period will derive from members of the Equity Pool.

Metrics for Goal #2: The metrics for Diversity Goal #2 are the percentage of employees from the Equity Pool that continued to be employed by M3 during the Measuring Period and the percentage of employees from the Equity Pool that were promoted during the Measuring Period.

During the Measuring Period, M3 employed a total of 47 Equity Pool members in connection with its Plymouth operations. During the Measuring Period 9 employees from the Equity Pool were terminated or resigned, resulting in an 81% retention rate, exceeding M3's retention goal.

In addition, during the Measuring Period, M3 promoted 10 employees in connection with its Plymouth operations, 7 of which are from the Equity Pool, resulting in 70% of its promotions deriving from the Equity Pool, exceeding M3's promotional goal.

Update to Goal #2: For the next Measuring Period (July 21 through July 20, 2020), M3's Goal #2 will remain the same.

In addition to the above-listed goals and metrics, 50% of M3's Executive Management Team are members of the Equity Pool and 66% of its Board of Directors are members of the Equity Pool.

HOURS OF OPERATION

Monday From: 10:00 AM **Monday To:** 8:00 PM

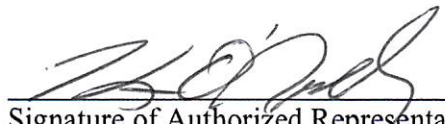
Tuesday From: 10:00 AM	Tuesday To: 8:00 PM
Wednesday From: 10:00 AM	Wednesday To: 8:00 PM
Thursday From: 10:00 AM	Thursday To: 8:00 PM
Friday From: 10:00 AM	Friday To: 8:00 PM
Saturday From: 12:00 PM	Saturday To: 8:00 PM
Sunday From: 12:00 PM	Sunday To: 5:00 PM

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, Kevin O'Reilly, (*insert name*) certify as an authorized representative of M3 Ventures, Inc. (*insert name of applicant*) that the applicant has executed a host community agreement with the Town of Plymouth (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on April 24, 2018 (*insert date*).



Signature of Authorized Representative of Applicant

Host Community

I, Melissa Arrighi, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for the Town of Plymouth (*insert name of host community*) to certify that the applicant and the Town of Plymouth (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on April 24, 2018 (*insert date*).



Signature of Contracting Authority or
Authorized Representative of Host Community

Plan to Remain Compliant with Local Zoning for Applicant RPA201874:

The Applicant has received a special zoning permit for the sales of recreational marijuana as a Marijuana Retailer, which was issued by the Town of Plymouth Zoning Board of Appeals on March 21, 2018. Such permit is required pursuant to Section 205-27(L) of Plymouth's Zoning Bylaw. The Applicant will adhere to the conditions of the special zoning permit and the Applicant's zoning attorney will keep the Applicant apprised of any changes to the zoning bylaws. If there are any changes to the zoning bylaws, the Applicant will immediately comply.

By way of information, Section 205-27(L) provides that (1) a minimum of 2,000 feet is required between Marijuana Retailers, not including Marijuana Treatment Centers; (2) a minimum setback of 500 feet is required from any public or private school (with Kindergarten through Grade 12 students); (3) adequate provisions for security must be provided; (4) Advertisements, displays of merchandise, signs or any other exhibit depicting the activities of the dispensary placed within the interior of buildings or premises shall be arranged or screened to prevent public viewing from outside such building or premises; and (5) only one historic identification sign is allowed. All other identification signs are prohibited.

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, Lianne Ankner, *(insert name)* attest as an authorized representative of M3 Ventures, 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 March 21, 2018 *(insert date)*.
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on March 7, 2018 *(insert date)*, which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A *(please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document)*.
3. A copy of the meeting notice was also filed on March 14, 2018 *(insert date)* with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B *(please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document)*.
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on March 1, 2018 *(insert date)*, which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C *(please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee)*.

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

Community Outreach Meeting Attestation for Applicant RPA201874

Please be advised that M3 Ventures held 2 public hearings: one in front of the Zoning Board and the other in front of the Planning Board which addressed all of the community outreach information requirements. M3 Ventures includes its presentation to the public at the Zoning Board hearing; a mirror replicate of the same was made to the public at the Planning Board.

Other terms to be announced at the sale.

With Fargn Bank, N.A. a Trustee for ABFC 2006 OPT Trust, Asset Backed Funding Corporation Asset Backed Certificates, Series 2006-0972

Kende & Associates, P.C.
900 Chalmers Street
Suite 3102
Lowell, MA 01851
(978) 256-1500

Taylor, Patricia, IC
021669

AD#12665033

Attachment B
Town Notice of Planning Board & ZBA Hearings

Plymouth Massachusetts

Discover Plymouth | Departments | Boards & Commissions | VISITORS

Citizen Action Center

- Online Payments
- Forms & Documents
- FADS
- Services A-Z
- Well Development Info
- Open Checkbook
- Public Records Requests
- E-Subscribe
- Contact Us
- Beach Info

Meetings

Click Here for Agendas and Minutes for Meetings Posted prior to January 27, 2015

Click Here to Watch Live Government Access TV

Click Here to Request a Meeting Room

Meeting Search

Meeting Filter: From: 3/1/2012 To: 3/1/2012

Meeting Type:

Category:

Containing Text: Search Clear

Meeting Date	Meeting Type	Meeting Location	Online Agenda	Download Agenda	Minutes Recap	Legal Minutes	Board Details
03-12-10	Housing Authority	130 Court Street Plymouth MA	0				
03-12-10	Agriculture Committee	Freedom Meeting Room	0	0			
03-12-10	Planning Board	Great Hall Town Hall 29 Court Street	0	0		0	0

Plymouth Massachusetts

Discover Plymouth | Departments | Boards & Commissions | VISITORS

Citizen Action Center

- Online Payments
- Forms & Documents
- FADS
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Meeting Search

Meeting Filter: From: 3/1/2012 To: 3/1/2012

Meeting Type:

Category:

Containing Text: Search Clear

Meeting Date	Meeting Type	Meeting Location	Online Agenda	Download Agenda	Minutes Recap	Legal Minutes	Board Details
03/21/10	Plymouth South High School	Main Office Conference Room	0				
03/21/10	Zoning Board of Appeals	Ropeswick Room	0	0		0	0
03/21/10	West Plymouth Planning Commission	Plymouth Airport Meeting Room	0	0			
03/21/10	Historic District Commission	CANCELLED	0	0			

Planning Board

Monday, March 12, 2018

Great Hall, Town Hall, 26 Court Street, Plymouth, *7:00 PM*

Agenda

7:00 p.m.

Administrative Notes:

Minutes*:

February 26, 2018

Plans, Covenants, and Releases*:

B547 – Cordage Park – Release of Covenant

ZBA 3901 – John Sibley

11 Washington Street, Map 19, Lot 171

Special Permit subject to EDC to waive rear and side setbacks to construct a 9'x11' breezeway and 14'x25' garage

Form A Plans*:

A4656 – TMJ Real Estate LLC, 16 Atlantic Ave, Map 7, Lot 21-29 – Lot line adjustment to open space area

A4657 – Ruth J Colas Revocable Trust, 94 Newfield Street, Map 27, Lot 73-L and Karl and Harriett A. Torrance, 116 Newfield Street, Map 27, Lot 74-2 – Lot line adjustment to create lots 73-1 and 74-3

A4658 – Mass Bay Long Pond Road Realty Trust, 1084-1090 Long Pond Road, Map 55, Lot 45C – Divide to create lots 45C-1 and 45C-2 (endorsement of corrected plan)

A4659 – ADM Agawam Development and Stabile Homes at Redbook LLC, 11 Summersweet Circle and 18 and 20 Bearberry Path, Map 115, Lots 1-213, 1-214, and 1-215 – Lot line adjustment to create lots 1-344, 1-345 and 1-346

A4660 – Jean Loewenberg and Lawrence Rosenblum, 39 West Long Pond Road, Map 69, Lot 45A-5 and R & K Realty Limited Partnership, 33 West Long Pond Road, Map 69, Lot 45A-2 – Lot line adjustment to create lots 45A-7 and 45A-8

7:05 p.m.

Committee Appointments:

Cedarville and Manomet Steering Committees

7:10 p.m.

Public Hearing – B617 – Landers Farm Definitive

Off Quail Run, Map 55, lot 52C; Map 60, Lots 1 and 21 and Map 61, Lots 31-1 and 14-9

Subdivide to create two lots 33-2 and 33-3

7:20 p.m.

ZBA 3898 – M3 Ventures/Triple M

9 Collins Ave, Map 101, Lot 34B

Special Permit per section 205-27 L for Marijuana Establishment

7:30 p.m.

ZBA 3900 – Richard Milmore

16-18 Town Wharf, Map 14A, Lot 12B

Modification of Special Permit 3591 to convert two existing structures into one structure with one use for Shanty Rose Pub

Other Business:

"Topics not reasonably anticipated by the Chair 48 hours in advance of the meeting."

Zoning Board of Appeals

Wednesday, March 21, 2018

Ropewalk Room, *7:00 PM*

Agenda

7:00 Case #3898 – M3Ventures, dba Triple M

9 Collins Ave, Map 101, Lot 34B

Special Permit required per section 205-27 L for Marijuana establishment

7:15 Case #3900 – Richard Milmore

16-18 Town Wharf, Map 14A, Lot 12B

Modify a Special Permit #3591 required to convert two (2) existing structures into one (1) with one (1) use for “Shanty Rose

7:30 Case #3901 – John Sibley

11 Washington Street, Map 19, Lot 171

Special permit required per section 205-43 and table V to waive side and rear yard setbacks and

per section 205-25 (A) (3) to enlarge a preexisting nonconforming structure to construct attached

breezeway 9' x 11' and garage 14' x 25'

Informal Business:

Case #3864 – Megryco/Newfield Estates

91, 115, & 116 Newfield Street

Special Permit per Section 205-42C(3) for age-restricted, elderly housing; Special Permit per

Section 205-71 for inclusionary housing; and Special Permit per Table 5, Section 205-42 to waive

the front, side, and rear setbacks.

Condition Review

Other Business:

May include topics not reasonably anticipated by the Chair 48 hours in advance of the meeting.

Review & Approval of March 7, 2018 Meeting Minutes

Attachment C



March 1, 2018

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Dear Mr. [REDACTED]

We are writing to inform you that the Plymouth Planning Board will hold a public meeting on March 12, 2018 at 7:00 PM at Plymouth Town Hall 26 Court Street, Plymouth, MA on the application of M3 Ventures, d/b/a Triple M for a Special Permit from the Zoning Board of Appeals for the use of property at 9 Collins Ave., Plymouth, MA for cultivation, processing and sale of recreational marijuana.

The Zoning Board of Appeals has scheduled their hearing for March 21, at 7:00Pm at the Town Hall.

Please let me know if you have any questions regarding Triple M's application. I can be reached by phone at 508-747-1970 or via email at kevin@mm-ma.org.

Sincerely,

A handwritten signature in black ink, appearing to read "Kevin O'Reilly", written over a horizontal line.

Kevin O'Reilly
COO



Zoning Board of Appeals
Presentation
March 21, 2018



Triple M: Mission Objective

1. **Mission:** Cultivate, Process & Deliver the Highest Quality Marijuana Product to its Medical Patients and Recreational Clients.
2. **Ensure:** Quality Products and Services.
3. **Safe Environment:** For Clients, Staff and the Public



Recreational Marijuana

- The October 2017 Town Meeting Passed Two Articles
 - ✓ Light Industrial Districts only ; and
 - ✓ Limit the Number of Retail Outlets to Four.
- Articles Permit Medical & Recreation Establishments to Co-Locate.
 - Allowing Triple M to Co-locate will:
 - ✓ Take advantage of existing Safety & Security Measures.
 - ✓ Police can Focus on Singular Property Engaged in Selling Marijuana.
 - ✓ Triple M Plymouth Provides a Isolated Location.
- Submitted Special Permit Application for One of the Town's Four Recreational Marijuana Licenses.
 - Unanimous recommendation from Planning Board on March 12, 2018

Massachusetts Requirements

- Must List type of Adult Use Retail Establishment:
 - ✓ Cultivator
 - ✓ Product Manufacturer
 - ✓ Retailer (requires special zoning permit from Town of Plymouth)

- Must demonstrate will be maintained securely:
 - ✓ Extensive security review & inspection by DPH and Town of Plymouth
 - ✓ Facility is equipped with:
 - 72 security cameras providing 24/7 video surveillance
 - Property surrounded by perimeter fence and guard house at driveway entrance
 - Access is limited by a security guard so only qualified individuals will have access to the property
 - Security guard ensures no product is consumed on premises
 - Perimeter and motion detector alarms
 - Proximity card access to all non-public areas
 - Panic alarms throughout the facility
 - Mantrap at foyer to prevent unauthorized access

Massachusetts Requirements

- Prevent Diversion to Minors
 - ✓ Will scan all state issued IDs with an electronic reader that can determine if the ID is fake
 - ✓ Does not sell any cannabis infused sodas or drinks that would be enticing to minors
 - ✓ Does not sell any cannabis infused products that are in the shape of commercially available candy
 - ✓ Packaging is two-toned, without any graphic images or cartoons, other than its logo

- Physical Separation of Marijuana and Marijuana Products for Medical or Adult Use Sales
 - ✓ Separate medical and adult use recreational sales area and entrances within 9 Collins Avenue

Massachusetts Requirements

- Must demonstrate that the location will not constitute a nuisance to the community by noise, odor, dust, glare, fumes, vibration, heat, glare or other conditions likely to cause nuisance.
 - ✓ Triple M is located in a standalone building in the Industrial Park
 - ✓ The closest business is over 300 feet away
 - ✓ The closest residence is 500 feet away across Route 3
 - ✓ The closest school is over 1,500 feet away
 - ✓ Triple M currently has 35 parking spots for patients, 20 for staff and an unused lot, (outside of the fenced area) that can accommodate approximately 75 additional vehicles
- No neighbors currently or will, in the future experience any nuisance from noise, odor, dust, glare, fumes, vibration, heat or glare.



Massachusetts Requirements

- Must demonstrate a plan to positively impact the local community.
 - ✓ Host Community Agreement
 - Community donations for cultivation and dispensary operations
 - Preferential Local Treatment
 - Commitment to local jobs and vendors
 - Community non-profit foundation to support local charitable initiatives
 - ✓ Recreational sales tax revenue (up to 6%)
 - ✓ Renovation of vacant industrial building
 - ✓ New jobs for local residents



Thank You for Your Consideration

Q&A



From: [Kevin O'Reilly](#)
To: [Melissa Arrighi](#)
Cc: [Lianne Ankner](#)
Subject: FW: Plymouth Renewal: HCA
Date: Thursday, August 27, 2020 2:20:32 PM
Attachments: [HCA Amendment Signed.pdf](#)

Hi Melissa:

I hope you are well. Please see below regarding our license renewal with the Cannabis Control Commission. Do you have time for a quick call? For your reference, a copy of the HCA is attached.

Thanks.

Kevin

Kevin O'Reilly
Chief Operating Officer
Triple M
9 Collins Avenue
Plymouth, MA 02360
508-747-1970
www.mm-ma.org



From: Lianne Ankner <lianne@mm-ma.org>
Sent: Thursday, August 27, 2020 2:00 PM
To: Kevin O'Reilly <kevin@mm-ma.org>
Subject: Plymouth Renewal: HCA

Kevin – We need to provide the following for our renewal. We'll also need to request from Melissa confirmation that we are accruing HCA payments owed to the town, but none have been paid yet, per the terms of the HCA.

Proof that the licensee requested from the host community the records of any costs imposed on the city or town that are reasonably related to the operation of the ME or MTC. The licensee's request shall state that, in accordance with M.G.L. c. 94G, § 3(d), any cost to a city or town imposed by the operation of a ME or MTC shall be documented and considered a public record as defined by M.G.L. c. 4, § 7, cl. 26. Documentation shall include the request and the substantive response from the city or town that includes the actual and anticipated expenses resulting from the operation. If the city or town does not submit a substantive response, the licensee shall provide an attestation to that effect.



K. Lianne Ankner, Esq.
General Counsel/Compliance Officer
M3 Ventures, Inc.
9 Collins Avenue
Plymouth, MA 02360
lianne@mm-ma.org
617.686.5185
www.mm-ma.org



September 28, 2020

Massachusetts Cannabis Control Commission
Union Station
2 Washington Square
Worcester, MA 01604

To Whom It May Concern:

Please accept this letter as confirmation that M3 Ventures, Inc. submitted a request to the Town of Plymouth on August 27, 2020 for information regarding records of any costs imposed on the city or town that are reasonably related to the operation of M3 Ventures' facility located at 9 Collins Avenue.

As of September 28, 2020 no information has been received from the Town of Plymouth.

Please feel free to contact me if you require any additional information.

Sincerely,

A handwritten signature in black ink, appearing to read "Kevin O'Reilly", written over a horizontal line.

Kevin O'Reilly
Chief Operating Officer

Plan for a Positive Impact on Disproportionate Impact Communities for Applicant RPA201874:

The Applicant's adult use Marijuana Cultivator, Marijuana Product Manufacturer and Marijuana Retailer location in Plymouth is not located in one of the 29 communities listed by the Cannabis Control Commission as a designated area of disproportionate impact. However, there are several towns that are "areas of disproportionate impact" that the Cannabis Control Commission ("CCC") has identified that surround Plymouth, such as Wareham (which abuts Plymouth), as well as Abington, Braintree, Brockton and Taunton (collectively, "Neighboring Communities").

Immediately upon receipt of a provisional license from the CCC, the Applicant will reach out to the Veteran's Agents of each of the Neighboring Communities, as well as the Local Workforce Development Boards (LWDBs) representing those communities to communicate its desire to identify and recruit potential employees for the Plymouth facility. The Workforce Development Boards are federally-mandated, regional organizations with local oversight responsibility and policy-making authority for federal and state workforce development activities in their designated regions. The Boards create connections with local businesses, educational institutions and community partners ensuring the alignment of strategic, market driven workforce goals and initiatives to support the cities and towns within each region.

The Applicant will coordinate with the LWDBs and Veteran's Agents to invite candidates from underrepresented communities to explore the full range of career opportunities with the Applicant.

Within twenty-one (21) days of receiving a provisional license from the CCC, the Applicant will host a job fair solely for residents from the Neighboring Communities in connection with its anticipated increase in hiring needs at the Plymouth facility in connection with its adult use Marijuana Cultivator, Marijuana Processor and Marijuana Retailer licenses. The Applicant will give hiring preference to qualified applicants from the Neighboring Communities as well as Plymouth (per the Applicant's Host Community Agreement).



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

William Francis Galvin
Secretary of the
Commonwealth

Date: March 30, 2018

To Whom It May Concern :

I hereby certify that according to the records of this office,
M3 VENTURES, INC.

is a domestic corporation organized on **March 19, 2013**

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 180 section 26 A, for revocation of the charter of said corporation; that the State Secretary has not received notice of dissolution of the corporation pursuant to Massachusetts General Laws, Chapter 180, Section 11, 11A, or 11B; that said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 18030597140

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

Processed by:



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

mass.gov/dor

Letter ID: L0833548032
Notice Date: April 2, 2018
Case ID: 0-000-425-703



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



PAOLO SEPE
M3 VENTURES, INC
9 COLLINS AVE
PLYMOUTH MA 02360-4808

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, M3 VENTURES, 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) 887-6367 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

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

[Special Filing Instructions](#)

Articles of Organization

(General Laws, Chapter 180)

Federal Employer Identification Number: 001102121 (must be 9 digits)

ARTICLE I

The exact name of the corporation is:

MEDICAL MARIJUANA OF MASSACHUSETTS, INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

THE PURPOSE OF THE CORPORATION IS TO PROMOTE ACCESS TO HEALTH CARE IN THE COMMONWEALTH AND TO ENGAGE IN SUCH OTHER ACTIVITIES AS MAY BE CONDUCTED BY A CORPORATION ORGANIZED UNDER MASSACHUSETTS GENERAL LAWS CHAPTER 180. THE CORPORATION IS NOT ORGANIZED TO OPERATE A MEDICAL MARIJUANA TREATMENT CENTER OR ACQUIRE, CULTIVATE, POSSESS, TRANSFER, TRANSPORT, SELL OR DISTRIBUTE MARIJUANA UNLESS PROPERLY LICENSED IN ACCORDANCE WITH MASSACHUSETTS LAW.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

THE CORPORATION WILL HAVE NO MEMBERS.

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

(If there are no provisions state "NONE")

A. THE CORPORATION MAY BE A PARTNER, EITHER GENERAL OR LIMITED, IN ANY BUSINESS ENTERPRISE WHICH IT WOULD HAVE THE POWER TO CONDUCT BY ITSELF. B. NO OFFICER OR DIRECTOR SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS AN OFFICER OR DIRECTOR, NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY; PROVIDED, HOWEVER, THAT THIS PROVISION SHALL NOT ELIMINATE THE LIABILITY OF AN OFFICER OR DIRECTOR, TO THE EXTENT THAT SUCH LIABILITY IS IMPOSED BY APPLICABLE LAW, (I) FOR ANY BREACH OF THE OFFICER'S OR DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION, (II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, (III) FOR ANY

TRANSACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT, OR (IV) PURSUANT TO MASSACHUSETTS GENERAL LAWS CHAPTER 180, SECTION 6C. IF CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS IS AMENDED TO AUTHORIZE CORPORATE ACTION FURTHER ELIMINATING OR LIMITING THE PERSONAL LIABILITY OF OFFICERS OR DIRECTORS, THEN THE LIABILITY OF AN OFFICER OR DIRECTOR OF THE CORPORATION SHALL BE ELIMINATED OR LIMITED TO THE FULLEST EXTENT PERMITTED BY CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS, AS SO AMENDED FROM TIME TO TIME.

Notes: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

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

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in Massachusetts is:

No. and Street: C/O ANKNER & LEVY, P.C.
116 HUNTINGTON AVENUE
City or Town: BOSTON State: MA Zip: 02116 Country: USA

b. The name, residential street address and post office address of each director and officer of the corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	LIANNE ANKNER	226 BEACON STREET BOSTON, MA 02116 USA C/O ANKNER & LEVY, P.C., 116 HUNTINGTON AVENUE BOSTON, MA 02116 USA	Annual Meeting of Board
TREASURER	LIANNE ANKNER	226 BEACON STREET BOSTON, MA 02116 USA C/O ANKNER & LEVY, P.C., 116 HUNTINGTON AVENUE BOSTON, MA 02116 USA	Annual Meeting of Board
CLERK	LIANNE ANKNER	226 BEACON STREET BOSTON, MA 02116 USA C/O ANKNER & LEVY, P.C., 116 HUNTINGTON AVENUE BOSTON, MA 02116 USA	Annual Meeting of Board
DIRECTOR	LIANNE ANKNER	226 BEACON STREET BOSTON, MA 02116 USA C/O ANKNER & LEVY, P.C., 116 HUNTINGTON AVENUE BOSTON, MA 02116 USA	Annual Meeting of Board

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
December

d. The name and business address of the resident agent, if any, of the business entity is:

Name: LIANNE ANKNER
No. and Street: C/O ANKNER & LEVY, P.C.
116 HUNTINGTON AVENUE
City or Town: BOSTON State: MA Zip: 02116 Country: USA

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

LIANNE ANKNER

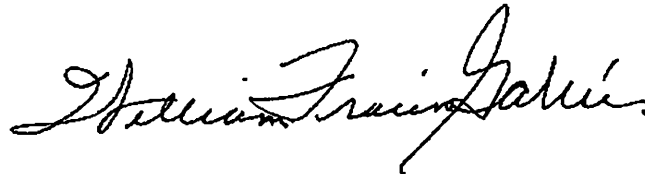
IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 19 Day of March, 2013. (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.)

LIANNE ANKNER

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:

March 19, 2013 09:41 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$15.00

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

[Special Filing Instructions](#)

Articles of Amendment

(General Laws, Chapter 180, Section 7)

Identification Number: 001102121

We, JONATHAN HERLIHY ☒ President ☐ Vice President,

and LIANNE ANKNER ☒ Clerk ☐ Assistant Clerk,

of MEDICAL MARIJUANA OF MASSACHUSETTS, INC.

located at: 9 COLLINS AVENUE PLYMOUTH, MA 02630 USA

do hereby certify that these Articles of Amendment affecting articles numbered:

☒ Article 1

☐ Article 2

☐ Article 3

☐ Article 4

(Select those articles 1, 2, 3, and/or 4 that are being amended)

of the Articles of Organization were duly adopted at a meeting held on 11/30/2017, by vote of: 0 members, 3 directors, or 0 shareholders,

being at least two-thirds of its members/directors legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote therein):

ARTICLE I

The exact name of the corporation, **as amended**, is:
(Do not state Article I if it has not been amended.)

TRIPLEXM CORP.

ARTICLE II

The purpose of the corporation, **as amended**, is to engage in the following business activities:
(Do not state Article II if it has not been amended.)

ARTICLE III

A corporation may have one or more classes of members. **As amended**, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

ARTICLE IV

As amended, other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the business entity, or of its

directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 180, Section 7 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

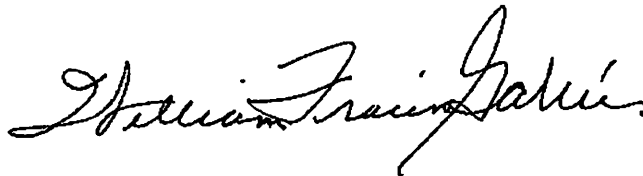
Later Effective Date:

**Signed under the penalties of perjury, this 1 Day of December, 2017, JONATHAN HERLIHY, its ,
President / Vice President,
LIANNE ANKNER, Clerk / Assistant Clerk.**

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:

December 01, 2017 01:14 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$15.00

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

Articles of Amendment

(General Laws, Chapter 180, Section 7)

Identification Number: 001102121

We, JONATHAN HERLIHY ☒ President ☐ Vice President,

and LIANNE ANKNER ☒ Clerk ☐ Assistant Clerk,

of TRIPLEXM CORP.

located at: 9 COLLINS AVENUE PLYMOUTH, MA 02630 USA

do hereby certify that these Articles of Amendment affecting articles numbered:

☒ Article 1 ☐ Article 2 ☐ Article 3 ☐ Article 4

(Select those articles 1, 2, 3, and/or 4 that are being amended)

of the Articles of Organization were duly adopted at a meeting held on 12/4/2017, by vote of: 0 members, 3 directors, or 0 shareholders, being at least two-thirds of its members/directors legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote therein):

ARTICLE I

The exact name of the corporation, **as amended**, is:
(Do not state Article I if it has not been amended.)

MM-MA.ORG, INC.

ARTICLE II

The purpose of the corporation, **as amended**, is to engage in the following business activities:
(Do not state Article II if it has not been amended.)

ARTICLE III

A corporation may have one or more classes of members. **As amended**, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

ARTICLE IV

As amended, other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the business entity, or of its

directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 180, Section 7 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

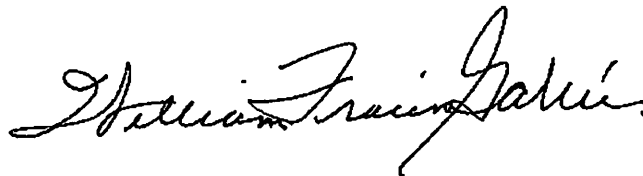
Later Effective Date:

**Signed under the penalties of perjury, this 4 Day of December, 2017, JONATHAN HERLIHY, its ,
President / Vice President,
LIANNE ANKNER, Clerk / Assistant Clerk.**

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:

December 04, 2017 11:06 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$15.00

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

Articles of Amendment

(General Laws, Chapter 180, Section 7)

Identification Number: 001102121

We, JONATHAN HERLIHY ☒ President ☐ Vice President,

and LIANNE ANKNER ☒ Clerk ☐ Assistant Clerk ,

of MM-MA.ORG, INC.

located at: 9 COLLINS AVENUE PLYMOUTH , MA 02630 USA

do hereby certify that these Articles of Amendment affecting articles numbered:

☒ Article 1 ☐ Article 2 ☐ Article 3 ☐ Article 4

(Select those articles 1, 2, 3, and/or 4 that are being amended)

of the Articles of Organization were duly adopted at a meeting held on 12/7/2017 , by vote of: 0 members, 3 directors, or 0 shareholders, being at least two-thirds of its members/directors legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote therein):

ARTICLE I

The exact name of the corporation, **as amended**, is:
(Do not state Article I if it has not been amended.)

M3 VENTURES, INC.

ARTICLE II

The purpose of the corporation, **as amended**, is to engage in the following business activities:
(Do not state Article II if it has not been amended.)

ARTICLE III

A corporation may have one or more classes of members. **As amended**, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

ARTICLE IV

As amended, other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the business entity, or of its

directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 180, Section 7 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

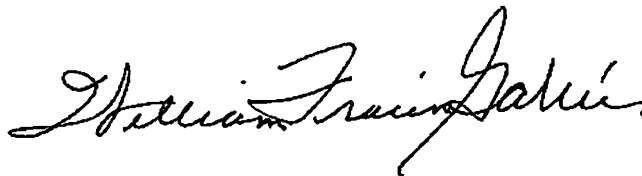
Later Effective Date:

**Signed under the penalties of perjury, this 8 Day of December, 2017, JONATHAN HERLIHY, its ,
President / Vice President,
LIANNE ANKNER, Clerk / Assistant Clerk.**

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:

December 08, 2017 08:25 AM

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

CERTIFICATE

The undersigned, the Clerk of M3 Ventures, Inc. (formerly known as Medical Marijuana of Massachusetts, Inc. (the "Organization"), hereby certifies that attached hereto is a true and accurate copy of the Second Amended and Restated Bylaws of the Organization duly adopted by the Board of Directors of the Organization on April 14, 2016.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as an instrument under seal as of this 14th day of May, 2018.



Lianne Ankner, Clerk

**SECOND AMENDED AND RESTATED BYLAWS
OF
MEDICAL MARIJUANA OF MASSACHUSETTS, INC.**

Effective April 14, 2016

ARTICLE 1

NAME, PURPOSES, LOCATION,
CORPORATE SEAL AND FISCAL YEAR

1.1 Name and Purposes. The name and purposes of the Organization shall be as set forth in the Articles of Organization of the Organization in effect from time to time (“Articles of Organization”), and shall at all times operate on a non-profit basis for the benefit of Registered Qualifying Patients (as that term is defined in 105 CMR 725.004) and shall ensure that revenue of the Organization is used solely in furtherance of its non-profit purpose.

1.2 Location. The principal office of the Organization in the Commonwealth of Massachusetts shall initially be located at the place set forth in the Articles of Organization of the Organization. The Directors may change the location of the principal office in the Commonwealth of Massachusetts effective upon the filing of a certificate or annual report with the Secretary of the Commonwealth.

1.3 Corporate Seal. The Directors may adopt and alter the seal of the Organization.

1.4 Fiscal Year. The fiscal year of the Organization shall, unless otherwise decided by the Directors, end on December 31 in each year.

ARTICLE 2

MEMBERSHIP

The Organization shall have no members. Any membership action or vote required or permitted by law shall be taken in the same manner by action or vote of the Directors of the Organization.

ARTICLE 3

BOARD OF DIRECTORS

3.1 Powers. The affairs of the Organization shall be managed by the Board of Directors, who shall have and may exercise all the powers of the Organization.

3.2 Composition, Number and Election. The Board of Directors shall be comprised of five (5) individuals, two (2) of whom shall have no financial or ownership relationship with Triple M Management Company, LLC. The Directors shall be elected by the Directors at each annual meeting. The Directors shall determine the term to be served by each Director, which terms may be equal or staggered in the Directors’ discretion.

3.3 Committees. The Board of Directors may elect or appoint one or more committees and may delegate to any such committee or committees any or all of its powers; provided that any committee to which the powers of the Board of Directors are delegated shall consist solely of Directors. Unless the Board of Directors otherwise designates, committees shall conduct their affairs in the same manner as is provided in these Bylaws for the Board of Directors. The members of any committee shall remain in office at the pleasure of the Board of Directors.

3.4 Suspension or Removal. A Director may be removed or suspended with or without cause by vote of all of the Directors then in office approving such approval with the exception of the affected Director. A Director may be removed with cause only after reasonable notice and opportunity to be heard.

3.5 Resignation. A Director may resign by delivering his or her written resignation to the President, Treasurer or Clerk of the Organization, to a meeting of the Board of Directors, or to the Organization at its principal office. Such resignation shall be effective upon receipt (unless specified to be effective at some other time) and acceptance thereof shall not be necessary to make it effective unless it so states.

3.6 Vacancies. Any vacancy in the Board of Directors may be filled in accordance with Section 3.2. The Directors may exercise all their powers notwithstanding the existence of one or more vacancies in the Board of Directors.

3.7 Annual Meeting. The annual meeting of the Board of Directors shall be held on such date and at such hour and place as the Directors or an officer designated by the Directors shall determine. In the event that no date for the annual meeting is established or such meeting has not been held on the date so determined, a special meeting in lieu of the annual meeting may be held with all of the force and effect of an annual meeting.

3.8 Regular and Special Meetings. Regular meetings of the Directors may be held at such places and at such times as the Directors may determine. Special meetings of the Directors may be held at any time and at any place when called by the President or by any two or more Directors.

3.9 Notice for Meetings. Five (5) business days' notice by mail, electronic mail, facsimile, telephone or other verbal communication shall be given for an annual or special meeting unless shorter notice is adequate under the circumstances. No notice need be given for a regular meeting as long as the schedule of regular meetings has previously been given to each Director. Whenever notice of a meeting is required, such notice need not be given to any Director if a written waiver of notice, executed before or after the meeting, is filed with the records of the meeting, or to any Director who attended the meeting without protesting prior thereto or at its commencement the lack of notice to such Director. Neither such notice nor waiver of notice need specify the purposes of the meeting, unless otherwise required by law, the Articles of Organization or these Bylaws.

3.10 Quorum. At any meeting of the Board of Directors a majority of the Directors then in office shall constitute a quorum. Any meeting may be adjourned by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.

3.11 Action by Vote. When a quorum is present at any meeting, eighty percent (80%) of the Directors then in office who are present and shall decide any questions by an affirmative vote, including election of officers, unless otherwise provided by law, the Articles of Organization, or these Bylaws.

3.12 Action by Writing. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if all the Directors consent to the action in writing, or to the extent permitted by law, by electronic means, and such written or electronic consents, as applicable, are filed with the records of the meetings of the Directors. Such consents shall be treated for all purposes as a vote at a meeting.

3.13 Presence through Communications Equipment. Unless otherwise provided by law or by the Articles of Organization, members of the Board of Directors or any committee designated thereby may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

3.14 Compensation. Directors shall be entitled to receive for their services such reasonable amount, if any, as the Board of Directors may from time to time determine, which may include reasonable expenses of attendance at meetings. Directors shall not be precluded from serving the Organization in any other capacity and receiving reasonable compensation for any such services. In the event of the resignation or, except where expressly provided otherwise in a duly authorized written agreement with the Organization, the removal of a Director in accordance with Section 3.4 above, such Director shall have no right to any compensation for any period following his or her resignation or removal, or any right to damages on account of such removal, whether his or her compensation be by the month, the year, or otherwise, unless the Board of Directors shall in its discretion provide for such compensation.

ARTICLE 4

OFFICERS AND AGENTS

4.1 Number and Qualification. The officers of the Organization shall be a President, Treasurer, Clerk and such other officers, if any, as the Directors may determine. The Organization may also have such agents, if any, as the Directors may appoint. An officer may but need not be a Director. The Clerk shall be a resident of Massachusetts unless the Organization has a resident agent duly appointed for the purpose of service of process. A person may hold more than one office at the same time. If required by the Directors, any officer shall give the Organization a bond for the faithful performance of his or her duties in such amount and with such surety or sureties as shall be satisfactory to the Board of Directors.

4.2 Election. The President, Treasurer and Clerk shall be elected by the Board of Directors for one (1) year terms at every annual meeting of the Board of Directors or special meeting in lieu thereof. Other officers, if any, may be elected by the Board of Directors at any time.

4.3 Tenure. The President, Treasurer and Clerk elected at annual meetings shall each hold office until the next annual meeting of the Board of Directors following their election, and

until his or her successor is chosen and qualified, and each other officer shall hold office until the next annual meeting of the Board of Directors unless a shorter period shall have been specified by the terms of his or her election or appointment, or in each case until he or she sooner dies, resigns, is removed or becomes disqualified. Each agent shall retain his or her authority at the pleasure of the Board of Directors.

4.4 Chairman of the Board of Directors. If a chairman of the Board of Directors is elected, he or she shall preside at all meetings of the Board of Directors, except as the Board of Directors shall otherwise determine, and shall have such other powers and duties as may be determined by the Board of Directors.

4.5 President and Vice President. The President shall be the chief executive officer of the Organization and, subject to the control of the Board of Directors, shall have general charge and supervision of the affairs of the Organization. If no chairman of the Board of Directors is elected, the President shall preside at all meetings of the Board of Directors.

The vice president or vice presidents, if any, shall have such duties and powers as the Board of Directors shall determine. The vice president, or first vice president if there is more than one, shall have and may exercise all the powers and duties of the President during the absence of the President or in the event of his or her inability to act.

4.6 Treasurer. The Treasurer shall be the chief financial officer and the chief accounting officer of the Organization. He or she shall be in charge of its financial affairs, funds, securities and valuable papers and shall keep full and accurate records thereof. He or she shall have such other duties and powers as designated by the Board of Directors or the President. He or she shall also be in charge of the Organization's books of account and accounting records and of its accounting procedures.

4.7 Clerk. The Clerk shall record and maintain records of all proceedings of the Board of Directors in a book or series of books kept for that purpose, which book or books shall be kept within the Commonwealth at the principal office of the Organization or at the office of its Clerk or of its resident agent and shall be open at all reasonable times to the inspection of any Director. Such book or books shall also contain records of all meetings of incorporators and the original, or attested copies, of the Articles of Organization and Bylaws and names of all Directors and the address of each. If the clerk is absent from any meeting of Directors, a temporary clerk chosen at the meeting shall exercise the duties of the Clerk at the meeting.

4.8 Salaries. Salaries of the officers, if any, may be fixed from time to time by the Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a Director of the Organization. In the event of the resignation or, except where expressly provided otherwise in a duly written agreement with the Organization, the removal of an officer in accordance with Section 4.9 below, such officer shall have no right to any compensation for any period following his or her resignation or removal, or any right to damages on account of such removal, whether his or her compensation be by the month, the year, or otherwise, unless the Board of Directors shall in its discretion provide for such compensation.

4.9 Suspension or Removal. An officer may be suspended or removed with or without cause by vote of all of Directors then in office approving such suspension or removal

(with the exception of any Director who is the subject of the proposed suspension or removal) at any special meeting called for such purpose or at any regular meeting.

4.10 Resignation. An officer may resign by delivering his or her written resignation to the President, Treasurer or Clerk of the Organization, to a meeting of the Board of Directors, or to the Organization at its principal office. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.

4.11 Vacancies. If the office of any officer becomes vacant, the Board of Directors may elect a successor. Each such successor shall hold office for the unexpired term and, in the case of the President, Treasurer and Clerk, until his or her successor is elected and qualified, or in each case until he or she sooner dies, resigns, or is removed or becomes disqualified.

ARTICLE 5

EXECUTION OF PAPERS

Except as the Board of Directors may generally or in particular cases authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the Organization shall be signed by the President or by the Treasurer.

ARTICLE 6

INDEMNIFICATION

The Organization shall, to the maximum extent legally permissible, indemnify each of its Directors and officers against all liabilities and expenses which he/she has reasonably incurred by reason of, in connection with, or arising out of any actual or threatened proceeding in which he/she may be or become involved by reason of his/her being or having been such a Director or officer; provided, however, that such indemnification is only permissible if the Board of Directors has determined, by a majority vote of disinterested Directors, that such Director or officer: (1) acted in good faith in the reasonable belief that his/her action was in the best interests of the Organization (or that his/her conduct was at least not opposed to the best interests of the Organization) and in the case of a criminal proceeding, he/she had no reasonable cause to believe his/her conduct was unlawful, or (2) to the extent that such matter relates to service with respect to an employee benefit plan, he/she acted in the best interests of the participants or beneficiaries of such employee benefit plan and at least not opposed to the best interests of the Organization, or (3) acted in such a manner as to avail himself/herself of the limitation of personal liability for monetary damage for breach of fiduciary duty as a Director, or (4) was the prevailing party, on the merits or otherwise, in the defense of any proceeding to which such Director or officer was a party because he/she was a Director or officer of the Organization; and provided further that, in the event that a settlement of any such proceeding is proposed or effected, indemnification will only be made if the Board of Directors, based upon the advice of counsel, resolves that such settlement is in the best interest of the Organization.

The indemnification provided for herein shall include payment by the Organization of reasonable expenses incurred in defending a proceeding in advance of the final disposition of

such proceeding if the Director or officer provides the Organization with (1) a written affirmation of his/her good faith belief that he/she has met the relevant standard of conduct described in this Article to entitle him/her to indemnification, and (2) a written unlimited general obligation by him/her to repay such payment if the Board of Directors determines, in accordance with this Article, that he/she is not entitled to indemnification. Any such indemnification shall be provided although the person to be indemnified is no longer an officer or Director of the Organization or of such other organization. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any Director or officer may be entitled. Nothing contained in this Article shall affect any rights to indemnification to which corporate personnel other than Directors and officers may be entitled by contract or otherwise under law.

The Board of Directors shall have the power to purchase and maintain insurance on behalf of any person to whom it may provide indemnification as set forth above, against any liability incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Organization would actually have the power to indemnify him/her against such liability under the terms hereof.

ARTICLE 7

CONFLICT OF INTEREST

The purpose of the conflict of interest policy is to protect the Organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director or officer of the Organization to ensure that the revenue of the Organization is used solely in furtherance of its non-profit purpose (pursuant to 105 CMR 725.100). For purposes of this policy, a potential conflict of interest exists when an Interested Person (defined below) has a Financial Interest (defined below).

Section 7.1 Definitions.

- (a) Interested Person. Any director or officer who has a direct or indirect Financial Interest, as defined below, is an Interested Person.
 - (b) Financial Interest. A person has a Financial Interest if the person has, directly or indirectly, through business, investment or family:
 - (i) an ownership or investment interest in any entity with which the Organization has a transaction or arrangement (or is contemplating entering into such transaction or arrangement); or
 - (ii) a compensation arrangement with any entity or individual with which the Organization has a transaction or arrangement (or is contemplating entering into such transaction or arrangement); or
 - (iii) a potential ownership or investment interest in, or potential compensation arrangement with any entity or individual with which the
-

Organization has a transaction or arrangement (or is contemplating entering into such transaction or arrangement); or

(iv) a director, officer, trustee or other management position with any entity with which the Organization has a transaction or arrangement (or is contemplating entering into such transaction or arrangement).

- (c) Compensation. Compensation includes direct and indirect remuneration. Compensation also includes gifts or favors that are substantial in nature.

Section 7.2 Duty to Disclose. An Interested Person must disclose the existence of his or her Financial Interest to the Organization and must be given the opportunity to disclose all material facts to the directors considering the proposed transaction or arrangement (or, to the extent not previously disclosed, an already existing transaction or arrangement).

Section 7.3 Procedures for Addressing the Conflict of Interest.

- (a) The Interested Person may make a presentation at the board meeting, and may also be present during the discussion of, and the vote on, the transaction or arrangement that results in the potential conflict of interest.
- (b) After exercising due diligence, the board shall determine by a majority vote of the disinterested directors, even though the disinterested directors be less than a quorum, whether the transaction or arrangement is fair and reasonable to the Organization and is solely in furtherance of its non-profit purpose, notwithstanding the existence of the Interested Person's Financial Interest in the proposed transaction or arrangement, and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

ARTICLE 8

AMENDMENTS

These Bylaws may be altered, amended or repealed in whole or in part by vote of a the Directors.

Plan for Obtaining Insurance for Licensee MR281290

Please see attached certificates of liability insurance that document that the Licensee has secured General Liability Insurance and Product Liability Insurance with limits of \$1M/occurrence and \$2M/aggregate each with a \$5,000 deductible as required under 935 CMR 500.105(10).



M3VENTU-01

JGORDON

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

8/31/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Gordon Atlantic Insurance 306 Washington Street Norwell, MA 02061	CONTACT Stephanie Coots NAME:	
	PHONE (A/C, No, Ext): (781) 659-2262 204	FAX (A/C, No): (781) 659-4725
	E-MAIL Address: stephanie@gordonatlanticinsurance.com	
INSURED M3 Ventures, Inc. 9 Collins Ave. Plymouth, MA 02360	INSURER(S) AFFORDING COVERAGE	
	INSURER A: Kinsale Insurance Co.	
	INSURER B: MAPFRE - COMMERCE	
	INSURER C: Protective Insurance	
	INSURER D:	
	INSURER E:	
	INSURER F:	

COVERAGES

CERTIFICATE NUMBER:

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSD WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY					EACH OCCURRENCE \$ 1,000,000
	<input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR	X	X	01000611112	1/17/2020	1/17/2021
						DAMAGE TO RENTED PREMISES (Per occurrence) \$ 100,000
						MED EXP (Any one person) \$
	GEN'L AGGREGATE LIMIT APPLIES PER:					PERSONAL & ADV INJURY \$ 1,000,000
	<input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC					GENERAL AGGREGATE \$ 2,000,000
	OTHER					PRODUCTS - COMPICP AGG \$ 2,000,000
						EAOCC Ded \$ 5,000
B	AUTOMOBILE LIABILITY					COMBINED SINGLE LIMIT (Per accident) \$ 1,000,000
	ANY AUTO OWNED AUTOS ONLY <input checked="" type="checkbox"/> SCHEDULED AUTOS			LP7735	4/2/2020	4/2/2021
	<input checked="" type="checkbox"/> HIRED AUTOS ONLY <input checked="" type="checkbox"/> NON-OWNED AUTOS ONLY					BODILY INJURY (Per person) \$
						BODILY INJURY (Per accident) \$
						PROPERTY DAMAGE (Per accident) \$
						\$
A	UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR					EACH OCCURRENCE \$ 5,000,000
	<input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE	X	X	0100061212	1/17/2020	1/17/2021
	DED RETENTION \$					AGGREGATE \$
						Aggregate \$ 5,000,000
C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY					<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER
	ANY PROPRIETOR, PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH)	Y/N		SS-2308177-01	8/1/2020	8/1/2021
		N	N/A			E.L. EACH ACCIDENT \$ 1,000,000
						E.L. DISEASE - EA EMPLOYEE \$ 1,000,000
	Itves describe under DESCRIPTION OF OPERATIONS below					E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Marijuana cultivation, processing & retail sales

Marijuana cultivation, processing & retail sales.

Massachusetts Cannabis Control Commission is an Additional Insured under the Named Insured's GL and Umbrella policies, when required by written contract signed prior to loss, per CAS5014-0214 and CAS5003 7/17 on a primary and non-contributory basis. No coverage exists for the sole negligence of the Additional Insured;

CERTIFICATE HOLDER

CANCELLATION

Massachusetts Cannabis Control Commission
101 Federal Street 13th Flr
Boston, MA 02110

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

M3 Ventures, Inc.
d/b/a Triple M
Plymouth Adult Use Business Plan
2021-2025

Executive Summary

Pursuant to 935 CMR 500.101(2)(e)7, the following is a summary of the business plan for M3 Ventures, Inc.'s (Triple M) renewal application for its adult-use Marijuana Establishment in Plymouth.

Triple M's adult use dispensary located at 9 Collins Avenue in Plymouth, opened on February 1, 2020. Triple M has been successfully operating its Registered Marijuana Treatment Center (MTC) at this same location since receiving DPH approval in February 2018. Triple M's Cultivation/Processing facility is co-located in the same building.

On March 25, 2020, the Governor implemented an emergency order to limit the spread of the coronavirus and the state's adult use dispensaries were ordered closed. On May 25, 2020, under the state's reopening plan, adult use marijuana Retailers were allowed to fulfill online and phone orders and offer curbside pickup to customers. In accordance with the order, Triple M had no adult sales for a period of 61-days.

In compliance with the Cannabis Control Commission (CCC) regulations, the adult use dispensary and the medical dispensary are separate and distinct. Based on the CCC's coronavirus re-opening process, Triple M created a public relations campaign to create awareness of its ordering ahead process and curbside pick-up. In addition, based on the floor space in the adult use and medical dispensaries, Triple M is capable of having a limited number of customers being served within each dispensary while maintaining a safe social distancing environment for customers and staff.

Adult Use License Town of Plymouth

Triple M's facility at 9 Collins Avenue is located within the designated area approved by the Town and received a special zoning permit on March 21, 2018 to conduct its adult use operations. Triple M continues to maintain a sound working relationship with the Town Administration, Police Chief and Fire Chief, and the community as a whole.

M3 Ventures, Inc.
d/b/a Triple M
Plymouth Adult Use Business Plan
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Adult Use Sales

Triple M's Plymouth cultivation, processing, and retail operations have successfully managed its commitment to producing, processing, and dispensing quality cannabis prepared as dry flower as well as numerous processed products. Triple M will continue its objective to strive to be the state's most reputable company for both the production and the sale of medical and adult use cannabis. Triple M believes that for the continued success of the adult use and medical cannabis business, the company must continue to leverage being vertically integrated.

Triple M has been operating a successful cultivation and processing operation since August 2017. Cultivation and processing will continue to be Triple M's focus and will remain its core platform to generating and retaining medical and adult use customers for the long-term. Triple M believes its commitment to cultivating and processing superior products in the state will serve to strategically position the company to persevere and survive what is projected to be an extremely competitive business. Since Triple M is a co-located marijuana operation (CMO), it ensures that it maintains an adequate supply of inventory for its medical marijuana patients based on the last six months of medical marijuana sales.

Triple M's timeline has the company preparing architectural plans for submittal to the CCC during the last quarter of 2020. The plans will include the expansion of the cultivation & processing functions within the vacant space within the Plymouth facility. These plans have Triple M doubling the size of its existing cultivation and processing areas. The expansion of the company's cultivation and processing operations will serve to allow the company to better meet the forecasted needs of the medical and adult use markets.

When initially engineering the cultivation space, Triple M was cognizant of the energy consumption and invested in LED cultivation lights, as well as utilizing a natural gas chiller for the facility's cooling needs. The company's cultivation

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expansion plans will take into consideration similar energy efficiency delivery methods to meet the CCC's energy efficiency requirements.

Market Size and Development

Triple M's, financial forecast utilizes the actual adult use sales coupled with the US Census data, to prepare the 2021 -2025 projections. The Company defined the segment of the Plymouth County population at 309,350 citizens with 227,630 individuals over 21 years of age. This forecast does assume a certain percentage of the state tourism industry will potentially visit the Plymouth dispensary for one-time sales, but tourism is subject to the status of the coronavirus during the summer of 2021 and thereafter.

Estimating Triple M's Plymouth Adult Use sales becomes more challenging as Plymouth County, the South Shore, and Cape Cod experiences an increase in the number of Adult Use dispensaries. The Town of Plymouth is allowing four dispensaries. The second store opened in September 2020 and another dispensary is under construction with an opening planned for the latter part of 2021. Triple M's Mashpee Adult Use dispensary is projected to open in the first quarter of 2021. Triple M anticipates many of the Plymouth adult use customers originate on Cape Cod and once Mashpee opens, will elect to visit Mashpee adult use dispensary instead of driving off Cape.

Marketing Plan

Triple Ms' marketing strategy is based primarily on word-of-mouth referrals from customer satisfaction with the service provided by the Triple M staff members and the quality and variety of the Triple M products. Triple M continues to experience a demand for their flower that is "sold-out" within a day or two even with the company's self-imposed daily limit of a 1/4 ounce of flower per customer. The customers consider Triple M's flower to be superior. Triple M will continue to utilize the company's website and social media applications to deliver accurate and timely information to its 21+ year audience. Triple M's major challenge is continuing to build a sustainable and repeatable

M3 Ventures, Inc.
d/b/a Triple M
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2021-2025

path to contact potential customers. Triple M will continue to utilize its quality products and its customer satisfaction as the primary marketing strategy for the adult use dispensary. Triple M has learned since opening in February 2020, that the adult use customer base knows what they want and if their needs are not satisfied, they will simply not return to the subject dispensary. Triple M's marketing strategies will continue to occur on site: 1) Cultivate and produce great products; 2) Provide well-trained customer service orientated staff; and 3) Meet and exceed the customers' expectations.

Adult Use Dispensary Operations

Triple M has been operating the adult use dispensary 10-hours a day, Monday through Saturday, and Sundays from Noon to 5:00 PM. Triple M's adult use staff have been well trained in customer satisfaction and now includes social distancing as well. Triple M understands that the adult use and medical customers expect first-class treatment. With competition now in place, and more on the horizon, Triple M will continue to listen to customers and implement enhancements to assist in earning and building upon customer loyalty.

Financial Plan

Triple M's business plan of investing in operating two medical dispensaries proved to be a sound decision during the coronavirus closure of the adult use dispensaries. Triple M's 2020 medical sales allowed the company to cover ongoing operating expenses. During the adult use closure, Triple M experienced an increase in the number of medical patients visiting the dispensary and a corresponding increase in medical sales. As stated above, Triple M's planned expansion of the cultivation area in 2021 will allow the company the ability to provide more of its own products to meet the company's forecasted medical and adult use customers' needs.

M3 Ventures, Inc.
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With the CCC review and approval of Triple M's Mashpee 2021 adult use license, the company anticipates the forecasted growth in sales will provide the company with the required cash flow to conduct the construction of the cultivation and processing operations at the Triple M Plymouth co-located facility.

Triple M's five-year financial pro-forma follows this summary. The pro-forma uses the following to prepare the projections: 1) Triple M Plymouth's actual adult use sales for the period of February through September 2020, projected through year-end; 2) US Census data for Plymouth County and the South Shore; 3) Estimated Tourism; 4) Approximations of the number of adult use dispensaries opening along the South Shore and Plymouth during the next 5-years; and 5) Increase in the number of adult users.

The projected sales for Triple M Plymouth Adult Use first year of operations (2020) is estimated to reach \$9.5M; 2021 increases 15% to \$14.5M; 2022 increases 5% to \$15.2M; 2023 increases 5% to \$16M; 2024 increase 2% to \$16.3M; and 2025 increase 2% to \$16.6M. Taxes and Management Fees represent 57% of sales and are assessed as follows: Federal/State Taxes 29%; Plymouth Local Impact Fee 3%; and Triple M Management Fee is 25%. Operating expenses are estimated to average 35%. Triple M's Net Income is projected to average 8% during the period of 2021 to 2025.

Conclusion

Triple M is pleased to have this opportunity to re-submit its renewal application to the CCC for review, comment, and consideration. Triple M will continue to serve the medical marijuana patients who have elected to purchase products from our Mashpee and Plymouth dispensaries. Triple M understands that the CCC, with their review and re-approval of Triple M's application, is entrusting Triple M's leadership team with an incredible opportunity to strive to become one of the best adult use and medical operators in the state. Triple M will continue to meet and exceed all of CCC's expectations.

M3 Venture's Inc. Plymouth Recreational Pro-forma

Sales Estimates		2020	2021	2022	2023	2024	2025
Number of Months		7	12	12	12	12	12
Sales Per Month		\$1,083,333	\$1,300,000	\$1,430,000	\$1,501,500	\$1,531,530	\$1,562,161
Projected Increase in Sales		n/a	120%	110%	105%	102%	102%
Customers Per Day		381	457	503	528	539	550
Customers Per Hour		41	49	54	57	58	59
Sales Per Year		\$7,583,333	\$15,600,000	\$17,160,000	\$18,018,000	\$18,378,360	\$18,745,927
Customers Visits Per Year		136,842	164,211	180,632	189,663	193,456	197,326
Annual Sales		\$7,583,333	\$15,600,000	\$17,160,000	\$18,018,000	\$18,378,360	\$18,745,927
Taxes And Fees		2020	2021	2022	2023	2024	2025
Federal Tax	-21%	-\$1,592,500	-\$3,276,000	-\$3,603,600	-\$3,783,780	-\$3,859,456	-\$3,936,645
Plymouth Community Impact Fee	-3%	-\$227,500	-\$468,000	-\$514,800	-\$540,540	-\$551,351	-\$562,378
Triple M Management Fee	-4.5%	-\$3,412,500	-\$7,020,000	-\$7,722,000	-\$8,108,100	-\$8,270,262	-\$8,435,667
Total Taxes and Fees	-69%	-\$5,232,500	-\$10,764,000	-\$11,840,400	-\$12,432,420	-\$12,681,068	-\$12,934,690
		-69%	-69%	-69%	-69%	-69%	-69%
Net Sales After Taxes & Fees		\$2,350,833	\$4,836,000	\$5,319,600	\$5,585,580	\$5,697,292	\$5,811,237
Expenses		2020	2021	2022	2023	2024	2025
Management Staff		-\$672,980	-\$832,813	-\$916,094	-\$1,007,703	-\$1,108,474	-\$1,219,321
Dispensary Staff		-\$587,708	-\$1,209,000	-\$1,329,900	-\$1,396,395	-\$1,424,323	-\$1,452,809
General & Administrative		-\$614,583	-\$1,475,000	-\$1,548,750	-\$1,626,188	-\$1,707,497	-\$1,792,872
Total Expenses		-\$1,875,272	-\$3,516,813	-\$3,794,744	-\$4,030,286	-\$4,240,294	-\$4,465,002
		-25%	-23%	-22%	-22%	-23%	-24%
Net Income		\$475,562	\$1,319,187	\$1,524,856	\$1,555,294	\$1,456,998	\$1,346,235
Profit or Loss		6%	8%	9%	9%	8%	7%

Procedures for Quality Control and Testing of Product for Potential Contaminants for Applicant RPA201874

The Applicant is co-locating its adult use Marijuana Retailer location with its Registered Marijuana Dispensary retail location. Pursuant to 935 CMR 500.101(2)(a) and (e)8, there are no updates/modifications to the Applicant's current procedures for quality control and testing of product for potential contaminants for an adult-use Marijuana Establishment.

Record-Keeping Policies and Procedures for Applicant RPA201874

The Applicant is co-locating its adult use Marijuana Retailer location with its Registered Marijuana Dispensary retail location. Pursuant to 935 CMR 500.101(2)(e)8, there are no updates/modifications to the Applicant's record-keeping policies and procedures for an adult-use Marijuana Establishment other than the following: The Applicant's seed-to-sale software program will be programmed to track whether a sale is allocated as a sale to a medical patient or to a recreational customer. The Applicant will allocate the sales tax for recreational marijuana in the amount of 20% and will report/pay the same to the Commonwealth.

Procedures for the Maintenance of Financial Records for Applicant RPA201874

The Applicant is co-locating its adult use Marijuana Retailer location with its Registered Marijuana Dispensary retail location. Pursuant to 935 CMR 500.101(2)(e)8, there are no updates/modifications to the Applicant's procedures for the maintenance of financial records for an adult-use Marijuana Establishment other than the following: The Applicant's seed-to-sale software program will be programmed to track whether a sale is allocated as a sale to a medical patient or to an adult use patient. The Applicant will allocate the sales tax for recreational marijuana in the amount of 20% and will report/pay the same to the Commonwealth.

Update: Separating Recreational from Medical Operations for Applicant MCR139824

The Applicant is co-locating its vertically aligned Registered Marijuana Dispensary (cultivation, processing and dispensing) with its adult use Marijuana Cultivator, Marijuana Processor and Marijuana Retailer operations.

The Applicant will sell the exact same medical marijuana flower products to its medical patients and recreational customers. With respect to marijuana infused products, the Applicant intends to primarily provide the same category of product for both its medical patients and adult use customers. However, there may be some categories of product which will only be sold to medical patients because they contain a higher TAC level than permitted by law for recreational sale (e.g., an MIP with individual serving in excess of 5 mgs THC). The Applicant's entire inventory will be allocated to either Adult Use or Medical, as appropriate based on the product.

At all points in cultivation through retail sales, the inventory is virtually separated in Metrc and the Applicant's seed-to-sale software as Adult Use or Medical, under each separate license. If a product is transferred from one license to another, then a Metrc manifest will document the transfer.

In addition to virtual separation, there will be physical separation in the retail dispensaries as well as at the point of sale: Medical Marijuana Dispensary and the Recreational Dispensary, while co-located on the same property, are physically separate by interior walls from one another (each is a separate room and has a separate exterior entrance). Recreational customers will only be able to access the Recreational Dispensary. Medical marijuana patients will have the choice to use the Medical Marijuana Dispensary or Recreational Dispensary.

With respect to sales: The seed-to-sale software and Metrc only permit sales within the appropriate license—as a result, if a sales person is “logged in” under the adult use license, then only inventory that is barcoded as adult use will be recognized by the seed-to-sale software; no barcode on a medical product in such a circumstance will be recognized. Similarly, if a sales person is “logged in” under the medical license, then only the inventory that is barcoded as medical will be recognized by the seed-to-sale software. In addition to virtual separation, the medical product will be stored solely in the drawers that are at the medical-only transaction stations and the adult use product will be stored solely in the drawers that are designated as adult use. If a medical patient wishes to receive services at an adult use transaction counter, the sales person will need to log out of the adult use license and log in under the medical license and will need to retrieve product from the medical only transaction drawers. The Limited Access Area storage vault will be separated into Medical and Adult use and the inventory will be stored in the designated area. Recreational customers will only be able to purchase up to 1 ounce of flower or 5 grams of concentrate per person per day. Medical marijuana patients will continue to be able to purchase up to 10 ounces of marijuana (or dry weight equivalent) over a 60 day period. The Applicant will allocate the adult use tax of 20% to recreational sales and will report/pay the same to the Commonwealth.

Because the Applicant has been open and dispensing for a period in excess of 6 months, the Applicant will maintain a quantity and variety of marijuana products for patients sufficient to meet the demand indicated by its sales data collected during the preceding 6 months.

Diversity plan to promote equity among members of the Equity Pool in the operation of M3 Ventures, Inc.'s (d/b/a Triple M) Marijuana Establishments for Plymouth.

Triple M's plan is specifically designed to promote equity among members of the "Equity Pool", defined to include the following demographics:

1. Minorities;
2. Women;
3. Veterans;
4. People with disabilities; and
5. People who are lesbian, gay, bisexual, transgender, queer and/or questioning their sexual and/or gender identity.

Triple M strives to provide opportunities to allow all individuals in its workforce (inclusive of all members of the Equity Pool) to achieve success and to ensure there are no barriers impacting employee attraction, selection, participation, retention, and promotion, thereby enabling opportunity for employment success and career growth.

Diversity Goal #1

Triple M's Diversity Goal #1 is to have its new workforce that will be hired in connection with the opening of its Plymouth Adult Use Establishment to be comprised of thirty percent (30%) of members in the Equity Pool.

a. Programs to Support Goal #1

- Targeted recruitment
 - Triple M will work with local organizations to ensure the representation of members of the Equity Pool as workforce applicants.
 - Advertising for job positions without imposing unnecessary educational background requirements.
 - When drafting job descriptions, Triple M will minimize the number of industry specific skills or experiences required that may confuse or deter candidates from the Equity Pool.
 - The Applicant will select members of the Equity Pool where quality and seniority are relatively equal (being considerate of its goals with respect its Positive Impact Plan and its commitment in its Community Host Agreement).

b. Metrics to measure whether Goal #1 is successful or requirements more improvement

Within 3 months prior to expiration of its annual Plymouth Adult Use Marijuana Establishment license, Triple M will review and analyze the effectiveness of its Diversity Programs as it relates to its Goals and will compile documentation that supports its analysis and its efforts in achieving its Goals. From that review and analysis, it will determine what changes should be made for the subsequent license renewal year in terms of new diversity Goals and Programs. The metrics that Triple M will look at for Diversity Goal #1 is the percentage of individuals from the Equity Pool that were hired as part of the newly hired Plymouth Adult Use Establishment workforce during the Measuring Period (which is defined for the first year as the period from the date of Triple M's renewal of its final Plymouth Adult Use Marijuana Establishment license up through the third month prior to license renewal, and for every year thereafter from the date that is three months prior to license renewal through the twelve month period thereafter).

Diversity Goal # 2

Triple M's goal is to retain and promote individuals it hires in the Equity Pool. Specifically, Triple M's goal is to maintain an annual retention rate of 75% of all individuals hired from the Equity Pool and that 25% of its promotions during the Measuring Period will derive from members of the Equity Pool.

a. Programs to Support Goal #2

- Employee development programs
 - On going, real time training to help employees attain promotions into higher levels of responsibility. While this training occurs informally on a day-to-day basis, a more formal review and recommendations to achieve greater responsibility will occur on an annual basis during the employee review cycle.
- Access to flexible scheduling
 - Offering up to 20% of its workforce the opportunity to be engaged on a part-time basis with flexible scheduling.
- Employee performance management and communication
 - Triple M's management program includes transparency and accountability on employee expectations, career development opportunities, coaching and discipline, as well as a performance review process where employees have the opportunity, on an annual basis, to provide feedback on their supervisor.

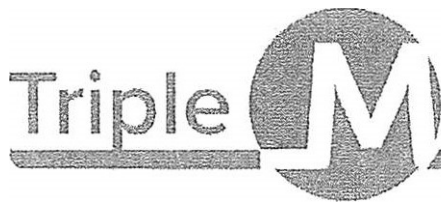
b. Metrics to measure whether Goal #1 is successful or requirements more improvement

Within 3 months prior to expiration of its annual Plymouth Adult Use Marijuana Establishment license, Triple M will review and analyze the effectiveness of its Diversity Programs as it relates to its Goals during the Measuring Period and will compile documentation that supports its analysis and its efforts in achieving its Goals. From that review and analysis, it will determine what changes should be made for the subsequent license renewal year in terms of new Goals and new Programs. The metrics that Triple M will look at for Diversity Goal #2 are the percentage of employees from the Equity Pool that continued to be employed by the Applicant

during the Measuring Period and the percentage of employees from the Equity Pool that were promoted during the Measuring Period.

Triple M's current workforce evidences its commitment to equity and equality, as its workforce includes minorities, women, veterans, and individuals with disabilities, including 67% of its Executive Management Team and 60% of its Board of Directors.

Triple M acknowledges and is aware, and will adhere to, the requirements set forth in 935 CMR 500.105(4) which provides for the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment. 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.



9 Collins Avenue • Plymouth, MA 02360

www.mmm-ma.org

July 16, 2019

Roxanne Whitbeck
Veteran's Service Officer
Plymouth Town Hall
26 Court Street
Plymouth, MA 02360

RE: Employee Outreach

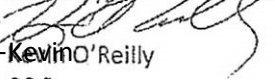
Dear Roxanne:

As we discussed, M3 Ventures, Inc, (d/b/a Triple M) is a registered medical marijuana dispensary with a cultivation, processing and retail facility located at 9 Collins Avenue in the Plymouth Industrial Park. Triple M is in the process of applying for an adult-use "recreational" marijuana license to conduct the same activities at our Plymouth location.

The expansion of our operations will present the prospect of a variety of employment opportunities for local veterans in the adult-use retail store, as well as in our cultivation and processing operations. It is our plan to work with your organization to recruit local veterans for these opportunities through job fairs and other methods agreed to by you.

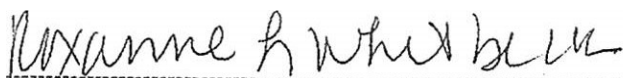
Signing below indicates that you are in agreement with Triple M's proposal to recruit local veterans for employment.

Sincerely,


Kevin O'Reilly

COO

We are in agreement with Triple M's proposed employment outreach plan as outlined above.



7.17.19

Signature

Date

Qualifications and Training for M3 Ventures, Inc. Retail

All personnel receive job-specific training prior to performing job functions and, on an annual basis, 8 hours of ongoing training hereafter. The training includes review of standard operating policies and procedures applicable to each position, in-service training with department directors, hands-on training and training on individual personnel issues. In addition, all owners, managers and employees must complete the Responsible Vendor Program when available, and for every new hire thereafter, within 90 days of being hired. Responsible Vendor Program documentation must be retained for four (4) years; all other personnel training shall be retained for a period of three (3) years post-termination. The following are descriptions of the qualifications for each category of personnel at the adult-use Recreational Dispensary:

Position	Duties	Qualifications
Chief Executive Officer	Has general charge, control and supervision of the business and affairs of the Company and reports to the Board of Directors.	Over 20 years experience of running and managing a business, with demonstrated leadership capabilities.
Chief Operating Officer	Oversees the day-to-day operations of the Company, creates operations strategies and policies, and oversees human resource management. Reports to the CEO.	Over 20 years experience of operational management of a business or non-profit, with demonstrated leadership capabilities.
General Counsel/Chief Compliance Officer	Monitors the Company's compliance with laws and provides legal advice on transactional and governance matters. Reports to the CEO.	Over 15 years experience providing regulatory and transactional legal services to health care providers.

Position	Duties	Qualifications
Dispensary Manager	Manage the dispensing process and trains and manages all Dispensary Agents involved in the dispensing process. Stocks the Retail Dispensary with marijuana and stores in the Back-Up Storage Vault any product not purchased from the Recreational Dispensary at the end of business, and collects receipts from the Cashiers' stations for storage in the Cash Vault. On a daily basis, conducts the "Daily Close" to ensure that the daily sale of product balances with the inventory control system, that the receipts balance with the register receipts and that all remaining product balances to the inventory manifest and along with the receipts are placed in the Cash Vault at the end of each business day. Reports to the COO.	<ul style="list-style-type: none"> • At least 21 • Bachelor Degree • 2 plus years retail managerial experience • Excellent communication skills • Inventory experience • Proficiency in windows-based software • Demonstrated ability to lead • Understanding of accounting principles and math • Marijuana product knowledge • Excellent organization/planning skills
Receptionist	Registers customers, verifies identification documentation and registers visitors. Reports to the Dispensary Manager.	<ul style="list-style-type: none"> • At least 21 • HS diploma or equivalent • Outstanding customer service skills

		<ul style="list-style-type: none"> • Ability to communicate politely and appropriately in all situations • Strong computer skills
Dispensary Agents	Dispense marijuana flowers, pre-rolled cigarettes and MIPs to customers. Manages individual cash drawer and debit POS. Reports to the Dispensary Manager.	<ul style="list-style-type: none"> • At least 21 • Must demonstrate significant marijuana product knowledge • Prior retail sales experience required, with demonstrated capability to provide outstanding customer service. • Excellent communication and customer service skills • Computer operating skills • Attention to detail • Prior experience in retail cashier or sales highly valued
Security Guards	Monitor and manage at all times the safety and security of customers and Dispensary Agents and ensure the security of marijuana plants and final product and reports to the Director of Security and Anti-Diversion.	<ul style="list-style-type: none"> • At least 21 • clean criminal record • ability to handle atypical and crisis situations efficiently and effectively • training and certification in First Aid, CPR and AED preferred

Restricting Access to Age 21 and Older for M3 Ventures

No one under the age of 21 shall be permitted entry to M3's co-located facility; provided, however, that a marijuana for medical use registered patient who is at least 18 but younger than 21 may access the Registered Marijuana Dispensary upon proof of his/her patient registration card issued by DPH or the CCC as well as proof of identification; and provided further that a marijuana for medical use registered patient who is younger than 18 may access the Registered Marijuana Dispensary only if he/she can provide proof his his/her patient registration card issued by DPH or the CCC and only while accompanied by a personal caregiver who is at least 18 years old who can produce a personal caregiver registration card issued by DPH or the CCC as well as proof of identification. The Applicant will use an identification scanner to ensure that the government-issued photo identification provided is valid.

Updated Summary of Personnel Policies and Procedures for M3 Ventures

In addition to the personnel policies identified previously, M3 has incorporated the Mandatory Safety Standards for Workplaces and the Sector Specific Safety Protocols and Best Practices for Manufacturing adopted by Governor Baker resulting from COVID-19 in connection with the operation of its business during COVID-19.

M3 has the following personnel policies:

1. Staff Member Handbook, which addresses the following:
 - a. Equal Opportunity and Non-Discrimination
 - b. Non-Harassment Policy
 - c. Workplace Safety
 - d. Workplace Violence Prevention
 - e. Drug and Alcohol Use
 - f. Security Inspections
 - g. Personal Relationships in the Workplace
 - h. Paid Time Off
 - i. Sick Time Policy
 - j. COVID Policies that
 - k. Personnel Files
 - l. Electronic Communications Policy
 - m. Resignation/Exit Interview
 - n. Leaves of Absence
 - o. Compensation, Performance Reviews
 - i. Documenting Hours Worked – Tsheets
 - ii. Paid/Unpaid Breaks
 - iii. Overtime
 - iv. Performance, Appraisal, Evaluation, Salary Reviews
 - v. Job Opportunities – Promotion and Lateral Transfer
 - p. Open Door Policy
 - q. Registered Dispensary Agent requirement
 - r. Smoking areas outside of building
 - s. Prohibition on Tipping or Accepting Gratuities
 - t. Employee Benefits
 - i. Insurance Benefits
 - ii. 401(k) Retirement Plan
 - iii. Paid holidays, PTO, overtime and breaks
2. Emergency Preparedness
3. Staff Member Security Policy and Procedure
4. Standard Operating Procedures for each department
5. Confidentiality of Patient/Consumer Information

6. Dress Code, Personal Cleanliness and Infection Control Policy
7. Restrictions on Staff Member's Purchase of Product
8. Home Growing Policy to comply with State law



Triple M Energy Efficiency and Conservation Policy and Procedure

Adopted: 3.1.19; Amended 9.21.20

1. Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities.

Triple M houses its co-located (cultivation, processing and dispensing operations) in a 46,000 square foot former manufacturing facility that was constructed in 1969 at 9 Collins Avenue, in Plymouth, MA. Buildout of the facility has been broken up into two phases.

To date, Triple M has completed Phase 1 and renovated approximately 26,000 ft² of existing manufacturing space into cultivation, processing and office/dispensing space. This buildout includes marijuana grow rooms and additional auxiliary harvesting operation spaces, a processing lab, product vaults, offices, and patient dispensary areas.

Phase 2 is planned for 2021 and will renovate the remaining 20,000 square foot building footprint into grow and processing space.

The 'Phase 1' fit out includes one 428 square foot mother room, one 1,216 square foot trimming/drying room, one 1,400 square foot extraction & processing room, one 1,400 square foot grow room, two 832 square foot grow rooms, two 936 square foot grow rooms, and one 1,075 square foot grow room. The grow rooms, mother room and cloning room constitute a 24/7 cooling and dehumidification load during grow periods.

Triple M worked with its local utility (Eversource) and Demand Management Institute (DMI), an energy reduction consulting service, during initial construction and its most recent renovation to implement a number of energy saving measures.

Triple M renovated the building interior to serve as an indoor horticulture grow facility with offices and a retail space. These renovations constituted a major change of use of the existing space and were considered 'new construction' in DMI's 2017 energy study. The indoor horticulture process constitutes year-round heating and cooling loads.

The most significant measure implemented during building renovation is the use of 100% of LED lights rather than HPS for all growing operations, which has resulted in significant energy savings. The high performance LED grow lights reduce facility lighting power and produce additional energy savings associated with a decrease in total system load.

Triple M uses 378 LED lights manufactured by Fluence Bioengineering, Austin TX for cultivation operations. Lighting for cultivation is one 660 watt fixture per 16 square foot of canopy module or 41.25 watts per square foot, which is less than the 50 watts per square foot limit in 935 CMR 500.120 (11)(b) for a Tier 2 cultivation facility. The number of modules varies with room area and tiers of growing racks but the watts per square foot remains constant. Room lighting is staged to provide an even electric load, with no more than 3 rooms of grow lighting fixtures on at a time.



Grow process heating and cooling loads are served by four-pipe AHUs, one for each room. Chilled water is provided by one CH200X Tecogen gas engine-driven chiller. The chiller operates to maintain a 37°F chilled glycol setpoint. Heat is recovered from the engine jacket and exhaust air stream to offset the hot water heating load at the facility. The remaining heat rejection load is rejected at a closed-circuit cooling tower. The remaining hot water heating load is provided by Viessman condensing boilers. There are supplemental Quest units installed in each room.

Triple M regularly reviews interval meter data via the Eversource Energy Profiler Online (EPO) service hosted by Schneider Electric. The EPO service provides analysis tools to organize, graph, and report interval data to help assess load and usage profiles.

Triple M also contracted with Eversource and DMI in November 2019 to conduct a walk-through of the facility to review operations and provide energy-saving recommendations. DMI submitted a Scoping Study Report on January 10, 2020 and participated in a follow-up review conference with Eversource to review their recommendations on March 9, 2020. An additional review of the facility at 9 Collins Avenue was conducted by the engineering firm of Wozny/Barbar & Associates, who issued their report and recommendations on August 28, 2020.

Triple M has already taken steps to implement some of the recommendations provided by DMI and Wozny and is in the process of implementing others. Recommendations implemented to date include:

- Evaluating humidity sensors in each grow room to ensure sensor reading is representative of the actual space conditions.
- Adjusting placement of ambient and dry bulb sensors on cooling tower to ensure they are not in direct sunlight.
- Reviewing all Air Handling Unit (AHU) set points and settings to ensure efficiency.
- Installing appropriate infrastructure to reclaim dehumidification condensate.
- Installing Trollmaster automatic dimming controls on grow lighting fixtures. The dimming controls will reduce the lighting output in each grow room, rather than having the 660W LEDs operate at full output regardless of plant growth stage. Energy savings will be realized through the reduction of lighting power during the first and last weeks of the flowering stage of growth (per grow room).

Recommendations in Process:

- Installation of Variable Frequency Drives (VFDs) to control the fan speeds of the grow room AHUs. Energy savings may be achieved by reducing AHU fan motor speed when grow lights are de-energized and the sensible load in the space is low. Triple M has contracted with Phoenix Air Services to install the VFDs and expects the units to be installed by November 30, 2020.
- Reduction of chilled water temperature will occur after the installation of the VFDs.



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.

In addition to the energy saving measures listed above, Triple M examined the use of solar panels during the initial building renovation in 2017. However, engineering studies found that the building roof (constructed in 1969), in combination with the new rooftop air handling units could not accommodate the additional load.

The 9 Collins Avenue facility has 46,000 square feet of usable space. Currently, only 21,000 square feet is utilized for the Triple M's co-located cannabis operations. Triple M plans to renovate the unused portion of the building into expanded cultivation and processing operations, in the future.

As part of their 2019 review, Triple M asked DMI to provide suggestions on energy saving measures for the future expansion in Phase 2 construction.

- DMI recommended Triple M consider installing two natural gas engine-driven chillers (one as back-up). The gas engine-driven chiller would completely offset the chiller electrical load and allow for heat recovery savings.
 - Cost savings may be realized through switching from electrically-sourced cooling to natural gas sourced cooling. The cost to implement the measure is the incremental cost between an electric chiller and the natural gas engine driven chiller, along with ongoing engine maintenance.
 - Triple M asked DMI for their opinion on installing a Combined Heat & Power (CHP) system with the planned new construction. In order to operate a CHP system at maximum efficiency, all of the waste heat from the engine must be recovered and used within the facility. Since the majority of the existing hot water heating load is served by waste heat from the existing gas engine-driven chiller, and it is expected that the new phase will utilize high performance air side equipment with built in energy recovery, DMI felt it is likely that a new gas engine-driven chiller would be preferable to serve the new loads. If the heating loads are already served by a waste heat source, the new CHP plant would need absorption chillers to maximize operating efficiency, which increases system complexity and maintenance costs.
3. Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage).

As described above, Triple M uses LED lights for its grow operations, the operation of the lights in the flower rooms are staggered, and dimmers are used to create additional load reduction opportunities.



Also, as described above, Triple M has utilized the services of DMI to review and implement a number of best-practices (listed in Section 1) to reduce energy load. Other Demand Management activities are described below.

4. Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

Triple M has been actively engaged with Eversource, DMI and the Town of Plymouth's Energy Officer to identify and implement energy saving programs since renovations began at its growing facility in 2015. Utilizing Eversource's MassSave program, Triple M engaged the Demand Management Institute (DMI) in 2017 and 2019 to audit the facility and provide energy reduction recommendations.

In addition to implementing recommended on-site efficiencies, and obtaining significant electric savings through the use of LED lights and a gas-fired chiller, Triple M switched electric suppliers from Eversource to Constellation New Energy earlier this year, which resulted in 23.2% of the 9 Collins Avenue facility power coming from renewable resources. Working through Constellation, Triple M began participating in Demand Reduction Programs through CPower and ISO New England. Triple M participated in two Targeted Dispatch Events and reduced power load on July 20th and August 11th.

5. Specific Energy Efficiency Standards for Triple M's Cultivation Facility.

HVAC:

Triple M has a yearly maintenance contract with Phoenix Air Services for all Air Handling Units (AHUs), Roof Top Units (RTUs), Boilers and associated equipment. As part of that contract, filters and belts are inspected and changed twice per year.

Building Maintenance System:

Triple M monitors and controls HVA operations, including AHUs, RTUs, chilled water, CO2 and boiler systems via a Honeywell BAS unit. Service and preventative maintenance for this system is provided by O'Leary Temperature Controls. This includes an annual review of automation set points and software upgrades, as well as emergency service.

Mobil Dehumidification:

Triple M uses five (5) portable mobile dehumidification units in the cultivation rooms to provide additional dehumidification at various stages of the grow cycle. The filters and hoses for each unit are cleaned after each grow by cultivation staff. Machine repairs to the portable units are performed by Cleaning & Restoration Supply of New England

Quest Dehumidification Units:

Triple M has six (6) Quest mini-split units installed in the Mother's Room, Vegetation Room, Product Vault and Labeling/Packaging Room. Triple M has a yearly maintenance contract with Phoenix Air Services for these units, including having the filters changed every 4 months



Chiller and Boilers:

Chilled water is provided by one CH200X Tecogen gas engine-driven chiller. Heat is recovered from the engine jacket and exhaust air stream to offset the hot water heating load at the facility. The remaining heat rejection load is sent to a closed-circuit cooling tower. The remaining hot water heating load is provided by Viessman condensing boilers. Triple M has an annual service contract, which includes regular maintenance and diagnostics for the chiller with Tecogen. The boilers are serviced by Phoenix Air Services.

Water Tower:

Triple M uses an Evapco Cooling Tower for the facility's cultivation cooling needs. Triple M has an annual maintenance contract with Aqua Laboratories to provide the following services:

- Provide sufficient water treatment chemicals for the cooling tower to control scale and corrosion.
- Monitor systems and adjust chemical balance and other systems' controls.
- Perform on-site testing of and systems' operating conditions and water quality every month for cooling towers during equipment operation.
- Provide written reports of testing, monitoring, and adjustment activity.
- Make recommendations to improve conditions and quality.
- conduct laboratory testing and system disinfections on an as needed basis.

Mechanical repairs to the cooling tower and annual cleanings are provided through the maintenance contract with Phoenix Air Services.

Lighting:

Triple uses 378 LED lights manufactured by Fluence Bioengineering, Austin TX for cultivation operations. Lights are checked daily by cultivation staff and inefficient/faulty light bars, wiring, and ballasts are replaced with new units provided by Fluence.

Record Keeping:

Triple M maintains operations manuals for the equipment described above. A log is maintained in the Cultivation Office of all maintenance and repairs performed.