



Massachusetts Cannabis Control Commission

Marijuana Cultivator

General Information:

License Number: MC281265
Original Issued Date: 09/12/2018
Issued Date: 09/10/2020
Expiration Date: 09/15/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Patriot Care Corp

Phone Number: 978-771-1434
Email Address: bmayerson@col-care.com

Business Address 1: 170 Lincoln Street
Business City: Lowell
Business State: MA
Business Zip Code: 01852
Business Address 2:
Mailing Address 1: 321 Billerica Road
Mailing City: Chelmsford
Mailing State: MA
Mailing Zip Code: 01854
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: RPA201838

RMD INFORMATION

Name of RMD: Patriot Care Corp
Department of Public Health RMD Registration Number: 005 (Lowell), 009 (Boston), 036 (Greenfield)
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: Percentage Of Control:
Role: Director Other Role:

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

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 18.6 Percentage Of Control: 18.6
Role: Executive / Officer Other Role:
First Name: Nicholas Last Name: Vita 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: 17.9 Percentage Of Control: 17.9
Role: Executive / Officer Other Role:
First Name: Michael Last Name: Abbott 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: Employee Other Role:
First Name: George Last Name: Agganis 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: Executive / Officer Other Role:
First Name: Mary-Alice Last Name: Miller Suffix:
Gender: Female User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 6

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

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Date generated: 12/03/2020

Percentage of Control: 100		Percentage of Ownership: 100	
Entity Legal Name: Columbia Care LLC		Entity DBA: DBA City:	
Entity Description: Delaware Limited Liability Company			
Foreign Subsidiary Narrative: Patriot Care Corp is 100% owned by Columbia Care LLC and Columbia Care, Inc (a Canadian company) is the parent of Columbia Care LLC.			
Entity Phone:	Entity Email:	Entity Website: www.col-care.com	
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: Columbia Care is the one of the nation's largest and most experienced manufacturers and providers of medical marijuana (and now adult use) products and services. Since first applying for licenses in Massachusetts in 2013 and being awarded 3 licenses, Columbia Care has provided all of the capital and know-how that has been required to build Patriot Care into the leading position that it enjoys today in the medical marijuana market in Massachusetts. Following the recent conversion of Patriot Care from a not-for-profit entity to a for-profit entity, Columbia Care is the sole member of Patriot Care Corp and thus owns 100% of the equity and control. It exercises its authority through executives of Columbia Care that are also executives of Patriot Care. Four of these executive also comprise 100% of the Board of Patriot Care Corp. Columbia Care LLC is 100% owned by Columbia Care Inc., a publicly traded company.			

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

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

Owner First Name:	Owner Last Name:	Owner Suffix:	
Entity Legal Name: Columbia Care LLC		Entity DBA:	
Entity Description: Delaware Limited Liability Company			
Entity Phone: 212-634-7100	Entity Email: info@col-care.com	Entity Website: www.col-care.com	
Entity Address 1: 680 Fifth Avenue		Entity Address 2: 24th Floor	
Entity City: New York	Entity State: NY	Entity Zip Code: 10019	Entity Country: USA
Entity Mailing Address 1: 321 Billerica Road		Entity Mailing Address 2: Suite B	
Entity Mailing City: Chelmsford	Entity Mailing State: MA	Entity Mailing Zip Code: 01824	Entity Mailing Country: USA

Business Interest in Other State 2

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

Owner First Name:	Owner Last Name:	Owner Suffix:
Entity Legal Name: Columbia Care, Inc.		Entity DBA:
Entity Description: British Columbia Corporation		
Entity Phone: 212-634-7100	Entity Email: info@col-care.com	Entity Website:
Entity Address 1: 680 Fifth Avenue		Entity Address 2:

Entity City: New York	Entity State: NY	Entity Zip Code: 10019	Entity Country: USA
Entity Mailing Address 1: 321 Billerica Road		Entity Mailing Address 2:	
Entity Mailing City: Chelmsford	Entity Mailing State: MA	Entity Mailing Zip Code: 01824	Entity Mailing Country: USA

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 170 Lincoln Street	
Establishment Address 2:	
Establishment City: Lowell	Establishment Zip Code: 01852
Approximate square footage of the Establishment: 40000	How many abutters does this property have?: 36
Have all property abutters have been notified of the intent to open a Marijuana Establishment at this address?: Yes	
Cultivation Tier: Tier 06: 40,001 to 50,000 sq. ft	Cultivation Environment: Indoor

FEE QUESTIONS

Cultivation Tier: Tier 06: 40,001 to 50,000 sq. ft Cultivation Environment: Indoor

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Community Outreach Meeting Documentation	CommunityOutreach_Lowell Cult_Mfg.pdf	pdf	5addf99a2654f0360aecf47b	04/23/2018
Plan to Remain Compliant with Local Zoning	Local Zoning Compliance_170 Lincoln.pdf	pdf	5adf09eb47a84a7e843c3b08	04/24/2018
Certification of Host Community Agreement	HostCert_PCC_Lowell.pdf	pdf	5b0eca4d5ba56c042922c865	05/30/2018

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.: \$367198.27

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	PlanForPositiveImpact_LowellCult&Mfg.pdf	pdf	5ae6098f39740e0d95e83c51	04/29/2018

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role:	Other Role:
First Name: Robert	Last Name: Mayerson Suffix:
RMD Association: RMD Manager	

Background Question: yes

Individual Background Information 2

Role: Other Role:
First Name: George Last Name: Agganis Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 3

Role: Other Role:
First Name: Mary-Alice Last Name: Miller Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 4

Role: Other Role:
First Name: Michael Last Name: Abbott Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 5

Role: Other Role:
First Name: David Last Name: Hart Suffix:
RMD Association: RMD Manager
Background Question: no

Individual Background Information 6

Role: Other Role:
First Name: Nicholas Last Name: Vita Suffix:
RMD Association: RMD Manager
Background Question: yes

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company Other Role:
Entity Legal Name: Columbia Care LLC Entity DBA:
Entity Description: Delaware Limited Liability Company
Phone: 212-634-7100 Email: info@col-care.com
Primary Business Address 1: 680 Fifth Avenue Primary Business Address 2: 24th Floor
Primary Business City: New York Primary Business State: NY Principal Business Zip Code:
10151
Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
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Secretary of Commonwealth - Certificate of Good Standing	PATRIOT CARE CORP-MA-Certificate of Good Standing...4_13_18.pdf	pdf	5ad7edb87212167e7aedd7cb	04/18/2018
Department of Revenue - Certificate of Good standing	MA DOR Certificate of Good Standing.pdf	pdf	5ad7edd3e459990d85448d85	04/18/2018
Articles of Organization	FILED Articles of Entity Conversion - 4_12_18.pdf	pdf	5ad8e37009fa3e0db3eebd5f	04/19/2018
Bylaws	Patriot Care Post Conversion By-Laws.pdf	pdf	5ad8e3e72654f0360aecf1e2	04/19/2018

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	Cert of good standing.pdf	pdf	5f0878ea72ae5809ead3eb39	07/10/2020
Department of Revenue - Certificate of Good standing	Patriot Care Certificate of Good Standing 05.28.2020.pdf	pdf	5f0878f7d8faab0a1e818ebf	07/10/2020
Department of Unemployment Assistance - Certificate of Good standing	PC MA DUA Certificate of Compliance 7.10.2020.pdf	pdf	5f0c57991f0df7704a5de844	07/13/2020

Massachusetts Business Identification Number: 463348302

Doing-Business-As Name: Patriot Care Corp

DBA Registration City: Lowell

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	COI_In Force Coverage_PCC Locations.pdf	pdf	5ad8e89c93460b0dc73ecc0a	04/19/2018
Proposed Timeline	Timeline_Cultivation and Manufacturing.pdf	pdf	5ae0769609fa3e0db3eec111	04/25/2018
Business Plan	Business Plan Summary_Combined.pdf	pdf	5af075bb9a67bb11cc7e4506	05/07/2018
Proposed Timeline	Timeline_Cultivation and Manufacturing_rev_7_26_18.pdf	pdf	5b59beedf002a22861568c83	07/26/2018

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Policies and Procedures for cultivating.	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0aea6fb0f811c2265e12	05/02/2018
Separating recreational from medical operations, if applicable	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b2aa6b56e3d675715d5	05/02/2018
Restricting Access to age 21 and older	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b361f5e4d0443cb5cba	05/02/2018
Security plan	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b416fb0f811c2265e16	05/02/2018
Storage of marijuana	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b5a9bcf5a047e351188	05/02/2018
Transportation of marijuana	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b665ba56c042922b861	05/02/2018

Inventory procedures	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b73da8de63d8fd165a5	05/02/2018
Quality control and testing	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b845ba56c042922b865	05/02/2018
Dispensing procedures	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0b919bcf5a047e35118e	05/02/2018
Personnel policies including background checks	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0ba15ba56c042922b869	05/02/2018
Record Keeping procedures	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0bb20d20bf11ae6d886d	05/02/2018
Maintaining of financial records	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0bc71f5e4d0443cb5cc2	05/02/2018
Diversity plan	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0bdada8de63d8fd165b3	05/02/2018
Qualifications and training	ApplicationIndex_P&P_Cultiv.pdf	pdf	5aea0be89eb86611ea7d3858	05/02/2018
Policies and Procedures for cultivating.	Lowell Cult P&P.pdf	pdf	5f198c311f0df7704a5e0a71	07/23/2020

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: Patriot Care is extremely proud of the program it first created in 2018 as part of our commitment to social equity and inclusion. Patriot Care has developed and provided courses at local colleges (Bunker Hill Community College, Greenfield Community College and Cape Cod Community College) for the past two years, and plans to continue to do so. The program is intended to benefit those who want to enter the industry through either ownership or just working in the industry. Students pay a modest fee to attend and all proceeds go to the Colleges to cover their costs. Since September 2018 our program statistics are as follows:

- Have run five 1-day and four 2-day courses.
 - o 39 hours of total classroom time
 - o 144 hours of collective executive time teaching the courses
- Over 200 students have attended the program

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success:

Columbia Care values diversity in every form and supports initiatives to ensure all employees feel included in the workplace. Columbia Care's Diversity & Inclusion Committee works together and with others in the organization to drive internal inclusion efforts as well as external candidate sourcing. The committee is charged with identifying ways to enhance the employee experience and employment brand; and building recruiting plans with a diverse focus on gender, ethnicity, veterans, and disability status. Since September 2019, the Diversity & Inclusion Committee has established a Women's Affinity group and a People of Color Affinity group which allow employees to work with like individuals towards a common business goal while enhancing relationships and diverse mentorship opportunities across the organization. Columbia Care continues to partner with Women Grow in support of women in the cannabis industry who are looking to expand their own business and/or grow into leadership within the industry and is currently looking for opportunities to partner with other national diversity-focused organizations. In addition, Columbia Care instituted a mandate that all executive positions have at least one diverse candidate in the finalist slate. Since that initiative began, Columbia Care has hired one and promoted four executives. 3/5 of those executives are diverse by gender and/or ethnicity.

Since September 2019, Patriot Care has hired 10 females and at least 7 individuals in minority ethnic groups. Patriot Care regularly facilitates cannabis education seminars at Greenfield Community College, Bunker Hill Community College and Cape Cod Community College. In addition, Patriot Care provides financial and human support to local diverse organizations such as: Irish International Immigration Center, Compassionate Care ALS, AIDS Action Committee, Project Hope, Merrimack Valley Food Bank, Greater Boston Food Bank and Greenfield Education Fund.

HOURS OF OPERATION

Monday From: 7:00 AM	Monday To: 11:30 PM
Tuesday From: 7:00 AM	Tuesday To: 11:30 PM
Wednesday From: 7:00 AM	Wednesday To: 10:00 PM
Thursday From: 6:00 AM	Thursday To: 11:30 PM
Friday From: 7:00 AM	Friday To: 11:30 PM
Saturday From: 8:30 AM	Saturday To: 5:00 PM
Sunday From: 8:30 AM	Sunday To: 5:00 PM

Community Outreach Meeting Attestation Form

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

I, Robert Mayersaw, (insert name) attest as an authorized representative of Patnor Care Corp (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 29, 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 15, 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 12, 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 12, 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.

Classifieds

101 Antique Autos

PICKED UP WITHIN 24 HRS
603-303-2866
Junk Cars & Trucks
WANTED.
Pay Up to \$800

132 Wanted Will Buy Autos

John's Truck & Auto Salvage
Paying up to \$1000 for
junk cars & trucks.
Call 800-894-4361

214 Attic, Cellar & Odd Jobs

Attics - Cellars -
& Yards Cleaned.
Appliances, pools
sheds removed.
Demolition,
handyman jobs,
95% Recycled.
Free Estimates.
Call Jay: 508-633-6538
or email:
jaydolans3@gmail.com
Veteran

Public Notice

Invitation for Bids
(FBI) 2018-9-
The Lowell Housing
Authority (LHA) invites
sealed bids from qualified
vendors for to furnish and
install a fire suppression
system at multiple
locations throughout the
LHA in Lowell, MA in

214 Attic, Cellar & Odd Jobs

John's Cleanout & Removal
SNOW & ICE REMOVAL
Office, Attics, Yards, Basements, Garages, Decks & clearings of any size. Bagged pickup, Boreal service. Licensed & insured. No job too big or small. Lowest Rates. We take it all. Free Estimates
Senior Citizen Discount.
Call 978-455-0741
(office) or
978-221-8879

Public Notice

Commonwealth of Massachusetts
Probate and Family Court
Middlesex Division Docket
No. 1818CV049EA
INFORMAL PROBATE
PUBLICATION NOTICE
Estate of Patricia A. Rose
Date of Death:
December 21, 2017
To all persons interested in the above captioned estate, by Petition of
Petitioner Jean-Marc Roy
of Lowell, MA

Jean-Marc Roy of Lowell, MA, has been informally appointed as the Personal Representative of the estate to serve without surety on the bond. The estate is being administered under informal procedure by the Personal Representative under the Massachusetts Uniform Probate Code without supervision by the

Public Notice

LEGAL NOTICE
Notice is hereby given in accordance with 935 CMR 500.101 of the administrative rules adopted by the
Massachusetts Cannabis Control Commission that Patrick Carr Corp. will hold a community outreach hearing on Thursday, March 29, 2018 at 6:30 pm at the UNHSS Lowell, MA and Conference Center, 50 Warren St., Lowell, MA 01852 regarding its application of intent to operate an adult use marijuana establishment for cultivation and manufacturing, co-located with its licensed medical dispensary cultivation and manufacturing facility at 170 Lincoln Street, Lowell, MA 01852.

Public Notice

Dispersary cultivation and manufacturing facility at 170 Lincoln Street, Lowell, MA 01852. Members of the public are encouraged to attend to hear the presentation of the applicant and those in attendance shall be permitted to ask questions related to their co-located establishment at this location.
March 15, 2018

Trial Court of Massachusetts The Superior Court
Michael A. Sullivan, Clerk
Middlesex County -
Middlesex County -
360 Grafton Street
Lowell, MA 01852
Docket Number
18CV00000

Public Notice

DOCUMENT 00010
ADVERTISING FOR BIDS
The Board of Water Commissioners for the West Gorton Water Supply District, West Gorton, Massachusetts, will receive sealed General Bids for Contract No. 2017-01 Townsend Road Pump Station Upgrades, until 10:00 a.m. local time, on Thursday, April 12, 2018 at the Office of the West Gorton Water Supply District, 305 Townsend Road, West Gorton, MA 01472, at which time and place all Bids will be publicly opened and read aloud. Bids submitted after this time will not be accepted.

Public Notice

The Board of Water Commissioners for the West Gorton Water Supply District, West Gorton, Massachusetts, will receive sealed Bids for the Electrical Division 18 - all sections) Field Subbids for Contract No. 2017-01, Townsend Road Pump Station Upgrades, until 10:00 a.m. local time, on Thursday, March 29, 2018 at the Office of the West Gorton Water Supply District, 305 Townsend Road, West Gorton, MA 01472, at which time and place all Bids will be publicly opened and read aloud. Bids submitted after this time will not be accepted.

In general, the scope of Work consists of, but is not limited to, furnishing all necessary labor, materials, equipment and incidentals to remove existing equipment and to upgrade the existing pump station with all related work complete as specified. The Project also includes furnishing and installing submersible well pumps and motors in each of the four (4) existing gravel-piled wells, and exterior water piping and appurtenances. The Project is being funded by the United States Department of Agriculture (USDA) Rural Development (RD). The estimated cost for this Project is approximately \$1,000,000.00. A copy of the Contract documents for this Work may be obtained from Nashoba Blue, Inc., 433 Main Street, #5, Hudson, Massachusetts 01749 upon the deposit of \$50.00 by check or money order made payable to AP Associates, Inc. Such deposits will be refunded if the Contract Documents are returned in good condition, postpaid if mailed, within thirty (30) days after the opening of bids. Contract Documents will be mailed to prospective Bidders upon receipt of a separate check or money order for \$40.00 made payable to Nashoba Blue, which will not be refunded. Deposits and mail fees that are sent to Nashoba Blue by mail, Federal Express, UPS or any type of carrier, shall be addressed to the attention of "Spec/Plan Request - West Gorton". The Contract Documents may be examined (only during business hours from 9:00 a.m. to 1:00 p.m. Monday through Friday at: West Gorton Water Supply District

Public Notice

Commonwealth of Massachusetts
Probate and Family Court
Middlesex Division Docket
No. 1818CV039EA
INFORMAL PROBATE
PUBLICATION NOTICE
Estate of Edward P. Poplin
Date of Death:
October 6, 2017
To all persons interested in the above captioned estate, by Petition of
Petitioner Tammy Deauville of Lowell, MA
Tammy Deauville of Lowell, MA has been informally appointed as the Personal Representative of the estate to serve without surety on the bond. The estate is being administered under informal procedure by the Personal Representative under the Massachusetts Uniform Probate Code without supervision by the court. Inventory and accounts are not required to be filed with the court, but interested parties are entitled to notice regarding the administration from the Personal Representative and can petition the Court in any matter relating to the estate, including distribution of assets and expenses of administration. Interested parties are entitled to petition the Court to institute formal proceedings and to obtain orders terminating or restricting the powers of Personal Representatives appointed under informal procedure. A copy of the Petition and Will, if any, can be obtained from the

Public Notice

COMMONWEALTH OF MASSACHUSETTS
LAND COURT
DEPARTMENT OF THE TRIAL COURT
18SM00965
ORDER OF OFFICE
To: Brian C. Oliveira
and to all persons entitled to the benefit of the Servicemembers Civil Relief Act, 50 U.S.C. 50

PHH Mortgage Corporation claiming to have an interest in a Mortgage covering real property in Lowell, numbered 22 Harrison Street, Unit 1, Condominium, given by Brian C. Oliveira to Mortgage Electronic Registration Systems Inc., as Nominee for NE Mortgage Mortgage, LLC, dated October 26, 2009, and recorded in the Middlesex County (Northern District) Registry of Deeds in Book 23472, Page 292, and now held by the Plaintiff by assignment, has/have filed with this court a complaint for determination of Defendant's/Defendants' Servicemembers status. If you now are, or recently have been, in the active military service of the United States of America, then you may be entitled to the benefits of the Servicemembers Civil Relief Act. If you object to a foreclosure of the above mentioned property on that basis, then you or your attorney must file a written appearance and answer in this court at 390 Pier Street, Boston, MA no later than

Public Notice

MORTGAGEE'S SALE OF REAL ESTATE
By virtue and in execution of the Power of Sale contained in a certain mortgage given by Roland P. Bourassa and Donna M. Bourassa to Lowell Cooperative Bank dated October 25, 2005, Middlesex North District Registry of Deeds, Book 19454, Page 210, of which mortgage the undersigned, Sage Bank, formerly known as Lowell Cooperative Bank, is the present holder, for breach of the conditions of said mortgage and for the purpose of foreclosing the same will be sold at Public Auction at 1:00 P.M. on the fifth day of April, A.D. 2018, on the premises being known as 70 Mount Pleasant Street, Lowell, Massachusetts, all and singular the premises described in said mortgage.

Public Notice

To wit:
The land in Lowell, Middlesex County, Massachusetts, with the buildings thereon, situated on the southwest side of Mount Pleasant Street, and being shown as Lot 4 on a plan of land entitled "Subdivision Plan of Land in Lowell, MA, belonging to Robert & Katherine Charité, completed by Village Engineering & Surveying, District 1A, Scale: 1" = 40', dated June 25, 1962, which plan is recorded with Middlesex North District Registry of Deeds, Plan Book 136, Plan 150, bounded and described as follows:
NORTHEASTERLY by Mount Pleasant Street, as shown on said plan, 65.0 feet;
SOUTHEASTERLY by land of George & Doris Bianchiella, as shown on said plan, 108.0 feet;
SOUTHWESTERLY by Lot 1, as shown on said plan, 65.0 feet; and
NORTHWESTERLY by Lot 3, as shown on said plan, 108.0 feet.

Containing 7.020 square feet of land, more or less, according to said plan.
Fiduciary of the said deed of Robert R. Charité dated July 22, 1963, recorded with Middlesex North District Registry of Deeds, Book 2634, Page 413, which currently has the address of 70 Mount Pleasant Street, Lowell, Massachusetts 01850
The premises will be sold subject to and with the benefit of all rights, restrictions, easements, improvements, covenants, outstanding tax liens, municipal or other public taxes, assessments, back taxes, liens or claims in the nature of liens and existing encumbrances of record created prior to the mortgage or referred to in the mortgage, if any there be, insofar as the same are still in force and applicable to the premises. The Mortgage referenced above is subject to an Amendment to Mortgage dated October 10, 2012, recorded with Middlesex North District Registry of Deeds, Book 26321, Page 126.
In the event that the successful bidder at the foreclosure

Public Notice

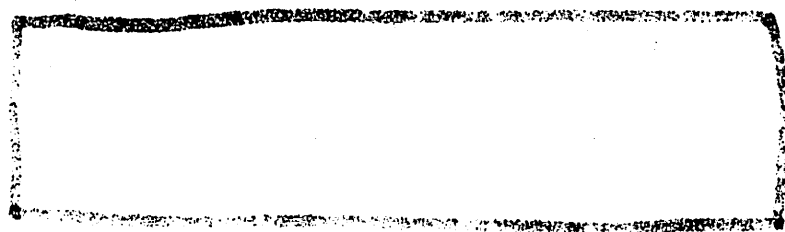
MORTGAGEE'S SALE OF REAL ESTATE
By virtue and in execution of the Power of Sale contained in a certain mortgage given by Roland P. Bourassa and Donna M. Bourassa to Lowell Cooperative Bank dated October 25, 2005, Middlesex North District Registry of Deeds, Book 19454, Page 210, of which mortgage the undersigned, Sage Bank, formerly known as Lowell Cooperative Bank, is the present holder, for breach of the conditions of said mortgage and for the purpose of foreclosing the same will be sold at Public Auction at 1:00 P.M. on the fifth day of April, A.D. 2018, on the premises being known as 70 Mount Pleasant Street, Lowell, Massachusetts, all and singular the premises described in said mortgage.

Public Notice

To wit:
The land in Lowell, Middlesex County, Massachusetts, with the buildings thereon, situated on the southwest side of Mount Pleasant Street, and being shown as Lot 4 on a plan of land entitled "Subdivision Plan of Land in Lowell, MA, belonging to Robert & Katherine Charité, completed by Village Engineering & Surveying, District 1A, Scale: 1" = 40', dated June 25, 1962, which plan is recorded with Middlesex North District Registry of Deeds, Plan Book 136, Plan 150, bounded and described as follows:
NORTHEASTERLY by Mount Pleasant Street, as shown on said plan, 65.0 feet;
SOUTHEASTERLY by land of George & Doris Bianchiella, as shown on said plan, 108.0 feet;
SOUTHWESTERLY by Lot 1, as shown on said plan, 65.0 feet; and
NORTHWESTERLY by Lot 3, as shown on said plan, 108.0 feet.

Containing 7.020 square feet of land, more or less, according to said plan.
Fiduciary of the said deed of Robert R. Charité dated July 22, 1963, recorded with Middlesex North District Registry of Deeds, Book 2634, Page 413, which currently has the address of 70 Mount Pleasant Street, Lowell, Massachusetts 01850
The premises will be sold subject to and with the benefit of all rights, restrictions, easements, improvements, covenants, outstanding tax liens, municipal or other public taxes, assessments, back taxes, liens or claims in the nature of liens and existing encumbrances of record created prior to the mortgage or referred to in the mortgage, if any there be, insofar as the same are still in force and applicable to the premises. The Mortgage referenced above is subject to an Amendment to Mortgage dated October 10, 2012, recorded with Middlesex North District Registry of Deeds, Book 26321, Page 126.
In the event that the successful bidder at the foreclosure

Attachment A





March 12, 2018

Michael Geary
City Clerk
City of Lowell
375 Merrimack Street
1st Floor, Room 31
Lowell, MA 01852

Notice is herewith given in accordance with 935 CMR 500.101 of the administrative rules adopted by the Massachusetts Cannabis Control Commission that Patriot Care Corp. will hold a community outreach hearing on Thursday March 29, 2018 at 6:30 pm at the UMASS Lowell Inn and Conference Center, 50 Warren St, Lowell MA 01852 regarding its application of intent to operate an adult use marijuana establishment for cultivation and manufacturing, co-located with its licensed medical Registered Marijuana Dispensary cultivation and manufacturing facility at 170 Lincoln Street, Lowell, MA 01852. Members of the public are encouraged to attend to hear the presentation of the applicant and those in attendance shall be permitted to ask questions related to their co-location of an adult use marijuana establishment at this location.

Patriot Care Corp

2018 MAR 12 PM 12:44
CITY CLERK'S OFFICE
CITY OF LOWELL
RECEIVED



March 12, 2018

[REDACTED]
[REDACTED]
Lowell, MA 01852

Notice is herewith given in accordance with 935 CMR 500.101 of the administrative rules adopted by the Massachusetts Cannabis Control Commission that Patriot Care Corp. will hold a community outreach hearing on Thursday March 29, 2018 at 6:30 pm at the UMASS Lowell Inn and Conference Center, 50 Warren St, Lowell MA 01852 regarding its application of intent to operate an adult use marijuana establishment for cultivation and manufacturing, co-located with its licensed medical Registered Marijuana Dispensary cultivation and manufacturing facility at 170 Lincoln Street, Lowell, MA 01852. Members of the public are encouraged to attend to hear the presentation of the applicant and those in attendance shall be permitted to ask questions related to their co-location of an adult use marijuana establishment at this location.

Patriot Care Corp

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The first of the year was a very dry one, and the
crops were very poor. The weather was very hot,
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and the weather was very hot.

~~SECRET~~
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Local Zoning Compliance

The Patriot Care cultivation and manufacturing facility located at 170 Lincoln Street in Lowell, MA has been operational since October 2015 and is in full compliance with all local zoning regulations. The facility operates in a zone where its present and intended use is considered “by right” and no special permits from the City were or are required.



Host Community Agreement Certification Form

Applicant

I, Robert Mayerson, certify as an authorized representative of Patriot Care Corp that the applicant has executed a host community agreement with the City of Lowell Massachusetts pursuant to G.L.c. 94G § 3(d) on May 30, 2018 (insert date).

[Signature]
Signature of Authorized Representative of Applicant

Host Community

I, Eileen M. Donoghue, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for the City of Lowell Massachusetts to certify that the applicant and the City of Lowell has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on May 30, 2018 (insert date).

[Signature]
Signature of Contracting Authority or
Authorized Representative of Host Community



Plan for Positive Impact

Patriot Care's cultivation and manufacturing facility and two of our three dispensaries are located in communities of disproportionate impact (Lowell and Greenfield). Our third dispensary (in Boston) is not located directly in an area of disproportionate impact, though there are many such areas in close proximity that we draw patients and employees from.

Starting before we began operating in the Fall of 2015, we have contributed generously to our host communities through charitable giving and contributions in each municipality. We actively seek to hire employees who live in our communities. In Lowell, for instance, we have more than 100 employees and a payroll exceeding \$3 million. We have grown into one of the largest employers in the City of Lowell. All of our full-time employees receive medical/dental benefits, short-term disability coverage, life insurance and paid-time off. Our part time associates earn paid time off as well. We, along with our associates, patronize local businesses, adding to the economic development of disproportionately impacted communities.

We will continue to do so as a Marijuana Establishment because being a good corporate citizen is part of our culture. We are furthermore in the process of developing an apprenticeship and educational program primarily for the benefit of those who come from and live in disproportionately affected communities in and around the facilities that we operate. We anticipate having this program up and running by the Fall of 2018.



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

William Francis Galvin
Secretary of the
Commonwealth

Date: April 13, 2018

To Whom It May Concern :

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

PATRIOT CARE CORP

is a domestic corporation organized on **April 12, 2018** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

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

Secretary of the Commonwealth

Certificate Number: 18040284810

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

Processed by:



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



PATRIOT CARE CORP
70 INDUSTRIAL AVE E STE B
LOWELL MA 01852-5110

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, PATRIOT CARE CORP 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

D

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

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

FORM

Patriot Care Corp. is a Medical
Marijuana Treatment Center with the
Department of Public Health in accordance
with 105 CMR 725.004 as of April 10, 2018.

Bryan Harter
Bryan Harter
Director

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

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

ARTICLE I

The exact name of the corporation upon conversion is:

Patriot Care Corp.

ARTICLE II

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

ARTICLE III

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

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
		Common	100	0.001

ARTICLE IV

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

The Common Stock shall have the sole and exclusive power to vote on any matter submitted to the stockholders of the Corporation.

ARTICLE V

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

None

ARTICLE VI

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

See Attachment Sheet VI

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

ARTICLE VII

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

ARTICLE VIII

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

- a. The street address of the initial registered office of the corporation in the commonwealth:
70 Industrial Avenue East, Lowell, MA 01852
- b. The name of its initial registered agent at its registered office:
Mary-Alice Miller
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: **Nicholas Vita**

Treasurer: **Jill Enders**

Secretary: **Mary-Alice Miller**

Director(s): **Nicholas Vita, Michael Abbott, David Hart, Robert Mayerson**

- d. The fiscal year end of the corporation:
12/31
- e. A brief description of the type of business in which the corporation intends to engage:
The purpose of the corporation is to serve as a Registered Marijuana Dispensary ("RMD").
- f. The street address of the principal office of the corporation:
70 Industrial Avenue East, Lowell, MA 01852
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

70 Industrial Avenue East, Lowell, MA 01852, which is
(number, street, city or town, state, zip code)

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

Signed by: **Mary-Alice Miller**
(signature of authorized individual)

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

on this **12th** day of **April**, **2018**

COMMONWEALTH OF MASSACHUSETTS

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

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

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

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

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Examiner

Name approval

C

M

Filing fee: Minimum \$250

TO BE FILLED IN BY CORPORATION
Contact Information:

Telephone: _____

Email: _____

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

As of April 13, 2018

PATRIOT CARE CORP.

BYLAWS

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BYLAWS
OF
PATRIOT CARE CORP.

ARTICLE I

ARTICLES OF ORGANIZATION

The name of the corporation shall be as set forth in the articles of organization. The corporation shall have the purpose of engaging in any lawful business, unless a more limited purpose is set forth in the articles of organization. The powers of the corporation shall be all powers as set forth in the Massachusetts Business Corporation Act (the “Act”), unless more limited powers or restrictions on any powers are set forth in the articles of organization. The powers of the corporation’s directors and Shareholders, or any class of Shareholders if the corporation has more than one class of stock, and all matters concerning the conduct and regulation of the business and affairs of the corporation shall be subject to such provisions in regard thereto, if any, as are set forth in the articles of organization. In the event of any inconsistency between the articles of organization and these bylaws, the articles of organization shall be controlling. All references in these bylaws to the articles of organization shall be construed to mean the articles of organization of the corporation as from time to time in effect.

ARTICLE II

SHAREHOLDERS

1. Annual Meeting.

The annual meeting of shareholders shall be held at 10:00 A.M., or at such other time as the board of directors shall determine, on June 30 in each year unless such date is a legal holiday. If such date is a legal holiday, then the annual meeting shall be held at the same hour on the next succeeding business day not a legal holiday. The purposes for which an annual meeting is to be held include the election of directors and transacting such other business as may properly be brought before such meeting.

2. Special Meetings.

A special meeting of shareholders may be called at any time by the president or by the directors. Upon written application of one or more Shareholders who hold in the aggregate at least ten percent of all votes, which written application or applications shall be signed and dated by such shareholders and shall state the purpose for which the meeting is to be held, a special meeting shall be called by the secretary, or in case of the death, absence, incapacity or refusal of the secretary, by any other officer. Each call of a meeting shall state the place, date, hour and purposes of the meeting.

3. Place of Meetings.

The place at which any special or annual meeting of shareholders shall be held shall be fixed by the board of directors. Meetings of shareholders may be held at any physical location in or outside Massachusetts. Any adjourned session of any meeting of the shareholders shall be held at the place designated in the vote of adjournment, or if no such place is designated, at the same place or by the same remote communication method as the adjourned meeting.

In addition, the board of directors may authorize any meeting to be held solely by remote communication with no fixed physical location, or may authorize that any shareholder or proxy not physically present at a meeting may participate in the meeting and be deemed present and entitled to vote. In the event that any shareholder or proxy is permitted to participate in a meeting by means of remote electronic communication: (a) the corporation shall implement reasonable measures to verify that each person present and permitted to vote at a meeting is a shareholder or proxy; (b) the corporation shall implement reasonable measures to provide such shareholders and proxies a reasonable opportunity to participate in the meeting and vote; and (c) if a shareholder or proxy votes or takes other action by remote communication at the meeting, a record of the vote or other action shall be maintained by the corporation.

4. Record Date for Purpose of Meetings.

The directors may fix in advance a time not more than 70 days before the date of any meeting of shareholders as the record date for determining the shareholders having the right to notice of and to vote at such meeting and any adjournment thereof. In such case only shareholders of record on such date shall have such right, notwithstanding any transfer of shares on the books of the corporation after the record date. If no record date is fixed, the record date for determining shareholders having the right to notice of or to vote at a meeting of shareholders shall be at the close of business on the day before the day on which notice is given. If any meeting is adjourned to a date more than 120 days after the date fixed for the original meeting, the directors shall fix a new record date.

5. Notice of Meetings.

Written notice of the place, day and hour of all meetings of shareholders shall be given by the secretary, the assistant secretary or an officer designated by the directors, at least seven days but no more than 60 days before the meeting, to each shareholder entitled to vote thereat and to each shareholder who, by the Act, under the articles of organization or under these bylaws, is entitled to such notice. Notice of an adjourned meeting shall be given only if a new record date is fixed, in which case notice shall be given to all shareholders as of the new record date. The notice of a meeting shall state the purposes of the meeting. At a special meeting of shareholders, only business within the purpose or purposes described in the meeting notice may be conducted. Notice may be given by leaving such notice with the shareholder or at his residence or usual place of business, by mailing it, postage prepaid, and addressed to such shareholder at his address as it appears in the books of the corporation, by facsimile telecommunication directed to a number furnished by the shareholder for the purpose, by electronic mail to the electronic mail address of the shareholder as it appears in the books of the corporation, or by any other electronic transmission (defined as any process of communication that does not directly involve the physical transfer of paper and that is suitable for the retention, retrieval and reproduction of information by the recipient). The

corporation shall be entitled to rely on the address of a shareholder last notified to the corporation. In case of the death, absence, incapacity or refusal of the secretary, the assistant secretary or the officer designated by the directors, such notice may be given by any other officer or by a person designated either by the secretary or by the person or persons calling the meeting or by the board of directors. Whenever notice of a meeting is required to be given to a shareholder under any provision of the Act or of the articles of organization or these bylaws, no such notice need be given to a shareholder, if a written waiver of notice, executed before or after the meeting by such shareholder or his attorney, thereunto authorized, is filed with the records of the meeting.

6. Shareholders List for Meeting.

After fixing a record date for a meeting of shareholders, the secretary shall prepare an alphabetical list of all shareholders who are entitled to notice of the meeting. The shareholders list shall be available for inspection by any shareholder, his agent or attorney during the period beginning two days after notice of the meeting is given and continuing through the meeting at the corporation's principal office, at a place identified in the meeting notice or, if the meeting is to be held only by remote communication, on a reasonably accessible electronic network, provided that the information required to gain access to such list is provided with the notice of the meeting. A shareholder or his agent or attorney may copy the list at the principal office at his own expense as permitted by the Act.

7. Quorum.

At any meeting of the shareholders, a majority in interest of all the shares issued, outstanding and entitled to vote upon a question to be considered at such meeting shall constitute a quorum for the consideration of such question, except that, if two or more voting groups are entitled to vote upon such question as separate voting groups, then, in the case of each such voting group, a quorum shall consist of a majority of the votes entitled to be cast by the voting group for action on that matter. Notwithstanding the foregoing, shareholders, by a majority of the votes properly cast upon the question whether or not a quorum is present, may adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. A share once represented for any purpose at a meeting is deemed present for quorum purposes for the remainder of the meeting and for any adjournment thereof, unless (a) the shareholder attends solely to object to lack of notice, defective notice, or the conduct of the meeting on other grounds, and does not vote the shares or otherwise consent that they are to be deemed present; or (b) in the case of an adjournment, a new record date is or shall be set for that adjourned meeting.

8. Voting and Proxies.

Unless otherwise provided by the articles of organization, each shareholder shall have one vote for each share held by him of record on the record date and entitled to vote on the question or questions to be considered at any meeting of the shareholders according to the records of the corporation. Shareholders may vote either in person or by proxy appointed by written appointment form signed by the shareholder or his attorney in fact. An appointment form shall be valid for the period stated therein, or, if no period is stated, for a period of 11 months from the date the shareholder signed the form, or the date of its receipt by the secretary or his agent, if undated. Appointment forms shall be filed with the secretary or other officer or agent authorized to tabulate votes before being voted. Except as otherwise limited therein, appointment forms appointing

proxies for a particular meeting shall entitle the persons named therein to vote at any adjournment of such meeting but shall not be valid after final adjournment of such meeting.

9. Action at Meeting.

When a quorum of a voting group is present for the consideration of a matter at any meeting of the shareholders, favorable action on a matter, otherwise than the election of directors, is taken by the voting group if a majority in interest of the shares present in person or by proxy and entitled to vote on such question votes in favor of the action, except where a larger vote is required by the Act, the articles of organization or these bylaws. Any election of directors by a voting group shall be determined by a plurality of the votes cast by shareholders in the voting group present in person or by proxy at the meeting and entitled to vote in the election. No ballot shall be required for such election unless requested by a shareholder present in person or by proxy at the meeting and entitled to vote in the election. Shares of the corporation are not entitled to vote if they are owned, directly or indirectly, by another entity of which the corporation owns, directly or indirectly, a majority of the voting interests. The corporation may, however, vote any shares, including its own shares, held by it, directly or indirectly, in a fiduciary capacity.

10. Action without Meeting.

Any action required or permitted to be taken at any meeting of the shareholders may be taken without a meeting by all shareholders entitled to vote on the action, or if the articles of organization so provide, by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting, as evidenced by written consents of such shareholders that describe the action taken, are signed by shareholders having the requisite votes, bear the date of the signatures of such shareholders, and are delivered to the corporation for inclusion with the records of meetings within 60 days of the date of the earliest dated consent delivered to the corporation. The corporation must, at least seven days before it takes any action in reliance on consent obtained in accordance with this provision, give written notice of its intended action to shareholders not entitled to vote on the action in any case where the Act would require such notice if the action were to be taken by voting shareholders at a meeting, and, if the action will be taken with less than unanimous consent, to all shareholders entitled to vote who did not consent to the action. Such notice shall be accompanied by the same material that the Act or these bylaws would require to be sent to such shareholders with a notice of meeting. The corporation may, for convenience, specify an effective date for such consents, provided that the corporation shall not take action in reliance upon such consents except in compliance with the articles of organization and these bylaws.

11. Electronic Action.

Any vote, consent, waiver, proxy appointment or other action by a shareholder shall be considered given in writing, dated and signed if it consists of an electronic transmission that allows the corporation to determine: (a) the date the transmission was sent; and (b) that the sender of the transmission was the relevant shareholder, proxy, or agent, or a person authorized to act on any such person's behalf. The date on which the electronic transmission was sent shall be considered the date on which it was signed.

ARTICLE III

DIRECTORS

1. Powers.

All corporate power shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, a board of directors, subject to any limitation set forth in the articles of organization or in a shareholders' agreement. In the event of a vacancy in the board of directors, the remaining directors may exercise the powers of the full board until the vacancy is filled.

2. Election and Enlargement of Board.

The board of directors shall consist of at least one director. Unless otherwise provided in the articles of organization, if the corporation has more than one shareholder, the number of directors shall not be less than three, except that whenever there shall be only two shareholders, the number of directors shall not be less than two. The board of directors shall consist of a number of directors not less than the number prescribed by the preceding sentence and not more than five, and within such range, the number of directors shall be fixed from time to time by vote of a majority of the directors then in office or by the shareholders. The number of directors may be decreased or increased beyond such range only by vote of the shareholders. No director need be a shareholder.

3. Vacancies.

Any vacancy in the board of directors, including a vacancy resulting from the enlargement of the board, may be filled by the shareholders, by the board of directors, or if the directors remaining in office constitute fewer than a quorum, they may fill the vacancy by the vote of a majority of all the directors remaining in office. If the vacant office was held by a director elected by a voting group of shareholders, only the shareholders of that voting group or directors elected by that voting group are entitled to fill the vacancy.

4. Tenure.

Except as otherwise provided by the articles of organization or by these bylaws, each director shall hold office until the next annual meeting of shareholders and thereafter until such director's successor is elected and qualified or until such director sooner dies, resigns, is removed or becomes disqualified.

5. Committees.

The directors may, by vote of a majority of all directors then in office, elect from their number an executive or other committees, provided however that if the articles of organization or these bylaws provide that the number of directors required to take board action is greater than a majority of all directors then in office, then the vote of such greater number shall be required to elect any committee. Except as the directors may otherwise determine, any such committee may make rules for the conduct of its business, but unless otherwise provided by the directors or in such rules, its business shall be conducted as nearly as may be in the same manner as is provided by these bylaws for the directors. The directors may delegate to any committee some or all of their

powers except those which they are prohibited from delegating by any provision of law or by the articles of organization or these bylaws. Without limitation of the foregoing, a committee may not (a) authorize distributions; (b) approve or propose to shareholders action that is required by law to be approved by shareholders; (c) change the number of the board of directors, remove directors from office or fill vacancies on the board of directors; (d) amend the articles of organization; (e) adopt, amend or repeal these bylaws; or (f) authorize or approve reacquisition of shares, except according to a formula or method prescribed by the board of directors.

6. Meetings.

Regular meetings of the directors may be held without call or notice at such places and at such times as the directors may from time to time determine. Any or all of the directors may participate in a meeting of the directors or of a committee thereof by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting; and participation by such means shall constitute presence in person at any such meeting.

A regular meeting of the directors may be held immediately following the annual meeting of shareholders at the same place as such shareholders' meeting. Special meetings of the directors may be held at any time and place designated in a call of the meeting by the chairman of the board, if any, the president or two or more directors.

7. Notice of Special Meetings.

Notice of the date, time and place of all special meetings of the directors shall be given to each director by the secretary, or assistant secretary, or by the officer or one of the directors calling the meeting. Notice shall be given to each director in person, by telephone, voice mail, facsimile telecommunication, telegram or other electronic means sent to his usual or last known business or home address or phone number or by electronic mail to the electronic mail address of the director as last notified to the corporation at least 24 hours in advance of the meeting or by mailing it to either such business or home address at least 48 hours in advance of the meeting. Notice need not be given to any director if a written waiver of notice, executed by him before or after the meeting, is filed with the records of the meeting, or to any director who attends the meeting without protesting, prior to or at the meeting's commencement, the lack of notice to him. A notice or waiver of notice of a directors' meeting need not specify the purposes of the meeting.

8. Quorum.

At any meeting of the directors, a quorum of the board of directors shall be a majority of the number of directors fixed pursuant to Section 2 of this Article, or if no such number was prescribed, a majority of the directors in office immediately before the meeting begins. Any meeting may be adjourned from time to time 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.

9. Action at Meeting.

If a quorum is present when a vote is taken, the vote of a majority of the directors present is an act of the board of directors, unless the articles of organization or these bylaws require the vote of a greater number of directors.

10. Action by Consent.

Any action required or permitted to be taken at any meeting of the directors may be taken without a meeting if all directors then in office consent to the action in a writing signed by each director, or by electronic transmission delivered to the corporation to the address specified by the corporation for the purpose or, if no address is specified, to the principal office of the corporation addressed to the secretary or other officer or agent having custody of the records of proceedings of directors, provided that such written consents and/or electronic transmissions shall be included in the minutes or filed with the corporate records reflecting the action taken. Action taken by written consent is effective when the last director signs or delivers consent, unless the consent specifies a different effective date. Consents given in accordance with this provision shall be treated as a vote of the directors for all purposes.

ARTICLE IV

OFFICERS

1. Enumeration.

The officers of the corporation shall consist of a president, a treasurer, a secretary, and such other officers, if any, including a chairman and a vice chairman of the board of directors, one or more vice presidents, assistant treasurers and assistant secretaries, as the incorporators at their initial meeting or the directors from time to time may choose or appoint.

2. Appointment.

The president, treasurer and secretary shall be appointed annually by the directors at their first meeting following the annual meeting of shareholders. Other officers, if any, may be appointed by the board of directors at such meeting or at any other time.

3. Vacancies.

If any office becomes vacant by reason of death, resignation, removal, disqualification or otherwise, the directors may choose a successor or successors, who shall hold office for the unexpired term, except as otherwise provided by the Act, by the articles of organization or by these bylaws.

4. Qualification.

The president may, but need not be, a director. No officer need be a shareholder. Any two or more offices may be held by the same person. Any officer may be required by the directors to give bond for the faithful performance of his duties to the corporation in such amount and with such sureties as the directors may determine.

5. Tenure.

Except as otherwise provided by the articles of organization or by these bylaws, the president, treasurer and secretary shall hold office until the first meeting of the directors following the annual meeting of shareholders, and thereafter until such officer's successor is chosen and

qualified; and all other officers shall hold office until the first meeting of the directors following the annual meeting of the shareholders or the special meeting in lieu thereof, unless a shorter term is specified in the vote choosing or appointing them, or in each case until such officer sooner dies, resigns, is removed or becomes disqualified.

6. Chairman and Vice Chairman of the Board.

A chairman or vice chairman of the board of directors shall have such powers as the directors may from time to time designate. Unless the board of directors otherwise specifies, the chairman of the board, or in his absence the vice chairman, shall preside at all meetings of the shareholders and of the board of directors. The chairman or vice chairman must be a director.

7. President and Vice President.

Except as otherwise determined by the directors, the president shall be the chief executive officer of the corporation and shall, subject to the direction of the directors, have general supervision and control of its business. Unless the board of directors otherwise specifies, in the absence of the chairman and vice chairman, if any, of the board of directors, the president shall preside, when present, at all meetings of shareholders and of the board of directors.

Any vice president shall have such powers as the directors may from time to time designate.

8. Treasurer and Assistant Treasurers.

The treasurer shall, subject to the direction of the directors, have general charge of the financial concerns of the corporation and the care and custody of the funds and valuable papers of the corporation, and books of account and accounting records. He shall have power to endorse for deposit or collection all notes, checks, drafts, and other obligations for the payment of money payable to the corporation or its order, and to accept drafts on behalf of the corporation.

Any assistant treasurer shall have such powers as the directors may from time to time designate.

9. Secretary and Assistant Secretary.

Unless a transfer agent is appointed, the secretary shall keep or cause to be kept the stock and transfer records of the corporation in which are contained the names of all shareholders and the record address and the amount of shares held by each. The secretary shall record all proceedings of the shareholders in a paper record, or in another form capable of conversion into a paper record within a reasonable time. Such records shall be kept at the principal office of the corporation or at the office of its transfer agent or of the secretary and shall be open at all reasonable times to the inspection of any shareholder.

If a secretary is elected, he shall record all proceedings of the directors in a paper record, or in another form capable of conversion into a paper record within a reasonable time. Any assistant secretary shall have such powers as the directors may from time to time designate. In the absence of the secretary from any meeting of the directors, any assistant secretary, or a temporary secretary designated by the person presiding at such meeting, shall record such proceedings.

10. Other Powers and Duties.

Each officer shall, subject to these bylaws, have in addition to the duties and powers specifically set forth in these bylaws, such duties and powers as are customarily incident to his office, and such duties and powers as the directors may from time to time designate.

ARTICLE V

RESIGNATIONS AND REMOVALS

1. Resignation.

Any director or officer may resign at any time by delivering his resignation in writing to the chairman of the board, if any, the president, the treasurer or the secretary or to a meeting of the directors. Such resignation shall be effective upon receipt unless specified to be effective at some other time.

2. Removal of Director.

A director (including persons elected by directors to fill vacancies in the board) may be removed from office (a) with or without cause by majority vote of the shareholder voting group entitled to appoint such director, or (b) with cause by vote of the greater of a majority of the directors then in office or of the number of directors otherwise required to take an action of the board, except that if a director is appointed by a voting group of shareholders, only directors appointed by that voting group may vote to remove him. A director may be removed by the shareholders or the directors only at a meeting called for the purpose of removing him and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the director.

3. Removal of Officer.

The directors may remove any officer at any time with or without cause.

4. No Right to Compensation.

No director or officer resigning and (except where a right to receive compensation shall be expressly provided in a duly authorized written agreement with the corporation) no director or officer removed, shall have any right to any compensation as such director or officer for any period following his resignation or removal, or any right to damages on account of such removal, whether his compensation be by the month or by the year or otherwise, unless in the case of a resignation, the directors, or in the case of a removal, the body acting on the removal, shall in their or its discretion provide for compensation.

ARTICLE VI

SHARES

1. Amount Authorized.

The total number of authorized shares shall be as fixed in the articles of organization.

2. Stock Certificates; Statements for Uncertificated Stock.

Shares of the corporation may be certificated or uncertificated. Each shareholder shall be entitled to: (a) for certificated stock, a certificate of the stock of the corporation setting forth the number of shares and the class and the designation of the series in such form as shall, in conformity with law, be prescribed from time to time by the directors; and (b) for uncertificated stock, a written information statement setting forth the number of shares and the class and the designation of the series of the stock. Each certificate shall be signed by any two of the following officers: the president, any vice president, the treasurer, any assistant treasurer, the secretary or any assistant secretary, either by real or facsimile signatures, and may bear the corporate seal or its facsimile. In case any officer who has signed or whose facsimile signature has been placed on such certificate shall have ceased to be such officer before such certificate is issued, it may be issued by the corporation with the same effect as if he were such officer at the time of its issue.

Every certificate or information statement for shares which are subject to any restriction on transfer pursuant to the articles of organization, these bylaws or any agreement to which the corporation is a party shall have the restriction noted conspicuously on the certificate or information statement and shall also set forth on the face or back either the full text of the restriction or a statement of the existence of such restriction and a statement that the corporation will furnish a copy thereof to the holder of such certificate or statement upon written request and without charge. Every certificate or statement issued when the corporation is authorized to issue more than one class or series of stock shall set forth on its face or back either the full text of the preferences, voting powers, qualifications and special and relative rights of the stock of each class and series authorized to be issued or a statement of the existence of such preferences, powers, qualifications and rights and a statement that the corporation will furnish a copy thereof to the holder of such certificate or statement upon written request and without charge.

3. Transfers.

Subject to the restrictions, if any, stated or noted on the stock certificates or information statements, shares may be transferred on the books of the corporation by: (a) for certificated stock, the surrender to the corporation or its transfer agent of the certificate therefor properly endorsed or accompanied by a written assignment and power of attorney properly executed, with necessary transfer stamps affixed, and with such proof of the authenticity of signature as the corporation or its transfer agent may reasonably require; and (b) for uncertificated stock, by delivery to the corporation or its transfer agent of an instruction with a request to register a transfer properly executed by the transferring shareholder, and with such proof of authenticity of signature as the corporation or its transfer agent may reasonably require. Except as may be otherwise required by the Act, by the articles of organization or by these bylaws, the corporation shall be entitled to treat the record holder of shares as shown on its books as the owner of such shares for all purposes,

including the payment of dividends and the right to receive notice and to vote with respect thereto, regardless of any transfer, pledge or other disposition of such shares, until the shares have been transferred on the books of the corporation in accordance with the requirements of these bylaws.

4. Record Date for Purposes Other Than Meetings.

The directors may fix in advance a time not more than 70 days preceding the date for the payment of any dividend or the making of any distribution to shareholders or the last day on which the consent or dissent of shareholders may be effectively expressed for any purpose, as the record date for determining the shareholders having the right to receive such dividend or distribution or the right to express such consent or dissent. In such case only shareholders of record on such date shall have such right, notwithstanding any transfer of shares on the books of the corporation after the record date. If no record date is fixed, the record date for determining shareholders shall be at the close of business on the day on which the board of directors acts with respect thereto.

5. Replacement of Certificates.

In case of the alleged loss or destruction or the mutilation of a stock certificate, a duplicate certificate may be issued in place thereof, upon such terms as the directors may prescribe.

ARTICLE VII

MISCELLANEOUS PROVISIONS

1. Fiscal Year.

The fiscal year of the corporation shall end on the date determined from time to time by the board of directors.

2. Seal.

The seal of the corporation shall, subject to alteration by the directors, consist of a flat-faced circular die with the word "Massachusetts", together with the name of the corporation and the year of its organization cut or engraved thereon.

3. Registered Agent and Registered Office.

The corporation shall continuously maintain in Massachusetts: (a) a registered agent who may be an officer of the corporation or another individual, a domestic corporation or not-for-profit domestic corporation, or a foreign corporation or not-for-profit foreign corporation qualified to do business in Massachusetts; and (b) a registered office, which may, but need not be, the same as any of its places of business. The business office of the registered agent shall also be the registered office of the corporation. The corporation shall record any change of its registered office or registered agent by filing a statement of change with the Secretary of the Commonwealth.

4. Execution of Instruments.

All deeds, leases, transfers, contracts, bonds, notes and other obligations authorized to be executed on behalf of the corporation shall be signed by the chairman of the board, if any, the

president or the treasurer except as the directors may generally or in particular cases otherwise determine.

5. Voting of Securities.

Except as the directors may otherwise designate, the president or treasurer may waive notice of, act and appoint any person or persons to act as proxy or attorney in fact for this corporation (with or without power of substitution) at any meeting of the shareholders, members or other constituent parties of any other corporation, organization or entity in which the corporation holds securities or other type of ownership interest.

6. Corporate Records to be Maintained and Available to All Shareholders.

The corporation shall keep in Massachusetts at the principal office of the corporation, or at an office of its transfer agent, secretary, assistant secretary or registered agent, a copy of the following records: (a) its articles of organization and bylaws then in effect; (b) resolutions adopted by the directors creating classes or series of stock and fixing their relative rights, preferences and limitations, if shares issued pursuant to those resolutions are outstanding; (c) the minutes of all shareholders' meetings, and records of all action taken by shareholders without a meeting, for the past three years; (d) all written communications to shareholders generally during the past three years, including annual financial statements issued pursuant to the Act; (e) a list of the names and business addresses of its current directors and officers; and (f) its most recent annual report delivered to the Massachusetts Secretary of the Commonwealth. Said copies and records may be kept in written form or in another form capable of conversion into written form within a reasonable time. A shareholder is entitled to inspect and copy such records, during regular business hours at the office at which they are maintained, on written notice given at least five business days before the date he wishes to inspect and copy.

7. Indemnification.

The corporation shall, to the fullest extent permitted by law, indemnify each of its directors and officers (including persons who serve at its request as directors, officers, or trustees of another organization in which it has any interest as a shareholder, creditor or otherwise or in any capacity with respect to any employee benefit plan), against all liabilities and expenses, including amounts paid in satisfaction of judgments, in settlement or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a director or officer, if: (a) he conducted himself in good faith and in the reasonable belief that his conduct was in the best interests of the corporation or at least not opposed to the best interests of the corporation, and, in the case of any criminal proceeding, he had no reasonable cause to believe his conduct was unlawful; or (b) he engaged in conduct for which he shall not be liable under the articles of organization; provided, however, that the corporation shall not indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. Such indemnification shall be provided although the person to be indemnified is not currently a director, officer, partner, trustee, employee or agent of the corporation or such other organization or no longer serves with respect to any such employee benefit plan.

Notwithstanding the foregoing, no indemnification shall be provided unless a determination has been made that indemnification is permitted by law for a specific proceeding:

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

(b) by special legal counsel selected either (i) in the manner prescribed in clause (a) above, or (ii) if there are fewer than two disinterested directors, by the board of directors, in which case directors who do not qualify as disinterested directors may participate in the selection; or

(c) by the holders of a majority of the corporation's outstanding shares at the time entitled to vote for directors, voting as a single voting group, exclusive of any shares owned by or voted under the control of any interested director or officer.

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 section shall affect any rights to indemnification to which employees, independent contractors or agents, other than directors and officers, may be entitled by contract or otherwise under law. As used in this paragraph, the terms "director" and "officer" include their respective heirs, executors and administrators, and an "interested" director or officer is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

Any repeal or modification of the foregoing provisions of this section shall not adversely affect any right or protection of a director or officer of the corporation with respect to any acts or omission of such director or officer occurring prior to such repeal or modification.

8. Advance of Expenses.

The corporation shall, before final disposition of a proceeding, and to the fullest extent permitted by law, advance funds to pay for or reimburse the reasonable expenses incurred by a director, officer or other person who is a party to a proceeding for which he would be or may be entitled to indemnification as set forth in these bylaws, provided that he delivers to the corporation a written affirmation of his good faith belief that he has met the relevant standard of conduct described in these bylaws, and his written undertaking to repay any funds advanced if he is not entitled to mandatory indemnification under applicable law and it is ultimately determined that he has not met the relevant standard for indemnification set forth in these bylaws.

9. Amendments to Bylaws.

These bylaws may at any time be amended by vote of the shareholders or may be amended by vote of a majority of the directors then in office, except that bylaw provisions dealing with quorum or voting requirements for shareholders, including additional voting groups, may not be adopted, amended or repealed by the board of directors. Notice of any change to these bylaws by the directors, stating the substance of such change, shall be given to all shareholders entitled to vote on amending these bylaws not later than the time that notice of the shareholders' meeting next following such change is required to be given.

10. Director Conflict of Interest

A conflict of interest transaction is a transaction with the corporation in which a director has a material direct or indirect interest (an “Interested Director”). Without limiting the interests that may create conflict of interest transactions, a director has an indirect interest in a transaction if another entity in which he has a material financial interest or in which he is a general partner is a party to the transaction (a “Related Party”), or if another entity of which he is a director, officer, or trustee or in which he holds another position is a party to the transaction and the transaction is or should be considered by the board of directors of the corporation.

A conflict of interest transaction is not voidable by the corporation solely because of the director’s interest in the transaction if: (a) the material facts of the transaction and the director’s interest were disclosed or known to the board or a committee of the board, and the board or committee authorized, approved or ratified the transaction by the vote of a majority of the directors on the board or committee who have no direct or indirect interest in the transaction, but a transaction may not be authorized, approved, or ratified by a single director; (b) the material facts of the transaction and the director’s interest were disclosed or known to the shareholders entitled to vote and they authorized, approved, or ratified the transaction by the vote of a majority of the shares entitled to vote or (c) the transaction was fair to the corporation. In the case of clause (b) above, shares owned by or voted under the control of any Interested Director or Related Party shall not be entitled to vote.



COLUCAR-01

TMELVILLE

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

3/19/2018

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 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 Mesirow Insurance Services, Inc. 353 N. Clark St 11th fl Chicago, IL 60654	CONTACT NAME: Maureen Burke PHONE (A/C, No, Ext): (312) 595-6000 FAX (A/C, No): E-MAIL ADDRESS: Maureen.Burke@alliant.com
	INSURER(S) AFFORDING COVERAGE INSURER A: International Ins Co of Hannover Ltd (do not use) INSURER B: Travelers Property Casualty Company of America INSURER C: United Specialty Insurance Company INSURER D: INSURER E: INSURER F:
INSURED Patriot Care Corp 70 Industrial Ave E, Suite B Lowell, MA 01852	NAIC # 00000 25674 12537

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 INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:			IK21X00127402	03/01/2018	03/01/2019	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ 1,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$
A	<input type="checkbox"/> AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS			IK21X00127402	03/01/2018	03/01/2019	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
A	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$			IU21X00127502	03/01/2018	03/01/2019	EACH OCCURRENCE \$ 4,000,000 AGGREGATE \$ 4,000,000
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y / N <input type="checkbox"/>	N / A	7PJUB0G23182717	08/17/2017	08/17/2018	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 100,000 E.L. DISEASE - EA EMPLOYEE \$ 100,000 E.L. DISEASE - POLICY LIMIT \$ 500,000
C	Product Liability			ELMMA00088501	03/01/2018	03/01/2019	\$1MM occ/\$2MM agg

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

Columbia Care, LLC is included as an Additional Insured as respects the General Liability policy.

Insured Locations:

Location 1: 70 Industrial Ave East, Lowell, MA 01852

Location 2: 170 Lincoln Street, Lowell, MA 01852

Location 3: 21 Milk Street, Boston, MA 02109

Location 4: 7 Legion Avenue, Greenfield, MA 01301

CERTIFICATE HOLDER

CANCELLATION

Columbia Care, LLC 70 E Industrial Ave E Suite B Lowell, MA 01852	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
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Summary of Business Plan

Background

Patriot Care has successfully managed a vertically integrated medical marijuana operation since 2015 in the Commonwealth of Massachusetts, including one cultivation and manufacturing facility (Lowell) and three medical marijuana dispensaries (Lowell, Boston, Greenfield). During that time, the Company has processed over 150,000 patient interactions in Massachusetts. Patriot Care is applying for adult-use cultivation, manufacturing and retail licenses to be co-located with its existing RMD facilities. The company's business plan noted below is based on the expectation of being vertically integrated in both the State's medical as well as adult-use programs. As such the business plan summary for cultivation, manufacturing and retail is presented together.

Cultivation & Manufacturing

In anticipation of servicing the incremental patient and customer demand associated with entering the adult-use market, Patriot Care plans to increase the growing canopy within its cultivation operations. The proposed \$1.0-\$2.0 million capital expenditure project would increase the cultivation facility's output by 1.5x-2.5x. The project includes the introduction of yield increasing additions, such as rolling benches and an optimized facility layout. Furthermore, the Company intends to increase extraction and formulation throughput with the addition of high efficiency roto-evaporation and automation capabilities. Lastly, it is likely that Patriot Care will need to purchase at least one additional transportation vehicle to handle the anticipated incremental volumes.

In addition to the incremental output and increased throughput capabilities, Patriot Care will need to hire additional employees throughout the supply chain from cultivation, trimming, extraction, formulation, packaging, information technology and transportation. The Company's preliminary projections contemplate increasing cultivation and manufacturing headcount by approximately 10-15% from current levels.

Patriot Care is currently fully operational and expects to generate sufficient cash flow from existing medical marijuana operations to fund the anticipated capital and operational expenses associated with expansion into the adult-use market. Any shortfall will be funded by the Company's parent company.



Initially, Patriot Care intends to use its primary production to supply its medical patients and adult-use consumers. To the extent that there is surplus production, the Company will consider utilizing this excess production to sell to other licensed RMDs and retail Marijuana Establishments in Massachusetts.

Dispensary

Given the operational intensity of the business, Patriot Care constantly reviews and refines its dispensing practices to ensure it continues to meet patient demand while maintaining the same high standard of service and quality that patients and state regulatory partners have come to expect.

Over the past 5+ years, Patriot Care and its parent company have successfully designed, constructed, staffed and opened multiple medical marijuana facilities under very tight timelines in a host of jurisdictions with starkly contrasting regulatory environments. The Patriot Care team is thus highly experienced in the complexities inherent in recruiting and training qualified staff and ensuring facilities open on time and are fully prepared to meet patient and adult-use consumer needs and preferences in accordance with all applicable regulations, as well as its own internal policies and procedures and performance standards. Patriot Care has conducted a detailed review of capacity utilization at each of its dispensaries currently operational in Massachusetts. Data reviewed included, among other items, number of point of sale systems deployed and/or available, average wait times across all days and times, staffing levels, vault size, and capacity limits. The Company believes that each dispensary has the requisite existing infrastructure and expansion flexibility if necessary (at least ~50%+) to meet expected increased demand and associated foot traffic from co-locating adult-use retail licenses with each existing dispensary.

The majority of preparation required by Patriot Care will be focused on reviewing and optimizing its standard operating procedures and work instructions to ensure the staff maintains a compliant operation. Our Massachusetts Market Director will focus on the following training topics: Inventory management, recordkeeping, diversion prevention, patient identification and check-in processes. Patriot Care anticipates increasing dispensary headcount by approximately 5-10% to maintain current patient/adult-use consumer satisfaction and average wait times.

The applicant is currently operational and expects to generate sufficient cash flow from existing medical marijuana operations to fund the anticipated capital and operational expenses associated with expansion into the adult-use market. As noted above, any shortfall will be funded by the Company's parent company.



Since the Company expects to be vertically integrated in the adult-use market (in addition to the existing medical-use market), it expects to meet all of its needs initially with production from its own cultivation and manufacturing facility. To the extent that high quality products are available from other licensed cultivators and/or manufacturers in Massachusetts, and the demand exists, the Company will consider buying such products for re-sale at its RMD/Retail locations.



Application Index to Operating Policies and Procedures - Cultivation

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Policies and Procedures for Cultivating: Begins on page 93

Separating recreational from medical operations, if applicable: Edibles pages 124 and 131

Restricting access to age 21 or older: Not retail; For cultivation and manufacturing this is only relevant to the age of our employees. See Hiring Criteria on page 58

Security Plan: Begins on page 70

Prevention of Diversion: Page 86 and page 141

Storage of Marijuana: Page 18, Page 130

Transportation of Marijuana: Page 97 and page 130

Inventory Procedures: Page 138

Quality control and testing: Page 94, page 128

Dispensing procedures: N/A (not a retail facility)

Personnel policies including background checks: Personnel policies begin on page 21; background checks are described beginning on page 58

Recordkeeping procedures: Page 138

Maintaining Financial Records: Page 138

Diversity plan: Page 42

Qualifications and Training: Page 64



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