



Massachusetts Cannabis Control Commission

Marijuana Product Manufacturer

General Information:

License Number: MP281514
Original Issued Date: 05/21/2021
Issued Date: 05/21/2021
Expiration Date: 05/21/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Higher Purpose Corporation

Phone Number: 413-464-9037
Email Address: nate@royalpropertygroup.com

Business Address 1: 392 Merrill Rd	Business Address 2:
Business City: Pittsfield	Business State: AK
	Business Zip Code: 01201
Mailing Address 1: 392 Merrill Rd	Mailing Address 2:
Mailing City: Pittsfield	Mailing State: MA
	Mailing Zip Code: 01201

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: no
Priority Applicant Type: Not a Priority Applicant
Economic Empowerment Applicant Certification Number:
RMD Priority Certification Number:

RMD INFORMATION

Name of RMD:
Department of Public Health RMD Registration Number:
Operational and Registration Status:
To your knowledge, is the existing RMD certificate of registration in good standing?:
If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 20	Percentage Of Control: 55
Role: Owner / Partner	Other Role: President & Director

First Name: Nathan Last Name: Girard 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: 10 Percentage Of Control:
Role: Employee Other Role:
First Name: Nicholas Last Name: Girard 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: 10 Percentage Of Control:
Role: Director Other Role:
First Name: Benjamin Last Name: Girard 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: 60 Percentage Of Control: 45
Role: Owner / Partner Other Role:
First Name: Scott Last Name: Letourneau 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

Percentage of Control: Percentage of Ownership:
Entity Legal Name: SLING LLC Entity DBA: DBA
City:
Entity Description: REAL ESTATE PURCHASES, HOLDINGS, RENTAL, REHABILITATION, AND SALE.
Foreign Subsidiary Narrative:
Entity Phone: 413-464-9037 Entity Email: nate@royalpropertygroup.com Entity Website:
Entity Address 1: 21 George Street Entity Address 2:
Entity City: Pittsfield Entity State: MA Entity Zip Code: 01201
Entity Mailing Address 1: 392 Merrill Road Entity Mailing Address 2:
Entity Mailing City: Pittsfield Entity Mailing State: MA Entity Mailing Zip Code:
01201
Relationship Description: SLING LLC is a real estate holding company owned 50% by Nathan G. Girard and 50% by Scott J. Letourneau. SLING LLC is going to serve as Higher Purpose Corporation's landlord for the property at 815 Pleasant Street, Lee, MA 01238.

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Scott	Last Name: Letourneau	Suffix:	
Types of Capital: Monetary/ Equity	Other Type of Capital:	Total Value of the Capital Provided: \$7000000	Percentage of Initial Capital: 100
Capital Attestation: Yes			

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Nathan	Last Name: Girard	Suffix:
Marijuana Establishment Name: SLANG LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Pittsfield	Marijuana Establishment State: MA	

Individual 2

First Name: Nicholas	Last Name: Girard	Suffix:
Marijuana Establishment Name: SLANG LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Pittsfield	Marijuana Establishment State: MA	

Individual 3

First Name: Benjamin	Last Name: Girard	Suffix:
Marijuana Establishment Name: SLANG LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Pittsfield	Marijuana Establishment State: MA	

Individual 4

First Name: Scott	Last Name: Letourneau	Suffix:
Marijuana Establishment Name: SLANG LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Pittsfield	Marijuana Establishment State: MA	

Individual 5

First Name: Nathan	Last Name: Girand	Suffix:
Marijuana Establishment Name: Higher Purpose Corporation	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Lee	Marijuana Establishment State: MA	

Individual 6

First Name: Nicholas	Last Name: Girand	Suffix:
Marijuana Establishment Name: Higher Purpose Corporation	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Lee	Marijuana Establishment State: MA	

Individual 7

First Name: Benjamin	Last Name: Girand	Suffix:
Marijuana Establishment Name: Higher Purpose Corporation	Business Type: Marijuana Cultivator	

Marijuana Establishment City: Lee

Marijuana Establishment State: MA

Individual 8

First Name: Scott

Last Name: Letourneau

Suffix:

Marijuana Establishment Name: Higher Purpose Corporation

Business Type: Marijuana Cultivator

Marijuana Establishment City: Lee

Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 815 Pleasant Street

Establishment Address 2:

Establishment City: Lee

Establishment Zip Code: 01238

Approximate square footage of the Establishment: 42006

How many abutters does this property have?: 9

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

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Community Outreach Meeting Documentation	HPC-Community Outreach Meeting Attestation Form.pdf	pdf	5c1024e4cf55121fe9077d67	12/11/2018
Plan to Remain Compliant with Local Zoning	HPC-Zoning Compliance Plan.pdf	pdf	5c1024ee5e6ec11ff38112ab	12/11/2018
Certification of Host Community Agreement	HPC-Certification of HCA.pdf	pdf	5c8bda70c4b7a71b66d156d7	03/15/2019

Total amount of financial benefits accruing to the municipality as a result of the host community agreement. If the total amount is zero, please enter zero and provide documentation explaining this number.: \$

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	HPC-PIP (RFI Edits) (1).pdf	pdf	5ea095cc961ad539052c105b	04/22/2020
Plan for Positive Impact	HPC-PIP letter E for All.png	png	5ea095d25f1da0353e2b6166	04/22/2020

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Owner / Partner

Other Role: President & Director

First Name: Nathan

Last Name: Girard Suffix:

RMD Association: Not associated with an RMD

Background Question: yes

Individual Background Information 2

Role: Owner / Partner

Other Role: Secretary and Director

First Name: Benjamin Last Name: Girard Suffix:

RMD Association: Not associated with an RMD

Background Question: yes

Individual Background Information 3

Role: Owner / Partner Other Role:

First Name: Nicholas Last Name: Girard Suffix:

RMD Association: Not associated with an RMD

Background Question: yes

Individual Background Information 4

Role: Owner / Partner Other Role:

First Name: Scott Last Name: Letourneau Suffix:

RMD Association: Not associated with an RMD

Background Question: yes

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Other (specify) Other Role: landlord

Entity Legal Name: Sling LLC Entity DBA:

Entity Description: REAL ESTATE PURCHASES, HOLDINGS, RENTAL, REHABILITATION, AND SALE.

Phone: 413-464-9037 Email: nate@royalpropertygroup.com

Primary Business Address 1: 21 George Street Primary Business Address 2:

Primary Business City: Pittsfield Primary Business State: MA Principal Business Zip Code: 01201

Additional Information: Sling LLC is the property owner of the property being leased to Higher Purpose Corporation for the location of the Marijuana Establishment.

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	HigherPurposeCorp-Articles of Incorporation.pdf	pdf	5bc78c412d28790c50081928	10/17/2018
Bylaws	BYLAWS Higher Puropse Corporation.pdf	pdf	5bc78c5aa18c210c3243200c	10/17/2018
Secretary of Commonwealth - Certificate of Good Standing	Sec of State-Cert of Good Standing.pdf	pdf	5be72b541a7752047b591148	11/10/2018
Department of Revenue - Certificate of Good standing	HPC-DoR Certificate of Good Standing.pdf	pdf	5c113f724b318f178325c86f	12/12/2018
Articles of Organization	HPC-RFI Response #1-George Mensing.pdf	pdf	5e0a2bc4ef24345344e4f958	12/30/2019

No documents uploaded

Massachusetts Business Identification Number: 001332992

Doing-Business-As Name:

DBA Registration City:**BUSINESS PLAN**

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	Plan for Obtaining Liability Insurance.pdf	pdf	5be729f725766f0d55cc2cad	11/10/2018
Business Plan	Higher Purpose Corporation-Business Plan .pdf	pdf	5c79eed93779161b2a874085	03/01/2019
Proposed Timeline	HPC-Proposed Business Timeline.pdf	pdf	5da8d9f40724b82ff99cd350	10/17/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Storage of marijuana	HPC Storage SOPs.pdf	pdf	5c0ff774b8b513176571a373	12/11/2018
Inventory procedures	HPC-Inventory Control SOPs.pdf	pdf	5c0ff7fb4b318f178325c6f6	12/11/2018
Maintaining of financial records	HPC-Policies on Maintaining of Financial Records..pdf	pdf	5c0ff8063f3b1b178d9cfdbd	12/11/2018
Prevention of diversion	HPC-Prevention of Diversion Policies.pdf	pdf	5c0ff83752a57c1797efde84	12/11/2018
Restricting Access to age 21 and older	HPC-Restricting Access to 21+ Policies.pdf	pdf	5c0ff862b8b513176571a377	12/11/2018
Transportation of marijuana	HPC-Transportation Policies & Procedures.pdf	pdf	5c0ff886831c7b177943e803	12/11/2018
Method used to produce products	HPC-Manufacturing SOPs.pdf	pdf	5c79eefcd7a931124ee03f7e	03/01/2019
Sample of unique identifying marks used for branding	Brand Mark 1.png	png	5c8ac2205d4b0b1b3ebc2c53	03/14/2019
Sample of unique identifying marks used for branding	Brand Mark 2.png	png	5c8ac2279ff0081b4821d079	03/14/2019
Sample of unique identifying marks used for branding	Brand Mark 3.png	png	5c8ac2318d16491b5c0fac69	03/14/2019
Sample of unique identifying marks used for branding	HPC gold logo.png	png	5c8ff0ff635d511b34752ef6	03/18/2019
Security plan	Security Plan for Higher Purpose Corporation.pdf	pdf	5da8d578b35b62300f5d7c0e	10/17/2019
Qualifications and training	HPC-Qualifications and Training SOP.pdf	pdf	5da8d59990352a2b339ac2c6	10/17/2019
Quality control and testing	HPC-Quality Control and Testing SOPs.pdf	pdf	5da8d640ba9d562b3e0306c1	10/17/2019
Personnel policies including background checks	HPC-Manufacturing Personnel SOPs.pdf	pdf	5da8d76ee3decf2b0b0d2d8e	10/17/2019
Record Keeping procedures	HPC-Record Keeping SOPs.pdf	pdf	5da8dba46b4e192b1d2712e1	10/17/2019
Diversity plan	HPC-Diversity Plan 10-18-19.pdf	pdf	5e0a2bfffab70557127f038d	12/30/2019
Diversity plan	HPC-Diversity Plan.pdf	pdf	5e8ca540482e703583b7c0a4	04/07/2020

Personnel policies including background checks	HPC-Personnel Policies.pdf	pdf	5e8ca620b014bf38e46cea1c	04/07/2020
Types of products Manufactured.	HPC-Types of Products.pdf	pdf	5e8ca960bddf0438d21dd1f9	04/07/2020

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 certify that to the best knowledge of any of the individuals listed within this application, there are no background events that have arisen since the issuance of the establishment's final license that would raise suitability issues in accordance with 935 CMR 500.801.:

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

PRODUCT MANUFACTURER SPECIFIC REQUIREMENTS

No records found

HOURS OF OPERATION

Monday From: Open 24 Hours	Monday To: Open 24 Hours
Tuesday From: Open 24 Hours	Tuesday To: Open 24 Hours
Wednesday From: Open 24 Hours	Wednesday To: Open 24 Hours
Thursday From: Open 24 Hours	Thursday To: Open 24 Hours
Friday From: Open 24 Hours	Friday To: Open 24 Hours
Saturday From: Open 24 Hours	Saturday To: Open 24 Hours
Sunday From: Open 24 Hours	Sunday To: Open 24 Hours

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, Nathan G. Girard, (*insert name*) attest as an authorized representative of Higher Purpose Corporation (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on September 21, 2018 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on September 13, 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 September 10, 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 September 11, 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.

Storm causing changes, but ...

By AARON BEARD
The Associated Press

After several days of monitoring the approaching storm, the highest schools in South Carolina had little choice but to alter football games due to Hurricane Florence.

South Carolina Wednesday canceled its game with Marshall that was scheduled for Saturday night. University officials announced the decision just hours after head coach Will Muschamp sounded confident the teams would play.

Second-ranked Clemson pushed up the start time of its game at home against Georgia Southern, with the kickoff now taking place at noon instead of 3:30 p.m. EST.

"Whether or not the game could have been played, we made the decision we think is best for the state and those who are evacuating the coast," South Carolina athletic director Roy Tanner said. "There is no question this is the right thing to do."

As of Tuesday, about 1.7 million people in North and South Carolina and Virginia were under warnings to evacuate the coast, and hurricane watches and warnings extended across an area with about 5.4 million residents.

South Carolina will look to add a 12th game to its schedule later this season. It is the third time in four seasons Tanner and the football team have had severe weather change its football schedule.

In 2015, a home game against LSU was moved to Baton Rouge, Louisiana, because of fatal flooding a week earlier. Personnel needed to handle a home game at 30,000-seat Williams-Brice Stadium were needed to cope with flood-related emergencies.

A year later, Hurricane Matthew swept the area and South Carolina's home game against Georgia was delayed a day and played on a Sunday.

Clemson officials cited the "uncertainty" of Florence's track. On Tuesday, officials felt hopeful of forecasts that

had the storm turning slightly north. By Wednesday, though, the dangerous, Category 4 monster had turned slightly southward with some projections saying it will settle over the Palmetto State for a hit.

Tanner said not having the game will free up personnel to help people in need and open up arenas usually occupied by football fans.

The South Carolina AD and Marshall athletic director Mike Hamrick talked several times and agreed on canceling the game, Tanner said.

Florence's track had colleges in the Carolinas and Virginia changing plans.

Appalachian State canceled its home game with Southern Miss. Charlotte moved its scheduled home game in North Carolina against Old Dominion from Saturday to Thursday night to beat Florence's arrival.

East Carolina is relocating its football team to Florida by the school said in a statement Wednesday. It began the move to Orlando that morning. It cited lodging availability, the storm's projected path through the Carolinas and lessons learned from past difficulties returning home to an area impacted by widespread flooding.

ECU said the move also will make it easier to deal with logistics for the team's game next week at South Florida in Tampa if flooding occurs back at the Greenville campus.

The school's game at No. 13 Virginia Tech had previously been canceled.

Tennessee's game with UTTPP remains on the schedule. The Vols are offering free tickets to residents of North Carolina and South Carolina under evacuation orders for the noon game.

Among FCS schools, Furman has cancelled its home game with Colgate in Greenville, South Carolina, while Presbyterian said its planned home contest with Stetson in Clinton, South Carolina, would be played at the visitor's field in Deland, Florida.

HURRICANE FLORENCE

... BC, Wake plan to squeeze in ACC matchup before it hits

The Associated Press

WINSTON-SALEM, N.C. — Wake Forest and Boston College will try to beat Hurricane Florence — and each other.

The Demon Deacons (9-0) play host to the Eagles (2-0) on Thursday in a key Atlantic Coast Conference matchup moved ahead two hours in an attempt to finish before the hurricane reaches central North Carolina.

"It's a decision of, is it safe? Wake Forest coach Dave Clawson said. "It looks like we can do it in a safe way for our players, for BC's players and for our fans."

"We want to play the game," he added. "We've done all of the prep and all of the practice. We're ready to play the game. There's more to consider. We just have to keep monitoring it and making sure it's the right thing to do."

While several other ACC schools called off their games for Saturday, BC and Wake will try to squeeze this one in. That meant a short week of preparation got even shorter by a couple of hours, with officials hoping the earlier kickoff time will allow the Eagles to get off for Boston before conditions deteriorate.

"I feel like I'm in a submarine right now," BC coach Steve Addazio said of his focus on the game. "If I don't have complete focus — you miss a day, so to speak, or your practice isn't right, you're done. There is no make-up on that now. So I've been pretty locked into it."

On the field, the game matches a pair of teams with designs on continuing their slowly multiyear climb up the Atlantic Division hierarchy and challenging No. 2 Clemson for the title.

The Eagles are led by AJ Dillon, the conference's leading rusher at 123.5 yards per game and someone who could put up big numbers if rain and wind neutralize the passing game.



NELL REDMOND — THE ASSOCIATED PRESS

Wake Forest coach Dave Clawson talks to his players in the first half of a game against Tennessee last week. Clawson and his Wake Forest team welcome Boston College to town tonight.

Wake Forest crumblers with explosive receiver Greg Dortch, who leads the nation with 255 all-purpose yards per game.

"Do you need to be aware of him? One hundred percent," Addazio said. "Can he make an impact on the game? He absolutely can and will, so you've got to account for all that."

FAST STARTS

Boston College is chasing its first 3-0 start since 2007 — when the Eagles eventually rallied No. 2 in the AP Top 25 and played in the ACC championship game. Wake Forest has opened each of the previous two seasons with four consecutive wins.

BUT HOW GOOD ARE THEY?

Both teams have put up big stats during their undefeated starts, with a combined average margin of victory of nearly 30 points. But there's still a question of how good they actually are because neither has yet to play a power-conference team. Among the teams they've beaten are Tulane, Massachusetts and two FCS teams. "I don't know what the value of those stats is," Addazio said. "They're not real to me."

WAKE'S LINE

Wake Forest's offensive line — which features Mount Greylock graduate Jake Penning, a two-year starter

— leads the ACC in forest tackles for a loss allowed (50) and has given up one sack. That group should get a test from a BC defense that has seven sacks in two games.

DEACONS'D

The Demon Deacons lead the conference with eight sacks and Clawson says that number could be higher because "we've missed a lot of sacks." Wake Forest did allow 345 yards passing to FCS Towson a week ago. "There's some fundamental things we need to get better at," Clawson said. "The message is, we're capable of being better and that's why breakdowns happen. We have to coach them out of it."

Classified

To place your ad,
call 1-800-234-7404

Public Notices

(SEAL) COMMONWEALTH OF MASSACHUSETTS
LAND COURT
DEPARTMENT OF THE TRIAL COURT

18 SM 004905

ORDER OF NOTICE

TO:
Peter D. Duguay

and to all persons entitled to the benefit of the Servicemembers Civil Relief Act, 48 U.S.C. § 5901 et seq.

Nationstar Mortgage LLC
d/b/a Mr. Cooper

claiming to have an interest in a Mortgage covering real property in Pittsfield, numbered 98 Vesta Avenue, given by Peter D. Duguay to "MORIS", Mortgage Electronic Registration Systems, Inc., a separate corporation that is acting solely as nominee for TO Bank, N.A., "lender", and its successors and assigns, dated August 29, 2008, and recorded in the Berkshire County (Middle District) Registry of Deeds in Book 4131, Page 269, and now held by Plaintiff by assignment, have filed with this court a complaint for determination of Defendant's/Debtors' 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 Three Pemberton Square, Boston, MA 02108, on or before OCT. 8, 2018 or you may be forever barred from claiming that you are entitled to the benefits of said Act.

Witness, JUDITH C. GUTIER, Chief Justice of the Court on AUG 21 2018

Attest:
THUR COVY
Deborah J. Patterson
Recorder
09/13/18

HOW TO WRITE a classified ad

- First — Be complete.
 - Second — Include the price.
 - And third — Be available.
- Call today and we will be happy to help you write the most effective ad.
1-800-234-7404

Public Notices

Annual Tax Classification Public Hearing Notice

The Chebroke Board of Selectmen, in a joint meeting session with the Chebroke Board of Assessors, will hold its Annual Tax Classification Hearing on September 18, 2018 at 7:00 PM at the Chebroke Town Hall, 30 Main Street, Chebroke, MA. This meeting is open to the public who are encouraged to attend.

Carol Francesconi, Chair
09/13/18

Facility Operator's Sale to Non-Payment of Storage Charge Pursuant to the Power of Sale Contained in N.G.L. Chapter 105-A, Section 4 and for the satisfaction of the Facility Operator's Lien, The following property will be sold at Public Auction on September 24, 2018, online at www.StorageMass.com

NOTICE IS HEREBY GIVEN to the persons herein after named and to all whom it may concern, the contents of the lease units are subject to lien for non-payment of rent and other charges. You are denied access to the unit.

All furniture, household goods, and miscellaneous personal property held for accounts of:
Michael Donovan - Unit #0064 will be sold to the highest bidder, Sale, subject to postponement and/or cancellation.

Sale per order of Prime Storage - 901 Crane Ave., Pittsfield - MA 01201. Telephone number (413) 236-9006.
TERMS: Cash. Units sold by the entity.
Sale subject to postponement and/or cancellation.
www.StorageMass.com
09/09/18, 09/13/18

Legal Notice
Town of Chebroke Planning Board
Notice of Public Hearing
Monday, September 24, 2018
7:00PM
Chebroke Community Center

Notice is hereby given that the Chebroke Planning Board will hold a public hearing on Monday, September 24, 2018 at 7:00PM at the Chebroke Community Center to consider an application for a Special Permit from Chebroke MA 2 LLC, 381 Continental Parkway, St. Louis, MO 63027, and prepared by SK Design Group, Pittsfield, MA, Project on 15.0 acres on the Whitney land and approximately 5.7 acres on the

Public Notices

Hutchinson parcel, The parcel legally need to be merged. (Parcel 262; Lot 028)
Classified: Large Scale Solar Photovoltaic System, Section 8.6 of the Town of Chebroke Protective Planning Zoning Bylaw.

The completed application and plan is available for public viewing at the Chebroke Town Hall.

Dorinda M. DeFino, Chairman
09/04/18, 09/13/18

Notice is hereby given that a Community Outreach Meeting for proposed Marijuana Establishment is scheduled for September 21, 2018 at 7PM at Lee Town Hall 32 Main St., Lee, MA 01928. The proposed cultivation and manufacturing Marijuana Establishment is anticipated to be located at 811 Pleasant Street, Lee, MA 01928. There will be an opportunity for the public to ask questions.

NOTICE OF MORTGAGEE'S SALE OF REAL ESTATE

By virtue and in execution of the Power of Sale contained in a certain mortgage given by Nana K. Demach and Benedicte Demach to FARGO Bank, N.A., dated April 23, 2007 and recorded with the Berkshire County (Middle District) Registry of Deeds at Book 3779, Page 380, of which mortgage the undersigned 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 11:00 a.m., on October 10, 2018, on the mortgaged premises located at 18 ALCOVE STREET, PITTSFIELD, Berkshire County, Massachusetts, and all singular the premises described in said mortgage.

TO WIT:

The land in Pittsfield, Berkshire County, Massachusetts, bounded and described as follows:

Beginning at a point in the new street laid out in the Weller lot, so called, said street now being known as Alcott street, three chains and seventy-nine links west from the west line of Highway leading from said Pittsfield to Lanesboro, and in the north side of said Alcott Street, thence north 71 3/4° west one chain and said street to a stone and staves, thence 12 1/4° east two chains and fourteen links to land formerly of said Society and one Naughton one chain and two

links; thence south 12 1/4° west one chain and ninety-six links to the place of beginning and containing twenty-two one-half acres, of an acre, of land, more or less.

Being the same premises conveyed by deed of Sarah Jane Gay, as Trustee of Alcott Street Family Trust to Nana K. Demach and Benedicte Demach dated April 23, 2007 and recorded with the Berkshire County Registry of Deeds immediately prior hereto.

For mortgagee's sale the said deed recorded with Berkshire County (Middle District) Registry of Deeds in Book 3779, Page 380. These premises will be sold and conveyed subject to and with the benefit of all rights, rights of way, easements, encumbrances, liens or claims in the nature of liens, improvements, public assessments, any and all unpaid taxes, tax liens, tax fore, water and sewer lines and any other municipal assessments or liens or existing encumbrances of record which are in force and are applicable having priority over said mortgage, whether or not reference to such restrictions, encumbrances, improvements, liens or encumbrances is made in the deed.

TERMS OF SALE:

A deposit of Five thousand (\$5,000.00) Dollars by certified or bank check will be required to be deposited with the Clerk of the Court and place of sale. The balance is to be paid by certified or bank check at 11:00 a.m., on October 10, 2018, at the place of sale. The balance is to be paid by certified or bank check at 11:00 a.m., on October 10, 2018, at the place of sale. The balance is to be paid by certified or bank check at 11:00 a.m., on October 10, 2018, at the place of sale. The balance is to be paid by certified or bank check at 11:00 a.m., on October 10, 2018, at the place of sale.

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

WELLS FARGO BANK, N.A.
Present holder of said mortgage

By its Attorneys:
VARRONE LAW OFFICES, P.C.
150 California Street
Newton, MA 02458
(617) 558-0500
201708-0209 - YEL
09/13/18, 09/20/18, 09/27/18

Make those connections! Use our classifieds.

Public Notices

NOTICE OF MORTGAGEE'S SALE OF REAL ESTATE

By virtue and in execution of the Power of Sale contained in a certain mortgage given by Arthur R. Enrichetto, III to Mortgage Electronic Registration Systems, Inc., as nominee for Academy Mortgage Corporation, dated December 10, 2014, and recorded with the Berkshire County (Middle District) Registry of Deeds at Book 5482, Page 116 as amended by a modification agreement recorded with said records at Book 5833, Page 205, of which mortgage the undersigned is the present holder by assignment from Mortgage Electronic Registration Systems, Inc., solely as nominee for Academy Mortgage Corporation, its successors and assigns to Freedom Mortgage Corporation dated June 14, 2016 and recorded with said registry on June 29, 2016 at Book 5768, Page 203, for breach of the conditions of said mortgage and for the purpose of foreclosing, the same will be sold at Public Auction at 10:00 a.m., on October 10, 2018, on the mortgaged premises located at 560 Peru Road, Hinsdale, Berkshire County, Massachusetts, all and singular the premises described in said mortgage.

TERMS OF SALE:

Beginning at a point in the southerly side of Peru Road, so-called, which point is twenty (20) feet westerly of the easterly line of Lot No. 3, as shown on said plan.

Together with the right, in common with others, to use the public beach, for all the usual purposes of a beach, as shown on a plan entitled "Revision of Lot No. 79 as shown on Airmans Heights Building Lot Plan No. 1 Laid Out for Gaston Robert, Inc., Hinsdale, Massachusetts, Scale 1" = 100' dated June 14, 1967, Robert R. Doherty, P.E., R.A., which plan is recorded in said Registry of Deeds.

PITTSFIELD DEPARTMENT OF COMMUNITY DEVELOPMENT
NOTICE OF AVAILABILITY OF CONSOLIDATED ANNUAL PERFORMANCE AND EVALUATION REPORT (CAPER) FOR PUBLIC REVIEW

The Pittsfield Department of Community Development has completed a draft Consolidated Annual Performance and Evaluation Report (CAPER) detailing the department's performance during the City's 2018 fiscal year. The City's Community Development Block Grant (CDBG) funding.

The CAPER describes the City's accomplishments utilizing CDBG funds from HUD during the period July 1, 2017 to June 30, 2018.

The Pittsfield Department of Community Development (DCD) will make a paper copy of the CAPER for any citizen upon request. Copies of the CAPER can be obtained at the DCD office in Room 205 of Pittsfield City Hall or by calling the office at (413) 499-5268 or TTY: (413) 499-5269, between the hours of 9:30 a.m. and 4:00 p.m., Monday – Friday. A copy of the CAPER will be posted on the City's website at: www.pittsfield.org. Click on the "City Hall" red tab, then click on "Community Development", and finally click on "Community Development & Housing".

Anyone wishing to comment on the report may do so for a period of fifteen days, beginning September 13, 2018 through the close of business on September 27, 2018. Comments may be submitted in writing to the above address or may be made verbally by calling or visiting the LCO office at City Hall. Persons with special needs should contact the above telephone number for additional assistance and information.

Following the fifteen-day public comment period, DCD will submit the CAPER report to HUD, including any comments received from the public and responses.

09/13/18

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Sale to
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online at
sures.com

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Cheshire Town Hall.

Donna M. DeFino, Chairman
09/04/18 09/13/18

Notice is hereby given that a
Community Outreach Meeting for
a proposed Marijuana
Establishment is scheduled for
September 21, 2018 at 7PM at Lee
Town Hall 32 Main St, Lee, MA
01238. The proposed cultivation
and manufacturing Marijuanz
Establishment is anticipated to be
located at 815 Pleasant Street, Lee
MA 01238. There will be an
opportunity for the public to ask
questions.
09/13/18

NOTICE OF MORTGAGEE'S SALE OF REAL ESTATE

By virtue and in execution of the
Power of Sale contained in a certain

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23, 2007 and rec
Berkshire County R
immediately prior he

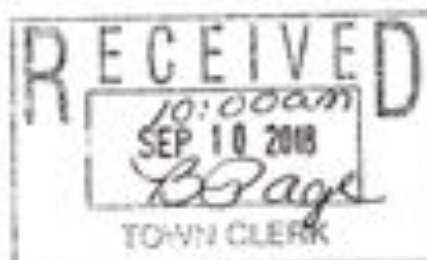
For mortgagor's(s
recorded with Be
(Middle District) Reg
Book 3779, Page 20

These premises
conveyed subject
benefit of all rights
restrictions, easem
liens or claims in th
improvements, publ
any and all unpaid
tax liens, water and
any other municipal
liens or existing e
record which are i
applicable, having
mortgage, whether
to such restrictio

September 10th, 2018

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for September 21, 2018 at 7PM at Lee Town Hall 32 Main St. Lee, MA 01238. The proposed cultivation and manufacturing Marijuana Establishment is anticipated to be located at 815 Pleasant Street, Lee MA 01238. There will be an opportunity for the public to ask questions.

A copy of the meeting notice was also filed on September 10, 2018 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).



Attachment C

September 10th, 2018

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for September 21, 2018 at 7PM at Lee Town Hall 32 Main St. Lee, MA 01238. The proposed cultivation and manufacturing Marijuana Establishment is anticipated to be located at 815 Pleasant Street, Lee MA 01238. There will be an opportunity for the public to ask questions.

A copy of the meeting notice was also filed on September 10, 2018 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).

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Erich Schmidt & George Vassos
813 East St.
LENOX, MA 01240



9590 9402 3969 8079 9945 44

2. Article Number (Transfer from service label)

18 0680 0000 9480 2298

PS Form 3811, July 2016 PSN 7530-02-000-8003

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X

☐ Agent☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type

☐ Adult Signature☐ Adult Signature Restricted Delivery☐ Certified Mail☐ Certified Mail Restricted Delivery☐ Collect on Delivery☐ Collect on Delivery Restricted Delivery☐ Insured Mail☐ Insured Mail Restricted Delivery (over \$500)☐ Priority Mail Express☐ Registered Mail™☐ Registered Mail Restricted Delivery☐ Return Receipt for Merchandise☐ Signature Confirmation™☐ Signature Confirmation Restricted Delivery

Domestic Return Receipt

U.S. Postal Service®

CERTIFIED MAIL® RECEIPT

Domestic Mail Only

For delivery information, visit our website at www.usps.com®

LENOX, MA 01240

Certified Mail Fee

\$3.45

Basic Signature & Postage and Fee \$2.25

☐ Return Receipt (hardcopy) \$0.00☐ Return Receipt (electronic) \$0.00☐ Certified Mail Restricted Delivery \$0.00☐ Adult Signature Restricted \$0.00☐ Adult Signature Restricted Delivery \$0.00

Postage

\$0.50

Total Postage and Fees

\$6.70

09/11/2018

Erich Schmidt & George Vassos

Street and Apt. No., or P.O. Box

813 East St.

LENOX, MA 01240

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Bailey Gordon
734 Pleasant St
Lee, MA 01238



9590 9402 3969 8079 9945 13

2. Article Number (Transfer from service label)

136 0680 0000 9480 2328

PS Form 3811, July 2015 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY

A. Signature

☒ *Harlan Bailey* ☐ Agent ☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

☒ No
 D. Is delivery address different from item 1? ☐ Yes ☒ No
 If YES, enter delivery address below:

3. Service Type

☐ Adult Signature ☐ Priority Mail Express®
☐ Adult Signature Restricted Delivery ☐ Registered Mail™
☐ Certified Mail® ☐ Registered Mail Restricted Delivery
☐ Certified Mail Restricted Delivery ☐ Return Receipt for Merchandise
☐ Collect on Delivery ☐ Signature Confirmation™
☐ Collect on Delivery Restricted Delivery ☐ Signature Confirmation Restricted Delivery
☐ Insured Mail ☐ Signature Confirmation Restricted Delivery
☐ Insured Mail Restricted Delivery (over \$500)

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For delivery information, visit our website at www.usps.com

LEE, MA 01238

Certified Mail Fee \$3.45
 Postage and Fees (print box and fee) \$2.75
☐ Return Receipt (hardcopy) \$2.00
☐ Return Receipt (electronic) \$0.00
☐ Certified Mail Restricted Delivery \$0.00
☐ Adult Signature Restricted \$0.00
☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.50

Total Postage and Fees \$6.70

09/11/2018

James A & Sarah G. DelSignor

734 Pleasant St.

Lee, MA 01238

PS Form 3811, July 2015 PSN 7530-02-000-9053

7016 0680 0000 9480 2328

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For delivery information, visit our website at www.usps.com

LEE, MA 01238

Certified Mail Fee \$3.45
 Postage and Fees (print box and fee) \$2.75
☐ Return Receipt (hardcopy) \$2.00
☐ Return Receipt (electronic) \$0.00
☐ Certified Mail Restricted Delivery \$0.00
☐ Adult Signature Restricted \$0.00
☐ Adult Signature Restricted Delivery \$0.00

Postage \$0.50

Total Postage and Fees \$6.70

09/11/2018

Bailey Gordon

734 Pleasant St.

Lee, MA 01238

PS Form 3811, July 2015 PSN 7530-02-000-9053

7016 0680 0000 9480 2328

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

James & Sarah DelSignor
734 Pleasant Street
Lee, MA 01238



9590 9402 3969 8079 9945 08

2. Article Number (Transfer from service label)

136 0680 0000 9480 2335

PS Form 3811, July 2015 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY

A. Signature

☒ *James DelSignor* ☐ Agent ☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

☒ No
 D. Is delivery address different from item 1? ☐ Yes ☒ No
 If YES, enter delivery address below:

3. Service Type

☐ Adult Signature ☐ Priority Mail Express®
☐ Adult Signature Restricted Delivery ☐ Registered Mail™
☐ Certified Mail® ☐ Registered Mail Restricted Delivery
☐ Certified Mail Restricted Delivery ☐ Return Receipt for Merchandise
☐ Collect on Delivery ☐ Signature Confirmation™
☐ Collect on Delivery Restricted Delivery ☐ Signature Confirmation Restricted Delivery
☐ Insured Mail ☐ Signature Confirmation Restricted Delivery
☐ Insured Mail Restricted Delivery (over \$500)

Domestic Return Receipt

SENDER: COMPLETE THIS SECTION

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- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Dantri Sienko & Michelle Slater
109 May Apple Rd.
Stamford, CT 06903



9590 9402 3989 8079 9945 75

2. Article Number (Transfer from service label)

7018 0680 0000 9480 2267

PS Form 3811, July 2015 PSN 7530-02-000-9003

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X M. Slater

☐ Agent
☐ Addressee

B. Received by (Printed Name)

C. Date of Del

9/13

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type

- | | |
|--|---|
| ☐ Adult Signature | ☐ Priority Mail Express |
| ☐ Adult Signature Restricted Delivery | ☐ Registered Mail™ |
| ☐ Certified Mail® | ☐ Registered Mail Fee Delivery |
| ☐ Certified Mail Restricted Delivery | ☐ Return Receipt for Merchandise |
| ☐ Collect on Delivery | ☐ Signature Confirmation |
| ☐ Collect on Delivery Restricted Delivery | ☐ Signature Confirmation Restricted Delivery |
| ☐ Insured Mail | |
| ☐ Insured Mail Restricted Delivery (over \$500) | |

Domestic Return Receipt

U.S. Postal Service
CERTIFIED MAIL® RECEIPT

Domestic Mail Only

For delivery information, visit our website at www.usps.com®

RICHMOND, VA 23219

Certified Mail Fee \$3.45

Basic Service & Postage (incl. ins. service) \$2.75

☐ Return Receipt (hardcopy) \$0.00

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Weight \$0.50

Total Postage and Fees \$6.70



09/11/2018

To: Mead Westvaco Specialty Paper Attn: Tax Dept
501 South 5th St
Richmond, VA 23219-4501

7018 0680 0000 9480 2311

U.S. Postal Service
CERTIFIED MAIL® RECEIPT

Domestic Mail Only

For delivery information, visit our website at www.usps.com®

STAMFORD, CT 06903

Certified Mail Fee \$3.45

Basic Service & Postage (incl. ins. service) \$2.75

☐ Return Receipt (hardcopy) \$0.00

☐ Return Receipt (electronic) \$0.00

☐ Certified Mail Restricted Delivery \$0.00

☐ Adult Signature Required \$0.00

☐ Adult Signature Restricted Delivery \$0.00

Weight \$0.50

Total Postage and Fees \$6.70



09/11/2018

To: Dantri Sienko & Michelle Slater
109 May Apple Rd.
Stamford, CT 06903

7018 0680 0000 9480 2267

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Mead Westvaco Specialty Paper
Attn: Tax Collector
501 South 5th St
Richmond, VA 23219-4501



9590 9402 3989 8079 9945 20

2. Article Number (Transfer from service label)

18 0680 0000 9480 2311

PS Form 3811, July 2015 PSN 7530-02-000-9003

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X M. Slater

☐ Agent
☐ Addressee

B. Received by (Printed Name)

C. Date of Del

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

3. Service Type

- | | |
|--|---|
| ☐ Adult Signature | ☐ Priority Mail Express |
| ☐ Adult Signature Restricted Delivery | ☐ Registered Mail™ |
| ☐ Certified Mail® | ☐ Registered Mail Fee Delivery |
| ☐ Certified Mail Restricted Delivery | ☐ Return Receipt for Merchandise |
| ☐ Collect on Delivery | ☐ Signature Confirmation |
| ☐ Collect on Delivery Restricted Delivery | ☐ Signature Confirmation Restricted Delivery |
| ☐ Insured Mail | |
| ☐ Insured Mail Restricted Delivery (over \$500) | |

Domestic Return Receipt

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Country Curtains Mail Order, Inc.
PO Box 955
Stockbridge, MA 01262



9590 9402 3969 8079 9945 51

2. Article Number (Transfer from service label)

116 0680 0000 9460 2261

PS Form 3811, July 2010 PSN 7530-02-000-8018

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X *[Signature]*
☐ Agent
☒ Addressee

B. Received by (Printed Name)

Robert K. [Signature]

C. Date of Delivery

9/11/18

 D. Is delivery address different from item 1? ☒ Yes
 If YES, enter delivery address below: ☐ No

PO Box 607
Eatonville, MA
02536

3. Service Type

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| ☐ Adult Signature | ☐ Priority Mail Express |
| ☐ Adult Signature Restricted Delivery | ☐ Registered Mail™ |
| ☒ Certified Mail | ☐ Registered Mail Restricted Delivery |
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| ☐ Collect on Delivery Restricted Delivery | ☐ Signature Confirmation Restricted Delivery |
| ☐ Insured Mail | |
| ☐ Insured Mail Restricted Delivery over \$500 | |

Domestic Return Receipt

U.S. Postal Service
CERTIFIED MAIL® RECEIPT

Domestic Mail Only

For delivery information, visit our website at www.usps.com

CHARLOTTE, NC 28241

Certified Mail Fee \$3.45

- | | |
|--|--------|
| Extra Services & Fees (check box, enter amount) | |
| ☐ Return Receipt (hardcopy) | \$0.00 |
| ☐ Return Receipt (electronic) | \$0.00 |
| ☐ Certified Mail Restricted Delivery | \$0.00 |
| ☐ Adult Signature Required | \$0.00 |
| ☐ Adult Signature Restricted Delivery | \$0.00 |

Postage \$0.50

Total Postage and Fees \$3.95

Delivered to
Time Warner Cable Northeast LLC
Attn: Tax Dept
PO Box 7467
Charlotte, NC 28241

U.S. Postal Service
CERTIFIED MAIL® RECEIPT

Domestic Mail Only

For delivery information, visit our website at www.usps.com

STOCKBRIDGE, MA 01262

Certified Mail Fee \$3.45

- | | |
|--|--------|
| Extra Services & Fees (check box, enter amount) | |
| ☐ Return Receipt (hardcopy) | \$0.00 |
| ☐ Return Receipt (electronic) | \$0.00 |
| ☐ Certified Mail Restricted Delivery | \$0.00 |
| ☐ Adult Signature Required | \$0.00 |
| ☐ Adult Signature Restricted Delivery | \$0.00 |

Postage \$0.50

Total Postage and Fees \$3.95

Delivered to
Country Curtains Mail Order, Inc.
Attn: Tax Dept
PO Box 955
Stockbridge, MA 01262



SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Time Warner Cable Northeast
Attn: Tax Dept
PO Box 7467
Charlotte, NC 28241



9590 9402 3969 8079 9945 37

2. Article Number (Transfer from service label)

016 0680 0000 9460 2304

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X *[Signature]*
☐ Agent
☒ Addressee

B. Received by (Printed Name)

Jonathan [Signature]

C. Date of Delivery

9/11/18

 D. Is delivery address different from item 1? ☐ Yes
 If YES, enter delivery address below: ☐ No

3. Service Type

- | | |
|--|---|
| ☐ Adult Signature | ☐ Priority Mail Express |
| ☐ Adult Signature Restricted Delivery | ☐ Registered Mail™ |
| ☐ Certified Mail | ☐ Registered Mail Restricted Delivery |
| ☐ Certified Mail Restricted Delivery | ☐ Return Receipt for Merchandise |
| ☐ Collect on Delivery | ☐ Signature Confirmation™ |
| ☐ Collect on Delivery Restricted Delivery | ☐ Signature Confirmation Restricted Delivery |
| ☐ Insured Mail | |
| ☐ Insured Mail Restricted Delivery over \$500 | |

ALERT: DUE TO WILDFIRES IN CALIFORNIA, USPS SERVICES ARE IMPACTED IN THOSE AREAS.

USPS Tracking®

FAQs > (<https://www.usps.com/faqs/uspstracking-faqs.html>)

[Track Another Package](#) +

Tracking Number: 70180680000094802243

Remove X

Your item was delivered to an individual at the address at 9:28 am on September 15, 2018 in LEE, MA 01238.



September 15, 2018 at 9:28 am
Delivered, Left with individual
LEE, MA 01238

Feedback

Tracking History

September 15, 2018, 9:28 am

Delivered. Left with Individual

LEE, MA 01238

Your item was delivered to an individual at the address at 9:28 am on September 15, 2018 in LEE, MA 01238.

September 12, 2018, 12:06 pm

Notice Left (No Authorized Recipient Available)

LEE, MA 01238

September 12, 2018, 8:11 am

Out for Delivery

LEE, MA 01238

September 12, 2018, 8:01 am

Sorting Complete

7016 0680 0000 9460 2243

U.S. Postal Service
CERTIFIED MAIL® RECEIPT
Domestic Mail Only

For delivery information, visit usps.com or call 800-ASK-USA.

LEE, J. J. 50288

OFFICIAL USE

0201 06

09/11/2018

Postmark Here

Domestic Mail Fee \$3.45

Postage \$10.50

Total Postage and Fees \$13.95

Additional Services and Fees (check box, add fee)

☐ Return Receipt requested	\$0.00
☐ Return Receipt provided	\$0.00
☐ Certified Mail Restricted Delivery	\$0.00
☐ Adult Signature Required	\$0.00
☐ Adult Signature Restricted Delivery	\$0.00

Sent to: Rose & Froyla Gortens
1000 and 4th St., N. P.O. Box 100
San Francisco, CA 94103
City, State, ZIP+4®
100-0000 01234

ALERT: DUE TO WILDFIRES IN CALIFORNIA, USPS SERVICES ARE IMPACTED IN THOSE ARE...

USPS Tracking®

FAQs > (<https://www.usps.com/faqs/uspstracking-faqs.htm>)

Track Another Package +

Tracking Number: 70180680000094802250

Remove X

Expected Delivery on

WEDNESDAY

12

SEPTEMBER
2018 ①

See Product Information ▾

✓ Delivered

September 12, 2018 at 12:07 pm
 Delivered, Left with Individual
 LEE, MA 01238

Tracking History

September 12, 2018, 12:07 pm
 Delivered, Left with Individual
 LEE, MA 01238

Your item was delivered to an individual at the address at 12:07 pm on September 12, 2018 in LEE, MA 01238.

September 12, 2018, 8:11 am
 Out for Delivery
 LEE, MA 01238

September 12, 2018, 8:01 am
 Sorting Complete
 LEE, MA 01238

U.S. Postal Service™
CERTIFIED MAIL® RECEIPT
 Domestic Mail Only

For delivery information, visit our website at www.usps.com

7018 0680 0000 9480 2250

OFFICIAL USE

Certified Mail Fee	\$3.45
Return Receipt (hardcopy)	\$2.75
Return Receipt (electronic)	\$0.00
Certified Mail Restricted Delivery	\$0.00
Certified Signature Required	\$0.00
Certified Signature Restricted Delivery	\$0.00
Package	\$0.50
Total Postage and Fees	\$6.70

09/11/2018

Postmark Here

Signature: Eric R. Montgomery, Trustee
 Office of the Trustee of the Massachusetts State Seal
 100 State Street, 20th Floor
 Boston, MA 02109

PS Form 3800, April 2012 (PSN 7530-02-000-9000) See www.usps.com for restrictions and limitations.

Feedback

**HIGHER PURPOSE CORPORATION
PLAN TO REMAIN COMPLIANT WITH LOCAL ZONING**

We have attached hereto as Exhibit A the narrative that accompanied Higher Purpose Corporation's special permit and site plan review applications to the Town of Lee's Board of Selectmen and Planning Board, respectively. Higher Purpose Corporation executed its Host Community Agreement with the Town of Lee on November 6, 2018. Higher Purpose Corporation received the Planning Board's recommendation to the Board of Selectmen to accept the site plan on November 19, 2018. The Board of Selectmen issued a special permit for cannabis cultivation and manufacturing on December 18, 2018. As a company, we take local regulatory compliance very seriously and are committed to abiding by all applicable local zoning and general bylaws. Upon licensure by the Cannabis Control Commission, Higher Purpose Corporation will comply with all applicable special conditions of the special permit and shall work with the Building Inspector to ensure that all requisite local permits or other permissions are in hand prior to the commencement or completion of any work authorized by the Cannabis Control Commission pursuant to the terms of our Tier 3 cultivation and manufacturing licenses.

Narrative in Support of Application for Special Permits with Site Plan Review Higher Purpose Corporation

October 22, 2018

I. Introduction

This narrative is submitted in support of the application for the special permit for a Marijuana Establishment (cultivation / manufacturing) at 815 Pleasant Street in Lee.

The site is located on the south side of Pleasant Street, within the Industrial Zoning District.

Higher Purpose Corporation is seeking licensure from the Massachusetts Cannabis Control Commission ("CCC") for a cultivation and manufacturing facility to be colocated at 815 Pleasant Street, Lee, MA. Our company's name is intended to be aspirational: namely, we as a company want to provide good paying jobs, be integral members of the business community in Lee, and afford opportunities to segments of the population that were hardest hit by the disproportionate enforcement of drug laws. We seek to be good neighbors and good citizens. As part of the application to the CCC, Higher Purpose Corporation will be preparing a diversity and community impact plan that will spell out precisely how we hope to make a positive impact on Lee and its residents. As a non-retail establishment, we will be essentially invisible to the community from a day-to-day operations standpoint, but our corporate ethos is to give back, educate, and become a force for positive change in Lee. Corporate social responsibility is our bedrock principal and we are committed to exemplifying what good can come from cannabis.

II. Action By The Select Board

Site Plan Review is required for this project as it involves the permitting of a Marijuana Establishment (ME). Special Permits are required for:

- 199 – 9 Marijuana Establishments

The Applicant also requests that the Select Board make the following finding:

- That the proposed use of the facility at 815 Pleasant Street as a Marijuana Establishment (Cultivation / Manufacturing) meet compliance with the Lee Zoning Bylaws.

III. Compliance with Required Zoning Bylaws (Subchapter 9)

The following corresponds to Chapter 199 section 9.11 of the Lee Zoning Bylaw, Marijuana Establishments (MEs).

Section 9.11 A. & B. – Purpose & Definition

The proposed use of this facility is as a Marijuana Cultivator and Manufacturer as defined in 9.11 B of the Lee Zoning Bylaw.

815 Pleasant Street

Lee, MA

C. – Designated Locations for MEs

This site is located in the Industrial (I) zone district, which allows all MEs to be sited within the Industrial Zone District. (Marijuana Cultivation and Manufacturing).

D. – Number of MEs

20% of the number of licenses issued within the Town for the retail sale of alcoholic beverages not to be drunk on the premises.

E. – General Requirements

- 1.) Outside Storage – No proposed outdoor storage of any marijuana related products.
- 2.) Hours of Operation – No hourly restrictions on Cultivation and Manufacturing facilities.
- 3.) Signage – Propose to replace existing “Oraceutical” sign on Pleasant Street.
- 4.) Onsite Consumption of Marijuana – No onsite consumption of marijuana (Cultivation and manufacturing only).
- 5.) Visibility of Activities – All cultivation and manufacturing activities will take place indoors.
- 6.) Paraphernalia - (Cultivation and manufacturing only).
- 7.) Control of Emissions – Indoor control of emissions (odor).
- 8.) Landscaping – Existing landscaping and screening to remain in place.

IV. Compliance with Required Zoning Bylaws (Subchapter 5)

The following corresponds to Chapter 199 section 5 of the Lee Zoning Bylaw, Intensity Regulations.

5.1 Dimensional Requirements

See Site Plan and Table for dimensional requirements. The existing building layout is to remain with no proposed structural improvements.

5.2 Dimensional Requirements for Accessory Buildings

There are no proposed accessory buildings.

5.3 Buffer Strips and Driveways in the Rural Business District

The subject property is located in the Industrial Zoning District.

5.4 Visibility at Corners

20' Offset for Obstructions to Road - There is no proposed additional screening for the proposed use. Existing screening is located at least 40 feet from the edge of pavement on Pleasant Street.

V. Compliance with Required Zoning Bylaws (Subchapter 8)

The following corresponds to Chapter 199 section 8 of the Lee Zoning Bylaw, Off-Street Parking.

Section 8.1 – Parking Facilities Required

Existing lot currently has 35 painted parking spaces and area of 24,465 SF.

815 Pleasant Street

Lee, MA

8.2 Location of Required Parking Facilities

Existing lot is within 300 LF of the existing building.

8.3 Minimum Area Required – General

(9) 300 SF for every two persons normally employed. Number of employees will not exceed 35. 35 x 300 SF = 10,500 SF required, 24,465 provided.

VI. Compliance with Required Zoning Bylaws (Subchapter 12)

The following corresponds to Chapter 199 section 12 of the Lee Zoning Bylaw, Environmental & Performance Standards.

12.1 Purpose; Enforcement; Measurements

A.) This site is proposed to be a Marijuana cultivation and manufacturing facility. The existing warehouse and attached lab/office space appears to be an ideal space for the proposed use.

B.) All performance standards, in addition to existing, as provided by the Building Inspector for the Town of Lee will be enforced throughout the life of the structure.

C.) See Site Plan for area measurements. There are no proposed elements outside of the setbacks. The proposed use will not change the exterior layout of the building (parking and facility use to remain as existing).

12.2 Lighting

A. – Exterior Area Lighting - Existing lighting for parking and exterior to remain.

B. – Light Overspill - Existing lighting to remain. No new proposed site lighting.

C. – No Flickering or Flashing Lights - Existing site lighting to remain.

D. – No Light Fixtures on Poles Greater than 25' - Existing lighting is attached to the existing building.

E. – All streets shall be safely lit - MDOT provides lighting for Pleasant St in Lee.

12.3 Noise

A. Marijuana Cultivation and Manufacturing facility will not create any noise at any level of concern.

B. Noise in excess of 55 decibels is not expected to occur onsite with the proposed use.

C. The proposed facility is located in an Industrial Zoning District, noise in excess of 55 decibels is not expected to occur onsite with the proposed use.

12.4 Vibration

No vibration shall be produced with the proposed use.

12.5 Air Pollution

815 Pleasant Street

Lee, MA

All atmospheric emissions with the proposed use will conform to current regulations of the Massachusetts Division of Environmental Protection.

12.6 Toxic or Noxious Matter; Odors

All odors will be treated with indoor carbon filters that shall be maintained so that there is no odor emitted from the site.

12.7 Flammable and Explosive Materials

A & B. Storage of flammable and explosive materials within the facility shall be provided in other documents.

12.8 Radioactivity

There is no radioactivity associated with the proposed use.

12.9 Electrical Disturbance

No electrical disturbance will take place with the proposed use.

12.10 Water Pollution

The discharge of any substances shall not violate the rules and regulations of the Lee Conservation Commission, the Massachusetts Division of Environmental Protection or the Massachusetts Division of Water Pollution Control.

12.11 Waste Material and Refuse

- A. Interior Waste Disposal Plan
- B. Exterior Waste Disposal - Waste disposal shown on site plan
- C. Roll-off Containers – N/A

12.12 Surface Water Runoff

Existing site conditions shall remain as is (no additional impervious areas), therefore there will be no additional water runoff.

12.13 Erosion Control

Erosion control shall be provided for any grading for ADA accessible parking construction, as noted on the Site Plan.

12.14 Dish Antennas

Existing Conditions/Utilities to remain.

12.15 Wind Energy Conversion Systems

A & B. There are no wind energy conversion systems proposed.

12.16 Storage

815 Pleasant Street

Lee, MA

All materials, supplies and equipment will be stored indoors. It will be stored in accordance with the Fire Prevention Standards of the Nation Fire Protection Association. Existing screening to remain in rear lot screens storage from surrounding areas.

VII. Special Permits.

Special permits are requested for:

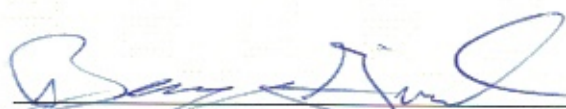
- 199-9 Marijuana Establishment

Host Community Agreement Certification Form

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

Applicant

I, Benjamin Girard, secretary, (insert name) certify as an authorized representative of Higher Purpose Corp. (insert name of applicant) that the applicant has executed a host community agreement with Lee, MA (insert name of host community) pursuant to G.L.c. 94G § 3(d) on November 12th, 2018 (insert date).


Signature of Authorized Representative of Applicant

Host Community

I, James Pollard, (insert name) certify that I am the contracting authority or have been duly authorized by the contracting authority for Town of Lee (insert name of host community) to certify that the applicant and Town of Lee (insert name of host community) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on November 12, 2018 (insert date).


Signature of Contracting Authority or
Authorized Representative of Host Community

HIGHER PURPOSE CORPORATION POSITIVE IMPACT PLAN

In furtherance of the statutory goals enshrined in M.G.L. c. 94G, §4, pursuant to the regulations at 935 CMR 500.101(a)(11), and in order live up to its founding mission and the corporate ethos its name embodies, Higher Purpose Corporation (or the “Company”) has established this positive impact plan to maximize its ability to help right some of the wrongs of the failed drug war and to empower and employ residents of neighboring Pittsfield, MA, and nearby Holyoke, MA, which are both designated areas of disproportionate impact.

Goals: Higher Purpose Corporation will have a workforce for the cultivation and manufacturing facility in Lee, MA comprised of at least 20% of its total staffing and management that live in neighboring Pittsfield, MA and nearby Holyoke, MA to ensure that citizens of those designated areas of disproportionate impact have access to the industry and the opportunity to grow with Higher Purpose Corporation. Higher Purpose Corporation intends to live up to its name and seeks to make meaningful contributions to the citizens living in areas of disproportionate impact by employing, mentoring, and fostering the professional growth of those employees. The 20% staffing goal is intended to be met across multiple levels of the company’s hierarchy, from cultivation assistants to upper management, and will not be limited to the lowest levels of our staffing needs.

Programs: Higher Purpose Corporation has a multi-faceted program to attract and hire employees from Pittsfield and Holyoke.¹ The program is intended to allow Higher Purpose Corporation to benefit residents of Pittsfield and Holyoke and to develop our employees’ skills in the cannabis industry.

- The Company has established a working relationship with E for All, a non-profit that promotes entrepreneurship by offering business accelerator programs, mentorship, and other educational opportunities, which has a presence in both Berkshire County and Holyoke, to help attract and identify qualified job seekers. Higher Purpose Corporation intends to volunteer at E for All community service events, sponsor events (provided that E for All can certify that attendees will be at least 85% comprised of adults 21 years of age or older), and to provide annual monetary contributions. Higher Purpose Corporation anticipates that this annual monetary contribution will amount to 1% of annual net profit. To illustrate, current forecasting for 2020 projects six million dollars in net profit, where \$60,000 would be contributed to E for All.

- Industry Specific Instruction through E for All: Higher Purpose Corporation is committed to offering at least 40 hours of industry specific instruction per year for its educational workshops to be held in conjunction with E for All. In addition to serving as a tool to get to know potential applicants on a personal level, these instructional hours are intended to educate individuals from Pittsfield and Holyoke on specific areas of the cannabis industry that fall within Higher Purpose Corporation’s institutional and operational knowledge. We will view it as a successful educational program if attendees are brought on board Higher Purpose Corporation or with any other licensed marijuana establishment. The industry must include people from areas of disproportionate impact and Higher Purpose is thrilled to have the opportunity to contribute to that statutory goal both internally and on an industry-wide basis.

- The Company shall contract with a cannabis industry staffing agency to aid in the identification of suitable candidates for employment from Pittsfield and Holyoke. The criteria to be used in evaluating a potential staffing agency will include, but not be limited to, the following:

- Demonstrated expertise in identifying cannabis industry employees, whether from Higher Purpose Corporation reached out directly to the city governments in Pittsfield and Holyoke to ascertain if there was a comparable municipal agency providing services offered in the MassHire branch offices, and we were informed that no such local level agencies exist in either city. Massachusetts' medical marijuana program, or from any other state where adult-use and/ or medical cannabis is permitted under applicable state law.
- An institutional commitment to promoting restorative social justice, equity, and diversity in the cannabis industry.
- The ability to identify candidates suitable for employment in all of the component parts of the production process as well as candidates necessary for upper management roles with the company. We want a one-stop shop for our cannabis staffing needs and will work diligently to identify such an entity serving the industry.
- Serve as an internship/apprenticeship site under the Cannabis Community Care & Research Network/Holyoke Community College partnership, which, as the Commission knows, is one of six selected vendors in the Commission's Social Equity Technical Assistance Program. If permissible under Holyoke Community College's academic policies, Higher Purpose Corporation would seek to have paid interns/apprentices while they simultaneously earn course credit. Higher Purpose Corporation's attorney, Blake M. Mensing, also serves as the lead legal advisor for Cannabis Community Care & Research Network's social equity training program and is committed to maximizing that dual role for the benefit of residents of Pittsfield, Holyoke, and students of Holyoke Community College from those communities.
- Higher Purpose Corporation will also seek out employment candidates that received training from any of the other vendors serving in the Social Equity Technical Assistance Program.

3. Measurement and Accountability: Higher Purpose Corporation will utilize the following qualitative and quantitative metrics (to be reviewed at least biannually) to assess whether the program has led to the achievement of our positive impact plan's goals:

- 20% of staff residing in Pittsfield and/or Holyoke shall serve as the Quantitative Metric. The measurement of this metric shall be numeric and any staffing levels below 20% of the target goal shall lead to a reevaluation and adjustment of the above listed program to achieve the goals of this positive impact plan.
- The primary Qualitative Metric shall be based on the following:
 - A breakdown of the levels of staffing to meet the 20% Quantitative Metric to ensure that the goal of hiring employees from Pittsfield and Holyoke is met at all levels of the company's employment hierarchy. •
 - The data source for the measurement of the Qualitative Metric shall be the Company's human resources personnel files. •
 - Senior management shall compile the employment data and include the percentages of employees from Pittsfield and Holyoke in our master positive impact plan database to be used to track our progress toward this plan's goals. A spreadsheet, or other suitable electronic data management tool, shall serve as the medium by which the Company will track this data.
 - While Higher Purpose Corporation is not setting a specific minimum percentage of its management that shall be drawn from residents of Pittsfield and Holyoke, we are

committed to reviewing the breakdown of staffing roles amongst that 20% target and intend to adjust our hiring funnel to capture a greater proportion of managerial candidates if we determine that the actual number of such employees is lower than we would like to see.

- The raw data collected under the Quantitative Metric described above shall serve as the basis for this Qualitative Metric. Starting from the raw numerical data, the Company shall evaluate the proportion of residents of Pittsfield and Holyoke that occupy managerial roles. There will be a heavy emphasis on adjusting the managerial composition upwards for residents of areas of disproportionate impact by promoting lower level employees from within based on their performance. The percentage data for managerial roles shall be tracked in the master positive impact plan database and shall be considered separately from the Quantitative Metrics. A spreadsheet, or other suitable electronic data management tool, shall serve as the medium by which the Company will track this data.

Higher Purpose Corporation is committed to being a force for good in Massachusetts and our nascent cannabis industry is uniquely situated, from a statutory and regulatory standpoint, to rectify the disproportionate burden that was imposed on residents of Pittsfield and Holyoke at the hands of the failed drug war. This positive impact plan shall be revised no less than annually, and shall be tailored and tweaked in response to updates in the Quantitative and Qualitative Metrics outlined herein, until the Company's Goals have been achieved. It is our intent to expand the scope of the Company's positive impact goals, to be reflected in updated positive impact plans, as our presence in the Massachusetts cannabis industry becomes more established and our resources and expertise grow.

The Company acknowledges that the progress or success of this Plan must be documented upon renewal, which shall occur one year from the date of receipt of provisional licensure and each year thereafter. This Plan shall adhere to the requirements set forth in 935 CMR 500.105(4), which provides the prohibited advertising, branding, marketing, and sponsorship practices of Marijuana Establishments. Any actions taken, or programs instituted, by the Company shall not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.



Community Partnership Agreement

This document serves as a letter of intent that **E For All** has agreed to partner with Higher Purpose Corporation with regards to the following services:

- E For All will allow members of the Higher Purpose Corporation's staff to assist and volunteer in future community service events that they host. All assistance and volunteer opportunities will be coordinated with the coordinator of the event from E for All and a member of the Higher Purpose Corporation management team in advance.
- At no time shall an employee of Higher Purpose Corporation show up to your facility without prior consent from a representative from E For All.
- E For All agrees to allow Higher Purpose Corporation to potentially sponsor an event with monetary donations. Higher Purpose Corporation will not advertise their business at any of these sponsored events unless there is data to support that at least 85% of the attending audience is at least 21 years old, as well as if E for All agrees to the placed advertisements.
- Higher Purpose Corporation may take photographs or videos of our participation at an event to later be posted on our website or social media pages. This is intended to show our dedication towards giving back to the community, and will not be used to solicit minors to purchase our products.
- Higher Purpose Corporation will make a monetary contribution to the E For All organization of at least \$10,000 annually upon successfully commencing operations. Additional contributions can be made at the discretion of Higher Purpose Corporation and E For All including but not limited to sponsorship of events, direct contributions and/or additional donation opportunities.

It is our mutual understanding that both parties agree to the terms stated above.

Deborah Sallant

4/22/20

E for All Representative Signature

Date

Nathan J Girard

4-22-2020

Higher Purpose Corporation Representative Signature

Date

The Higher Purpose Corporation executive team would like to thank you for your willingness to partner with us, and we look forward to assisting and partnering with your organization in the future.

Sincerely,

Ben Girard – Co-Owner of Higher Purpose Corporation



The Commonwealth of Massachusetts William Francis Galvin

Minimum Fee: \$250.00

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

[Special Filing Instructions](#)

Articles of Organization

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

Identification Number: 001332992

ARTICLE I

The exact name of the corporation is:

HIGHER PURPOSE CORPORATION

ARTICLE II

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

ARTICLE III

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

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding Num of Shares
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CNP	\$0.00000	100,000	\$0.00	100,000

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

ARTICLE IV

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

ARTICLE V

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

ANY STOCKHOLDER WHO DESIRES TO SELL OR TRANSFER ANY STOCK SHALL FIRST OFFER IT TO THE CORPORATION IN THE MANNER FOLLOWING: THE STOCKHOLDER SHALL NOTIFY THE BOARD OF DIRECTORS OF THE DESIRE TO SELL OR TRANSFER SHARES BY A NOTICE IN WRITING, WHICH NOTICE SHALL CONTAIN THE PRICE PER SHARE THAT THE STOCKHOLDER IS WILLING TO ACCEPT AND THE NAME OF ONE ARBITRATOR. THE DIRECTORS SH

ALL WITHIN THIRTY (30) DAYS THEREAFTER EITHER ACCEPT THIS OFFER OR, BY NOTICE T O THE STOCKHOLDER IN WRITING, NAME A SECOND ARBITRATOR, AND THESE TWO SHAL L NAME A THIRD. IT THEN SHALL BE THE DUTY OF THE ARBITRATORS TO ASCERTAIN THE VALUE OF THE STOCK, AND IF ANY ARBITRATOR SHALL NEGLECT OR REFUSE TO APPEAR AT ANY MEETING APPOINTED BY THE MAJORITY OF THE ARBITRATORS, THE MAJORITY M AY ACT IN THE ABSENCE OF SUCH ARBITRATOR. UPON THE ACCEPTANCE OF THE OFFER, OR THE REPORT OF THE ARBITRATORS AS TO THE VALUE OF THE STOCK, THE DIRECTORS SHALL HAVE THIRTY (30) DAYS WITHIN WHICH TO PURCHASE THE SAME AT SUCH VALUAT ION, BUT IF AT THE EXPIRATION OF SAID THIRTY (30) DAYS THE CORPORATION SHALL NO T HAVE EXERCISED THE RIGHT SO TO PURCHASE, THE OWNER OF THE STOCK SHALL HAVE THE RIGHT TO DISPOSE OF THE SAME IN ANY MANNER HE OR SHE SEES FIT. THESE PROVIS IONS SHALL BE BINDING UPON THE EXECUTORS, ADMINISTRATORS, AND ASSIGNS OF EVE RY STOCKHOLDER, INCLUDING ONE WHO ACQUIRES TITLE BY OPERATION OF LAW. NO S HARES OF STOCK SHALL BE SOLD OR TRANSFERRED ON THE BOOKS OF THE CORPORATIO N UNTIL THESE PROVISIONS HAVE BEEN COMPLIED WITH, BUT THE BOARD OF DIRECTORS MAY IN ANY PARTICULAR INSTANCE WAIVE THE FOREGOING REQUIREMENTS. EVERY CER TIFICATE OF STOCK ISSUED BY THE CORPORATION SHALL CONTAIN THE FOLLOWING REFERENCE TO THE BY-LAW: "THE TRANSFERABILITY OF THE STOCK OF THIS CORPORATION I S RESTRICTED AS SET FORTH IN THE ARTICLES OF ORGANIZATION AND ITS BY-LAWS."

ARTICLE VI

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

ANY ACTION REQUIRED OR PERMITTED TO BE TAKEN AT A MEETING OF SHAREHOLDERS MAY BE TAKEN WITHOUT A MEETING UPON THE WRITTEN CONSENT OF NO LESS THAN A LL THE SHAREHOLDERS ENTITLED TO VOTE THEREON. THE CORPORATION MAY, FROM TI ME TO TIME, DISTRIBUTE TO ITS SHAREHOLDERS, DIRECTLY OR BY THE PURCHASE OF ITS OWN SHARES, A PORTION OF ITS ASSETS, IN CASH OR PROPERTY OUT OF THE UNRESERVE D AND UNRESTRICTED CAPITAL SURPLUS OF THE CORPORATION. THE CORPORATION SHA LL HAVE THE POWER TO INDEMNIFY ANY PERSON WHO WAS OR IS A PARTY TO A SUIT OR PROCEEDING, CIVIL OR CRIMINAL.

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

ARTICLE VII

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

Later Effective Date: Time:

ARTICLE VIII

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

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

Name: NATHAN GIRARD
No. and Street: 392 MERRILL ROAD
City or Town: PITTSFIELD State: MA Zip: 01201 Country: USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	NATHAN GIRARD	392 MERRILL ROAD PITTSFIELD, MA 01201 USA
TREASURER	GEORGE MENSING	392 MERRILL ROAD PITTSFIELD, MA 01201 USA
SECRETARY	BENJAMIN GIRARD	392 MERRILL ROAD PITTSFIELD, MA 01201 USA
SECRETARY	BENJAMIN GIRARD	392 MERRILL ROAD PITTSFIELD, MA 01201 USA
DIRECTOR	NATHAN GIRARD	392 MERRILL ROAD PITTSFIELD, MA 01201 USA
DIRECTOR	GEORGE MENSING	392 MERRILL ROAD PITTSFIELD, MA 01201 USA

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

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

REAL ESTATE

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

No. and Street: 392 MERRILL ROAD
City or Town: PITTSFIELD State: MA Zip: 01201 Country: USA

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

No. and Street: 392 MERRILL ROAD
City or Town: PITTSFIELD State: MA Zip: 01201 Country: USA

which is

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

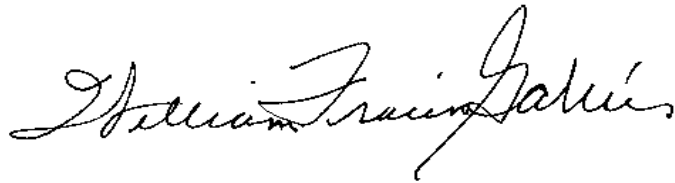
Signed this 18 Day of June, 2018 at 4:11:07 PM by the incorporator(s). (If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)

NATHAN GIRARD

THE COMMONWEALTH OF MASSACHUSETTS

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

June 18, 2018 04:10 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

BYLAWS

Higher Purpose Corporation

SECTION 1 Articles of Organization

The name of the corporation shall be as set forth in the articles of organization. These bylaws, the powers of the corporation and of its directors and shareholders, and all matters concerning the conduct and regulation of the business of the corporation shall be subject to the articles of organization. All references in these bylaws to the articles of organization shall mean the articles of organization of the corporation, as from time to time in effect. All references in these bylaws to the Massachusetts Business Corporation Act shall mean Massachusetts General Laws Chapter 156D, as from time to time in effect.

SECTION 2 Shareholders

2.1 Annual Meeting

The annual meeting of the shareholders shall be held on the [third Tuesday of March] if it is not a legal holiday, and if it is a legal holiday, then on the next succeeding day not a legal holiday, at the hour stated in the written notice of such meeting, or on such other date as may be determined by the board of directors. Except as otherwise may be provided in the articles of organization, purposes for which an annual meeting is to be held, in addition to the election of directors, may be specified by the board of directors or by the President and stated in the notice of the meeting.

2.2 Special Meetings

Special meetings of the shareholders may be called by the President or the board of directors. A special meeting of the shareholders shall be called by the Secretary, or in the case of the death, absence, incapacity, or refusal of the Secretary, by any other officer, if the holders of at least 10 percent of the votes entitled to be cast on any issue to be considered at the proposed special meeting sign, date, and deliver to the Secretary one or more demands for the meeting describing the purpose for which it is to be held. Such call shall state the date, time, place, and purposes of the meeting.

2.3 Place of Meetings; Remote Participation

All meetings of the shareholders shall be at the principal office of the corporation or at such other place as the board of directors, the President, or the person or persons calling the meeting may determine. If authorized by the directors, any meeting of shareholders need not be held at any place but instead may be held solely by remote communication. Shareholders and proxyholders not physically present at a meeting of shareholders may participate in a meeting of shareholders, be deemed present in person, and vote at a meeting of shareholders, by means of remote communication, subject to such guidelines and procedures as the board of directors may adopt. Such guidelines and procedures shall include reasonable measures (1) to verify that each person deemed present and permitted to vote at the meeting by means of remote communication is a shareholder or proxyholder, and (2) to provide such shareholders and proxyholders a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings. If any shareholder or proxyholder votes or takes other action at the meeting by means of remote communication, the corporation shall maintain a record of such vote or other action.

2.4 Notice of Shareholder Meetings

A written notice of each meeting of shareholders, stating the place, day, and hour of such meeting and the purposes for which the meeting is called, shall be given by the Secretary, Assistant Secretary, President, or such person designated by the board of directors, at least seven and no more than 60 days before the meeting, to each shareholder entitled to such notice. A shareholder may waive any notice required by the

Massachusetts Business Corporation Act, the articles of organization, or the bylaws before or after the date and time stated in the notice. The waiver shall be in writing, signed by the shareholder entitled to the notice, and delivered to the corporation for inclusion with the records of the meeting. A shareholder's attendance at a meeting waives objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or transacting business at the meeting. A shareholder's attendance at a meeting waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented.

2.5 Action at Meeting

Unless otherwise provided by the Massachusetts Business Corporation Act, the articles of organization, or these bylaws, at any meeting of the shareholders, a majority of the votes entitled to be cast upon a matter by a voting group at the meeting shall constitute a quorum of that voting group for action on that matter, but a lesser interest 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 of that meeting unless: (1) the shareholder attends solely to object to lack of notice, defective notice, or the conduct of the meeting on other grounds, and does not vote the shares or otherwise consent that they are to be deemed present; or (2) in the case of an adjournment, a new record date is or shall be set for that adjourned meeting. Unless otherwise required by Massachusetts Business Corporation Act, the articles of organization, or these bylaws, if a quorum of a voting group exists, (1) favorable action on a matter, other than the election of directors, is taken by a voting group if the votes cast within the group favoring the action exceed the votes cast opposing the action, and (2) directors shall be elected by a plurality of the votes cast by the shares entitled to vote in the election at the meeting.

2.6 Voting and Proxies

Unless otherwise provided in the articles of organization, each share shall have one vote on any matter to be considered at the meeting. Shareholders may vote either in person or by proxy, which shall be filed with the Secretary or Temporary Secretary at the meeting, or any adjournment of the meeting, before being voted. Unless otherwise provided in the appointment form, a proxy is valid for 11 months from the date the shareholder signed the form, or if it is undated, from the date of its receipt by the officer or agent of the corporation. Such proxy shall entitle the holder thereof to vote at any adjournment of such meeting, but shall not be valid after the final adjournment of such meeting.

2.7 Action by Consent; Electronic Transmission

a. Any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if the action is taken either by all shareholders entitled to vote on the action, or to the extent permitted by the articles of organization, by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting. The action shall be evidenced by one or more written consents that describe the action taken, are signed by shareholders having the requisite votes, bear the dates of the signatures of such shareholders, and are delivered to the corporation for inclusion with the records of meetings within 60 days of the earliest dated consent delivered to the corporation. Such consents shall be treated as a vote of shareholders for all purposes. If the shareholders take action by written consent, the corporation shall give such notice of the action to shareholders who have not signed such consent as is required by the Massachusetts Business Corporation Act.

b. Any vote, consent, waiver, proxy appointment, or other action by a shareholder or by the proxy or other agent of any shareholder shall be considered given in writing, dated, and signed if it consists of an electronic transmission that sets forth or is delivered with information from which the corporation can

determine (1) that the electronic transmission was transmitted by the shareholder, proxy, or agent or by a person authorized to act for the shareholder, proxy, or agent; and (2) the date on which such shareholder, proxy, agent, or authorized person transmitted the electronic transmission. The date on which the electronic transmission is transmitted shall be considered the date on which it was signed. The electronic transmission shall be considered received by the corporation if it has been sent to any address specified by the corporation for that purpose or, if no address has been specified, to the principal office of the corporation, addressed to the Secretary or other officer or agent having custody of the records of proceedings of shareholders.

SECTION 3 Directors

3.1 Number and Election

The corporation shall have a board of directors consisting of one or more individuals. The board of directors shall be elected by such shareholders as have the right to vote at the annual meeting of the shareholders or at a special meeting held in place thereof. No ballot shall be required for such election unless requested by a shareholder present or represented at the meeting and entitled to vote in the election. Subject to any minimum number of directors required by the Massachusetts Business Corporation Act, the number of directors shall be fixed by vote at the meeting at which they are elected, but the shareholders, at any special meeting held for the purpose, or a majority of the directors then in office, may increase the number of directors as thus fixed and elect new directors to complete the number so fixed, and the shareholders, at any such special meeting, may decrease the number of directors as thus fixed and remove directors to reduce the number of directors to the number so fixed. Subject to the articles of organization and these bylaws, each director shall hold office until the next annual meeting and until his or her successor is elected and qualified.

3.2 Resignation, Removal, and Vacancy

A director may resign at any time by delivering written notice of resignation to the board of directors, its chairman, or the corporation. Except as otherwise provided by the Massachusetts Business Corporation Act, the articles of organization, or these bylaws: (1) the shareholders may remove one or more directors with or without cause, (2) the directors may remove a director for cause by vote of a majority of the directors then in office, and (3) the shareholders or board of directors may fill any vacancy, or if the directors remaining in office constitute fewer than a quorum of the board, they may fill the vacancy by the affirmative vote of a majority of all the directors remaining in office.

3.3 Powers of Directors

Subject to law and the articles of organization, all corporate power shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, its board of directors.

3.4 Regular Meetings

Regular meetings of the board of directors may be held without call or formal notice at such places and at such times as the board may by vote from time to time determine. A regular meeting of the board of directors may be held without call or formal notice immediately after and at the same place as the annual meeting of the shareholders, or the special meeting of the shareholders held in place of such annual meeting.

3.5 Special Meetings

Special meetings of the board of directors may be held at any time and at any place when called by the President, Treasurer, or two or more directors, or the sole director if there is only one director. Notice of such meeting shall be given to each director by the Secretary or, if there is no Secretary, or in case of the death, absence, incapacity, or refusal of the Secretary, by the officer or directors calling the meeting. Such

notice (1) must be given at least two days prior to the date of the special meeting, and (2) need not describe the purpose of the meeting unless otherwise required by the articles of organization or these bylaws.

3.6 Waiver of Notice

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

3.7 Quorum and Voting

A majority of the directors then in office shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. If a quorum is present when a vote is taken, the affirmative vote of a majority of the directors present is the act of the board of directors, unless the vote of a greater number of directors is required by the articles of organization or these bylaws.

3.8 Action by Consent

Any action by the board of directors may be taken without a meeting by unanimous consent by the directors and filed with the records of the directors' meetings. The action must be evidenced by one or more consents describing the action taken, in writing, signed by each director, or delivered to the corporation by electronic transmission, to the address specified by the corporation for the purpose or, if no address has been specified, to the principal office of the corporation, addressed to the Secretary or other officer having custody of the records of proceedings of directors. Such consent shall be treated as a vote of the board of directors for all purposes.

3.9 Remote Participation

Members of the board of directors or any committee designated by the board of directors may participate in a meeting of the board or such committee, or conduct any such 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 the meeting.

3.10 Committees

Except as otherwise provided in the articles of organization, the board of directors may, by vote of a majority of the directors, appoint from its own number a committee or committees, consisting of one or more members who shall serve at the pleasure of the board of directors, and which may exercise such authority of the board of directors as is delegated by the board, except for those powers which, pursuant to the Massachusetts Business Corporation Act, may not be delegated to any such committee. Subject to the Massachusetts Business Corporation Act, the provisions of such Act and these bylaws governing meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements of the board of directors shall apply to committees and their members.

SECTION 4 Officers

4.1 Identity, Election, and Appointment of Officers

The officers of the corporation shall consist of a President, Treasurer, and Secretary, who shall be elected by the board of directors, and such other officers as the board of directors may appoint.

4.2 Duties and Powers; Qualification and Tenure

Subject to these bylaws, each officer shall have, in addition to the duties and powers specifically set forth in these bylaws, such duties and powers as are customarily incident to his or her office and such duties and powers as the board of directors may from time to time designate. Any officer may, but need not, be a shareholder or director. Any two or more offices may be held by the same person. Any officer may be required by the board of directors to give bond for the faithful performance of his or her duties to the corporation in such amount and with such sureties as the board of directors may determine. Except as otherwise provided by law, the articles of organization, these bylaws, or the directors' resolution electing or appointing such officer, the President, Treasurer, and Secretary shall hold office until the first meeting of the board of directors following the annual meeting of shareholders and thereafter until his or her successor is elected and qualified, and all other officers shall hold office until the respective successor of each is elected and qualified.

4.3 President

The President shall be the chief executive officer of the corporation and shall, subject to the direction of the board of directors, have general supervision and control of its business. Unless otherwise provided by the board of directors, the President shall preside, if present, at all meetings of shareholders and of the board of directors.

4.4 Treasurer

The Treasurer, subject to the direction and under the supervision of the board of directors, shall have general charge of the financial concerns of the corporation and the care and custody of the funds and valuable papers of the corporation, except his or her own bond. The Treasurer shall keep, or cause to be kept, accurate books of account, which shall be the property of the corporation.

4.5 Secretary

The Secretary shall keep a record of the meetings of shareholders, the board of directors, and any executive and other committees. In the absence of the Secretary from any such meetings, an Assistant Secretary, if one has been elected, otherwise a Temporary Secretary, designated by the person presiding at the meeting, shall perform the duties of the Secretary.

4.6 Removal and Vacancies

The board of directors may remove any officer at any time with or without cause, and may fill any vacancy in any office.

SECTION 5 Capital Shares

5.1 Share Certificates

Each shareholder shall be entitled to a share certificate in such form as is prescribed by law and approved from time to time by the board of directors. The certificates shall be signed by the President or any Vice President and by the Treasurer or any Assistant Treasurer. Such signatures may be facsimiles. If any officer who has signed or whose facsimile signature has been placed on such certificate no longer holds office when the certificate is issued, the certificate shall nevertheless be valid.

5.2 Transfer of Shares

Subject to restrictions, if any, imposed by the articles of organization, title to a share certificate and to the shares represented thereby shall be transferred only by delivery of the certificate properly endorsed, or by delivery of the certificate accompanied by a written assignment of shares represented by such certificate, or a written power of attorney to sell, assign, or transfer the certificate or the shares represented thereby, properly executed. The person registered in the records of the corporation as the owner of shares shall

have the exclusive right to receive dividends thereon and to vote thereon as such owner, shall be held liable for such calls and assessments, if any, as may lawfully be made thereon, and, except only as may be required by law, may in all respects be treated by the corporation as the exclusive owner thereof unless and to the extent that the corporation has established a procedure by which the beneficial owner of shares that are registered in the name of a nominee will be recognized by the corporation as the shareholder.

5.3 Transfer Records

Unless a transfer agent is appointed, the Secretary shall keep or cause to be kept, at the principal office of the corporation or at the office of the Secretary, the share 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 transfer records of the shares of the corporation may be closed for such period from time to time in anticipation of shareholders' meetings or the declaration or payment of dividends as the board of directors may determine.

5.4 Lost or Destroyed Certificates

In case of the alleged loss, destruction, or mutilation of a share certificate, a new share certificate may be issued in place of the lost, destroyed, or mutilated certificate upon such terms as the board of directors may determine.

SECTION 6 Fiscal Year

Except as from time to time otherwise determined by the board of directors, the fiscal year of the corporation shall end on [December 31].

SECTION 7 Indemnification

The corporation shall indemnify and hold harmless each present or former director or officer of the corporation to the fullest extent permitted by law, subject to such determination as the law may require that indemnification is permissible, for any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitrative, or investigative, and whether formal or informal ("Proceeding"), against such director or officer in his or her capacity as such or in his or her capacity as a director, officer, partner, trustee, manager, employee, or agent of another domestic or foreign corporation, partnership, joint venture, trust, limited liability company, employee benefit plan, or other entity, if the corporation requested him or her to so serve. A director or officer is considered to be serving an employee benefit plan at the corporation's request if his or her duties to the corporation also impose duties on, or otherwise involve services by, him or her to the plan or to participants in or beneficiaries of the plan. The corporation may, before final disposition of any Proceeding, advance funds to pay for or reimburse the reasonable expenses incurred by a director or officer who is a party to a Proceeding to the extent permitted by law. Nothing in this Section shall affect any rights to indemnification to which any person may be entitled by contract or otherwise under law. No amendment or repeal of any provision of this Section shall adversely affect the right of a person to indemnification under this Section with respect to his or her acts or omissions that occurred at any time prior to such amendment or repeal.

SECTION 8 Other Provisions

8.1 Notices

Notices to or from any shareholder, director, officer, or the corporation may be given in any manner permitted under the Massachusetts Business Corporation Act.

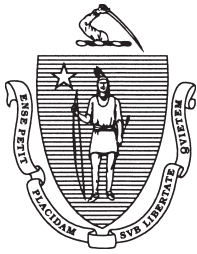
8.2 Voting of Securities

Except as the board of directors may otherwise designate, the President may waive notice of, or vote for this corporation or 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 shareholders of any other corporation or organization, the securities of which may be held by this corporation.

SECTION 9 Amendments

These bylaws may be amended or repealed by the shareholders. If authorized by the articles of organization, the board of directors may also make, amend, or repeal the bylaws in whole or in part, except with respect to this Section and any provision of these bylaws which, by an express provision in the Massachusetts Business Corporation Act, the articles of organization, or these bylaws, requires action by the shareholders. Not later than the time of giving notice of the meeting of shareholders next following the making, amending, or repealing by the board of directors of any bylaw, notice stating the substance of the action taken by the board of directors shall be given to all shareholders entitled to vote on amending the bylaws. Any action taken by the board of directors with respect to the bylaws may be amended or repealed by the shareholders.

[END]



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

William Francis Galvin
Secretary of the
Commonwealth

Date: October 29, 2018

To Whom It May Concern :

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

HIGHER PURPOSE CORPORATION

is a domestic corporation organized on **June 18, 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: 18100558910

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

Processed by:



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

mass.gov/dor

Letter ID: L1463358080
Notice Date: October 30, 2018
Case ID: 0-000-542-041



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



NATHAN GIRARD
HIGHER PURPOSE CORPORATION
392 MERRILL RD
PITTSFIELD MA 01201-3713

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, HIGHER PURPOSE CORPORATION 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



TO: Massachusetts Cannabis Control Commission

FROM: Nathan Girard, President, Higher Purpose Corporation

RE: Application of Intent Packets, George Mensing, MCN281756 and
MPN281514

DATE: 10/25/19

Please consider this Higher Purpose Corporation's response to the Massachusetts Cannabis Control Commission's Request for Information Number 1 for both of the above referenced application numbers.

George Mensing is no longer affiliated with Higher Purpose Corporation as he has resigned as Treasurer and Director. On October 18, 2019, we filed the appropriate paperwork with the Secretary of the Commonwealth's Corporation's Division to remove George Mensing from Higher Purpose Corporation's listing on the Secretary of the Commonwealth's website. The Articles of Amendment are attached as Exhibit A hereto.

Sincerely,

Nathan G Girard

Nathan Girard

Nathan G Girard - President / CEO Higher Purpose Corporation



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$100.00

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

Articles of Amendment

(General Laws, Chapter 156D, Section 10.06; 950 CMR 113.34)

Identification Number: 001332992

1. Exact name of corporation: **HIGHER PURPOSE CORPORATION**

2. Registered office address: **392 MERRILL ROAD PITTSFIELD , MA 01201 USA**

These Articles of Amendment affecting article(s):

☐ Article 1 ☐ Article 2 ☐ Article 3 ☐ Article 4 ☐ Article 5 ☒ Article 6

(Specify the number(s) of articles being amended(I-VI))

4. Date adopted: 10/18/2019

5. Approved by:

☐ the incorporators.

or

☐ the board of directors without shareholder approval and shareholder approval was not required.

or

☒ the board of directors and the shareholders in the manner required by law and the articles of organization.

6. State article number and text of the amendment.

ARTICLE I

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

ARTICLE II

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

ARTICLE III

Amendments to Article III cannot be filed on-line at this time

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class, ***if amended***. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the Business Entity must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.
(Do not state Article IV if it has not been amended.)

ARTICLE V

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

(Do not state Article V if it has not been amended.)

ARTICLE VI

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

(Do not state Article VI if it has not been amended.)

THE REMOVAL OF GEORGE MENSING AS TREASURER AND DIRECTOR. HE HAS NO INVOLVE
MENT WITH HIGHER PURPOSE CORPORATION. IN HIS PLACE BENJAMIN GIRARD HAS BECO
ME THE TREASURER AND NICHOLAS A GIRARD HAS BECOME THE DIRECTOR. I HAVE MADE
THE ADJUSTMENTS ON THE ANNUAL REPORT WHICH WAS JUST FILED.

The amendment shall be effective at the time and on the date approved by the Division, unless, a *later* effective date not more than *ninety days* from the date and time of filing is specified:

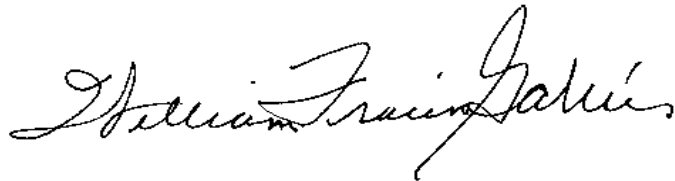
Later Effective Date: Time:

**Signed by NATHAN G GIRARD , its PRESIDENT
on this 18 Day of October, 2019**

THE COMMONWEALTH OF MASSACHUSETTS

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

October 18, 2019 12:05 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

Plan for Obtaining Liability Insurance

Higher Purpose Corporation has secured a quote from Gordan Atlantic Insurance company to purchase general liability and products liability coverage for the Higher Purpose Corporation Facility located at 815 Pleasant Street, Lee, MA 01238, in the amounts required in 935 CMR 500.105(10) - specifically, general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence, and \$2,000,000 in aggregate, annually, and with the deductible for each policy being no higher than \$5,000 per occurrence. Higher Purpose Corporation shall purchase the coverage listed herein for the Facility upon approval of its application for a manufacturing license.



Higher Purpose Corporation



Business Plan Dated: 12/17/18

Category of License:

**Tier 3 Marijuana Cultivator and
Manufacturer**

Company Description

Higher Purpose Corporation is a cannabis cultivation and manufacturing facility in Lee, Massachusetts, that is dedicated to making high quality, reliable cannabis products.

The proposed facility falls into Tier 3 for marijuana cultivators with roughly 15,000 square feet of canopy space, 20,258 square feet of net cultivation space and roughly 5,000 square feet for manufacturing and processing.

Higher Purpose Corporations team of cultivators will be experienced and professional, with a passion to not only grow high quality products, but to also give back to the community. Our executive staff's primary focus will be on ensuring a safe environment and staying compliant with all regulations set by the Cannabis Control Commission.

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Executive Summary

Company Summary

Higher Purpose Corporation is applying to be a Tier 4 marijuana cultivator and cannabis manufacturer. The proposed facility located at 815 Pleasant St in Lee, MA, is 40,377 square feet in total, and will have roughly 15,000 square feet dedicated to canopy space. This location is ideal, as it is in the industrial zone in Lee, and is currently operating as the dental pharmaceutical company “Oraceutical.” The nature of this type of business meant they had to follow strict FDA guidelines, which gives us faith in the structural integrity and overall cleanliness of the building. Despite the numerous modifications that will be made to suit our cultivation needs, the facility already comes equipped with 4,000 square feet of laboratory space that will suit our extraction and processing needs perfectly. The facility has two levels that will be converted into cultivation space, which includes flowering rooms, vegetation rooms, fertigation equipment, waste quarantine, washing stations, storage, trimming and harvesting rooms, and drying rooms, which totals to roughly 20,258 square feet of net cultivation space. Roughly 15,000 square feet will be dedicated towards canopy space, where we will grow up to 12 different strains of cannabis. We will also produce a wide range of cannabis concentrates and infused products to service the exploding concentrates industry through the flowers cultivated within the facility as well as on a wholesale basis to other licensed marijuana establishments who supply their own cannabis buds and trim. Higher Purpose Corporation’s brand is about creating high quality, reliable products while also paying it forward to the community that allows us to operate in it. Our executive team’s focus will be on serving the community while also ensuring a safe environment and staying compliant with all regulations set forth by the Cannabis Control Commission.

Management: Higher Purpose Corporation is to be organized as a Corporation and will be led by Nathan Girard, who will serve as CEO / Co-Owner. The executive team also include Benjamin Girard and Nicholas Girard as Co-Owners and Operations Managers. This executive team applied for a marijuana retailer license under SLANG LCC dba Bloom Brothers, which will be our primary wholesale relationship as soon as operations commence.

Main Goals

- Own and operate cannabis cultivation facilities in the state of Massachusetts.
- To produce high-grade cannabis in bulk and build a recognizable, trusted brand.
- To produce high-quality infused products, including edibles and oils.
- To be fully compliant with all state and local municipalities.

Mission:

- To become the premier provider of high-quality cannabis and related products in the Berkshires. We will serve the needs of cannabis customers to make quality products more accessible, while also giving back to the community through a variety of avenues.

Company Summary

Main Objectives

Year 1:

Securing a cultivation and manufacturing license in Massachusetts. Brand and distribute our product line throughout Massachusetts while staying compliant with all Cannabis Control Commission Regulations. Ensure our net annual income can support our operational expenses. Analyze our monthly sales to justify increasing production.

Year 2: Continue to build on our reputation and our customer's loyalty. Seek out methods of sustainability such as solar and other forms of renewable energy to decrease utility costs and demonstrate our belief that green solutions are the way to go. Seek out a suitable site to establish a retail store to sell our products out of.

Year 3: Continue to build on our reputation and our customer's loyalty, and have an operating retail location to sell our products to consumers. Ensure our net annual income is still supporting our operational expenses as wholesale prices are expected to drop. Research extraction techniques that will increase the potency of our distillate for vaporizer pen cartridges. Explore Full Terpene High Spectrum Extract techniques to create Terp Sauce and other high potency extracts to meet consumer demands as the industry develops.

Year 5: Expand our cultivation operations into green houses, overtake local competition to be known as the premiere provider of cannabis products in the area, rebrand their establishments to reflect the mission of Higher Purpose Corporation on the cultivation, manufacturing, and retail side of operations.

Year 7: Anticipating cannabis will be legal on the federal level in the future, we will seek options of merging/selling with other well-established dispensaries throughout the region to hopefully gain a greater market share.

Products & Services

Higher Purpose Corporation will begin cultivating cannabis to either be sold wholesale to other licensed marijuana establishments, or convert the cannabis bud, flower, or trim into manufactured products through our manufacturing plant.

On the cultivation side, our Master Grower will seek out the best quality genetics available so our facility can grow at least 12 strains at a time. The available strains will vary based on their intended use, as certain strains will be grown as our trademark flowers to be visually appealing, have a high THC content, and be sold strictly as flower. Other strains will receive the same care throughout the cultivation process, but will be sent directly to our manufacturing lab for further processing.

In the manufacturing lab, we will use an Apeks supercritical CO₂ extraction system for converting the cannabis bud and trim into CO₂ oil, shatter, and wax. The CO₂ oil will be further refined through winterization and distillation to create cannabis distillate, which will then be packed into vaporizer cartridges to be used in Vape Pens. The shatter and waxes produced from this machine will need to go through vacuum purged ovens to ensure the products are free from contaminants.

Other solvent-based extractions will occur such as the creation of tinctures and potentially Rick Simpson Oil (RSO) if its determined to be profitable. The solvent used for these concentrates is alcohol based, and will include all the required product labeling and packing requirements set under 935 CMR 500.105(6) as will all the cannabis products created within the facility.

Mechanical Extractions that do not require a solvent such as Kief, Bubble Hash, and Rosin will be processed within our facility. We will have a commercial grade Rosin Press to extract the rosin directly from the plant, while the Kief and Bubble Hash products only require simply equipment such as a screen, buckets, and bags with micron sized holes in them.

Our facility will also include a commercial grade kitchen for creating marijuana infused products (MIPs) and edibles. Most of our edibles will be infused with cannabis by using Cannabis Butter or Cannabis Oil in our recipes as a replacement to non-infused butter or oil. Our line of edibles will include cookies, caramels, chocolates, hard candies, and gummies which will all be labeled and packaged in accordance to 935 CMR 500.105(6).

Start-up Summary

The business will be fully funded with \$7.6 million. This will include total building cost of \$2.0 million, leaving nearly \$5.6 million as working capital.

Table 1. Start-up expenses, \$

	\$	Quarter 1	Quarter 2	Quarter 3	Quarter 4
CAPEX (cultivation)					
Land & Development – purchase building	\$2,000,000	0	0	0	0
Building for Cultivation/manufacturing, build out	\$1,125,100	0	0	0	0
Growing Equipment	\$537,669	0	0	0	0
Lighting System	\$1,706,364	0	0	0	0
Alarm & Security System	\$122,521	0	0	0	0
Monitoring - Video & Camera System	\$55,765	See below	0	0	0
Computer System	\$41,260	0	0	0	0
	\$5,588,679				
CAPEX (extraction/manufacturing)					
Building for Equipment, build out	Included above	68,750	0	0	0
Extraction Equipment	\$450,000	79,750	0	0	0
Processing Equipment	\$75,000	68,750	0	0	0
Vacuum Ovens (6)	\$65,000	15,000	0	0	0
Automated Machines for Filling Pens and Cartridges	\$12,500	40,000	0	0	0
Freezer/Refrigerators	\$7,500	5,000	0	0	0
Alarm & Security System	See above	9,625	0	0	0
Monitoring - Video & Camera System	See above	4,125	4,125	4,125	4,125
Computer System	See above	2,750	0	0	0
	\$610,000	\$293,750			
CAPEX (Office)					
Space improvements including finishing/painting, kitchen, office space, bathrooms, etc.	included above	0	0	0	0
Security system including multiple camera feeds and metal/weapons detectors	See above	0	0	0	0
Furniture, Display Counters, Refrigerators, Freezers, Multiple POS/ Cash Registers, Registration Computer, Commercial Label Printer, Storage Hardware and Shelving	\$35,650	0	0	0	0
Cost for Computer Software (Accounting Software, Payroll Software, CRM Software, Microsoft Office)	\$15,000	0	0	0	0
	50,650				
OPEX					
COGS - Cost of Goods Sold - annual	\$587,223	455,882	606,740	659,052	
G&A Expenses - Initial & General Costs	\$114,912	129,912	159,912	159,912	
G&A Expenses - Cultivation	\$219,550	129,326	129,326	129,326	
G&A Expenses - Extraction/Manufacturing	\$150,000	108,808	108,808	108,808	
G&A Expenses - Office	\$12,500	20,090	30,135	30,135	
SG&A Expenses - Marketing & Sales Expenses	\$25,000	41,305	52,770	52,770	
Salaries & Benefits	\$150,159	150,159	150,159	150,159	
SG&A Expenses - Misc.	\$26,723	24,326	24,828	24,828	
	1,286,067	\$1,059,808	\$1,262,678	\$1,314,990	
Total	\$7,535,396	\$1,353,558	792,677	844,990	

Financial Summary

Higher Purpose Corporation will fund its startup costs largely through personal savings/investments. From a total investment of \$7.6 million, Higher Purpose Corporation is expected to generate nearly \$10.0 million in gross revenues with net income of nearly \$3.0 million in Year 2, its first full year of operations. Revenues are expected to grow to nearly \$10.0 million in Year 3 and \$20.0 million in Year 5, with a net income of nearly \$6.0 million in Year 3 and \$9.0 million in Year 5. After the first year of operations, it is expected that Higher Purpose Corporation will be able to trim expenses through realizing business efficiencies, gaining operation experience and industry knowledge, and seeking out ways to utilize renewable energy resources such as solar power.



Direct and Indirect Community Impact

Higher Purpose Corporation will create more than 30 new jobs in Berkshire County and will include both salary and hourly based employees. We will implement a diversity plan and equal opportunity employment policy that follows the Cannabis Control Commission and Federal EEOC (U.S Equal Employment Opportunity Commission) guidelines for hiring. Our employees must be qualified, intuitive, and knowledgeable of our products and the industry as a whole. We will hire high quality employees while also maintaining a diverse workplace that mimics the culture of the community in Lee. Employees will have benefits packages that include health insurance, dental and vision coverage through Gordon Atlantic Insurance. Outside of employee benefits, Higher Purpose Corporation agrees to the Community Impact Fee of 3.0% of profits set by the town of Lee, and will dedicate time and effort towards impacting the community through volunteering and fundraising opportunities.

Market Overview

Spending on legal cannabis worldwide is expected to hit \$57 billion by 2027 according to ArcView Market Research. The recreational market will cover 67% of the spending; medical marijuana will take up the remaining 33%. As more states begin to vote for recreational use of cannabis, the industry is experiencing a major change from its previous, limited customer base in medical marijuana to a much larger recreational market. In North America alone, Arcview Market Research expects marijuana sales to go from \$9.2 billion in 2017 to \$47.3 billion a decade later.

The rest-of-world markets are expected to go from \$52 million spent in 2017 to a projected \$2.5 billion in 2027, showing the U.S. initiatives towards legalization will have a massive impact on the entire globe. The initial decision by many U.S. states and Canada to create medical-only cannabis regulations prompted many other countries to act similarly while Massachusetts's and Canada's recent willingness to legalize adult recreational use triggered a second wave of laws internationally to increase access to medical cannabis.

Although the federal government still considers the use of cannabis a criminal offence, more than half the states of America have legalized it in some form. Most states sell it only for medical purposes, often broadly defined. But eight states – Alaska, Massachusetts, Colorado, Maine, Nevada, Massachusetts, Oregon and Washington – have legalized the recreational use for anybody over the age of 21 years old. Legal weed is certainly more expensive than the black-market variety due to the major costs of building out a licensed production facility and the extensive testing requirements mandated by the state. However, these state-of-the-art facilities are strict testing requirements have resulted in higher quality products, which are about three times more potent and only about 50% more expensive than what is found in the black market.

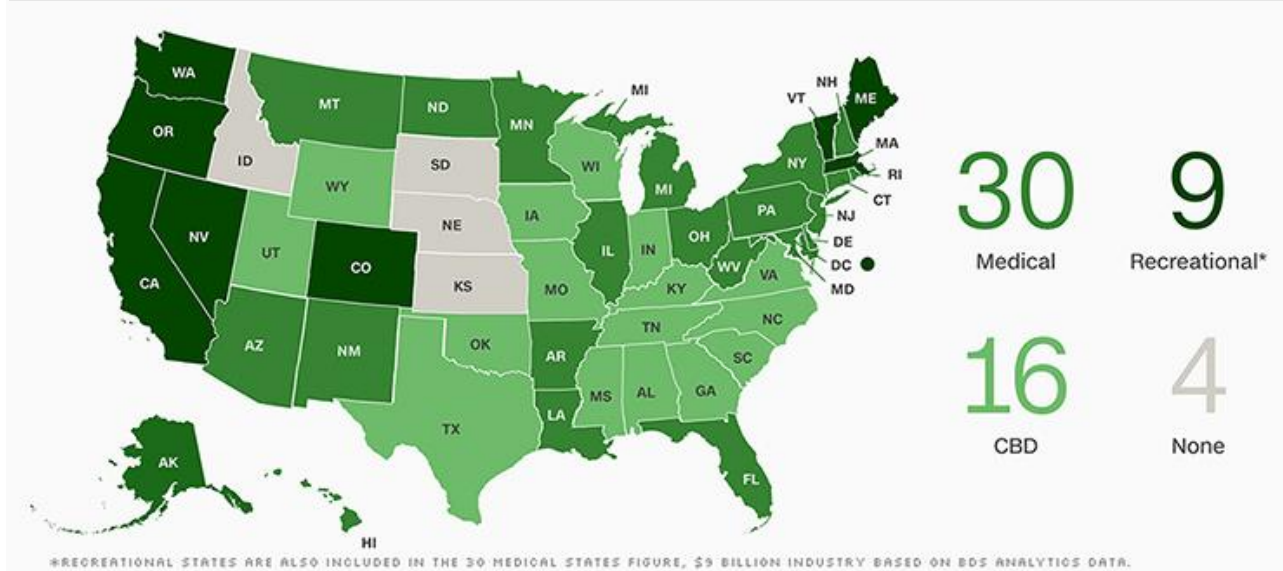
Legal cannabis sales reached \$9.2 billion in North America in 2017, according to a report from cannabis industry analysts Arcview Market Research. That represents an unprecedented 33% increase over 2016. The report further predicts the entire legal cannabis market to reach \$24.5 billion in sales – a 28% annual growth rate by 2021 – as more states legalize cannabis for recreational use and existing markets mature.

As stated in the Market Opportunities section, 60% of the U.S. population lives in a state where cannabis has been legalized in some form, whether it's the medical or recreational markets. According to Cannabiz Media, there are close to 9400 active licenses in the United States that include cannabis cultivators, manufacturers, retailers, distributors, delivery services, and testing labs. The industry employed over 121,000 people in 2017, with a major growth trajectory on the horizon.

Market Opportunities

As previously stated, the U.S. cannabis industry employed 121,000 people in 2017. If marijuana continues its growth trajectory, the number of workers in that field could reach 292,000 by 2021, according to BDS Analytics. The rapid rise of the industry is inevitable, and the number of licenses available in Massachusetts are limited (though municipal prohibitions on adult use licenses or caps on licenses in a particular municipality) which is why we seek to be proactive and become involved during the beginning stages.

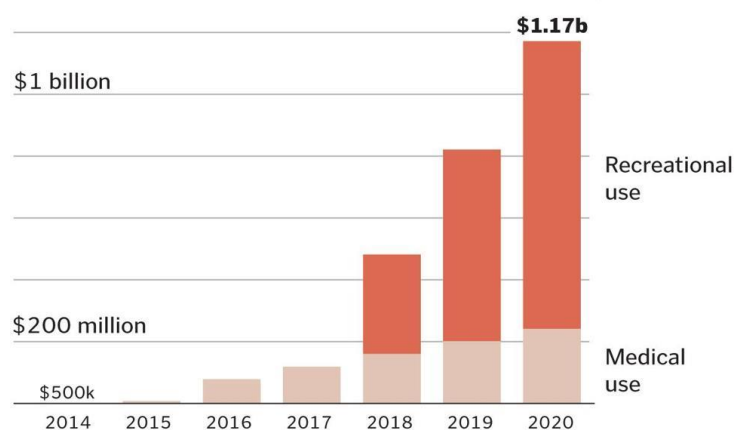
Map of states legalizing cannabis use for either medical, recreational, CBD products or none. Image provided from CNN Money (<http://money.cnn.com/2018/01/31/news/marijuana-state-of-the-union/index.html>)



Massachusetts alone is projected to have \$1.17 billion in sales by 2021 according to the Market Research done by ArcView, which was published in the Boston Globe. These projections are based on population comparisons alone, as this is a brand-new market that has never existed in Massachusetts. California has had recreational marijuana establishments operating successfully, and sales are projected to be closer to \$5.6 billion in sales by 2020, which could mean potentially higher or lower sales in Massachusetts.

Marijuana market growth

Projected value of marijuana sales in Massachusetts if legalized



Marijuana growth potential in Massachusetts describing the projected value of marijuana sales by 2020. Image provided by the Boston Globe (<https://www.bostonglobe.com/business/2016/03/27/legal-marijuana-could-billion-industry-mass-researchers-forecast/kNXpuKl0k4LKrLUTlaqfXL/story.html>)

Market Opportunities

Since marijuana was voted to become legal in Massachusetts on November 8, 2016, the regulations that have been released from the Cannabis Control Commission (CCC) and the state government have deterred applicants that do not have the initial capital, and that lack the passion to pursue such a strenuous endeavor. We are confident in our abilities to pursue such an opportunity, not just for our own personal wealth, but so we can inject revenues and jobs into these communities that are close to where the entire executive team spent most of their childhood. Berkshire County has been at a stand-still for years now, and this booming industry gives us all an opportunity to help stabilize the economy, especially in areas that have suffered from high unemployment rates and drug convictions such as the Berkshires.

As of October 31, 2018, there were 61,724 medical marijuana patients across the state with only 42 licensed dispensaries having the ability to serve these patients. With such a small market to capture, it's tough to believe the medical cannabis industry has survived up until this point. However, within the first three weeks since recreational sales began at New England Treatment Access in Northampton and Cultivate in Leicester, over \$7 million in marijuana products have been sold from just these two locations. Both of these stores limit the amount of cannabis that can be purchased per customer to significantly lower than the state regulates to ensure they have a steady supply for all their customers. Cultivate has seen an inventory shortage within just the first few days of being open, as they have sold out of concentrates and edibles in an extremely short amount of time since being open for recreational sales.

Date	Gross Sales	Total Units Purchased	Average Unit(s) per Transaction	Average Spent per Unit Purchased
11/20/18	\$440,011.30	10,784	3.2	\$40.80
11/21/18	\$441,540.16	10,366	3.5	\$42.60
11/23/18	\$479,748.58	12,199	3.4	\$39.33
11/24/18	\$468,325.32	12,593	3.5	\$37.19
11/25/18	\$387,995.77	10,438	3.2	\$37.17
Grand Total	\$2,217,621.13	56,380	3.4	\$39.33

Date	Gross Sales	Total Units	Average Unit(s) per Transaction	Average Spent per Unit
12/03/2018	\$271,755.13	6,941	2.4	\$39.15
12/04/2018	\$262,807.67	7,289	2.7	\$36.06
12/05/2018	\$292,045.86	7,551	2.7	\$38.68
12/06/2018	\$305,287.46	7,582	2.6	\$40.26
12/07/2018	\$391,918.02	9,765	2.9	\$40.13
12/08/2018	\$382,535.94	9,913	3.2	\$38.59
12/09/2018	\$311,858.39	8,086	2.9	\$38.57
Week 3 Total	\$2,218,208.47	57,127	2.8	\$38.83

Sales data for Week 1 and Week 3 of recreational cannabis sales in MA. These figures combine the only two operating retail establishments in the state, NETA and Cultivate. Source: Cannabis Control Commission

Marketing Strategy

The marketing and sales strategy of Higher Purpose Corporation will be based on generating long-term personalized relationships with other licensed marijuana establishments who are retailers in need of supply, cultivators in need of manufacturing services, or manufacturers in need of plant material to process. In order to achieve that, we have been attending conferences such as CannaCon, The Harvest Cup, and the Massachusetts Cannabis Business Association meetings to develop relationships with other like-minded businesses in the industry. Cannabis has a culture that dates back hundreds of years, and part of the culture is working with individuals you can trust. By developing these relationships prior to operation, we are setting ourselves up to have successful relationships and a consistent base of clients.

Part of our marketing strategy will be to offer recreational marijuana at prices that are lower compared to what is obtainable in other locations within Massachusetts once the market evens out. Since our facility has an FDA compliant laboratory, we already have a template to produce high quality manufactured goods without needing to inject an enormous amount of capital into this part of the build out. By installing water-cooled GS Thermal lighting fixtures, we will have a higher upfront cost for installation, but the energy consumption savings we receive in the long term will outweigh these initial costs. We are going in this direction because it is inevitable that whole sale prices will drop drastically (as we have seen in the Colorado and California markets). By preparing ourselves to have lower operating costs when the market stabilizes, we will be able to provide discounted products that other companies won't be able to sustain.

Pricing is not the only factor, as variety and potency play a huge role in a consumer's purchase. We will hire an experienced master grower who has connections to obtain legal, high quality genetics to grow our plants from. Our facility will allow around 15,000 square feet of canopy space, which gives us enough room to grow a variety of strains at the same time.

Outside of the flower that we grow, the manufacturing capabilities we possess will play a huge role in separating us from the craft cultivators nearby. We will be using a commercial grade Apeks Supercritical CO₂ extraction system that has been proven to be an industry leader in terms of yield and potency of extracts. By combining state-of-the-art extraction techniques with more classic extraction techniques such as using a Rosin Press, we will have the best of both worlds for any type of consumer. Those who want the most potent oils for the new generation of Vape Pens as well as the Old-School enthusiasts who want a more traditional product will all be served under one roof (no retail sales will occur at this facility).

Higher Purpose Corporation reflects more than just the name of our business, it is also our credo. We are entering this industry to not only make a profit, but to make an impact in the community that we grew up in, Berkshire County MA. The build out of our facility is focused on limiting energy consumption and providing the cleanest and highest quality

Marketing Strategy

products possible. By using low-energy consuming lights, investigating Solar power opportunities, and using a safer method of extracting than the common type of Butane extractions you see in the industry today, we are investing in developing a better business model despite the larger upfront costs. Our goal is to be an industry leader and help everyone move towards using renewable energy and implementing cleaner extraction techniques.

We will be hiring industry experts who have a solid understanding as consultants to help us develop marketing strategies that will allow us to achieve our business goal of winning a larger percentage of the available market in Berkshire County. We've spoken to multiple firms such as Canna-Advisors and QIC for guidance with marketing and staying compliant, and we intend on using their knowledge and creating a partnership with them to help us get off the ground.

Cannabis is still illegal under federal law, which mandates that state governments and online advertising platforms place strict rules on how companies can market their products. Google, Facebook and Twitter all have advertising policies that restrict the promotion of the sale of cannabis. Google's policy prohibits ads that promote "substances that alter mental state for the purpose of recreation." Facebook restricts any "illegal, prescription, or recreational drugs." And Twitter bans "illegal drugs" as well as substances that cause "legal highs." Instagram and Facebook have decided to go a step further by removing pages of cannabis related businesses.

To work around these strict guidelines, direct marketing at industry conferences and events and significant involvement with our host communities will be key to spreading the word. Promoting the health and wellness aspects of cannabis and maintaining strong relationships with retailers and other growers and manufacturers will be the most effective strategies for our marketing campaign.

Higher Purpose Corporation will adopt the following sales and marketing approach to win customers over:

- Hold meetings with retailers and other growers and manufacturers to build relationships across the industry.
- Introduce our business by sending introductory letters to residents, business owners and organizations.
- Advertise our business in community-based adult-focused avenues, as well as larger Cannabis magazines like Cannabis Now, 420 Magazine, and Marijuana Venture.
- Use the internet to promote our business with our own tailored website.
- Leverage word-of-mouth marketing (referrals). Since we are locals from the host community, our relationship with the community alone will help draw customers.
- Attend recreational marijuana related exhibitions / expos.
- Provide brochures summarizing our business and the products we offer.

Target Market

As more license applications are approved by the Cannabis Control Commission, retail stores across the state will begin opening their doors, and will need to ensure they have a steady supply of product to serve the new, demanding market. For retail stores that grow their own products to sell, they need to make sure they have back up suppliers to avoid inventory shortages like we've already seen in the first few weeks of this market existing. As of 12/18/2018, there are 77 applicants who are applying for a retail store in Massachusetts, and many of them are just applying for a retail location with no cultivation license. Wholesale cultivators who sell white label products will have an opportunity to be successful by creating relationships with these applicants. Since we will not possess a retail license with this application, our target market is going to be licensed marijuana retailers who are seeking white label products that they can put their own brand on for display in their store.

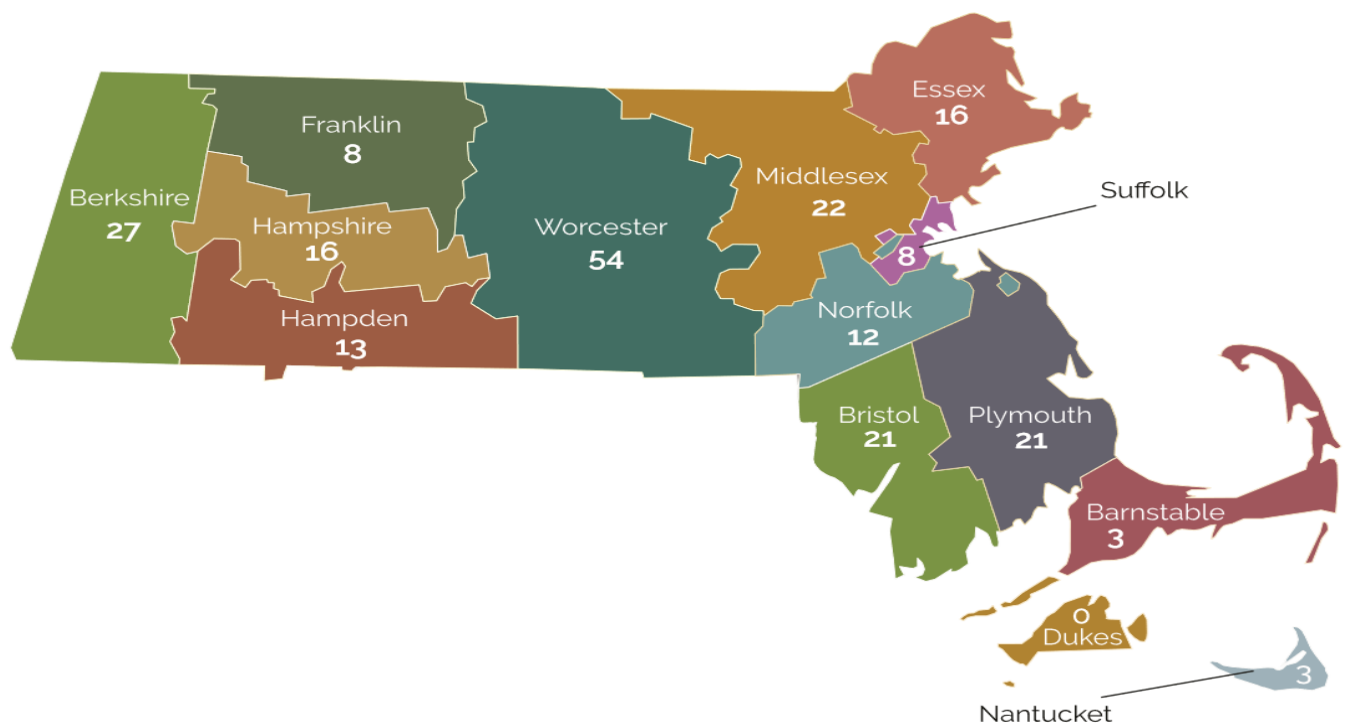
There have been many companies utilizing this white label approach outside of the cannabis industry, such as Traders Joes. White labeling is when a store works with a manufacturer to purchase existing products, but have the manufacturer brand the products with the purchasing store's logo. White labeling is a fantastic approach for the cannabis industry for many reasons. First off, there are a ton of people who want to enter the cannabis industry, but don't have the up-front capital required to build out a cultivation and manufacturing facility. Secondly, manufactured goods such as chocolates and edibles can easily be branded to a specific store without any additional expense to the manufacturer creating the goods. This also allows for the manufacturer to offer more pricing options to the licensed marijuana establishment purchasing the goods. If they want to have the products branded for their store, it will cost more than simply selling the goods with our Higher Purpose Corporation logo on them.



Sample White Label packaging that can easily be branded to whichever retailer is buying our products wholesale. Image provided by Huffington Post

Target Market

Our target market isn't just licensed marijuana retail stores, as our manufacturing and cultivating abilities will also be useful to other cultivators or manufacturers. As of 12/17/2018, there were 72 applicants that are seeking a cultivation license in Massachusetts, and 59 applicants for manufacturing. Although many of these applicants are seeking licenses in both categories, there are still some applicants that will only have one of these types of licenses. For cultivators without manufacturing capabilities, they will have an excess amount of trim and un-useable buds after every harvest. Simply throwing away this trim as waste can be expensive, and frankly the trim is quite valuable to a manufacturer. Trim can be sold wholesale to manufacturers for up to \$300 per pound for them to process and turn into a cannabis concentrates to be sold to retailers. Our business model would take advantage of both of these circumstances, as we will accept trim to be processed in our manufacturing facility, as well as sell our excess trim to manufacturers for them to process if we experience an influx of business that our facility cannot handle.



Total number of license applications that submitted all required packets to the Cannabis Control Commission as of 12/13/2018. Source: Cannabis Control Commission

Operating Plan

The goal of most businesses in any industry is to try and keep the startup costs as low as possible, but the isn't necessarily the best approach to opening an indoor cultivation facility. Creating a cost-efficient cultivation site involves investing in technology and processes that will have a greater up-front cost, but will ultimately provide future benefits such as greater yields and lower utility costs.

The main goal with any grow facility is to produce the highest yield and highest quality plant while remaining profitable. The yield and quality generally depend on four factors:

- 1.) The variety of seeds used
- 2.) Whether the plants are grown from seeds or clones
- 3.) After how many days of growing are the plants put into a flowering state
- 4.) Optimization of the climatic conditions in the grow room

Our company will grow from a combination of seeds and clones, which will include some of the following strains:

- Sour Diesel
- Banana Kush
- ACDC

Our master grower will develop connections to obtain the highest quality genetics possible for both our seeds and clones that are grown in the facility. The strain selection will vary depending on the availability of the genetics and the expertise of our master grower.

Cultivation and Manufacturing Facility:

Based on the engineering layout from Anderson Porter Design, our cultivation space within our facility will include the following spaces:

Cultivation Space	Square Footage
Clone & Pre-Veg	695
Dry Room	938
Fertigation Room/Fertigation/Sprinkler	1221
8 Flowering Rooms	12,746
Green Waste Quarantine	135
Janitor's Closets	180
Pot Filling and Washing Station	746
Product Quarantine	258
Restrooms	206
Storage/IPM	704
Trim/Harvest	938
Vegetation	1,491
NET CULTIVATION SQUARE FOOTAGE	20,258

Operating Plan

Anderson Porter Design also designed the manufacturing space, which is in the same building, with the following spaces:

Processing Space	Square Footage
Extraction Office	341
Extraction Room	139
Gas Storage	109
MIPs Kitchen	900
MIPs Office	338
Packaging Room	629
Post Processing Room	776
Storage	469
Vault	1,317
NET PROCESSING AREA SQUARE FOOTAGE	5,018

Lastly, the facility will include general space, which was laid out by Anderson Porter Design in the follow table:

General Space	Square Footage
Airlock	100
Breakroom/Lobby	529
Conference Room	837
Delivery Vestibule	68
Entry Vestibule	100
Female Locker Room	372
Janitor's Closet	38
Laundry	161
Male Locker Room	338
Mechanical	551
5 Offices	984
Product S&R	183
Security Office	166
Security Office 2	82
Shipping and Receiving	531
NET GENERAL AREA SQUARE FOOTAGE	5,040

Circulation Space	6,729
TOTAL PROGRAM SQUARE FOOTAGE	37,045
TOTAL BUILDING SQUARE FOOTAGE	40,377

Operating Plan



Exterior of 815 Pleasant St, Lee MA. This is the proposed facility where Higher Purpose Corporation will operate, as this is where the cultivation and manufacturing of cannabis products will take place.



This is the main cultivation floor as it currently sits with the current tenant Oraceuticals equipment inside. We will build individual rooms within this space to enclose the growing rooms to make sure each room is free of external contaminants.

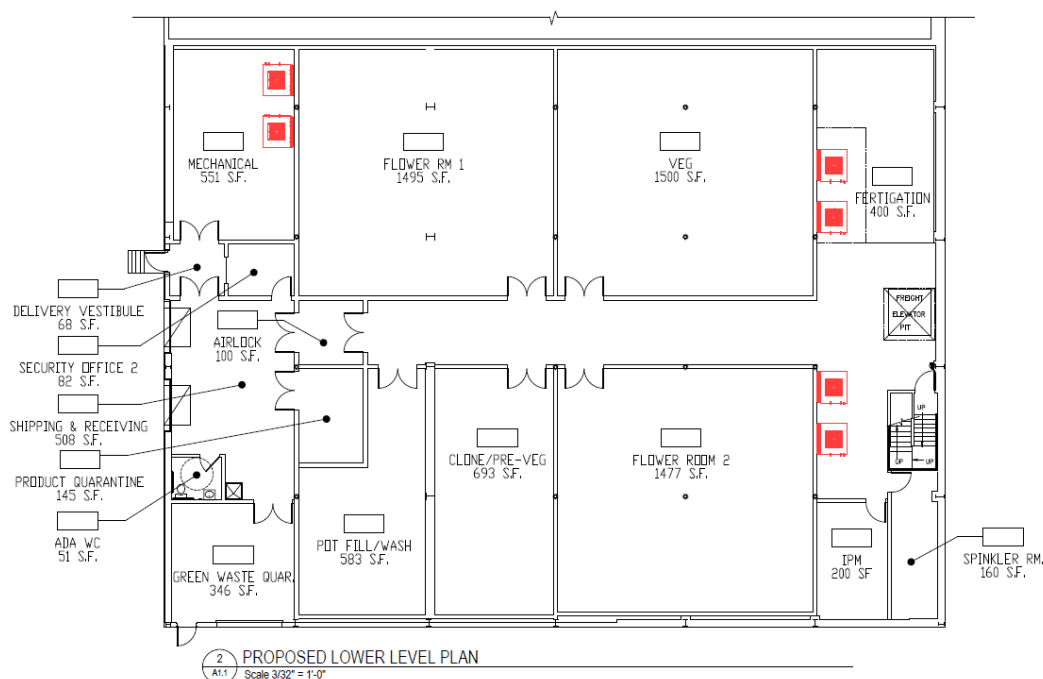


This is the laboratory space currently in the building, which will be converted to fit our extraction needs and MIPs kitchen. This laboratory is compliant with FDA regulations and serves as a perfect template for cannabis manufacturing.

Operating Plan

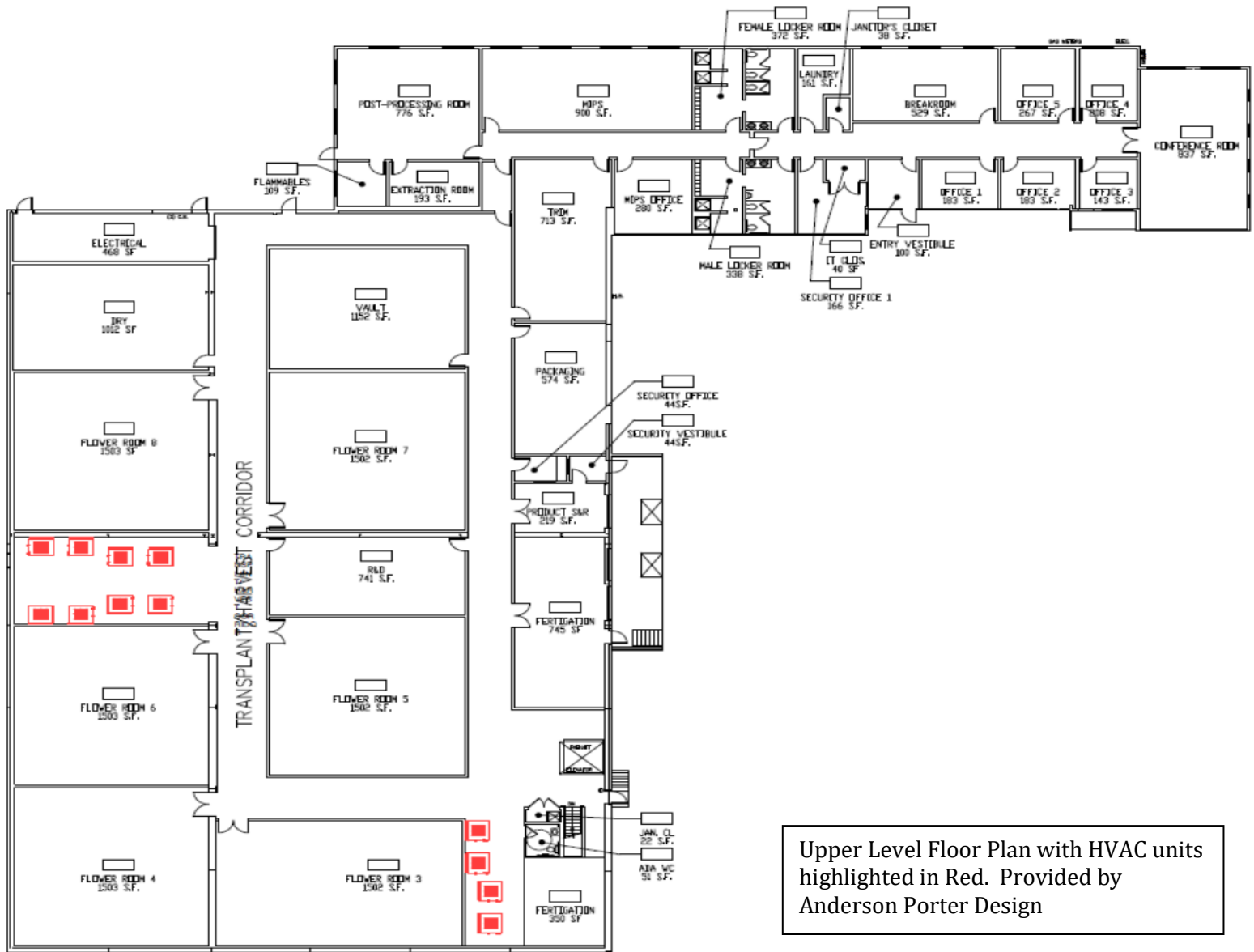
Warehouse Design:

- By growing our cannabis inside of a warehouse, it allows up to have maximum control over the environmental conditions, therefore producing a reliable, consistent crop.
- Without natural light, warehouse grow rooms depend on intelligent grow light designs that need to replicate the parts of the sunlight spectrum that marijuana plants need at each stage of its growth. Lighting is a key component to warehouse grows, which is why we are working with GS Thermal Lighting Solutions, a pioneer in creating an energy-saving LED option with competitive yields.
- Air filtration and circulation systems are essential for controlling the heat in each grow room and eliminating unwanted odors. GS Thermal is providing us with an HVAC system that incorporates heating, cooling, and humidity controls within each grow room. We will also have Carbon filters attached to our exhaust fans to help eliminate the strong odor that comes from growing marijuana.
- A variety of irrigation systems can be effective in a warehouse design from drip irrigation, hydroponic floor benches, or trough benches. The choice of irrigation system will be highly dependent on our master growers experience and preference with each type of system. Our irrigation system will also be designed based on our nutrient management system so we can ensure both systems are working together to maximize the production yield of our plants.
- All systems will be linked to an environmental computer to control the nutrients, lights, air circulation, and irrigation need of the plants, as well as provide real time alerts for any system malfunctions. These controls allow us to inject CO₂ into the grow rooms and provide de-humidification to optimize the growing environment.



Lower Level Floor Plan with HVAC units highlighted Red. Provided by Anderson-Porter Design

Operating Plan



Upper Level Floor Plan with HVAC units highlighted in Red. Provided by Anderson Porter Design

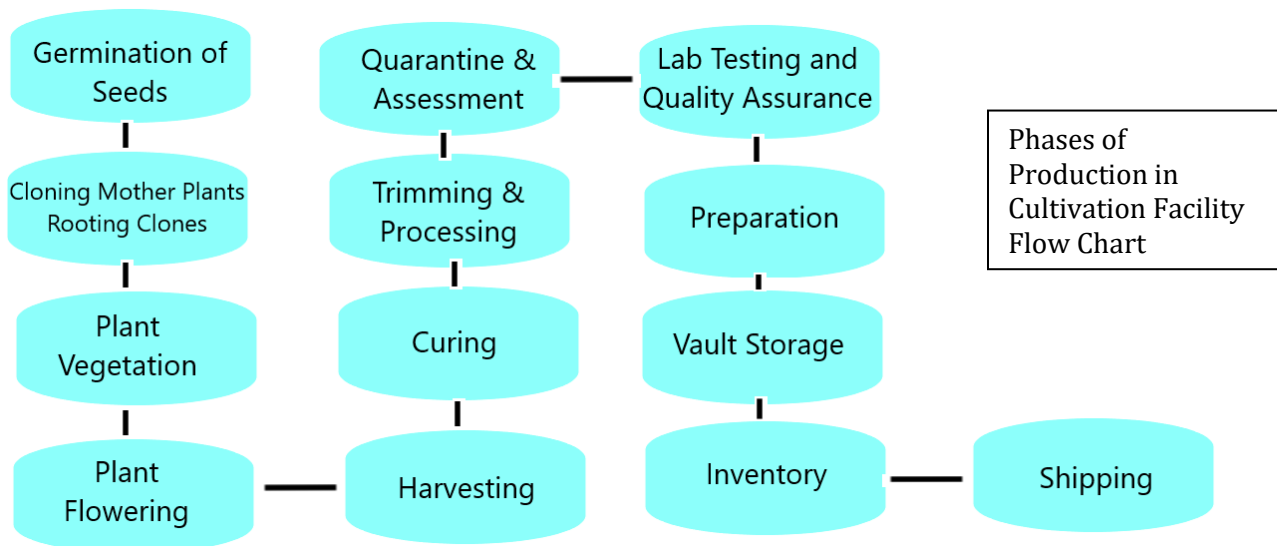
Operating Plan

Main Features of Grow Rooms

Higher Purpose Corporation will implement a “room within a room” concept where individual rooms will be built inside of our warehouse for each flowering, vegging, and mother room. This technique will help eliminate external elements that can be detrimental to any type of indoor grow, including mold and humidity issues. Inside of these rooms will be custom designed benches that maximize the amount of space available for our canopy. These benches will be hooked up to a drip-irrigation system that is linked to our environmental control computer to allow us to control the settings even when we aren’t in the facility. These rooms will also have HVAC units that are ducted throughout the building to maximize the air flow, heating and cooling, and humidity controls in the facility.

Phases of Production:

- Germination of seeds, gendering plants, male/female, or feminized plants (10 weeks)
- 1st stage: taking and rooting clones (2 weeks)
- 2nd stage: clone/vegetation (1 week)
- 3rd stage: vegetation (2 weeks)
- 4th stage: flowering (8 weeks)
- 5th stage: processing/trimming (3 days)
- 6th stage: drying and curing (11 days)
- **Total Elapsed Time: approximately 15 weeks**



Operating Plan

Product Timeline and Production Schedule:

Higher Purpose Corporation is expected to begin operating by January 2020, with our first harvest taken place in March 2020. Sales are projected to increase significantly over the course of 2020 as we will begin to have perpetual harvests where each flower room is at a different stage in its grow cycle. This method of growing allows for us to consistently produce flower that are ready for further processing or packaging to our retail affiliates.

Below a table will show the different zones within our grow facility that each coordinate to labeled flower room in the above design found under our operational plan data.

Zone 1	Table	Size	sq/ft	g/sq.ft	Total lb.	lb. Year
	A	4.6x35.4	162.84	6514.00	14.35	71.74
	B	4.6x35.4	162.84	6514.00	14.35	71.74
	C	4.6x35.4	162.84	6514.00	14.35	71.74
	D	4.6x35.4	162.84	6514.00	14.35	71.74
	E	4.6x35.4	162.84	6514.00	14.35	71.74
	F	4.6x32.4	149.04	5960.00	13.13	65.64
	G	4.6x32.4	149.04	5960.00	13.13	65.64
Total			1112.2800	44490.0000	97.996	489.9780
Zone 2	Table	Size	sq/ft	g/sq.ft	Total lb.	lb. Year
	A	4.6x35.4	162.84	6514.00	14.35	71.74
	B	4.6x35.4	162.84	6514.00	14.35	71.74
	C	4.6x35.4	162.84	6514.00	14.35	71.74
	D	4.6x35.4	162.84	6514.00	14.35	71.74
	E	4.6x35.4	162.84	6514.00	14.35	71.74
	F	4.6x32.4	149.04	5960.00	13.13	65.64
	G	4.6x32.4	149.04	5960.00	13.13	65.64
Total			1112.2800	44490.0000	97.996	489.9780
Zone 3	Table	Size	sq/ft	g/sq.ft	Total lb.	lb. Year
	A	4.6x35.4	162.84	6514.00	14.35	71.74
	B	4.6x35.4	162.84	6514.00	14.35	71.74
	C	4.6x35.4	162.84	6514.00	14.35	71.74
	D	4.6x35.4	162.84	6514.00	14.35	71.74
	E	4.6x35.4	162.84	6514.00	14.35	71.74
	F	4.6x32.4	149.04	5960.00	13.13	65.64
	G	4.6x32.4	149.04	5960.00	13.13	65.64
Total			1112.2800	44490.0000	97.996	489.9780
Zone 4	Table	Size	sq/ft	g/sq.ft	Total lb.	lb. Year

	A	4.6x35.4	162.84	6514.00	14.35	71.74
	B	4.6x35.4	162.84	6514.00	14.35	71.74
	C	4.6x35.4	162.84	6514.00	14.35	71.74
	D	4.6x35.4	162.84	6514.00	14.35	71.74
	E	4.6x35.4	162.84	6514.00	14.35	71.74
	F	4.6x32.4	149.04	5960.00	13.13	65.64
	G	4.6x32.4	149.04	5960.00	13.13	65.64
Total			1112.2800	44490.0000	97.996	489.9780
Zone 5	Table	Size	sq/ft	g/sq.ft	Total lb.	Year
	A	4.6x35.4	162.84	6514.00	14.35	71.74
	B	4.6x35.4	162.84	6514.00	14.35	71.74
	C	4.6x35.4	162.84	6514.00	14.35	71.74
	D	4.6x35.4	162.84	6514.00	14.35	71.74
	E	4.6x35.4	162.84	6514.00	14.35	71.74
	F	4.6x32.4	149.04	5960.00	13.13	65.64
	G	4.6x32.4	149.04	5960.00	13.13	65.64
Total			1112.2800	44490.0000	97.996	489.9780
Zone 6	Table	Size	sq/ft	g/sq.ft	Total lb.	Year
	A	4.6x26.8	123.28	4831	10.64	53.20
	B	4.6x26.8	123.28	4831	10.64	53.20
	C	4.6x26.8	123.28	4831	10.64	53.20
	D	4.6x26.8	123.28	4831	10.64	53.20
	E	4.6x26.8	123.28	4831	10.64	53.20
	F	4.6x26.8	123.28	4831	10.64	53.20
	G	4.6x26.8	123.28	4831	10.64	53.20
	H	4.6x23.8	109.48	4379	9.65	48.23
	I	4.6x23.8	109.48	4379	9.65	48.23
Total			835.3600	32913.0000	72.496	362.4780
Zone 7	Table	Size	sq/ft	g/sq.ft	Total lb.	Year
	A	4.6x34.6	159.16	6366.4	14.02	70.11
	B	4.6x34.6	159.16	6366.4	14.02	70.11
	C	4.6x34.6	159.16	6366.4	14.02	70.11
	D-A	4.6x17	78.2	3128	6.89	34.45
	D-B	4.6x6.10	28.06	1122.4	2.47	12.36
	E	4.6x34.6	159.16	6366.4	14.02	70.11
	F	4.6x31.6	145.36	4814.4	10.60	53.02
	G	4.6x31.6	145.36	4814.4	10.60	53.02
Total			874.4600	32978.4000	72.640	363.1982
Zone 8	Table	Size	sq/ft	g/sq.ft	Total lb.	Year
	A	4.6x33.8	155.48	6219.2	13.70	68.49
	B	4.6x33.8	155.48	6219.2	13.70	68.49

	C	4.6x33.8	155.48	6219.2	13.70	68.49
	D-A	4.6x16	50.6	2024	4.46	22.29
	D-B	4.6x15.7	72.22	2888.8	6.36	31.81
	E	4.6x33.8	155.48	6219.2	13.70	68.49
	F	4.6x30.8	141.68	5667.2	12.48	62.41
	G	4.6x30.8	141.68	5667.2	12.48	62.41
Total			872.6200	34904.8000	76.883	384.4141

Based on these figures, we anticipate a total of roughly 3,560 pounds of flower harvested annually from this location.

Operating Plan

Extraction and Manufacturing

Supercritical CO₂ Extractions

We intend to use a high production extraction system that efficiently extracts cannabinoids from the plant material using supercritical CO₂. Apeks has been manufacturing these systems since 2001, and they've been able to create a safer extraction system that leads the industry in processing rates with competitive yields. These systems start with a tank of CO₂ that travels through a diaphragm compressor to pressurize the solvent into a liquid. The system then utilizes a gas pump and cold separation technology to pass the liquid CO₂ through an extraction vessel that is filled with cannabis. As the liquid CO₂ passes through, it extracts the desired compounds in cannabis, leaving you with a CO₂ oil that is cleaner than comparable Butane based extractions in a collection cup while the CO₂ continues through the system. About 90% of the CO₂ is then reclaimed in this closed loop system and can be re-used for further extractions.

The systems that are available can process anywhere from 20 pounds to 200 pounds of decarboxylated cannabis per day, providing suitable options for whatever processing capabilities are needed.

We strongly believe Supercritical CO₂ extractions are the way to go, not only because they offer a high-capacity, efficient, and fast operation, but because of the safety features associated with the product. Cannabis extracting has had a poor reputation due to the dangerous Butane extraction technique that many licensed marijuana establishments still utilize today. Butane Hash Oil (BHO) extraction systems must be installed in explosion proof rooms for the safety of your staff members, and there are still deaths recorded every year as a result of a Butane extractions gone wrong. Our top priority is to provide a safe environment for our employees with minimal potential for accidents, and these CO₂ extraction systems give us that additional level of comfort while also allowing us to create a product that is just as good if not superior to other products available in the market.

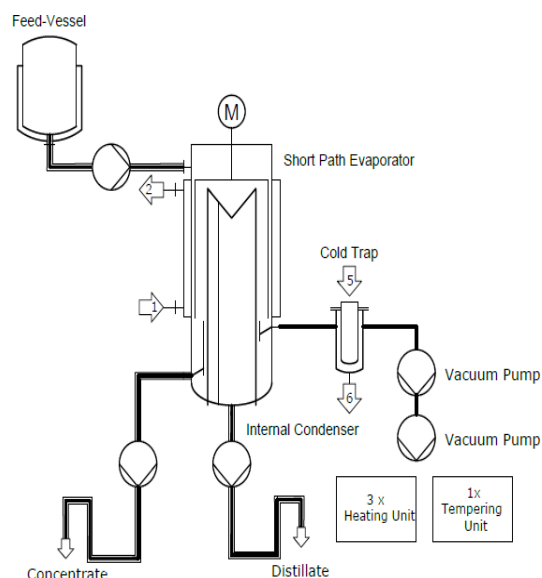
The average cost of a CO₂ extraction system varies depending on the processing

capabilities, with a range between \$120,000-\$400,000+. However, the up-front costs are well worth it to provide peace of mind to our staffers. Another advantage of CO₂ extraction is with the post-processing requirements. Butane extractions will always have some of the solvent remaining in the BHO produced, so further winterization is required to try and remove the solvent. We will still utilize winterization techniques with our CO₂ oil to ensure the solvent is dispersed, but CO₂ is a naturally occurring chemical that exists in our body at all times, so any remnants of CO₂ will not harm you. If BHO still has traces of butane, it is unethical to sell to customers, as the medicinal benefits of the cannabinoids are being replaced by a toxic chemical that can be harmful to a person's respiratory system.

Operating Plan

Short Path Wiped Film Evaporator

Once we have a crude CO₂ oil produced, we will further refine it using a short path distillation set up that includes a Wiped Film Evaporator. These High Production WFE systems efficiently separate the oils without needing to heat the oils to extreme temperatures. A rotating wiper system distributes the CO₂ oil onto the inner wall of the short path evaporator. The evaporation process is sped up by the rotating wipers spreading the oil into a thin layer so that heat can transfer through the molecules more efficiently. The vapors are condensed onto the internal condenser as shown on the diagram below, where the short path distillation process is then split into two passes - the first pass in the evaporator isolates the Terpenes from the cannabinoids and the second pass removes the lipids, impurities and solvents leaving you with an odorless, high value, clear distillate. Our distillation process creates a distillate that can produce a oil that is perfect for vaporizer cartridges, tinctures or edibles. As new discoveries are made in the cannabis industry, new products like these distillates are taking over a massive share in the market. By integrating high production systems like these WFE's into our production, we hope to become a leader in processing capabilities in Massachusetts.



The above image shows the short path white film evaporator that will be used in our facility. The image to the right shows the path that the concentrate takes through the machine to evaporate the solvent away and leave behind a purer form of the concentrate known as distillate.

Operating Plan

Production Forecast:

Higher Purpose Corporation will acquire all marijuana plants in accordance to the regulations set by the Cannabis Control Commission. This will include harvesting plants within the facility as well as purchasing trim from wholesalers who are also licensed by the CCC.

For the purpose of this plan, we will assume that if 100 pounds of cannabis flower are harvested, this will also produce 10 pounds of trim that can be used for processing. For every 10 pounds of high-quality trim, we will yield about 1.2 pounds of crude CO₂ oil, resulting in about 0.9 pounds of high-quality oil or distillate after further processing and refining. After using these assumptions and referring to page 20 for a total of roughly 3,560 pounds of flower harvested from the facility annually, this can result in roughly 356 lbs of trim, which can yield 42.72 lbs of crude CO₂ Oil. This crude oil can be further refined to produce 32.04 lbs of distillate.

Operating Plan

Concentrates and Infused Products Manufacturing

Higher Purpose Corporations primary manufactured product will be 500-1000 mg CO₂ cannabis oil cartridges that are compatible with any 510-thread battery. Our goal is to consistently produce cartridges with 72%+ THC content, which will always be tested by an independent laboratory that is licensed by the Cannabis Control Commission.

We intend to create shatter, wax, Rick Simpson Oil and tinctures using solvent based extraction techniques. All of these products will also be tested by licensed independent laboratories, and will have concentration content on their packaging in accordance to the regulations in 935 CMR 500.105(6).

Our facility will also be equipped with a commercial grade kitchen to create marijuana infused products in edible form such as chocolates, caramels, hard candies, and gummies. Our edibles production will begin with the creation of cannabis butter or cannabis oil, which will involve simple techniques and FDA approved ingredients that can be found in any home kitchen. We will always use fresh ingredients, as our kitchen will come with refrigeration and cooler storage. Our recipes will be simple and effective, as our goal with edibles is to have a good flavor, reasonable THC content, and free of large chunks of plant material.

As the cannabis industry continues to evolve, there is a huge developing market for these kinds of edibles. Your old-school cannabis connoisseur will always value the classic cannabis flower, but the legal cannabis industry is attracting new consumers that may not have experience with smoking marijuana. The thought of smoking deters many potential consumers due to the negative impact to your respiratory system, so offering other options without those harmful side effects has the potential to draw in a new breed of consumers that may otherwise never try cannabis.

There are many other infused products that are finding their way into the market such as cannabis infused beverages and topical applications. We do not anticipate creating these products when we first start our operation, as we are unsure about the size of the market for these products from the start. We will analyze local retail sales to see if these are desirable products in our market, and will decide if we should update our product line and manufacturing capabilities as a result.

Security Plan

I. Introduction and Overview

The goal of Higher Purpose Corporation's security plan is to implement safety measures that deter unauthorized entry, diversion, theft, and loss of marijuana at Higher Purpose Corporation's Cultivation and Manufacturing facility located at 815 Pleasant St., Lee MA 01238 ("Facility"). Our goal is to also protect the premises, employees, wholesalers and the general public, in a manner that is in accordance to the regulations set by the Massachusetts Cannabis Control Commission ("CCC" or "Commission") including 935 CMR 500.110, and all other applicable laws and regulations. Supply chain security is a priority for all of our employees, especially since they will be the only ones with access to the facility outside of our employees or government officials. In Implementing this security plan, HPC will work closely with the Lee Police Department to address any security concerns that may arise. We will also work with qualified, third party vendors to finalize and implement our security plan. At present, the vendors that HPC plans on retaining are as follows:

- Lee Audio and Surveillance – Security System Installation and Monitoring Services
- Safer Places – Testing and Consulting services, provided our architectural design for the facility's security plan, photometric plan
- Proteus 420 – Seed-to-Sale tracking software including accounting and inventory reports.
- CDX Analytics – Lab testing, quality control for cannabis products
- Early Bird Power – Energy Consultant, Solar Installation
- Gordon Atlantic – Insurance provider
- Marketing 413 – Marketing, Communications, Public Relations
- Anderson Porter Design – Architectural design for entire facility build out

This security plan is organized in the following manner: It starts with general information about the physical characteristics of the Higher Purpose Corporation's Facility, including structures and the surrounding lot. It then identifies and addresses six sets of security, anti-diversion, storage and incident reporting requirements imposed by the Massachusetts CCC Rules at 935 CMR 500.110. It then closes with three additional sections of potential importance to HPC's security program and other stakeholders.

I. Higher Purpose Corporation Facility and Site Information

The facility is located at 815 Pleasant St., Lee MA 01238, and was built in 1985. The facility that currently sits on this lot is a 42,000 square foot, FDA registered drug and medical device manufacturing facility that is occupied by the company "Oraceuticals." The building is located in the industrial zone in Lee, and is approximately 1.5 miles away from the mass pike. The building is served by city sewer and water, and currently has 1200 AMP (208 V/477 V), 3 phase electric with 100% of the building having a sprinkler system throughout. There are currently two floors inside the building, with a 5000 LB capacity elevator connecting the two floors, making it easy to transport products and supplies throughout.

The current structure features 22,000 square feet of warehouse space with 16' ceilings, 12,000 square feet of manufacturing space with 16' ceilings, 5,000 square feet of office space, and 4,000 square feet of laboratory space. There are 4 truck-high loading docks with 10-foot doors, and 1 ground level loading dock with a 10 foot door.

This site is an ideal location for our operation for a number of reasons. The first one that the current layout of the building can easily be converted to suit all of our cultivation and manufacturing needs. On the cultivation side, there is an open floor concept with high enough ceilings that we can easily build out a "room within a room" grow operation. The laboratory space that currently exists is perfect to install extraction, processing, and packaging equipment for our manufacturing needs. There is a surplus of office space available, which will be converted to suit our facilities needs. Some of this space will be turned into locker rooms to provide a private place for employees to store their belongings and get changed into the appropriate attire needed to enter the facility. Another section of this office space will be converted into a commercial kitchen for us to create marijuana infused products such as chocolates and hard candies.

Another reason this site is ideal is due to its location. We are set back in the industrial zone in Lee, which is roughly 1.5 miles away from the Mass Pike, and far enough away from downtown that our operation won't disrupt the flow of traffic in well populated areas. Since we will not have a retail outlet at this location, we prefer to be away from an area with heavy foot traffic for both security reasons, and so our operation isn't viewed as a nuisance from the city. Since we are so close to the highway, it will be easy to access and exit our facility when we're transporting goods to other licensed marijuana establishments throughout the state.

Physical Building Facility

Higher Purpose Corporation has worked with experienced engineers and construction management firms to ensure we develop a facility that not only meets the regulations set by the CCC, but also operates efficiently and is secure. The 42,000 square foot structure already exists, but will be modified to meet our security requirements and operational needs. To start, there will be one primary entrance for all employees, wholesalers, and government officials to enter through. Employees will have specific keycards or passcodes to enter the facility, whereas visitors will need to provide identification and credentials in order to gain access. Immediately next to the entry vestibule will be our security office, so our security guards will be close by to ensure that only lawful entry is occurring. All visitors will be accompanied by somebody from the management team or security at all times while they are in the building. Although there are other doors that exist on the building, this primary entrance door is the only one to be used for normal foot traffic. The loading dock doors will only be used when receiving or delivering shipments, and will be locked at all other times. The other doors that lead into the building will only be used as emergency exits, and will not allow entry into the building.

As soon as you enter through the main entrance, you will encounter the office space, conference room, and breakroom/lobby section of our facility. When visitors, government

officials, or other wholesalers come to our facility, this is a perfect way to allow them entry and have a chance to sit down and meet without necessarily needing to guide them through areas where marijuana products are being stored. From here, you can move through a locked door where you will have access to our locker rooms, commercial kitchen, extraction rooms and our post-processing rooms. As you continue through the facility, you will then enter the cultivation space that will have flowering rooms, packaging and storage, our vault, and delivery docks. This space also has a stair case and elevator shaft that leads to the lower level, where more cultivation space is located. On this lower level, there are flower rooms, clone rooms, fertigation equipment, product and waste quarantine, and pot washing stations. The entire floor plan that was drafted by our engineers can be seen in the operating plan.

Premises Access

In order to restrict access into and throughout the building, we will utilize Identicaard PremiSys access control software that eliminates the need for “hard keys” and allows us to manage employee access via dual authentication proximity card readers with keypads. This system provides an audit trail of all cardholders and their activity throughout the building, including authorized door access, unauthorized attempts at access, door propped alarms, etc.

Security personnel will be capable of viewing live door activity and fully manage the system, as it will be integrated with our video surveillance system installed throughout the facility. Management and security will be able to display live video feeds of the entire facility and entry points, as cameras will be strategically placed to view individual doors, and will have the ability to rotate, record and replay video from a monitor or remote device.

The access control system will utilize iClass Smart card readers located at the outer security office door, inner security office doors and shipping/receiving doors. For entering the building, employees will be required to present their credentials to the card reader and enter an employee specific PIN to gain access to the building. Each time a valid card is presented, it will be displayed on the access control event log with the employee’s photo. All card reader doors will allow for monitoring of door forced and door propped alerts. The access control system will utilize “Low-Power Bluetooth” smart locks on all critical interior doors and rooms where product is handled. The smart locks will utilize the same credential as the “hard-wired” card readers for access into each room. These Bluetooth locks will be fully supervised and provide live feedback and reporting to the access control system.

For the shipping and receiving doors, they will be provided with a door status contact to allow security to monitor the status of the door. Most of the time the doors will be shunted or masked during specific times to reduce false alarms during normal business hours.

Premises Alarms and Monitoring

An intrusion alarm system will be installed to monitor the facility after hours as well as provide 24/7 monitoring of panic alarm devices. This system will utilize door alarm contacts, interior motion sensors, and roof mounted motion sensors to provide coverage of all Higher Purpose Corporations exterior and interior space. This system will have a minimum of a 24-hour battery back-up power supply as well.

Perimeter Doors

All perimeter doors and overhead doors will receive door alarm contacts and will be individually identified on the system. These devices will be armed and monitored outside of normal business hours, and our security will be able to monitor door activity via the access control system during operating hours.

Interior Perimeter Motion Sensors

Motion sensors will be located in all rooms along the outer walls of our building, including offices, bathrooms, flower rooms, etc. These are intended to provide protection should a break-in attempt be made by cutting through a wall. These devices will be armed and monitored outside of normal business hours.

Interior Corridor Motion Sensors

Motion sensors will be located in all main corridors within our building. These detect movement throughout the building, and will be armed and monitored outside of normal business hours.

Wired Panic Alarm Buttons

“Hard-wired” panic alarm buttons shall be located in the security office, offices, conference rooms, breakroom, and shipping and receiving areas. These buttons will be armed and monitored 24/7, and will call the local police station immediately upon activation.

Wireless Panic Alarms Pendant Buttons

Wireless receives will be linked to the intrusion alarm to allow for battery powered wireless panic devices worn by certain employees.

Security Keypads

One keypad is located within the security office to arm and disarm the system. Each user of the system will have their own distinct code to arm and disarm the system to allow for security to run audits on the system as needed.

Video Surveillance

The video surveillance system will consist of an enterprise class video server running ExacQvision Enterprise series video management software. This allows for monitoring

the server to ensure no issues occur. In the event an issue does happen, email alerts will be sent directly to authorized personnel. The server will be sized to accommodate all cameras located throughout the property, and will provide a minimum 60-day storage retention. The system will utilize 1080p and 8MP network based video cameras configured to record a minimum of 15 images per second at full resolution. The video server and all associated network switches shall be provided with UPS power supplies sized to provide a minimum of 6 hours of run-time upon a power failure.

A security management workstation with two large flat-panel monitors located in the security office will allow for full management of the system, including live-viewing, video playback, running system audits, receiving pre-configured video alerts and programming of the system. The system will be capable of being accessed remotely by Higher Purpose Corporation's executive and management staff.

The ExacQvision video management platform will be integrated with the Identocard access control system used to access the building. This allows security to view live video or playback when a door is forced or propped open or stolen cards are presented to the card reader.

The Video Management Software (VMS) allows the user to view live video, live audio, point of sale data, and alarm information. The VMS software will allow control of all PTZ (pan-tilt-zoom) cameras throughout the facility to authorized users, and non-PTZ cameras will still allow the user to digitally pan, tilt, and zoom on any video regardless of the camera recording it.

The VMS will have a feature that logically groups cameras and video feeds to allow efficient viewing of the facility. It will also organize the camera views into preconfigured arrangements on our monitors so it is easy to recall or playback live or pre-recorded footage. The software shall be capable of automatically cycling through two or more saved views to create a video tour.

The user will be able to search for and playback recorded video, audio, and events from the VMS server, and can simultaneously do this for multiple feeds at once. Audio and video can be synchronized with this software, and recorded video can be arranged to display only the frames where motion actually happened.

The VMS will be capable of exporting videos, maps, POS data and audio files in case the commission ever requests access to our files or we need to submit any data as part of our security protocols. For any exported files, the VMS will be equipped with a standalone player that will be able to authenticate whether or not the video or audio files have been tampered with.

The VMS system will be able to display system information about users that are currently logged in as well as provide a system log that contains a detailed history of the processes that have occurred on the system. The system will have the ability to record an audit trail of when users log in and show what changes they have made, what video they have viewed, and what they have exported.

The system will save files chronologically, and will be accessible by searching for the date and time of the desired footage, followed by the specific cameras and recording devices you wish to access. Each video stream shall be kept in 5 minute increments in a paired video and audio file.

The software can detect certain types of triggering events and send email notifications when this type of event has occurred. You can set the software for specific types of events to trigger a notification such as video loss, the server is down, a camera connection isn't working, etc. The software has the ability to configure each video input recording time on an hourly basis. This allows the user to schedule to record motion, when to record specific events, and when not to record.

The software will have user name and password combinations unique to each authorized individual, and will have customized permission levels based on each individual's job responsibilities.

Perimeter Cameras

Video surveillance cameras will be located around the exterior perimeter of our facility to allow security to monitor and record vehicle/pedestrian activity in the parking lot, approaching the security office, outside the perimeter entrances/exits, and outside the shipping and receiving areas. All cameras are provided a minimum of 1080p resolution and day/night technology allowing each camera to switch from color to monochrome mode in low light conditions. The cameras on the back side of the exterior will be equipped with infrared illuminators to ensure visibility in zero-light conditions.

Interior Entrance/Exit and Shipping Area Cameras

Video surveillance cameras will be placed on the inside of all perimeter entrances, emergency exits, the front shipping and storage door, loading docks, inventory storage overhead door and receiving overhead door. These cameras will have a minimum 1080p resolution, infrared illuminators and include wide-dynamic technology to ensure clear images are obtained of people/materials entering and exiting the building.

Interior Cameras

Video surveillance cameras will be located in all office, corridors, kitchens, labs, growing rooms, extraction rooms, storage rooms, clipping rooms, conference rooms, decontamination rooms, breakrooms, electrical rooms and server rooms. The only

interior spaces where cameras will not be installed are within the restrooms. The intent of these cameras will be to monitor all interior activity and be able to monitor people and product as it moves throughout the facility. These cameras will also have a minimum 1080p resolution and infrared technology.

Additional Information

All security equipment shall be in good working order and shall be inspected and tested at regular intervals, not to exceed 30 calendar days from the previous inspection and test.

Trees, bushes, and foliage shall be maintained near the facility to prevent anyone from concealing themselves from sight.

A more detailed version of our security plan includes information about how we comply with the regulations set by the Cannabis Control Commission, including but not limited to information on buffer zones, incident reporting, emergency protocols, limited access areas, security audits, data security protection, and cash management.

Quality Assurance Plan

Pursuant to the Cannabis Control Commission's (the "Commission") regulations at 935 CMR 500.101(1)(c)(7)(f), Higher Purpose Corporation (the "Company") has prepared this detailed summary of its procedures for quality control and testing for potential contaminants, which shall be periodically reviewed and updated to ensure that the Company achieves its desired outcome of cultivating and producing only the highest quality marijuana and marijuana infused products that meet or exceed each and every testing requirement found in the Department of Public Health's *Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-Infused Products*, as amended November, 2016 ("DPH Finished Products Protocol") and its *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Marijuana Dispensaries* ("DPH Environmental Media Protocol").

The Company shall utilize the following procedures for quality control and testing for potential contaminants for its Tier 3 Cultivation and Manufacturing Operations. The Company shall require that all employees adhere to these quality control and contaminant testing procedures as both an ongoing professional responsibility and an express condition of their continued employment.

- The Company intends to contract with CDX Analytics LLC, an independent testing laboratory licensed by the Commission, to perform all required tests pursuant to 935 CMR 500.160. CDX Analytics LLC is required to abide by the DPH Finished Products Protocol published by the Department of Public Health, for every sample of adult-use marijuana or marijuana infused product it tests from the Company. The Company shall verify that the independent testing laboratory it uses complies with

935 CMR 500.160(7), which requires that all storage of marijuana at a laboratory providing marijuana testing services shall comply with 935 CMR 500.105(11). Transportation of marijuana and marijuana infused products to an independent testing laboratory shall comply with 935 CMR 500.105(13).

- Pursuant to 935 CMR 500.160(2), the Company shall provide written notice to the Commission within 72 hours of receiving laboratory test results that show contaminant levels above the acceptable limits established in the DPH Protocol. The Company shall also ensure that CDX Analytics LLC has a policy for, and a contractual obligation to, notify the Commission within 72 hours of the transmission of laboratory test results indicating that a contaminant has exceeded any applicable level found in the DPH Protocol. Said notification from the Company shall include a written description of a plan to destroy the contaminated batch, pursuant to Paragraph H of the Company's Inventory Control Standard Operating Procedures, and in accordance with the requirements for waste disposal found in 935 CMR 500.105(12). The Company's notification shall also include a proposed plan of action to identify the source of the contamination to promptly fix, remediate, or mitigate the source of the contamination once identified. If any of the Company's inventory is spoiled, deteriorated, mis-labeled, contaminated, or expired, it shall be disposed of pursuant to 935 CMR 500.105(12).
- The Company shall maintain all test results for its marijuana and marijuana infused products for no less than one year from the date of receipt of the results, pursuant to 935 CMR 500.160(3).
- Prior to injection into the facility's fertigation systems, all nutrients utilized in the cultivation operation shall be examined for contents and potential contaminants by the Director of Cultivation or their staff. The Director of Cultivation shall maintain records of the ingredient information of all supplemental nutrients and shall furnish said information to the Commission upon request.
- All water utilized in cultivation shall be reclaimed, filtered or otherwise treated, in order to be reused, to the maximum extent practicable, in order to minimize total water consumption. All water discharged into the Town of Lee's municipal water treatment plant shall be tested prior to said discharge to ensure that it meets all applicable regulatory limits before entering the municipal system. No water shall be discharged from the facility into the ambient environment.
- Only approved, biologically derived, pesticides, insecticides, and fungicides shall be utilized in the cultivation facility and the dosage of each shall adhere to the manufacturer's recommended dose for commercial scale cultivation.
- Pesticide application shall only be performed in compliance with *M.G.L. c. 132B* and the regulations promulgated at 333 CMR 2.00 through 333 CMR 14.00. Any testing results indicating noncompliance shall be immediately reported to the Commission, who may refer any such result to the Massachusetts Department of Agricultural Resources. If applicable, Soil for cultivation shall meet federal standards identified by the Commission.
- Pursuant to 935 CMR 500.120(9), the Company shall conduct its cultivation processes using best practices to limit contamination including, but not limited to, mold, fungus, bacterial diseases, rot, pests, pesticides not in compliance with 935

CMR 500.120(5) for use on marijuana, mildew, and any other contaminant identified as posing potential harm

- All water used for irrigation shall be filtered or treated using a reverse osmosis system to ensure there are no exceedances of contaminant levels.
- The Company shall not sell, market, or promote any marijuana or marijuana infused products that are incapable of being tested by a Commission-licensed independent testing laboratory, pursuant to 935 CMR 500.160(9).
- All staff and visitors shall be required to wear disposable cleanroom jumpsuits, protective footwear, and a protective head wrap or hood, prior to entering those portions of the facility that house the cultivation and manufacturing operations. The entrances to all areas of the facility with cultivation and manufacturing operations shall be equipped with ceiling-mounted blowers to remove potential contaminants prior to staff or visitor entry into those areas.
- If any of the Company's employees' job duties include the handling of, or contact with, nonedible marijuana infused products, marijuana, including cultivation, packaging, or, production, the Company's marijuana establishment agent shall be required to adhere to the regulations at 105 CMR 300.000 (which details the requirements for food handlers), all edible marijuana products shall be prepared, handled, and stored in full compliance with 105 CMR 500.000's sanitation requirements and 105 CMR 300.000's requirements for food handlers. All marijuana infused products shall be stored at the appropriate temperature to guard against bacterial growth, up to and including commercial-grade refrigeration.
- The Company's agents shall abide by strict sanitary practices when working directly in the preparation of nonedible marijuana products or marijuana products, which shall include, but are not limited to, the following:
 - Frequent (to be performed at a minimum, immediately prior to commencing work or handling) and thorough hand washing practices in designated hand-washing facilities, to be located in close proximity to, or directly in, the production areas for cultivation and manufacturing and which shall be equipped with running water at suitable temperature, contain adequate antiseptic and antimicrobial soaps, surfaces that are impervious and easily cleaned (such as stainless steel), and adequate drying apparatus, which shall be clean towels and/or heated air blowers. All hand washing shall be performed with soap, under hot water, with vigorous agitation of the upper extremities and digits for a minimum of thirty (30) seconds prior to rinsing off any residual antiseptic and antimicrobial soap. Hand washing shall be repeated whenever hands have, or may have, become contaminated, dirty, or soiled.
 - Maintaining the highest standards of personal cleanliness.
- The Company's facility shall be laid out in such a way so as to allow for the storage of materials and equipment for sanitary maintenance of operations. Waste and litter shall be disposed of and periodically removed to minimize odors and to reduce the potential for waste attracting or housing pests and other contaminants. All waste disposal shall be conducted in compliance with 935 CMR 500.105(12). The facility's physical plant, including, but not limited to floors, ceilings, walls, shall be

constructed and retrofitted, as appropriate, to be both structurally sound and to allow for those surfaces to be cleaned and sanitized. All fixtures shall be maintained in a sanitary condition.

- The Company's manufacturing operation shall be conducted within a designated area(s) of the facility and the surfaces and equipment therein, including all cooking utensils and vessels, shall be sanitized and cleaned as often as is required to maintain sanitary conditions. The surfaces and all equipment shall be subjected to sanitizing and anti- microbial cleaning actions by the Company's employees, who shall only utilize cleaning products that appear on the Commission's, or the US Environmental Protection Agency's, list of approved/registered cleaning products and their administration and application shall strictly adhere to the manufacturer's label and instructions.
- All restroom facilities shall be frequently stocked, cleaned, and inspected to ensure that the Company's employees and visitors have adequate access to sanitary restrooms.
- The facility's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines.
- All marijuana and marijuana infused products that can support the rapid growth of undesirable microorganisms shall be stored in a manner that prevents the growth of those microorganisms.
- Any cleaners containing toxic ingredients shall be held and stored away from marijuana and marijuana infused products to avoid contamination of those products. All cleaning products containing toxics shall be properly labeled to identify the presence of those toxics.
- Any other items containing toxics shall be similarly sequestered away from marijuana and marijuana infused products to ensure that the maximum protection against contamination of those products is achieved. All toxic-containing items shall be properly labeled.
- The Company shall transport and store all products ready for wholesale under ambient environmental conditions that will provide protection against chemical, microbial, and other physical contamination. Containers holding finished products, whether marijuana products or marijuana infused products, shall be designed to guard against deterioration of the finished tested product. Performance of the packaging with respect to contaminant protection shall be periodically evaluated and changed if the review reveals a need to do so.
- Pursuant to 935 CMR 500.105(3)(b)(16), the Company shall require that all vehicles and transportation equipment used in its transportation of marijuana or marijuana infused products or edibles requiring temperature control for safety must be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana products or edibles from becoming unsafe during transportation, consistent with applicable requirements pursuant to 21 CFR 1.908(c).

The Company shall follow all of the Commission's regulatory requirements with respect to mandatory and voluntary recalls of its marijuana and marijuana infused products. In an effort to maintain its high standards of quality control, and its brand reputation, the Company shall be proactive in voluntarily recalling any of its products that are contaminated, defective, or otherwise unsafe from the market in order to promote public safety and public health.

Acquisition and Distribution

Higher Purpose Corporation will work with other wholesalers who are licensed with the Cannabis Control Commission to acquire cannabis plants, including the buds and leftover trim after the plant is harvested, for further processing in our manufacturing lab. HPC will manufacture these products to either be sold back to the company that originally sold us the plant material, or to be sold to other licensed marijuana retailers. Anytime plant material is acquired from an outside vendor or distributed to another vendor, HPC will keep manifests to be logged into their own inventory as well as METRC that is in accordance to 935 CMR 500.105

Higher Purpose Corporation will invest in transportation vehicles that follow all regulations set forth by the Cannabis Control Commission under 935 CMR 500.105, including the following requirements:

- Any vehicle used for transporting marijuana product will owned or leased by Higher Purpose Corporation or by a transport company that is licensed by the C.C.C.
- The vehicle will be properly registered and inspected in Massachusetts, and documentation shall be made available to the Commission upon request.
- The vehicle will be equipped with an alarm system approved by the Commission. It will also have functioning heating and air conditions controls appropriate for maintaining correct conditions for storing marijuana.
- The vehicle will ensure no product is visible from outside the vehicle, and will not bear any markings indicating the vehicle is used to transport marijuana products.
- The vehicle will never be transporting any other products while cannabis products are in the vehicle.
- Marijuana products will be stored in a secure, locked compartment that is sufficiently secure and cannot easily be removed.
- If the vehicle is carrying inventory to be delivered to multiple locations, each batch must be stored in separate compartments and separate manifests will be kept for each batch.

- The vehicle will be equipped with a GPS monitoring device that is attached to the vehicle at all times. This will be monitored during shipments.
- Any agent transporting products will have access to a secure form of communication within the vehicle such as a cell phone or two-way radio. The agent will use this communication prior to and immediately after leaving the originating site to ensure GPS and communication techniques are working. They will check in with the originating site at least every 30 minutes to ensure the systems are working. A separate agent at the originating facility must monitor the GPS and communication systems during the delivery.
- If GPS or communications are not working, the agent must return to the originating location until the systems are operational.

Packaging and Labeling

Higher Purpose Corporation will follow all the regulations set by the Cannabis Control Commission regarding packaging and labeling under 935 CMR 500.105(5).

Labeling

Prior to marijuana being sold or transferred, packaging will include legible, firmly affixed labels with wording that is no less than 1/16 inch in size on each package or marijuana. The labels will include the following information:

- Name and registration number of HPC, as well as the business telephone number, email address, and website information.
- Quantity of usable marijuana contained within package.
- Date the contents were packaged and a statement of who packaged the product.
- The batch number, serial number and bar code identifying the batch to match information plugged into METRC.
- The full cannabinoid profile including THC and other cannabinoid levels that were tested by a licensed laboratory.
- A statement certifying the product was tested for contaminants and that there were no adverse findings, and the date the testing took place.
- The following statement will be on all packages: ““This product has not been analyzed or approved by the FDA. There is limited information on the side effects of using this product, and there may be associated health risks. Marijuana use during pregnancy and breast-feeding may pose potential harms. It is against the law to drive or operate machinery when under the influence of this product. KEEP THIS PRODUCT AWAY FROM CHILDREN.”

- The following symbols will be included on all packaging:



Regarding the labeling of edible infused marijuana products, concentrates, tinctures, and lotions all require the same size of lettering and the same information on labels. Additional information that is also required is as follows:

- The name and type of marijuana product, including the product identity such as “concentrate, extract, tincture.”
- Refrigeration of the product is required; if applicable.
- Net weight or volume in US customary and metric units
- Type of marijuana used to create the product, including any techniques or solvents that were used.
- List of ingredients including the cannabinoid profile, expressed in absolute terms and as a percentage of volume.
- Serving size of the marijuana product in milligrams, and the number of serving sizes within the product based on the limits provided in 935 CMR 500.150
- The amount, in grams, of sodium, sugar, carbohydrates, and total fat per serving.
- The date of creation and recommended “use-by” or expiration date.
- Directions for use if relevant
- A warning if nuts or other allergens are found in the product.

Packaging

HPC will ensure all marijuana products that are sold to retail locations that require us to do the packaging for them will be sold in tamper proof or child-resistant packaging. The packaging will be opaque or plain in design, resealable for any marijuana product intended for more than a single use, and certified by a qualified third party tamper or child-resistant packaging testing firm that it is in compliance.

If the specific product is impractical to be packaged this way, other approaches will be taken that ensures the exit package is capable of being resealed, has a statement that says

“KEEP OUT OF REACH OF CHILDREN”, and is certified by the same third party company mentioned above.

Package designs will be limited so it is not deemed as attractive to minors. The following practices are prohibited:

- Use of bright, neon colors
- References to existing brands, including food or beverage, that does not contain marijuana
- Cartoons
- Design, brand or name that resembles non-cannabis consumer products that typically market to minors
- Symbols or celebrities that are commonly used to market to minors
- Images of minors
- Words that refer to products commonly associated with marketing to minors.

Seed-to-Sale Tracking

Higher Purpose Corporation will follow all the regulations set forth by the Cannabis Control Commission regarding seed to sale tracking. We will utilize POS software that is compatible with the METRC system that the C.C.C. uses to track all cannabis products being grown our distributed through LME's:

Immature Batches:

Clones are entered as strain-specific immature batches, with a maximum of 100 clones per batch. Each clone will be tagged once they reach a height of 8 inches, and will be tagged with strain-specific details and item names. To track clones and seeds moving between facilities, they will be entered into a transfer manifest in METRC. All strains will be named regardless if the genetics can be tracked to a certain strain or not.

For harvested seeds, they will be tracked and counted in batches of no more than 50 seeds per batch. Immature seeds will be counted and entered into METRC using strain specific detailed unless they are in the process of being planted. When transferring seeds to a retailer, they are physically put into packages of 6 for sale with strain specific details. We are allowed to put multiple packages of 6 under one METRC tag for transfer, but no more than 2099 can be in one tag.

We will input additives in METRC each time they are used on a plant or in a room. All information including percentages of substances in the additives will be entered into

METRC, and will be verified with manufacturers if need be. HPC will ensure a sufficient stock of tags at all times to reconcile inventory on a daily basis.

Harvesting Plants

All harvest batches will be strain-specific when entered into METRC. Multi-strain harvest batches will be separated by strain into METRC. We will take the wet weight of each individual plant prior to drying and curing, which will be entered into METRC. Each individual plant's wet weight must be recorded, the average weight wet of the entire harvest is not allowed. If any incorrect wet weight is entered and noticed within 48 hours of weighing, HPC will complete an incident report and document the plan of correction. If no packages or waste were created, make the correction into METRIC. If the weight discrepancy is noticed after 48 hours from harvesting, the batch will be destroyed and identified as waste in METRC.

To properly test products, HPC will produce test packages that are strain specific, comply with the C.C.C. and with CDX Analytics requirements, and will never exceed 10 pounds of flower or trim.

For waste reporting, HPC will enter the amount of waste under specific tag numbers ensuring that it is reported by specific strains. If entering multiple entries of waste, they will still be reported individually by tag number by the end of the business day.

If a harvest takes multiple days to complete, we will enter the end of day inventory into METRC for each day of the harvest. For instance, if a harvest takes two days to complete, an end of day inventory will be entered on the first day for how much has been harvested so far, then a second entry will be made the second day for how much was harvested.

When reporting entire harvests, the harvest batch name will include the strain name and the date it was harvested. Each harvest batch will be individual strains, so if multiple strains are harvested the same day, multiple harvest batches must be created for each individual strain.

Creating Packages after Curing

Higher Purpose Corporation will transfer product to a licensed laboratory facility after curing product in a package that is no more than 10 pounds. These packages will have strain specific names when sent, and each package may only contain one strain from one harvest batch. Even if the same strain is harvested at a later date, each specific harvest batch must be tested individually, so no repackaging will occur after testing is completed.

Transferring Product after Testing

HPC will only transfer product that is tested to other licensed marijuana establishments. Any delivery driver must be licensed with the Cannabis Control Commission, and must be included on the manifest created for deliveries and shipments. This manifest will include all delivery driver's badge/registration card number, travel route, and if applicable, if and

when drivers changed and who the new drivers are as well. Manifests will be designated as affiliated or non-affiliated depending on the status of their license. All transferred product must be dried and cured prior to delivery, no whole wet plants are every allowed to be transferred.

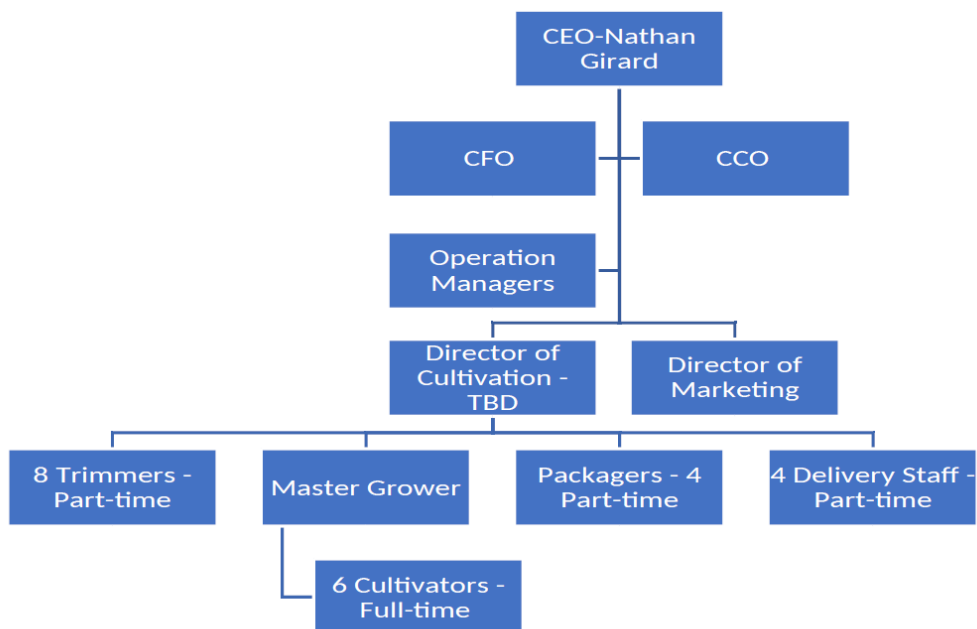
Retailing Product

Higher Purpose Corporation is not pursuing a license to sell product directly to consumers from this location, so retail packaging requirements do not apply.

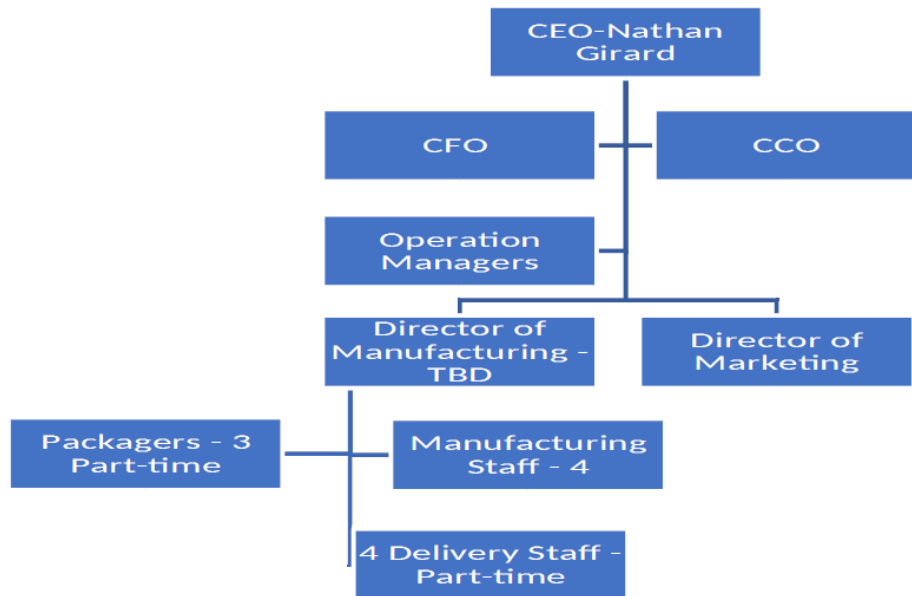
Organizational Structure

The organizational structure of Higher Purpose Corporation will be broken up based on employees involved in the cultivation of the plant as well as employees involved in manufacturing and packaging of the plant. Outlined below are organizational charts describing the cultivation side and the manufacturing side of the business.

Organization Chart - Cultivation



Organization Chart - Manufacturing



Training Plan

Higher Purpose Corporation intends to establish a workforce of highly motivated, high-quality employees and to invest in ongoing employee training to ensure regulatory compliance, decrease turnover, and consistently deliver high-quality products. Training will later be updated to meet responsible vendor training program requirements that will be developed by the Commission and which will become effective in 2019, once such materials are available.

In order to be retained as an employee, candidates must undergo a background check that complies with Commission requirements as referenced above and become registered by the Commission as a registered marijuana establishment agent. Company will ensure that candidates will not commence employment until they have become officially registered by the Commission. Company (or a qualified third party) will provide employee training in order to produce high quality cannabis and cannabis products, create a safe and inclusive work environment, and ensure strict regulatory compliance. Training, at a minimum, will be provided in accordance with 935 CMR 500.105(2) and will include not less than eight hours of training annually, or such other amounts as are required by the Commission. Initial training will be completed within ninety (90) days of each new hire. New employees may not work on-site until they have received initial orientation training and critical task-specific training. Each training is done one-on-one with either the CEO, a Department

Director, or an exceptional employee, or, in appropriate cases, an outside vendor. Training topics will include, but not be limited to, the following areas:

- Local, state and federal cannabis laws and rules, including
- Local and state licensing and enforcement;
- Incident and notification requirements;
- Administrative and criminal liability;
- License sanctions and court sanctions;
- Waste disposal;
- Health and safety standards;
- Patrons prohibited from bringing marijuana onto licensed premises;
- Permitted hours of sale;
- Conduct of establishment;
- Permitting inspections by state and local licensing and enforcement authorities;
- Licensee responsibilities for activities occurring within licensed premises;
- Record-keeping and other specific regulatory responsibilities;
- Privacy and confidentiality of sensitive information; and
- Prohibited purchases and practices.
- Job-specific training.
- Alcohol, drug, and smoke free workplace policies.
- Code of Conduct, including diversity and inclusion, anti-discrimination, and antiharassment policies.
- Compliance with inventory and tracking requirements.
- Acceptable forms of identification.
- Personnel, product and premises security, including, but not limited to, display of ID badges on Facility employees and visitors to the Facility.
- Policies and procedures with regard to approved visitors and outside contractors.
- Marijuana and marijuana products handling procedures, including hand washing, sanitation practices, and ensuring product is in lawful, sale-able condition.
- Locations of Limited Access Areas, locations or knowledge of keys and lock codes to such areas, and who are authorized to enter them.
- Strategies for avoiding diversion, theft and loss of cannabis products and prevention of sales to minors, including best practices.
- Incident reporting and protocols for emergency situations.
- Protocols and requirements for transportation of cannabis products to and from the Facility, whether by Facility staff or by third-party transportation providers.
- Incident reporting protocols.
- Quality control.
- Marijuana's physical effects on the human body and recognizing and preventing substance abuse.

New employees will have a mixture of initial in-person and online trainings, as well as a 30-45 day shadow period to ensure they are following protocols and continuously gaining industry knowledge before beginning their duties. They will shadow management and

established employees to gain understanding with regard to compliance, products, and their specific job-related duties.

Adult-use marijuana is a brand-new industry to Massachusetts, which means there will be new products and regulatory changes about which management and staff must learn and remain apprised. Our goal is to hire employees who are excited to participate in frequent training programs to stay up-to-date with the industry, and who are open to accepting feedback from management. We are looking for intuitive, versatile employees who are capable of learning and growing within our organization.

HIGHER PURPOSE CORPORATION

POLICIES AND PROCEDURES FOR MAINTAINING FINANCIAL RECORDS

The Chief Financial Officer shall be responsible for maintaining Higher Purpose Corporation's (the "Company") business records, any hard copies of which shall be maintained on Company premises in locked, fireproof file cabinets accessible only to the CFO and other authorized personnel. Electronic files are backed up daily. All financial records shall be maintained in accordance with Generally Accepted Accounting Principles ("GAAP"). The Company shall ensure that all business records are maintained in such a manner as to ensure accuracy and transparency and will clearly reflect all financial transactions and the financial condition of the Company. Business records will not be accessible to non-management employees. All business and financial records shall be kept for a minimum of seven (7) years.

The Company will allow the Commission to examine Company's records and will deliver or otherwise make available Company financial records to authorized agents of the Commission upon request.

Business records shall include manual or computerized records of:

- Assets and liabilities;
- Monetary transactions, including daily reconciliation of cash-on-hand;
- Books of Accounts, which shall include journals, ledgers and supporting documents, including agreements, checks, invoices and vouchers;
- Sales records including the quantity, form and the cost of the product;
- Salary and wages paid to each employee, stipend paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any affiliated individual, including members of the nonprofit corporation, if any;
- Contracts for services performed or received;
- Purchase invoices, bills of lading, manifests, sales records, copies of bills of sale, and any supporting documents, including items and/or services purchased, from whom items were purchased, and date of purchase;
- Bank statements and canceled checks for all accounts; and
- Accounting and tax records related to the Company, and records of any theft, loss, diversion or other unaccountability.

In the further interest of transparency, all funding sources and others with financial interest in the Company shall be recorded by name, address, date of birth, social security number, and explanation of financial interest. In addition, the Company shall maintain an accounting of the financial benefits accruing to the municipality as a result of the Host Community Agreement with the Company.

HIGHER PURPOSE CORPORATION POLICIES ON RESTRICTING ACCESS TO AGE 21 AND OLDER

Restricting Access to Age 21 or Older Pursuant to 935 CMR 500.105(13)

The Higher Purpose Corporation Facility is approximately 42,000 square foot metal and wood frame manufacturing facility. The building currently has eight exterior doors leading into the building as well as five loading bays that provide entry into the facility. In order to restrict access into and throughout the building, we will utilize Identocard PremiSys access control software that eliminates the need for “hard keys” and allows us to manage employee access via dual authentication proximity card readers with keypads. This system provides an audit trail of all cardholders and their activity throughout the building, including authorized door access, unauthorized attempts at access, door propped alarms, etc.

Security personnel will be capable of viewing live door activity and fully manage the system, as it will be integrated with our video surveillance system installed throughout the facility. Management and security will be able to display live video feeds of the entire facility and entry points, as cameras will be strategically placed to view individual doors, and will have the ability to rotate, record and replay video from a monitor or remote device.

The access control system will utilize iClass Smart card readers located at the outer security office door, inner security office doors and shipping/receiving doors. For entering the building, employees will be required to present their credentials to the card reader and enter an employee specific PIN to gain access to the building. Each time a valid card is presented, it will be displayed on the access control event log with the employee’s photo. All card reader doors will allow for monitoring of door forced and door propped alerts.

The access control system will utilize “Low-Power Bluetooth” smart locks on all critical interior doors and rooms where product is handled. The smart locks will utilize the same credential as the “hard-wired” card readers for access into each room. These Bluetooth locks will be fully supervised and provide live feedback and reporting to the access control system.

For the shipping and receiving doors, they will be provided with a door status contact to allow security to monitor the status of the door. Most of the time the doors will be shunted or masked during specific times to reduce false alarms during normal business hours.

An intrusion alarm system will be installed to monitor the facility after hours as well as provide 24/7 monitoring of panic alarm devices. The system will utilize door alarm contacts, interior motion sensors and roof mounted motion sensors to provide coverage of the interior and exterior of the facility. All perimeter doors and loading docks will receive door alarm contacts and will be individual identified on the system, and will be armed and monitored outside of normal business hours.

Outside of our access controls and security system, we will implement other protocols to ensure the building is secure and restrictive in terms of who has access. For instance, Higher Purpose Corporation will only employ individuals who are at least 21 years of age and have been fully vetted by the Cannabis Control Commission. Despite the total of eight exterior doors and

five separate loading docks being present, we will restrict day-to-day access to most of these doors so that they are rarely if ever used for entry into the building. The main entrance for all employees will be the exterior door closest to Pleasant St. The exterior doors on the other end of the building are not intended to be used as entrances, and access to these doors will be restricted to upper management or high-level employees.

The only operations that will be happening in this facility are related to the cultivation and manufacturing of cannabis products for wholesale to other licensed marijuana establishments, so no adult-use retail cannabis consumers will ever enter the facility for the purpose of purchasing retail cannabis. Pursuant to the applicable laws and regulations, Higher Purpose Corporations will sell wholesale goods to other licensed marijuana establishments, and will not sell any products directly to consumers, which will limit the amount of traffic in and out of the facility. The Host Community Agreement with the Town of Lee also prohibits the facility's use as a social consumption venue, even if that license type later becomes an available license type under the Cannabis Control Commission's regulations.

The only people that will ever step foot in the facility will be Higher Purpose Corporation employees who have already been vetted by the Cannabis Control Commission, commercial site visitors such as law enforcement officers, health professionals, other LME's who are shipping or receiving products, duly authorized local officials with inspectional jurisdiction over the facility, or duly authorized Cannabis Control Commission inspectors or staff. If a commercial site visitor arrives, they will be buzzed into the facility through the main entrance closest to Pleasant St., show identification demonstrating that they are 21 years of age or older, and from there the site manager will assist them and guide them throughout any permissible areas of the facility, and explicitly excluding visitor access to all designated limited access areas pursuant to 935 CMR 500.110(4). The site manager shall accompany any visitors in their charge for the duration of the visit and shall also ensure that any visitor exits upon the conclusion of their visit.

HIGHER PURPOSE CORPORATION QUALIFICATIONS AND TRAINING

A. Overview of Personnel

Higher Purpose Corporation's (the "Company") Chief Executive Officer ("CEO") is responsible for maintaining and updating a staffing plan that will ensure Company has the right quantity of staff with appropriate skillsets and levels of experience to ensure the success of all operations. The Company's positive impact plan requires that 20% of its employees be residents of Lowell, which the Cannabis Control Commission (the "Commission") has designated as an area of disproportionate impact. New employees may not work on-site until they have received initial orientation training and critical task-specific training. All staff must be 21 years of age or older and must successfully pass a criminal background check consistent with the Commission's Marijuana Establishment Agent suitability requirements as detailed in 935 CMR 500.800 and 935 CMR 500.802. Staff members will not be allowed to commence employment until they have been determined by the Commission to be suitable for registration and have been issued a marijuana establishment agent registration card in accordance with 935 CMR 500.030.

Company staff will include the following positions:

- CEO (business manager)
- Chief Operating Officer/Managers ("COO") (Manager)
- Director of Cultivation (Master Grower)
- Director of Manufacturing (who may also serve concurrently as Director of Cultivation)
- Inventory/Merchandising Director/Senior Product Specialist
- Information Technologist (Contract Based)
- Security Director
- Security Personnel (Third Party – On-Site)
- Security Monitors (Third Party Monitoring Service – Off-Site)
- Cultivation Staff
- Processing/Manufacturing Technicians

B. Roles, Responsibilities and Qualifications

1. Board of Directors:

Responsible for providing business direction to the Company.

Responsible for creating, communicating, and implementing the organization's vision, mission, and overall direction – i.e. leading the development and implementation of the overall organization's strategy.

Responsible for setting prices and signing business deals.

Responsible for recruitment.

Responsible for payment of salaries.

Responsible for signing checks and documents on behalf of the company.

Evaluates the success of the organization.

Responsible for payment of tax, levies, and utility bills.

2. Chief Operating Officer (Manager):

Responsible for managing the daily activities of the Company.

Responsible for recruiting, training and managing staff, including ensuring compliance with training requirements in accordance with 935 CMR 500.105(2).

Responsible for overseeing processing orders and sales of product to Wholesale Customers (Retailers and/or other Manufacturers).

Responsible for approval of all orders and sales of cannabis and cannabinoids and other stock.

Responsible for meeting representatives from other licensed adult-use operations.

Responsible for managing the organization's budgets.

Responsible for maintaining statistical and financial records in accordance with 935 CMR 500.105(9).

Responsible for preparing publicity materials and displays.

Handles marketing services.

Interfaces with third-party providers (vendors).

Ensures that the organization operates within stipulated budget.

Handles any other duty as assigned by the CEO.

Qualifications: Minimum ten years of experience in upper-level business management and marketing, preferably in a highly regulated industry. Background in finance a plus.

3. Director of Cultivation:

Responsible for oversight of grow operations including sourcing, cloning, transplanting, nutrient provision, and pest management in accordance with 935 CMR 500.105 and 935 CMR 500.120.

Responsible for setting up and maintaining irrigation systems and environmental controls, including energy efficiency protocols in accordance with 935 CMR 500.105(15).

Supervises cultivation employees, including nursery workers and bud trimmers.

Collaborates with Inventory Director to ensure consistent quality of marijuana and to ensure accurate and precise inventory tracking.

Collaborates with Security Director to implement secure marijuana storage procedures in accordance with 935 CMR 500.105(11).

Ensures proper destruction of marijuana waste in accordance with 935 CMR 500.105(12).

Qualifications: Minimum of bachelor's degree or higher in horticulture, agronomy or a related field. Minimum five years of cultivation experience in a greenhouse, nursery, or indoor farm. Marijuana cultivation education and/or experience as well as knowledge of cannabis strains and plant genetics with the ability to track and catalog plants from clone stage to harvest highly preferred.

4. Director of Manufacturing:

Responsible for oversight of processing and manufacturing of marijuana and marijuana products in accordance with 935 CMR 500.105 and 500.130.

Responsible for quality assurance and quality control, including internal analytical testing and data review and providing product for testing by an Independent Testing Laboratory in accordance with 935 CMR 500.160.

Responsible for developing written policies and procedures with regard to responding to test results that indicate contaminant levels are above acceptable limits established in Department of Public Health protocols identified in 935 CMR 500.160 (1).

Responsible for ensuring compliance with state and federal laws and regulations with regard to processing marijuana.

Responsible for maintaining compliance with Good Manufacturing Practices in accordance with 105 CMR 500.000 and 105 CMR 300.000.

Responsible for operation and maintenance of lab equipment, including extraction machinery and vacuum ovens.

Collaborates with Inventory Director to ensure consistent quality of marijuana products and to ensure accurate and precise inventory tracking.

Collaborates with Security Director to implement secure marijuana storage procedures in accordance with 935 CMR 500.105(11).

Ensures accurate labeling of marijuana products, including active and inactive ingredients, and that labels and packaging comply with the requirements of 935 CMR 500.105(5) and (6).

Supervises Processing/Manufacturing Technicians.

Qualifications: Minimum of a bachelor's degree or higher in chemistry, food science, or related science field with knowledge of analytical chemistry preferred. Minimum five years of experience working in a laboratory environment with extreme familiarity with extraction machinery, vacuum ovens, and liquid chromatography systems. Experience in a marijuana processing laboratory or pharmaceutical laboratory highly preferred.

5. Inventory/Merchandising Director:

Responsible for ensuring accurate and precise inventory tracking both manually and through use of seed-to-sale software in accordance with 935 CMR 500.105(8).

Responsible for training authorized employees with regard to proper inventory procedures.

Collaborates with Cultivation Director and Processing Director to ensure consistent quality of marijuana products.

Responsible for maintaining consistent product labeling in accordance with 935 CMR 500.105(5).

Responsible for the purchase of goods and products for the organization.

Responsible for planning sales, monitoring inventory, helping to select merchandise, and writing and pricing orders to vendors and for sale to Retailers.

Performs monthly and annual inventory counts and maintains records related to inventory management.

Ensures operation of equipment by completing preventive maintenance requirements; following manufacturer's instructions; troubleshooting malfunctions; calling for repairs; evaluating new equipment and techniques.

Qualifications: Minimum five years of inventory management experience, preferably in pharmaceutical production or other highly-regulated manufacturing industry.

6. Information Technologist (Contract Based):

Manages the organization website.

Handles e-commerce aspect of the business.

Responsible for installing and maintenance of computer software and hardware for the organization.

Manages logistics and supply chain software, Web servers, and sales systems.

Manages the organization's video recording and CCTV.

Handles any other technological and IT related duties.

Qualifications: Minimum five years of experience in IT, preferably in a highly regulated industry.

7. Security Director:

Responsible for the overall design and implementation of security systems for the facility.

Responsible for providing ongoing security training for employees.

Liaises with law enforcement and Commission representatives with regard to security issues.

Maintains records of incident reports and develops strategies for addressing deficiencies as needed.

Responsible for development and enforcement of transportation security protocols.

Responsible for development and implementation of emergency and disaster protocols and employee training regarding same.

Supervises contract-based security guards.

Qualifications: Prior law enforcement and/or military training in security-related area preferred. Five years of security experience in a position of responsibility may substitute for law enforcement or military background.

8. Security (Contract Based On-Site):

Maintains safe and secure environment for employees by patrolling and monitoring premises and personnel.

Guards gate when shipments and deliveries are transported to Wholesale Customers (who may be Retailers or other Manufacturers) or arrive at facility to ensure a safe environment for transporting product and cash.

Obtains help by sounding alarms.

Prevents losses and damage by reporting irregularities; informing violators of policy and procedures; restraining trespassers.

Maintains organization's stability and reputation by complying with legal requirements.

Contributes to team effort by accomplishing related results as needed.

9. Security Monitor (Contract Based, Off-Site):

Off-site Security Monitor will oversee the safety and security of all employees as well as the Facility itself.

Security Monitor will perform other routine administrative tasks as required such as incident reports and maintenance requests; in addition to taking messages, as necessary for other clients.

Security Monitor will act as an agency representative in the absence of regular staff.

Monitor all staff entering and leaving the building for security purposes.

Log in communications book all activities including deliveries, arrivals and departures.

Conduct security and safety walk-through of the building and grounds.

Intervene and diffuse crisis situations. Call 911 for emergency help as required.

Report serious guideline violations to COO and/or CEO immediately. Minor incidents will be reported during business hours.

10. Cultivation staff:

Provides manual labor to support grow operations including potting, manicuring, harvesting, inspection, and trimming of marijuana plants.

Completes necessary inventory tracking.

Qualifications: Minimum high school diploma, GED or equivalent. Prior experience in a nursery or indoor farm preferred.

11. Processing/Manufacturing Technicians:

Assist in the production of cannabis extracts and infused products.

Responsible for cleaning and maintaining laboratory equipment, recording and entering data, and associated tasks.

Responsible for extracting, refining, and processing cannabinoids and terpenes from marijuana plant material into a concentrated form.

Manage process from originating plant material through physical operation of extraction systems and purge.

Apply knowledge of laboratory safety protocols.

Complete necessary inventory tracking.

Perform other duties as assigned.

Qualifications: Minimum of bachelor's degree in chemistry, biochemistry, engineering, or related field. Prior extraction laboratory experience highly preferred.

C. Employee Background Check and Training:

Company intends to establish a workforce of highly motivated, high-quality employees and to invest in ongoing employee training to ensure regulatory compliance, decrease turnover, and consistently deliver high-quality products. All current owners, managers, and employees shall complete the Commission's Responsible Vendor Training Program after July 1, 2019, or when available, pursuant to 935 CMR 500.105(2). All new employees shall complete the Responsible Vendor Program within 90 days of being hired, pursuant to 935 CMR 500.105(2). Responsible

Vendor Program documentation shall be retained for four (4) years, pursuant to 935 CMR 500.105(2).

In order to be retained as an employee, candidates must undergo a background check that complies with Commission requirements as referenced above and become registered by the Commission as a registered marijuana establishment agent. Company will ensure that candidates will not commence employment until they have become officially registered by the Commission.

Company (or a qualified third party) will provide employee training in order to produce high-quality cannabis and cannabis products, create a safe and inclusive work environment, and ensure strict regulatory compliance. Training, at a minimum, will be provided in accordance with 935 CMR 500.105(2) and will include not less than eight hours of training annually, or such other amounts as are required by the Commission. Initial training will be completed within ninety (90) days of each new hire. New employees may not work on-site until they have received initial orientation training and critical task-specific training. Each training is done one-on-one with either the CEO, a Department Director, or an exceptional employee, or, in appropriate cases, an outside vendor. Training topics will include, but not be limited to, the following areas:

- Local, state and federal cannabis laws and rules, including

- Local and state licensing and enforcement;

- Incident and notification requirements;

- Administrative and criminal liability;

- License sanctions and court sanctions;

- Waste disposal;

- Health and safety standards;

- Patrons prohibited from bringing marijuana onto licensed premises;

- Permitted hours of sale;

- Conduct of establishment;

- Permitting inspections by state and local licensing and enforcement authorities;

- Licensee responsibilities for activities occurring within licensed premises;

- Record-keeping and other specific regulatory responsibilities;

- Privacy and confidentiality of sensitive information; and

- Prohibited purchases and practices.

- Job-specific training.

- Alcohol, drug, and smoke free workplace policies.

- Code of Conduct, including diversity and inclusion, anti-discrimination, and anti-

harassment policies.

Compliance with inventory and tracking requirements.

Acceptable forms of identification.

Personnel, product and premises security, including, but not limited to, display of ID badges on Facility employees and visitors to the Facility.

Policies and procedures with regard to approved visitors and outside contractors.

Marijuana and marijuana products handling procedures, including hand washing, sanitation practices, and ensuring product is in lawful, sale-able condition.

Locations of Limited Access Areas, locations or knowledge of keys and lock codes to such areas, and who are authorized to enter them.

Strategies for avoiding diversion, theft and loss of cannabis products and prevention of sales to minors, including best practices.

Incident reporting and protocols for emergency situations.

Protocols and requirements for transportation of cannabis products to and from the Facility, whether by Facility staff or by third-party transportation providers.

Incident reporting protocols.

Quality control.

Marijuana's physical effects on the human body and recognizing and preventing substance abuse.

New employees will have a mixture of initial in-person and online trainings, as well as a 30-45 day shadow period to ensure they are following protocols and continuously gaining industry knowledge before beginning their duties. They will shadow management and established employees to gain understanding with regard to compliance, products, and their specific job-related duties.

Adult-use marijuana is a new industry in Massachusetts, which means there will be new products and regulatory changes requiring staff and management to engage in constant continuing education. Our goal is to hire employees who are excited to participate in frequent training programs to stay up-to-date with the industry, and who are open to accepting feedback from management. We are looking for adept and adaptable employees who are capable of learning and growing with our Company.

HIGHER PURPOSE CORPORATION
PROCEDURES FOR QUALITY CONTROL
AND TESTING FOR POTENTIAL CONTAMINANTS

Pursuant to the Cannabis Control Commission's (the "Commission") regulations at 935 CMR 500.101(1)(c)(7)(f), Higher Purpose Corporation (the "Company") has prepared this detailed summary of its procedures for quality control and testing for potential contaminants, which shall be periodically reviewed and updated to ensure that the Company achieves its desired outcome of cultivating and producing only the highest quality marijuana and marijuana infused products that meet or exceed each and every testing requirement found in the Department of Public Health's *Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-Infused Products*, as amended November, 2016 ("DPH Finished Products Protocol") and its *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Marijuana Dispensaries* ("DPH Environmental Media Protocol").

The Company shall utilize the following procedures for quality control and testing for potential contaminants for its Tier 3 Cultivation and Manufacturing Operations. The Company shall require that all employees adhere to these quality control and contaminant testing procedures as both an ongoing professional responsibility and an express condition of their continued employment.

- The Company intends to contract with CDX Analytics LLC, an independent testing laboratory licensed by the Commission, to perform all required tests pursuant to 935 CMR 500.160. CDX Analytics LLC is required to abide by the DPH Finished Products Protocol published by the Department of Public Health, for every sample of adult-use marijuana or marijuana infused product it tests from the Company. The Company shall verify that the independent testing laboratory it uses complies with 935 CMR 500.160(7), which requires that all storage of marijuana at a laboratory providing marijuana testing services shall comply with 935 CMR 500.105(11). Transportation of marijuana and marijuana infused products to an independent testing laboratory shall comply with 935 CMR 500.105(13).
- Pursuant to 935 CMR 500.160(2), the Company shall provide written notice to the Commission within 72 hours of receiving laboratory test results that show contaminant levels above the acceptable limits established in the DPH Protocol. The Company shall also ensure that CDX Analytics LLC has a policy for, and a contractual obligation to, notify the Commission within 72 hours of the transmission of laboratory test results indicating that a contaminant has exceeded any applicable level found in the DPH Protocol. Said notification from the Company shall include a written description of a plan to destroy the contaminated batch, pursuant to Paragraph H of the Company's Inventory Control Standard Operating Procedures, and in accordance with the requirements for waste disposal found in 935 CMR 500.105(12). The Company's notification shall also include a proposed plan of action to identify the source of the contamination to promptly fix, remediate, or mitigate the source of the contamination once identified. If any of the Company's inventory is spoiled, deteriorated, mislabelled, contaminated, or expired, it shall be disposed of pursuant to 935 CMR 500.105(12).
- The Company shall maintain all test results for its marijuana and marijuana infused products for no less than one year from the date of receipt of the results, pursuant to 935 CMR 500.160(3).
- Prior to injection into the facility's fertigation systems, all nutrients utilized in the cultivation operation shall be examined for contents and potential contaminants by the Director of Cultivation or their staff. The Director of Cultivation shall maintain records of the ingredient

information of all supplemental nutrients and shall furnish said information to the Commission upon request.

- All water utilized in cultivation shall be reclaimed, filtered or otherwise treated, in order to be reused, to the maximum extent practicable, in order to minimize total water consumption. All water discharged into the Town of Lee's municipal water treatment plant shall be tested prior to said discharge to ensure that it meets all applicable regulatory limits before entering the municipal system. No water shall be discharged from the facility into the ambient environment.
- Only approved, biologically derived, pesticides, insecticides, and fungicides shall be utilized in the cultivation facility and the dosage of each shall adhere to the manufacturer's recommended dose for commercial scale cultivation.
 - Pesticide application shall only be performed in compliance with *M.G.L. c. 132B* and the regulations promulgated at 333 CMR 2.00 through 333 CMR 14.00. Any testing results indicating noncompliance shall be immediately reported to the Commission, who may refer any such result to the Massachusetts Department of Agricultural Resources.
- If applicable, Soil for cultivation shall meet federal standards identified by the Commission.
- Pursuant to 935 CMR 500.120(9), the Company shall conduct its cultivation processes using best practices to limit contamination including, but not limited to, mold, fungus, bacterial diseases, rot, pests, pesticides not in compliance with 935 CMR 500.120(5) for use on marijuana, mildew, and any other contaminant identified as posing potential harm
- All water used for irrigation shall be filtered or treated using a reverse osmosis system to ensure there are no exceedances of contaminant levels.
- The Company shall not sell, market, or promote any marijuana or marijuana infused products that are incapable of being tested by a Commission-licensed independent testing laboratory, pursuant to 935 CMR 500.160(9).
- All staff and visitors shall be required to wear disposable cleanroom jumpsuits, protective footwear, and a protective head wrap or hood, prior to entering those portions of the facility that house the cultivation and manufacturing operations. The entrances to all areas of the facility with cultivation and manufacturing operations shall be equipped with ceiling-mounted blowers to remove potential contaminants prior to staff or visitor entry into those areas.
- If any of the Company's employees' job duties include the handling of, or contact with, nonedible marijuana infused products, marijuana, including cultivation, packaging, or, production, the Company's marijuana establishment agent shall be required to adhere to the regulations at 105 CMR 300.000 (which details the requirements for food handlers), all edible marijuana products shall be prepared, handled, and stored in full compliance with 105 CMR 500.000's sanitation requirements and 105 CMR 300.000's requirements for food handlers. All marijuana infused products shall be stored at the appropriate temperature to guard against bacterial growth, up to and including commercial-grade refrigeration.
- The Company's agents shall abide by strict sanitary practices when working directly in the preparation of nonedible marijuana products or marijuana products, which shall include, but are not limited to, the following:
 - Frequent (to be performed at a minimum, immediately prior to commencing work or handling) and thorough hand washing practices in designated hand-washing facilities, to be located in close proximity to, or directly in, the production areas for cultivation and manufacturing and which shall be equipped with running water at suitable temperature, contain adequate antiseptic and antimicrobial soaps, surfaces that are impervious and easily cleaned (such as stainless steel), and adequate drying apparatus, which shall be clean towels and/or heated air blowers. All hand washing shall be performed with soap, under hot water, with vigorous agitation of the upper extremities and digits for a minimum of thirty (30)

seconds prior to rinsing off any residual antiseptic and antimicrobial soap. Hand washing shall be repeated whenever hands have, or may have, become contaminated, dirty, or soiled.

- Maintaining the highest standards of personal cleanliness.
- The Company's facility shall be laid out in such a way so as to allow for the storage of materials and equipment for sanitary maintenance of operations. Waste and litter shall be disposed of and periodically removed to minimize odors and to reduce the potential for waste attracting or housing pests and other contaminants. All waste disposal shall be conducted in compliance with 935 CMR 500.105(12). The facility's physical plant, including, but not limited to floors, ceilings, walls, shall be constructed and retrofitted, as appropriate, to be both structurally sound and to allow for those surfaces to be cleaned and sanitized. All fixtures shall be maintained in a sanitary condition.
- The Company's manufacturing operation shall be conducted within a designated area(s) of the facility and the surfaces and equipment therein, including all cooking utensils and vessels, shall be sanitized and cleaned as often as is required to maintain sanitary conditions. The surfaces and all equipment shall be subjected to sanitizing and anti-microbial cleaning actions by the Company's employees, who shall only utilize cleaning products that appear on the Commission's, or the US Environmental Protection Agency's, list of approved/registered cleaning products and their administration and application shall strictly adhere to the manufacturer's label and instructions.
- All restroom facilities shall be frequently stocked, cleaned, and inspected to ensure that the Company's employees and visitors have adequate access to sanitary restrooms.
- The facility's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines.
- All marijuana and marijuana infused products that can support the rapid growth of undesirable microorganisms shall be stored in a manner that prevents the growth of those microorganisms.
- Any cleaners containing toxic ingredients shall be held and stored away from marijuana and marijuana infused products to avoid contamination of those products. All cleaning products containing toxics shall be properly labeled to identify the presence of those toxics.
- Any other items containing toxics shall be similarly sequestered away from marijuana and marijuana infused products to ensure that the maximum protection against contamination of those products is achieved. All toxic-containing items shall be properly labeled.
- The Company shall transport and store all products ready for wholesale under ambient environmental conditions that will provide protection against chemical, microbial, and other physical contamination. Containers holding finished products, whether marijuana products or marijuana infused products, shall be designed to guard against deterioration of the finished tested product. Performance of the packaging with respect to contaminant protection shall be periodically evaluated and changed if the review reveals a need to do so.
- Pursuant to 935 CMR 500.105(3)(b)(16), the Company shall require that all vehicles and transportation equipment used in its transportation of marijuana or marijuana infused products or edibles requiring temperature control for safety must be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana products or edibles from becoming unsafe during transportation, consistent with applicable requirements pursuant to 21 CFR 1.908(c).

The Company shall follow all of the Commission's regulatory requirements with respect to mandatory and voluntary recalls of its marijuana and marijuana infused products. In an effort to maintain its high standards of quality control, and its brand reputation, the Company shall be proactive in voluntarily recalling any of its products that are contaminated, defective, or otherwise unsafe from the market in order to promote public safety and public health.

HIGHER PURPOSE CORPORATION
MANUFACTURING FACILITY
PERSONNEL POLICIES AND BACKGROUND CHECKS

Overview

The personnel required for the Higher Purpose Corporation's (Higher Purpose) manufacturing facility in Lee, MA are as described below, with the understanding that the phased build-out of the manufacturing facility will inform the number of personnel required at any particular time. The organization chart below describes the hierarchy of reporting, responsibility, and accountability throughout the organization. Hiring, training, background checks, and personnel management will be in strict compliance with all applicable laws, including 935 CMR 500, under the direction of the Chief Executive Officer (CEO), Chief Compliance Officer (CCO) and/or the Operation Manager(s) (OM).

Personnel Records

Personnel records will be maintained in a secure location. The following personnel records will be collected and stored under the direction of the CCO:

- Registration status and background checks of marijuana establishment agents in accordance with 935 CMR 500.030
- Personnel policies and procedures
- Job descriptions
- Staffing plan

Personnel

- Chief Executive Officer
- Chief Financial Officer
- Operating Managers
- Chief Compliance Officer
- Director of Marketing
- Director of Manufacturing
- Manufacturing Staff 4
- Packagers (part-time) 3
- Delivery Staff (part-time) 4
- Information Technologist (Contract Based)
- Custodial Staff (Third Party)
- Security Personnel (Third Party – On-Site)
- Security Monitors (Third Party Monitoring Service – Off-Site)

Chief Executive Officer:

- Responsible for providing business direction
- Creates, communicates, and implements Higher Purpose's vision, mission, and overall direction
- Continuously evaluates the success of the business, and devises and implements business strategies

- Oversees recruitment, purchases, sales, salaries, benefits, and operating budget

Operation Managers:

- Oversees and manages the daily operations
- Recruits, trains, and manages personnel
- Manages inventory, orders, and sales
- Manages budgets
- Manages vendors/third parties relationships
- Handles any duties assigned by the CEO

Chief Financial Officer:

- Consults with CEO and OMs on financial management strategies as they relate to budget management, cost benefit analysis, and forecasting needs
- Responsible for financial planning
- Identifies and mitigates financial risks
- Responsible for financial reporting

Chief Compliance Officer:

- Ensures Higher Purpose complies with all applicable laws and guidelines
- Develops standard operating procedures, training programs and schedules, and documentation practices
- Review and revise personnel policies
- Oversee hiring and release of agents
- Ensures all required background checks have been completed and documented before an agent commences their duties

Director of Marketing:

- Develops business to business marketing material
- Develops business relationships with Licensed Marijuana Establishments
- Researches market trends; consults with CEO and OMs on market trends to inform pricing, products, and packaging

Security (Contract Based On-Site):

- Maintains safe and secure environment for employees by patrolling and monitoring premises and personnel
- Verifies individuals seeking entrance to the Facility are authorized to do so by verifying appropriate ID cards and other forms of identification
- Guarding the gate when shipments and deliveries arrive to ensure a safe environment for transporting product and cash
- Log entries; maintain visitor log
- Escort authorized visitors in restricted access areas
- Obtains help by sounding alarms
- Prevents losses and damage by reporting irregularities; informing violators of policy and procedures; restraining trespassers
- Maintains organization's stability and reputation by complying with legal requirements

Security Monitor (Contract Based, Off-Site):

- Off-site Security Monitor will oversee the safety and security of all employees and clients as well as the Facility
- The Security Monitor ensures that individuals entering and exiting the premises will abide by facility policy and guidelines
- Security Monitor will also perform other routine administrative tasks as required such as incident reports and maintenance requests; in addition to taking messages, as necessary for other clients
- Security Monitor will act as an agency representative in the absence of regular staff
- Monitor all clients and staff entering and leaving the building for security purposes
- Log in communications book all activities including deliveries, arrivals and departures
- Conduct security and safety walk-through of the building and grounds
- Intervene and diffuse crisis situations. Call 911 for emergency help as required
- Report serious guideline violations to the OMs and CEO, immediately. Minor incidents will be reported during business hours

Director of Manufacturing

- Devises and executes the Manufacturing Plan
- Details requirements for the execution of the Manufacturing Plan
- Trains and oversees manufacturing staff
- Oversees inventory management and manufacturing budget
- Oversees and documents receipt of marijuana and handoff of marijuana products to delivery agents
- Responsible for the arrangement of testing and documentation of testing of marijuana and marijuana products

Manufacturing Staff

- Performs manufacturing duties in accordance with the Manufacturing Plan under the direction of the Director of Manufacturing

Packagers:

- Packages marijuana products in accordance with the Manufacturing Plan under the direction of the Director of Manufacturing.

Delivery Staff

- Receive marijuana products from the facility
- Transport marijuana products to Licensed Marijuana Establishments under the direction of the Director of Manufacturing and OMs, in accordance with 935 CMR 500

Custodial Staff (Contract Based):

- Responsible for cleaning the facility
- Ensures that toiletries and supplies do not run out of stock
- Cleans both the interior and exterior of the facility

Information Technologist (Contract Based):

- Manages the website

- Handles e-commerce aspect of the business where applicable
- Responsible for installing and maintenance of computer software and hardware for the organization
- Manages logistics and supply chain software, Web servers, etc.,
- Manages the organization's CCTV
- Handles any other technological and IT related duties

Training

Documentation of training and retraining is the responsibility of the CEO, CCO, and/or OM(s).

All personnel are to be trained by the CEO, CCO, or OM(s), or qualified third party, or designee, in the Standard Operating Procedures (SOPs) and policies applicable to their position within the ninety days from the date of higher. Training, at a minimum, will include not less than eight hours annually, or other amount as required by the Cannabis Control Commission pursuant to 935 CMR 500.105(2)(b) and its Responsible Vendor Program.

Retraining on all applicable SOPs and policies are to be conducted at least annually. More frequent retraining to be conducted at the discretion of the CCO, OM or CEO. Deviations from SOPs and/or policies are to be recorded in the employee's personnel file.

Training for all employees will include:

- Personnel, product and premises security, including, but not limited to, display of ID badges on Facility employees and visitors to the Facility
- Marijuana and marijuana products handling procedures, including hand washing, sanitation practices, and ensuring product is in lawful, saleable condition
- Locations of Limited Access Areas ("LAAs"), locations or knowledge of keys and lock-codes to such areas, and who are entitled to enter them
- Record keeping and other specific regulatory responsibilities
- Strategies for avoiding diversion, theft and loss of cannabis products
- Protocols for emergency situations
- Protocols and requirements for transportation of cannabis products to and from the Facility, whether by Facility staff or by third-party transportation providers
- Incident reporting protocols
- Waste disposal procedures
- Quality control
- Position and duty specific training and shadowing

New employees will have a 30-45 day shadow period to ensure they are following protocols and continuously gaining industry knowledge before beginning their duties. New employees will shadow established employees to get an understanding of their duties and SOP compliance.

Personnel records, including training, will be maintained by the CCO for the duration of employment with Higher Purpose and for at least 12 months after separation of the agent from Higher Purpose. The personnel records will include, at a minimum, the following:

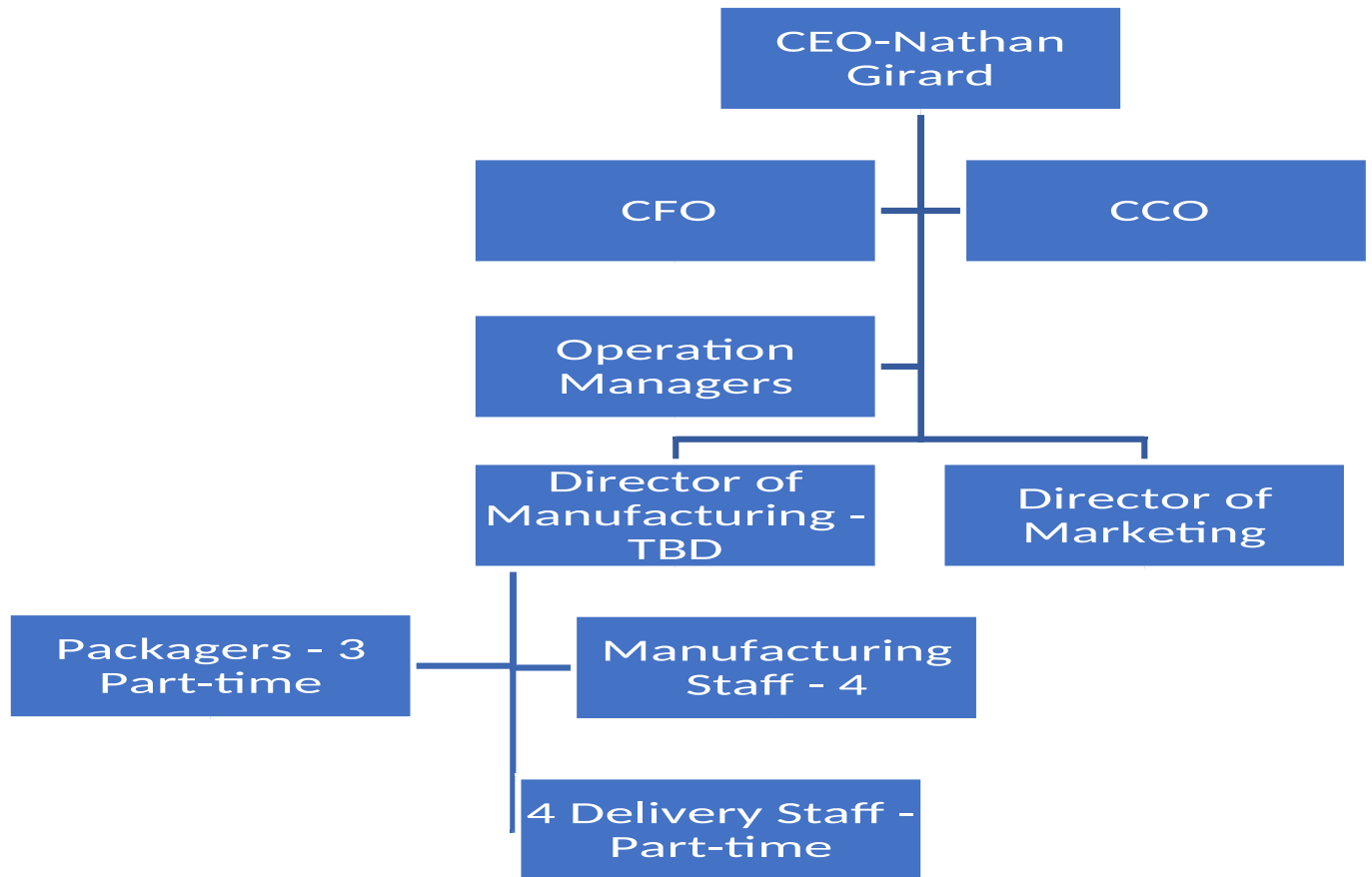
- Professional references
- Job description
- Documentation submitted to the Commission in accordance with 935 CMR 500.30
- Training documentation
- Performance evaluations
- CORI results
- Documentation of security violations and any subsequent investigation, retraining, or remedial action

Personnel records are to be kept in a secure location with restricted access controlled by the CCO.

Background Checks:

- Background checks will be conducted for all agents in their capacity as employees or volunteers for Higher Purpose in accordance with 935 CMR 500.100. Background checks will be used by the CCO who will be registered with the Department of Criminal Justice Information System in accordance with 803 CMR 2.04: iCORI Registration and the Cannabis Control Commission for purposes of determining suitability for registration as a marijuana establishment agent with the licensee
- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.101(1), Higher Purpose will consider:
 - All conditions, offenses, and violations are construed to include Massachusetts law or like or similar law(s) of another state, the United States or foreign jurisdiction, a military, territorial or Native American tribal authority, or any other jurisdiction.
 - All criminal disqualifying conditions, offenses, and violations include the crimes of attempt, accessory, conspiracy, and solicitation. Juvenile dispositions will not be considered as a factor for determining suitability.
- Where applicable, all look back periods for criminal conditions, offenses, and violations included in 935 CMR 500.802 commence upon the date of disposition; provided, however, that if disposition results in incarceration in any institution, the look back period will commence upon release from incarceration.
- All suitability determinations will be made in accordance with the procedures set forth in 935 CMR 500.800. In addition to the requirements established in 935 CMR 500.800, Higher Purpose will:
 - Consider whether offense(s) or information that would result in a Presumptive Negative Suitability Determination under 935 CMR 500.802: Tables C through D renders the subject unsuitable for registration
 - Consider appeals of determinations of unsuitability based on claims of erroneous information received as part of the background check during the application process in accordance with 803 CMR 2.17 and 2.18.

Organization Chart



HIGHER PURPOSE CORPORATION
RECORD-KEEPING AND DOCUMENT RETENTION
POLICIES AND PROCEDURES

CONTROLLING ACCESS TO RECORDS

Higher Purpose Corporation's (the "Company") record-keeping shall be maintained in accordance with 935 CMR 500.105(9). All records shall be made available for inspection by the Cannabis Control Commission ("Commission"), upon request. Company's Chief Compliance Officer will ensure that both physical and electronic vital records are stored securely in a Restricted Access Area under lock and key with monitored and restricted access. An Information Technology Administrator (or other responsible individual to be designated by the Company) will ensure that access controls are implemented for each administrative, physical, and technical control layer of information technology systems. These include: security policy direction for each employee and department regarding how information technology security should be implemented and followed, and repercussions for noncompliance; personnel controls to indicate how employees are expected to interact with information technology security mechanisms, and address noncompliance issues pertaining to these expectations; enforcement of separation of duties so that no one individual can carry out a critical task alone that could prove to be detrimental to the Company; hard copy records to be stored in a locked, restricted access area accessible to authorized personnel only; regular policy review of records storage procedures, but no less than annually, by the Chief Financial Officer (or other responsible individual to be designated by the Company) to ensure that storage procedures are appropriate for organization's records; and maintenance of quick response strategies to recover lost information, in all formats, should a disaster occur. This includes duplication of hard copy records, with off-site storage depending on criticality; and use of secure, cloud storage.

A. Electronic Record-Keeping

The Company shall maintain all required records electronically in a manner that shall guarantee confidentiality of information stored in the system; provide safeguards against erasures and unauthorized changes in data after information has been entered and verified; be capable of placing a litigation hold or enforcing a records retention hold for purposes of conducting an investigation or pursuant to ongoing litigation; and can be reconstructed if a computer malfunctions or an accident resulting in destruction of the data occurs.

B. Record Storage and Disposal

The Company shall audit its electronic and hardcopy records at its facility in Restricted Access Areas, which shall utilize the following: secure premises; secure server room; and fire detection and suppression system. Any records held offsite shall be stored at certified, commercial storage facilities. Before any vital records are destroyed, a list of those records due for destruction or transfer shall be reviewed by a C-Level Manager (CFO, CEO or COO) in the organization and authorized for destruction or transfer.

C. Record-Keeping Related Standard Operating Procedures

The Company's SOP's are designed to ensure: retention of, access to, and ability to reconstruct all records relevant to production and security; ability to fully respond to requests for records

from regulators, law enforcement, and judicial bodies; and compliance with record-keeping requirements established by rules. The *Chief Operating Officer (or other responsible individual to be designated by the Company)* shall be responsible for compiling all information and documentation requested by the Commission, law enforcement, or judicial bodies; on-site and off-site storage of records; off-site storage at a certified, commercial facility; regulator-access to remote data storage; allocation of on-site storage space; and external auditing of compliance.

RECORD RETENTION

The Company shall keep all Company records for at least two years following closure of the Company. Paper copies of records shall be stored in locked, fire resistant, restricted access areas. Records in electronic format shall be stored in cloud-based auditable data servers which are backed up on a daily basis, and financial records shall be maintained in accordance with Generally Accepted Accounting Principles (GAAP).

The Company shall keep and maintain upon permitted premises true, complete, legible and current books and records of following data types, which shall be made available to the Commission upon request:

A. Written Operating Procedures:

The *Chief Operating Officer (or other responsible individual to be designated by the Company)* shall be responsible for maintaining Written Operating Procedures that address the following in accordance with 935 CMR 500.105(1):

- Security Measures in compliance with 935 CMR 500.110;
- Employee Security Policies, including personal safety protocols and crime prevention techniques;
- Hours of Operation and After-Hours Contact Information;
- Storage of Marijuana in compliance with 935 CMR 500.105 (11);
- Description of Strains of Marijuana to be cultivated, processed, or sold, as applicable, and the Forms of the products in which the marijuana will be sold;
- Procedures to ensure Accurate Record-Keeping, including inventory protocols in compliance with 935 CMR 500.105 (8) and (9);
- Plans for Quality Control including product testing for contaminants in compliance with 935 CMR 500.160;
- Staffing Plan and Staffing Records in compliance with 500.105(9);
- Emergency Procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- Alcohol, Smoke, and Drug-Free Workplace policies;
- Plan for how Confidential Information will be maintained;
- Policy for Immediate Dismissal of any agent who has:
 - Diverted marijuana;
 - Engaged in unsafe practices; or
 - Been convicted or entered a guilty plea, plea of *nolo contendere*, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of another state, the United States or a foreign jurisdiction, or a military, territorial, or Native American tribal authority.

- Policy and procedures for making a List of All Board Members and Executives and Members, if any, available upon request by any individual;
- Policies and procedures for Handling of Cash;
- Policies and procedures to Prevent Diversion of Marijuana to Individuals Younger Than 21 Years of Age;
- Policies and Procedures for Energy Efficiency and Conservation.

In addition to the above General Operating Procedures, additional written Cultivator/Processor Policies and Procedures shall address the following:

- Methods for identifying, recording, and reporting diversion, theft, or loss, and for correcting all errors and inaccuracies in inventories which shall, at a minimum, be in compliance with 935 CMR 500.105(8);
- Policies and Procedures for handling voluntary and mandatory recalls of marijuana.
- Policies and procedures for ensuring outdated, damaged, deteriorated, mislabeled, or contaminated marijuana is segregated from other marijuana and destroyed which shall, at a minimum, be compliance with 935 CMR 500.105(12);
- Transportation policies and procedures; which shall at a minimum be in compliance with 935 CMR 500.105(13);
- Policies and procedures to reduce energy and water usage, engage in energy conservation and mitigate other environmental impacts which, at a minimum, shall be in compliance with 935 CMR 500.105(15) and 935 CMR 500.120(11); and
- Policies and procedures for transfer, acquisition, or sale of marijuana between Company and other Marijuana Establishments.

B. Cultivation/Manufacturing Records

Director of Cultivation/Manufacturing shall be responsible for maintaining Cultivation/Processing records, which, at a minimum, shall include following:

- The forms and types of cannabis being cultivated;
- Soil amendment, fertilizers, pesticides, or other chemicals applied to growing medium or plants or used in process of growing, including dates of application, amounts, and signature of agent responsible for application;
- With regard to pesticides, documentation of compliance with M.G.L. C. 132 B and regulations promulgated at 333 CMR 2.00 through 333 CMR 14.00;
- Documentation of compliance with the testing requirements of 935 CMR 500.160.
- Documentation of consistency with US Department of Agriculture organic requirements at 7 CFR 205;
- Production records, including planting, harvesting and curing, weighing, and packaging and labeling records.
- Records of any recalled product, including:
 - Date of recall.
 - Whether recall was voluntary or mandatory;
 - Batch and/or lot number of the product being recalled;
 - Form of product being recalled;
 - Reason for recall;

- Amount of recalled product sold;
- Amount of recalled product received; and,
- Method and date of disposal.

C. Responsible Vendor Training Program Compliance

Records of Responsible Vendor Training Program Compliance for all owners, managers, and employees that are involved in the handling and sale of marijuana shall be maintained for four years in accordance with 935 CMR 500.105(2)(b)5. These records shall be maintained by the Director of Human Resources.

D. Inventory Records

The Company shall maintain inventory records in compliance with 935 CMR 500.105(8). The Director of Cultivation/Manufacturing shall be responsible for maintaining accurate inventory records. Records of marijuana in the process of cultivation and finished, stored marijuana shall be generated monthly. Records of comprehensive annual inventory shall be generated at least once every year after date of previous comprehensive inventory. Records shall include, at a minimum:

- Inventory of
 - Initial inventory upon commencement of operations.
 - Number of marijuana plants, plant-seeds and clones in any phase of development.
 - Marijuana ready for dispensing.
 - All marijuana products.
 - All damaged, defective, expired, or contaminated marijuana and marijuana products awaiting disposal.
- Date of the Inventory;
- Summary of Inventory Findings;
- Names, Signatures, and Titles of individuals who conducted the Inventory.

In addition, the Company shall maintain real-time seed to sale tracking records at each stage of cultivation, production, transport, and sale in accordance with 935 CMR 100.105(8)(e), which records shall be generated using the Commission's approved seed-to-sale software, METRC. Seed to sale records shall be reconciled against the manual inventory counts referenced above. Any discrepancies shall be recorded and investigated in accordance with Standard Operating Procedures.

E. Personnel Records

The Director of Human Resources shall be responsible for maintaining personnel records, including but not limited to the following:

- Job descriptions for each employee and volunteer position, as well as organizational charts consistent with job descriptions.
- Personnel record for each agent, which shall be maintained for at least 12 months after termination of agent's affiliation with the Company, and which shall include, at a

minimum:

- All materials submitted to the Commission pursuant to 935 CMR 500.030(2), including a copy of the agent's registration card.
- Documentation of verification of references.
- Detailed job description, including duties, authority, responsibilities, qualifications, and supervision.
- Documentation of all required training, including training regarding privacy and confidentiality requirements, and signed statement of the individual indicating the date, time, and place training was received and the topics discussed, including name and title of presenters.
- Documentation of periodic performance evaluations.
- Record of any disciplinary action taken.
- Notice of completed responsible vendor and eight-hour related duty training.
- Staffing Plan that will demonstrate accessible business hours and safe cultivation conditions.
- Personnel policies and procedures.
- All background check reports obtained in accordance with 935 CMR 500.030.

F. Business records

The Chief Financial Officer shall be responsible for maintaining Company business records, hard copies of which shall be maintained in locked, fireproof file cabinets accessible only to the CFO and other authorized personnel. All financial records shall be maintained in accordance with GAAP. A detailed description of business records and policies and procedures for maintenance of same are described in more detail in a separate document entitled "HIGHER PURPOSE CORPORATION POLICIES AND PROCEDURES FOR MAINTAINING FINANCIAL RECORDS."

The following business records shall be maintained pursuant to 935 CMR 500.105(9):

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

G. Waste Disposal Records

Waste Disposal Records shall be maintained as required under 935 CMR 500.105(12). Waste Disposal records shall be maintained by the Director of Cultivation/Manufacturing and shall include:

- Date of disposal or other handling.
- Type and quantity disposed or handled.
- Manner of disposal or other handling.
- Location of disposal or other handling.
- Names of the **two** agents present during disposal or other handling, with their

signatures.

Waste Disposal Records shall be kept for a minimum of three years, which shall be automatically extended for duration of any enforcement action and may be extended by an order of the Commission.

H. Transportation Manifests

The Director of Cultivation/Manufacturing shall be responsible for generating and maintaining Transportation Manifests documenting transport of marijuana products as required under 935 CMR 500.105(13). Manifests shall be filled out in triplicate, copies of which shall be retained for no less than one year, and which shall at a minimum include the following:

- Company name, address, and registration number;
- Names and registration numbers of agents who transported the marijuana products;
- Name and registration number of the agent who prepared the manifest;
- Destination Marijuana Establishment name, address, and registration number;
- Description of the products being transported, including the weight and form or type of product;
- Mileage of the transporting vehicle at departure from Company and mileage upon arrival at destination Marijuana Establishment, as well as mileage upon returning to Company;
- Date and time of departure from Company and arrival at destination Marijuana Establishment for each transportation;
- Signature line for the receiving marijuana establishment agent;
- Weight and inventory before departure and upon receipt;
- Date and time that the transported products were re-weighed and re-inventoried;
- Name of the agent at the destination Marijuana Establishment who re-weighed and re-inventoried the products; and
- Vehicle make, model, and license plate number.

I. Security Recordings

In accordance with 935 CMR 500.110, the Director of Security shall ensure that all 24-hour video surveillance recordings are retained for at least 90 calendar days or as long as necessary in case of a pending criminal, civil or administrative investigation or legal proceeding for which the recording may contain relevant information. Recordings shall be maintained in a locked, limited access area which shall be accessible to the Director of Security and other authorized personnel only so as to prevent theft, loss, destruction and alterations. Additionally, in accordance with 935 CMR 500.110(7), documentation related to security incidents that are reportable pursuant to 935 CMR 500.110(7)(a) shall be maintained by the Director of Security in an auditable form for not less than one year or the duration of an open investigation, whichever is longer.

J. Testing of Marijuana and Marijuana Products

The Director of Processing/Manufacturing shall ensure that test results for all marijuana and

marijuana products generated in accordance with 935 CMR 500.160 shall be maintained by the Company for no less than one year. Company shall have written policies for responding to laboratory results that indicate contaminant levels are above acceptable limits in DPH protocols identified in 935 CMR 500.160(1).

HIGHER PURPOSE CORPORATION

DIVERSITY PLAN

Higher Purpose Corporation (HPC) is committed to actively promoting diversity, inclusion, and cultural competency, by implementing programmatic and operational procedures and policies that will help to make HPC a leader and champion of diversity, both in the Town of Lee and throughout the broader Massachusetts cannabis industry. In order to fully realize our Vision and Mission of producing top shelf cannabis and making an impact on righting some of the wrongs of the failed drug war and remedying the disproportionate enforcement against people of color, HPC is committed to actively promoting diversity, cultural competency and inclusion, by utilizing programmatic and operational procedures and policies that will help to make HPC a leader in diversity in the Massachusetts cannabis industry

HPC's commitment to diversity is reflected in the following Goals, which shall be pursued through the Programs outlined herein, and the progress of which shall be reviewed and judged at least annually by the Measurements/Metrics as stated below, and adjusted as needed if necessary. HPC understands that it must document the progress or success of this Diversity Plan and that documentation thereof is a precondition to renewal of its licenses, which is to occur one year from the date of issuance of provisional licensure and every year thereafter.

HPC will adhere to the requirements set forth in 935 CMR 500.105(4), which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of Marijuana Establishments. Any actions taken, or programs instituted, by HPC shall not violate the Cannabis Control Commission's regulations with respect to limitations on ownership or control and any other applicable state laws.

Goal One: Ensure diversity is one of HPC's strengths by achieving 35% staffing from people with diverse backgrounds by building HPC's capacity and capability to implement and execute a long-term diversity inclusion plan.

Programs to Achieve Diversity Goal One:

- Create a standing Committee on Diversity and Inclusion ("CDI") with membership to be comprised of leaders from all levels of HPC's corporate hierarchy and across all departments.
- Provide on-site interactive workshops, annually (at minimum), covering such topics as the prevention of sexual harassment, racial and cultural diversity, and methods of fostering an inclusive work atmosphere.
- Increase diversity of the make up of our staff by actively seeking out diverse candidates, both through in-house hiring initiatives and participation in online diversity job boards and in-person job fairs.
- Establish clearly written policies regarding diversity and a zero-tolerance policy for discrimination and/or sexual harassment, which shall be incorporated into our employee handbook.
- Perform intercultural competency assessments of key staff and management to identify areas where additional training may be warranted.

Measurements:

- Qualitative Metrics: Perform annual evaluation of inclusion/diversity initiatives to ensure diversity is one of HPC's strengths and remains a primary focus. This may include anonymous employee surveys

or other private submission opportunities so that we can attempt to avoid any sort of reluctance for our employees to inform management how we are truly doing in pursuit of our diversity plan goals. The results of the surveys shall be compared to prior years' results to allow HPC to adjust our programs in the event that our goals are not being achieved.

- Quantitative Metrics: We will strive to achieve at least 35% of our staffing needs from people from diverse backgrounds.

Goal Two: Increase the number of employees from diverse backgrounds and who reside in areas of disproportionate impact.

Programs to Achieve Diversity Goal Two:

- Develop and implement hiring policies that identify diversity as a strength and appropriately weighs that factor amongst others in making hiring decisions, pursuant to all applicable state and federal employment laws and regulations.
- Develop diversity hiring initiatives to help meritorious candidates identify employment opportunities with HPC, with said candidates to include the following demographics: minorities; women; veterans; people with disabilities; and people of all gender identities and sexual orientations.
- Establish a local hiring preference for nearby areas of disproportionate impact.

Prior to commencing operations and for any future recruitment, HPC will exclusively engage groups supporting targeted candidates in areas of disproportionate impact to advertise each position for two weeks before expanding advertising state-wide. We intend to first target the nearest identified areas of disproportionate impact, which are Walpole, Worcester, Mansfield, and Southbridge.

- To encourage the receipt of applications from a diverse pool, HPC will utilize barrier-free job descriptions. Job descriptions shall broadly define position; clearly define essential and non-essential qualifications (and restrain "required" qualifications to the absolute minimum); focus on what needs to be achieved ("not how it will be achieved"); use plain language; and ask for *related* ability and experience. This enables candidates with transferable skills to compete. Descriptions will focus on overall ability, aptitudes, and skill (i.e. "ability to work in a team") instead of personal traits (i.e. "mature, cooperative person").

Remove Bias in the Interview Process.

HPC will specifically focus on ability when recruiting employees, regardless of how the applicant's ability developed or where a candidate was trained; redact names from resumes before review to guard against subconscious bias; develop clear guidelines and expectations of hiring process; focus on content of resume rather than style; avoid subjective terms in recruitment process such as *cultural fit*; provide training on implicit bias; and utilize an inclusive interview team of diverse individuals. Focus on hiring economic empowerment priority certificate holders, Social Equity Program participants, women, veterans, minorities, and LGBTQ people:

Target Entities Supporting Promotion of Diversity

HPC will specifically engage groups supporting women, minority, persons with disabilities, and veterans in order to advertise each open position. HPC will also engage the job placement services of

the closest local office of the American Legion as well as local offices of other State and Federal veterans' groups, minority affinity groups, women's groups, and disability rights groups.

HPC shall Implement employee retention strategies in order to encourage long-term employment of a diverse workforce:

Promote Inclusion.

To foster relationships amongst employees, HPC shall create opportunities for staff to interact in settings outside of work and shall ensure all employees can take part in certain decision-making processes; maintain a company-wide calendar of major cultural holidays to avoid meetings and plan for days off; recognize and acknowledge holy days or special days beyond federal and Christian holidays; and permit flexible schedules so that employees with differing beliefs are accommodated.

Foster Employee Relationships with Local Non-Profit Affinity Groups.

To foster relationships with local non-profit affinity groups, HPC shall allow employees up to three paid days of volunteer work per year. This supports the goal of supporting the local community and deepens HPC's connections with local non-profit groups.

Provide On-the-Job Training.

HPC will make available on-the-job training for our employees in order to allow employees in all areas of the Company to gain additional job functions or move into different areas. On-the-job training will allow HPC to train disadvantaged minorities into key skill positions within the Company and will also provide opportunities for HPC to promote from within.

Measurement of Our Progress Toward Achieving our Diversity Goals.

Create and compare our progress towards our Goals through qualitative metrics that go beyond simple quantitative staffing measurables to identify progress toward achieving diversity in HPC's workforce:

Identify Disparities.

The CEO and CDI will review compensation systems and personnel procedures to determine whether there is any gender, race, ethnicity, or disability-based disparities.

Take Appropriate Action.

HPC's CEO will consolidate the data, analyze the data, offer recommendations for future courses of action related to hiring practices and submit it to the CDI (as referenced in Goal One) for review. The CDI will then utilize the CEO's recommendations in determining the appropriate course(s) of action to remedy any deficiencies and improve Best Practices with regard to AAP and EEO Policies.

- **Qualitative Metrics:** Perform annual evaluation of inclusion/diversity initiatives to ensure diversity is one of HPC's strengths and remains a primary focus. This may include anonymous employee surveys or other private submission opportunities so that we can attempt to avoid any sort of reluctance for our employees to inform management how we are truly doing in pursuit of our diversity plan goals. The results of the surveys shall be compared to prior years' results to allow HPC to adjust our programs in the event that our goals are not being achieved.
- **Quantitative Metrics:** We will strive to achieve at least 35% of our staffing needs from people from diverse backgrounds. We will maintain an employee database (likely a spreadsheet document) that outlines the specific diverse characteristics of, and quantifies, the total number and percentage of our

employees that come from any of the following demographic groups: 1. Minorities; 2. Women; 3. Veterans; 4. People with disabilities; and 5. People of all gender identities and sexual orientations

Goal Three: Enhance workforce diversity by having 35% of its contracting be with diverse businesses.

Diversity in Contracting.

HPC will make good faith efforts to employ contractors, subcontractors, and suppliers who are listed in the Commonwealth of Massachusetts Directory of Certified Businesses as being a Minority Business Enterprise, a Women Business Enterprise, a Veteran Business Enterprise, a Lesbian Gay Bisexual Transgender Enterprise, a Service-Disabled Veteran-Owned Business Enterprise, or a Disability-Owned Business Enterprise, with particular consideration given to businesses classified as Disadvantaged Business Enterprises.

Measurements:

- Qualitative Metrics: We will seek to have diversity across demographic groups and measure those against the primary ownership of all of our contracted partners. We will strive to not limit our contractual relationships to a single disadvantaged business entity (“DBE”) category and will instead seek a variety of qualifying businesses to contract with and will judge the mix of those relationships: i.e. we don’t want our contractors to all fall within the same category of DBE and instead will seek to find companies from businesses owned by minorities; women; veterans; people with disabilities; and people of all gender identities and sexual orientations.
- Quantitative Metrics: HPC’s goal shall be that a minimum of 35% of its contractual expenditures will be through contractual agreements with DBE. We will maintain a database of all cannabis establishment wholesale customers and all ancillary service providers by which to judge our progress toward this contracting goal.

HIGHER PURPOSE CORPORATION

DIVERSITY PLAN

Higher Purpose Corporation (“HPC”) is committed to actively promoting diversity, inclusion, and cultural competency, by implementing programmatic and operational procedures and policies that will help to make HPC a leader and champion of diversity, both in the Town of Lee and throughout the broader Massachusetts cannabis industry. In order to fully realize our Vision and Mission of producing top shelf cannabis and making an impact on righting some of the wrongs of the failed drug war and remedying the disproportionate enforcement against people of color, HPC is committed to actively promoting diversity, cultural competency and inclusion, by utilizing programmatic and operational procedures and policies that will help to make HPC a leader in diversity in the Massachusetts cannabis industry.

HPC's commitment to diversity is reflected in the following Goals, which shall be pursued through the Programs outlined herein, and the progress of which shall be documented, reviewed, and judged at least annually by the Measurements/Metrics as stated below, and adjusted as needed if necessary, with the foregoing being a precondition to renewal of its licenses, which is to occur one year from the date of issuance of provisional licensure and every year thereafter.

HPC will adhere to the requirements set forth in 935 CMR 500.105(4), which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of Marijuana Establishments. Any actions taken, or programs instituted, by HPC shall not violate the Cannabis Control Commission's regulations with respect to limitations on ownership or control and any other applicable state laws.

Goal One: Ensure diversity is one of HPC's strengths by achieving 35% staffing from people with diverse backgrounds by building HPC's capacity and capability to implement and execute a long-term diversity inclusion plan.

Programs to Achieve Diversity Goal One:

- Develop and implement hiring policies that identify diversity as a strength and appropriately weighs that factor amongst others in making hiring decisions, pursuant to all applicable state and federal employment laws and regulations.
- Develop diversity hiring initiatives to help meritorious candidates identify employment opportunities with HPC, with said candidates to include the following demographics: minorities; women; veterans; people with disabilities; and members of the LGBTQ community.
- Establish a local hiring preference for nearby areas of disproportionate impact. Prior to commencing operations and for any future recruitment, HPC will exclusively engage groups supporting targeted candidates in areas of disproportionate impact to advertise each position for two weeks before expanding advertising state-wide. We intend to first target the nearest identified areas of disproportionate impact, which are Walpole, Worcester, Mansfield, and Southbridge.
- To encourage the receipt of applications from a diverse pool, HPC will utilize barrier-free job

descriptions. Job descriptions shall broadly define position; clearly define essential and non-essential qualifications (and restrain “required” qualifications to the absolute minimum); focus on what needs to be achieved (“not how it will be achieved”); use plain language; and ask for related ability and experience. This enables candidates with transferable skills to compete. Descriptions will focus on overall ability, aptitudes, and skill (i.e. “ability to work in a team”) instead of personal traits (i.e. “mature, cooperative person”).

Measurements:

- **Quantitative Metrics:** HPC intends to not only hire from a diverse background but to make sure that initiatives that HPC utilizes to encourage a diverse workforce are actually achieving that goal and are not just coincidental when HCP does achieve its diversity hiring goals.

Therefore, HCP will conduct quarterly surveys of its employees asking whether or not part of their decision to apply and work for HCP was in whole or in part caused by a specific initiative that HCP had created. For example, HCP will measure the effectiveness of its barrier-free job descriptions by quarterly surveying employees to determine whether or not they felt encouraged to apply because HCP job descriptions were in fact barrier-free, or if this aspect had no influence on their decision.

- **Qualitative Metrics Continued:** Perform annual evaluation of inclusion/diversity initiatives to ensure diversity is one of HPC’s strengths and remains a primary focus. This may include anonymous employee surveys or other private submission opportunities so that we can attempt to avoid any sort of reluctance for our employees to inform management how we are truly doing in pursuit of our diversity plan goals. The results of the surveys shall be compared to prior years’ results to allow HPC to adjust our programs in the event that our goals are not being achieved.
- **Quantitative Metrics:** We will strive to achieve at least 35% of our staffing needs from people from diverse backgrounds. We will maintain an employee database (likely a spreadsheet document) that outlines the specific diverse characteristics of, and quantifies, the total number and percentage of our employees that come from any of the following demographic groups: 1. Minorities; 2. Women; 3. Veterans; 4. People with disabilities; and 5. People from the LGBTQ community.

Goal Two: Enhance workforce diversity by having 35% of its contracting be with diverse businesses.

Diversity in Contracting.

HPC will make good faith efforts to employ contractors, subcontractors, and suppliers who are listed in the Commonwealth of Massachusetts Directory of Certified Businesses as being a Minority Business Enterprise, a Women Business Enterprise, a Veteran Business Enterprise, a Lesbian Gay Bisexual Transgender Enterprise, a Service-Disabled Veteran-Owned Business Enterprise, or a Disability-Owned Business Enterprise, with particular consideration given to businesses classified as Disadvantaged Business Enterprises.

Programs to Achieve Diversity Goal Two:

HPC will actively and specifically identify contractors, subcontractors and suppliers who are owned by or employ a majority of individuals who qualify as people with diverse backgrounds. For each job or project that HCP requires contracting services, at least 35% of solicitations will be made to businesses defined as those above.

Measurements:

- Qualitative Metrics: We will seek to have diversity across demographic groups and measure those against the primary ownership of all of our contracted partners. We will strive to not limit our contractual relationships to a single disadvantaged business entity (“DBE”) category and will instead seek a variety of qualifying businesses to contract with and will judge the mix of those relationships: i.e. we don’t want our contractors to all fall within the same category of DBE and instead will seek to find companies from businesses owned by minorities; women; veterans; people with disabilities; and people from the LGTBQ community.
- Quantitative Metrics: HPC’s goal shall be that a minimum of 35% of its contractual expenditures will be through contractual agreements with DBE. We will maintain a database of all cannabis establishment wholesale customers and all ancillary service providers by which to judge our progress toward this contracting goal. This database will be reviewed quarterly to determine whether or not the 35% goal is being met.

HIGHER PURPOSE CORPORATION
CULTIVATION FACILITY
PERSONNEL POLICIES AND BACKGROUND CHECKS

Overview

The personnel required for the Higher Purpose Corporation's (Higher Purpose) cultivation facility in Lee, MA are as described below, with the understanding that the phased build-out of the cultivation facility will inform the number of personnel required at any particular time. The organization chart below describes the hierarchy of reporting, responsibility, and accountability throughout the organization. Hiring, training, background checks, and personnel management will be in strict compliance with all applicable laws, including, but not limited to 935 CMR 500.00 *et seq.*, under the direction of the Chief Executive Officer (CEO), Chief Compliance Officer (CCO) and/or the Operation Manager(s) (OM).

Personnel Records

Personnel records will be maintained in a secure location. The following personnel records will be collected and stored under the direction of the CCO:

- Registration status and background checks of marijuana establishment agents in accordance with 935 CMR 500.030
- Personnel policies and procedures
- Job descriptions
- Staffing plan

Personnel

- Chief Executive Officer
- Chief Financial Officer
- Operating Managers
- Chief Compliance Officer
- Director of Marketing
- Director of Cultivation / Master Grower
- Cultivators (full-time) – 6
- Trimmers (part-time) – 8
- Packagers (part-time) – 4
- Delivery Staff (part-time) 4
- Information Technologist (Contract Based)
- Custodial Staff (Third Party)
- Security Personnel (Third Party – On-Site)
- Security Monitors (Third Party Monitoring Service – Off-Site)

Chief Executive Officer:

- Responsible for providing business direction
- Creates, communicates, and implements Higher Purpose's vision, mission, and overall

direction

- Continuously evaluates the success of the business, and devises and implements business strategies
- Oversees recruitment, purchases, sales, salaries, benefits, and operating budget

Operation Managers:

- Oversees and manages the daily operations
- Recruits, trains, and manages personnel
- Manages inventory, orders, and sales
- Manages budgets
- Manages vendors/third parties relationships
- Handles any duties assigned by the CEO

Chief Financial Officer:

- Consults with CEO and OMs on financial management strategies as they relate to budget management, cost benefit analysis, and forecasting needs
- Responsible for financial planning
- Identifies and mitigates financial risks
- Responsible for financial reporting

Chief Compliance Officer:

- Ensures Higher Purpose complies with all applicable laws, regulations, and guidelines
- Develops standard operating procedures, training programs and schedules, and documentation practices
- Review and revise personnel policies
- Oversee hiring and termination of agents
- Ensures all required background checks have been completed and documented before an agent commences their duties

Director of Marketing:

- Develops business to business marketing material
- Develops business relationships with Licensed Marijuana Establishments
- Researches market trends; consults with CEO and OMs on market trends to inform pricing, products, and packaging

Security (Contract Based On-Site):

- Maintains safe and secure environment for employees by patrolling and monitoring premises and personnel
- Verifies individuals seeking entrance to the Facility are authorized to do so by verifying appropriate ID cards and other forms of identification
- Guarding the gate when shipments and deliveries arrive to ensure a safe environment for transporting product and cash
- Log entries; maintain visitor log
- Escort authorized visitors in restricted access areas

- Obtains help by sounding alarms
- Prevents losses and damage by reporting irregularities; informing violators of policy and procedures; restraining trespassers
- Maintains organization's stability and reputation by complying with legal requirements

Security Monitor (Contract Based, Off-Site):

- Off-site Security Monitor will oversee the safety and security of all employees and clients as well as the Facility
- The Security Monitor ensures that individuals entering and exiting the premises will abide by facility policy and guidelines
- Security Monitor will also perform other routine administrative tasks as required such as incident reports and maintenance requests; in addition to taking messages, as necessary for other clients
- Security Monitor will act as an agency representative in the absence of regular staff
- Monitor all clients and staff entering and leaving the building for security purposes
- Log in communications book all activities including deliveries, arrivals and departures
- Conduct security and safety walk-through of the building and grounds
- Intervene and diffuse crisis situations. Call 911 for emergency help as required
- Report serious guideline violations to the OM's and CEO, immediately. Minor incidents will be reported during business hours

Director of Cultivation/Master Grower:

- Devises and executes Cultivation Plan
- Details requirements for the execution of the Cultivation Plan
- Trains and oversees cultivators, trimmers, and packagers
- Oversees inventory management and cultivation budget
- Oversees and documents handoff of cannabis to delivery agents
- Responsible for the arrangement of testing and documentation of testing of marijuana and marijuana products

Cultivators:

- Executes cultivation duties in accordance with the Cultivation Plan under the direction of the Director of Cultivation/ Master Grower

Trimmers:

- Executes trimming duties in accordance with the Cultivation Plan under the direction of the Director of Cultivation/ Master Grower

Packagers:

- Packages cannabis in accordance with the Cultivation Plan under the direction of the Director of Cultivation/ Master Grower

Delivery Staff

- Receive cannabis products from the facility

- Transport cannabis products to Licensed Marijuana Establishments under the direction of the Director of Cultivation/ Master Grower and OMs, in accordance with 935 CMR 500

Custodial Staff (Contract Based):

- Responsible for cleaning the facility
- Ensures that toiletries and supplies do not run out of stock
- Cleans both the interior and exterior of the facility

Information Technologist (Contract Based):

- Manages the website
- Handles e-commerce aspect of the business where applicable
- Responsible for installing and maintenance of computer software and hardware for the organization
- Manages logistics and supply chain software, Web servers, etc.,
- Manages the organization's CCTV
- Handles any other technological and IT related duties

Training

Documentation of training and retraining is the responsibility of the CEO, CCO, and/or OM(s).

All personnel are to be trained by the CEO, CCO, or OM(s), or qualified third party, or designee, in the Standard Operating Procedures (SOPs) and policies applicable to their position within the ninety days from the date of hire. Training, at a minimum, will include not less than eight hours annually, or other amount as required by the Cannabis Control Commission pursuant to 935 CMR 500.105(2)(b) and its Responsible Vendor Program.

Retraining on all applicable SOPs and policies are to be conducted at least annually. More frequent retraining to be conducted at the discretion of the CCO, OM or CEO. Deviations from SOPs and/or policies are to be recorded in the employee's personnel file.

Training for all employees will include:

- Personnel, product and premises security, including, but not limited to, display of ID badges on Facility employees and visitors to the Facility
- Marijuana and marijuana products handling procedures, including hand washing, sanitation practices, and ensuring product is in lawful, saleable condition
- Locations of Limited Access Areas ("LAAs"), locations or knowledge of keys and lock-codes to such areas, and who are entitled to enter them
- Record keeping and other specific regulatory responsibilities
- Strategies for avoiding diversion, theft and loss of cannabis products
- Protocols for emergency situations
- Protocols and requirements for transportation of cannabis products to and from the Facility, whether by Facility staff or by third-party transportation providers
- Incident reporting protocols

- Waste disposal procedures
- Quality control
- Position and duty specific training and shadowing

New employees will have a 30-45 day shadow period to ensure they are following protocols and continuously gaining industry knowledge before beginning their duties. New employees will shadow established employees to get an understanding of their duties and SOP compliance.

Personnel records, including training, will be maintained by the CCO for the duration of employment with Higher Purpose and for at least 12 months after separation of the agent from Higher Purpose. The personnel records will include, at a minimum, the following:

- Professional references
- Job description
- Documentation submitted to the Commission in accordance with 935 CMR 500.30
- Training documentation
- Performance evaluations
- CORI results
- Documentation of security violations and any subsequent investigation, retraining, or remedial action

Personnel records are to be kept in a secure location with restricted access controlled by the CCO.

Workplace Safety Procedures:

- Drug Free Workplace Policy
 - In accordance with 935 CMR 500.105(1)(k), Higher Purpose Corporate facilities are strictly drug free workplaces. There will be a zero-tolerance policy for any consumption or use of controlled substances and alcohol on work premises. Any observed use will be grounds for termination of the offending employee as well as observed intoxication or inebriation believed to be due to drug use

Higher Purpose Corporation will maintain the right to conduct For-Cause drug testing if determined to be necessary by management.

This policy will be clearly stated in employment contracts as well as verbally affirmed by management so that potential and current employees are put on notice and aware that the consequence for violating the drug free policy is termination.
- Maintenance of Confidential Information
 - In accordance with 935 CMR 500.105(1)(l), the Company shall maintain all required records electronically in a manner that shall guarantee confidentiality of information stored in the system; provide safeguards against erasures and

unauthorized changes in data after information has been entered and verified; be capable of placing a litigation hold or enforcing a records retention hold for purposes of conducting an investigation or pursuant to ongoing litigation; and can be reconstructed if a computer malfunctions or an accident resulting in destruction of the data occurs.

- Immediate Dismissal Policy
 - In accordance with 935 CMR 500.105(1)(m), Higher Purpose Corporation will maintain a zero-tolerance policy for the following actions:
 1. Product diversion
 2. Engagement of unsafe practices regarding the workplace
 3. Either a conviction, entry of guilty plea, entry of *nolo contendere* plea or admission to sufficient facts of a felony drug offense involving the distribution to minors in any jurisdiction

If any of the above actions of an employee arise, the employee shall immediately be terminated from employment and any matters will be reported to the Cannabis Control Commission.

Background Checks:

- Background checks will be conducted for all agents in their capacity as employees or volunteers for Higher Purpose in accordance with 935 CMR 500.100. Background checks will be used by the CCO who will be registered with the Department of Criminal Justice Information System in accordance with 803 CMR 2.04: iCORI Registration and the Cannabis Control Commission for purposes of determining suitability for registration as a marijuana establishment agent with the licensee
- For purposes of determining suitability based on background checks performed in accordance with 935 CMR 500.101(1), Higher Purpose will consider:
 - All conditions, offenses, and violations are construed to include Massachusetts law or like or similar law(s) of another state, the United States or foreign jurisdiction, a military, territorial or Native American tribal authority, or any other jurisdiction.
 - All criminal disqualifying conditions, offenses, and violations include the crimes of attempt, accessory, conspiracy, and solicitation. Juvenile dispositions will not be considered as a factor for determining suitability.
- Where applicable, all look back periods for criminal conditions, offenses, and violations included in 935 CMR 500.802 commence upon the date of disposition; provided, however, that if disposition results in incarceration in any institution, the look back period will commence upon release from incarceration.
- All suitability determinations will be made in accordance with the procedures set forth in

935 CMR 500.800. In addition to the requirements established in 935 CMR 500.800, Higher Purpose will:

- o Consider whether offense(s) or information that would result in a Presumptive Negative Suitability Determination under 935 CMR 500.802: Tables C through D renders the subject unsuitable for registration
- o Consider appeals of determinations of unsuitability based on claims of erroneous information received as part of the background check during the application process in accordance with 803 CMR 2.17 and 2.18.