



Massachusetts Cannabis Control Commission

Marijuana Cultivator

General Information:

License Number: MC281342
Original Issued Date: 03/07/2019
Issued Date: 04/16/2021
Expiration Date: 04/17/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Canna 11 Holyoke, LLC

Phone Number: 561-222-0404
Email Address: canna1.mausa@gmail.com

Business Address 1: 5 Appleton Street
Business City: Holyoke
Business State: MA
Business Zip Code: 01040
Business Address 2:
Mailing Address 1: 7695 New Holland Way
Mailing City: Boynton Beach
Mailing State: FL
Mailing Zip Code: 33437
Mailing Address 2:

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

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

RMD INFORMATION

Name of RMD: Not a 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: 0.3
Role: Executive / Officer
Percentage Of Control:
Other Role: In House Counsel

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

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 0.3 Percentage Of Control:
Role: Employee Other Role: Grower
First Name: Irene Last Name: Masse Suffix:
Gender: Male User Defined Gender: Male
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity: Caucasian

Person with Direct or Indirect Authority 3

Percentage Of Ownership: 0.3 Percentage Of Control:
Role: Executive / Officer Other Role: Sales Manager
First Name: Michael Last Name: Lees Suffix:
Gender: Male User Defined Gender: Male
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity: caucasian

Person with Direct or Indirect Authority 4

Percentage Of Ownership: 44.1 Percentage Of Control: 44.1
Role: Executive / Officer Other Role: COO
First Name: Robert Last Name: Sabin Suffix:
Gender: Male User Defined Gender: Male
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 5

Percentage Of Ownership: 44.1 Percentage Of Control: 44.1
Role: Executive / Officer Other Role: CFO
First Name: Sidney Last Name: Adler Suffix:
Gender: Male User Defined Gender: Male
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 6

Percentage Of Ownership: 1.8 Percentage Of Control: 1.8
Role: Executive / Officer Other Role: CPR
First Name: Jerome Last Name: Smith Suffix:
Gender: Male User Defined Gender: M
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity: Disabled

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Date generated: 04/28/2021

Percentage of Control:		Percentage of Ownership:	
Entity Legal Name: Positronic Farms		Entity DBA: Positronic Farms	DBA City: Holyoke
Entity Description: former landlord			
Foreign Subsidiary Narrative:			
Entity Phone:	Entity Email:	Entity Website: N/A	
Entity Address 1:	Entity Address 2:		
Entity City:	Entity State:	Entity Zip Code:	
Entity Mailing Address 1:	Entity Mailing Address 2:		
Entity Mailing City:	Entity Mailing State:	Entity Mailing Zip Code:	
Relationship Description: Positronic Farms has no ownership or involvement in the Canna 11 Holyoke, LLC, Holyoke Gardens, LLC or Canna 1, LLC.			

Entity with Direct or Indirect Authority 2

Percentage of Control: 100		Percentage of Ownership: 100	
Entity Legal Name: Canna 11 Holyoke LLC		Entity DBA:	DBA City:
Entity Description: 90 % owned by Canna 1, LLC, 10% owned by Holyoke Gardens, LLC			
Foreign Subsidiary Narrative:			
Entity Phone:	Entity Email:	Entity Website: N/A	
Entity Address 1:	Entity Address 2:		
Entity City:	Entity State:	Entity Zip Code:	
Entity Mailing Address 1:	Entity Mailing Address 2:		
Entity Mailing City:	Entity Mailing State:	Entity Mailing Zip Code:	
Relationship Description: Canna 1, LLC owns 90% of Canna 11 Holyoke, LLC. Canna 1, LLC is owned by Robert Sabin, 48%, Sidney Adler, 48% and Jerome Smith, 2%. Canna 1, LLC is not involved in the ownership or management of any other companies. Holyoke Gardens, LLC owns 10% of Canna 11 Holyoke, LLC			

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Justin	Last Name: Goldberg	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$800 Percentage of Initial Capital: 80
Capital Attestation: Yes		

Individual Contributing Capital 2

First Name: Irene	Last Name: Masse	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$100 Percentage of Initial Capital: 10
Capital Attestation: Yes		

Individual Contributing Capital 3

First Name: Michael	Last Name: Lees	Suffix:
Types of Capital: Monetary/Equity	Other Type of Capital:	Total Value of the Capital Provided: \$100 Percentage of Initial Capital: 10
Capital Attestation: Yes		

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Positronic Farms Inc

Entity DBA: Positronic Farms

Email: Phone: 413-535-0621
morris@squirreлтrenchaudio.com

Address 1: 5 Appleton Street

Address 2:

City: Holyoke State: MA

Zip Code: 01040

Types of Capital: Other Other Type of Capital: re paid
personal loan

Total Value of Capital Provided: Percentage of Initial
\$105000 Capital: 100

Capital Attestation: Yes

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 5A Appleton Street

Establishment Address 2:

Establishment City: Holyoke Establishment Zip Code: 01040

Approximate square footage of the Establishment: 75000 How many abutters does this property have?: 19

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

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

FEE QUESTIONS

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

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Community Outreach Meeting Documentation	Community Outreach Meeting Attestation Form with Exhibits.pdf	pdf	5af4d5f7a6b56e3d67571bee	05/10/2018
Certification of Host Community Agreement	Host Community Agreement Certification Form.pdf	pdf	5af4d61775ce440437858386	05/10/2018
Plan to Remain Compliant with Local Zoning	Letter of Non-Opposition - Holyoke Gardens %2c LLC.pdf	pdf	5af4d639a9bf2311b8c6d90d	05/10/2018
Plan to Remain Compliant with Local Zoning	Holyoke Gardens Plan to Remain Compliant with Local Zoning.pdf	pdf	5af4d80db2a9e2046441be73	05/10/2018

Total amount of financial benefits accruing to the municipality as a result of the host community agreement. If the total amount is zero, please enter zero and provide documentation explaining this number.: \$1

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Holyoke Gardens Community Impact Plan.pdf	pdf	5af4e59175ce44043785838a	05/10/2018

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:
First Name: Justin Last Name: Goldberg Suffix:
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 2

Role: Other Role:
First Name: Michael Last Name: Lees Suffix:
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 3

Role: Other Role:
First Name: Irene Last Name: Masse Suffix:
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 4

Role: Other Role:
First Name: Robert Last Name: Sabin Suffix:
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 5

Role: Other Role:
First Name: Sidney Last Name: Adler Suffix:
RMD Association: Not associated with an RMD
Background Question: no

Individual Background Information 6

Role: Other Role:
First Name: Jerome Last Name: Smith Suffix:
RMD Association: Not associated with an RMD
Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Other (specify) Other Role: Company Loan
Entity Legal Name: Positronic Farms, Inc Entity DBA:
Entity Description: Real Estate Management
Phone: 413-535-0621 Email: morriss@squirreltrenchaudio.com
Primary Business Address 1: 5 Appleton Stre Primary Business Address 2:
Primary Business City: Holyoke Primary Business State: MA Principal Business Zip Code:
Date generated: 04/28/2021

Additional Information: The leasing facilities owner provided Holyoke Gardens principal (Justin Goldberg) with a personal loan to get the application process started. The personal loan has since been repaid and other means of financing has been secured which is outlined in the application with updated documentation.

This leasing facility had no direct or indirect control, interest of any kind except being a land lord to Holyoke Gardens. They have since gone insolvent and we will not be conducting any business with them.

Entity Background Check Information 2

Role: Parent Company **Other Role:** License

Entity Legal Name: Canna 11 Holyoke LLC **Entity DBA:**

Entity Description: Massachusetts LLC, partnership

Phone: 561-222-0404 **Email:** canna1.mausa@gmail.com

Primary Business Address 1: 525 Coggeshall Street **Primary Business Address 2:** #111

Primary Business City: Holyoke **Primary Business State:** MA **Principal Business Zip Code:** 01040

Additional Information: Canna 11 Holyoke, LLC is 90% owned by Canna 1, LLC and 10% owned by Holyoke Gardens, LLC. Canna 1, LLC is owned 49% by Robert Sabin, 49% owned by Sidney Adler and 2% by Jerome Smith.

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	Certificate of Good Standing - Holyoke Gardens%2c LLC.pdf	pdf	5aee152cad75cc3d99a99140	05/05/2018
Articles of Organization	Restated Certificate of Organization - Holyoke Gardens%2c LLC.pdf	pdf	5aee15b01f5e4d0443cb5f51	05/05/2018
Bylaws	Operating Agreement - Holyoke Gardens %2c LLC.pdf	pdf	5aee170d9a67bb11cc7e4428	05/05/2018
Secretary of Commonwealth - Certificate of Good Standing	Certificate of Good Standing - SOS Holyoke Gardens.pdf	pdf	5b7773ad5e9b3d2d528a75c2	08/17/2018

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	2019-12-20 12-42.pdf	pdf	5dfd086c0557385733b412c5	12/20/2019
Department of Revenue - Certificate of Good standing	DOR Certificate of Good Standing.pdf	pdf	5dfe57b5f76dd253236e1bb9	12/21/2019
Department of Unemployment Assistance - Certificate of Good standing	DUA Certificate of Good Standing.pdf	pdf	5e00d9f3b7ff09534ba00a0e	12/23/2019

Massachusetts Business Identification Number: 001319543

Doing-Business-As Name: Holyoke Gardens, LLC

DBA Registration City: Holyoke

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
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Plan for Liability Insurance	Holyoke Gardens Cannabis Insurance.pdf	pdf	5af4e607a6b56e3d67571bf8	05/10/2018
Proposed Timeline	Holyoke Gardens Operational TimeLine.pdf	pdf	5af4e61e75ce44043785838e	05/10/2018
Business Plan	Business Plan - Holyoke Gardens%2c LLC.pdf	pdf	5afca0b000caab11e09c9d36	05/16/2018
Proposed Timeline	9E0AF5AF-9DFA-4248-A27A-9CF95C024175.jpeg	jpeg	5e13a443b7ff09534ba02828	01/06/2020

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Restricting Access to age 21 and older	Holyoke Gardens Restricted Access.pdf	pdf	5af0b9ae1fc0413d614fe027	05/07/2018
Security plan	Holyoke Gardens Security Plan.pdf	pdf	5af0dc41f5ed5811d6e44b68	05/07/2018
Policies and Procedures for cultivating.	Policies and Procedures for Cultivation.pdf	pdf	5af0dff475ce440437858157	05/07/2018
Diversity plan	Holyoke Gardens Diversity Plan.pdf	pdf	5af239baa999e33d850636de	05/08/2018
Inventory procedures	Holyoke Gardens Inventory Plan.pdf	pdf	5af239efb2a9e2046441bcfe	05/08/2018
Prevention of diversion	Holyoke Gardens Prevention of Diversion.pdf	pdf	5af23a09f5ed5811d6e44c1e	05/08/2018
Record Keeping procedures	Holyoke Gardens Recordkeeping Plan.pdf	pdf	5af23a23ad75cc3d99a99322	05/08/2018
Storage of marijuana	Holyoke Gardens Storage Plan .pdf	pdf	5af23a3c9bcf5a047e35160a	05/08/2018
Transportation of marijuana	Holyoke Gardens Transportation Plan.pdf	pdf	5af23a5b9eb86611ea7d3cf6	05/08/2018
Dispensing procedures	HOLYOKE GARDENS DISPENSING PROCEDURES.pdf	pdf	5af26a6252bc563da3bfdd88	05/08/2018
Quality control and testing	HOLYOKE GARDENS QUALITY CONTROL AND TESTING.pdf	pdf	5af26a7811a2fe04237f6f6c	05/08/2018
Maintaining of financial records	Holyoke Gardens Maintaining of Finacials.pdf	pdf	5af37d470d20bf11ae6d8dc1	05/09/2018
Personnel policies including background checks	HOLYOKE GARDENS Employee Procedures and Policies.pdf	pdf	5af3dfdc6fb0f811c226638d	05/10/2018
Qualifications and training	Holyoke Gardens Qualifications and Training.pdf	pdf	5af3e016da8de63d8fd16b76	05/10/2018
Personnel policies including background checks	CORI - Irene Masse notarized.pdf	pdf	5afc9f2e6fb0f811c226667e	05/16/2018
Personnel policies including background checks	CORI - Justin Goldbergnotirized.pdf	pdf	5afc9f48a999e33d85063afa	05/16/2018
Personnel policies including background checks	CORI - Kevin Thomas notarized.pdf	pdf	5afc9f60b2a9e2046441c0cd	05/16/2018
Personnel policies including background checks	CORI - Michael Lees notarized.pdf	pdf	5afc9f73f5ed5811d6e44fec	05/16/2018
Quality control and testing	HOLYOKE GARDENS QUALITY CONTROL AND TESTING updated.pdf	pdf	5b68e190b60ce4391d87dbbe	08/06/2018
Personnel policies including background checks	HOLYOKE GARDENS Employee Procedures and PoliciesUPDATED.pdf	pdf	5b68f731d389b22d7bd62e1a	08/06/2018
Record Keeping procedures	Holyoke Gardens Recordkeeping PlanUPDATED.pdf	pdf	5b690457d389b22d7bd62e24	08/06/2018

Quality control and testing	HOLYOKE GARDENS QUALITY CONTROL AND TESTING Updated.pdf	pdf	5b9b0fa4cea8212d4c7b6b7c	09/13/2018
Personnel policies including background checks	HOLYOKE GARDENS Employee Procedures and PoliciesUpdated.pdf	pdf	5b9b44743f9f81395f1373d3	09/14/2018

ATTESTATIONS

I certify that no additional entities or individuals meeting the requirement set forth in 935 CMR 500.101(1)(b)(1) or 935 CMR 500.101(2)(c)(1) have been omitted by the applicant from any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

I understand that the regulations stated above require an applicant for licensure to list all executives, managers, persons or entities having direct or indirect authority over the management, policies, security operations or cultivation operations of the Marijuana Establishment; close associates and members of the applicant, if any; and a list of all persons or entities contributing 10% or more of the initial capital to operate the Marijuana Establishment including capital that is in the form of land or buildings.: I Agree

I certify that any entities who are required to be listed by the regulations above do not include any omitted individuals, who by themselves, would be required to be listed individually in any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

Notification: I Understand

I certify that any changes in ownership or control, location, or name will be made pursuant to a separate process, as required under 935 CMR 500.104(1), and none of those changes have occurred in this application.: I Agree

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

Progress or Success Goal 1

Description of Progress or Success: The original Positive Impact Plan remains the same except that our point in time for starting this plan has changed.

Our Positive Impact Plan was also delayed by unforeseen circumstances created by actions of our former partner, Positronic Farms, LLC. Due to the fact that they failed to provide adequate funds to implement any action of an impact plan, it has been delayed until we obtain funding.. We now expect to start implementing our original Positive Impact Plan by April, 2020.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: We have not advanced at all since our previous status due to a necessary change. A plan to successfully comply with goals in our diversity plan is included in our change of ownership application.

The original Diversity Plan remains the same except that our point in time for starting this plan has changed.

Our Diversity Plan was also delayed by unforeseen circumstances created by actions of our former partner, Positronic Farms, LLC. Due to the fact that they failed to provide adequate funds to implement any action of a plan. We now expect to start implementing our original Diversity Plan by April, 2020.

HOURS OF OPERATION

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

Tuesday From: 8:00 AM Tuesday To: 8:00 PM

Wednesday From: 8:00 AM Wednesday To: 8:00 PM

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Thursday From: 8:00 AM	Thursday To: 8:00 PM
Friday From: 8:00 AM	Friday To: 8:00 PM
Saturday From: 8:00 AM	Saturday To: 8:00 PM
Sunday From: 8:00 AM	Sunday To: 8:00 PM

Community Outreach Meeting Attestation Form

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

I, JUSTIN GOLDBERG, (insert name) attest as an authorized representative of HOLYOKE GARDENS LLC (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 5/14/18 (insert date).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on 5/4/18 (insert date), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document).
3. A copy of the meeting notice was also filed on 5/2/18 (insert date) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on 5/2/18 (insert date), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee).

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

COMMUNITY OUTREACH MEETING

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **Monday, May 14, 2018 at 12:00 P.M.** at **Picknelly Adult & Family Education Center, 206 Maple Street, Holyoke, MA 01040.** The proposed Cultivation and Manufactured Products Establishment is anticipated to be located at 5 Appleton Street, Holyoke, MA 01040. There will be an opportunity for the public to ask questions.

5/04/18

**Commonwealth of Massachusetts
The Trial Court
Hampden Probate and Family Court
50 State Street
Springfield, MA 01103
Docket No. HD18P0778PM**
In the matter of:
**ALBERTO C CRUZ
Of: Holyoke, MA
RESPONDENT**
(Person to be Protected/
Minor)

**CITATION GIVING
NOTICE OF PETITION
FOR APPOINTMENT OF
CONSERVATOR OR OTHER
PROTECTIVE ORDER
PURSUANT TO G.L. c.
190B, §§ 3-4 & 5-405**

To the named Respondent and all other interested persons, a petition has been filed by **Holyoke Medical Center of Holyoke, MA** in the above captioned matter alleging that **Alberto C Cruz** is in need of a Conservator or other protective order and requesting that **Alison M Bartlett-O'Donald, Esq.** of Holyoke, MA (or some other suitable person) be appointed as Conservator to serve **With Surety** on the bond.

The petition asks the court to determine that the Respondent is disabled, that a protective order or appointment of a Conservator is necessary, and that the proposed conservator is appropriate. The petition is on file with this court.

You have the right to object to this proceeding. If you wish to do so, you or your attorney must file a written appearance at this court on or before 10:00 a.m. on the return date of **05/18/2018**. This day is NOT a hearing date, but a deadline date by

which you have to file the written appearance if you object to the petition. If you fail to file the written appearance by the return date, action may be taken in this matter without further notice to you. In addition to filing the written appearance, you or your attorney must file a written affidavit stating the specific facts and grounds of your objection within 30 days after the return date.

IMPORTANT NOTICE

The outcome of this proceeding may limit or completely take away the above-named person's right to make decisions about personal affairs or financial affairs or both. The above-named person has the right to ask for a lawyer. Anyone may make this request on behalf of the above-named person. If the above-named person cannot afford a lawyer, one may be appointed at State expense.

WITNESS, Hon. **Barbara M Hyland**, First Justice of this Court.
Date: April 20, 2018

Suzanne T. Seguin
Register of Probate
5/04/18

**LEGAL NOTICE
CITY OF HOLYOKE
GAS & ELECTRIC
DEPARTMENT
LANDSCAPING SERVICES
ANNUAL CONTRACT**

Sealed bids for the above contract will be received by Holyoke Gas & Electric Dept. until 11:00 a.m., **May 30, 2018** at the Office of the Manager, 99 Suffolk St., Holyoke, MA 01040, at which time proposals will be publicly opened and read.

Bid Deposit:

An original Bid Deposit in the amount of \$8,000 must accompany all bids and may be in the form of a certified, treasurer's, or cashier's check payable to HG&E from a responsible bank or trust company; cash; or a bid bond from a licensed surety payable to HG&E.

Prevailing Wage Rates:

Rates, which are to apply to the work, are set by the Mass. Dept. of Labor & Industries.

The right is hereby reserved to reject any or all proposals, or to accept any proposal that in the opinion of the Manager may be in the best interest of the City of Holyoke.

Additional information may be obtained from:

Yocelyn F. Delgado
Holyoke Gas & Electric Dept.
99 Suffolk St.
Holyoke, MA 01040
(413) 536-9308
ydelgado@hg&e.com
Please mark sealed envelopes, "Bid for Landscaping Services Annual Contract" and address them to:
James M. Lavelle, Manager
Holyoke Gas & Electric Dept.
99 Suffolk St.
Holyoke, MA 01040
5/04/18

NOTICE OF RECEIVER'S SALE OF REAL ESTATE

By virtue of an Order of the Western Division Housing Court in City of Holyoke v. Estate of Barbara Ann Lee, Docket No. 16-CV-922, the Court has granted the Receiver, S & C Homebuyers, LLC, authorization to sell the property located at **294 Cherry Street, Holyoke, Massachusetts** to satisfy its priority lien pursuant to M.G.L. c. 111, sec 127I. The record owner of the premises is the Estate of Barbara Ann Lee.

The same will be sold at Public Auction at 11:00 a.m. on **May 23, 2018** on the premises at 294 Cherry Street, Holyoke, Hampden County, Massachusetts which said premises are described as follows:

Certain real estate situated in Holyoke, Hampden County, Massachusetts bounded and described as follows:

Parcel One:
Beginning at the northeast corner of the premises hereby conveyed at a point on the southerly line of Cherry Street, said point being marked by an iron pin and being three hundred and fifty-six and 50/100 (355.50) feet, more or less, westerly of the intersection of the extended straight westerly line of Homestead Avenue as said Avenue approaches said Cherry Street, and the southerly line of Cherry Street; thence running

SOUTHERLY one hundred and eleven (111) feet, more or less, to an iron pin at a fence; thence running

WESTERLY seventy (70) feet, more or less, to land now or formerly of Mary C. Gore; thence running

NORTHERLY along said Gore's land, now or formerly, one hundred and seven-

teen (117) feet, more or less, to said Cherry Street; thence running

EASTERLY along the southerly line of said Cherry Street seventy (70) feet to the place of beginning. Being the same premises conveyed to Barbara Ann Lee by deed dated August 31, 2000 and recorded with the Hampden County Registry of Deeds in Book 11343, Page 247.

Parcel Two:

An EASEMENT and RIGHT OF WAY in common with Oxford Realty Trust, its grantees, successors and assigns, and the Grantor and Grantees of this conveyance and their heirs, administrators, executors, and assigns, over an upon a portion of the premises, now or formerly of Oxford Realty Trust bounded and described as follows:

Beginning at an iron pin located in the southwesterly line of Cherry Street at the northwesterly corner of the Grantor's premises described aforesaid in Book 3141, Page 640, and thence running

SOUTH 26° 33' 49" WEST along the boundary line between the land of Oxford Realty Trust, now or formerly, and the Grantor's land described in a Boundary Agreement between Oxford Realty Trust and George J. Lee and Justina Lee, dated July 24, 1984 recorded in Hampden County Registry of Deeds, a distance of eighty-one and 07/100 (81.07) feet to a point; thence running

NORTHERLY in an arc having a radius of One Hundred Thirty-Four (134) feet, a distance of Eighty-Six and 09/100 (86.09) feet to the southwesterly line of Cherry Street; thence running **SOUTHEASTERLY** along the southwesterly line of Cherry Street a distance of eleven and 68/100 (11.68) feet to an iron pin and the point of beginning.

Being the same premises shown and described as "New Driveway Easement" on a plan entitled "Holyoke, Mass....Driveway Easement Plan of Cherry Hill Apartments....July 6, 1983 (revised 9/22/83, 12/7/83, and 7/5/84)....Pharmer engineering Corp...." recorded in Hampden County Registry of Deeds, book of Plans 218, Page 93.

Said easement/right of

way is a portion of the premises conveyed to the Oxford Realty Trust by deed dated August 23, 1978, recorded in Hampden County Registry of Deeds Book 4647, Page 33.

This easement/right of way shall be kept open forever by the Grantees and the Grantor, and their respective heirs, grantees, successors and assigns for passage by foot, motor vehicle, animal, wagon or any other method of passage or transportation. No use of such easement/right of way by either party which may violate the terms of this instrument (e.g. the maintenance of bushes or fences, et cetera) shall be deemed to create any rights adverse possession or otherwise in favor of either party, regardless of the prior or future duration of such use, and regardless of the other party's acquiescence of such use.

Being the same premises conveyed to Barbara Ann Lee by deed dated August 31, 2000 and recorded with the Hampden County Registry of Deeds in Book 11343, Page 247.

The premises will be sold and conveyed subject to and with the benefit of all rights, rights of way, restrictions, easements, covenants, liens or claims in the nature of liens, improvements, public assessments, any and all unpaid real estate taxes, tax titles, tax liens, water and sewer liens, trash fee liens and any other municipal assessments or liens or existing encumbrances of record which are in force and are applicable, having priority over said receiver's liens, whether or not reference to such restrictions, easements, improvements, liens or encumbrances is made in the deed.

TERMS OF SALE:

A deposit of \$5,000.00 by certified or bank check will be required to be paid by the purchaser at the time and place of sale. The balance is to be paid by certified or bank check at Record Title & Law Offices, 117 Park Avenue, Suite 300, West Springfield, Massachusetts, within 30 days from the date of the sale. Deed will be provided to purchaser for recording upon receipt in full of the purchase price. Other terms, if any, to be announced at the sale.

S & C Homebuyers, LLC,

Receiver
By Stanley D. Komack, Esq.
117 Park Avenue, Suite 300
West Springfield, MA 01089
(413) 785-1851
4/27, 5/04, 5/11/18

**Commonwealth of Massachusetts
The Trial Court
Hampden Probate and Family Court
50 State Street
Springfield, MA 01103
(413) 748-7758**

**Docket No. HD17A0081AD
Docket No. HD17A0082AD
CITATION
G.L. c. 210, § 6**

**BROOKLYN SASHA MARTY
AND
MAKAYLA RUTH MARTY**

To ROBERT MARTY
any unnamed or unknown parent and persons interested in a petition for the adoption of said child and to the Department of Children and Families of said Commonwealth.

A petition has been presented to said court by:

**KRISTI OLIVERO O/W
KRISTI LYN OLIVERO;
OLIVERO HUMBERTO O/W
HUMBERTO DE JESUS
OLIVERO** requesting for leave to adopt said child and that the name of the child be changed to **BROOKLYN SASHA DEROY-OLIVERO AND MAKAYLA RUTH MARTY**

If you object to this adoption you are entitled to the appointment of an attorney if you are an indigent person. And indigent person is defined by SJC Rule 3:10. The definition includes but is not limited to persons receiving TAFDC, EACDC, poverty related veteran's benefits, Medicaid, and SSI. The court will determine if you are indigent. Contact an assistant judicial case manager or adoption clerk of the court on or before the date listed below to obtain the forms.

If you desire to object thereto, you or your attorney must file a written appearance in said court at Springfield on or before ten o'clock in the morning (10:00 a.m.) on: **05/25/2018.**

WITNESS, Hon. **Barbara M Hyland**, First Justice of this Court.
Date: April 18, 2018

Suzanne T. Seguin
Register of Probate
4/27, 5/04, 5/11/18

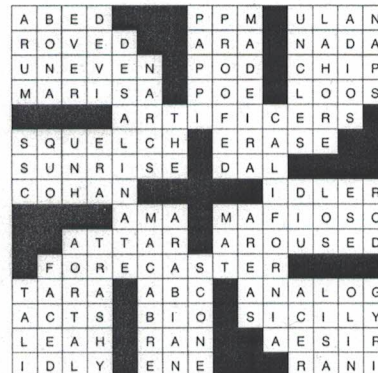
The Sun
OBITUARY POLICY

Turley Publications offers two types of obituaries.

One is a free, brief **Death Notice** listing the name of deceased, date of death and funeral date and place.

The other is a **Paid Obituary**, costing \$89, which allows families to publish extended death notice information of their own choice and may include a photograph. **Death Notices & Paid Obituaries** should be submitted through a funeral home to: obits@turley.com.

Exceptions will be made only when the family provides a death certificate and must be pre-paid.



HOW TO SUBMIT PUBLIC NOTICES

All public notices to be published in the Holyoke Sun should be sent directly to notices@turley.com. Jamie Joslyn processes all public notices for this newspaper and can answer all of your questions regarding these notices. Please indicate the newspapers and publication date(s) for the notice(s) in the subject line of your email. For questions regarding coverage area, procedures or cost, please call Jamie directly at 413-283-8393.

Turley Publications, Inc. publishes 14 weekly newspapers throughout Western Massachusetts. Visit www.turley.com for more information.

Please check the accuracy of your public notice prior to submission (i.e., date, time, spelling). Also, be sure the requested publication date coincides with the purpose of the notice, or as the law demands. Thank you.

WE'VE EXPANDED OUR WEB SITE
**PUBLIC NOTICES
ARE NOW ONLINE**

1 Email all notices to notices@turley.com

2 Access archives and digital tear sheets by newspaper title.

3 Find a quick link to the state of Massachusetts' public notice web site to search all notices in Massachusetts newspapers.

Public notice deadlines are Mondays at noon, Fridays noon for Monday holidays.

visit www.publicnotices.turley.com

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for May 14, 2018 at 12:00 P.M. at Picknelly Adult & Family Education Center, 206 Maple Street, Holyoke, MA 01040. The proposed Cultivation and Manufactured Products Establishment is anticipated to be located at 5 Appleton Street, Holyoke, MA 01040. There will be an opportunity for the public to ask questions.

Appeared in: **Republican** on Friday, 05/04/2018

[Back](#)

Holyoke Gardens, LLC
5 Appleton Street
Holyoke, MA 01040

May 2, 2018

HOLYOKE CITY HALL
536 DWIGHT STREET
HOLYOKE, MA 01040

RE: COMMUNITY OUTREACH MEETING NOTICE TO MUNICIPALITY

Dear City Clerk, Planning Board, Contracting Authority, Local Licensing Authority, and To Whom It May Concern:

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **May 14, 2018 at 12:00 P.M. at Picknelly Adult & Family Education Center, 206 Maple Street, Holyoke, MA 01040**. The proposed **Cultivation and Manufactured Products Establishment** is anticipated to be located at **5 Appleton Street, Holyoke, MA 01040**. There will be an opportunity for the public to ask questions.

Sincerely Yours,



Justin P. Goldberg, Esq.
Manager of Holyoke Gardens, LLC.

RECEIVED

2018 MAY -2 P 3:48

CITY OF HOLYOKE
CITY CLERK'S OFFICE

Holyoke Gardens, LLC
5 Appleton Street
Holyoke, MA 01040

May 2, 2018


6 APPLETON, LLC
330 WHITNEY AVE #440
HOLYOKE, MA 01040

**RE: COMMUNITY OUTREACH MEETING NOTICE TO ABUTTERS AND RESIDENTS WITHIN 300 FEET
PURSUANT TO 935 CMR 500.000**

Dear 6 APPLETON, LLC:

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for **May 14, 2018 at 12:00 P.M. at Picknelly Adult & Family Education Center, 206 Maple Street, Holyoke, MA 01040.** The proposed **Cultivation and Manufactured Products Establishment** is anticipated to be located at **5 Appleton Street, Holyoke, MA 01040.** There will be an opportunity for the public to ask questions.

Sincerely Yours,

A handwritten signature in black ink, consisting of a large, stylized loop followed by a horizontal stroke extending to the right.

Justin P. Goldberg, Esq.
Manager of Holyoke Gardens, LLC.

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, JUSTIN GOLDBERG, (insert name) certify as an authorized representative of HOLYOKE GARDENS LLC (insert name of applicant) that the applicant has executed a host community agreement with the City of Holyoke (insert name of host community) pursuant to G.L.c. 94G § 3(d) on May 3, 2018 (insert date).


Signature of Authorized Representative of Applicant

Host Community

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


Signature of Contracting Authority or
Authorized Representative of Host Community



MAYOR ALEX B. MORSE

CITY OF HOLYOKE

May 3, 2018

To Whom It May Concern:

I, Alex Morse, Mayor of Holyoke, Massachusetts do hereby provide full support for and non-opposition to Holyoke Gardens, LLC to operate a marijuana microbusiness in Holyoke. I have verified with the appropriate local officials that the proposed microbusiness at 5 Appleton St, Holyoke, MA 01040, is located in a zoning district that allows such use by right or pursuant to local permitting.

Alex Morse, Mayor

Name and Title

Alex Morse

Signature

05-03-2018

Date

Holyoke Gardens Plan to Remain Compliant with Local Zoning

Holyoke Gardens plan to remain compliant with all zoning laws will be to stay closely in touch with the local and state officials for any changes that may arise within the township they are located. As circumstances arise local state and townships are often forced to change zoning due to population and growth.

If such issues become apparent, then the facility will immediately contact the Cannabis Control Commission for further instructions. If the company is forced to move the facility they will be prepared to do so and take action accordingly.

CANNA 11 HOLYOKE, LLC

Massachusetts Adult Cannabis Cultivator

TO BE SUPPLIED

Holyoke Gardens Community Impact Plan

Holyoke Gardens values include a strong commitment to health and wellness, sustainability and operating advantage, education and outreach, community vitality and inclusion, and economic impact. These values are incorporated throughout all aspects of the company, and will directly and indirectly impact our employees, neighbors, surrounding communities, and region. Through our company's practices and products, we intend to have a positive impact directly on the people and communities in which we serve and are located, as well as indirectly through regional and statewide partnerships and leadership.

Sustainability, Operating Advantage and Innovation

Holyoke Gardens follows the Commonwealth's leadership in and commitment to sustainability due to its economic, social, and environmental impact. Sustainability practices contribute to a healthier planet and people, as well as healthier communities in which we serve and are located. Sustainability considers not only resource (energy, water, waste) consumption, but also social equity, human health, environmental health, and economic impact of various decisions within a company's business practices, policies, and places. Nationally, marijuana grow facilities are major consumers of energy and water and contributors to adverse climate and human health impacts. The massive energy and water consumption contribute to excessive utility and operating costs, with many national companies experiencing monthly operating costs in the six figures. This makes it difficult to maintain optimal grow conditions, produce the highest quality of products at an affordable and/or market rate, and maintain the company's financial health and profitability in the short and long-term. These challenges also present great opportunities for energy and water efficiency, innovation, and associated return on investment.

Through Holyoke Gardens commitment to energy and water efficiency, indoor environmental quality, human health, and overall green building practices, the company will have state of the art facilities, provide the best environments for growing and dispensing marijuana to other marijuana establishments and have an operational advantage over competitors due to its lower monthly operating costs. These practices make Holyoke Gardens not only a leader throughout the Commonwealth, but also help to exhibit Massachusetts as a national leader in the marijuana industry with its sustainability, health, and innovation practices. As a leader in the industry, we hope to inspire innovation practices that contribute to economic development, advance and foster new ideas to drive market leadership, and stimulate creative solutions in the marijuana industry locally, regionally, and nationally.

Specific sustainability practices that will be integrated throughout the company include, but are not limited to: energy and water efficiency; healthy building material selection; optimal indoor environmental quality; reduced impacts on outdoor air quality; accessibility to facilities through multiple means of transportation; healthy building and operation practices; green cleaning efforts; beautiful places that implement ideas such as biophilia and connection to nature; local material selection to support local craftsmen and manufacturers; local hiring during construction of facilities; and more.

Holyoke Gardens will engage a Pennsylvania based company, Energy Assurance. Energy Assurance is a proprietary system of capabilities that give building owners the ability to set energy and indoor environmental quality goals during planning and then track performance dynamically once buildings are built, giving owners full control and transparency over cost and building performance. Even though the

company will be using grow pods, they will still need assistance with energy saving methods within their systems. Buildings use 47.6% of the energy consumed in the US annually. The public and private sectors recognize that any solution to climate change begins with the built environment.

Many of Holyoke Gardens sustainability efforts will be tracked through Energy Assurance dashboards, and the company will be able to dynamically assess the buildings portfolios performance and associated impact on finances, human experience, resource consumption, and more.

Holyoke Gardens Learning Center

Holyoke Gardens has will engage such companies/schools as Medical Marijuana 411 to develop and implement a learning/training center where both digital and non-digital educational media will be available. This information will be available during business hours of the facility for the employees to learn vital information in regard to medical and adult use Cannabis, its many benefits, and potentially harmful side effects. The learning center will consist of a room with education portals on iPads or digital devices that have pre-programed content. These devices will have commonwealth approved articles regarding different Cannabis strains and how they are beneficial to a vast array of ailments. There will also be a digital display where documentaries and reports approved by the department can accessed by the employees to further their knowledge base. In accordance with the digital media the company will provide articles, pamphlets and other non-digital reading material for the employees to take home with them at no cost for further studying of the Cannabis plant and how THC and CBD effects the body on a wide range of topics.

The education portals will cover topics such as:

- specific ailments approved by Massachusetts and how marijuana can help treat those ailments
- Massachusetts marijuana law
- correct dosing
- ways to medicate, as approved by the Commonwealth
- safe handling
- signs of misuse and abuse
- endocannabinoid system
- the science and research behind marijuana
- terpenes
- product quality

In addition to the education portals, Holyoke Gardens may from time to time bring in experts to conduct live educational seminars on the foregoing and other topics relevant to medical and adult use marijuana, which would be video recorded for later re-use on the online education portals.

Community Vitality and Inclusion

Holyoke Gardens will engage with local community organizations i.e. local food banks, fire and police departments along with local government entities. Holyoke Gardens will sponsor local food drives, fund raising events and various sponsorships of the local community to make the community aware of the business to create an inclusive community spirit “engagement.”

Holyoke Gardens efforts to positively impact the local communities in which we serve will include the following:

- At the earliest stages of the permit being awarded, Holyoke Gardens will engage with local community members and organizations to make sure our company contributes to the community values, history, context, and needs throughout all stages of our company development, and thus contribute to the community's "sense of place";
- A community process will provide an open, inclusive space for community members to address concerns and ideas through interactive public meetings, charrette style workshops, one-on-one gatherings, and other forms of communication to make sure that Holyoke Gardens is understanding, responsive, and a contributing member of the larger community;
- Active outreach, education, and engagement efforts will ensure that Holyoke Gardens establishes a strong relationship with community members and organizations;
- Employment and business opportunities for members from the local communities, especially diverse populations; and
- Investment back into the local communities that benefit the overall health and economy and provide additional benefit to disadvantaged populations.

Economic Impact

Holyoke Gardens strives to achieve the highest level of financial, social, environmental performance because this success and growth benefits people within our company, and the communities in which we are located. We intend to contribute to the economic prosperity of our communities through the following efforts:

- Through our deep sustainability and efficiency practices, Holyoke Gardens will have increased profitability due to reduced operating costs. This increased profitability not only impacts our ability to provide quality and well-paying jobs, but also our efforts to positively impact the community in which we are located through various efforts to support the local economies;
- Partnerships with local and state job training institutions to build the pipeline of future employees and advance the training of current employees;
- Providing high quality jobs in various fields for this industry greatly impacts local and regional economic development;
- Holyoke Gardens is committed to providing high quality jobs with living wages that provide a high quality of life, provide economic security, improve health, and promote a work-life balance (e.g., paid leave, insurance, and a retirement savings plan); the outcomes of such positions positively impact the local economy; and
- The company intends to engage with local artisans and product manufacturers during the design and construction of our facility, which contributes to the local economy.

Holyoke Gardens Holiday Outreach

During the vast holiday season, Holyoke Gardens will be involved with such programs as the adoption of families to provide food, clothes and gifts as requested by said families. Holyoke Gardens will be able to work with different organizations such as local churches and schools to connect with these families.

Holyoke Gardens Hiring Local

When possible, Holyoke Gardens will hire employees from the local community in which it resides. Moreover, we will create jobs and engage local community veterans, LGBTQ groups and disabled community organizations to consider candidates for employment with the cultivation facility. Holyoke Gardens will engage and work together agencies to bring diversity into the workplace such as the NAAPC, Vibrant (Latino outreach program), and Project Freedom Disability employment project. In order to achieve these goals, the Human Resources department will contact such agencies as wehireheroes.com and careerlink.com/veterans-services/ for veterans and Diversity Massachusetts for the LGBTQ community. All candidate's that apply will be considered no matter race, religion, or diversity group.

Holyoke Gardens will frequently engage our local communities to promote the best relationship possible between our business and the local communities.



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

mass.gov/dor

Letter ID: L1636503680
Notice Date: April 5, 2018
Case ID: 0-000-269-413



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



JUSTIN PETER GOLDBERG, ESQ.
HOLYOKE GARDENS, LLC
5 APPLETON ST
HOLYOKE MA 01040-6423

Why did I receive this notice?

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

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

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

What if I have questions?

If you have questions, call us at (617) 887-6367 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$100.00

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

[Special Filing Instructions](#)

Restated Certificate of Organization

(General Laws, Chapter)

Identification Number: 001319543The date of filing of the original certificate of organization: 3/26/2018

1. The exact name of the limited liability company is: HOLYOKE GARDENS, LLC
 and if changed, the name under which it was originally organized:

2a. Location of its principal office:

No. and Street: 5 APPLETON ST
 City or Town: HOLYOKE State: MA Zip: 01040 Country: USA

2b. Street address of the office in the Commonwealth at which the records will be maintained:

No. and Street: 5 APPLETON ST
 City or Town: HOLYOKE State: MA Zip: 01040 Country: USA

3. The general character of business, and if the limited liability company is organized to render professional service, the service to be rendered:

GARDENING AND ANY ACTIVITIES DIRECTLY OR INDIRECTLY RELATED OR INCIDENTAL T
HERETO AND TO ENGAGE IN ANY OTHER BUSINESS NOT PROHIBITED UNDER THE ACT OR
OTHER APPLICABLE MASSACHUSETTS LAW.

4. The latest date of dissolution, if specified:

5. Name and address of the Resident Agent:

Name: JUSTIN PETER GOLDBERG, ESQ.
 No. and Street: 5 APPLETON ST
 City or Town: HOLYOKE State: MA Zip: 01040 Country: USA

I, JUSTIN PETER GOLDBERG, ESQ. resident agent of the above limited liability company, consent to my appointment as the resident agent of the above limited liability company pursuant to G. L. Chapter 156C Section 12.

6. The name and business address of each manager, if any:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
MANAGER	JUSTIN PETER GOLDBERG ESQ.	5 APPLETON ST HOLYOKE, MA 01040 USA
MANAGER	IRENE MASSE	5 APPLETON ST HOLYOKE, MA 01040 USA
MANAGER	MICHAEL LEES	5 APPLETON ST HOLYOKE, MA 01040 USA

7. The name and business address of the person(s) in addition to the manager(s), authorized to execute documents to be filed with the Corporations Division, and at least one person shall be named if there are no managers.

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code

8. The name and business address of the person(s) authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code

9. Additional matters:

10. Describe any amendments to be effected by the restated certificate, and if none, include a statement to that affect:

ADDITION OF IRENE MASSE AND MICHAEL LEES AS MANAGERS.

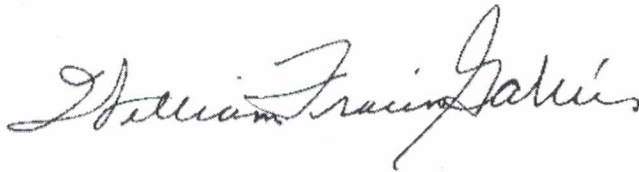
11. The restated certificate shall be effective when filed unless a later effective date is specified:

SIGNED UNDER THE PENALTIES OF PERJURY, this 3 Day of May, 2018,
/S/ JUSTIN PETER GOLDBERG, ESQ. , Signature of Applicant.

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:

May 03, 2018 02:40 PM

A handwritten signature in cursive script, reading "William Francis Galvin". The signature is written in dark ink and is centered on the page.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

OPERATING AGREEMENT

of

HOLYOKE GARDENS, LLC

THIS OPERATING AGREEMENT of **HOLYOKE GARDENS, LLC** (the "LLC"), dated as of **MARCH 26, 2018**, is by **JUSTIN PETER GOLDBERG, ESQ., IRENE MASSE, & MICHAEL LEES** ("Members" and individually, a "Member"). The Members, intending to form a limited liability company pursuant to the Massachusetts Limited Liability Company Act (the "Act"), hereby agree:

1. *Name of LLC.* The name of the LLC is **HOLYOKE GARDENS, LLC**.

2. *Business of LLC; Purposes and Powers.*

(a) The general character of the business of the LLC is to engage in the following:

GARDENING AND TO ENGAGE IN ANY ACTIVITIES DIRECTLY OR INDIRECTLY RELATED OR INCIDENTAL THERETO AND TO ENGAGE IN ANY OTHER BUSINESS NOT PROHIBITED UNDER THE ACT OR OTHER APPLICABLE MASSACHUSETTS LAW.

(b) The LLC shall be member-managed. All decisions regarding any matter set forth herein or otherwise affecting or arising out of the conduct of the business of the LLC shall be made by the Members, by action of a majority in number thereof, unless pursuant to this Agreement, the Act or other applicable law, a greater number or percentage of Members is required.

The Members shall have the exclusive right and full authority to manage, conduct and operate the LLC's business. Specifically, but not by way of limitation, the Members shall be authorized, for and on behalf of the LLC to do the following:

(i) to borrow money, to issue evidences of indebtedness and to guarantee the debts of others for whatever purposes they may specify, whether or not related to the LLC or the LLC's assets, and, as security therefor, to mortgage, pledge or otherwise encumber the assets of the LLC;

(ii) to cause to be paid all amounts due and payable by the LLC to any person or entity;

(iii) to employ such agents, employees, managers, accountants, attorneys, consultants and other persons necessary or appropriate to carry out the business and affairs of the LLC, whether or not any such persons so employed are Members or are affiliated or related to any Member; and to pay such fees, expenses, salaries, wages and other compensation to such persons as the Members shall in their sole discretion determine;

(iv) to pay, extend, renew, modify, adjust, submit to arbitration, prosecute, defend or compromise, upon such terms as they may determine and upon such evidence as they

may deem sufficient, any obligation, suit, liability, cause of action or claim, including taxes, either in favor of or against the LLC;

(v) to pay any and all fees and to make any and all expenditures that the Members, in their discretion, deem necessary or appropriate in connection with the organization of the LLC, and the carrying out of its obligations and responsibilities under this or any other Agreement;

(vi) to cause the LLC's property to be maintained and operated in a manner that satisfies in all respects the obligations imposed with respect to such maintenance and operation by law, by any mortgages encumbering such property from time to time, and by any lease, agreement or rental arrangement pertaining to such property;

(vii) to cause necessary and proper repairs to be made, and supplies necessary for the proper operation, maintenance and repair of the LLC's property to be obtained;

(viii) to lease, sell, finance or refinance all or any portion of the LLC's property; and

(ix) to exercise all powers and authority granted by the Act to Members, except as otherwise specifically provided in this Agreement.

(c) Any Member of the LLC is authorized to execute on behalf of the LLC any documents to be filed with the Secretary of State of The Commonwealth of Massachusetts. Any Member of the LLC is authorized to execute, acknowledge, deliver and record on behalf of the LLC any recordable instrument purporting to affect an interest in real property.

3. *Office of the Limited Liability Company.* The address of the office of the LLC for purposes of Section 5 of the Act is:

5 APPLETON STREET, HOLYOKE, MA 01040

4. *Agent for Service of Process.* The name and address of the resident agent for service of process for the LLC is:

**JUSTIN PETER GOLDBERG, ESQ.
5 APPLETON ST
HOLYOKE, MA 01040**

5. *Members' Names and Business Addresses.* The names and business addresses of the Members are set forth on Schedule A attached hereto.

6. *Term of the LLC.*

(a) The term of the LLC commenced upon filing on the date hereof a Certificate of Organization in the Office of the Secretary of State of The Commonwealth of Massachusetts and the LLC shall have perpetual existence unless earlier terminated in accordance with Section 6(b).

(b) The LLC shall be dissolved:

(i) on a date designated in writing by all Members;

- (ii) upon notice by a Member;
- (iii) upon the death, incapacity, retirement, expulsion, of a Member;
- (iv) upon the sale or other disposition of all of the LLC's assets; or
- (v) upon the entry of a decree of judicial dissolution under Section 44 of the Act.

(c) Dissolution of the LLC shall be effective on the day on which the event giving rise to the dissolution occurs, but the LLC shall not terminate until the LLC's Certificate of Organization shall have been canceled, and the assets of the LLC shall have been distributed as provided herein. Notwithstanding the dissolution of the LLC, the business of the LLC and the affairs of its Members, as such, prior to the termination of the LLC as aforesaid, shall continue to be governed by this Agreement. A liquidator appointed by the remaining Members (who may also be a Member) shall liquidate the assets of the LLC, distribute the proceeds thereof as contemplated by this Agreement and cause the cancellation of the LLC's Certificate of Organization.

7. Capital Contributions, Loans, Capital Accounts and Liability of Members.

(a) Each Member has contributed in cash to the capital of the LLC the amount set forth opposite such Member's name on Schedule A hereto. Additional capital contributions may be made by any Member if agreed to by all Members. **JUSTIN PETER GOLDBERG, ESQ.** shall loan an initial sum of **\$800.00**; **MICHAEL LEES** shall loan an initial sum of **\$100.00**; and **IRENE MASSE** shall loan an initial sum of **\$100.00**; and from time to time loan other sums to the LLC (each such loan, a "Loan"). Any such Loan shall not be deemed, for any purpose, a capital contribution and each such Loan shall bear interest at the rate set forth on the Note evidencing the Loan, be nonrecourse to the Members and be repaid out of the first funds available therefor and in any event prior to any cash distribution.

Except as otherwise provided in this Section 7, no Member shall be obligated or permitted to contribute any additional capital to the LLC. No interest shall accrue on any contributions to the capital of the LLC, and no Member shall have the right to withdraw or be repaid any capital contributed by it or to receive any other payment in respect of its interest in the LLC, including, without limitation, as a result of the withdrawal or resignation of such Member from the LLC, except as specifically provided in this Agreement.

(b) An account ("Capital Account") shall be maintained for each Member and adjusted in accordance with Regulations under Section 704 of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent consistent with such Regulations, the adjustments to such Capital Accounts shall include the following: (i) there shall be credited to each Member's Capital Account the amount of any cash or the net fair market value of any property actually contributed by such Member to the capital of the LLC and such Member's share of the net profits of the LLC and of any items in the nature of income or gain separately allocated to the Members; and (ii) there shall be charged against each Member's Capital Account the amount of any cash and the net fair market value of any property distributed to such Member and such Member's share of the net losses of the LLC and of any items in the nature of losses or deductions separately allocated to the Members.

(c) The liability of the Members for the losses, debts and obligations of the LLC shall be limited to their capital contributions; provided, however, that under applicable law, the Members may under certain circumstances be liable to the LLC to the extent of previous distributions made to them in the event that the LLC does not have sufficient assets to discharge its liabilities. Without limiting the foregoing, (i) no Member, in his, her or its capacity as a Member shall have any liability to restore any negative balance in his, her or its Capital Account and (ii) the failure of the LLC to observe any formalities or requirements relating to exercise of its powers or management of its business or affairs under this Agreement or the Act shall not be grounds for imposing personal liability on the Members or Managers for liabilities of the LLC.

8. *Return of Contributions.* The contribution of each Member is to be returned to such Member only upon the termination and liquidation of the LLC, but contributions may be returned prior to such time if agreed upon by all Members.

9. *Share of Net Profits, Net Losses and Cash Distributions.*

(a) During the term of the LLC, the net cash flow, net proceeds of any sale or refinancing of any property of the LLC, and any other distributions of cash or other property of the LLC, shall be allocated among the Members in proportion to their respective capital contributions. Subject to the foregoing, distributions to the Members shall be made at such times and in such amounts as the Members shall determine. Notwithstanding, no distribution shall be made until after any Loan outstanding has been paid in full.

Distributions of net proceeds of liquidation of the LLC (whether of cash or other assets) shall be distributed to all Members with positive Capital Account balances (after such balances have been adjusted to reflect the allocation of net profits or net losses and items thereof through the date of liquidation pursuant to Section 9(b)) in proportion to and to the extent of such positive balances.

A Member, regardless of the nature of his contribution to the LLC, shall have no right to demand or receive any distribution from the LLC in any form other than cash. The LLC may, at any time, and from time to time, make distributions in kind to the Members. If any assets of the LLC are distributed in kind, such assets shall be distributed on the basis of their fair market value as determined by the Members.

(b) Net profits and net losses shall, for both accounting and tax purposes, be net profits and net losses as determined for purposes of adjusting Capital Account balances as provided in Treasury Regulations Section 1.704-1(b)(2)(iv)(b). Net profits and net losses of the LLC shall be allocated among the members in proportion to their respective capital contributions. For tax purposes, all items of depreciation, gain, loss, deduction or credit shall be determined in accordance with the Treasury Regulations under I.R.C. 704(b), and, except to the extent otherwise required by the Code, allocated to and among the Members in the same percentages in which the Members share in net profits and net losses.

(c) **JUSTIN PETER GOLDBERG, ESQ.** shall be the "tax matters partner" of the LLC for purposes of the Code.

10. *Substitution and Assignment of a Member's Interest; Resignation; Additional Members.*

(a) No Member may sell, assign, give, pledge, hypothecate, encumber or otherwise transfer, including, without limitation, any assignment or transfer by operation of law or by order of court, such Member's interest in the LLC or any part thereof, or in all or any part of the assets of the LLC, without the unanimous written consent of all of the other Members, and any purported assignment without such consent shall be null and void and of no effect whatsoever.

(b) No assignee of the interest of a Member may be substituted as a member of the LLC without the unanimous written consent of all other Members.

(c) Except as provided in Section 6(b), a Member may not resign from or otherwise terminate his or her membership in the LLC without the prior approval of all other Members.

(d) Additional Members may be admitted to the LLC if agreed to by all Members.

11. *Miscellaneous.*

(a) The Members shall cause the LLC to keep just and true books of account with respect to the operations of the LLC. Such books shall be maintained at the principal place of business of the LLC, or at such other place as the Members shall determine, and all Members, and their duly authorized representatives, shall at all reasonable times have access to such books.

(b) Such books shall be kept on such method of accounting as the Members may from time to time determine, and shall be closed and balanced as of December 31 each year. The same method of accounting shall be used for both LLC accounting and tax purposes. The fiscal year of the LLC shall be the calendar year.

(c) The Members shall cause the LLC to maintain one or more accounts in a bank (or banks) that is a member of the Federal Deposit Insurance Corporation (FDIC), which accounts shall be used for the payment of the expenditures incurred by the Members in connection with the business of the LLC, and in which shall be deposited any and all cash receipts. All such amounts shall be and remain the property of the LLC, and shall be received, held and disbursed by the Members for the purposes specified in this Agreement.

(d) Subject to the restrictions on transfers set forth herein, this Agreement, and each and every provision hereof, shall be binding upon and shall inure to the benefit of the Members, their respective successors, successors in title, heirs and assigns, and each and every successor in interest to any Member, whether such successor acquires such interest by way of gift, purchase, foreclosure or any other method, and each party shall hold such interest subject to all of the terms and provisions of this Agreement.

(e) No change, modification or amendment of this Agreement shall be valid or binding unless such change, modification or amendment shall be in writing and duly executed by all of the Members.

(f) This Agreement and the rights and obligations of the parties hereunder shall be governed by and interpreted, construed and enforced in accordance with the laws of The Commonwealth of Massachusetts.

(g) This Agreement may be executed in a number of counterparts, all of which together shall for all purposes constitute one agreement, binding on all the Members, notwithstanding that all Members have not signed the same counterpart.

(h) None of the provisions of this Agreement shall be for the benefit of or enforceable by any creditor of any Member, or any creditor of the LLC other than a member who is such a creditor of the LLC.

(i) If any general term or condition of this Agreement shall be invalid or unenforceable to any extent or in any application, then the remainder of this Agreement and such term or condition, except to such extent or application, shall not be affected thereby, and each and every term and condition shall be valid and enforced to the fullest extent and in the broadest application permitted by law.

(j) This Agreement constitutes the full and complete agreement of the parties hereto with respect to the subject matter hereof.

IN WITNESS WHEREOF, the Members have signed and sworn to this Agreement under penalties of perjury as of the date first above written.

MEMBERS:

JUSTIN PETER GOLDBERG, ESQ.

Hampden, ss. COMMONWEALTH OF MASSACHUSETTS

On this 13th day of April, 2024, before me, the undersigned notary public, personally appeared **JUSTIN PETER GOLDBERG, ESQ.** (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he) (she) signed it voluntarily for its stated purpose.

My Commission Expires:

M. Finkley
Notary Public



MIRIAM FINKLEY
Notary Public
Commonwealth of Massachusetts
My Commission Expires Sept. 13, 2024

Irene C Masse
IRENE MASSE

Hampden, ss. COMMONWEALTH OF MASSACHUSETTS

On this 13th day of April, 2024, before me, the undersigned notary public, personally appeared **IRENE MASSE** (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he) (she) signed it voluntarily for its stated purpose.

My Commission Expires:

M. Finkley
Notary Public



MIRIAM FINKLEY
Notary Public
Commonwealth of Massachusetts
My Commission Expires Sept. 13, 2024


MICHAEL LEES

Hampden COMMONWEALTH OF MASSACHUSETTS
_____, ss.

On this 13th day of April, 2021, before me, the undersigned notary public, personally appeared **MICHAEL DEES** (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he) (she) signed it voluntarily for its stated purpose.

My Commission Expires:

m. fin kley

Notary Public



MIRIAM FINKLEY
Notary Public
Commonwealth of Massachusetts
My Commission Expires Sept. 13, 2024



HOLYOKE GARDENS, LLC
SCHEDULE A
Names, Addresses, Capital Contributions and
Percentage Interests of the Members

Name and Business Address	Capital Contribution	Percentage Interest
JUSTIN PETER GOLDBERG, ESQ. 5 APPLETON STREET HOLYOKE, MA 01040	\$800.00	80%
IRENE MASSE 72 HIGH STREET APT #5 GREENFIELD, MA 01301	\$100.00	10%
MICHAEL LEES 151 SHEA AVENUE BELCHERTOWN, MA 01007	\$100.00	10%



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

William Francis Galvin
Secretary of the
Commonwealth

August 8, 2018

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

HOLYOKE GARDENS, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **March 26, 2018.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **JUSTIN PETER GOLDBERG ESQ, IRENE MASSE, MICHAEL LEES**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **JUSTIN PETER GOLDBERG ESQ, IRENE MASSE, MICHAEL LEES**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **NONE**



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Holyoke Gardens Cannabis Insurance

Holyoke Gardens will be engaging Nine Point Strategies for the facility insurance. Nine Point Strategies is a leader in the insurance of Cultivation Facilities, Dispensaries, Laboratories, Processors, and ancillary businesses. Nine Point Strategies will be providing Holyoke Gardens with liability insurance coverage and workers compensation insurance per 900 CMR 500.105 (10) (a-d) and per state and local laws.

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

If Holyoke Gardens would be unable to obtain cannabis insurance, for any reason, they must document the inability to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) and place in escrow a sum of no less than \$250,000 or such other amount approved by the Commission, to be expended for coverage of liabilities.

If they would use an escrow account, then the account is required to be pursuant to 935 CMR 500.105(10)(b) and must be replenished within ten business days of any expenditure. Reports documenting compliance with 935 CMR 500.105(10) shall be made in a manner and form determined by the Commission pursuant to 935 CMR 500.000.

Holyoke Gardens

Cultivation and Processing Facility Business Plan

2018

Holyoke Gardens

Cultivation and Processing

Business Plan

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1 Specific Items Addressed in the Ordinance

1.1 Operational Statement

Holyoke Gardens is a proposed Cannabis Cultivation and Processing Center located at **5 Appleton St, Holyoke, MA 01040**.

Holyoke Gardens plans on offering a wide variety of infused cannabis-based products and raw cannabis strains, including sativa, indica, hybrids, and high CBD.

Holyoke Gardens' vertically integrated business model and exceptional Upper Management Team is uniquely qualified to run this proposed Cannabis Cultivation and Processing Center.

Holyoke Gardens provides employee's with secured entrances and exits using video camera surveillance and other advanced security measures.

With a highly educated and well trained staff, we will provide the highest quality lab tested, compliant cannabis based products for registered recreational resale license holders.

1.2 Safety and Security Plan

Security plan is required to identify the security requirements of an organization. In this case, we will include physical, product and people security policies, systems and access controls. Our formal security plan will include all alarms, motion sensors, access controls, and our safe/vault, specifications.

Holyoke Gardens shall ensure that any person at the marihuana facility, except for employees of the licensee, are escorted at all times by the licensee or at least 1 employee of the licensee when in the limited-access areas at the marihuana facility.

We shall securely lock the facility, including all interior rooms, windows, and points of entry and exits with commercial-grade, nonresidential door locks. Production area's and Administrative area's WILL be secured with the latest security technology.

Holyoke Gardens shall maintain an alarm system at the marihuana cultivation and processing facility. The alarm system will be monitored by two independent monitoring companies. These companies are to be determined and finalized shortly. Upon request, **Holyoke Gardens** shall make

Holyoke Gardens

Cultivation and Processing

Business Plan

wholly available to the department all information related to the alarm system, monitoring, and alarm activity.

Holyoke Gardens shall have a video surveillance system that, at a minimum, consists of digital or network video recorders, cameras capable of meeting the recording requirements in this rule, video monitors, digital archiving devices, and a color printer capable of delivering still photos.

As requires by State law, all video information will be retained for 90 days.

1.3 Odor Control and Ventilation Plan

1.3.1 Carbon Filters

Carbon Filter/Scrubber (Scrub odors from air)

Carbon Filters & Carbon standard” for controlling room odors, carbon filters will actually pull the any odors that pass

For odor control, we plan the air coming out of the facility.

Each grow pod will have carbon smell removing filter



Scrubbers are the “gold commercial marijuana grow (also called 'carbon scrubbers') smells out of the air, neutralizing through.

on utilizing Carbon to neutralize exhaust, as well as inside of the

all exhaust air filtered through a

Squirrel Cage Fans will be used to circulate the air.



We are choosing to opt out of **Ozone Generator's**, due to the fact that it's a lung irritant, and can produce a slew of health effects.

1.1.1.1. HEPA Intake Air Filters



We will use a HEPA air intake filter for all air introduced to the grow pods

The **OmniAire 2000V** is the most popular, versatile machine with high airflow, variable speed and many accessories. A smooth aluminum housing is easy to sanitize in a cannabis environment and to maintain clean.

OmniAire equipment provides a cleaner and healthier environment in industrial facilities as well as abatement projects.

ACCESSORIES

- Activated carbon filters for removal of chemical fumes and biological contaminants
- Multi-packet bag filter can be installed in place of HEPA for economical removal of construction dust.
- Intake manifold for flex hose connection
- UV germicidal irradiation modules
- PEROx Air Purification module for destruction of VOCs, odors, virus and bacteria

For your safety, OA2000V comply with OSHA, UL and CSA/IEC electrical safety requirements.

Airflow - 300-1900 cfm

Dimensions 20" W 29" H 34" L

Weight - 110 lbs

1.4 Waste Disposal Plan

All marijuana waste will first have all drug content extracted from it in our processing center. The resulting plant waste will be converted into biochar, with an onsite reactor.

Used soil will be remediated in an onsite soil remediation facility. The facility will be outside in a fenced in area.

Regular solid waste will be disposed of in an onsite dumpster.

Our Company shall not, at any time, sell marihuana waste or marihuana products that are to be destroyed, or that the department orders destroyed.

Additionally, we will do extensive recycling of plastic, paper, glass.

We are anticipating 275 gallons of wastewater per pod per week, which will be disposed of using the city sewage system. All wastewater will be filtered prior to discharge into into the sewers.

1.5 Hours of Operation

Our regular proposed Hours of Operation for Holyoke Gardens Cultivation and Processing Center are:

- **Monday through Sunday-8 a.m. to 8 p.m.**

Holyoke Gardens

Cultivation and Processing

Business Plan

1 Executive Summary

1.1 Summary of Company

Holyoke Gardens is a Proposed Cannabis Cultivation Production Facility located at **5 Appleton St, Holyoke, MA 01040**.

Our **Cultivation and Processing Facility** will produce the finest grade recreational cannabis products, both flower, oils, and finished product that will be fully tested and reviewed by our Quality Assurance Director, in cooperation with independent testing laboratory NTI, and released safely for distribution to our planned Distribution Partner's. Our Distribution Partners include Licensed Provisioning Centers, Other Licensed Cultivators, and other Licensed Processing Facilities.

2 Company Description

2.1 Mission Statement

The mission of Holyoke Gardens, LLC is to procure and hold licensure from the Commonwealth for the cultivation of marijuana and be a high quality producer of the same for many years.

2.2 Vision Statement

Holyoke Gardens, LLC is committed to being a Massachusetts leader in producing high quality marijuana in a ecological and socially responsible manner by using carbon free electricity and organic nutrients. As well, we are committed to local workforce development and paying a generous living wage. Our plan is to acquire and operate multiple cultivation and processing facilities in Holyoke, Massachusetts. Our official company slogan is "Green Grown Green".

2.3 Business Goals

We plan to provide a corporate business solution with Top Quality Recreational Cannabis, grown under a sustainable, green leaning, quality controlled environment. We plan on being completely compliant with State Mandated Inventory Control and Seed to Sale Software.

2.4 Directors-Responsible Person in Charge(RPIC)

Justin Goldberg will be the designated Responsible Person in Charge (RPIC) of the Company, and will also be the designated Emergency Contact for the **Holyoke Gardens Facility**.

2.5 RPIC Experience

Justin Goldberg's background Experience and Qualifications which perfectly suit him for the task are as follows....

- Justin has been a practicing attorney in the State of Massachusetts since 2012

Holyoke Gardens

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Business Plan

- Justin has been working with Positronic Farms, Inc. for the past year on the development of their marijuana cultivation and processing facility.
- Justin is also licensed to teach secondary mathematics in Massachusetts.

2.6 Corporate Entity

Holyoke Gardens Facility's operating corporate structure is a **Member Manager LLC**. having 3 principals. The principals are as follows...

- Justin Peter Goldberg, ESQ. CEO
- Irene Masse, COO, Head Grower
- Mike Lees, CFO

2.7 Type of Licensure

Holyoke Gardens is initially pursuing a **Cultivation License**. Once that is obtained, we fully intend on pursuing a manufacturing license from the State of **Massachusetts** under the **Massachusetts Marijuana Business Licensing Act**.

2.8 Location/Zoning District

Holyoke Gardens proposed facility location has a physical address of **5 Appleton St, Holyoke, MA 01040**. in the **County of Hampden, MA**. The proposed facility is currently located in the **IG Industrial and Agricultural Municipality of Hampden, MA**

2.9 Type of Facility

The type of facility will be a **Retrofit Construction**. We plan on meeting all Building, Fire and Safety Requirements in order to be fully permitted and compliant with the **City of Holyoke as well as the State of Massachusetts**.

Our intent is to construct 20 X 30 grow pods within the larger factory rooms. Our goal is to have eventually at least 72 pods constructed at the end of our buildout.

2.10 Ownership of Facility

Holyoke Gardens has entered into a lease agreement with Positronic Farms, Inc. for the property.

This lease includes provision of all facilities and services required to grow product, including all the electricity. Our contract provides that we will make a minimum of 10% profit on all transactions after expenses.

3 Staffing Plan

3.1 Executive Staff

Justin Peter Goldberg, ESQ. - **Position: CEO**

Justin will manage day to day operations and ensure regulatory compliance. In addition, Justin will work as a grow room technician during the period leading to first harvest. Justin will also be a grow room technician for the first phase of development.

Irene Masse - **Position: Head Grower**

Irene will manage all cloning, transplant, and cultivation operations.

Mike Lees - **Position: CFO**

Mike Lees will be handling all bookkeeping and financial transactions. Additionally, Mike will also be a grow room technician for the first phase of development.

The first 6 grow pods will be managed by the initial staff of 3. After the first three months, upon receipt of first harvest revenues, we will hire the following people to expand our operations

Marcus Houston - **Position: Grower**

Marcus will be responsible for the supervision of several grow pods.

Colin Ward - **Position: Grower**

Colin will also be responsible for the supervision of several grow pods.

Steve Blais - **Position: Extraction Technician**

Steve will be managing the RSO Still, the CO2 Extraction Machine, and the Rosin Press to produce a variety of oils and other products. Steve will also coordinate sales of these products.

Ashley Merritt - **Position: Assistant Extraction Technician**

Ashley will assist with the extraction process as required

Clinton Kenney - **Position: Grower**

Clinton will also be responsible for the supervision of several grow pods.

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Holyoke Gardens

Cultivation and Processing

Business Plan

Additionally we will have a Corporate Attorney and CPA. They are.....

David Noonan - **Position: Corporate Attorney**

James Barrett - **Position: CPA, Partner, Meyers Brothers, Kalicka**

3.2 Job Numbers

<u>SECTOR</u>	<u>NUMBER OF POSITIONS</u>
<u>Upper Management</u>	<u>3</u>
<u>Cultivation</u>	<u>3</u>
<u>Processing</u>	<u>2</u>
<u>TOTAL POSITIONS</u>	<u>8</u>

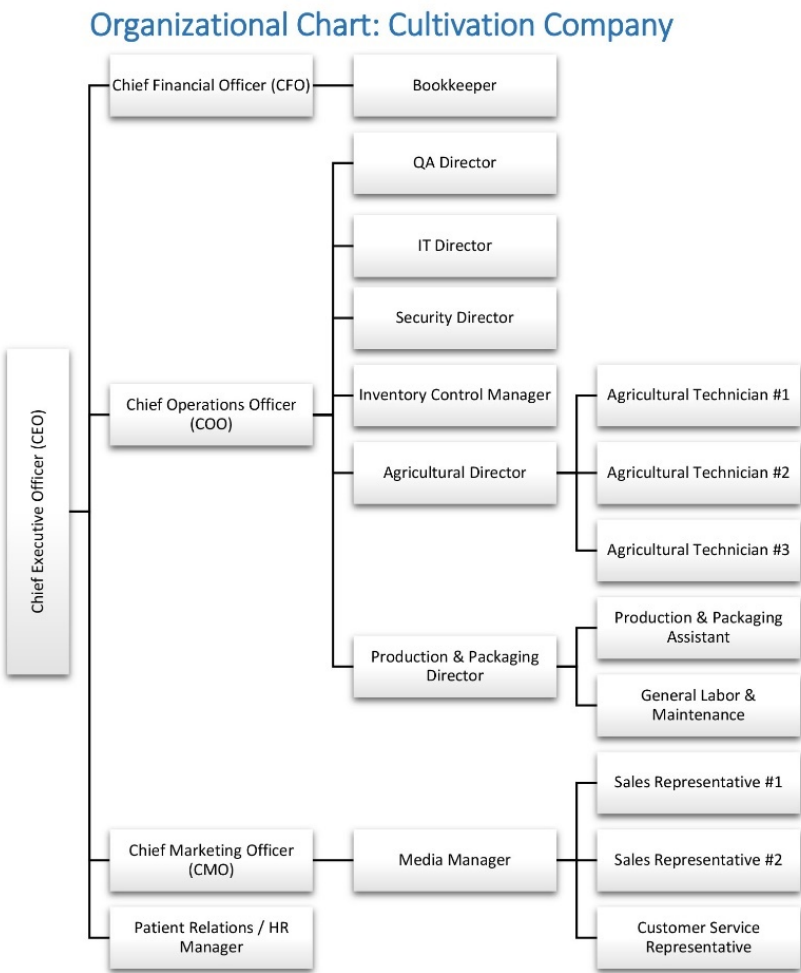
Within the first three months our initial number of jobs will be 3. Afterwards, we will ramp up to 8. Ongoing, we will add one new grower position for every 3 pods constructed.

Our eventual goal at 72 pods (Max Capacity) will be 24 growers.

3.3 Wages and Salaries

For the first three months, all employee's will work for minimum wage. Once initial harvest revenues have been achieved, all wages will go up to \$20/Hr.

3.4 Organizational Structure



3.5 Staffing Management and Training

Our organization will have a comprehensive staffing plan in place to guide the recruitment, hiring, training and managing of our employees.

Our plan includes the following highlights:

- Clear definition of each employee’s responsibilities

- Clearly defined chains of command and authority
- Professional recruiting practices and policies
- Thorough training programs that will help to develop well trained, qualified and well compensated professional personnel

Holyoke Gardens shall train employees and have an employee training manual that includes, but is not limited to, employee safety procedures, employee guidelines, security protocol, and educational training, including, but not limited to, marihuana product information, dosage and daily limits, or educational materials

3.6 Continuous Employee Screening

Holyoke Gardens shall screen our employees as required by Massachusetts State Regulations.

4 Facility Operations Plan

4.1 Operating Hours

Once Licensed, **Holyoke Gardens** shall operate during the hours of 8 a.m. thru 8 p.m. 7 days a week.

4.2 Methods

We plan to streamline the plant production process so that it is entirely self-sustained, follows organic practices and does not rely on bringing in outside plant matter. Our vision is to re-create nature in an indoor environment while enforcing a minimal waste policy.

All of the plant material needs of the facility are fulfilled from existing plants, called Mother Plants, creating a perpetual plant production model that constantly recycles itself. By doing this we are able to service all of our production, allowing us to avoid problems associated with bringing in outside plant matter and helping keep more jobs and production in the local community.

4.2.1 Production Process

The production process begins from Cloning all the way to Curing (ready for Packaging). Steps covered in the *production process* include the:

- The Cloning Process
- The Vegetation Process
- The Flowering Process
- The Harvesting & Drying Process

- The Trimming Process
- The Curing Process
- The Quality Evaluation and Lab Testing Process

4.2.2 [Supply Chain Process](#)

Additionally, the final three (3) steps are included as part of our supply chain process. The Testing Process is listed below. All of the production process steps, combined with the three (3) steps below, are considered to be our total *supply chain process*. The remaining 3 are:

- The Testing Process
- The Cultivation Packaging Process
- The Cultivation Distribution Process

4.2.3 [The Cloning Process](#)

We intend to produce plants by cloning. Cloning is when female plants are grown large enough under a *Vegetative Lighting Cycle* (18-24 hours of lighting) to be able to produce enough cuttings for new plants. Cuttings are areas of new growth on a mature Cloning Mother that are cut and then planted to make new plants. This Vegetative Reproduction process allows for the cutting to maintain the exact same genetic qualities as the Cloning Mother (which is why cuttings are often referred to as Clones).

4.2.4 [The Vegetation Process](#)

Vegetation is when small plants are grown into full size plants, under a Vegetative Lighting Cycle, so they are large enough for maximum flower production. Since a plant usually will grow an extra few inches in the Flowering Process, the optimal size for a Vegetative Plant is between one and two feet, depending on the strain.

During the growth process as a plant grows, it is imperative that the plant is managed correctly through several techniques such as Topping, Fimming, Pruning, and Bending.

Topping

Topping involves locating the top of the plant and cutting the main stem just below the newest growth, making it a “headless” plant. The new branch will then form a “Y” shape, allowing for two new stems to grow. Whenever you cut one stem, the smaller leaves below the cut area begin to grow out new branches. So if you cut one stem it will turn it into two stems; cut those two stems, they will turn into four; and so on.

Fimming

Fimming is very similar to Topping, and involves removing the top new growth of a Plant to force the hormones to expand down and outward. This causes the plant to grow more tops and flowering sites. Fimming can be done multiple times to one plant to increase the plant's yield capacity.

Pruning

Pruning is a process that is required when the plant is about 1' to 1½' tall. The lower region of the teen will be pruned of all leaves and smaller branches, promoting upward growth. This allows the plant to utilize its resources and energy toward growing its upper portion or the area that is more likely to produce flowers since it is closest to the grow light. The pruned plant matter will be sent to extractions or recycled as compost.

Bending

Bending is angling the teen toward a specific area of concentrated light that will allow maximum light penetration for the entire plant. As the teen's top branch turns toward the light, it allows the light to illuminate other areas of the plant that are not receiving as much lighting.

4.2.5 The Flowering Process

Flowering is a process when adult plants begin producing Cannabis flowers. Once adult plants are placed into Flowering, the lighting cycle is changed from the Vegetative Lighting Cycle to the Photoperiod Lighting Schedule, or to 12 hours of daylight and 12 hours of darkness, to induce flowering. The flowering cycle of each Strain will range typically from forty nine (49) days to seventy (70) days. 7 to 10 weeks.

4.2.6 The Harvesting & Drying Process

Once a Flowering plant has completed its flowering cycle, it is ready to be harvested, or cut and hang dried. Harvesting is done in a temperature-controlled room with minimal humidity and adequate air circulation. It is important that the finished plants are not dried too quickly as this can affect the plant's smell and taste, but also that they do not dry too slowly as this can attract mildew and mold.

The finished plants are cut from their main branch and hung upside down on racks to dry out excess water weight. Each plant is placed at least four (4) feet above the ground and separated by a few inches. The plants are not vertically stacked on top of each other because that would impede the drying process and make the plants more susceptible to mold and mildew.

4.2.7 The Trimming Process

After a hanging plant is fully dried it is ready to be trimmed. Trimming is done in a sterile room full of ample lighting, tables and chairs. Trimming entails cutting off any remaining plant matter (leaves, stems, etc.) to leave the cannabis buds. Mostly hand instruments will be used for precision trimming. Automated machines are helpful for initial manicuring and can save time, but hand instruments are still necessary for detailed finish work.

Our plan is to use mechanical trimming equipment to save labor expenses.

4.2.8 [The Curing Process](#)

The final step of the production process is Curing. The trimmed cannabis contained within the sealed curing bins is properly aerated to remove any remaining water. The lids of the curing bins are manually opened and closed, to slowly let out the remaining water weight and increase the flavor and aroma of the trimmed cannabis. The trimmed cannabis is rotated in the curing bin from time to time, and turned over to facilitate the curing process. The bins are opened and closed every 2-4 hours typically over the course of a week.

We plan on using High and Dry Kilns to dry and cure our product.

4.2.9 [Cultivation Packaging](#)

After the marijuana has finished curing it is brought into a temperature-controlled room with minimal humidity and adequate air circulation efficient for the safekeeping and storage of our cannabis. The cannabis is then weighed, packaged, labeled, stored and then distributed.

We plan on having 3 methods for packaging...

- Bulk packaging in vacuum sealed bags
- Canning with nitrogen insert
- Glass or plastic tubes for individual cola's

4.2.10 [Hydroponic Design](#)

Specifically, we plan on using an Ebb and Flow System. We will be utilizing 2 X 8 trays on rolling carts. Each tray will be connected by hoses to the pods internal piping system. This will allow for water to enter and leave the tray.

4.2.11 [Harvesting Cycles](#)

Harvesting Cycles are representations of the day and night cycles of the sun. As with all plants, they depend on these cycles to know when the season changes from seed to harvest. Indoor gardening gives us the ability to control what plants perceive as seasonal cycles to allow for quicker harvests.

4.2.12 [Vegetative Lighting Cycle](#)

A Vegetative Lighting Cycle entails 18-24 hours of light, and 0-6 hours of darkness. We will specifically be using 18 hours of light in our vegetative cycle.

4.2.13 [Photoperiod Lighting Cycle](#)

A Photoperiod Lighting Schedule entails 12 hours of light, and 12 hours of darkness.

To maximize the amount of harvests within a calendar year, we plan on using the sea of green method for growing, with only a two week vegetative time. This will maximize harvests per year and pounds per square foot of canopy.

4.2.14 [Green Lights](#)

To keep lighting schedules precise, we will utilize accurate automatic lighting timers to turn on lights and turn them off. During darkness hours, it is imperative that there is complete darkness to prevent trauma to the plant or interrupting its photoperiod cycle. This can cause a large amount of stress on the Plant and confuse it. If there is an emergency and a horticulturalist needs to access the cultivation facility during darkness hours, green lights will be used which minimize the impact on the Plants. The green spectrum of light is the only spectrum that is not absorbed or recognized by the plants. Portable green LED lights will be available for personnel and also installed inside the room.

4.2.15 [Staggering Harvests](#)

Our plan is to have 3 pods built every two weeks. This way, there will be harvests in both the middle and the end of every month, so as to also spread out the work.

4.3 [Extraction Process](#)

4.3.1 [Overview](#)

Our extraction plan is as follows....

We plan on producing 3 different types of extracts initially

- RSO-Produced with an alcohol still
- Carbon Dioxide Extraction-Produces Shatter and similar products
- Rosin Press-Produces Live Rosin and similar products.

All of the scrap created by our cultivation work will be converted into RSO (Rick Simpson Oil). Our plan is to sell half of the RSO that we manufacture and give away the other half.

Our mechanism for giving away the product will be a website where people can sign up and request doses and the only cost to receive additional doses after the first batch is to fill out a report about the experience with and effects of the medicine.

Our mission is to create an anecdotal database that can be used by researchers as a launch pad for more scientific studies.

4.4 Labeling and Packaging Requirements

4.4.1 Labeling

All marihuana product sold or transferred from our marihuana facility to any other licensed marihuana facilities will mandatorily have the tracking identification number that is assigned by the our seed to sale tracking software affixed, tagged, labeled and recorded.

Prior to any tested and released for sale cannabis being sold or transferred to any of our **Distributor Partners**, a package tag must be affixed to the plant or plant container and enclosed with a tamper proof seal that has the following information:

- a) Business or trade name, licensee number, and RFID package tag assigned by the our monitoring system that is visible.
- b) Name of the strain.
- c) Date of harvest
- d) Required Universal symbol

Most states have to conform to the same regulations for labelling as those that already exist for all food products. Using that as a guide... our labelling procedures will include:

- All items that are individually packaged and labelled at the point of preparation.
- All packaging of the cannabis infused products will conform specially to the same rules in the food packaging act.
- The labels will include the following:
 - Name and address of the cultivator who grew and manufactured the item. Our company in this case.
 - The product name, both common and unique slang names will be included.
 - Cannabinoid and THC Ratio's as dictated from the Pre-Sale Lab Testing results
 - All products will initially be 100% cannabis, and eventually the company will offer infused products, which will have all ingredients on the label.
 - To be safe, a warning label will be included: "This cannabis product was produced in a cannabis cultivation center that is subject to public health inspection".
 - We will follow all labelling requirements for allergens as specified by the Federal Food, Drug and Cosmetics Act, and the Federal Fair Packaging and Labelling Act.

- The pre-mixed total weight (ounces or grams) of the cannabis product in the package.
- Date the product was manufactured and the “Best if Used By” Date.

4.4.2 Packaging

A **Packaging and Labeling Policy** is required to ensure the quality, safety, accuracy and efficacy of our materials. This includes products, components, food, labeling, packaging materials, product containers and closures. We will take all the necessary steps to ensure all retail packaging is child proof and safe from tampering, contamination and adulteration.

- All retail cannabis products will be packaged for the **Distributor Partners** in child-resistant packaging in accordance with all existing and future regulations.
- Eventually, All cannabis infused products that are in solid or liquid form will be packaged in containers which are compliant with the published regulations.
- Cannabis products in liquid form will be sealed. In accordance with the regulations we plan to use child-resistant packaging.
- All of our retail cannabis products will be individually packaged, properly labelled and sealed. Current regulations suggest that all packaged units set a maximum size. We will adhere to the existing and future regulations as published by local and state authorities.
- When employees suspect exposure to contamination or adulteration they will and must be reported. The standard procedures are identified in the *Contamination and Adulteration and Disposal of Rejected Materials Manual*, which is in the development stages, currently.

4.5 Inventory Control

Seed to Sale Tracking Software BIOTRACK THC will handle all inventory tracking, cannabis and agricultural supply tracking. As well as inventory compliance for the State of Massachusetts

A Scheduled retention of all records produced by our seed to sale tracking system will be implemented and kept for a minimum of 2 years.

4.6 Cannabis and Cash Storage

All inventory of marijuana products will be stored at our marijuana facility in a secured limited access area or restricted access area, and identified and tracked consistently with our seed to sale tracking software.

We will have a restricted access room made out of cinderblock with a steel door. This door will have a lock that will require a keycard and a code and will be restricted as to the hours that it can actually be open.

Limited personnel access will also be implemented, as dictacted by upper management.

All transfers of material to and from this vault will be supervised by the onsite armed security guard.

There will be no cash kept on premises.

4.7 Chemical and Pesticide Storage

There will be a specific designated Chemical and Pesticide Storage Room inside of our facility that will have limited access, and be constantly monitored by video surveillance.

4.8 Temporary Waste Storage

There will be a specific designated Temporary Waste Storage Room inside of our facility that will have limited access, and be constantly monitored as well by video surveillance.

Waste will be kept in sealed and secured, odorless barrels, while awaiting disposal, so as not to attract pests or vermin.

All temporary waste will be extracted for oil before disposal.

4.9 Product Testing and Release

All Cannabis Products will NOT be released as saleable inventory from our facility to any **Distributor Partners** unless the product or product batch is verified by the contractor testing laboratory, as well as our **Inventory and Quality Manager** and signed off on..

Lab testing Verification will be recorded and conducted for every harvested batch of raw cannabis. No product or batch of products will be released for sale without recorded verification of that batch or product passing the **State required Lab Testing Standards for State of Massachusetts**.

All products sold will include a copy of the independent lab tests with shipment.

Once clones are transplanted into soil We shall tag each plant with an individual plant tag and record the identification information in the seed to sale tracking system.

We shall delineate or separate the plants as the plants go through different growth stages and ensure that the plant tag is always identified with the plant throughout the growth span so that all plants can be easily identified and inspected pursuant to the act and these rules. Our **Master Grower** and **Quality Assurance Director** shall ensure that identification information is recorded in our seed to sale tracking system in accordance with the act.

After a tagged plant is harvested, it is part of a harvest batch so that a sample of the harvest batch can be tested by a Contract lab testing facility. Our Master Grower shall isolate a harvest batch from other plants or batches that has test results pending. A harvest batch will be easily distinguishable from other harvest batches until the batch is broken down into packages.

Our Cultivation and Processing Facility will never transfer or sell any marihuana product that has not been packaged with a package tag attached and recorded in our seed to sale tracking system..

Our Batches shall be tested for the following....

- a) Moisture content.
- b) Potency analysis.
- c) Tetrahydrocannabinol level.
- d) Tetrahydrocannabinol acid level.
- e) Cannabidiol and cannabidiol acid levels.
- f) Foreign matter inspection.
- g) Microbial and mycotoxin screening.
- h) Pesticides.
- i) Chemical residue.
- j) Fungicides.
- k) Mold and Mildew
- l) Insecticides.
- m) Metals screening.
- n) Residual solvents levels.
- o) Terpene analysis.
- p) Water activity content.

A batch shall only be released for sale by our Quality Assurance Director if it meets or exceeds these minimum testing result requirements from a Licensed Testing Facility...

4.10 Product Recall

Product Recall and Complaint Handling is specifically handled by our Quality Assurance Director, and complaint forms and recall investigation procedures are outlined in our OPERATIONS MANUAL

4.11 Pest Control Plan and Quarantine Room

There will be a specific designated Quarantine Room inside of our facility that will have limited access, and be constantly monitored by video surveillance. This will be used to house infected plants due to either disease or pest infestation, if this event occurs. The Quarantine room is essential to our Pest Control Plan as well.

If needed, we will have a State Licensed, and Reputable Pest Control Company do an investigation of our facility in order to make sure no unwanted birds, mice, or vermin of any kind invade our facility.

4.12 Proposed Pesticides

We are not going to be using any non-organic pest control methods. So basically, no pesticides whatsoever, besides soapy water. Also we plan on using biological deterrents, such as predatory mites, and ladybugs to control pests.

4.13 Sanitation, Maintenance, and Personnel Hygiene

Our Quality Assurance Director will maintain a mandatory sanitation and maintenance schedule, which all staff, managerial and non-managerial, will be required to adhere to at all times. Personal hygiene is also mandatory and is outlined in our Quality Assurance Manual.

Employee's will be required to wash their hands and face upon entry, wear a hairnet, and change into a company provided uniform and company provided shoes. This will happen in their locker room.

If an employee goes from one pod to another pod, they will be required to wash up and change prior to entry.

4.14 Proposed Water Usage/Waste Water

Our estimates for proposed water usage are around 275 gallons per week per pod. run thru a reverse osmosis machine to purify the water before it goes into our fertigation system.

We plan on filtering all waste water prior to entry into the sewer.

4.15 Waste and Chemical Disposal

All production facility waste, including chemicals, plant waste, general trash, and any other waste product, will temporarily be housed in sealed, odorless barrels, in our dedicated Waste Disposal Storage Room, until such time as we are able to properly dispose of the waste through a 3rd party waste management company, which is, as of yet to be determined.

The vegetative waste will be converted onsite to biochar and liquid fuels in a reactor.

4.16 Ventilation Plan

Throughout the production facility, in all rooms that contain any sort of cannabis flower, trim, or plants, we plan on implementing industrial grade squirrel cage fans attached to industrial grade carbon filters. These will serve to clean all the air of any odors emanating from the production of cannabis in any form.

We also plan on utilizing HEPA filtration intake air systems to clean the air of contaminants as air is pulled in from outside. There will be screens on all air intake vent systems to ensure proper pest control from the outdoors as well.

4.17 Transportation

It is our plan at this point that we will have a nondescript delivery vehicle that will travel at a random time, followed by an additional vehicle with a municipal or state police officer who is on detail.

The money received from transactions will be dropped off at a bank safe deposit box at the end of the trip, while we still have a chase car.

4.18 Handicap Accessibility to Parking, Facility Access, and Restrooms

We will ensure that if needed, our entire facility can be handicap accessible, including handicapped parking, entrance ramps, and handi-capable toilet and bathroom design.

The nature of the work at the facility is such that handicapped persons are not capable of executing it.

4.19 Permits and Inspections

We plan on being a totally transparent company in full compliance with State law regarding our operations. At any given time, if any police, fire, or any other governmental compliance personnel need to conduct any time of investigation or audit, our doors are completely open, as will be all company records.

5 Technology and Record keeping

5.1 Tracking Inventory(RFID)

Our Inventory Control will largely be implemented by our seed to sale tracking system Biotrack THC.. Once plants are transplanted into soil , they will be given an individualized **RFID** tag

Additionally, all inventory, including all cannabis plants at all stages, as well as all pesticides, nutrients, chemical additives, and any other recurring agricultural supplies will be managed by the BIOTRACK THC Seed to Sale Management Software.

5.2 Recordkeeping Technology

In order to successfully operate our cultivation facility, we will be implementing several different types of software based solutions to handle the differing needs of the company in order to maintain full compliance with the state as well as to ensure smooth operations moving forward upon licensure.

Software Requirements include the following Categories:

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- Email Functionality
- Accounting Software
- Inventory Tracking & Compliance , Seed to Sale Software/Vendor Management – Biotrack THC
- Personnel software

Microsoft Outlook will be used for email requirements of the organization.

QuickBooks Pro Online will be used for all accounting needs.

HR Software to be determined

Bio track THC Is the cloud hosted – web accessible online software used to manage and report the supply chain activities as required by the state regulations.

BIOTRACK THC, enables the following...

- Seed to Sale Tracking-Fully featured Seed to Sale Tracking
- Inventory Control-Tracks and Manages thousands of Plants and Products right down to the milligram
- Distributor Partner Management
- Allows easy organization of **Distributor Partner's** information and also allows for online **Distributor Partner's** orders.
- Automatically Report Required Data to State System if required
- Custom Compliance-Focused Reporting
- Track Waste, Destruction and Account for Conversion and Moisture Losses
- Transport Manifests with All Necessary Information
- Real-Time Product Recalls
- Compliant Labels Customized with Your Business Logo, Name, and Much More
- Industry-Leading Security Standards

Software Features:

- Real-time inventory tracking
- Manage multiple locations
- **Yield Forecasting** – Monitor and analyze your harvest data to optimize for larger yields.
- **Genealogy Tracking** – Record and track cross-breeding, plant genetics and monitor clone potency results.
- **Built for Growers** – Built for cannabis growers, by cannabis growers. Custom workflows to support the weighing of multiple plant by-products (wet or dry), plus multiple data collection points and ability to grade product quality upon curing.

- **Analyze Your Results** – Monitor Pesticides and Nutrients applied, log Strain Notes detailing light and watering cycles, plus review Past Harvest Data to optimize your future yields.
- Generate Invoices for Vendor Purchases
- Place online vendor orders
- Download and generate sales reports
- Manage employees and track hours
- Low inventory notifications
- Email and text message **Distributor Partner's**
- Manage **Distributor Partner's** data and documents
- Notification for expirations
- **Distributor Partner's** visit tracking & reward program
- Custom Branded public pages
- Import existing **Distributor Partner's** and inventory

5.3 Recordkeeping Schedule and Documentation

The following categories of records and documentation will be kept securely archived for a minimum of 7 years, in order for us to be fully compliant during any audits or investigations that the state may want or need to conduct...

- **Employee Movements**-including all employee movement throughout the facility, including time stamps of all pods entered and left.
- **Policies and Procedural Manuals**, including employee handbooks, training manuals, operations manuals, educational manuals
- **HR Records**-Including Hiring and Firing, Payroll, Employee Management
- **Seed to Sale**-Tracking and Operational Management Records
- **Security Records**, including incident reports, and surveillance footage, as well as access logs, monitoring reports, etc.
- **Financial Records**, including annual financial reports, tax records, investment records, bank statements, audits,
- **Legal Records**, including litigation files, court orders, legal memoranda and/or opinions.
- **Quality Assurance Records**, including Maintenance and Sanitation Schedules, Product Recalls, Complaint Handling, Lab Testing Results, and Product Releases
- **Property Records**, including correspondence, deeds, purchase agreements, licenses, property insurance

- **Insurance Records**, including claims files, group insurance plans, and insurance policies.
- **Corporate Records**, including minute books, signed minutes of the Board and all committees, corporate seals, articles of incorporation, bylaws, annual corporate reports, Licenses and Permits.

6 Security Plan

6.1 Security and Equipment Overview

Northeast Security Solutions is the vendor for the motion detector system.

That system is monitored by two independent monitoring companies.

Our security equipment, including access control systems, vault, safes, alarm and monitoring equipment, video surveillance, etc., will be provided by Normandeah is handling the video surveillance system.

The Security Director for our facility, will be in charge of making sure all visitors are escorted at all times by the licensee or at least 1 employee of the licensee when in the limited-access areas at the marijuana facility.

The Security Director , shall sat all times, make sure to securely lock the marihuana facility, including all interior rooms, windows, and points of entry and exits. All points of entry and exit within the facility will be fitted with commercial-grade, nonresidential door locks.

Our Cultivation and Extract Processing Facility shall maintain an alarm system at the marihuana facility. Upon request, a licensee shall make available to the department all information related to the alarm system, monitoring, and alarm activity.

Our Cultivation and Extract Processing Facility will have a video surveillance system that, at a minimum, consists of digital or network video recorders, cameras capable of meeting the recording requirements in this rule, video monitors, digital archiving devices, and a color printer capable of delivering still photos.

Our Cultivation and Extract Processing Facility will be implementing a video surveillance system which records any areas where marijuana products are weighed, packed, stored, loaded, and unloaded for transportation, prepared, grown or moved within the marijuana facility.

The video surveillance system will also record all limited-access areas and security rooms, including transfers between rooms.

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Our security room will have a surveillance system storage device with at least 1 camera recording the access points to the secured surveillance recording area.

All entrances and exists to the building must be recorded from both indoor and outdoor vantage points. As well, all of the areas of entrance and exit between marijuana facilities at the same location if applicable, including any transfers between marijuana facilities.

Our surveillance camera system will have 4k Ultra HD High Resolution, enabling crystal clear recordings of everyone within 20 feet.

All surveillance camera's will be permanently mounted and in a fixed location. Each camera will be placed in a location that allows the camera to clearly record activity occurring within 20 feet of all points of entry and exit on the facility, and allows for the clear and certain identification of any person, including facial features, and activities, including sales or transfers, in all areas required to be recorded under these rules.

All camera's will record continuously 24 hours per day and recorded images will clearly and accurately display the time and date, and also be on secured media storage devices. These devices will be fully protected from tampering and theft.

All recordings will be kept for a minimum of 90 days on our secured storage server's.

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Surveillance recordings will be subject to inspection by the department, through its investigators, agents, auditors, and/or the state police, and will be kept in a manner that allows the department to view and obtain copies of the recordings at the facility immediately upon request. The company shall also send or otherwise provide copies of the recordings to the department upon request within the time specified by the department.

The company will maintain a video surveillance system equipped with a failure notification system that provides notification to the licensee of any interruption or failure of the video surveillance system or video surveillance system storage device.

A log of recordings will be maintained, which will record the following:

1. The identities of the employee or employees responsible for monitoring the video surveillance system.
2. The identity of the employee who removed the recording from the video surveillance system storage device and the time and date removed.
3. The identity of the employee who destroyed any recording.

6.2 Access Control

The access control design is to prevent unauthorized access to high security areas of the facility. Profiles are created to allow access by specific individuals and can be controlled by day, date, and time. Individuals will be required to present their security credentials at the door in order to gain access to the protected area.

This will be accomplished by doing a card swipe and entering a keycode. There will be a distress code that will allow access but send an alarm if access is forced under duress.

The system will maintain detailed records of authorized entries and unauthorized attempts at entry. These records are available to view, up to the most current 10,000 events, in real-time using the included software. The software also allows for the system manager to change or update users, credentials, and schedules in real-time. Remote system management and phone app options will be available. The system's design will also account for access control and reporting in the event electricity is lost to the facility for a prescribed amount of time.

There will be backup electrical generators in the case of an occurrence of such an event.

6.3 Surveillance and Recording

The video system design is to capture video footage of activity throughout the facility, both interior and exterior. Footage will be recorded continuously at a specified "frames-per-second" and will be stored on site for at least 90 days.

The video system will also be capable of pushing data to the cloud, remote management, and phone app availability. Recordings will be able to be played back and copied from the video system to a personal storage device. Cameras will be capable of recording in low light situations and are available in various video qualities. The system's design will also account for video recording and playback in the event electricity is lost to the facility for a prescribed amount of time.

6.4 Alarms and Monitoring

As stated before Alarms and Monitoring will be handled by Northeast Security Solutions

The security system design is not to prevent alarm events but to help detect and deter potential events. The system design allows for perimeter and interior intrusion detections along with Duress and Hold Up notification. The system's design will also account for monitoring and reporting of all prescribed events, with back up for reporting and power in the event electricity is lost to the facility for a prescribed amount of time.

6.5 On Site Security

The base of our onsite security is a 24 hour armed security guard. This person will both regularly walk the facility and also monitor the video camera's.

6.6 Secure Storage

Cannabis will be constantly monitored using state of the art alarm systems, motion sensor technology, video surveillance, and access control.

6.7 Emergency Protocols

Our Security Manual and Standard Operating Procedures and Protocols will outline in great detail, the exact measures to be taken in case of any emergency or threat to the facility or its personnel, from within the facility, or outside.

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Thank you for taking the time to review this business plan.

Please feel free to contact:

David Caputo

1.413.587.0011

For any additional questions or concerns

Restricted Access

Holyoke Gardens, LLC understands that it is responsible for the security of all marijuana and marijuana products under its control, including the provision of adequate safeguards against theft or diversion of marijuana items and records that are required to be kept. The following measures will be instituted to ensure the physical security of the premises.

(a) As a cultivation facility Holyoke Gardens, LLC will not have customers which visit the facility. However, the facility will still have signs posted in accordance with the Adult Use Marijuana Act 935 CMR 500.110 (4). The facility will have all external doors of the premises include commercial-grade door locking hardware.

(b) The Company will ensure all locks and security equipment remain in good working order. Inspections of equipment will happen at least one time per month.

(c) All facility employees will be trained to understand that they are each individually responsible for security, and to secure keys, access control cards and security codes at all times. Employees will not be permitted to provide access to the facility through any means to any unauthorized person. Only Security Managers will possess the authority to grant temporary access to otherwise unauthorized entrants and no time anyone under the age of 21.

(d) At all times that the business is not operating, all entrances to and exits from the premises will be securely locked and any keys or key codes to the enclosed area will remain in the exclusive possession of the Security Manager, or his authorized representative.

(f) Access Control Policies

(i) Access to secure areas will be given only to individuals with a demonstrated need to access such areas. The Security Manager will have ultimate responsibility for issuing access (see subsection (g) below), and any such issuance will be recorded by the issuing individual, in such place to be determined, such as an excel spreadsheet kept in the Security Office. Information that will be documented will include documentation of any facility keys, alarm codes, electronic access codes, passwords, or safe/vault lock combination codes.

(ii) Keys and electronic access codes will be protected, and it will be the policy that keys and access codes may not be loaned or left unattended, and that all keys and access cards issued to employees must be retained in the possession of the employee to whom they are issued and may not be transferred directly from one employee to another. Employees will be required to immediately report any lost keys or access cards to his or her manager. The Security Manager will then be charged with making an immediate determination as to whether security has been compromised sufficient to necessitate re-keying. Duplicating keys and sharing passwords and access codes will be strictly prohibited.

(iii) The cultivation facility will utilize electrified access hardware and will have a failsafe (physical keys) in case of a power outage. The system will remain in a fail secure position in the event of a power outage. A fail secure position means during a power outage all doors would automatically remained locked.

(iv) Visitors to the premises shall be logged in. No one under the age of 21 will be allowed on the premises unless they are accompanied by an employee. The visitor log shall include visitor name, DOB, government issued identification (e.g., driver's license), date of visit, duration of visit, purpose of visit, and name of person visiting. Visitors will be escorted always by an employee.

HOLYOKE GARDENS DIVERSITY PLAN

Holyoke Gardens principles, operators, and financial backers are made up of a melting pot of individuals that come from various ethnic and social economic backgrounds. Moreover, these backgrounds include African American, Women, and Caucasian community members which represent the citizens of each county, state, city and local community. Holyoke Gardens is an equal opportunity employer. Holyoke Gardens has and will actively work with various state and local agencies to hire, advocate, support and engage to provide and promote inclusiveness in its organization.

Holyoke Gardens will identify organizations with whom they can working with in order to engage them to ensure the Company has a diverse workplace. Holyoke Gardens will work closely with the Office of Diversity and Equal Opportunity (ODEO) with the state of Massachusetts. The ODEO is charged with the responsibility of maintaining the integrity of the basic principles of human rights and equal access in to the employment force.

Holyoke Gardens will also engage with the ODEO in order to locate and advocate, promote and create an inclusive workplace to foster and bridge the gap of our local legal immigrant communities. Holyoke Gardens will also engage a local agency that advocates for the individual with disabilities. Holyoke Gardens will work with other national organizations such as the "Wounded Warrior Project" to advocate, promote, support and hire disabled veterans and persons with disabilities.

Holyoke Gardens will work with the before mentioned organizations to hold various job fairs, training workshops, and educational seminars. Holyoke Gardens will then be able to support, hire and create an inclusive workplace in the community.

Holyoke Gardens will create a workplace environment in which all employees without regard to their race, creed, color, sexuality or national origin are all equal in regard to wages earned in the workplace and will strive in building a sense of inclusion and community within our employee relationships and organization.

Holyoke Gardens will engage during the permit process with all the for mentioned organizations to promote community diversity and inclusiveness. Holyoke Gardens will engaged Medical Marijuana 411, or equivalent to, a professional organization who is the only accepted provider of digital cannabis training materials for the state of WA. If engaged, Medical Marijuana 411 will provide Holyoke Gardens with new digital training content and media.

During the permit process, in conjunction with the above-mentioned organizations, Holyoke Gardens will offer educational seminars, job training, and workshops. Interested parties can inquire in-regards-to various internships and apprentice programs that will be available in able to learn a new trade in the market place.

Holyoke Gardens' goal is to hire in the prospective county, Hampden, where the cultivation facility will be located at a higher percentage rate then listed in the US 2000 census.

During the hiring process, all avenues will be taken to make sure the workplace is diverse. When hiring individuals, the manager will consider all organizations to find qualified individuals for management positions. Training will be provided to individuals who lack the experience in specific jobs so that they are not over looked. Holyoke Gardens is expecting to hire a vast array of individuals from all ethnic backgrounds, religions, age, sexual orientation, and disabilities. Holyoke Gardens will strive to keep the workplace equal in all aspects from wages earned to promoting within the Company.

COMPLIANCE WITH FEDERAL AND STATE LAWS

Holyoke Gardens will comply with the following Federal and State Laws concerning discrimination and diversity:

Title VII of the Civil Rights Act of 1964 (Title VII): This law makes it illegal to discriminate against someone based on race, color, religion, national origin, or sex. The law also makes it illegal to retaliate against a person because the person complained about discrimination, filed a charge of discrimination, or participated in an employment discrimination investigation or lawsuit. The law also requires that employers reasonably accommodate applicants' and employees sincerely held religious practices, unless doing so would impose an undue hardship on the operation of the employer's business.

The Pregnancy Discrimination Act: This law amended Title VII to make it illegal to discriminate against a woman because of pregnancy, childbirth, or a medical condition related to pregnancy or childbirth. The law also makes it illegal to retaliate against a person because the person complained about discrimination, filed a charge of discrimination, or participated in an employment discrimination investigation or lawsuit.

The Equal Pay Act of 1963: This law makes it illegal to pay different wages to men and women if they perform equal work in the same workplace. The law also makes it illegal to retaliate against a person because the person complained about discrimination, filed a charge of discrimination, or participated in an employment discrimination investigation or lawsuit.

The Age Discrimination in Employment Act of 1967: This law protects people who are 40 or older from discrimination because of age. The law also makes it illegal to retaliate against a person because the person complained about discrimination, filed a charge of discrimination, or participated in an employment discrimination investigation or lawsuit.

The Americans with Disabilities Act: this law protects qualified individuals with **disabilities**. The Act requires employers to make reasonable accommodation to facilitate employment of disabled individuals unless the employer can show the accommodation would impose undue hardship on the operation of business.

Fair Employment Law (Massachusetts)

<https://www.bu.edu/eoo/federal-and-state-laws/state/>

Massachusetts law falls in line with Federal regulations. In working closely with the Office of Diversity and Equal Opportunity (ODEO), Holyoke Gardens will be assured to fulfill all requirements for employment and diversity required by the commission.

Holyoke Gardens Recordkeeping Plan

In conjunction with the facilities tracking system such as Bio Track, MJ Freeway, and Franwell Metrics as approved by the commission, the company will implement a record-keeping program such as Quick-books or equivalent. This added record-keeping program will aid the business with billing for the facility such as rent, electric, gas, phone, Internet, insurance and any other bills due for the physical facility. This program will also be able to aid in any payments that may be due to vendors.

The record-keeping program will also contain expenditures and receipts for end of quarter and year tax information. An accountant will be hired to work on the company's books monthly or when deemed necessary in order to catch any mistakes made by employees. These reports from the accountant will also be kept on file for easy access to the commission as requested. The same accountant/tax attorney will file business reports and taxes as needed to the Federal or State Government as required. A Compliance Officer will also be hired in order to make sure all record-keeping and inventory is in compliance with all state rules and regulations.

This program can also, in conjunction with the tracking system, be used to balance out the cash drawers for each employee at the end of each working shift. A system to do so will be established by the accountant and CEO. Each employee will be trained on the accounting procedures in order to minimize errors.

The company will work with a payroll company in order to correctly compile hours worked. The payroll company will also keep track of benefits, vacation time, and payroll taxes for the company if they so desire. The payroll taxes will automatically be paid out to the state agencies as required by law. Most payroll services include a Human Resource portal in which companies can get assistance in compiling Employee Handbooks, W-4's, I-9's and other documents necessary to operate a successful business. However, these documents are in need of being administered by an individual hired by the company who has experience in Human Resources to perform the training required by the commission and employee new hire orientations.

HOLYOKE GARDENS

QUALITY CONTROL AND TESTING

Holyoke Gardens will strictly adhere to rules and regulations 935 CMR 500.160, set forth by the state of Massachusetts, for quality control and testing. If product tested by an Independent Testing Laboratory is returned with negative results for mold, mildew, infestations, or any chemical make up that does not fall under the provisions set for cultivation facilities, then the product will either be returned to the producer/processor or kept by the Independent Testing Laboratory for disposal. Once decision has been made of which entity is to destroy the material, notification within 72 hours of testing will be administered by both the Independent Testing Laboratory and the cultivation facility. The report will contain any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch. The notification from the Marijuana Establishment to the commission, must describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination.

The facility will have a written plan in place that will be included in the company's Standard Operating Procedures that coincides with the "Quality Control and Testing" procedures provided by the commission on how to respond to laboratory results that indicated contaminant levels that are above acceptable limits established in the DPH protocols identified in 935 CMR 500.160 (1). Application of pesticides shall 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. The compliance officer will keep all updates to best practices for the cultivation facility updated. It will be the compliance officer's responsibility to train and inform cultivators of any changes or amendments regarding required cultivation methods from the Cannabis Control Commission.

In order to eliminate any above-mentioned contaminations, Holyoke Gardens facility grow rooms will be constructed as clean rooms with positive pressure and anterooms for entry. The anteroom will be equipped with protective clothing for employees to control the entry of pests and contamination. Production methods for growth will be a soil mixture of 70% coco coir, 20% worm castings, and 10% perlite. Holyoke Gardens will be using a flood tray watering system. In soil rooms, soil steam sterilization methods will be used prior to planting.

Environmental control of the growth rooms will be done "using direct digital controllers" for temperature, humidity, CO₂, and light controls. Organic nutrients and soil sensors will be used to control the growth medium and nutrient quality. Soil moisture sensors will be utilized along with automated moisture systems to optimize watering and nutrient deployment. Trained employees will be used to identify growth problems with plants, along with testing equipment to detect nutrient excesses or deficiencies. Video and photo monitoring of plant growth will be used to measure growth rates on a regular basis and synched with room environmental data for analysis.

Statistical Quality Control (SQC) methods have been used in modern agriculture production for many years and will be utilized at Holyoke Gardens. The use of statistical methods to monitor plant growth and processing methods will help to ensure consistent quality and reduce costs. Control charting will be used to identify when a critical process is starting to deviate from the normal process at an early stage, prior to it becoming a major problem. With these methods in place quality control of the facility will be enhanced to an outstanding level.

HOLYOKE GARDENS

MAINTAINING OF FINANCIAL RECORDS

In conjunction with the facilities tracking system such as Bio Track, MJ Freeway, and Franwell Metrics as approved by the commission, the company will implement a record-keeping program such as Quick-books or equivalent. This added record-keeping program will aid the business with billing for the facility such as rent, electric, gas, phone, Internet, insurance and any other bills due for the physical facility. This program will also be able to aid in any payments that may be due to vendors. These records will be purged from the system every three to six months and locked in a filing cabinet that only the manager and CEO will have a key to.

At the end of each working day any financial activities will be reconciled in order to keep track of checks and balances in the system. These records will be filed and stored in order for the accountant to verify all numbers at the end of each month.

Records compiled in the seed to sale tracking systems such as vendor information, seeds, clones, all tracking of plants until distribution, will be kept in house for ease of retrieval for the commission.

The record-keeping program will also contain expenditures and receipts for end of quarter and yearly tax information. An accountant will be hired to work on the company's books monthly or when deemed necessary. These reports from the accountant will also be kept on file for easy access to the commission as requested. However, every month the files will be backed up to an external hard drive and stored in a designated fire proof safe in the CEO's or Security Managers office. The same accountant/tax attorney will file business reports and taxes as needed to the Federal or State Government and as required. Any other reports will be archived at a company off site such as, Iron Mountain Records Storage services. Document storage and retrieval that Iron Mountain can provide will help Holyoke Gardens effectively store, manage, safeguard and retrieve vital business records and documents. A Compliance Officer will also be hired in order to make sure all record-keeping and inventory is in compliance with all state rules and regulations. The Compliance Officer and Accountant/Tax Attorney will purge the files from the system every quarter and a copy of them will be kept off site at a secure location such as Iron Mountain Record Storage or the Accountants office.

Since Holyoke Gardens will be working with a payroll company then payroll records along with tax information will be stored on their servers. However, in using such payroll services the company will have the ability to download reports and print them out for storage at the facility in a locked storage cabinet. The reports can also be stored at an offsite company such as Iron Mountain as well.

HOLYOKE GARDENS

PERSONNEL POLICIES

INCLUDING BACKGROUND CHECKS

Upon hire, Holyoke Gardens will put each employee through a background check before being allowed to start work. The background check will be administered by the Human Resource manager, CEO or designated entity as per rules and regulations 935 CMR 500 set forth by the Cannabis Control Commission and state of Massachusetts.

As per 935 CMR 500.802 (1-2) Holyoke Gardens shall put employees through a background check before employment. Once a background check is preformed and employee is cleared for employment, then the hired employee must obtain a Registration Marijuana Card. As stated in 935 CMR 500.100, information obtained shall be used by the Marijuana Establishment executive registered with the Department of Criminal Justice Information Systems pursuant to 803 CMR 2.04: *iCORI Registration* and the Commission for purposes of determining suitability for registration as a marijuana establishment agent with the licensee.

Holyoke Gardens will hire a Human Resource manager which will aid the company in creating a comprehensive Employee Handbook. The Employee Handbook will start with the company's mission statement, so the employee understands Holyoke Gardens vision. The Employee Handbook will have such policies and procedures (but not limited to) for employees to follow such as:

- Company History
- Paid Time Off Policy
- Employee Behavior
- Time and Attendance
- Drug Policy
- Theft Policy
- Hygiene and Cleanliness
- Safety (OSHA regulations)
- Pay and Promotions
- Benefits (insurance, 401-K, etc.)
- Sexual Harassment
- Diversity Training

All employees will go through an orientation and training one week before duties begin. The employee will be required to fulfill and understand all policies and procedures along with signing off on each one of them to hold themselves accountable. The employee will also be required to take a test of comprehension and must rate a score of at least 80% in order to show they understand what has been learned during the orientation. An open discussion will take place of any topics not fully understood until employee so comprehends.

The facility will have a strict attendance policy. However, each employee's absence will be handled on a case by case basis. Unexcused absences will not be tolerated.

Located in the training room, where employees will have unlimited access, the employee will find such company manuals for easy reference such as:

- Company Employee Handbook
- Each Company Policy (in detail)
- Company Job Descriptions
- Safety Manual
- Adult Use of Marijuana Rules and Regulations 935 CMR 500
- Standard Operating Procedures (SOP's)
- Cultivating Handbook

The company will have an open-door policy as well so the employee will always feel confident that they may discuss any matters they arise without retaliation.

Holyoke Gardens Qualifications and Training

Holyoke Gardens will seek individuals with previous cannabis experience. Qualifications in which Holyoke Gardens will be looking for in individuals are those who have knowledge with Agriculture growing and maintenance of plants.

Holyoke Gardens will offer a program for volunteers and interns, to train individuals interested in the cannabis field but which have no knowledge or limited knowledge of how a cultivation operation operates. With this program in place, Holyoke Gardens will strive to reflect diversity in the workplace regardless of race, creed, color, religion, national origin, sex, sexual orientation, gender identity, age, or disability status. Holyoke Gardens believes that embracing and celebrating differences enriches the quality of the work environment.

Everyone hired for the cultivation facility will go through an extensive, company paid, training course through one or more of the mentioned online cannabis schools:

- Cannabis Training University
- Cannabis Training Institute
- THC University
- Medical Marijuana 411

Each school offers online modules such as, what are cannabinoids and terpenes, cannabis plant compounds, growing techniques of the marijuana plant, cannabis rules and regulations for the state of Massachusetts, the difference between medical marijuana and adult use marijuana, and OSHA safety procedures. These are only a few of the training modules that will be available and used to train Holyoke Gardens employees.

The training modules will be customized for each employee's job description. The employee will be tested on each facet of their job to make sure they are staying compliant with the rules and regulations for growing. It is important that the employee is well informed and adheres to the training provided to them as Holyoke Gardens focus is to produce an exquisite, top grade product. Short cuts will not be tolerated.

Holyoke Gardens will contractually engage one or more of the above mentioned educational institutions, utilizing their Advanced Learning Management System to meet and/or exceed the state requirement for Holyoke Gardens to provide a positive impact on Massachusetts communities. The educational modules and coursework will be available online in a designated training room for employees to access when required.

Holyoke Gardens will require, at a minimum, 27 hours of course work before employment and a passing grade of 80% before working. The Holyoke Gardens Medical Marijuana Consultant Certification program will provide such sections within the curriculum on the following topics (but not limited to):

- MASSACHUSETTS MEDICAL AND ADULT USE MARIJUANA LAW - 5 HOURS
- MEDICAL AND ADULT USE MARIJUANA SCIENCE – 3 HOURS
- CANNABINOIDS AND TERPENES – 3 HOURS
- POSITIVE AND NEGATIVE EFFECTS OF MARIJUANA – 2 HOURS

- SAFE HANDLING OF MARIJUANA PRODUCTS – 5 HOURS
- SEEDS, CLONES, MOTHER PLANTS, HARVEST – 7 HOURS
- ORGANIC NUTRIENTS VERSES PESTICIDES – 2 HOURS

Course work will include: peer reviewed documents, white paper research, expert video testimonials (doctors and scientists) and downloadable graphics. Holyoke Gardens will have each employee go through a refresher course yearly, however they will be tested monthly on their individual knowledge. If for any reason the employee's direct manager feels they are in need of further training, they will be put with a superior to mirror their job duties for 90 days or until deemed necessary by management.

Holyoke Gardens will continue to invest in Continuing Education with additional course modules that employees can access via their student private, secure dashboard, 24/7, 365 days a year.

The training room will have materials accessible in the form of books, magazines, pamphlets, computers, and media (videos/DVDs) for them to check out and take home or study at the premises. Each employee will also have a binder that they will receive after training that summarizes any main aspect of their job duties along with their job description and a complete copy of the Adult Use of Marijuana Rules and Regulation 935 CMR 500 for Massachusetts.

The Human Resource manager or CEO will be responsible for the initial trainings and on-going trainings for each employee. However, the direct manager to the employee will be responsible for reviewing and making sure the employees work is in accordance to all rules and regulations. If not, then that employee will be retrained and put on a 90-day probation period in order to correct their knowledge base.



THE COMMONWEALTH OF MASSACHUSETTS
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MASS.GOV/CJIS



**Criminal Offender Record Information (CORI)
Acknowledgement Form**

To be used by organizations conducting CORI checks for employment, volunteer, subcontractor, licensing, and housing purposes.

HOLYOKE CARDENS LLC

is registered under the

(Organization)

provisions of M.G.L. c.6, § 172 to receive CORI for the purpose of screening current and otherwise qualified prospective employees, subcontractors, volunteers, license applicants, current licensees, and applicants for the rental or lease of housing.

As a prospective or current employee, subcontractor, volunteer, license applicant, current licensee, or applicant for the rental or lease of housing, I understand that a CORI check will be submitted for my personal information to the DCJIS. I hereby acknowledge and provide permission to HOLYOKE CARDENS LLC

(Organization)

to submit a CORI check for my information to the DCJIS. This authorization is valid for one year from the date of my signature. I may withdraw this authorization at any time by providing HOLYOKE CARDENS LLC

(Organization)

with written notice of my intent to withdraw consent to a CORI check.

FOR EMPLOYMENT, VOLUNTEER, AND LICENSING PURPOSES ONLY:

The HOLYOKE CARDENS LLC may conduct
(Organization)

subsequent CORI checks within one year of the date this Form was signed by me, provided, however, that HOLYOKE CARDENS LLC, must first provide me
(Organization)

with written notice of this check.

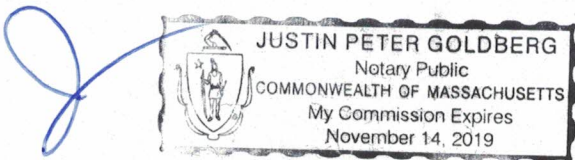
By signing below, I provide my consent to a CORI check and affirm that the information provided on Page 2 of this Acknowledgement Form is true and accurate.

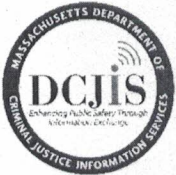
Drene C Masse

Signature of CORI Subject

5/01/2018

Date





THE COMMONWEALTH OF MASSACHUSETTS
EXECUTIVE OFFICE OF PUBLIC SAFETY AND SECURITY
Department of Criminal Justice Information Services
200 Arlington Street, Suite 2200, Chelsea, MA 02150
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SUBJECT INFORMATION

Please complete this section using the information of the person whose CORI you are requesting.
The fields marked with an asterisk (*) are required fields.

* First Name: Irene Middle Initial: C.
* Last Name: MASSE Suffix (Jr., Sr., etc.): _____
Former Last Name 1: Laporte
Former Last Name 2: _____
Former Last Name 3: _____
Former Last Name 4: _____
* Date of Birth (MM/DD/YYYY): 04/10/1968 Place of Birth: Ware MA
* Last **SIX** digits of Social Security Number: 52 -- 3667 ☐ No Social Security Number
Sex: F Height: 5 ft. 2 in. Eye Color: Brown Race: Caucasian
Driver's License or ID Number: 549490938 State of Issue: MA
Father's Full Name: Wilfred R. MASSE
Mother's Full Name: Marion F. MASSE (Alphonse)

Current Address

* Street Address: 72 High St.
Apt. # or Suite: #5 *City: Greenfield *State: MA *Zip: 01301

SUBJECT VERIFICATION

The above information was verified by reviewing the following form(s) of government-issued identification:

MA DRIVERS LICENSE

Verified by:

Justin Gombosi
Print Name of Verifying Employee

[Signature]
Signature of Verifying Employee

5/1/18
Date



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**Criminal Offender Record Information (CORI)
Acknowledgement Form**

To be used by organizations conducting CORI checks for employment, volunteer, subcontractor, licensing, and housing purposes.

HOLYOKE GARDENS LLC

(Organization)

is registered under the

provisions of M.G.L. c.6, § 172 to receive CORI for the purpose of screening current and otherwise qualified prospective employees, subcontractors, volunteers, license applicants, current licensees, and applicants for the rental or lease of housing.

As a prospective or current employee, subcontractor, volunteer, license applicant, current licensee, or applicant for the rental or lease of housing, I understand that a CORI check will be submitted for my personal information to the DCJIS. I hereby acknowledge and provide permission to HOLYOKE GARDENS LLC

(Organization)

to submit a CORI check for my information to the DCJIS. This authorization is valid for one year from the date of my signature. I may withdraw this authorization at any time by providing HOLYOKE GARDENS LLC

(Organization)

with written notice of my intent to withdraw consent to a CORI check.

FOR EMPLOYMENT, VOLUNTEER, AND LICENSING PURPOSES ONLY:

The HOLYOKE GARDENS LLC

(Organization)

may conduct

subsequent CORI checks within one year of the date this Form was signed by me, provided, however, that

HOLYOKE GARDENS LLC

(Organization)

, must first provide me

with written notice of this check.

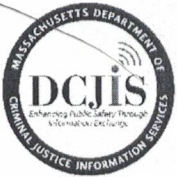
By signing below, I provide my consent to a CORI check and affirm that the information provided on Page 2 of this Acknowledgement Form is true and accurate.

[Signature]
Signature of CORI Subject

5/11/18
Date



R Medina
ROJAIRA MEDINA
Notary Public
Commonwealth of Massachusetts
My Commission Expires July 19, 2024



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SUBJECT INFORMATION

Please complete this section using the information of the person whose CORI you are requesting.
The fields marked with an asterisk (*) are required fields.

* First Name: JUSTIN Middle Initial: P
* Last Name: GOLDBERG Suffix (Jr., Sr., etc.): _____
Former Last Name 1: _____
Former Last Name 2: _____
Former Last Name 3: _____
Former Last Name 4: _____
* Date of Birth (MM/DD/YYYY): 09/29/1981 Place of Birth: NEWTON, MA
* Last **SIX** digits of Social Security Number: 70--9638 ☐ No Social Security Number
Sex: MALE Height: 6 ft. 0 in. Eye Color: BROWN Race: CAUCASIAN
Driver's License or ID Number: S78025137 State of Issue: MA
Father's Full Name: LEONARD GOLDBERG
Mother's Full Name: VELDA GOLDBERG

Current Address

* Street Address: 17 BALLARD ST
Apt. # or Suite: 0 *City: EASTHAMPTON *State: MA *Zip: 01027

SUBJECT VERIFICATION

The above information was verified by reviewing the following form(s) of government-issued identification:

MA DRIVERS LICENSE

Verified by:

JUSTIN GOLDBERG

Print Name of Verifying Employee

[Signature]
Signature of Verifying Employee

5/1/18

Date



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**Criminal Offender Record Information (CORI)
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HOLYOKE GARDENS LLC is registered under the
(Organization)

provisions of M.G.L. c.6, § 172 to receive CORI for the purpose of screening current and otherwise qualified prospective employees, subcontractors, volunteers, license applicants, current licensees, and applicants for the rental or lease of housing.

As a prospective or current employee, subcontractor, volunteer, license applicant, current licensee, or applicant for the rental or lease of housing, I understand that a CORI check will be submitted for my personal information to the DCJIS. I hereby acknowledge and provide permission to HOLYOKE GARDENS LLC
(Organization)

to submit a CORI check for my information to the DCJIS. This authorization is valid for one year from the date of my signature. I may withdraw this authorization at any time by providing HOLYOKE GARDENS LLC
(Organization)

with written notice of my intent to withdraw consent to a CORI check.

FOR EMPLOYMENT, VOLUNTEER, AND LICENSING PURPOSES ONLY:

The HOLYOKE GARDENS LLC may conduct
(Organization)

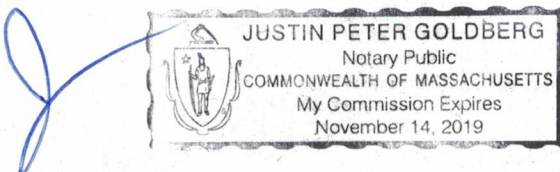
subsequent CORI checks within one year of the date this Form was signed by me, provided, however, that HOLYOKE GARDENS LLC
(Organization), must first provide me

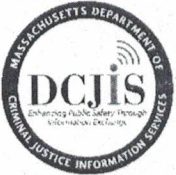
with written notice of this check.

By signing below, I provide my consent to a CORI check and affirm that the information provided on Page 2 of this Acknowledgement Form is true and accurate.

Kevin Thomas
Signature of CORI Subject

May 3, 2018
Date





THE COMMONWEALTH OF MASSACHUSETTS
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SUBJECT INFORMATION

Please complete this section using the information of the person whose CORI you are requesting.
The fields marked with an asterisk (*) are required fields.

* First Name: Kevin Middle Initial: M
* Last Name: Thomas Suffix (Jr., Sr., etc.): _____
Former Last Name 1: _____
Former Last Name 2: _____
Former Last Name 3: _____
Former Last Name 4: _____
* Date of Birth (MM/DD/YYYY): 06/29/1963 Place of Birth: Holyoke, MA
* Last **SIX** digits of Social Security Number: 56 -- 9693 ☐ No Social Security Number
Sex: M Height: 5 ft. 07 in. Eye Color: B Race: B
Driver's License or ID Number: S45764834 State of Issue: MA
Father's Full Name: Johnny Lee Thomas SR
Mother's Full Name: Jennie Westbrook Thomas Young

Current Address

* Street Address: 3 Bunn's way
Apt. # or Suite: _____ *City: Holyoke *State: MA *Zip: 01040

SUBJECT VERIFICATION

The above information was verified by reviewing the following form(s) of government-issued identification:

MA Driver's License

Verified by:

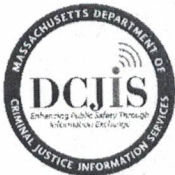
Justin Gonzalez

Print Name of Verifying Employee

Signature of Verifying Employee

5/31/18

Date



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As a prospective or current employee, subcontractor, volunteer, license applicant, current licensee, or applicant for the rental or lease of housing, I understand that a CORI check will be submitted for my personal information to the DCJIS. I hereby acknowledge and provide permission to Holyoke Gardens LLC
(Organization)

to submit a CORI check for my information to the DCJIS. This authorization is valid for one year from the date of my signature. I may withdraw this authorization at any time by providing Holyoke Gardens LLC
(Organization)

with written notice of my intent to withdraw consent to a CORI check.

FOR EMPLOYMENT, VOLUNTEER, AND LICENSING PURPOSES ONLY:

The Holyoke Gardens LLC may conduct
(Organization)

subsequent CORI checks within one year of the date this Form was signed by me, provided, however, that Holyoke Gardens LLC
(Organization), must first provide me

with written notice of this check.

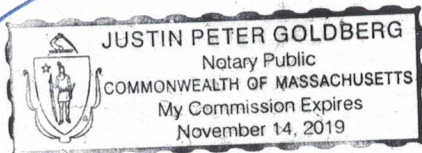
By signing below, I provide my consent to a CORI check and affirm that the information provided on Page 2 of this Acknowledgement Form is true and accurate.

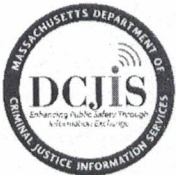
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Signature of CORI Subject

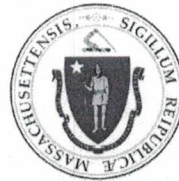
5/1/2018

Date





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SUBJECT INFORMATION

Please complete this section using the information of the person whose CORI you are requesting.
The fields marked with an asterisk (*) are required fields.

* First Name: Michael Middle Initial: J
* Last Name: Lees Suffix (Jr., Sr., etc.): _____
Former Last Name 1: _____
Former Last Name 2: _____
Former Last Name 3: _____
Former Last Name 4: _____
* Date of Birth (MM/DD/YYYY): 09/21/1977 Place of Birth: Derry, NH
* Last **SIX** digits of Social Security Number: 74--6173 ☐ No Social Security Number
Sex: M Height: 5 ft. 10 in. Eye Color: Hazel Race: White
Driver's License or ID Number: 576614801 State of Issue: MA
Father's Full Name: Patrick Christopher Lees
Mother's Full Name: Elizabeth Marie Lees

Current Address

* Street Address: 151 Shea Ave
Apt. # or Suite: _____ *City: Belchertown *State: MA *Zip: 01007

SUBJECT VERIFICATION

The above information was verified by reviewing the following form(s) of government-issued identification:

MA Drivers License

Verified by:

Justin Goldy
Print Name of Verifying Employee

[Signature]
Signature of Verifying Employee

5/3/18

Date

HOLYOKE GARDENS

QUALITY CONTROL AND TESTING

Holyoke Gardens will strictly adhere to rules and regulations, 935 CMR 500.160, set forth by the state of Massachusetts, for quality control and testing. Testing of Marijuana and Marijuana Products shall be performed by an independent testing laboratory in compliance with the Protocol for Sampling and Analysis of Finished Medical Marijuana Products and Marijuana-Infused Products, as amended in November 2016, published by the Department of Public Health. Testing results will be maintained on facility for no less than 1 year from date of testing. If product tested by an Independent Testing Laboratory is returned with negative results for mold, mildew, infestations, or any chemical make up that does not fall under the provisions set for cultivations facilities, then the product will either be returned to the producer/processor or kept by the Independent Testing Laboratory for immediate disposal. Once decision has been made of which entity is to destroy the material, notification within 72 hours of testing will be administered by both the Independent Testing Laboratory and the cultivation facility. The report will contain any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch. The notification from the Marijuana Establishment to the commission, must describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination. The same process is required and will be put into action for any left-over materials from testing per 935 CMR 500.105 (L).

The facility will have a written plan in place that will be included in the company's Standard Operating Procedures that coincides with the "Quality Control and Testing" procedures provided by the commission on how to respond to laboratory results that indicated contaminant levels that are above acceptable limits established in the DPH protocols identified in 935 CMR 500.160 (1). Application of pesticides shall 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 that they are in non-compliance, shall be immediately reported to the Commission, who may refer any such result to the Massachusetts Department of Agricultural Resources. The compliance officer will keep all updates to best practices for the cultivation facility updated. It will be the compliance officer's responsibility to train and inform cultivators of any changes or amendments regarding required cultivation methods from the Cannabis Control Commission.

In order to eliminate any above-mentioned contaminations, Holyoke Gardens facility grow rooms will be constructed as clean rooms with positive pressure and anterooms for entry. The anteroom will be equipped with protective clothing for employees to control the entry of pests and contamination. Production methods for growth will be a soil mixture of 70% coco coir, 20% worm castings, and 10% perlite. Holyoke Gardens will be using a flood tray watering system. In soil rooms, soil steam sterilization methods will be used prior to planting. Per 935 CMR 500.160 (A) testing of environmental media (e.g., soils, solid growing media, and water) shall be performed in compliance with the Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries published by the Department of Public Health.

Environmental control of the growth rooms will be done "using direct digital controllers" for temperature, humidity, CO₂, and light controls. Organic nutrients and soil sensors will be used to control the growth medium and nutrient quality. Soil moisture sensors will be utilized along with automated moisture systems to optimize watering and nutrient deployment. Trained employees will be used to identify growth

problems with plants, along with testing equipment to detect nutrient excesses or deficiencies. Video and photo monitoring of plant growth will be used to measure growth rates on a regular basis and synched with room environmental data for analysis.

Statistical Quality Control (SQC) methods have been used in modern agriculture production for many years and will be utilized at Holyoke Gardens. The use of statistical methods to monitor plant growth and processing methods will help to ensure consistent quality and reduce costs. Control charting will be used to identify when a critical process is starting to deviate from the normal process at an early stage, prior to it becoming a major problem. With these methods in place quality control of the facility will be enhanced to an outstanding level.

Transportation from the the testing facility from the cultivation site shall be strictly adhered to by 935 CMR 105(1)(a-m). If a Marijuana Establishment, pursuant to a Marijuana Transporter License, or a Marijuana Transporter is transporting Marijuana or Marijuana Products for more than one Marijuana Establishment at a time, the Marijuana or Marijuana Products for each Marijuana Establishment shall be kept in a separate locked storage compartment secured to the vehicle during transportation and separate manifests shall be maintained for each Marijuana Establishment.

HOLYOKE GARDENS

PERSONNEL POLICIES

INCLUDING BACKGROUND CHECKS

Upon hire, Holyoke Gardens will put each employee through a background check before being allowed to start work. The background check will be administered by the Human Resource manager, CEO or designated entity as per rules and regulations 935 CMR 500 set forth by the Cannabis Control Commission and state of Massachusetts.

As per 935 CMR 500.802 (1-2) Holyoke Gardens shall put employees through a background check before employment. Once a background check is preformed and employee is cleared for employment, then the hired employee must obtain a Registration Marijuana Card. As stated in 935 CMR 500.100, information obtained shall be used by the Marijuana Establishment executive registered with the Department of Criminal Justice Information Systems pursuant to 803 CMR 2.04: *iCORI Registration* and the Commission for purposes of determining suitability for registration as a marijuana establishment agent with the licensee.

All employees no matter what job role they will be performing will go through a Marijuana Establishment Agent Training. Marijuana Establishments shall ensure that all Marijuana Establishment Agents complete training prior to performing job functions. Training shall be tailored to the roles and responsibilities of the job function of each Marijuana Establishment Agent, and at a minimum must include a responsible vendor program under 935 CMR 500.105(B). At a minimum, staff shall receive 8 hours of ongoing training annually, however to be a successful employee, Holyoke Gardens will conduct trainings as needed on a daily, weekly, montly and quarterly basis.

Holyoke Gardens will hire a Human Resource manager which will aid the company in creating a comprehensive Employee Handbook. The Employee Handbook will start with the company's mission statement, so the employee understands Holyoke Gardens vision. The Employee Handbook will have such policies and procedures (but not limited to) for employees to follow such as:

- Company History
- Paid Time Off Policy
- Employee Behavior
- Time and Attendance
- Drug Policy
- Theft Policy
- Hygiene and Cleanliness
- Safety (OSHA regulations)
- Pay and Promotions
- Benefits (insurance, 401-K, etc.)
- Sexual Harassment
- Diversity Training

There are strict Marijuana Handling procedures that are required by the cultivation facility in order to alleviate contamination of product. As per 935 CMR 500.105 (A)(1-15) strict policy and procedure guidelines will be gone over and each employee will be tested to make sure they understand what is expected of them to perform their duties. As changes, omissions and amendments become available from the Cannabis Control Commission, employees will be trained and updated so to always be in compliance.

All employees will go through an orientation and training one week before duties begin. The employee will be required to fulfill and understand all policies and procedures along with signing off on each one of them to hold themselves accountable. The employee will also be required to take a test of comprehension and must rate a score of at least 80% in order to show they understand what has been taught during the orientation. An open discussion will take place of any topics not fully understood until employee so comprehends.

The facility will have a strict attendance policy. However, each employee's absence will be handled on a case by case basis. Unexcused absences will not be tolerated.

Located in the training room, where employees will have unlimited access, the employee will find such company manuals for easy reference such as:

- Company Employee Handbook
- Each Company Policy (in detail)
- Company Job Descriptions
- Safety Manual
- Adult Use of Marijuana Rules and Regulations 935 CMR 500
- Standard Operating Procedures (SOP's)
- Cultivating Handbook

The company will have an open-door policy, so the employee will always feel confident that they may discuss any matters that arise without retaliation.

Even though Holyoke Gardens is a cultivation facility it is imperative that they are knowledgeable regarding not only cultivation employee responsibilities but retail employee rules and regulations as well. This is an important step as they deal with dispensary owner's employees for delivering product and it differs somewhat from cultivation facility employees.

The retailer must first and foremost ask for identification from the delivery drivers. They must inspect the vehicle to make sure that it is within code of the rules and regulations set forth by the Cannabis Control Commission. Product must be delivered by two employees and one of which should always stay with vehicle. They must also be carrying a manifest and the manifest should be inspected to make sure all information coincides with product quantities, vehicle times of departure/arrival, license plate, etc.

Per 935 CMR 500.140 section of the rules and regulations, it is documented that all individuals entering a marijuana establishment must be identified as being 21 years of age or older. If when a cultivator enters an establishment to deliver product is not ID'ed then it is the cultivator's responsibility to automatically ID themselves to stay in compliance with the Cannabis Control Commission board. It is also the employee's obligation to first direct their concerns to the acting manager and if not resolved then report back to their supervisor if they witness customers or workers under the legal age to be on premises. It is required that a

patient/customer be at least 21 or if the individual is under 18 years of age, he or she shall not be admitted unless they produce an active Massachusetts Medical Use of Marijuana Program registration card and they are accompanied by a personal caregiver with an active Massachusetts Medical Use of Marijuana Program registration card. In addition to the Massachusetts Medical Use of Marijuana Program registration card, registered qualifying patients 18 years of age and older and personal caregivers must also produce proof of identification.

Holyoke Gardens Recordkeeping Plan

In conjunction with the facilities tracking system such as Bio Track, MJ Freeway, and Franwell Metrics as approved by the commission, the company will implement a record-keeping program such as Quickbooks or equivalent. This added record-keeping program will aid the business with billing for the facility such as rent, electric, gas, phone, Internet, insurance and any other bills due for the physical facility. This program will also be able to aid in any payments that may be due to vendors. The record-keeping program will also contain expenditures and receipts for end of quarter and year end tax information. The facilities tracking system will add the business with many functions of its business records, which shall include computerized records of: (a) Assets and liabilities; (b) Monetary transactions; (c) Books of accounts, checks, invoices, and vouchers; (d) Sales records that indicate the name of the registered qualifying patient or personal caregiver to whom marijuana has been dispensed, including the quantity, form, and cost.

Other documents such as journals, ledgers and supporting documents, agreements, forms and employee records will be kept in a locked file cabinet or cabinets in the safe room and managers office for easy retrieval. 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 individual affiliated with a Marijuana Establishment, including members of the non-profit corporation, if any as per 935 CMR 500.105 (I)(1-7).

An accountant will be hired to work on the company's books monthly or when deemed necessary in order to catch any mistakes made by employees. These reports from the accountant will also be kept on file for easy access to the commission as requested. The same accountant/tax attorney will file business reports and taxes as needed to the Federal or State Government as required. A Compliance Officer will also be hired in order to make sure all record-keeping and inventory is in compliance with all state rules and regulations.

This program can also, in conjunction with the tracking system, be used to balance out the cash drawers for each employee at the end of each working shift. A system to do so will be established by the accountant and CEO. Each employee will be trained on the accounting procedures in order to minimize errors.

The company will work with a payroll company such as ADP Payroll Services in order to correctly compile hours worked. The company selected to do the payroll for Holyoke Gardens will be knowledgeable of the cannabis industry. ADP Payroll Services has been in business since 1949. They have a track record of doing payroll successfully for large and small businesses. Holyoke Gardens is looking to use ADP as they have a track record with the cannabis market and have been successful. The payroll company will also keep track of benefits, vacation time, and payroll taxes for the company if they so desire. The payroll taxes will automatically be paid out to the state agencies as required by law. Most payroll services include a Human Resource portal in which companies can get assistance in compiling Employee Handbooks, W-4's, I-9's and other documents necessary to operate a successful business. However, these documents are in need of being administered by an individual hired by the company who has experience in Human Resources to perform the training required by the commission and employee new hire orientations.

With the aid of hiring a payroll company for employees, the employer will more easily be able to keep track of all needed new hire paper work. There will be no room for errors as a check list for employee hiring is generated for some of the following headers: federal and state, orientation packet (with trainings and job descriptions), pay, and bonus structures. These items and many more can be customized by the

employer to be finished before each employee can be set up into the system. The perimeters for payroll companies can be set loosely per employers' recommendations or very strict so not as to forget any steps. Holyoke Gardens will work closely with the payroll company to set up these strict perimeters set forth by 935 CMR 500.105 (4) "Following Personnel Records" in order to stay in compliance.

Waste disposal records as required under 935 CMR 500.105(L), shall be kept on premises. A written protocol shall be put in place and available to the Cannabis Control Commission upon request.

If the Marijuana Establishment should close, all records must be kept for at least 2 years at the expense of the Marijuana Establishment and in a form and location acceptable to the Commission.

2HOLYOKE GARDENS QUALITY CONTROL AND TESTING

A detailed summary of the operating policies and procedures for the Marijuana Establishments quality control and testing of product for potential contaminants as designated in 935 CMR 500.101(1)(c)(7), are so outlined for the establishment Holyoke Gardens.

As indicated in rule 935 CMR 500.105(3), requirements for the handling of marijuana, a marijuana establishment that has been authorized to process shall do so in a safe and sanitary manner. This means that employees processing product, (leaves and flowers from the female plant only), are to make sure that the plant is well cured and is free from seeds, stems, dirt, sand or any other type of foreign matter. If the plants are seen to have mold, rot or fungus, or any type of bacterial disease, it is to be reported to their superiors immediately and processing should stop until rectified.

The processing area should be sanitary in the manner of using food grade stainless steel tables and tools in a secure packaging area only assessable to designated employees and management. The processing area should have ample room for storage of required tools. Bins, tools (clippers), gloves and all other equipment that is needed for the employee to do their jobs successfully are always to be kept clean and organized. The secured area where the processed product is to be kept in will be sanitary and organized. Sanitary meaning that the walls, floors, and ceilings are to be kept clean at all times. Holyoke Gardens walls and ceilings and floors will be constructed of and easily cleanable constructed material which will not be damaged by daily regular washing. The facilities production and processing areas will be sanitized every morning and evening, meaning the walls, floors and ceilings will be washed down with an approved sanitizer not to damage the plant, to keep down on the resin that is produced by the cannabis plants. This will be a vital part of the facility's daily maintenance.

All contact surfaces, including utensils and equipment, shall be maintained in a clean and sanitary condition. In the processing area where employees will be trimming flower they will contend with a sticky residue which will build up on their trimming scissors. This will cause them to have to wash their hands and scissors several times while working. In order to remove this resin, build up they will need to use a special sanitizing agent registered only by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. They may also need to sanitize their work space several times a day with the same product to avoid contamination to the product. Any toxic chemicals shall be labeled and stored in an easily identifiable area, such as a cabinet with a warning sign label affixed to the outside. This will help to eliviate any contamination to the cultivation facilities plants.

There shall be adequate lighting for the employees to do their disgnated duties and all fixtures will be kept sanitary, in new like condition and all repairs shall be kept up to date. There shall be no trash, waste or debri of any kind left on the floors, shelving, tables, bins, walls or any other place in the facility. Waste disposal will be strictly adhered to by the rule and regulation set forth in 935 CMR 500.105(12).

All employees at any marijuana establishment shall comply with the sanitary requirements of 105 CMR 300.00: Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements. Each employee upon hire shall be trained on this document extensively and be required to know it's cotents. The document will be available for easy reference in the employee breakroom and processing room.

The cultivation facilities will have adequate hand washing facilities through out the establishment (especially in the production area) with proper water temperature and cleaning aides, for employees to keep hands clean and free from contamints. The washing facilities shall also have proper dryer devices and towels for usage. Employees will be required to wash hands frequently as build up of soils, debri, and plant matter is obtained on hands. To eliminate any above-mentioned contaminations, Holyoke Gardens facility grow rooms will be constructed as clean rooms with positive pressure and anterooms for entry. The anteroom will be equipped with protective clothing for employees that they will be required to wear. This will control the entry of pests and any contamination. The anteroom serves as a deconamination room for the employee to change out of their street closing into the protective clothing from head to foot in order not to bring dust, greese, pollen or any other type of contaminate into the facility that could harm the plants.

Holyoke Gardens understands that the water supply is a very important part of a cultivation facilities success. As a business the facilities plumbing shall be kept up to date and inspected on a regular basis. The facility will be designed to have several bathrooms for employees throughout the building. Plumbing will be of adequate size and design and will support sufficient quantities of water. The design of the water supply will properly transport sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines.

Holyoke Gardens will strictly adhere to rules and regulations 935 CMR 500.160, set forth by the state of Massachusetts, for quality control and testing. If product tested by an Independent Testing Laboratory is returned with negative results for mold, mildew, infestations, or any chemical make up that does not fall under the provisions set for cultivation facilities, then the product will either be returned to the producer/processor or kept by the Independent Testing Laboratory for disposal. Once decision has been made of which entity is to destroy the material, notification within 72 hours of testing will be administered by both the Independent Testing Laboratory and the cultivation facility. The report will contain any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch. The notification from the Marijuana Establishment to the commission, must describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination. These reports will be kept for at least one year on premises for future review by the Commission. Storage and transportation of finished product will be kept under that will protect them against physical, environmental and chemical contamination as well as against deterioration or finished products or their containers.

The facility will have a written plan in place that will be included in the company's Standard Operating Procedures that coincides with the "Quality Control and Testing" procedures provided by the commission on how to respond to laboratory results that indicated contaminant levels that are above acceptable limits established in the DPH protocols identified in 935 CMR 500.160 (1). Application of pesticides shall 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. The compliance officer will keep all updates to best practices for the cultivation facility updated. It will be the compliance officer's responsibility to train and inform cultivators of any changes or amendments regarding required cultivation methods from the Cannabis Control Commission. The sale of seeds is not subject to these testing provisions. However, clones are subject to these testing provisions but are exempt from testing for metals. All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services shall comply with 935 CMR 500.105(13).

Holyoke Gardens will have a separate area for storage of marijuana that is outdated, damaged, deteriorated, miss labeled, or contaminated, or whose containers or packaging have been opened or breached, until such products are destroyed. This area will be secured, and only designated employees may enter. The designated area/room shall be kept clean and in an orderly condition. The secured area shall also be kept free from any type of insect, rodent, bird or pest of any kind. Holyoke Gardens storage areas will be constructed with security cameras and an alarm in accordance with the security requirements of 935 CMR 500.110.

Production methods for growth will be a soil mixture of 70% coco coir, 20% worm castings, and 10% perlite. Holyoke Gardens will be using a flood tray watering system. In soil rooms, soil steam sterilization methods will be used prior to planting. The methods for growing will be introduced to the commission for final review and approval.

Environmental control of the growth rooms will be done "using direct digital controllers" for temperature, humidity, CO₂, and light controls. Organic nutrients and soil sensors will be used to control the growth medium and nutrient quality. Soil moisture sensors will be utilized along with automated moisture systems to optimize watering and nutrient deployment. Trained employees will be used to identify growth problems with plants, along with testing equipment to detect nutrient excesses or deficiencies. Video and photo monitoring of plant growth will be used to measure growth rates on a regular basis and synched with room environmental data for analysis.

Statistical Quality Control (SQC) methods have been used in modern agriculture production for many years and will be utilized at Holyoke Gardens. The use of statistical methods to monitor plant growth and processing methods will help to ensure consistent quality and reduce costs. Control charting will be used to identify when a critical process is starting to deviate from the normal process at an early stage, prior to it becoming a major problem. With these methods in place quality control of the facility will be enhanced to an outstanding level.

HOLYOKE GARDENS

PERSONNEL POLICIES

INCLUDING BACKGROUND CHECKS

As per 935 CMR 500.101(1)(c)(7) Holyoke Gardens will have a diversity plan that promotes equity among minorities, women, veteran's, people with disabilities and people of all gender identities and sexual orientation in the operation of their cultivation facility. Prejudice and racism will not be tolerated in the work place. All employees will be made to feel equal and treated with respect.

As per 935 CMR 500.802 (1-2) Holyoke Gardens shall put employees through a background check before employment. The background check will be administered by the Human Resource Manager, CEO or designated entity as per rules and regulations, 935 CMR 500, set forth by the Cannabis Control Commission and state of Massachusetts. Once a background check is performed and employee is cleared for employment, then the hired employee must obtain a Registration Marijuana Card. As stated in 935 CMR 500.100, information obtained shall be used by the Marijuana Establishment executive registered with the Department of Criminal Justice Information Systems pursuant to 803 CMR 2.04: *iCORI Registration* and the Commission for purposes of determining suitability for registration as a marijuana establishment agent with the licensee.

Holyoke Gardens will train employees on security policies, including personal safety and crime prevention techniques as per 935 CMR 500.105(1). When working in a cultivation there will be many security risk. All employees will wear badges and have their own assigned codes to get into the building. When putting in their code it also registers who that person is upon entry and exit.

In case of fire or other disaster, there will be designated emergency exits or places to take cover. Employees should stop what they are doing and leave the building or take cover immediately. They should call 911 and wait outside if able to in a designated spot with the other employees until the fire or other emergency has subsided. A clear disaster plan will be posted on the wall throughout the facility for easy reference in such an emergency.

In order for safety to be controlled in the work place there will be a separate maintenance department to take care of all bio hazards, chemical spills, indoor air quality and carbon monoxide to name a few. Employees will be trained on how to properly use equipment and tools as to reduce risk of harm. OSHA standards will be put into place and all employees will be required to take training courses and refreshers on a new and quarterly basis or as needed.

The security of the facility will be handled by a security team but all employees will be required to wear badges at all time and trained on security measures so as not to bring harm to themselves or team members. If working after sundown all employees will be required to leave the building in twos upon closing of there shift. In case of a robbery a employee should never put themselves in harms way. Instead remove themselves if possible from the situation situation and call the police. However, the facility will be under surveillance 24 hours a day 7 days a week. The building will have cameras and alarms throughout the building as designated by the security

rules and regulations. If a employee is near a silent alarm they should press it to call for help. Hours of operation of the facility are yet to be determined. However, as Holyoke Gardens is a cultivation facility the plants never sleep so there will always be someone on the premises.

Not all employees will have access to cash in the cultivation facility. Managers and employees who deliver product to other marijuana establishments will be the only individuals who will handle cash. Transport drivers will take in cash from delivered product. Bring invoice with cash bag back to cultivation facility and hand off to the manager in charge. The manager will check the invoice with the cash and once reconciled put it into the office safe. Money will be taken each day to the bank by the manager and one other employee. The deposit of the money will always be driven to the bank in by two employees for safety.

Holyoke Gardens will hire a Human Resource manager which will aid the company in creating a comprehensive Employee Handbook. The Employee Handbook will start with the company's mission statement, so the employee understands Holyoke Gardens vision. The Employee Handbook will have such policies and procedures (but not limited to) for employees to follow such as:

- Company History
- Paid Time Off Policy
- Employee Behavior
- Time and Attendance
- Drug Policy
- Theft Policy
- Hygiene and Cleanliness
- Safety (OSHA regulations)
- Pay and Promotions
- Benefits (insurance, 401-K, etc.)
- Sexual Harassment
- Diversity Training

All employees will go through an orientation and training one week before duties begin. The employee will be required to fulfill and understand all policies and procedures along with signing off on each one of them to hold themselves accountable. The employee will also be required to take a test of comprehension and must rate a score of at least 80% in order to show they understand what has been learned during the orientation. An open discussion will take place of any topics not fully understood until employee so comprehends. The facility will have a strict attendance policy. However, each employee's absence will be handled on a case by case basis. Unexcused absences will not be tolerated.

Located in the training room, where employees will have unlimited access, the employee will find such company manuals for easy reference such as:

- Company Employee Handbook
- Each Company Policy (in detail)
- Company Job Descriptions
- Safety Manual
- Adult Use of Marijuana Rules and Regulations 935 CMR 500
- Standard Operating Procedures (SOP's)
- Cultivating Handbook

Once employee has gone thru training their all personnel records and job descriptions will be kept in each designated employees file. Each employees personnel record shall contain: job description, volunteer position, any organizational charts, all signed off acknowledgements of individual employee policies, ID card (state ID, SS#, marijuana handlers card/food handlers card, duties, authority, responsibilities, and qualifications (resume). Any disciplinary action shall be kept in the employees file along with completed responsible vendor and eight-hour related duty training. A staffing plan that will demonstrate accessible business hours and safe cultivation conditions. A copy of the employees background check reports obtained in accordance with 935 CMR 500.030. All records shall be kept on each employee for up to 12 months after the employee has left the company.

Within the above listed topics covered in the employee handbook and training during orientation will also be extensive training in making known that Holyoke Gardens is a alcohol, smoke and drug free workplace. The employee will be given a plan describing how confidential information will be maintained. There will be a policy for the immediate dismissal of any marijuana establishment agent who has:

- Diverted marijuana, which shall be reported to law enforcement officials and to the Commission.
- Engaged in unsafe practices with regard to operation of cultivation facility, which shall be reported to the Commission.
- Been convicted or entered a guilty plea, 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. A list of all board members and executives of a Marijuana Establishment, and members, if any, of the licensee must be made available upon request by any individual. 935 CMR 500.105(1)(m) requirement may be fulfilled by placing this information on the Marijuana Establishment's website.

The company will have an open-door policy as well so the employee will always feel confident that they may discuss any matters they arise without retaliation.