



Massachusetts Cannabis Control Commission

Marijuana Cultivator

General Information:

License Number: MC281336
Original Issued Date: 03/06/2020
Issued Date: 03/11/2021
Expiration Date: 03/13/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Green Line Boston, Inc.

Phone Number: 617-717-8507
Email Address: mario@greenlinemgmt.com

Business Address 1: 351 Langley Road
Business City: Newton
Business State: MA
Business Zip Code: 02459
Business Address 2:
Mailing Address 1: 351 Langley Road
Mailing City: Newton
Mailing State: MA
Mailing Zip Code: 02459

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

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

RMD INFORMATION

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

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 88
Role: Executive / Officer
Percentage Of Control: 88
Other Role:

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

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 10 Percentage Of Control: 10
Role: Executive / Officer Other Role:
First Name: Michael Last Name: Ford Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: Percentage Of Control:
Role: Other (specify) Other Role: Head of Security
First Name: Herby Last Name: Duverne Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: 1 Percentage Of Control: 1
Role: Executive / Officer Other Role:
First Name: Lorien Last Name: Gabel Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: Some Other Race or Ethnicity
Specify Race or Ethnicity: Jewish

Person with Direct or Indirect Authority 5

Percentage Of Ownership: Percentage Of Control:
Role: Other (specify) Other Role: Head of Cultivation
First Name: Brad Last Name: Crafton Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 6

Percentage Of Ownership: 0.5 Percentage Of Control: 0.5
Role: Other (specify) Other Role: Counsel
First Name: Derric Last Name: Small Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 7

Percentage Of Ownership: 0.5

Percentage Of Control:

0.5

Role: Other (specify)

Other Role: Diversity and Social Justice
Officer

First Name: Marie

Last Name: St. Fleur

Suffix:

Gender: Female

User Defined Gender:

What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 8

Percentage Of Ownership:

Percentage Of Control:

Role: Director

Other Role:

First Name: Adrianna

Last Name: Signore

Suffix:

Gender: Female

User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 9

Percentage Of Ownership:

Percentage Of
Control:

Role: Director

Other Role:

First Name: Debra

Last Name: Tinnin

Suffix:

Gender: Female

User Defined Gender:

What is this person's race or ethnicity?: Black or African American (of African Descent, African American, Nigerian, Jamaican, Ethiopian, Haitian, Somali)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 10

Percentage Of Ownership:

Percentage Of Control:

Role: Other (specify)

Other Role: Consultant

First Name: Anthony

Last Name: Petrucci Suffix:

Gender: Male

User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 11

Percentage Of Ownership:

Percentage Of Control:

Role: Other (specify)

Other Role: Consultant

First Name: Kevin

Last Name: Brooks

Suffix:

Gender: Male

User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100	Percentage of Ownership: 100	
Entity Legal Name: Green Line Management Inc.	Entity DBA:	DBA City:
Entity Description: Parent Company		
Foreign Subsidiary Narrative: N/A		
Entity Phone:	Entity Email:	Entity Website: greenlineboston.com
Entity Address 1:	Entity Address 2:	
Entity City:	Entity State:	Entity Zip Code:
Entity Mailing Address 1:	Entity Mailing Address 2:	
Entity Mailing City:	Entity Mailing State:	Entity Mailing Zip Code:
Relationship Description: Green Line Management Inc. is the Parent Company and 100.00% shareholder of Green Line Boston, Inc. (the Licensee).		

CLOSE ASSOCIATES AND MEMBERS

Close Associates or Member 1

First Name: Mario	Last Name: Signore	Suffix: Jr.
Describe the nature of the relationship this person has with the Marijuana Establishment: Mario Signore, Jr. is the President, Treasurer and Director of both Green Line Boston Inc. as well as Green Line Management, Inc. Mario Signore, Jr. holds a 88.00% interest in Green Line Management Inc. (Parent Company) as Shareholder, as well.		

Close Associates or Member 2

First Name: Michael	Last Name: Ford	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Michael Ford is the Secretary and Director of both Green Line Boston Inc. as well as Green Line Management, Inc. Michael Ford also holds a 10.00% interest in Green Line Management Inc. (Parent Company) as Shareholder, as well.		

Close Associates or Member 3

First Name: Herby	Last Name: Duverne	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Herby Duverne will hold a 0.00% interest in Green Line Management Inc. (Parent Company) in his role as Head of Security for Green Line Boston, Inc.		

Close Associates or Member 4

First Name: Lorien	Last Name: Gabel	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Lorien Gabel will hold a 1.0% interest in Green Line Management Inc. (Parent Company) in his role as Director of Green Line Boston, Inc.		

Close Associates or Member 5

First Name: Brad	Last Name: Crafton	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Brad Crafton will hold a 0.0% interest in Green Line Management Inc. (Parent Company) in his role as Head of Cultivation for Green Line Boston, Inc.		

Close Associates or Member 6

First Name: Derric	Last Name: Small	Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Derric Small will hold a 0.5% interest in Green Line Management Inc. (Parent Company) in his role as counsel for Green Line Boston, Inc.		

Close Associates or Member 7

First Name: Marie	Last Name: St. Fleur	Suffix:
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Describe the nature of the relationship this person has with the Marijuana Establishment: Marie St. Fleur will hold a 0.5% interest in Green Line Management Inc. (Parent Company) in her role as Diversity and Social Justice Officer for Green Line Boston, Inc.

Close Associates or Member 8

First Name: Adrianna **Last Name:** Signore **Suffix:**

Describe the nature of the relationship this person has with the Marijuana Establishment: Adrianna Signore will hold a 0.0% interest in Green Line Management Inc. (Parent Company) in her role as a Director of Green Line Boston, Inc.

Close Associates or Member 9

First Name: Debra **Last Name:** Tinnin **Suffix:**

Describe the nature of the relationship this person has with the Marijuana Establishment: Debra Tinnin will hold a 0.0% interest in Green Line Management Inc. (Parent Company) in her role as a Director of Green Line Boston, Inc.

Close Associates or Member 10

First Name: Anthony **Last Name:** Petrucci **Suffix:**

Describe the nature of the relationship this person has with the Marijuana Establishment: Anthony Petrucci will hold a 0.0% interest in Green Line Management Inc. (Parent Company) in his role as a Consultant of Green Line Boston, Inc.

Close Associates or Member 11

First Name: Kevin **Last Name:** Brooks **Suffix:**

Describe the nature of the relationship this person has with the Marijuana Establishment: Kevin Brooks will hold a 0.0% interest in Green Line Management Inc. (Parent Company) in his role as a Consultant of Green Line Boston, Inc.

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

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

Owner First Name: Lorien **Owner Last Name:** Gabel

Owner Suffix:

Entity Legal Name: Gotham Green Fund I, LP

Entity DBA:

Entity Description: Investment fund

Entity Phone:

Entity Email:

Entity Website: gothamgreenpartners.com

212-659-4062

info@gothamgreenpartners.com

Entity Address 1: 489 5th Avenue

Entity Address 2: Suite 29A

Entity City: New York

Entity State: NY

Entity Zip Code: 10017

Entity Country: USA

Entity Mailing Address 1: 489 5th Avenue

Entity Mailing Address 2: Suite 29A

Entity Mailing City: New York

Entity Mailing State: NY

Entity Mailing Zip Code:

Entity Mailing Country:

10017

USA

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 100 Hampden Street

Establishment Address 2:

Establishment City: Boston

Establishment Zip Code: 02119

Approximate square footage of the Establishment: 30000

How many abutters does this property have?: 2

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

Cultivation Tier: Tier 04: 20,001 to 30,000 sq. ft

Cultivation Environment:

Indoor

FEE QUESTIONS

Cultivation Tier: Tier 04: 20,001 to 30,000 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 Attestation Form Green Line.pdf	pdf	5c5483d5d7a931124ee0079b	02/01/2019
Certification of Host Community Agreement	Greenline, HCA Certification Form.pdf	pdf	5c5483d91e71bd1262328a34	02/01/2019
Plan to Remain Compliant with Local Zoning	Compliance with Zoning - Green Line.pdf	pdf	5d9d2c704e842f1b123bc64e	10/08/2019
Certification of Host Community Agreement	Letter Concerning Richard Lynds.pdf	pdf	5d9d2c856eb01d1b28fb0a7f	10/08/2019

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Other	PPI - Support Letter - Hope House.pdf	pdf	5d9d2df78d8d0715f6675405	10/08/2019
Other	PPI - Support Letter - Newmarket.pdf	pdf	5d9d2df92e767115bf438bff	10/08/2019
Other	PPI - Support Letter - No Books No Ball.jpg	jpeg	5d9d2dfde87dc81b07001036	10/08/2019
Other	PPI - Support Letter - Orchard Gardens.pdf	pdf	5d9d2e011b7a141b1db84b12	10/08/2019
Plan for Positive Impact	GLB Positive Impact Plan.pdf	pdf	5d9fc2f72e767115bf4393d9	10/10/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role:

Other Role:

First Name: Mario

Last Name: Signore Suffix: Jr.

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 2

Role:

Other Role:

First Name: Michael **Last Name:** Ford **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 3

Role: **Other Role:**

First Name: Herby **Last Name:** Duverne **Suffix:**

RMD Association: Not associated with an RMD

Background Question: yes

Individual Background Information 4

Role: **Other Role:**

First Name: Lorien **Last Name:** Gabel **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 5

Role: **Other Role:**

First Name: Brad **Last Name:** Crafton **Suffix:**

RMD Association: Not associated with an RMD

Background Question: yes

Individual Background Information 6

Role: **Other Role:**

First Name: Derric **Last Name:** Small **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 7

Role: **Other Role:**

First Name: Marie **Last Name:** St. Fleur **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 8

Role: **Other Role:**

First Name: Adrianna **Last Name:** Signore **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 9

Role: **Other Role:**

First Name: Debra **Last Name:** Tinnin **Suffix:**

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 10

Role: **Other Role:**

First Name: Anthony Last Name: Petrucci Suffix:

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 11

Role: Other Role:

First Name: Kevin Last Name: Brooks Suffix:

RMD Association: Not associated with an RMD

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Parent Company Other Role:

Entity Legal Name: Green Line Management Inc. Entity DBA:

Entity Description: Parent Company

Phone: 617-717-8507 Email: mario@greenlinemgmt.com

Primary Business Address 1: 351 Langley Road Primary Business Address 2:

Primary Business City: Newton Primary Business State: MA Principal Business Zip Code: 02459

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Bylaws	Bylaws - Green Line.pdf	pdf	5c547d88d7a931124ee00767	02/01/2019
Department of Revenue - Certificate of Good standing	DOR COGS 1:2019.pdf	pdf	5c547db09ff0081b48217a4d	02/01/2019
Secretary of Commonwealth - Certificate of Good Standing	SOS COGS - Green Line Boston Inc.pdf	pdf	5c547db41e71bd12623289fa	02/01/2019
Articles of Organization	Articles of Organization.pdf	pdf	5d9beaf11b7a141b1db84729	10/07/2019
Articles of Organization	Change of Supplemental Information.pdf	pdf	5d9beb004e842f1b123bc2a0	10/07/2019

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	DOR Cert of Good Standing.pdf	pdf	6018209e238c3036b0f83875	02/01/2021
Department of Unemployment Assistance - Certificate of Good standing	DUA Cert of Compliance.pdf	pdf	601820a165c0d035fcc4b072	02/01/2021
Secretary of Commonwealth - Certificate of Good Standing	SOS Cert of Good Standing.pdf	pdf	601820a7604cbb361670d14e	02/01/2021

Massachusetts Business Identification Number: 001324710

Doing-Business-As Name: Green Line Boston

DBA Registration City: Boston

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	2019 01 31 Insurance Plan - Green Line.pdf	pdf	5c547de88d16491b5c0f574f	02/01/2019
Proposed Timeline	Green Line Boston Timeline.pdf	pdf	5d9d2cd61b7a141b1db84b0e	10/08/2019
Business Plan	2019 10 08 Green Line Business Plan.pdf	pdf	5d9f8fe008d9401ae68c733e	10/10/2019
Proposed Timeline	Green Line Boston - 2021 Timeline.pdf	pdf	601820d4eabbc336a11f4d5c	02/01/2021

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Restricting Access to age 21 and older	2019 01 31 Green Line - SOP 21 YEARS OLD.pdf	pdf	5c54a14a293a5312448e6862	02/01/2019
Prevention of diversion	2019 01 31 Green Line - SOP ANTI-DIVERSION POLICIES.pdf	pdf	5c54a14b5d4b0b1b3ebbd7e1	02/01/2019
Diversity plan	Diversity - Support Letter - Bill Moran and Associates.pdf	pdf	5d9d30b46eb01d1b28fb0a8d	10/08/2019
Diversity plan	Diversity - Support Letter - Urban League.pdf	pdf	5d9d30b679b12e15e03da744	10/08/2019
Record Keeping procedures	GLB Record Keeping Procedures.pdf	pdf	5d9fc3b64e842f1b123bce36	10/10/2019
Security plan	GLB Security Plan.pdf	pdf	5d9fc3b78d8d0715f6675c08	10/10/2019
Storage of marijuana	GLB Storage of Marijuana.pdf	pdf	5d9fc3b96eb01d1b28fb1237	10/10/2019
Transportation of marijuana	GLB Transportation of Marijuana.pdf	pdf	5d9fc3ba67e7d91adfc68b76	10/10/2019
Inventory procedures	GLB Inventory Procedures.pdf	pdf	5d9fc3e82e767115bf4393e1	10/10/2019
Maintaining of financial records	GLB Maintaining of Financial Records.pdf	pdf	5d9fc3e908d9401ae68c746a	10/10/2019
Personnel policies including background checks	GLB Personnel Policies Including Background Checks.pdf	pdf	5d9fc3eac1731c15b88f4290	10/10/2019
Qualifications and training	GLB Qualifications and Training.pdf	pdf	5d9fc3ebbc90861af114d285	10/10/2019
Quality control and testing	GLB Quality Control and Testing.pdf	pdf	5d9fc3ede87dc81b07001845	10/10/2019
Diversity plan	GLB Diversity Plan - Revised.pdf	pdf	5dc1ad3cb4f83557d6cc4d62	11/05/2019
Policies and Procedures for cultivating.	GLB-C Policies and Procedures for Cultivating - Revised.pdf	pdf	5dc1ae0940e348579197ab73	11/05/2019

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: Due to Green Line not having commenced operations or begun any hiring, at this time Green Line has not been able to begin implementing its positive impact plan. Green Line's President, Mario Signore, maintains phone contact with New Market Business group, Hope House and Orchard Gardens to update them on the progress of Green Line's operations.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: Due to Green Line not having commenced operations or begun any hiring, at this time Green Line has not been able to begin implementing its diversity plan.

HOURS OF OPERATION

Monday From: 9:00 AM	Monday To: 6:00 PM
Tuesday From: 9:00 AM	Tuesday To: 6:00 PM
Wednesday From: 9:00 AM	Wednesday To: 6:00 PM
Thursday From: 9:00 AM	Thursday To: 6:00 PM
Friday From: 9:00 AM	Friday To: 6:00 PM
Saturday From: 9:00 AM	Saturday To: 6:00 PM
Sunday From: Closed	Sunday To: Closed

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, Richard C. Lynds, Esq., (*insert name*) attest as an authorized representative of Green Line Boston, Inc. (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on August 1, 2018 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on July 24, 2018 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on July 24, 2018 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on July 23, 2018 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

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

BOSTON HERALD ADVERTISING

Date/Time: 07/23/18 11:08 AM
Order#: 1722096
Classification: 400 - LEGAL NOTICES
Price: \$ 495.42 (Rate:)
Customer: RICHARD C. LYNDS LAW OFFICES (Acct#: 6172071190L0)
245 SUMNER STREET STE 110, ATT: RICHARD C. LYNDS
EAST BOSTON, MA 02128
Phone: 6172071190
Start Date: 07/24/18
End Date: 07/25/18
Insertions/Lines: 2 (23 Lines by 3 col)
Sales Rep: R218
Printed For: R218

NOTICE OF PUBLIC COMMUNITY OUTREACH MEETING

Notice is hereby given that a Community Outreach Meeting for a proposed Cannabis Establishment is scheduled for:

**August 1, 2018 at 6:00 p.m. at
The Hampton Inn - Boston Crosstown Center
811 Massachusetts Ave, Boston, MA 02118.**

The proposed Marijuana Product Manufacturing Facility is anticipated to be located at:

100-114 Hampden Street, Boston, MA 02118.

There will be an opportunity for the public to ask questions. Should you have any questions, please contact:

**Mayor's Office of Neighborhood Services
Joshua McFadden Roxbury Liaison
email- Joshua.McFadden@Boston.gov
phone - 617.594.7860**

July 24, 25

7/23/18 3:49 PM
1722096.ctr - Page 1 - Composite

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OUTREACH MEETING**

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**Mayor's Office of Neighborhood Services
Joshua McFadden Roxbury Liaison
email- Joshua.McFadden@Boston.gov
phone - 617.594.7860**



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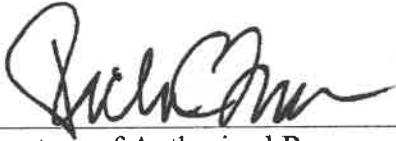
**Mayor's Office of Neighborhood Services
Joshua McFadden Roxbury Liaison
email- Joshua.McFadden@Boston.gov
phone - 617.594.7860**

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

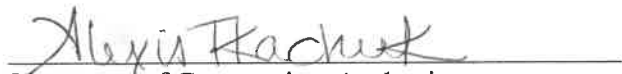
I, Richard C. Lynds, Esq., (*insert name*) certify as an authorized representative of Green Line Boston, Inc. (*insert name of applicant*) that the applicant has executed a host community agreement with The City of Boston (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on October 18, 2018 (*insert date*).



Signature of Authorized Representative of Applicant

Host Community

I, Alexis M. Tkachuk, Esq., (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for The City of Boston (*insert name of host community*) to certify that the applicant and The City of Boston (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on October 18, 2018 (*insert date*).



Signature of Contracting Authority or
Authorized Representative of Host Community

LAW OFFICE OF
RICHARD C. LYNDSEY

245 SUMNER STREET | SUITE 110
EAST BOSTON, MASSACHUSETTS 02128
TEL: 617.207.1190 FAX: 617.207.1195

email: rclyndsesq@lorcl.com

October 8, 2019

VIA ELECTRONIC SUBMISSION

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

**Re: Green Line Boston, Inc.
Compliance with Local Zoning**

Dear Sir or Madam:

Please be advised that this office represents the legal interest of Green Line Boston, Inc. (“Green Line”) as zoning and permitting counsel. This letter is written in response to that certain Notice for Additional Information, dated September 12, 2019 (the “Notice”), concerning Green Line’s pending application(s) before the Cannabis Control Commission. In response to question number two in the “Application of Intent Packet” section of the Notice, Green Line responds as follows:

Green Line’s planned facility (Marijuana Cultivator and Marijuana Product Manufacturer) is located at 100-114 Hampden Street, Boston, Massachusetts 02118 (the “Premises”). Accordingly, the Premises is subject to the requirements of the Boston Zoning Code, specifically Article 50 (Roxbury Neighborhood, Newmarket IDA Subdistrict). Any “Cannabis Establishment” Use (as defined by the Boston Zoning Code) is a Conditional Use at the Premises – with Green Line therefore requiring a Conditional Use Permit from the Zoning Board of Appeal (the “ZBA”) in order to operate its planned Marijuana Cultivation and Product Manufacturing facility at the Premises.

Prior to its ZBA hearing, Green Line held a community outreach meeting on August 1, 2018 (a notice of which was filed with the City Clerk and published in the Boston Herald on July 24, 2018, as well as mailed to abutters on July 23, 2018). Green Line subsequently entered into a Host Community Agreement with the City of Boston on October 18, 2018. On January 29, 2019, Green Line’s appeal was heard and approved by the ZBA, granting Green Line its Conditional Use Permit (“CUP”). The ZBA signed a

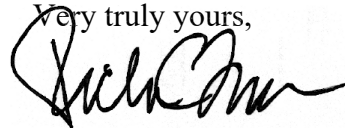
Decision memorializing same on February 26, 2019, which was filed with the Inspectional Services Department for the City of Boston on March 1, 2019. The appeal period to challenge the Decision has since elapsed, granting Green Line the right (under the Zoning Code) to operate at the Premises as a Marijuana Cultivator and Marijuana Product Manufacturer.

In addition to the foregoing, Green Line has applied for registration with the City of Boston as a Cannabis Establishment and has applied for appropriate licensure with the Massachusetts Cannabis Control Commission. In light of the foregoing, Green Line has complied with all local codes, ordinances, bylaws and other local licensing/zoning requirements for the adult use of marijuana at the Premises.

Lastly, Green Line will ensure that it remains fully compliant with all such zoning and licensing requirements in the future by continuing to monitor and comply with any such future requirements (to the extent applicable) under all local codes, ordinances, bylaws and other local licensing/zoning requirements.

However, should you have any additional questions, please do not hesitate to contact me. Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "Richard C. Lynds", written over a faint circular stamp.

Richard C. Lynds

TBM/rcf

cc: Mario Signore
Michael Ford, Esq.

Green Line Boston, Inc.
351 Langley Road
Newton, Massachusetts 02459

October 8, 2019

VIA ELECTRONIC SUBMISSION

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

Re: Green Line Boston, Inc.

Dear Sir or Madam:

This letter is written in response to that certain Notice for Additional Information, dated September 12, 2019 (the "Notice"), concerning Green Line Boston, Inc.'s pending application(s) before the Cannabis Control Commission.

Please be advised that, in response to question number one in the "Application of Intent Packet" section of the Notice, Richard C. Lynds, Esq. is not a close associate of Green Line Boston, Inc. ("Green Line") nor is he an individual with direct or indirect ownership or control over Green Line. Attorney Lynds was engaged by Green Line as zoning and permitting counsel to assist the company in obtaining compliance with all local licensing, permitting, and zoning requirements and/or regulations for the adult-use of marijuana at Green Line's planned facility. In furtherance of that role, Attorney Lynds attended various community meetings on Green Line's behalf, executed the Host Community Agreement concerning same, and assisted Green Line in remaining compliant with local zoning and licensing requirements. Attorney Lynds does not have any interest(s) in Green Line outside of the scope of his engagement as private counsel.

Should you have any questions, please do not hesitate to contact me. Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "Mario A. Signore", with a long horizontal flourish extending to the right.

Mario A. Signore
President

GREEN LINE BOSTON, INC.
351 Langley Road,
Newton, Massachusetts 02459

January 13, 2021

**VIA FIRST CLASS MAIL
AND E-MAIL TRANSMISSION**

Boston Cannabis Board
1 City Hall Square, Room 809
Boston, Massachusetts 02201
cannabisboard@boston.gov

**Re: Green Line Boston, Inc.
Cannabis Control Commission – Renewal (2021)
Requests for Costs from Host Community**

Dear Sir or Madam:

This letter is written in connection with the renewal submission (2021) of the provisional licenses (Marijuana Cultivator and Marijuana Product Manufacturer), License Nos. MCN281336, MPN281327, respectively, issued to Green Line Boston, Inc. (“Green Line”) by the Cannabis Control Commission (the “Renewal”).

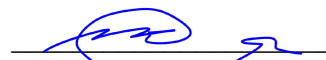
As you know, Green Line entered into a Host Community Agreement with the City of Boston, on or around October 18, 2018, for its planned facility (Marijuana Manufacturer and Marijuana Cultivation) located at 100-114 Hampden Street, Boston, Massachusetts 02118 (the “Establishment”). Green Line is still in the process of building-out the Establishment and has not yet commenced operations.

However, apart of the Renewal with the Cannabis Control Commission, Green Line hereby requests from the City of Boston and the Boston Cannabis Board all of the host community’s record(s) of any cost(s) of the City reasonably related to the planned operation of the Green Line’s Establishment.

Please kindly provide documentation evidencing any such cost(s), or in the alternative, confirm that no such cost(s) have been incurred by the City.

Should you have any additional questions, please do not hesitate to contact me. Thank you for your attention and assistance in this matter.

Very truly yours,



Green Line Boston, Inc.
By: Mario Signore
Its: President

GREEN LINE BOSTON, INC.
351 Langley Road,
Newton, Massachusetts 02459

February 8, 2021

VIA E-MAIL TRANSMISSION

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

Re: Green Line Boston, Inc.

RE: Request For More Information: License Renewal (MP281327)(MC281336)

Dear Sir or Madam:

This letter is written in connection with the renewal submission (2021) of the provisional licenses (Marijuana Cultivator and Marijuana Product Manufacturer), License Nos. MCN281336, MPN281327, respectively, issued to Green Line Boston, Inc. ("Green Line") by the Cannabis Control Commission (the "Renewal").

Green Line Boston, Inc. sent correspondence to the City of Boston and the Boston Cannabis Board on or around January 13, 2021 requesting all of the host community's record(s) of any cost(s) of the City reasonably related to the planned operation of the Green Line's Establishment. As of the date of this letter, Green Line hereby attests that it has not received any response to said letter concerning any cost(s) of the City reasonably related to Green Line's planned operation. Green Line hereby further states that it is still in the construction permitting phase with the City and has not yet commenced operations

Should you have any additional questions, please do not hesitate to contact me. Thank you for your attention and assistance in this matter.

Very truly yours,



Green Line Boston, Inc.

By: Mario Signore

Its: President

Plan for Positive Impact

Green Line Boston, Inc., ("Green Line" or the Company) is a cannabis cultivation company committed to developing a strong local brand and products specific to Boston. Green Line will actively work to positively impact our community through the creation of jobs and ongoing support of local community groups. Green Line will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of Marijuana Establishments. Any actions taken, or programs instituted, by Green Line will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Green Line envisions a community in Roxbury that embraces the cannabis industry through local employment. Green Line is creating a thoughtful and forward-facing organization that will advance social and restorative justice in the cannabis industry in Boston, and specifically Roxbury and surrounding neighborhoods. Green Line intends to accomplish this by creating new job opportunities that prioritize meaningful inclusion, contributing to community development initiatives, and creating education opportunities for local businesses.

We will recruit, hire, train and develop a workforce from the Roxbury and surrounding communities that reflects local interests and needs.

This Positive Impact Plan will outline the Goals, Programs, and Measurements defined by the Cannabis Control Commission ("CCC" or "Commission") of the initiative(s) Green Line plans to engage in, in order to positively impact the following demographics:

- Past or present residents of Roxbury which has been defined by the Commission as areas of disproportionate impact
- Commission-designated Social Equity Program participants
- Massachusetts residents who have past drug convictions, and their spouses or children

Goals

1. **Reduce the barriers to entry in the commercial adult-use cannabis industry:** Green Line will prioritize hiring 20% of its workforce from individuals in the above-listed areas of disproportionate impact.
2. **Provide business assets towards endeavors in Roxbury that will have a positive impact on the groups identified above:** Green Line will aid, through time and monetary donations, local non-profits listed in this plan, whose missions are to improve areas of Boston, especially Roxbury.

Programs

Program One: Reduce the barriers to entry in the commercial adult-use cannabis industry.

Green Line is committed to continuing to build strong relationships with our local communities' residents and businesses. During the process of establishing operations, efforts will be continued to engage with local and neighborhood merchants' associations, community groups and residents to support local ownership and community development.

The execution of this program will involve the following activities:

- Green Line will prioritize, through hiring practices, that 20% of its annual hires fall into the above-listed areas of disproportionate impact.
- Promote job availability to make open positions easily found by jobseekers within the communities we serve by posting all job ads with Newmarket Community Partners and Newmarket Business Association and networking with their recruiters.
- Green Line will partner with Hope House Addiction Services to develop a semiannual **record sealing clinic** that focuses on local talent and those who have been disproportionately harmed by the drug war. Hope House Addiction Service's mission is to provide individualized treatment to those living with a substance use disorder (SUD). Individuals will receive education and support, both reducing their barrier into the adult-use cannabis and other industries and allowing them to pursue their life interests with families, employers, and be self-sufficient members of their communities.

Program Two: Provide business assets towards endeavors in Roxbury that will have a positive impact on the groups identified above.

Green Line will aid local non-profits whose missions are to improve areas of Boston, especially Roxbury. Green Line has been in communication with several organizations, who have agreed to accept charitable donations from Green Line in addition to participating with programs.

Green Line will commit no less than \$1,000 each in donations, annually to each of the following organizations, chosen by the employee, as one paid volunteer day per year per employee.

- No Books No Ball
 - They are a Roxbury based organization with a vision of increasing the high school graduation rate of at-risk children and others within the community.

- In addition to monetary donations, Green Line will encourage employees to volunteer time to the organization through coaching, fundraising, or academic support.
- Orchard Gardens Resident Association
 - The Orchard Gardens Residents' Association works with and for residents to provide support for their diverse developmental needs and to foster a strong, safe and unified community.
 - Green Line will encourage employees to volunteer time to the organization through fundraising and clean-up initiatives.

Measurements

Green Line has outlined methods in which the goals and programs will be tracked and measured for success. Measuring the success of programs is critical in being able to accurately report to the Commission when applying to renew the license. One month before the submission to renew a Green Line license, designated Green Line agents, including members of management, will meet to review the Positive Impact Plan. In the internal review, Green Line will evaluate the plan and its measurements, analyzing the successes and failure, addressing potential adjustments.

Program One Metrics: To track Green Line's goal of hiring 20% of its workforce from individuals in the above-listed groups, Human Resources will keep record of relevant information, so employee composition can be easily tracked. Human Resources will also keep record of specific local outreach efforts for employment, including job postings and job fair participation. Green Line will also track the number and subject matter of trainings offered and performed, and to whom. Human Resources will report progress of these metrics to the CEO on a monthly basis.

Program Two Metrics: Specific financial data showing donations to specific causes will be tracked as a function of accounting. Paid employee volunteer hours will be tracked by which organization the employee chooses and number of hours, among Green Line's partner organizations (Newmarket Community Partners and Newmarket Business Association, Hope House Addiction Services, No Books No Ball, or Orchard Gardens Resident Association). Human Resources will track employee volunteering and ensure the goal of total hours is met. The accounting department and human resources department will report these metrics to the CEO on a monthly basis.

BY-LAWS

of

Green Line Boston, Inc.

(A Massachusetts Corporation)

Dated: April 26, 2018

BY-LAWS
OF
GREEN LINE BOSTON, INC.

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ARTICLE I

SHAREHOLDERS

Section 1. Annual Meeting. The Corporation shall hold an annual meeting of shareholders on the first Thursday in the month of May of each year, or at such other time fixed by the Directors. The purposes for which the annual meeting is to be held, in addition to those prescribed by the Articles of Organization, shall be for electing directors and for such other purposes as shall be specified in the notice for the meeting, and only business within such purposes may be conducted at the meeting. In the event an annual meeting is not held at the time fixed in accordance with these Bylaws or the time for an annual meeting is not fixed in accordance with these Bylaws to be held within thirteen (13) months after the last annual meeting was held, the Corporation may designate a special meeting held thereafter as a special meeting in lieu of the annual meeting, and the meeting shall have all of the effect of an annual meeting.

Section 2. Special Meetings. Special meetings of the shareholders may be called by the President or by the Directors, and shall be called by the Secretary, or in case of the death, absence, incapacity or refusal of the Secretary, by another officer, if the holders of at least ten percent (10%), or such lesser percentage as the Articles of Organization permit, of all the votes entitled to be cast on any issue to be considered at the proposed special meeting sign, date, and deliver to the Secretary one or more written demands for the meeting describing the purpose for which it is to be held. Only business within the purpose or purposes described in the meeting notice may be conducted at a special shareholders' meeting.

Section 3. Place of Meetings. All meetings of shareholders shall be held at the principal office of the Corporation unless a different place is specified in the notice of the meeting or the meeting is held solely by means of remote communication in accordance with Section 11 of this Article.

Section 4. Requirement of Notice. A written notice of the date, time, and place of each annual and special shareholders' meeting describing the purposes of the meeting shall be given to shareholders entitled to vote at the meeting (and, to the extent required by law or the Articles of Organization, to shareholders not entitled to vote at the meeting) no fewer than seven nor more than sixty (60) days before the meeting date. If an annual or special meeting of shareholders is adjourned to a different date, time or place, notice need not be given of the new date, time or place if the new date, time or place, if any, is announced at the meeting before adjournment. If a new record date for the adjourned meeting is fixed, however, notice of the adjourned meeting shall be given under this Section to persons who are shareholders as of the new record date. All notices to shareholders shall conform to the requirements of Article III.

Section 5. Waiver of Notice. A shareholder may waive any notice required by law, the Articles of Organization, or these Bylaws before or after the date and time stated in the notice. The waiver shall be in writing, be signed by the shareholder entitled to the notice, and be delivered to the Corporation for inclusion with the records of the meeting. A shareholder's attendance at a meeting: (a) waives objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or

transacting business at the meeting; and (b) waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented.

Section 6. Quorum.

(a) Unless otherwise provided by law, or in the Articles of Organization, these Bylaws or a resolution of the Directors requiring satisfaction of a greater quorum requirement for any voting group, a majority of the votes entitled to be cast on the matter by a voting group constitutes a quorum of that voting group for action on that matter. As used in these Bylaws, a voting group includes all shares of one or more classes or series that, under the Articles of Organization or the Massachusetts Business Corporation Act, as in effect from time to time (the “MBCA”), are entitled to vote and to be counted together collectively on a matter at a meeting of shareholders.

(b) A share once represented for any purpose at a meeting is deemed present for quorum purposes for the remainder of the meeting and for any adjournment of that meeting unless (1) the shareholder attends solely to object to lack of notice, defective notice or the conduct of the meeting on other grounds and does not vote the shares or otherwise consent that they are to be deemed present, or (2) in the case of an adjournment, a new record date is or shall be set for that adjourned meeting.

Section 7. Voting and Proxies. Unless the Articles of Organization provide otherwise, each outstanding share, regardless of class, is entitled to one vote on each matter voted on at a shareholders’ meeting. A shareholder may vote his or her shares in person or may appoint a proxy to vote or otherwise act for him or her by signing an appointment form, either personally or by his or her attorney-in-fact. An appointment of a proxy is effective when received by the Secretary or other officer or agent authorized to tabulate votes. Unless otherwise provided in the appointment form, an appointment is valid for a period of eleven (11) months from the date the shareholder signed the form or, if it is undated, from the date of its receipt by the officer or agent. An appointment of a proxy is revocable by the shareholder unless the appointment form conspicuously states that it is irrevocable and the appointment is coupled with an interest, as defined in the MBCA. An appointment made irrevocable is revoked when the interest with which it is coupled is extinguished. The death or incapacity of the shareholder appointing a proxy shall not affect the right of the Corporation to accept the proxy’s authority unless notice of the death or incapacity is received by the Secretary or other officer or agent authorized to tabulate votes before the proxy exercises his or her authority under the appointment. A transferee for value of shares subject to an irrevocable appointment may revoke the appointment if he or she did not know of its existence when he or she acquired the shares and the existence of the irrevocable appointment was not noted conspicuously on the certificate representing the shares or on the information statement for shares without certificates. Subject to the provisions of Section 7.24 of the MBCA and to any express limitation on the proxy’s authority appearing on the face of the appointment form, the Corporation is entitled to accept the proxy’s vote or other action as that of the shareholder making the appointment.

Section 8. Action at Meeting. If a quorum of a voting group exists, favorable action on a matter, other than the election of Directors, is taken by a voting group if the votes cast within the

group favoring the action exceed the votes cast opposing the action, unless a greater number of affirmative votes is required by law, or the Articles of Organization, these Bylaws or a resolution of the Board of Directors requiring receipt of a greater affirmative vote of the shareholders, including more separate voting groups. Directors are elected by a plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present. No ballot shall be required for such election unless requested by a shareholder present or represented at the meeting and entitled to vote in the election.

Section 9. Action without Meeting by Written Consent.

(a) Action taken at a shareholders' meeting may be taken without a meeting if the action is taken either: (1) by all shareholders entitled to vote on the action; or (2) to the extent permitted by the Articles of Organization, by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting. The action shall be evidenced by one or more written consents that describe the action taken, are signed by shareholders having the requisite votes, bear the date of the signatures of such shareholders, and are delivered to the Corporation for inclusion with the records of meetings within sixty (60) days of the earliest dated consent delivered to the Corporation as required by this Section. A consent signed under this Section has the effect of a vote at a meeting.

(b) If action is to be taken pursuant to the consent of voting shareholders without a meeting, the Corporation, at least seven days before the action pursuant to the consent is taken, shall give notice, which complies in form with the requirements of Article III, of the action (1) to nonvoting shareholders in any case where such notice would be required by law if the action were to be taken pursuant to a vote by voting shareholders at a meeting, and (2) if the action is to be taken pursuant to the consent of less than all the shareholders entitled to vote on the matter, to all shareholders entitled to vote who did not consent to the action. The notice shall contain, or be accompanied by, the same material that would have been required by law to be sent to shareholders in or with the notice of a meeting at which the action would have been submitted to the shareholders for approval.

Section 10. Record Date. The Directors may fix the record date in order to determine the shareholders entitled to notice of a shareholders' meeting, to demand a special meeting, to vote, or to take any other action. If a record date for a specific action is not fixed by the Board of Directors, and is not supplied by law, the record date shall be the close of business either on the day before the first notice is sent to shareholders, or, if no notice is sent, on the day before the meeting or, in the case of action without a meeting by written consent, the date the first shareholder signs the consent. A record date fixed under this Section may not be more than seventy (70) days before the meeting or action requiring a determination of shareholders. A determination of shareholders entitled to notice of or to vote at a shareholders' meeting is effective for any adjournment of the meeting unless the Board of Directors fixes a new record date, which it shall do if the meeting is adjourned to a date more than 120 days after the date fixed for the original meeting.

Section 11. Meetings by Remote Communications. Unless otherwise provided in the Articles of Organization, if authorized by the Directors: any annual or special meeting of

shareholders need not be held at any place but may instead be held solely by means of remote communication; and subject to such guidelines and procedures as the Board of Directors may adopt, shareholders and proxyholders not physically present at a meeting of shareholders may, by means of remote communications: (a) participate in a meeting of shareholders; and (b) be deemed present in person and vote at a meeting of shareholders whether such meeting is to be held at a designated place or solely by means of remote communication, provided that: (1) the Corporation shall implement reasonable measures to verify that each person deemed present and permitted to vote at the meeting by means of remote communication is a shareholder or proxyholder; (2) the Corporation shall implement reasonable measures to provide such shareholders and proxyholders a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings; and (3) if any shareholder or proxyholder votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Corporation.

Section 12. Form of Shareholder Action.

(a) Any vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder shall be considered given in writing, dated and signed, if, in lieu of any other means permitted by law, it consists of an electronic transmission that sets forth or is delivered with information from which the Corporation can determine (i) that the electronic transmission was transmitted by the shareholder, proxy or agent or by a person authorized to act for the shareholder, proxy or agent and (ii) the date on which such shareholder, proxy, agent or authorized person transmitted the electronic transmission. The date on which the electronic transmission is transmitted shall be considered to be the date on which it was signed. The electronic transmission shall be considered received by the Corporation if it has been sent to any address specified by the Corporation for the purpose or, if no address has been specified, to the principal office of the Corporation, addressed to the Secretary or other officer or agent having custody of the records of proceedings of shareholders.

(b) Any copy, facsimile or other reliable reproduction of a vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder may be substituted or used in lieu of the original writing for any purpose for which the original writing could be used, but the copy, facsimile or other reproduction shall be a complete reproduction of the entire original writing.

Section 13. Shareholders List for Meeting.

(a) After fixing a record date for a shareholders' meeting, the Corporation shall prepare an alphabetical list of the names of all its shareholders who are entitled to notice of the meeting. The list shall be arranged by voting group, and within each voting group by class or series of shares, and show the address of and number of shares held by each shareholder, but need not include an electronic mail address or other electronic contact information for any shareholder.

(b) The shareholders list shall be available for inspection by any shareholder, beginning two business days after notice is given of the meeting for which the list was prepared

and continuing through the meeting: (1) at the Corporation's principal office or at a place identified in the meeting notice in the city where the meeting will be held; or (2) on a reasonably accessible electronic network, provided that the information required to gain access to such list is provided with the notice of the meeting. If the meeting is to be held solely by means of remote communication, the list shall be made available on an electronic network.

(c) A shareholder, his or her agent, or attorney is entitled on written demand to inspect and, subject to the requirements of Section 2(c) of Article VI of these Bylaws, to copy the list, during regular business hours and at his or her expense, during the period it is available for inspection.

(d) The Corporation shall make the shareholders list available at the meeting, and any shareholder or his or her agent or attorney is entitled to inspect the list at any time during the meeting or any adjournment.

ARTICLE II

DIRECTORS

Section 1. Powers. All corporate power shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, its Board of Directors.

Section 2. Number and Election. The Board of Directors shall consist of one or more individuals, with the number fixed by the shareholders at the annual meeting or by the Board of Directors, but, unless otherwise provided in the Articles of Organization, if the Corporation has more than one shareholder, the number of Directors shall not be less than three, except that whenever there shall be only two shareholders, the number of Directors shall not be less than two. Except as otherwise provided in these Bylaws or the Articles of Organization, the Directors shall be elected by the shareholders at the annual meeting.

Section 3. Vacancies. If a vacancy occurs on the Board of Directors, including a vacancy resulting from an increase in the number of Directors: (a) the shareholders may fill the vacancy; (b) the Board of Directors may fill the vacancy; or (c) if the Directors remaining in office constitute fewer than a quorum of the Board, they may fill the vacancy by the affirmative vote of a majority of all the Directors remaining in office. A vacancy that will occur at a specific later date may be filled before the vacancy occurs but the new Director may not take office until the vacancy occurs.

Section 4. Change in Size of the Board of Directors. The number of Directors may be fixed or changed from time to time by the shareholders or the Board of Directors, and the Board of Directors may increase or decrease the number of Directors last approved by the shareholders.

Section 5. Tenure. The terms of all Directors shall expire at the next annual shareholders' meeting following their election. A decrease in the number of Directors does not shorten an incumbent Director's term. The term of a Director elected to fill a vacancy shall expire at the next shareholders' meeting at which Directors are elected. Despite the expiration of

a Director's term, he or she shall continue to serve until his or her successor is elected and qualified or until there is a decrease in the number of Directors.

Section 6. Resignation. A Director may resign at any time by delivering written notice of resignation to the Board of Directors, its chairman, or to the Corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date.

Section 7. Removal. The shareholders may remove one or more Directors with or without cause. A Director may be removed for cause by the Directors by vote of a majority of the Directors then in office. A Director may be removed by the shareholders or the Directors only at a meeting called for the purpose of removing him or her, and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the Director.

Section 8. Regular Meetings. Regular meetings of the Board of Directors may be held at such times and places as shall from time to time be fixed by the Board of Directors without notice of the date, time, place or purpose of the meeting.

Section 9. Special Meetings. Special meetings of the Board of Directors may be called by the President, by the Secretary, by any two Directors, or by one Director in the event that there is only one Director.

Section 10. Notice. Special meetings of the Board must be preceded by at least two days' notice of the date, time and place of the meeting. The notice need not describe the purpose of the special meeting. All notices to directors shall conform to the requirements of Article III.

Section 11. Waiver of Notice. A Director may waive any notice before or after the date and time of the meeting. The waiver shall be in writing, signed by the Director entitled to the notice, or in the form of an electronic transmission by the Director to the Corporation, and filed with the minutes or corporate records. A Director's attendance at or participation in a meeting waives any required notice to him or her of the meeting unless the Director at the beginning of the meeting, or promptly upon his or her arrival, objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 12. Quorum. A quorum of the Board of Directors consists of a majority of the Directors then in office, provided always that any number of Directors (whether one or more and whether or not constituting a quorum) constituting a majority of Directors present at any meeting or at any adjourned meeting may make any reasonable adjournment thereof.

Section 13. Action at Meeting. If a quorum is present when a vote is taken, the affirmative vote of a majority of Directors present is the act of the Board of Directors. A Director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when corporate action is taken is considered to have assented to the action taken unless: (a) he or she objects at the beginning of the meeting, or promptly upon his or her arrival, to holding it or transacting business at the meeting; (b) his or her dissent or abstention from the action taken is entered in the minutes of the meeting; or (c) he or she delivers written notice of his or her dissent or abstention to the presiding officer of the meeting before its adjournment or to the Corporation immediately after adjournment of the meeting. The right of dissent or abstention is not available to a Director who votes in favor of the action taken.

Section 14. Action Without Meeting. Any action required or permitted to be taken by the Directors may be taken without a meeting if the action is taken by the unanimous consent of the members of the Board of Directors. The action must be evidenced by one or more consents describing the action taken, in writing, signed by each Director, or delivered to the Corporation by electronic transmission, to the address specified by the Corporation for the purpose or, if no address has been specified, to the principal office of the Corporation, addressed to the Secretary or other officer or agent having custody of the records of proceedings of Directors, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this Section is effective when the last Director signs or delivers the consent, unless the consent specifies a different effective date. A consent signed or delivered under this Section has the effect of a meeting vote and may be described as such in any document.

Section 15. Telephone Conference Meetings. The Board of Directors may permit any or all Directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means is considered to be present in person at the meeting.

Section 16. Committees. The Board of Directors may create one or more committees and appoint members of the Board of Directors to serve on them. Each committee may have one or more members, who serve at the pleasure of the Board of Directors. The creation of a committee and appointment of members to it must be approved by a majority of all the Directors in office when the action is taken. Article III and Sections 10 through 15 of this Article shall apply to committees and their members. To the extent specified by the Board of Directors, each committee may exercise the authority of the Board of Directors. A committee may not, however: (a) authorize distributions; (b) approve or propose to shareholder action that the MBCA requires be approved by shareholders; (c) change the number of the Board of Directors, remove Directors from office or fill vacancies on the Board of Directors; (d) amend the Articles of Organization; (e) adopt, amend or repeal Bylaws; or (f) authorize or approve reacquisition of shares, except according to a formula or method prescribed by the Board of Directors. The creation of, delegation of authority to, or action by a committee does not alone constitute compliance by a Director with the standards of conduct described in Section 18 of this Article.

Section 17. Compensation. The Board of Directors may fix the compensation of Directors.

Section 18. Standard of Conduct for Directors.

(a) A Director shall discharge his or her duties as a Director, including his or her duties as a member of a committee: (1) in good faith; (2) with the care that a person in a like position would reasonably believe appropriate under similar circumstances; and (3) in a manner the Director reasonably believes to be in the best interests of the Corporation. In determining what the Director reasonably believes to be in the best interests of the Corporation, a Director may consider the interests of the Corporation's employees, suppliers, creditors and customers, the economy of the state, the region and the nation, community and societal considerations, and the long-term and short-term interests of the Corporation and its shareholders, including the

possibility that these interests may be best served by the continued independence of the Corporation.

(b) In discharging his or her duties, a Director who does not have knowledge that makes reliance unwarranted is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent with respect to the information, opinions, reports or statements presented; (2) legal counsel, public accountants, or other persons retained by the Corporation, as to matters involving skills or expertise the Director reasonably believes are matters (i) within the particular person's professional or expert competence or (ii) as to which the particular person merits confidence; or (3) a committee of the Board of Directors of which the Director is not a member if the Director reasonably believes the committee merits confidence.

(c) A Director is not liable for any action taken as a Director, or any failure to take any action, if he or she performed the duties of his or her office in compliance with this Section.

Section 19. Conflict of Interest.

(a) A conflict of interest transaction is a transaction with the Corporation in which a Director of the Corporation has a material direct or indirect interest. A conflict of interest transaction is not voidable by the Corporation solely because of the Director's interest in the transaction if any one of the following is true:

(1) the material facts of the transaction and the Director's interest were disclosed or known to the Board of Directors or a committee of the Board of Directors and the Board of Directors or committee authorized, approved, or ratified the transaction;

(2) the material facts of the transaction and the Director's interest were disclosed or known to the shareholders entitled to vote and they authorized, approved, or ratified the transaction; or

(3) the transaction was fair to the Corporation.

(b) For purposes of this Section, and without limiting the interests that may create conflict of interest transactions, a Director of the Corporation has an indirect interest in a transaction if: (1) another entity in which he or she has a material financial interest or in which he or she is a general partner is a party to the transaction; or (2) another entity of which he or she is a director, officer, or trustee or in which he or she holds another position is a party to the transaction and the transaction is or should be considered by the Board of Directors of the Corporation.

(c) For purposes of clause (1) of subsection (a), a conflict of interest transaction is authorized, approved, or ratified if it receives the affirmative vote of a majority of the Directors on the Board of Directors (or on the committee) who have no direct or indirect interest in the transaction, but a transaction may not be authorized, approved, or ratified under this Section by a single Director. If a majority of the Directors who have no direct or indirect interest in the transaction vote to authorize, approve, or ratify the transaction, a quorum is present for the

purpose of taking action under this Section. The presence of, or a vote cast by, a Director with a direct or indirect interest in the transaction does not affect the validity of any action taken under clause (1) of subsection (a) if the transaction is otherwise authorized, approved, or ratified as provided in that subsection.

(d) For purposes of clause (2) of subsection (a), a conflict of interest transaction is authorized, approved, or ratified if it receives the vote of a majority of the shares entitled to be counted under this subsection. Shares owned by or voted under the control of a Director who has a direct or indirect interest in the transaction, and shares owned by or voted under the control of an entity described in clause (1) of subsection (b), may not be counted in a vote of shareholders to determine whether to authorize, approve, or ratify a conflict of interest transaction under clause (2) of subsection (a). The vote of those shares, however, is counted in determining whether the transaction is approved under other Sections of these Bylaws. A majority of the shares, whether or not present, that are entitled to be counted in a vote on the transaction under this subsection constitutes a quorum for the purpose of taking action under this Section.

Section 20. Loans to Directors. The Corporation may not lend money to, or guarantee the obligation of a Director of, the Corporation unless: (a) the specific loan or guarantee is approved by a majority of the votes represented by the outstanding voting shares of all classes, voting as a single voting group, except the votes of shares owned by or voted under the control of the benefited Director; or (b) the Corporation's Board of Directors determines that the loan or guarantee benefits the Corporation and either approves the specific loan or guarantee or a general plan authorizing loans and guarantees. The fact that a loan or guarantee is made in violation of this Section shall not affect the borrower's liability on the loan.

ARTICLE III

MANNER OF NOTICE

All notices hereunder shall conform to the following requirements:

(a) Notice shall be in writing unless oral notice is reasonable under the circumstances. Notice by electronic transmission is written notice.

(b) Notice may be communicated in person; by telephone, voice mail, telegraph, teletype, or other electronic means; by mail; by electronic transmission; or by messenger or delivery service. If these forms of personal notice are impracticable, notice may be communicated by a newspaper of general circulation in the area where published; or by radio, television, or other form of public broadcast communication.

(c) Written notice, other than notice by electronic transmission, if in a comprehensible form, is effective upon deposit in the United States mail, if mailed postpaid and correctly addressed to the shareholder's address shown in the Corporation's current record of shareholders.

(d) Written notice by electronic transmission, if in comprehensible form, is effective: (1) if by facsimile telecommunication, when directed to a number furnished by the shareholder for the purpose; (2) if by electronic mail, when directed to an electronic mail address furnished

by the shareholder for the purpose; (3) if by a posting on an electronic network together with separate notice to the shareholder of such specific posting, directed to an electronic mail address furnished by the shareholder for the purpose, upon the later of (i) such posting and (ii) the giving of such separate notice; and (4) if by any other form of electronic transmission, when directed to the shareholder in such manner as the shareholder shall have specified to the Corporation. An affidavit of the Secretary or an Assistant Secretary of the Corporation, the transfer agent or other agent of the Corporation that the notice has been given by a form of electronic transmission shall, in the absence of fraud, be prima facie evidence of the facts stated therein.

(e) Except as provided in subsection (c), written notice, other than notice by electronic transmission, if in a comprehensible form, is effective at the earliest of the following: (1) when received; (2) five days after its deposit in the United States mail, if mailed postpaid and correctly addressed; (3) on the date shown on the return receipt, if sent by registered or certified mail, return receipt requested; or if sent by messenger or delivery service, on the date shown on the return receipt signed by or on behalf of the addressee; or (4) on the date of publication if notice by publication is permitted.

(f) Oral notice is effective when communicated if communicated in a comprehensible manner.

ARTICLE IV

OFFICERS

Section 1. Enumeration. The Corporation shall have a President, a Treasurer, a Secretary and such other officers as may be appointed by the Board of Directors from time to time in accordance with these Bylaws. The Board may appoint one of its members to the office of Chairman of the Board and from time to time define the powers and duties of that office notwithstanding any other provisions of these Bylaws.

Section 2. Appointment. The officers shall be appointed by the Board of Directors. A duly appointed officer may appoint one or more officers or assistant officers if authorized by the Board of Directors. Each officer has the authority and shall perform the duties set forth in these Bylaws or, to the extent consistent with these Bylaws, the duties prescribed by the Board of Directors or by direction of an officer authorized by the Board of Directors to prescribe the duties of other officers.

Section 3. Qualification. The same individual may simultaneously hold more than one office in the Corporation.

Section 4. Tenure. Officers shall hold office until the first meeting of the Directors following the next annual meeting of shareholders after their appointment and until their respective successors are duly appointed, unless a shorter or longer term is specified in the vote appointing them.

Section 5. Resignation. An officer may resign at any time by delivering notice of the resignation to the Corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date. If a resignation is made effective at a later date and the

Corporation accepts the future effective date, the Board of Directors may fill the pending vacancy before the effective date if the Board of Directors provides that the successor shall not take office until the effective date. An officer's resignation shall not affect the Corporation's contract rights, if any, with the officer.

Section 6. Removal. The Board of Directors may remove any officer at any time with or without cause. The appointment of an officer shall not itself create contract rights. An officer's removal shall not affect the officer's contract rights, if any, with the Corporation.

Section 7. President. The President when present shall preside at all meetings of the shareholders and, if there is no Chairman of the Board of Directors, of the Directors. He or she shall be the chief executive officer of the Corporation except as the Board of Directors may otherwise provide. The President shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 8. Treasurer. The Treasurer shall, subject to the direction of the Directors, have general charge of the financial affairs of the Corporation and shall cause to be kept accurate books of accounts. He or she shall have custody of all funds, securities, and valuable documents of the Corporation, except as the Directors may otherwise provide. The Treasurer shall perform such duties and have such powers additional to the foregoing as the Directors may designate.

Section 9. Secretary. The Secretary shall have responsibility for preparing minutes of the Directors' and shareholders' meetings and for authenticating records of the Corporation. The Secretary shall perform such duties and have such powers additional to the foregoing as the Directors shall designate.

Section 10. Standards Of Conduct For Officers. An officer shall discharge his or her duties: (a) in good faith; (b) with the care that a person in a like position would reasonably exercise under similar circumstances; and (c) in a manner the officer reasonably believes to be in the best interests of the Corporation. In discharging his or her duties, an officer, who does not have knowledge that makes reliance unwarranted, is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more officers or employees of the Corporation whom the officer reasonably believes to be reliable and competent with respect to the information, opinions, reports or statements presented; or (2) legal counsel, public accountants, or other persons retained by the Corporation as to matters involving skills or expertise the officer reasonably believes are matters (i) within the particular person's professional or expert competence or (ii) as to which the particular person merits confidence. An officer shall not be liable to the Corporation or its shareholders for any decision to take or not to take any action taken, or any failure to take any action, as an officer, if the duties of the officer are performed in compliance with this Section.

ARTICLE V

PROVISIONS RELATING TO SHARES

Section 1. Issuance and Consideration. The Board of Directors may issue the number of shares of each class or series authorized by the Articles of Organization. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, contracts for services to be performed, or other securities of the Corporation. Before the Corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. The Board of Directors shall determine the terms upon which the rights, options, or warrants for the purchase of shares or other securities of the Corporation are issued and the terms, including the consideration, for which the shares or other securities are to be issued.

Section 2. Share Certificates. If shares are represented by certificates, at a minimum each share certificate shall state on its face: (a) the name of the Corporation and that it is organized under the laws of The Commonwealth of Massachusetts; (b) the name of the person to whom issued; and (c) the number and class of shares and the designation of the series, if any, the certificate represents. If different classes of shares or different series within a class are authorized, then the variations in rights, preferences and limitations applicable to each class and series, and the authority of the Board of Directors to determine variations for any future class or series, must be summarized on the front or back of each certificate. Alternatively, each certificate may state conspicuously on its front or back that the Corporation will furnish the shareholder this information on request in writing and without charge. Each share certificate shall be signed, either manually or in facsimile, by the President or a Vice President and by the Treasurer or an Assistant Treasurer, or any two officers designated by the Board of Directors, and shall bear the corporate seal or its facsimile. If the person who signed, either manually or in facsimile, a share certificate no longer holds office when the certificate is issued, the certificate shall be nevertheless valid.

Section 3. Uncertificated Shares. The Board of Directors may authorize the issue of some or all of the shares of any or all of the Corporation's classes or series without certificates. The authorization shall not affect shares already represented by certificates until they are surrendered to the Corporation. Within a reasonable time after the issue or transfer of shares without certificates, the Corporation shall send the shareholder a written statement of the information required by the MBCA to be on certificates.

Section 4. Record and Beneficial Owners. The Corporation shall be entitled to treat as the shareholder the person in whose name shares are registered in the records of the Corporation or, if the Board of Directors has established a procedure by which the beneficial owner of shares that are registered in the name of a nominee will be recognized by the Corporation as a shareholder, the beneficial owner of shares to the extent of the rights granted by a nominee certificate on file with the Corporation.

Section 5. Lost or Destroyed Certificates. The Board of Directors of the Corporation may, subject to Massachusetts General Laws, Chapter 106, Section 8-405, determine the

conditions upon which a new share certificate may be issued in place of any certificate alleged to have been lost, destroyed, or wrongfully taken. The Board of Directors may, in its discretion, require the owner of such share certificate, or his or her legal representative, to give a bond, sufficient in its opinion, with or without surety, to indemnify the Corporation against any loss or claim which may arise by reason of the issue of the new certificate.

ARTICLE VI

CORPORATE RECORDS

Section 1. Records to be Kept.

(a) The Corporation shall keep as permanent records minutes of all meetings of its shareholders and Board of Directors, a record of all actions taken by the shareholders or Board of Directors without a meeting, and a record of all actions taken by a committee of the Board of Directors in place of the Board of Directors on behalf of the Corporation. The Corporation shall maintain appropriate accounting records. The Corporation or its agent shall maintain a record of its shareholders, in a form that permits preparation of a list of the names and addresses of all shareholders, in alphabetical order by class of shares showing the number and class of shares held by each. The Corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

(b) The Corporation shall keep within The Commonwealth of Massachusetts a copy of the following records at its principal office or an office of its transfer agent or of its Secretary or Assistant Secretary or of its registered agent:

(i) its Articles or Restated Articles of Organization and all amendments to them currently in effect;

(ii) its Bylaws or restated Bylaws and all amendments to them currently in effect;

(iii) resolutions adopted by its Board of Directors creating one or more classes or series of shares, and fixing their relative rights, preferences, and limitations, if shares issued pursuant to those resolutions are outstanding;

(iv) the minutes of all shareholders' meetings, and records of all action taken by shareholders without a meeting, for the past three years;

(v) all written communications to shareholders generally within the past three years, including the financial statements furnished under Section 16.20 of the MBCA for the past three years;

(vi) a list of the names and business addresses of its current Directors and officers; and

(vii) its most recent annual report delivered to the Massachusetts Secretary of State.

Section 2. Inspection of Records by Shareholders.

(a) A shareholder is entitled to inspect and copy, during regular business hours at the office where they are maintained pursuant to Section 1(b) of this Article, copies of any of the records of the Corporation described in said Section if he or she gives the Corporation written notice of his or her demand at least five business days before the date on which he or she wishes to inspect and copy.

(b) A shareholder is entitled to inspect and copy, during regular business hours at a reasonable location specified by the Corporation, any of the following records of the Corporation if the shareholder meets the requirements of subsection (c) and gives the Corporation written notice of his or her demand at least five business days before the date on which he or she wishes to inspect and copy:

(1) excerpts from minutes reflecting action taken at any meeting of the Board of Directors, records of any action of a committee of the Board of Directors while acting in place of the Board of Directors on behalf of the Corporation, minutes of any meeting of the shareholders, and records of action taken by the shareholders or Board of Directors without a meeting, to the extent not subject to inspection under subsection (a) of this Section;

(2) accounting records of the Corporation, but if the financial statements of the Corporation are audited by a certified public accountant, inspection shall be limited to the financial statements and the supporting schedules reasonably necessary to verify any line item on those statements; and

(3) the record of shareholders described in Section 1(a) of this Article.

(c) A shareholder may inspect and copy the records described in subsection (b) only if:

(1) his or her demand is made in good faith and for a proper purpose;

(2) he or she describes with reasonable particularity his or her purpose and the records he or she desires to inspect;

(3) the records are directly connected with his or her purpose; and

(4) the Corporation shall not have determined in good faith that disclosure of the records sought would adversely affect the Corporation in the conduct of its business.

(d) For purposes of this Section, “shareholder” includes a beneficial owner whose shares are held in a voting trust or by a nominee on his or her behalf.

Section 3. Scope of Inspection Right.

(a) A shareholder’s agent or attorney has the same inspection and copying rights as the shareholder represented.

(b) The Corporation may, if reasonable, satisfy the right of a shareholder to copy records under Section 2 of this Article by furnishing to the shareholder copies by photocopy or other means chosen by the Corporation including copies furnished through an electronic transmission.

(c) The Corporation may impose a reasonable charge, covering the costs of labor, material, transmission and delivery, for copies of any documents provided to the shareholder. The charge may not exceed the estimated cost of production, reproduction, transmission or delivery of the records.

(d) The Corporation may comply at its expense, with a shareholder’s demand to inspect the record of shareholders under Section 2(b)(3) of this Article by providing the shareholder with a list of shareholders that was compiled no earlier than the date of the shareholder’s demand.

(e) The Corporation may impose reasonable restrictions on the use or distribution of records by the demanding shareholder.

Section 4. Inspection of Records by Directors. A Director is entitled to inspect and copy the books, records and documents of the Corporation at any reasonable time to the extent reasonably related to the performance of the Director’s duties as a Director, including duties as a member of a committee, but not for any other purpose or in any manner that would violate any duty to the Corporation.

ARTICLE VII

INDEMNIFICATION

Section 1. Definitions. In this Article the following words shall have the following meanings unless the context requires otherwise:

“Corporation”, includes any domestic or foreign predecessor entity of the Corporation in a merger.

“Director” or “officer”, an individual who is or was a Director or officer, respectively, of the Corporation or who, while a Director or officer of the Corporation, is or was serving at the Corporation’s request as a director, officer, partner, trustee, employee, or agent of another domestic or foreign corporation, partnership, joint venture, trust, employee benefit plan, or other

entity. A Director or officer is considered to be serving an employee benefit plan at the Corporation's request if his or her duties to the Corporation also impose duties on, or otherwise involve services by, him or her to the plan or to participants in or beneficiaries of the plan. "Director" or "officer" includes, unless the context requires otherwise, the estate or personal representative of a Director or officer.

"Disinterested Director", a Director who, at the time of a vote or selection referred to in Section 4 of this Article, is not (i) a party to the proceeding, or (ii) an individual having a familial, financial, professional, or employment relationship with the Director whose indemnification or advance for expenses is the subject of the decision being made, which relationship would, in the circumstances, reasonably be expected to exert an influence on the Director's judgment when voting on the decision being made.

"Expenses", includes counsel fees.

"Liability", the obligation to pay a judgment, settlement, penalty, fine including an excise tax assessed with respect to an employee benefit plan, or reasonable expenses incurred with respect to a proceeding.

"Party", an individual who was, is, or is threatened to be made, a defendant or respondent in a proceeding.

"Proceeding", any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitative, or investigative and whether formal or informal.

Section 2. Indemnification of Directors and Officers.

(a) Except as otherwise provided in this Section, the Corporation shall indemnify to the fullest extent permitted by law an individual who is a party to a proceeding because he or she is a Director or officer against liability incurred in the proceeding if: (1) (i) he or she conducted himself or herself in good faith; and (ii) he or she reasonably believed that his or her conduct was in the best interests of the Corporation or that his or her conduct was at least not opposed to the best interests of the Corporation; and (iii) in the case of any criminal proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful; or (2) he or she engaged in conduct for which he or she shall not be liable under a provision of the Articles of Organization authorized by Section 2.02(b)(4) of the MBCA or any successor provision to such Section.

(b) A Director's or officer's conduct with respect to an employee benefit plan for a purpose he or she reasonably believed to be in the interests of the participants in, and the beneficiaries of, the plan is conduct that satisfies the requirement that his or her conduct was at least not opposed to the best interests of the Corporation.

(c) The termination of a proceeding by judgment, order, settlement, or conviction, or upon a plea of nolo contendere or its equivalent, is not, of itself, determinative that the Director or officer did not meet the relevant standard of conduct described in this Section.

(d) Unless ordered by a court, the Corporation may not indemnify a Director or officer under this Section if his or her conduct did not satisfy the standards set forth in subsection (a) or subsection (b).

Section 3. Advance for Expenses. The Corporation shall, before final disposition of a proceeding, advance funds to pay for or reimburse the reasonable expenses incurred by a Director or officer who is a party to a proceeding because he or she is a Director or officer if he or she delivers to the Corporation:

(a) a written affirmation of his or her good faith belief that he or she has met the relevant standard of conduct described in Section 2 of this Article or that the proceeding involves conduct for which liability has been eliminated under a provision of the Articles of Organization as authorized by Section 2.02(b)(4) of the MBCA or any successor provision to such Section; and

(b) his or her written undertaking to repay any funds advanced if he or she is not wholly successful, on the merits or otherwise, in the defense of such proceeding and it is ultimately determined pursuant to Section 4 of this Article or by a court of competent jurisdiction that he or she has not met the relevant standard of conduct described in Section 2 of this Article. Such undertaking must be an unlimited general obligation of the Director or officer but need not be secured and shall be accepted without reference to the financial ability of the Director or officer to make repayment.

Section 4. Determination of Indemnification. The determination of whether a Director or officer has met the relevant standard of conduct set forth in Section 2 shall be made:

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

(b) by special legal counsel (1) selected in the manner prescribed in clause (a) or (2) if there are fewer than two disinterested Directors, selected by the Board of Directors, in which selection Directors who do not qualify as disinterested Directors may participate; or

(c) by the shareholders, but, unless all of the Corporation's shares are owned by or voted under the control of Directors who at the time do not qualify as disinterested Directors, shares owned by or voted under the control of a Director who at the time does not qualify as a disinterested Director may not be voted on the determination.

Section 5. Notification and Defense of Claim; Settlements.

(a) In addition to and without limiting the foregoing provisions of this Article and except to the extent otherwise required by law, it shall be a condition of the Corporation's obligation to indemnify under Section 2 of this Article (in addition to any other condition provide in these Bylaws or by law) that the person asserting, or proposing to assert, the right to be indemnified, must notify the Corporation in writing as soon as practicable of any action, suit, proceeding or investigation involving such person for which indemnity will or could be sought,

but the failure to so notify shall not affect the Corporation's objection to indemnify except to the extent the Corporation is adversely affected thereby. With respect to any proceeding of which the Corporation is so notified, the Corporation will be entitled to participate therein at its own expense and/or to assume the defense thereof at its own expense, with legal counsel reasonably acceptable to such person. After notice from the Corporation to such person of its election so to assume such defense, the Corporation shall not be liable to such person for any legal or other expenses subsequently incurred by such person in connection with such action, suit, proceeding or investigation other than as provided below in this subsection (a). Such person shall have the right to employ his or her own counsel in connection with such action, suit, proceeding or investigation, but the fees and expenses of such counsel incurred after notice from the Corporation of its assumption of the defense thereof shall be at the expense of such person unless (1) the employment of counsel by such person has been authorized by the Corporation, (2) counsel to such person shall have reasonably concluded that there may be a conflict of interest or position on any significant issue between the Corporation and such person in the conduct of the defense of such action, suit, proceeding or investigation or (3) the Corporation shall not in fact have employed counsel to assume the defense of such action, suit, proceeding or investigation, in each of which cases the fees and expenses of counsel for such person shall be at the expense of the Corporation, except as otherwise expressly provided by this Article. The Corporation shall not be entitled, without the consent of such person, to assume the defense of any claim brought by or in the right of the Corporation or as to which counsel for such person shall have reasonably made the conclusion provided for in clause (2) above.

(b) The Corporation shall not be required to indemnify such person under this Article for any amounts paid in settlement of any proceeding unless authorized in the same manner as the determination that indemnification is permissible under Section 4 of this Article, except that if there are fewer than two disinterested Directors, authorization of indemnification shall be made by the Board of Directors, in which authorization Directors who do not qualify as disinterested Directors may participate. The Corporation shall not settle any action, suit, proceeding or investigation in any manner which would impose any penalty or limitation on such person without such person's written consent. Neither the Corporation nor such person will unreasonably withhold their consent to any proposed settlement.

Section 6. Insurance. The Corporation may purchase and maintain insurance on behalf of an individual who is a Director or officer of the Corporation, or who, while a Director or officer of the Corporation, serves at the Corporation's request as a director, officer, partner, trustee, employee, or agent of another domestic or foreign corporation, partnership, joint venture, trust, employee benefit plan, or other entity, against liability asserted against or incurred by him or her in that capacity or arising from his or her status as a Director or officer, whether or not the Corporation would have power to indemnify or advance expenses to him or her against the same liability under this Article.

Section 7. Application of this Article.

(a) The Corporation shall not be obligated to indemnify or advance expenses to a Director or officer of a predecessor of the Corporation, pertaining to conduct with respect to the predecessor, unless otherwise specifically provided.

(b) This Article shall not limit the Corporation's power to (1) pay or reimburse expenses incurred by a Director or an officer in connection with his or her appearance as a witness in a proceeding at a time when he or she is not a party or (2) indemnify, advance expenses to or provide or maintain insurance on behalf of an employee or agent.

(c) The indemnification and advancement of expenses provided by, or granted pursuant to, this Article shall not be considered exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled.

(d) Each person who is or becomes a Director or officer shall be deemed to have served or to have continued to serve in such capacity in reliance upon the indemnity provided for in this Article. All rights to indemnification under this Article shall be deemed to be provided by a contract between the Corporation and the person who serves as a Director or officer of the Corporation at any time while these Bylaws and the relevant provisions of the MBCA are in effect. Any repeal or modification thereof shall not affect any rights or obligations then existing.

(e) If the laws of the Commonwealth of Massachusetts are hereafter amended from time to time to increase the scope of permitted indemnification, indemnification hereunder shall be provided to the fullest extent permitted or required by any such amendment.

ARTICLE VIII

FISCAL YEAR

The fiscal year of the Corporation shall be the year ending with December 31 in each year.

ARTICLE IX

AMENDMENTS

(a) The power to make, amend or repeal these Bylaws shall be in the shareholders. If authorized by the Articles of Organization, the Board of Directors may also make, amend or repeal these Bylaws in whole or in part, except with respect to any provision thereof which by virtue of an express provision in the MBCA, the Articles of Organization, or these Bylaws, requires action by the shareholders.

(b) Not later than the time of giving notice of the meeting of shareholders next following the making, amending or repealing by the Board of Directors of any By-Law, notice stating the substance of the action taken by the Board of Directors shall be given to all shareholders entitled to vote on amending the Bylaws. Any action taken by the Board of Directors with respect to the Bylaws may be amended or repealed by the shareholders.

(c) Approval of an amendment to the Bylaws that changes or deletes a quorum or voting requirement for action by shareholders must satisfy both the applicable quorum and voting requirements for action by shareholders with respect to amendment of these Bylaws and also the particular quorum and voting requirements sought to be changed or deleted.

(d) A By-Law dealing with quorum or voting requirements for shareholders, including additional voting groups, may not be adopted, amended or repealed by the Board of Directors.

(e) A By-Law that fixes a greater or lesser quorum requirement for action by the Board of Directors, or a greater voting requirement, than provided for by the MBCA may be amended or repealed by the shareholders, or by the Board of Directors if authorized pursuant to subsection (a).

(f) If the Board of Directors is authorized to amend the Bylaws, approval by the Board of Directors of an amendment to the Bylaws that changes or deletes a quorum or voting requirement for action by the Board of Directors must satisfy both the applicable quorum and voting requirements for action by the Board of Directors with respect to amendment of the Bylaws, and also the particular quorum and voting requirements sought to be changed or deleted.



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

mass.gov/dor

Letter ID: L1450912128
Notice Date: January 24, 2019
Case ID: 0-000-517-325



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



MARIO SIGNORE
GREEN LINE BOSTON
351 LANGLEY RD
NEWTON MA 02459-2349

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, GREEN LINE BOSTON 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..

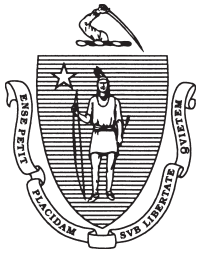
Visit us online!

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

Use the confirmation code below to print another copy of this letter or to review your submission.
Confirmation Code: zg3xdd



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

William Francis Galvin
Secretary of the
Commonwealth

Date: January 30, 2019

To Whom It May Concern :

I hereby certify that according to the records of this office,
GREEN LINE BOSTON, INC.

is a domestic corporation organized on **April 26, 2018** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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

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

Secretary of the Commonwealth

Certificate Number: 19010467220

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

Processed by:



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$250.00

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

Articles of Organization

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

Identification Number: 001324710

ARTICLE I

The exact name of the corporation is:

GREEN LINE BOSTON, INC.

ARTICLE II

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

ARTICLE III

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

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding Num of Shares
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CNP	\$0.00000	275,000	\$0.00	100

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

ARTICLE IV

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

ARTICLE V

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

ARTICLE VI

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

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

ARTICLE VII

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

Later Effective Date: Time:

ARTICLE VIII

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

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

Name: MARIO SIGNORE
No. and Street: 351 LANGLEY ROAD
City or Town: NEWTON State: MA Zip: 02459 Country: USA

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

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	MARIO SIGNORE	351 LANGLEY ROAD NEWTON, MA 02459 USA
TREASURER	MARIO SIGNORE	351 LANGLEY ROAD NEWTON, MA 02459 USA
SECRETARY	MICHAEL FORD	130 MAPLE STREET SHERBORN, MA 01770 USA
DIRECTOR	MARIO SIGNORE	351 LANGLEY ROAD NEWTON, MA 02459 USA
DIRECTOR	MICHAEL FORD	130 MAPLE STREET SHERBORN, MA 01770 USA
DIRECTOR	LORIEN GABLE	3465 N. PINES WAY STE 104 PMB 88 WILSON, WY 83014 USA

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

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

RETAIL; CULTIVATION; PROCESSING

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

No. and Street: 351 LANGLEY ROAD
City or Town: NEWTON State: MA Zip: 02459 Country: USA

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

No. and Street: 351 LANGLEY ROAD
City or Town: NEWTON State: MA Zip: 02459 Country: USA

which is

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

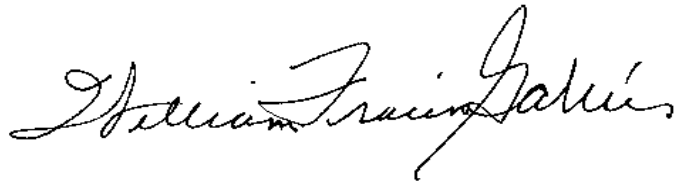
Signed this 26 Day of April, 2018 at 8:39:26 AM by the incorporator(s). (*If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.*)

BRENT BARRINGER

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:

April 26, 2018 08:38 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts William Francis Galvin

No Fee

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

Statement of Change of Supplemental Information

(General Laws, Chapter 156D, Section 2.02 AND Section 8.45; 950 CMR 113.17)

1. Exact name of the corporation: GREEN LINE BOSTON, INC.

2. Current registered office address:

Name: MARIO SIGNORE

No. and Street: 351 LANGLEY ROAD

City or Town: NEWTON State: MA Zip: 02459 Country: USA

3. The following supplemental information has changed:

 Names and street addresses of the directors, president, treasurer, secretary

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	MARIO SIGNORE	351 LANGLEY ROAD NEWTON, MA 02459 USA
TREASURER	MARIO SIGNORE	351 LANGLEY ROAD NEWTON, MA 02459 USA
SECRETARY	MICHAEL FORD	130 MAPLE STREET SHERBORN, MA 01770 USA
DIRECTOR	MARIO SIGNORE	351 LANGLEY ROAD NEWTON, MA 02459 USA
DIRECTOR	MICHAEL FORD	130 MAPLE STREET SHERBORN, MA 01770 USA
DIRECTOR	LORIEN GABLE	3465 N. PINES WAY STE 104 PMB 88 WILSON, WY 83014 USA
DIRECTOR	ADRIANNA SIGNORE	8 HOWE STREET JAMAICA PLAIN, MA 02145 USA
DIRECTOR	DEBRA TINNIN	9 HORAN WAY JAMAICA PLAIN, MA 02130 USA

 Fiscal year end:

December

 Type of business in which the corporation intends to engage:

RETAIL; CULTIVATION; PROCESSING

 Principal office address:

No. and Street: 351 LANGLEY ROAD

City or Town: NEWTON State: MA Zip: 02459 Country: USA

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

No. and Street: 351 LANGLEY ROAD

City or Town: NEWTON

State: MA

Zip: 02459

Country: USA

which is

☒ its principal office

☐ an office of its transfer agent

☐ an office of its secretary/assistant secretary

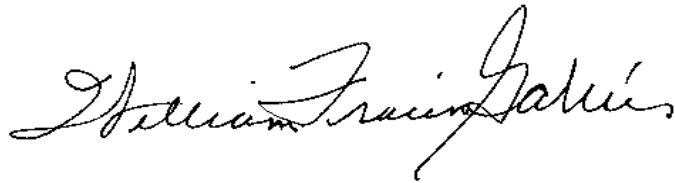
☐ its registered office

Signed by MICHAEL FORD, its OTHER OFFICER
on this 13 Day of August, 2019

THE COMMONWEALTH OF MASSACHUSETTS

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

August 13, 2019 03:35 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

PLAN TO OBTAIN LIABILITY INSURANCE TO MEET THE REQUIREMENTS OF 935 CMR 500.105(10)
--

Green Line Boston, Inc. will obtain a commitment for liability insurance and other general coverage required by Massachusetts law. The policy will provide for general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, 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.



GREEN LINE BOSTON, INC.

HIGH-QUALITY CULTIVATION AND PROCESSING MARIJUANA ESTABLISHMENT

OCTOBER 7, 2019

CONFIDENTIAL



GREEN LINE BOSTON, INC.

EXECUTIVE SUMMARY

Marijuana is being grown, tested, and processed into a variety of products for sale at wholesale and retail around the world. Medical and recreational marijuana is a multi-billion global industry. The legalization of recreational marijuana in numerous states has created a rapidly growing market and a great investment opportunity. Green Line Boston is more than just a cannabis farm. It is a community-oriented business with locally-cultivated product. Green Line Boston is poised to be Boston's first and only premium cannabis production facility.

THE BUSINESS MODEL



LICENSURE

Green Line Boston's Zoning Approval and Massachusetts Cannabis Control Commission License are anticipated in the first half of 2019.

COMMUNITY OUTREACH

Green Line Boston holds the first of only 2 Community Host Agreements signed in Suffolk County.

THE LEADERSHIP TEAM

Green Line Boston's leadership team is comprised of the following:.

Mario A. Signore, Jr. - Founder and CEO. Born and raised in Boston, Mario grew up working for his family's manufacturing and distribution business. He was running the operations of the company by the time he was 16. After University, he worked in LA and went on to a prolific career as a filmmaker and producer for brand campaigns, TV and film. Now, as an avid environmentalist and proud Bostonian, Mario has partnered with top Cannabis industry leaders to bring a progressive, sustainable and community-minded brand to Boston.

Michael W. Ford – Legal Counsel and Strategist. Michael is the lead trial lawyer at FORD LAW P.C. Michael has litigated and served as trial and litigation counsel in cases filed in the Superior Court, Land Court, and state District Court, Probate and Family Court, United States Federal District Court and the Massachusetts Commission Against Discrimination concerning business litigation and real estate litigation, employment matters, and discrimination matters. An additional portion of Michael's practice involves representing businesses before administrative municipal boards and state licensing authorities and commissions, including the Alcoholic Beverages Control Commission and the Cannabis Control Commission.

Marie St. Fleur - Diversity and Social Justice Officer. Marie served as Chief of Advocacy and Strategic Investment for the City of Boston under Mayor Thomas M. Menino and served with current Mayor Marty Walsh. She is the former CEO and President of The Bessie Tartt Wilson Initiative for Children. Marie served in the MA House of Representatives for 11 years. Marie was the first woman to serve as Vice Chair of the powerful House Ways and Means Committee. Marie serves as a director on several nonprofit boards. A former Assistant District Attorney and Assistant State Attorney General, she is proficient in conversational French, Haitian Creole and Spanish.

Kevin Brooks - Expert Advisor - Grow Through Retail. As CEO of one of the largest fully vertically integrated cannabis companies in California. Kevin has several years' experience in building/overseeing commercial grade cultivation facilities, multi-regional networks of dispensaries and state-wide cannabis distribution. Prior to the cannabis industry Kevin was the Legal technology and eDiscovery sector where he spent over a decade gaining a deep understanding of highly regulated industries.

Derric Small - Corporate Advisor. Advisor to Boston's office of diversity. Small previously worked as the director of zoning board and appeals for the city of Boston specifically focusing on housing-related cases. He is a graduate of Suffolk Law School and Boston University, where he acquired his master's in Urban Affairs and City Planning, and Connecticut College, where he earned his bachelors in political science. Small helps attract and retain people of color in Boston employment positions. Furthermore,

Derric advises large corporations to increase their diversity and engage a national pool of small diverse businesses eligible for state and city contract procurement.

Lorien Gabel - *Finance Advisor*. Lorien is a serial entrepreneur who has over 20 years of operational, technological, and marketing expertise, focused on Internet applications and infrastructure. Prior to his role at Green Line, Lorien successfully founded, scaled and exited three tech based start-ups. He has also been a member of the senior leadership team of two other high-growth tech ventures, and has mentored, advised and directly invested in numerous startups.

Herby Duvern  - *Head of Security*. Principal and CEO, founded Taino Group to provide critical physical and cyber security services to Massachusetts and Boston-area corporations and businesses. Mr. Duvern  acquired Windwalker Corporation, a Washington, DC-based government contracting firm focused on training development, and formed Windwalker Group, LLC. Mr. Duvern  brings 15 years of national security, physical security management, training, corporate security, and aviation security experience. He is a former Director of Emergency Management at Massachusetts Port Authority. His business leadership strategy focuses on branding, sales growth and a commitment to sustained superior client services.

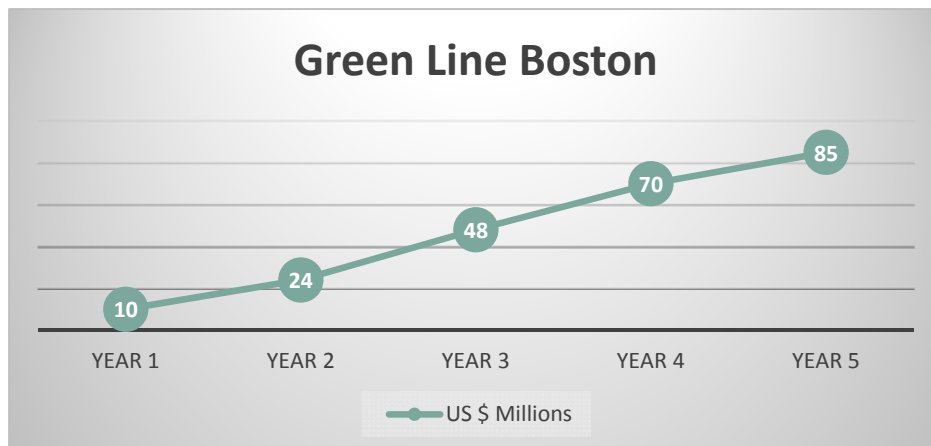
Brad Crafton - *Head of Cultivation*. Brad has 20 years of experience designing, developing, establishing and managing state-of-the art cultivation facilities in CA, CO, HW, and WA state. Brad is an expert in grow room set-up, operations, compliance, and process optimization. He has in depth knowledge of grow operations and requirements including, co-generation, HVAC and irrigation, organic and hydro systems, PPM, pH, and EC calculations, cloning and transplanting, and quality assurance. Brad will oversee all aspects of grow room operations, strain acquisitions, construction, installation, climate control, and prevention maintenance to eliminate mold mildew, and pests.

NORTH AMERICAN CANNABIS MARKET OPPORTUNITY

The North America legal cannabis market amounted to \$12 billion in 2018, growing by 30 percent year-over-year. The largest market was the United States, which totaled \$10.4 billion, followed by Canada equaling \$1.6 billion. A Cowan and Company report states that cannabis sales in the United States along are expected to exceed \$75 Billion by 2030 – which is a figure comparable to the sales of soft drinks.¹

¹ <http://www.cowen.com/reports/cannabis-75b-opportunity-category-cross-currents-keep-us-cautious-on-booze/>

FINANCIAL OVERVIEW



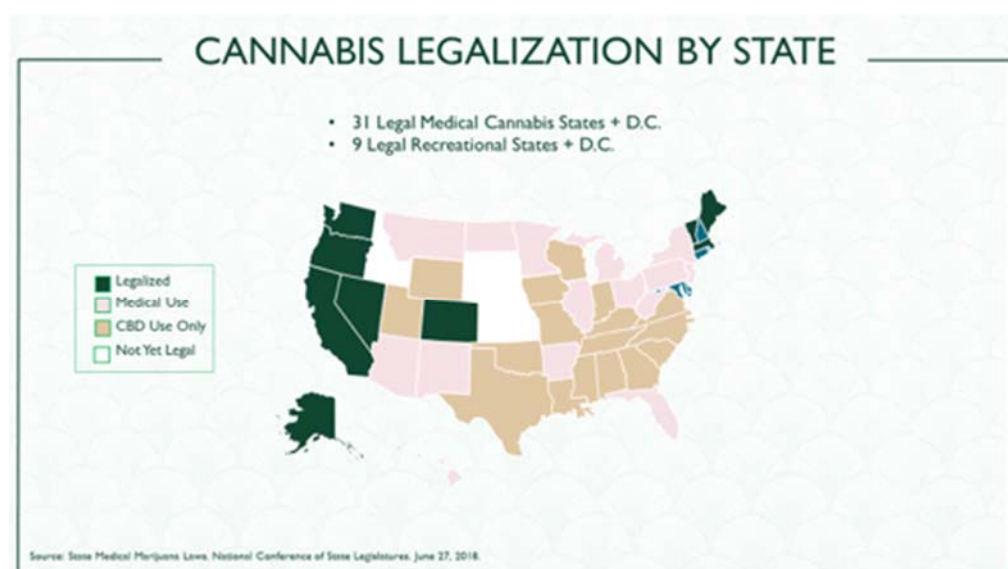
UNITED STATES MARIJUANA OVERVIEW

About 40 years ago, Congress officially placed marijuana in Schedule I of the Controlled Substances Act². Essentially, the government concluded that the drug had a high potential for abuse. In the mid-90's,

² U.S. Code Title 21. FOOD AND DRUGS, Chapter 13. DRUG ABUSE PREVENTION AND CONTROL, Subchapter I. CONTROL AND ENFORCEMENT Part B. Authority to Control; Standards and Schedules, Section 812. Schedules of Controlled Substances

many activists began to rally around the drug's purported medicinal benefits. The Medical Marijuana Project was founded in 1995 to "increase public support for non-punitive, non-coercive marijuana policies"³ and to gain influence in Congress. Several studies, both public and private, were funded to test the veracity of marijuana's medicinal worth. One such study in 1999 found that "the active ingredients in marijuana appear to be useful for treating pain, nausea and the severe weight loss associated with AIDS," according to the *The New York Times*.⁴ Slowly, states began to adopt legislation to make it easier for medical marijuana to be disseminated.

Over the past 15 years, led by California, 15 states plus the District of Columbia have adopted laws permitting some form of marijuana a consumption or distribution for medical use. 60% of the U.S. population now lives in states that have legalized some form of cannabis use and sales, illustrating the rising acceptance of cannabis nationwide and highlighting the industry's immense potential for future growth. There are 31 States that now allow cannabis for medical use, 16 States that allow Cannabidiol (CBD), and 9 States and the District of Columbia that now allow for recreational cannabis use.

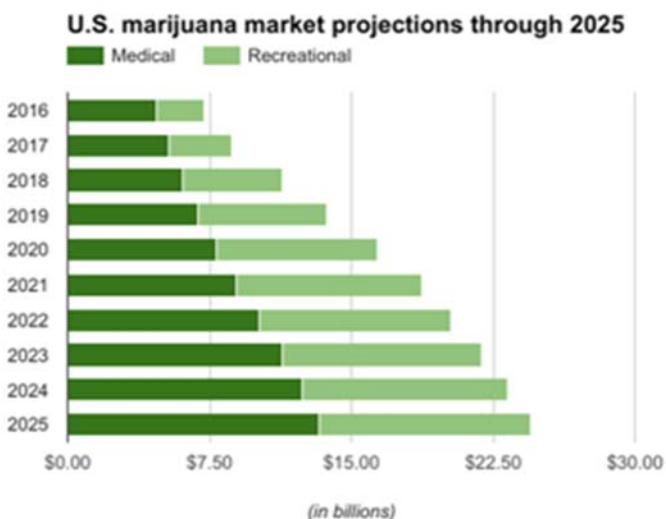


In 2009, the Obama administration ordered federal prosecutors to de-prioritize legal action against medical marijuana dispensaries that comply with state laws. The Cole Memorandum, issued on August 29, 2013 by United States Deputy Attorney General James M. Cole⁵, stated that given its limited resources, the Justice Department would not enforce federal prohibition in states where marijuana sales were "legalized." This has been a key driver in

³ <https://www.mpp.org/about/mission-and-vision/>

⁴ Stolberg, S. (1999). Government Study of Marijuana

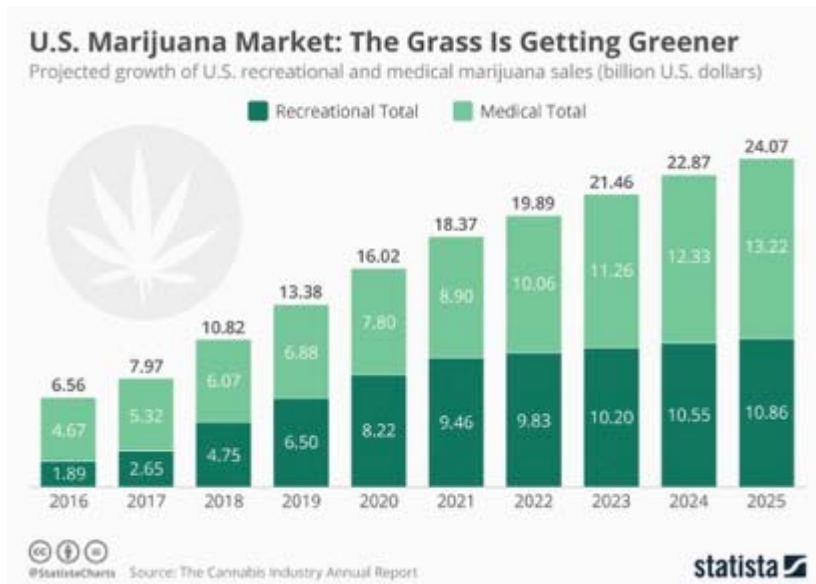
⁵ “Guidance Regarding Marijuana Enforcement”



the growth of the industry. These conditions have combined to produce the first legal marijuana markets in modern times.

The Cannabis Industry's Annual Report has revealed that sales of medical and recreational marijuana are projected to increase dramatically over the next several years. Sales of medical and recreational marijuana are predicted to reach \$4.75 and \$6 billion this year respectively. By 2023, both forms of the drug will reach more than \$20 billion before hitting \$24 billion in 2025.⁶ Recreational sales are expected to surpass medical sales this year for the first time. In Canada, the recreational sales markets suffered from supply shortages.⁷

Rapidly increasing sales are fueled in part by the number of companies going public. Canadian markets soared in 2018. There are a number of pot-adjacent technology and product companies, that don't actually handle marijuana themselves, that may be able to list on the large U.S. exchanges in 2019.⁸ In general, investors are backing the cannabis industry more than ever before, while increasing the size of their capital placements; their average investment in cannabis.



MASSACHUSETTS MARIJUANA APPROVAL

In 1911, Massachusetts became the first state to restrict cannabis on a state level, prohibiting the sale of "Indian hemp" without a prescription.

On November 4, 2008, Massachusetts voters passed a ballot that decriminalized the possession of small amounts of marijuana.

On November 6, 2012, 63% of Massachusetts voters approved the

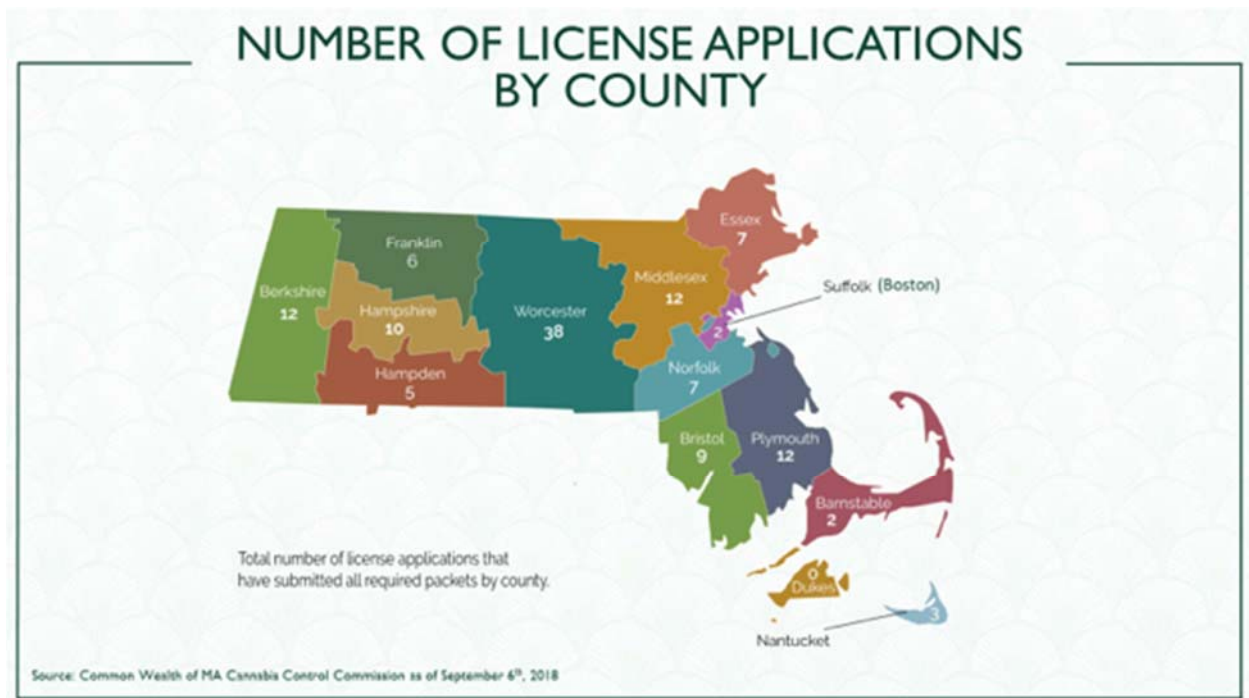
Massachusetts Medical Marijuana Initiative, eliminating criminal and civil penalties for the possession and use of up to a 60-day supply of marijuana for patients possessing a state-issued registration card.

In the November 8, 2016 election, Massachusetts voters passed a ballot initiative making recreational cannabis legal in the state.

⁶ Niall McCarthy, Forbes, *The Grass Is Only Getting Greener for The U.S. Marijuana Market*, Jan 3, 2018

⁷ <https://www.marketwatch.com/story/pot-companies-still-working-out-the-supply-kinks-to-meet-strong-canadian-demand-2018-11-17>

⁸ <https://www.marketwatch.com/story/marijuana-ipos-in-2019-these-companies-could-be-the-next-hot-pot-stocks-2018-12-27>



GREEN LINE'S MISSION

Phase 1 of the Green Line business plan is to become Boston's first cannabis cultivation and processing company.

Phase 2 of the Green Line business plan will move to retail sales once the company excels at Phase 1.

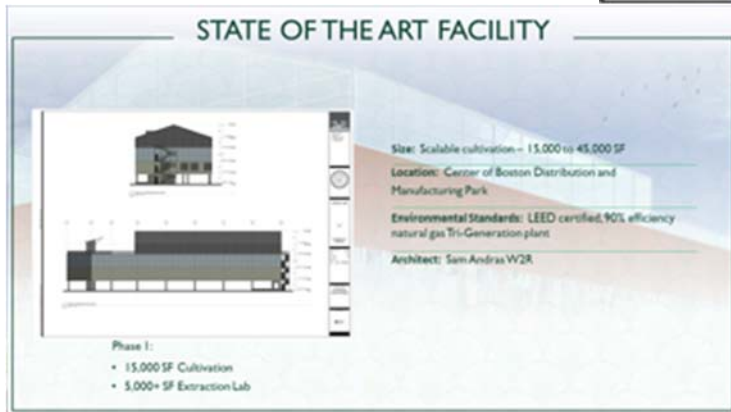
Green Line's mission is to be stable, profitable and the premiere provider of premium marijuana and marijuana-infused products in the Commonwealth of Massachusetts. All of the company's products will be grown and developed to ensure that dispensary facilities have an option to offer high-quality, organic cannabis products. Green Line is committed to being the leader in quality, compliance, innovation, cutting-edge research, social responsibility and education, and will work tirelessly to exceed expectations of customers, and regulators. The team takes pride in transparency for all those who wish to observe – local leaders, law enforcement and all those that advocate for creating safe, cost-effective marijuana products.

GREEN LINE BRANDED PRODUCTS



SITE PLANNING AND ANALYSIS

Green Line's custom-built cultivation facility will be in the City of Boston in an industrial zone approved for cultivating, growing and harvesting marijuana. Company diligence ensures a viable facility in a setting where there is proper zoning, no local moratorium, and public support.



The company has received final approvals from the Board of Appeal for the site and use, and the Boston Planning Department of the Site Plan. Green Line will be wholly compliant with federal and state legal requirements.

Green Line's cultivation and processing facility will add substantial revenue to the local community, as well as dozens of jobs. The company outreach program will continue to work with the community to become an integral member. Green Line's facility will abide by all zoning regulations, including light pollution restrictions, and all visual, auditory and olfactory evidence of marijuana cultivation. With a focus on safety, signage will comport with local regulations, assuring townspeople that there will be no special indication to advertise the facility's activities.



PRO FORMA FINANCIALS SUMMARY

The pro forma financials are based on estimates and figures derived from other facilities of which our advisors have knowledge. Many of the numbers are subject to change, consequently the best estimates used are based on historical data which may not hold true in the future.

	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
Revenue	\$15,454,239	\$29,303,845	\$60,913,439	\$85,408,301	\$103,389,975
Expenses	\$9,973,037	\$14,953,228	\$30,232,380	\$43,289,071	\$52,644,400
EBITDA	\$5,481,203	\$14,350,617	\$30,681,059	\$42,119,230	\$50,745,575

ASSUMPTIONS REGARDING PRO-FORMA FINANCIAL STATEMENTS

In preparing pro forma financial statements, there are several assumptions factored into income items and balance sheet items. Certain variable costs are based on current pricing such as electricity and water. The pro forma financial statements reflect the high-water benchmark for others entering the business.

Green Line will offer packaged marijuana, edibles, oils, salves, vaporizers, and other ancillary products that are not being factored into the gross sales to allow for a margin of error.

FIVE YEAR PROJECTIONS

SYR PROJECTIONS	Y1	Y2	Y3	Y4	Y5
Cultivation square footage utilized:	15,000	15,000	15,000	15,000	15,000

Annual Inventory (Pounds) Cultivated	3,938	5,250	5,250	5,250	5,250
Annual Revenue (after crop loss reserve)	\$15,454,239	\$29,303,845	\$60,913,439	\$85,408,301	\$103,389,975
Crop Loss Reserve	3,310,875	796,898	746,719	480,000	408,516

Average Revenue Per Pound	\$3,300	\$3,000	\$2,700	\$1,600	\$1,350
Average Revenue Per Gram	\$7.30	\$6.64	\$5.97	\$3.54	\$2.99
Total Flower & Veg Lights	658	658	658	658	658

Total Headcount	24	31	35	35	35
Annualized Contract Labor	\$3,023,909	\$3,736,922	\$4,019,095	\$4,019,095	\$4,019,095
Yield Per Light - lbs.	2.00	2.00	2.00	2.00	2.00

Gross Profit Margin	57%	64%	61%	58%	58%
Operating Expenses (% Rev.)	22%	15%	10%	9%	9%
Net Profit Margin	35%	49%	50%	49%	49%

INVENTORY CULTIVATED/PROCESSED - LBS					
Total Pounds Cultivated	3,938	5,250	5,250	5,250	5,250
Pounds utilized (BUD)	2,756	3,675	3,675	3,675	3,675
Extraction, Processing, MIPs (TRIM)	1,181	1,575	1,575	1,575	1,575
THIRD PARTY - Extraction, Processing, MIPs (TRIM)	1,215	2,592	8,201	13,163	16,706
TOTAL INVENTORY CULTIVATED/PROCESSED	5,153	7,842	13,451	18,413	21,956

INVENTORY CULTIVATED/PROCESSED - GRAMS					
Total Grams Produced	1,783,688	2,378,250	2,378,250	2,378,250	2,378,250
Grams utilized (BUD)	1,248,581	1,664,775	1,664,775	1,664,775	1,664,775
Extraction, Processing, MIPs (TRIM)	535,106	713,475	713,475	713,475	713,475
THIRD PARTY - Extraction, Processing, MIPs (TRIM)	550,395	1,174,176	3,715,166	5,962,613	7,567,931
TOTAL INVENTORY CULTIVATED/PROCESSED - GRAMS	2,334,083	3,552,426	6,093,416	8,340,863	9,946,181

INVESTMENT IN STARTUP OPERATIONS

The cultivation facility will use state of the art equipment. The initial capital budget for Green Line is \$10 million, with certain key expenditures outlined below.

Facility Build-out	\$3,750,000
Commercial kitchen equipment	175,000
Lighting	500,000
Watering systems	60,000
Rolling trays & structure	50,000
Ventilation	102,000
Drying	30,000

Solvent extracts	152,000
Solventless extracts	30,000
Packaging and processing	65,000
Inventory storage	12,200
Safes	20,000
Safety and production	25,000

RISK FACTORS

The start-up of a marijuana establishment is speculative and involves a high degree of risk.

The federal regulatory regime remains uncertain. In early 2018, the Trump Administration initiated a rescission of the Cole Memorandum, discussed on page 5 above. Thereafter, however, with the departure of then-Attorney General Jeff Sessions, and the mid-term elections, the current Trump position is distinctly unclear.⁹ State-by-state, there are exacting regulations with respect to product promotion, and many marketing platforms restrict or outright ban cannabis advertisements due to the substance's federal status. Despite state legalization, city and county licensure for shops can be burdensome.

Debra Borchardt, Co-Founder, CEO, and Editor-In-Chief of [www.GreenMarketReport](http://www.GreenMarketReport.com), discusses certain of the known obstacles and challenges faced by entrepreneurs in the current environment. In her article *Marijuana Businesses Find It Hard to Measure Success*, published in *Forbes* magazine,¹⁰ Borchardt noted that cannabis retailers face obstacles that many other retailers do not. Since cannabis businesses are often foreclosed from traditional marketing channels, they have turned to social media to promote their dispensaries. In another *Forbes* article in September 2018, author Kevin Murphy wrote about *Legal Marijuana: The \$9 Billion Industry That Most Banks Won't Touch*,¹¹ stating that 30% of today's cannabis businesses don't even have a bank account. In addition, there are security concerns that often require expensive solutions, such as in-store guards and protection during transportation. Given statutory limits on inventory reserves, merchants are often forced to limit sales or run out of product to sell.

To the extent known, Green Line has considered each of the risks discussed above, and many more, in developing its long-term business plans.

⁹ <https://www.latimes.com/politics/la-na-pol-marijuana-trump-20180413-story.html>
<https://www.forbes.com/sites/bencurren/2018/11/07/with-jeff-sessions-out-the-new-ag-should-restore-the-cole-memorandum/#5ec6d043705d>

¹⁰ Bouchardt, D. (2015). *Marijuana Businesses Find It Hard To Measure Success*. *Forbes*.

¹¹ Murphy, K. (2018). *Legal Marijuana: The \$9 Billion Industry That Most Banks Won't Touch*. *Forbes*.

OPERATIONAL PLANS

The initial operating plans for the Green Line Boston enterprise are set out in the Appendix. These plans include:

- Green Line's brand development and marketing approach with a variety of media and through numerous channels
- Specifics around the company's most important resource, its facility team, and various staff member roles and responsibilities
- Administrative controls, including inventory and storage
- Cultivation and Processing in detail
- Compliance and Security

GREEN LINE'S CORE VALUES

The Company's core beliefs drive its business model, and success cannot be achieved without them. The happiness, safety and well-being of the community is considered with every decision. Green Line will be a positive contributor to the neighborhood and value added to the local economy. Premiere products are carefully designed and innovated with an obsession for high quality. Green Line will earn the right to be called Boston's craft cannabis.

GREEN LINE BOSTON - APPENDIX

MARKETING PLAN

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

The most effective marketing strategies for legal marijuana companies are to target industry conferences and other events, building communities around marijuana-related concerns such as health and wellness.

Marketing materials for Green Line will include and expand on the following items:

- Tri fold brochure/menu – collateral material
- Business referral program brochure and link from main web page
- Green Line's website
- Facebook page
- LinkedIn account
- Daily Twitter Feeds
- Print advertisements
- Creating branded product(s) and marketing to dispensaries
- Email blast to our customer base and any others not on our list
- A customer appreciation program and frequent buyer offers

BRAND DEVELOPMENT

The Company will develop a corporate identity that clearly defines our brand, goals and personality, with a clear conveyance of that identity through our positioning. We will continuously analyze our brand's perception in the market and focus on creating positive customer relationships with our target audience. Our product's look, price, packaging, etc. will tangibly convey our brand. The intangible elements of our brand will be relayed through positive customer experience. A brand manager will oversee all aspects of our customer's brand association as well as relationships with our customer base.

SOCIAL MEDIA

We will put forth a significant social media presence. Appropriate forums will be monitored daily, with dedicated staff resources to be active and knowledgeable participants. We will develop a social media content strategy which will include presence on Twitter, Facebook, Instagram, LinkedIn and YouTube. Our staff will be trained in the legalities of promoting our products.

WEB PLAN

The Company's website will have the dual goal of providing company and product information to reinforce our brand while encouraging visitors to sign up for Green Line's e-newsletter. A menu with images and descriptions of all products will be included.

The website's main pages will include:

- Menu, including monthly specials, new strains, new edibles, etc.
- Hours of operation
- Contact information (with online form for questions and comments) including links to follow the Company on Twitter or like our Facebook page
- Career page with open positions
- Archived newsletters with articles on the marijuana industry

PRODUCT AWARENESS

Green Line will continue to target representation at marijuana events nationwide, as well as utilize various media to increase brand recognition and drive sales, including industry magazines, events, forums, trade shows and conferences.

PRICE

Our pricing will be competitive, targeting the industry's premium price point for similar products for both the smokable and the edible retail markets. We will provide a high-quality product at a price point, which remains competitive. We will constantly monitor our competition and quality to ensure we remain so, while maintaining target margins.

CUSTOMER RETENTION

In addition to providing the highest quality products, Green Line will focus on superior customer service, which will help us build customer relationships promoting customer retention, repeat business and word of mouth referrals.

TEAM MEMBERS

BOARD OF DIRECTORS

The Board of Directors governs and sets the overall strategy of the company, and elects the Officers, including the President, to execute on their strategy.

PRESIDENT

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

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

Relationships – The President sits at the top of the organizational hierarchy and has the directors of mission critical areas reporting to him or her. The President is ultimately responsible for the organization’s smooth operation all the way down the chain of command.

GROWING FACILITY MANAGER

Role – The growing facility manager is responsible for the overall operation of the cultivation center. He or she ensures that 1) the plants are tended to, 2) organic designation is ensured by application of organic-only nutrients, 3) quality assurance is tested both on the soil and the finished product, and 4) the mechanical infrastructure is maintained, and kept up to both legal and operational standards.

Responsibilities – The growing facility manager is responsible for the marijuana from seed to final harvest, and all steps in between. It is the growing facility manager’s responsibility to ensure that all finished product, including inventory that is produced for the edibles department, is of the highest quality, safe for consumers and efficiently grown. He or she must ensure a safe, clean environment for the plants, monitor their growth, and work toward production goals established in coordination with the president. Besides ensuring product quality, the growing facility manager establishes and monitors protocols for the protection of product from theft by tracking the marijuana on a software system from “seed-to-sale”.

Relationships – The growing facility manager reports to the President and works with growing facility employees throughout the facility. He or she is constantly visible, and each employee on the organizational chart has direct access to him or her for concerns, issues, or questions about any part of the growth cycle.

DELIVERY MANAGER

Role – The delivery manager is responsible for insuring safe and accurate delivery of marijuana products to dispensary customers. The delivery manager controls drivers’ manifests, ensures that the proper product is recorded before it leaves the cultivation and processing facility, and accounts for the receipts from the drivers’ return manifest. The delivery manager ensures that vehicles are safe, that the GPS system is always operational, and that two different forms of communication are checked daily.

Responsibilities – The delivery manager ensures that the product being delivered from the cultivation center matches the inventory order, logs the inventory going to the dispensary to the delivery manifest, balances cash and product at the end of the day, and ensures that drivers are providing timely service to dispensary customers while maintaining strict safety measures in compliance with all State and local laws and ordinances.

Relationships – The delivery manager has the dispensary customers, drivers and security as his or her direct employees, and reports to the President.

MECHANIC

Role – The mechanic ensures that the infrastructure of the cultivation and processing facility is working properly, and is responsible for lighting, air conditioning, security systems, and the general hardware associated with the property. The mechanic will call in specialists after diagnosing specific equipment failures that he or she is not able to repair and will monitor systems to ensure that regular maintenance is performed.

Responsibilities – The mechanic is responsible for infrastructure of the facility and mechanical devices, and ensures that proper maintenance and upkeep is performed on equipment. The mechanic will perform maintenance tasks such as moving lighting, replacing capacitors and igniters in ballasts, and insuring that locking mechanisms are working effectively. The mechanic works with the growing facility staff to help flush the watering and nutrient delivery system on a regular basis.

Relationships – The mechanic works for the cultivation and processing facility and reports to the growing facility manager. In the event a licensed professional is required, the mechanic will work with outside vendors to explain the details of the facility and to ensure proper repair.

GROWING FACILITY EMPLOYEES

Role – Growing facility employees are responsible for monitoring plant growth and maintenance, watering, checking for pests, cloning, trimming and insuring overall plant health. They take samples when necessary and package them for shipment to the off premises quality assurance laboratory. They work within the cultivation facility to help germinate, grow, and prepare to harvest the marijuana. Growing facility employees ensure that the facility is cleaned properly, and necessary supplies are available or on order.

Responsibilities – Growing facility employees are responsible for the plants from seed to harvest. They water, root, clone and maintain pH balances and sufficient water to ensure the plants grow at an optimum level. They monitor the plant throughout the growth cycle, from seed until it is moved to a finishing room prior to harvest. Growing facility employees maintain a clean and efficient environment, and constantly monitor water and nutrient levels to ensure optimum plant health. These employees maintain constant vigilance over the plants, watching for mold, fungus, pests or any other danger to the health of the plants. Growing facility employees take samples for delivery to the off-premises laboratory and log both the sample and the results in the data tracking system. Growing facility employees ensure that the proper labels are attached to planters and that all inventory is accounted for from seed to final product.

Relationships – Growing facility employees report to the growing facility manager, and work in tandem with other growing facility staff and plant specialists.

PLANT TRIMMER

Role – The plant trimmers are growing facility staff trained to cut, shape, and maximize plant growth by removing excess, non-productive leaves outside of the light canopy that are unnecessary to plant growth. They trim excess leaves and stalks, and inventory such parts for tracking and accountability.

Responsibilities – Plant trimmers are responsible for removing inefficient plant leaves and any sort of extraneous growth that appears in the potting soil and helping to shape the plants to allow for maximum efficiency in nutrient uptake and light absorption. They are also responsible for coordinating packaging and utilization of the excess trimmings, whether they are ultimately used to create edibles or other marijuana byproducts, or shipped to a composting or destruction facility.

Relationships – Plant trimmers work for the growing facility manager and coordinate with the harvesting staff to communicate plant readiness for cutting and placement in the drying and curing section of the facility. Plant trimmers work with the internal auditor to ensure compliance with inventory monitoring.

HARVESTING STAFF

Role – Harvesting staff are trained growing house employees who at the end of the flowering cycle, move matured plants into a harvest room and trim buds from the female plants. They are also responsible for the physical inventory by matching each plant's identifiers to an inventory sheet produced by the Trellis "seed-to-sale" software. Harvesting staff may operate a trimming machine or do much of it by hand depending on the crop. Harvesting staff ensure that harvested product is labeled before being moved to the drying and curing room and that all plant material is weighed and entered into a tracking database.

Responsibilities – Harvesting staff are responsible for the removal of the buds of the female plant, insuring that the trichomes are not damaged and that there is accountability for each plant and the waste produced from each. They will batch different strains onto specific drying racks.

Relationships – Harvesting staff report directly to the growing facility manager, who is present during all harvests. In the event the manager is not available, one of the executive management team will be present to ensure a proper count and weighing of the final product. Security will also interface with the harvesting team to ensure that all product makes it from the harvesting room to the drying room and that the entire process is videotaped and recorded.

EDIBLES CHEF

Role – The edibles chef is responsible for producing cannabis-infused products in a commercial kitchen setting at the cultivation and processing facility. The chef is responsible for safe cooking and food preparation practices and for accounting for inventory used in the production of each item. The chef produces recipes, formulas, and operating procedures for each part of the edibles manufacturing process. The edibles chef will solicit input from dispensary customers for new product creation.

Responsibilities – The edibles chef ensures that only safely-prepared and packaged products are available to customers. The chef works with contracted quality insurance and laboratory consultants to ensure that each product is produced in a hygienic fashion and will have sample items tested for mold, bacteria, heavy metals, along with THC and cannabinoids. The chef will observe truth in labeling laws and will provide nutrition content on each item sold. The edibles chef oversees the packaging and

labeling staff to ensure compliance with health and safety regulations, as well as establishing nutrient content of all finished products.

Relationships – The edibles chef reports to the growing facility manager and oversees and engages the kitchen staff in necessary tasks and discussions to ensure properly-prepared food products.

KITCHEN STAFF

Role – The kitchen staff is responsible for the day-to-day preparation of marijuana infused products through hygienic means, and adhering to recipes and formulas prepared by the edibles chef. They will cook, package and ensure that the kitchen is hygienic and that each edibles product is properly inventoried.

Responsibilities – The kitchen staff is responsible for receiving and inventorying ingredients in the kitchen, preparing the necessary marijuana-infused products for sale, and insuring the kitchen is kept clean, hygienic and free of anything that should not end up in the product. The kitchen staff works with the edibles chef to determine inventory levels, helps order cooking and baking byproducts, and tracks utilization of marijuana directed to the kitchen facility for use in consumable products.

Relationships – The kitchen staff works for the edibles chef and interfaces with food supply vendors as specific products are received. They will also provide reports to the bookkeeper to ensure that all inventory is accounted for and work with compliance officials to ensure that both the product and labeling is commercially acceptable.

PACKAGING AND LABELING

Role – Packaging and labeling employees are part-time workers that assist in weighing, proportioning, and vacuum packing finished products. They weigh the product into predetermined amounts and then run it through a vacuum-packing machine so that no air or contaminants can infiltrate the product. They produce labeling tags to show the batch number, expiration date, amount of product, and a batch code to ensure that the facility can find any product that may be deemed as unfit by customers or a regulating agency. The packaging and labeling staff ensure government compliance with truth in labeling laws.

Responsibilities – Packaging and labeling employees are responsible for weighing, measuring and inventorying finished edible marijuana products as well as ensuring items are properly inventoried and input into the seed-to-sale tracking software. They will attach the final tags to the product and note any discrepancies in the weight of the final product compared to the weight of the trimmed plant. They are responsible for ensuring that each measured package of marijuana/marijuana consumable is traceable back to a particular harvest, and to track from which seeds or clones the product was produced. The packaging and labeling staff informs the edibles chef of any necessary ancillary product ordering, and inspects weighing and measuring tools to ensure the proper amount of ingredients are used.

Relationships – The packaging and labeling employees report to the edibles chef. They also work closely with contracted quality assurance vendors, who may be present during packaging to do random testing and sampling, and to inspect the final product for compliance with labeling and ingredient content.

INTERNAL AUDITOR

Role – The internal auditor provides a check and balance to the bookkeeper, the harvesting staff, and the growing facility manager to ensure that all weights, cash, and product are accounted for, and that

the reports produced for each area are accurate. This person will spot check each area of operations to ensure that all safeguards and reporting mechanisms are in place and functioning properly.

Responsibilities – The internal auditor is responsible for checking and cross-checking the inventory, cash deposits and receipts, accounts payable and receivable transactions, and ensuring that a solid, incontrovertible audit trail is available to compliance certainty.

Relationships – The internal auditor reports directly to the President and facilitates and manages relationships with outside compliance, accounting and legal teams.

DRIVERS

Role – Drivers are delivery persons for the company that transport marijuana to dispensary customers who have requested delivery. They will operate in pairs in cars equipped with GPS tracking devices and will also have cellular phones and mobile radios. They will ensure that the right product is delivered to the correct customer in a safe, compliant and timely fashion.

Responsibilities – Drivers are responsible for following the manifest they are given when they go out on delivery runs. They are responsible for the safe keeping of inventory in locked safes in the trunk, bagging cash as it is received and providing receipts to customers as they pay for products. Drivers must reconcile their delivery manifest to cash collected each day and report on failed or refused deliveries.

Relationships – Drivers report to the delivery manager. They obtain their product from the growing facility manager and interface with the bookkeeper regarding accounts receivable (cash), receipts, and daily manifests, which will be input to ensure inventory accuracy.

SECURITY

Role – The security team is responsible for ensuring the safety of employees, visitors of the facility, and the facility itself. The security team will patrol the grounds, observe operations through closed circuit cameras, and interface with management to help document any weaknesses found in the system and implement solutions.

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

Relationships - The security team reports to the facility growing manager.

MARKETING MANAGER

Role – The marketing manager will assist the president in achieving greater market share, make customers aware of Green Line's presence and products, and use traditional media and social networks to attract new customers as well as retain current customers.

Responsibilities – The marketing manager will create and monitor Facebook, Twitter, and other social network outlets to allow customers to understand the product line, find pricing, and understand delivery times and policies for our products. The marketing manager will also manage Green Line's web presence and update it with timely information to inform customers of new products developed in our

facility. The marketing manager will create analytics to measure success and show conversion from viewers and followers of both the website and social networking.

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

ADMINISTRATIVE CONTROLS

INVENTORY CONTROL

The mandate by the Commonwealth of Massachusetts for seed-to-sale tracking has been addressed by several software entrepreneurs who have created packages specifically for marijuana establishments. Most of the pre-packaged software for seed-to-sale tracking have common elements, and the one we have found to be the most robust is Metrc. With the Commonwealth's mandate requiring seed-to-sale tracking, both forward-looking data and archived data will play an integral part in the financial health and inventory control of the marijuana establishment.

Our requirements for the software were predefined before interviewing any vendors. The requirements were as follows:

- a. Documentation not of just plant and inventory material, but password-protected logs that show who entered data, removed data, and the associated plant/inventory;
- b. The ability to track multiple locations of inventory, especially in the cultivation facility, which is then trackable to the dispensary customer location;
- c. The ability to follow the seed through the vegetative, flowering, harvesting, drying and curing states, and assign a unique RFID tag to each plant;
- d. The ability to break down ready-to-be-harvested plants into sellable material and waste, and to be able to match output with what is physically moved from the premises as waste;
- e. An online, real-time inventory, will allow a compliance specialist the ability to track all plants, do random inspections, match physical counts with machine-supplied data, and be able to see yield production from different plants to determine which breed is the most economically efficient. All source documentation is verifiable and traceable by our internal auditor;
- f. The ability to take on-hand inventory and price it, reprice it for sale or volume discount or for resale to dispensary customers as a wholesale product, and generate shipping documents;
- g. The ability to take finished product and account for it in byproducts such as tinctures, edibles, or pre-packaged items with batch, lot number and expiration dates as mandated by any commercial kitchen statutes;
- h. Bulk transfers of product to other dispensaries in a wholesale fashion allowing input of a purchase order, which then generates a packing slip and separate invoice;
- i. Along with the transfer of bulk products into edibles, tracking weight of product put into batch, when it was produced, lot numbers and expiration dates;
- j. A graphical interface showing inventory placement in different rooms, the ability to transfer inventory from room to room, and the requirement of password protection to prevent employees removing inventory from any room, especially the harvesting room;
- k. A real-time count of total inventory, including plants and seeds in the vegetative, flowering, harvesting, drying and then curing states;

- l. A database of employee input and rights to manipulate inventory based on management criteria and with an easy to follow audit trail;
- m. Features to allow transfer from the facility to a delivery vehicle, providing the driver with a manifest of products, delivery address, and amount of payment to be collected. At the end of the shift, the batch closing should provide an accounting of purchased inventory, what remains on hand, and any cash or inventory discrepancies;
- n. Tracking of accounts receivable history from dispensaries that have bought finished product, including any customers that have credit terms; and
- o. Sales tax tracking.

In addition, Green Line has several incident reporting forms, which are an integral part of the operation. Any incident that involves inventory loss, burglary, holdup, the destruction of property or other emergency situations requires reporting and will be escalated to senior management. All other incidents are logged and handled by the appropriate direct supervisor, with senior management notified.

INVENTORY REPORTS

The facility will utilize a perpetual inventory system from a regulated marijuana industry-specific inventory system provider, Metrc™. This inventory control system has been developed specifically for the regulated marijuana industry and has been customized to include all marijuana business operational needs. The systems have been designed to be user friendly, can be accessed via mobile application, and contain inventory control capabilities to track every marijuana plant and product from seed to sale.

The inventory control system will be designed to allow management to promptly identify any discrepancies in stock of marijuana plants and products. The facility's administrators of the system will be notified of any reduction in an inventory stock level and prompted to investigate inventory levels to ensure no theft, diversion or errors occurred. Inventory reports will be run daily to validate inventory levels. These reports will include:

- Inventory on hand – finished product – located in facility
- Inventory on hand – numbered labels – located in facility
- Inventory transfer reports
- Inventory converted (inventory made into edibles, oils, etc.)
- Inventory to be destroyed
- Quarantined inventory awaiting release
- Nutrient levels and supplies
- Water levels (for water brought into the facility)
- Recommended inventory needed
- Supply chain reports
- Inventory Adjustment Log
- Transportation Manifests of Inventory Delivered

Administrators and users can run inventory reports from the inventory control system to check inventory stock levels that have been recorded in the inventory control system against a physical inventory audit to further determine inventory discrepancies.

Inventory Control/POS System— the tracking of all marijuana products from seed to sale will be done through inventory management using template log sheets, computer systems, and Point-of-Sale systems

(POS). All marijuana plants and products are to be tagged, recorded and tracked through the inventory control system. An employee's failure to do so can result in disciplinary action and/or job termination.

STORAGE PROCEDURES

Employees are trained in the appropriate storage and disposal/destruction of manufactured cannabis products at all stages of production and sale. Storage of cannabis and manufactured cannabis products will comply with all applicable state and local regulations. All cannabis and manufactured cannabis products will be stored in a secure access area for nightly storage at the close of operations each day. All storage areas will have adequate lighting, further explained in the facility layout section of this document. After cannabis flowers, trim, and manufactured cannabis products are processed, the growing facility manager secures them within the facility safe to wait for testing and shipment. After the cannabis and manufactured cannabis products pass required laboratory testing, they will be transferred to a retail facility for sale and distribution. These products will be monitored and maintained in a secured product storage area in commercial grade, temperature-controlled safes until transportation. This area shall be restricted to the retail manager.

Our state's dictated regulatory mandate requires that the facility:

- Not produce or maintain cannabis in excess of the quantity required for normal operation;
- Store all cannabis and manufactured cannabis products in a safe, vault or secured room and in such a manner as to prevent diversion, theft or loss;
- Maintain all cannabis that is not part of a finished product in a secure area or location, accessible only to specifically authorized personnel, which shall include only the minimum number of employees essential for efficient operation;
- Keep all approved safes, vaults, or other equipment or areas used for the production or storage of cannabis securely locked or protected from entry, except for the actual time required to remove or replace cannabis;
- Keep all locks and security equipment in good working order;
- Not allow keys to be left in the locks and not store or place keys in a location accessible to persons other than specifically authorized personnel;
- Not allow other security measures, such as combination numbers, passwords or electronic or biometric security systems, to be accessible to persons other than specifically authorized personnel;
- Keep the facility securely locked and protected from unauthorized entry at all times; and
- If a loss, theft or diversion of cannabis has occurred from the facility, the facility shall notify the department and the appropriate law enforcement agency.

The cannabis control department and police shall determine the appropriate storage and security requirements for all cannabis in the facility and may require additional safeguards to ensure the security of the cannabis. If a reduction in the amount of cannabis is due to suspected criminal activity, the facility shall immediately report the reduction to the regulatory agency. Additionally, the facility will abide by the following additional regulations:

- Any area of the facility containing cannabis, including a room with an approved safe or approved vault, shall have a sign posted at all entryways, which shall be a minimum of 12 inches in height and 12 inches in length and shall state: "Do Not Enter – Limited Access Area – Access Limited to Authorized Personnel Only" in lettering no smaller than one inch in height;

- Notwithstanding the requirements of this Section, nothing shall prohibit members of the department, local law enforcement or other federal, State or local government officials from entering any area of the facility if necessary, to perform their governmental duties, or persons authorized by the department; and
- The facility shall provide current copies of facility floor plans to SP and local law enforcement that have jurisdiction in the area where the facility is located.

PACKAGING AND LABELING

Weighing and Packaging Marijuana is the process of accurately weighing the marijuana to be put into packages for distribution. Packaging regulations and requirements may vary, so it is essential to reference state and local laws and regulations pertaining to packaging requirements for marijuana business. Use of NTEP certified scales for the weighing of all marijuana products is mandatory.

- All of the facility's packing will be child resistant in accordance with Title 16 C.F.R. 1700 of the Poison Prevention Packaging Act
- Packaging must be opaque so that the product cannot be seen from outside the packaging
- The packaging must be constructed to protect the product from contamination and does not impart any toxic or harmful substance to the marijuana or manufactured marijuana product
- Packages must not contain more than ten milligrams tetrahydrocannabinol for one dose, serving, or single wrapped item, providing that no manufactured marijuana product that is sold in a pack of multiple doses, servings, or single wrapped items, or any containers of oils, shall contain a total of more than one hundred milligrams of tetrahydrocannabinol per pack or container
- Marijuana will be carefully weighed and packaged at the production center. All products will be packaged, recorded into the inventory system, and labeled per state regulations
- Upon marijuana being weighed and packaged, registered employees are required to document the weight associated to the product with a unique attribute number and batch number
- This documentation must be done with two registered employees, one employee to make the record in the inventory control system and a second to witness the record
- Inventory control system is updated showing packaged marijuana weights and specifications

Labeling—all packages of marijuana will require a label to be conspicuously placed on the package.

- Labels must be made of weather resistant and tamper-evident material
- As a redundancy, registered employees will be required to recheck each package for a label prior to shipping and package containing marijuana from the Licensed Premise

State specific labeling requirements:

- Labels must use black lettering only on a white background with no pictures or graphics
- Information on the contents and potency of the marijuana and manufactured marijuana product, including but not limited to:
 - Net weight in ounces and grams or volume; for manufactured marijuana products, also the physical weight of the marijuana used to produce the manufactured marijuana product;
 - The concentration of tetrahydrocannabinol or $\Delta 9$ tetrahydrocannabinol, total tetrahydrocannabinol and activated tetrahydrocannabinol-A and cannabidiol;
 - The licensee's license number and the name of the production center where the marijuana in the product was produced;
 - The batch number and date of packaging;

- A computerized inventory identification number barcode generated by tracking software;
- Date of harvest or manufacture and a “use by date”;
- Instructions for use;
- The phrase “Not for resale or transfer to another person”;
- The following warnings:
 - “This product may be unlawful outside of the State of Massachusetts and is unlawful to possess or use under federal law”;
 - “This product has intoxicating effects and may be habit forming”;
 - “Smoking is hazardous to your health”;
 - “There may be health risks associated with consumption of this product”;
 - “This product is not recommended for use by women who are pregnant or breast feeding”;
 - “Marijuana can impair concentration, coordination, and judgement. Do not operate a vehicle or machinery under the influence of this drug”; and
 - “When eaten or swallowed, the effects of this drug may be delayed by 2 or more hours”.
- A disclosure of the type of extraction method, including any solvents, gases, or other chemicals or compounds used to produce the manufactured marijuana.

CULTIVATION

FACILITY

The physical structure of the cultivation facility will be designed along the lines of economy and in compliance with regulatory, zoning, and business permitting. There are several components that will be considered. Green Line and its officers are committed to exceeding the benchmarks mandated by regulatory, permitting and construction requirements. Some of the major systems we will be putting in place include:

- Electrical system – The requirements for sufficient capacity to handle the electrical load generated by high wattage grow lights, pumps for circulating water and nutrients, and the general operation of the cultivation facility must be calculated before hiring contractors. Load determinations are best left to engineers to avoid costly, time consuming and painful mistakes. Local engineers and/or electrical contractors should be familiar with electrical permitting requirements but the wise investor/operator will ensure the services are contracted for with very specific language to ensure that adequate amperage is brought into the cultivation facility coupled with the correct permitting;
- Water supply and pipe infrastructure – Whether growing marijuana in soil or hydroponically, water supply, its circulation demands and ultimately filtering of waste water is something critical to successful operation;
- Ventilation system – Enclosed cultivation operations and processing operations must be equipped with adequate ventilation to maintain proper humidity, temperature, and odor containment. When deciding on a ventilation system, we will consider whether an air intake system (intake air pump and filter) is adequate, and construct the system so changing or cleaning the filter on a regular basis is easily done;
- Fire prevention – One of the more difficult aspects of constructing a cultivation facility is ensuring an adequate fire prevention/suppression system. Due to the extensive lighting,

ballasts, wiring, etc., there are several fire hazards that must be considered and most operations will be require a fire department inspection. Considerations should include fire suppression systems, which in certain cities may include a fire extinguisher for every 10,000 watts of lighting. The entire facility should have at least a one-hour firewall assembly or similar, in accordance with the town's building regulations. All flammable products must be stored in a properly marked fire containment cabinet or area to ensure worker safety. For best practices, consult the National Fire Protection Association (NFPA) standards to ensure compliance; and

- Security provisions – The grow facility's security system constructed will be examined carefully by the state's regulatory body for marijuana. As this is primarily a cash operation with a product that has no identifying markings, it could be a valuable target for many unscrupulous and determined criminals. Indoor grow facilities must have locking doors and windows, which allow emergency ingress and egress. Proper signage for exits and restricted areas will also be examined by state regulatory bodies to ensure that only authorized personnel are allowed in restricted areas of the facility. The security camera system will also have certain mandated requirements. Generally, most operations use a camera system that utilizes IP (Internet Protocol) to allow for remote viewing by the police or other security surveillance through a web-based browser. An alarm system is required by every state that has introduced marijuana, with requirements that have been uniformly adopted for the most part. The camera system should have at least a seven-day storage capacity and the ability to print frames from the actual tape in the event of an incident where it is necessary to identify an individual(s) for the police.

The Company's cultivation and processing facility floor plan will include the following rooms:

- Mother Room
- Cloning Room
- Vegetative Growth Rooms
- Flowering Rooms
- Drying Room
- Curing Room
- Trim Room
- Packaging Room
- Extraction Room
- Compounding Room
- Commercial MIP Kitchen
- Locker Rooms and Employee Break Room
- Conference Rooms
- Production and Administrative Offices
- Storage Rooms
- Safe Room, Cash Room and Other Rooms

The cultivation facility will have only one point of access, which will be secured using four security measures. These security measures include physical, photographic, administrative and accounting controls. First, physical security will include the construction of a sealed structure (grow room) inside the facility. This sealed structure within the already secured building will provide restricted access along with increased quality control to allow optimal growth of the highest-grade marijuana. All access to the facility — including the germination/cloning lab, the vegetative growing areas, the harvesting area, the curing area and the packaging area — will be controlled by access cards required to open secure doors.

Each entrance and exit will be recorded by surveillance camera and by software that logs the access card number, who it is assigned to, and the day, date and time of access.

When employees report for work, they will be required to go to their respective locker room and change into hospital scrubs that are pocketless to minimize inventory shrinkage. After changing, employees will go through an air vent room, where forced air is blown from the top down onto their clothes to clinically help control the spread of bacteria and mold. From there, employees will gain access only to the rooms in which they work, their access card specially coded to ensure access only to allowed areas of the facility. All areas except the restrooms and the locker room will be under 24-hour camera surveillance and each employee will be required to sign a contract indicating their awareness and consent to lawful video surveillance and recording during the course of their work. The digital recordings will be inspected by the compliance officer weekly to ensure that there are no access or inventory issues and that cards are only used by those who are assigned to them.

An accounting system with seed-to-sale software tracking has been purchased from a vendor who has provided their product to many different marijuana facilities nationwide. We have reviewed the software with our IT consultant and checked customer references provided by the company. Our management is satisfied that the software will provide adequate controls for inventory from seed to harvest to product.

All physical products will be coded with RFID (radio frequency identification) tags that will include the date of cultivation, date of cannabis harvest, variety, type of plant, quality specifications, pre- and post-harvesting weight and measured waste from trimmed plants. Management will use this information to ensure product and inventory accuracy, security, quality control, and for general marketing purposes.

PROJECTED WORK FLOW/GROWING GUIDE

Our cultivation facility will be protected by an extensive array of security features, including all-weather cameras, motion sensors, internal cameras, remote viewing through secured wireless network with administrative access, panic buttons and pendants, silent and audible intrusion alarms, and a fire detection and alert system. Each of these systems will exceed state requirements for sites where pharmaceuticals are stored or dispensed. Our proprietary process includes OSHA-compliant safety protocols.

While the building is visible from the street, the cultivation area is not, nor will it be easily accessible from within the building. No exterior signage will be utilized to indicate the building's use or affiliation with Green Line.

The growth of marijuana indoors consists of plant cultivation during all stages of life, including mothers, seedlings and cloning, vegetative growth, early flowering, late flowering, harvesting, drying, and curing.

Mother plants play a very crucial role in indoor growing and save the grower valuable time. Since seedlings take much more time to reach sexual maturity, it is more feasible to take clones from already mature mothers, which can be flowered as soon as a root zone develops. Mother plants pass on duplicate DNA to the clones, which includes age. By keeping the mothers on 18 hours of light a day, they can stay in the vegetative stage of growth for extended periods of time, and only need to be re-cloned yearly. There are pros and cons when it comes to using seedlings versus mothers as clones and this is usually a hot topic amongst growers.

Once clones have established themselves in their medium, they enter vegetative growth. From this point on they can flower at any time but should be grown out to increase the root mass and prepare for

the adult stages of life. Root growth is at its highest point during this phase of life and is important to overall vigor.

Flowering is induced by changing the light schedule from 18 hours on and 6 off to 12 hours on and 12 off. This gives the plant the signal that "fall" is here and tells the plant it needs to bear its fruits before winter comes and the plant dies out. In this induced "fall," the plant will begin to extend its stigmas to catch pollen, which it will never receive.

Harvest time is just as vital as the other stages. Once the plants are cut at the stalk, they need to be either hung to dry naturally, or many of the bigger fan leaves and excess foliage can be removed to make drying times a little quicker. After 5 to 7 days of drying, depending on how big the flowers are, buds will need to be further manicured and cut down to size. They should be placed in air tight containers so that the moisture remaining may distribute itself evenly and drying does not occur only on the outside of the bud. This is important to the overall quality and potency of the finished product. Buds will cure and be ready for customers within four weeks of being jarred, although 8 weeks is optimal.

CANNABIS CULTIVATION

We plan to employ the most seasoned cannabis cultivation and processing team in the industry. This team will well understand that cannabis needs certain conditions to flourish (source: Wikipedia):



Warmth – The optimal day temperature range for cannabis is 24 to 30 °C (75 to 86 °F). Temperatures above 31 °C (88F) and below 15.5 °C (60F) seem to decrease THC potency and slow growth.

Light – Light can be natural (outdoor growing) or artificial (indoor growing). Under artificial light, the plant typically remains under a regime of 16–24 hours of light and 0–8 hours of darkness from the germination until flowering, with longer light periods being conducive to vegetative growth, and longer dark periods being conducive to flowering. However, generally Cannabis only requires thirteen hours of continuous light to remain in the vegetative stage. For optimal health, Cannabis plants require a period of light and a period of dark. Typically, flowering is induced by providing at least 12 hours per day of complete darkness. Flowering in cannabis is triggered by a hormonal reaction within the plant that is initiated by an increase in length of its dark cycle.

Water – Watering frequency and amount are determined by many factors, including temperature and light, the age, size and stage of growth of the plant and the medium's ability to retain water. A conspicuous sign of water problems is the wilting of leaves. Giving too much water can kill cannabis plants if the growing medium gets over-saturated. This is mainly due to oxygen not being able to enter the root system.

Humidity – Humidity is an important part of plant growth. Dry conditions slow the rate of photosynthesis. Ideal levels of humidity for optimal growth are forty to sixty percent.

Nutrients – Nutrients are taken up from the soil by roots. Nutrient soil amendments (fertilizers) are added when the soil nutrients are depleted. Fertilizers can be chemical or organic, liquid or powder, and usually contain a mixture of ingredients.

STAGES OF DEVELOPMENT/PRODUCTION

Cannabis plants go through a series of stages as they grow and develop. Each stage requiring different amounts of light, nutrients and water.

The four primary stages from seed to harvest include:



Germination – Germination is the process in which the seeds sprout and the root emerges. In Cannabis, it takes from 12 hours to 8 days. Warmth, darkness, and moisture initiate metabolic processes such as the activation of hormones that trigger the expansion of the embryo within the seed. Then the seed coat cracks open and a small embryonic root emerges and begins growing downward. Soon (after 2–4 days) the root is anchored and two circular embryonic leaves (cotyledons) emerge in search of light and the remains of the seed shell are pushed away. This marks the beginning of the seedling stage. Germination is initiated by soaking seeds either between wet paper towels, in a cup of water at room temperature, in wet peat pellets, or directly in potting soil.

Seedling – The seedling stage begins when the seed coat splits open and exposes the root and round “seed leaves” or cotyledons. It lasts from 1 to 4 weeks and is the period of greatest vulnerability in the life cycle of the plant, requiring moderate humidity levels, medium to high light intensity, and adequate but not excessive soil moisture.



Vegetative – This cannabis plant is now making stems and leaves at this point because it is in the vegetative stage (Duration: 1–2 months indoors). In this stage, the plant needs a significant amount of light and nutrients, depending on the genetics of the particular plant. It continues to grow vertically and produce new leaves. The sex is starting to reveal itself, which is a sign that the next stage begins. Concurrently the root system expands downwards in search of more water and food. When the plant possesses seven sets of true leaves and the 8th is barely visible in the center of the growth tip, the plant has entered the vegetative phase of growth. During the vegetative phase, the plant directs its energy resources primarily to the growth of leaves, stems, and roots. A strong root system is required for strong floral development. A plant needs 1 or 2 months to mature before blooming. During the vegetative phase, cultivators generally employ an 18- to 24-hour photoperiod because the plants grow more quickly if they receive more light, although a warmer and cooler period are required for optimal health. The amount of time to grow a cannabis plant indoors in the vegetative stage depends on the size of the flower, the light used, the size of the space, and how many plants are intended to flower at once, and how big the strain gets in "the stretch" (i.e., the first two weeks of flowering).

Flowering – The pre-flowering phase takes one day to two weeks. Most plants spend 10–14 days in this period after switching the light cycle to 12 hours of darkness. Plant development increases dramatically, with the plant doubling or more in size. Production of more branches and nodes occurs during this stage, as the structure for flowering grows. The plant starts to develop bracts/bracteoles where the branches meet the stem (nodes). Pre-flowering indicates the plant is ready to flower. The flowering phase varies from about 6 to 22 weeks.



TRAINING OF CULTIVATION FACILITY PERSONNEL

Cultivation facility personnel will be trained in specific security protocols to prevent theft or misuse of product, ensure the facility is secure, make sure all chemicals and nutrients are placed in a specific and restricted area, and understand and monitor what specific access is granted to cultivation personnel to the harvest room, curing room, and the general growing facility.

Specific protocols that cultivation personnel will be trained in include:

- Use and wear of appropriate facility identification card;
- Understanding which rooms they have access to;
- Harvest requirement that a cultivation facility manager be present always during the harvest;
- Security monitoring will be taught protocols for insuring filming is being securely backed up to an offsite “storage cloud” and how to print individual frames from recorded tapes in the event specific identification is required by a government enforcement agency for a person during an incident;
- Appropriate waste removal to ensure no unlawful removal is taking place;
- Safety protocol including reporting of suspicious activity outside the facility, use of panic buttons, and location of emergency contact numbers, emergency eyewash stations, and all first aid kits and defibrillators; and
- Cultivation personnel will be taught elementary first aid before beginning employment.

PROCESSING

Once the cannabis has been grown and harvested, we will process the marijuana and/or its byproducts for commercial sale, including but not limited to drying, cleaning, curing, packaging, and extracting of active ingredients to create marijuana-related products and concentrates. We will make marijuana infused products (MIPs) that may include chocolates, baked goods, beverages and candy.

Processing operations will consist of trimming, drying and curing of marijuana, and packaging and labeling of cannabis products.

- Processing/trimming – The marijuana plant will be broken down by removing the larger fan leaves and hanging them on drying racks preparing for packaging. Authorized employees will be required to wear nitrile gloves during all processing and/or trimming procedures to ensure no physical contact with the plants.
- The plant will be broken down into individual branches and grades. This will typically create three different ‘grades’ of marijuana from the same plant:
 - Flower(s)/bud(s) – this is the portion of the marijuana plant typically referred to as the “kola buds.” This portion of the plant has received optimal growing conditions throughout the plants entire lifecycle (proper light conditions and distribution, optimal CO2 levels, etc.).
 - Sugar Leaf/trim – this is typically the lower levels of the plant where the HID lighting cannot fully penetrate, resulting in leafy marijuana buds and sugar leaves that have been trimmed off the plants and flowers. This portion is typically used in infused products manufacturing and extraction operations.
 - Waste – this is comprised of all the material that will not be used from the plant. This weighed and recorded on the Harvested Marijuana Log Sheet after which it can be properly disposed.

Marijuana waste is typically comprised of:

- Stalks and stems
- Fan leaves
- Roots
- Other unusable material

All required information is recorded and transferred with all marijuana plant materials. Required information to be transferred with marijuana material:

- Plant strain/name
- Harvest/process date
- Plant Attribute # and Batch #

Trimming – this is when the processed marijuana will be trimmed. This process involves trimming all the leafy material away from the flowers/buds. The trimmed leaf material (sugar leaf) is still usable and typically used in Infused Products Manufacturing or for marijuana extraction. All registered employees are required to “glove-up” prior to commencing any trimming operations. Registered employees will be required to wear and change gloves often throughout the day.

- The leafy material of marijuana flowers is removed, and trimmed flowers (buds) as well as all the trim (sugar leaf) are weighed; weights of each are on the Harvested Marijuana Log Sheet

- In addition to weighing, recording of proper Plant Attribute # or Unique ID #, Flower/bud weight, Trim/sugar leaf weight is required
- Once the marijuana material is trimmed it is ready for drying
- Trimming can be done by using traditional hand-trimming methods or automated machines

TRIMMING PROCEDURES

Immediately after harvest all products from a selected batch are processed for drying. The processing manager shall follow the following process for trimming all cannabis:

- Designate staff members that will trim the given batch;
- Cut the plant into individual stems no longer than 18-inch sections;
- Remove all fan leaves and place in green waste;
- Remove sugar trim with sharp/clean scissors and place all sugar trim in the proper sugar trim drying section to be prepared for the extraction process;
- Place the stem between two fingers and slowly spin each flower toward the scissors to remove fan leaf;
- Ensure each cannabis pistillate inflorescence has all yellow or brown material removed;
- Hang each trimmed stem from a hanger;
- Once the batch is trimmed, move each hanger into the designated drying room for that particular batch;
- Scan and record data; and
- Dispose of gloves before leaving the trimming room.

EXTRACTION PROTOCOLS

Marijuana concentrate is extracted from raw, cured marijuana in the facility by CO₂ Sub/Super-Critical Extraction. Utilizing carbon dioxide (CO₂) is a green alternative to solvent-based extraction techniques and provides pure, solvent-free extracts. The properties of a supercritical fluid can be altered by varying the pressure and temperature, allowing selective extraction. The low viscosity of supercritical CO₂ allows it to penetrate the material more easily while its diffusivity allows for faster extractions. CO₂ is an environmentally friendly solvent that leaves no residue. Known as the “Entourage Effect” these whole plant extractions are known to be more effective medicinally due to four unique qualities:

- Ability to affect multiple targets within the body
- Ability to improve the absorption of active ingredients
- Ability to overcome bacterial defense mechanisms
- Ability to minimize adverse side effects

CO₂ extractions will be performed in a commercial-grade, closed-loop extraction system, rated to a minimum of 900 pounds per square inch. All solvents will be stored in secure and approved flammable materials storage containers. All MSDS sheets will be displayed along with emergency procedures outlining the proper response to an accident involving a solvent. Employees will be trained using the industry’s best practices and company extraction Standard Operation Procedures (SOPs). Marijuana flower and trim is cured in the cultivation area of the manufacturing facility. After the curing process, cured flower and trim will be delivered securely to the extraction area of the manufacturing facility and prepared for the extraction process. The chain of custody of the marijuana plant material from cultivation to extraction will be documented within the seed-to-sale inventory tracking software. The extraction staff will properly and securely store the marijuana leaves and flowers until the cannabinoids

are processed and extracted. Marijuana extract shall be assigned a lot number immediately upon creation. The extraction area ventilation system will be spark-resistant and separate from the main manufacturing HVAC system. All employees working in the extraction and production area will be trained in standard operating procedures, good manufacturing practices and emergency procedures.

A Silicon Valley cannabis dispensary, Elemental, provides the following cannabis processing overview:

The medically valuable cannabinoids, such as THC and CBD, and the accompanying terpenoids such as Myrcene and Linalool are found in the resinous crystals of the cannabis buds and leaves. These crystals are called trichomes. When preparing cannabis, the goal is to preserve these trichomes in as intact a shape as possible and not to break or knock them off the bud of the plant.



FRESHLY CUT RAW FLOWER – The raw cannabis plant's flowers, leaves, and stems may be picked fresh off the plant and consumed. The flowers contain the highest concentration of trichomes. This means you can eat the plant (add it to a salad, for example, or juice the raw plant with berries and fruit) to receive certain medical effects. When consuming the plant in the raw form, psychoactivity is greatly reduced. Even with the reduced psychoactivity, you will still be receiving the therapeutic effects from the raw cannabinoids and terpenoids. For example, THCA, the raw form of THC, possesses anti-cancerous, anti-inflammatory, and anti-spasmodic properties.

DRIED FLOWER – Most people are familiar with the dried and cured buds of the cannabis plant. Cannabis that is lab-tested can be used for treating many debilitating ailments. In addition, the cannabis should be screened for harmful chemicals, nutrients, plant growth regulators (PGRs), or carcinogenic radioactive sprays, as well as ensuring there are no bugs, fungus, or bacterial infestations affecting the plant.



COLD-EXTRACTED CANNABIS – There are various methods of extracting the trichomes without heat so that the cannabinoids and terpenoids remain in their raw, acidic forms. THCA and CBDA, for example, are collected and suspended without decarboxylation.



KIEF – This is plant matter and trichomes that fall off the raw plant. It is a loose collection of cannabinoids and terpenoids that may be smoked, cooked, or ingested raw. It is common to find Kief at the bottom of a grinder that has seen extensive use.

SLURRY – This is a cold extraction of cannabis using olive oil or alcohol, usually ingested raw. It involves steeping and soaking raw cannabis flowers and or hashish in either alcohol (most common) or olive oil. It differs from a tincture in that its consistency is semi-liquid, and it contains some of the granular plant material.



HASH (Hashish) – The word Hashish comes from the Arabic word meaning grass. Extraction usually involves cold water and ice. Hash has evolved over the years and today another type of hash, Bubble Hash, is made using an extraction process that involves water, ice, and micron specific bags for

filtering and extracting the trichomes contained in the flower. The result is a set of micron and grade-specific hash that is often cleaner and more potent than Kief. When cured and dried properly, the resulting product is a beautiful powdery collection of trichomes. Hash and Bubble Hash are typically smoked or vaporized, but also may be eaten. This can be in either the raw or cooked (decarboxylated) form.

ESSENTIAL OIL (Wax) – Essential Oils are made by using a solvent such as butane, CO₂, or O₂ to knock the trichomes off the plant. The solvent is then removed using a variety of purging techniques that usually involve heat and/or vacuum pressure. The various extraction techniques produce a variety of consistencies and the resulting products contain high concentrations of cannabinoids. Note: Often the terpenoids are lost in the (heat) purging process. Essential Oils are typically consumed by using a Vaporizer, but they may also be utilized in making cannabis edibles.



EDIBLES – Cannabis can be infused into virtually any food or drink. Usually the cannabis (flower, hash, or essential oil) is dissolved by heating in fats, butter, or oils that can then be used in any cooking recipe. Edibles may be produced with specific dietary needs in mind (vegetarian, vegan, gluten free, etc.). They may be made with specific strains with the aim of achieving specific therapeutic effects. Dosing can be difficult, however, as metabolizing the cannabis takes longer and is processed via the

liver.

OIL – Slow heating cannabis into oil. Products like Full-Extract Oils or RSO (Rick Simpson's Oil), are made using alcohol to extract the cannabinoids and terpenoids. The alcohol is then cooked off, leaving a thick oil. Other methods of making cannabis oil involve slow cooking the medicine into olive or coconut oil.



TEA – The practice of and the simplicity of making tea out of dried cannabis leaves and/or flowers can be a relaxing, soothing, and therapeutic experience.

TINCTURE – These is a liquid suspension of cannabinoids and terpenoids, typically in alcohol or glycerin. Before cannabis prohibition, tinctures were the most common way of consuming cannabis as medicine. Sometimes other medical herbs and botanicals are added to the tincture, making for a medicine with a wide range of effects.



TOPICAL – These are creams, lotions, salves, and patches that are useful for many skin, muscle and joint ailments such as general aches and pain, inflammation, psoriasis, arthritis, and even skin cancer. Creating topicals is a simple process - the cannabis (flower, hash, essential oil) is heated at a low temperature and mixed into an emulsifier such as beeswax or coconut oil. Other herbal remedies may also be mixed in during the process, making for countless possible products.

SUPPOSITORY – Although not available everywhere, cannabis suppositories can be a helpful means of administering cannabis when smoking, vaporizing, or oral digestion is not possible. Absorption is quick and bypasses liver metabolism. Suppositories are usually made with cocoa butter.



Curing Preserves Your Cannabis

A proper cure allows you to store your cannabis for long periods without worrying about mold or the loss of cannabinoid content. Well-cured flowers can be stored in an air-tight container in a cool, dark place for up to two years without significant loss of potency.

There are many ways to cure cannabis buds, but most people use a variation of one popular method. Although you can freeze dry, water cure, or even dry-ice cure your buds, we are going to focus on the easiest and surest way to get the best results from your harvest.

Initial Cannabis Drying

How you complete this step will depend on how you harvest your cannabis. The most popular way is to cut 12-16" branches from the plants, remove unwanted leaves, and then hang the branches from string or wire. Some growers cut and hang whole plants, while others will snip buds from branches and place them on cannabis drying racks. You may fully manicure your flowers before drying or wait until after.

Regardless of which method you prefer, you will need to keep the harvested cannabis in a dark room with temperatures kept within the 60-70°F range and humidity between 45-55%, with a small fan to gently circulate the air. This is crucial to preserving the flavor and aroma of your harvested bud in the finished product, so it is recommended that you have a dehumidifier, A/C unit, or another method for ensuring that conditions stay in this range. When the flowers feel a little crunchy on the outside and the smallest branches snap when you bend them rather than fold, you're ready for the next step. Depending on the density of the flowers and the environmental conditions, it can take anywhere from 5 to 15 days for the initial drying to be complete.

Final Cannabis Cure

Once you have determined that your cannabis buds are mostly dry, it is time to cure them.

Step 1: Manicure your buds and separate them from the branches if you have not done so already.

Step 2: Place the trimmed buds into some type of airtight container. Wide mouth quart-size canning jars are the most commonly used container, but you can use ceramic, metal, wood, or plastic vessels as well. Some people use oven bags, which are perfectly fine, but most plastic bags are unsuitable for curing as they are not impervious to oxygen and can degrade when they come into contact with certain terpenes found in cannabis. Pack the flowers loosely into your containers, filling them all the way to the top without compacting or crushing the buds.

Step 3: Seal the containers and place them in a cool, dry, dark spot to finish the curing process. Within the first day, you will notice that the buds are no longer crunchy and dry on the outside, as moisture from inside the flowers rehydrates the outer portions. If this is not the case, you have over-dried your cannabis.

Step 4: During the first week, open the containers several times per day and let the flowers "breathe" for a few minutes. This allows moisture to escape and replenishes the oxygen inside the container. If you notice the odor of ammonia when opening a container, it means the buds are not dry enough to be cured and anaerobic bacteria are consuming them, which will lead to moldy, rotten cannabis. After the first week, you will only need to open the containers once every few days or so.

After 2 to 3 weeks in containers, your cannabis will be cured enough to provide a quality experience, but 4 to 8 weeks of cure time will improve it even more. Some strains benefit from 6 months or more of curing. The curing process is possibly the most overlooked aspect of cannabis production, one that was all but ignored when the black market was our only option. Due to competition in the medical and recreational cannabis markets, more producers are paying attention to this process that turns a decent product into a truly excellent one, and now you can do the same with your homegrown flowers.

Fermentation

Fermentation is the process in which microbes and plant enzymes break down complex chemicals into simpler ones, mainly starch and sugars into alcohol and simple acids. In the process chlorophyll is destroyed, giving the material a more ripened appearance. If the fermentation is stopped early, the marijuana has a sweeter taste because of the sugars which the ferment produced. Fermentation occurs when the moisture content of the marijuana is raised above 15 percent and the temperature is above 60 degrees. The more tightly packed the material, that faster the ferment proceeds. The rate of ferment is controlled primarily by varying the moisture content, but each batch proceeds at its own rate because of differences between plants in nitrogen content. During fermentation, flavoring can be added to give the marijuana a spicy aroma. Such spices as cinnamon, cloves, ginger, mace, sage, or vanilla are placed between the fermenting material. Orange, lemon, or lime peels are also used.¹²

Leafly notes that after harvesting marijuana plants, the drying process begins. Drying marijuana, along with curing it, is one of the most important steps to get first class cannabis buds.

The correct steps to properly dry and cure a marijuana harvest:

Trimming marijuana

Trimming means removing all fan leaves from the plants, leaving only the small leaves covered with resin glands. It is better to do this just after harvesting the plant, although many growers remove the bigger leaves some days before harvesting, during the last days of life of the plant.

Drying marijuana plants:

Once all fan leaves are removed from the plants, find a dry, fresh, slightly ventilates and dark place to properly dry them. Hang plants from strings or use drying nets. This process should take 1-2 weeks, depending on environmental conditions. The slower the process, the better the drying of plants.

The curing processes

When the buds are dry enough, the small stems will break off when bending them. You now proceed with the next stage, the curing process.

To start it we need some cardboard or wooden boxes (varnish-free). One of the most popular options are wooden boxes, that ensure optimal conditions for a correct curing process. Place the buds inside the box and close the lid, trying to open it a few minutes every day. After the first days inside the curing box, it may seem that buds have increased their humidity level; this happens because buds release humidity that remains inside the curing box. The curing process takes 1-3 weeks. When the buds are crunchy again, the curing process is over.

¹² Sky.org

SEED-TO-SALE COMPLIANCE

The mandate by the Commonwealth for seed-to-sale tracking has been addressed by several software entrepreneurs who have created and designed software packages specifically for marijuana cultivation and processing. Using this software, both forward looking data and archived data will play an integral part in the financial health and inventory control of the Company.

COMPLIANCE CHECKLISTS

Successful onsite inspections and compliance tests are a critical part of the success of the cultivation and processing facility. Marijuana on the federal level is a Schedule One Controlled Substance. For this reason, individual states monitor the growing, selling, taxation and marketing of marijuana very closely. To stay compliant, it is critical to remain vigilant and ensure the readiness of the facility for unscheduled visits from state regulators. Maintaining checklists and protocols will assist in ensuring that the facility is operating compliantly daily.

To maintain order and compliance, daily workflow must be documented and compared to the state's regulatory requirements. For example, if the state mandates that all growing must be done organically, it is critical to review nutrients and other treatments to ensure they are organic. Some states are primarily interested in tracking inventory to prevent diversion while others will spend time ensuring that cultivation is done organically, deliveries conform to the manifest in the vehicle, and security practices are maintained. Yet others may test the product to ensure it conforms to its labeling for content, check for the presence of mold or bacteria, etc.

Green Line has developed a detailed self-compliance checklist to be used to maintain safe and lawful practices and to constantly monitor local and state guidelines for growing, delivering and securing marijuana.

MARIJUANA ESTABLISHMENT SECURITY PLAN

Green Line will establish and adhere to a security procedure protocol, which both conforms to the promulgated rules and regulations of the state as well as our own internal requirements. We will provide additional security as needed and in a manner that is appropriate for the community where we operate.

Due to current federal law, we will not allow armed guards inside the cultivation and processing facility. However, we may contract with outside security companies to provide services when picking up cash payments from customers and/or making deposits at the bank. In addition to the facility, our security staff will monitor our dedicated parking lot with both security personnel and video recording cameras covering all angles of the facility. Our delivery people will maintain two-way contact with the delivery manager through cellular phones and a dedicated two-way radio. Green Line will also utilize a state-of-the-art alarm system with motion detectors, window breakage alarms, panic alarms, and 24/7/365 monitoring by an outside security firm located less than 200' from our premises. All equipment will be tested at least quarterly by the security monitoring agency.

The cultivation and processing facility managers will be designated as "key holders". They will have the ability to unlock the facility, turn off the alarm, and allow employees to enter. As part of their security responsibilities, they will follow specific daily checklists regarding internal and perimeter security,

periodic alarm testing, and monitoring security cameras. We may contract with an outside compliance company run quarterly tests to ensure compliance with all facets of the operation.

CAMERA AND VIDEO SECURITY

The cultivation and processing facility will be monitored twenty fours a day, every day, by closed circuit television systems and IP video capture. The IP video capture will provide online, real-time viewing of the facility and all areas that may be monitored by law. The resolution of each camera will be high density resolution (HD1080) and will be equipped with infra-red electronics to capture images in low light situations. We will also be utilizing wide dynamic range technology (“WDR”) that allows better angle coverage and will reduce overexposure effects and difficult lighting. To prevent vandalism to outdoor cameras, each will be encased in a protective housing that prevents water or weather damage to the unit.

The video management software will allow our system to record, view and manage all cameras from a monitoring station or a remote device such as a tablet or smartphone. Primary features could include:

- a. Digital archiving capability
- b. Color printing capability
- c. Still photography capability
- d. System failure notification
- e. Battery backup (minimum of one hour)
- f. All recorded information will be archived onsite as well as transmitted in real time to an outside “cloud” storage facility
- g. All camera coverage will include both secure and restricted areas, and point of sale areas
- h. All camera coverage will include all points of entry to, or exit from secure and restricted access areas, as well as sale and storage areas
- i. Storage for all video capture will be archived for a minimum of sixty (60) days
- j. All video capture will have a visible time and date stamp
- k. All video capture will use a commercial authentication system to ensure no date tampering

As stated in letter “f”, we will be utilizing an outside vendor to ensure that we retain video footage off premises in the event a situation arises where the surveillance system is compromised, damaged, or stolen. In this event, the reconstruction of the incident can be accomplished by tapes from offsite archives.

SECURITY SURVEILLANCE FOOTAGE

One of the primary tools for the security team is video surveillance, which shall be supported by appropriate lighting. The entire facility shall be monitored by video surveillance at all times, where allowed by law. Footage shall be recorded and stored for at least sixty (60) days. The Director of Security shall verify this at least weekly.

The recording system includes a failure notification protocol if any camera ceases to function, the Director of Security and surveillance monitoring company will be immediately notified. This prompts an incident report. Security guards will verify that security equipment is functioning properly at least once per shift. In the event of power failure, the video surveillance system will have at least four hours of back-up power.

ACCESS TO SURVEILLANCE FOOTAGE

The growing facility manager, owners, management, and certain security personnel have access to security surveillance footage. At all times, there will be someone on-site with the ability and authority to access security surveillance footage if authorities require the footage. Persons with access to this footage shall receive training in pulling high-resolution still images from the footage in case the authorities request such an image. All such requests must be recorded in the incident log and reported to and reviewed by the Director of Security. All transport containers shall be packed, secured, loaded, unloaded and unpacked in full view of security surveillance cameras.

Access to security surveillance footage shall require a password or keycard access creating an electronic trail. The Director of Security shall verify at least weekly that there have been no unauthorized accesses to the security footage. All entry to the facility must take place through either the main entry or through the loading room, both of which have biometric access requirements and clear security surveillance. Following entrance to these rooms, all products and personnel must go through either the clean room or quarantine room, minimizing external contaminants that may enter the building.

FACILITY SECURITY INFRASTRUCTURE

The facility's security infrastructure is designed to deter security breaches from the outside in. The facility will feature overlapping physical security measures and procedures that control access to cultivating and processing areas, enhance security at vulnerable times and locations, and enable rapid response in the event of an incident. The complex site plan shows the entire complex of processing and cultivating buildings, including the nearby streets, parking lot, and any other entities that physically border the site. Cannabis and associated products will not be visible from any public property or property controlled by the cultivation center.

PERIMETER SECURITY

Fencing

The entire facility will be a secure zone. The perimeter will be secured with 8' high walls open only at the main perimeter entry-point, which will be manned 24/7 by a security guard in a guard booth. Parking will be within the perimeter.

Entrance and exit protocols

Entrance and exit protocols are designed to restrict entrance only to those with sufficient reason to be on the premises, and to ensure that at all times security is aware of all people on the premises and the areas they are authorized to be present in. The complex will have a single-gated entrance through the perimeter fencing, with a guard stationed in a guard booth there always. The guard will monitor the front of the facility from this booth. Upon seeking entrance, prospective entrants will submit their identification to the guard, who will categorize entrants into one of four types:

1. Authorized personnel, including tenants of the cultivation facilities, employees of the Complex, and contracted security personnel
 - a. Must show Complex-issued ID
 - b. Must use biometric control to enter
2. Visitors, such as third-party vendors or potential clients
 - a. Must show Government-issued ID
 - b. Must be present on an appointment or delivery list

3. Official visitors, including regulatory officials, law enforcement, or other persons as determined by the Executive Site Manager

- a) Must show Government-issued ID
- b) Must show appropriate documentation for an unscheduled inspection or must be present on an appointment list
- c) Must at all times on-site be accompanied by the manager on duty

4. Unauthorized persons, such as former employees, former tenants, or prospective visitors without valid appointment documentation

- a) Must show Government-issued ID for verification procedures
- b) Management and the Director of Security will be notified, as appropriate
- c) Will not be permitted onto the premises
- d) Will be compared with a list of persons banned from the premises

Identification must contain a picture, date of birth, be currently valid and not have expired. If the entry guard suspects ID fraud, the entry guard will deny the prospective visitor access, and will notify the appropriate authorities. All visitors shall sign in, provide a visitor digital fingerprint on camera and will be escorted (within line of sight) at all times. Prior to letting these individuals onto the premises, the security guard will contact the authorized personnel who will be responsible for their conduct. Authorized personnel may escort a maximum of five visitors or official visitors. All unauthorized persons attempting to enter the premises will be recorded and reported to site management in daily logs. All unauthorized persons who have previously been banned from the premises shall be documented, including photograph, name, and reason for ban. If any such person seeks to enter the premises the security guard will immediately report the attempt to site management and the Director of Security. Each person permitted to enter the complex shall display a color-coded badge at all times. They shall appear above the waist on the front part of the person's body. This will ensure that any unescorted visitors are easily identified. Prior to exit, all persons shall check in with the security guard and present the same identification as required for entrance. All vehicles will be visually inspected before entering and leaving the premises to ensure no unauthorized persons or material is entering or leaving. This may include visual inspection of the interior, including trunks. All entrants or attempted entrants will be logged by the guard who will retain copies of ID, time of arrival or departure, and vehicle make, model and license plate number.

Visitor protocols

Summary of visitor protocols:

All vendors, contractors, state or local government representatives, and all others without permanent Complex-issued ID are considered visitors.

Before being permitted to enter the premises, all visitors shall provide proof of age and photo ID, checked for inclusion on an expected list of visitors, or show official documentation for an unscheduled inspection or authority to perform such inspection, and sign the visitor log (including digital fingerprinting) on camera. The entry guard will verify that the name on the identification matches the name in the visitor log. Identification must contain a picture, date of birth, and be valid (not expired).

- All visitors or official visitors shall always be escorted;
- A single employee may escort no more than five visitors at a time

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

Access controls and locks

Each building within the perimeter will be secured with electronic biometric locks that log the entry times of all access attempts. The Director of Security has the authority to allow or disallow employee and cultivation tenant access to any of these locks and will maintain records detailing all allowances. The Director of Security will investigate all attempts at access to areas where employees are not authorized. The Director of Security will work with security vendors to test and maintain the biometric locks regularly to ensure the site remains secure. Using biometric door locks allows the Director of Security to limit access with minimal interference with individual tenant movement or operations.

Limited Access Areas

The Director of Security may designate areas of the premises as Limited Access Areas (LAA). Typically, an LAA will be an area of the premises containing cannabis plants or product, business records, security or surveillance equipment, or cash. However, the Director of Security may designate additional areas as LAA at his or her discretion. All LAAs are considered heightened security areas. The Director of Security will specifically review access authorization to these areas at least monthly and will strive to limit access authorization only to personnel who require that access. No visitors will be permitted into an LAA without advance documentation and authorization. Official visitors present for purposes of inspection will be permitted as required but shall be accompanied by the Director of Security or another senior employee. All access to LAAs will be recorded through the lock's electronic log and by video surveillance. The Director of Security will review these records at least monthly.

Building opening and closing protocols

The Director of Security and Director of Cultivation will designate supervisor-level staff. These supervisors will receive special authority associated with their biometric information to enable them to lock and unlock their respective buildings or access areas. To open any building or other Limited Access Area from a secured situation, one of these supervisors must enter his unique entrance code. The supervisors will have a checklist to walkthrough upon entry, verifying that surveillance cameras in all rooms are operating correctly and that there are no suspicious signs in the facility. The supervisor shall complete and digitally submit the form to the Director of Security prior to beginning operations or allowing other staff through the clean room. This checklist should take 5-10 minutes to complete. Both will confirm in a written log that the facility status is normal before admitting additional personnel to the facility. The last person to leave the Limited Access Area buildings and the property must be a supervisor. The supervisor must enter a special command and biometric information, such as a fingerprint, to secure the facility. A supervisor must follow this exit protocol to secure the facility each time the Limit Access Area building is left unattended. Security will always monitor personnel leaving the main Central Processing Center or Cannabis Cultivation Complex property.

Product Security

All areas where cannabis clones, culture, plants, or products are stored, processed, manufactured, shipped or received shall be defined as LAA. These areas will include climate-controlled vaults for

finished products, climate-controlled storage containers for intake, and separate climate-controlled storage containers for products that have passed testing.

Record Security

All areas where business records, including employee files and surveillance footage, are stored shall be defined as LAA. Records shall be stored as digital files on access-limited computers. Documents will also be printed and stored in locked filing cabinets within areas defined as LAA. Records stored include 60 days on cloud storage of surveillance footage and business and incident records dating back seven years. The Director of Security will at least weekly verify the integrity of the records and review the logs to ensure there has been no unauthorized access. In the event of a records security breach, the Director of Security will work with the executive staff to review all recordkeeping and security policies to identify deficiencies, corrective measures, and to rectify and restore any compromised information. The Director of Security will also report such incidents to law enforcement if appropriate.

GREEN LINE BOSTON, INC.

END OF DOCUMENT

Standard Operating Procedure RESTRICTING ACCESS TO AGE 21 AND OLDER
--

1. Purpose

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

2. Scope

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

3. Prerequisites

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

4. Responsibilities

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

5. Procedure

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

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

On-Premises Verification of Identification

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

Enclosed, Locked Area

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

Visitor protocols

Summary of visitor protocols:

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

6. References

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

7. Reporting

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



Bill Moran
& Associates, Inc.

Community Mentoring Team

100 CAMBRIDGE STREET
SUITE 1400
BOSTON, MA 02114

617-840-6928

usmorans@comcast.net

September 25, 2019

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

**RE: BILL MORAN & ASSOCIATES INC COMMUNITY MENTORING TEAM
PROUDLY STANDS WITH GREEN LINE BOSTON, INC.**

To Whom It May Concern:

Bill Moran & Associates Community Mentoring Team ("CMT") is a workforce development and mentorship non-profit program for Boston's black community, founded in 2017.

CMT is made up of fifteen black men born and raised in the Greater Boston area, who use strategic and innovative partnerships with real estate developers, contractors, labor unions, government officials, and community leaders to provide Boston's black community career development, opportunities, tools, and linkages.

These men are from various professional backgrounds and are at the top of their respective fields in education, politics, licensed trades work, construction contracting, law, community activism, athletics, business, entertainment and media, cultural arts, community service and mentoring. They have come together under the leadership of William Moran, long time Boston educator and community activist, with one mission, which is to give back to the community from which they were raised by volunteering their varied skills, experiences, and expertise to enrich and positively impact Boston's black community with the goal of creating a stable, thriving and self-sustaining black community in Boston.

In 2 short years, CMT has recruited, prepared, and mentored 55 young black women and men for electrical apprenticeships with the IBEW Local 103/JATC apprenticeship program, comprising 82% City of Boston residents, 8 black women, and 47 black men, resulting in a 72% retention rate the first year. The retention rate for the current year is still pending since the current year program cycle has not concluded.

Over the last 2 years, CMT has had the opportunity to work with and become familiar with the plans of Green Line Boston, Inc. ("Green Line") in its application for a state license to

develop a facility for the cultivation, processing, and whole-sale distribution of recreational marijuana. Not only has Green Line supported multiple CMT initiatives for Boston's youth, Green-Line has entered into a memorandum of understanding with CMT, which includes provisions will ensure real and meaningful and unprecedented diversity and equity for Boston's black community within the marijuana industry.

As the MOU shows, Green Line has committed to fund CMT's workforce development and mentoring programs as well as CMT's minority business enterprise and contractor program. Most notably, Green Line is committed to awarding contracts and workforce opportunities for CMT affiliated minority contractors and workforce mentorship program participants, resulting in jobs and business opportunities. Lastly, Green Line will ensure diversity equity and inclusion for Boston's black community with Massachusetts's marijuana industry by developing innovative ownership programs for CMT program participants and business entities.

It is in light of these real, and meaningful and unprecedented initiatives for diversity and equity for Boston's black community that CMT provides its support to Green Line in its state licensing application before the Marijuana Cannabis Control Commission.

Very truly yours,

A handwritten signature in dark ink, appearing to be 'BM' or 'William Moran', written in a cursive style.

William Moran
Founder



Green Line Boston
100 Hampden Street
Roxbury, MA 02119

To Whom It May Concern:

The Urban League of Eastern Massachusetts has been in earnest discussions to create and develop a diverse workforce development training in conjunction with Green Line Boston. Our focus is best described as how can we recruit, select and train Roxbury residents for full time employment within this emerging industry.

We are excited about this partnership and it help us achieve our goals of empowering people and changing lives.

Sincerely;

Darnell L. Williams
President/CEO
Urban League of Eastern Massachusetts



Urban League of
Eastern Massachusetts

*Empowering Communities.
Changing Lives.*

Standard Operating Procedure Record Keeping Procedures

Green Line Boston ("GLB") maintains various records associated with business activities that need to be properly kept for future reference. Records will be maintained by GLB in compliance with the regulations set forth by the Cannabis Control Commission ("CCC" or "Commission") (935 CMR 500.101(1) and (2)) and will be made available to the Commission upon request. When possible, records are retained electronically and saved redundantly to avoid total loss. Following the potential closure of the prospective GLB cultivation facility, all records must be kept for at least 2 years at the expense of GLB in a form and location acceptable to the Commission. Types of records include all records required in any section of 935 CMR 500.000 in addition to the records outlined in 935 CMR 500.105(9):

1. Financial Records: Maintained in accordance with generally accepted accounting principles ("GAAP") and kept electronically. Financial business records will include, but are not limited to: assets and liabilities, monetary transactions, books of accounts, sales records, salaries and wages, and additional records outlined in 935 CMR 500.105 (9)(e). For additional details, including policies and procedures related to financial records, see the Maintenance of Financial Records document.
2. Personnel Records: Maintained electronically and for at least 12 months after an employee is terminated. Personnel records will be maintained for each agent and will contain all information outlined in 935 CMR 500.105(9)(d), including but not limited to, job descriptions for each employee, organizational charts, staffing plans that will demonstrate accessible business hours and safe cultivation conditions, personnel policies and procedures and background checks obtained in accordance with 935 CMR 500.030. GLB will also maintain records of Responsible Vendor Training program compliance for four years and make them available to inspection by the Commission or any other applicable licensing authority upon request during normal business hours in accordance with 935 CMR 500.105 2(b)5. After an employee is hired by GLB, a personnel file will be created containing information such as their resume, application, copy of government issued license, emergency contacts, and other details as specified by the Commission. Employee records get updated by administrative employees as necessary with information like the completion of required training and disciplinary measures.
3. Trainings: Maintained electronically, GLB will maintain records of responsible vendor training program compliance for four years. Training records will include but are not limited to the scope of a training, and the names, signatures and titles of agents participating and instructing. GLB agents will complete other trainings that may not be outlined by the Commission in 935 CMR 500. These other trainings will be recorded but will not be held for four years like the responsible vendor trainings. Training records will be held

along with an employee's personnel records for at least 12 months after affiliation with the marijuana establishment.

4. **Contracts:** Maintained electronically and in hard-copy format. Contracts are retained indefinitely or until deemed unnecessary. From inception, GLB will create a file, physical or virtual, that will contain all contracts GLB has with other companies. Contracts get added once signed and will remain indefinitely in the database.
5. **Written Operating Procedures:** As required by 935 CMR 500.105(8)(e) operating procedures are maintained electronically. The Company expects these documents to evolve with the business; therefore, they are retained and updated in perpetuity. Written Operating Procedures are housed in a database that employees have limited access to, determined by position and department.
6. **Inventory Records:** Maintained electronically via the state appointed cannabis tracking system. Detailed inventory records are maintained as required by 935 CMR 500.105(8). Every inventory record will include, at minimum, the date of inventory, a summary of inventory findings, and the names, signatures and titles of those who conducted the inventory. Summarized inventory detail is maintained in accordance with financial record standards. If inventory records were taken by use of an oral recording device, they are promptly transcribed.
7. **Laboratory Test Results:** The facility will retain all laboratory test results for each batch and lot of marijuana tested for a minimum of five (5) years on-site within the Licensed Premise. Laboratory test results will be maintained within a lockable filing cabinet located in a limited-access area on the Licensed Premise. The facility will retain every certificate of analysis within secure storage in a limited access area of the Licensed Premise.
8. **Security Records:** GLB will maintain and keep all 24-hour recordings from all video cameras for at least 90 calendar days that will be made immediately available to the Commission upon request. Other security related records GLB maintains are security maintenance check reports, visitor logs, and daily security walk-through reports. Recordings will not be destroyed or altered and will be retained as long as necessary if GLB is aware of a pending criminal, civil or administrative investigation or legal proceeding for which the recording may contain relevant information. All recordings will be maintained in a secure location to prevent theft, loss, destruction and alterations.
9. **Transportation Records:** Maintained electronically or in hard-copy format, transportation records are any and all records not defined elsewhere in this document that include, but not limited to; manifest records, vehicle registration, inspection documentation, and drivers' licenses.
10. **Pesticide and Nutrition Records:** Maintained in either hard-copy format or electronically. Daily logs associated with plant nutrition are maintained in each respective operating department. Generally, these records will contain

90 days of data, at which time they are transferred into archive via limited-access filing cabinet. Archived data is maintained for 3 years.

11. Waste Disposal Records: Maintained either in hard-copy format or electronically as required under 935 CMR 500.105(12), waste disposal records will include, at minimum, the date, type and quantity disposed or handled, the manner of the disposal or other handling, the location and the names of the GLB agents present with their signatures. Logs associated with waste are readily available per request from the Commission or law enforcement. Archived waste disposal data is maintained for 3 years. Waste disposal procedures can be found in the Quality Control and Testing document.
12. Maintenance Records: Maintained in electronic and hard-copy format. Work orders associated with building or equipment maintenance are retained for 3 years.
13. Visitor Logs: Maintained in electronic and hard-copy format. Visitor logs are done by day and will include, at minimum, the visitors name, date and time of visit, and reason of visit. Visitor logs are retained for at least 3 years after the day of visit.
14. Seed-to-Sale Tracking Records: Tracking records for all marijuana products as required by 935 CMR 500.105(8)(e).
15. Incident Reporting: GLB will notify appropriate law enforcement authorities and the Commission of any breach of security immediately and, in no instance, more than 24 hours following discovery of the breach. Notification shall occur, but not be limited to, the occasions listed in 935 CMR 500.110(7)(a).

Confidentiality

GLB will maintain a high level of confidentiality in all aspects of business operations, only allowing accessibility to those who are authorized. This policy is maintained throughout the entire company and not only applicable to records and recordkeeping. All records will be kept confidential through an electronic safeguard system, including a network firewall. All equipment will be monitored for accuracy and efficiency monthly. Credentials will be verified by the Human Resources Manager. Network health reports will be communicated monthly to the Chief Compliance Officer for review.

Visitor Record Keeping

Any individual seeking access to a GLB Marijuana Establishment must have a reasonable need for access. Before being admitted into the facility, the visitor must receive a visitor identification badge. Visitors receive a badge after being positively identified by security as being at least 21 years old. Security personnel will check visitors from their station at the security desk immediately behind the main

entrance to the facility, noting the visitors name, arrival time, and purpose of visit in the Visitor Log. Visitors must also leave behind their proof of identification with security for the entirety of their stay. Identification will be returned to the visitor at the end of their visit. Visitors must also have their visitor badge visibly displayed at all times throughout their visit. Upon the departure of the visitor, the Visitor Log will be updated with the time they left and any relevant notes. Additional details on visitor/non-consumer access can be found in the Security Plan document of this application.

Inventory Counts

GLB's will have a designated cultivation employee who monitors inventory and assumes the most responsibility regarding inventory records. One of these responsibilities is to conduct a monthly audit of the facilities inventory. A daily inventory count is conducted at the end of the business day. All inventory counts include, at minimum, the date, summary of inventory findings, and the names, signatures and titles of the individuals who conducted the count. If there are any discrepancies, the Director of Production is notified, and a discrepancy count is carried out. If, after the discrepancy count, the cause of the discrepancy isn't identified or is identified to be from diversion, the appropriate steps are taken by GLB staff, including notifying the Commission and appropriate law enforcement authorities.

SOP Housing

Written standard operating procedures (SOPs), training modules and other related documents such as the human resources manual, live in a centralized, electronic database, available to all Green Line employees. These materials are reviewed at least once a year by the General Manager and Human Resources Manager. Through the database, employees are able to review operating procedures and improve their skills. The database is secure and allows for confidentiality of in-house policies and procedures.

Recording Diversion, Theft, and Loss

Upon a breach of security as outlined by 935 CMR 500.110(7)(a) the Commission and law enforcement authorities are notified immediately. GLB staff will fill out an incident report for breaches of security along with any other events deemed appropriate by management. Agents who witnessed, discovered, encountered or were otherwise involved in the incident, will be required to fill out an incident report. For any incident, the Security Manager also fills out the Security Manager incident report and both are filed and stored in a secure manner.

Cultivation Related

With related cultivation tasks, the Director of Production will maintain documentation, including but not limited to the following:

1. A current copy of the security and operation plan accessible for use in the operation.
2. A file of support documentation, such as employee training records
3. A file of operational records including:
 - a. List of team members and their duties
 - b. Description of the products
 - c. Standardized recipes
 - d. Summary of hazard analysis and control measures
 - e. Hazards of concern
 - f. Monitoring procedures
 - g. Corrective actions
 - h. Verification procedures and schedule
 - i. Record keeping procedures
4. Other related records including but not limited to the following:
 - a. Food process flow diagrams
 - b. Supplier certification records
 - c. Processor audit records verifying compliance
 - d. Calibration logs
 - e. Temperature logs, when applicable
 - f. Monitoring logs when applicable

Records are placed where they are accessible to employees who need to use them and will designate employees to complete the records.

Standard Operating Procedure Maintaining of Financial Records
--

Green Line Boston ("GLB") will remain compliant with all rules and regulations set forth by the Cannabis Control Commission ("CCC") in 935 CMR 500. GLB maintains financial information on the accrual basis in accordance with Generally Accepted Accounting Principles ("GAAP"). GLB will ensure that both GLB's and personal confidential financial information are secure and accurate. To ensure accuracy, security and data integrity, GLB utilizes the following procedures:

Recordkeeping

GLB will maintain business records compliant with the regulations set forth in 935 CMR 500.105(9)(e). These records along with any other records outlined in 935 CMR 500 will be immediately available to the Commission upon request. Business and financial records will be maintained in accordance with generally accepted accounting principles and in an audit friendly format. Financial records maintained by GLB include but are not limited to:

- Assets and liabilities;
- Monetary transactions;
- Books of accounts which include journals, ledgers, and supporting documents, agreements, checks, invoices and vouchers;
- Sales records including the quantity, form and cost of marijuana products; and
- 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 nonprofit corporation, if applicable.

GLB maintains accounting records in an accounting software. This system supports detailed transaction data for company purchases, inventory valuation, revenue and payroll. Data is stored on a secure server, as well as backed up to local computers daily. Supporting documentation for transactions are stored on a third-party data storage provider via secure server. System access is limited to users with need and each user has security settings specific to their role. Every transaction the company makes will go the accounting software thus guaranteeing complete reporting. Bank accounts will be reconciled monthly and month-end financials are reviewed by management each month.

Recording Sales

GLB will utilize a point-of-sale system approved by the Commission, as necessary when making wholesale transactions. GLB understands that utilizing software or

other methods to manipulate or alter sales data is prohibited. A designated GLB agent will conduct and record a monthly analysis of equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data. Records of this monthly analysis will be made available to the Commission upon request. If, during this monthly analysis, it is discovered that any form of manipulation has taken place, GLB will immediately disclose the information to the Commission. GLB will cooperate with the Commission in any investigation regarding manipulation or alteration of sales data and will take such other actions directed by the Commission pursuant 935 CMR 500.105. GLB will not sell medical marijuana, therefore the requirements outlined in 935 CMR 500.140(6)(f) and (h) do not apply.

Accounting Review

GLB will engage with a third-party accounting firm to review annual financial reports for compliance with GAAP.

Tax

GLB will engage with a third-party tax service to prepare and file federal, state and other tax returns to ensure compliance.

Closure

In the event of the closure of the GLB cultivation facility, all records will be kept for at least two years at the expense of GLB and in a form and location acceptable to the Commission, in accordance with 935 CMR 500.105(9)(g). Financial records shall be kept for a minimum of three years from the date of the filed tax return, in accordance with 830 CMR 62C.25.1(7) and 935 CMR 500.140(6)(e).

Standard Operating Procedure Personnel Policies Including Background Checks
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Green Line Boston ("GLB") will remain compliant with all rules and regulations set forth by the Cannabis Control Commission ("CCC" or "Commission") in 935 CMR 500. GLB will apply for registration for all its board members, directors, employees, executives, managers, and volunteers who are associated with GLB as Marijuana Establishment Agents. All employees will be duly registered as marijuana establishment agents and will complete a background check in accordance with 935 CMR 500.030(1) and (2)a-h. All GLB individuals applying for registration will have signed and notarized CORI Acknowledgement Form, pursuant to 803 CMR (2)(09). Applicants will also give authorization to obtain a full set of fingerprints in accordance with M.G.L. c. 94G, § 21. For extensive details on GLB personnel initially registering to be Marijuana Establishment Agents, see the Background Check packet. GLB's facility is an alcohol, smoke, and drug-free workplace.

Once a licensed establishment, personnel in Human Resources are held responsible for the proper registration of new agents including the following:

GLB shall submit a complete application for registration of all applicants to the Commission containing all of the information set forth under 935 CMR 500.030(2). This regulation requires that the submitted application includes the following information:

1. The full name, date of birth, and address of the applicant;
2. Any aliases used previously or currently by the applicant, including maiden names;
3. A copy of the applicant's driver's license, liquor purchase identification card pursuant to M.G.L. c. 138 § 34B, or other verifiable identity document acceptable to the Commission;
4. An attestation that the applicant will not engage in the diversion of marijuana products;
5. Written acknowledgment by the applicant of any limitations on his or her authorization to carry out any duties in relation to marijuana within the Commonwealth of Massachusetts;
6. Relevant background information as listed under 935 CMR 500.030(2)(f);
7. A nonrefundable fee paid by the Company; and
8. Any other information requested by the Commission.

The Company shall submit a complete application for registration of all applicants to the Commission containing all of the information set forth under 935 CMR 500.030(2). This regulation requires that the submitted application includes the following information:

1. The full name, date of birth, and address of the applicant;

2. Any aliases used previously or currently by the applicant, including maiden names;
3. A copy of the applicant's driver's license, liquor purchase identification card pursuant to M.G.L. c. 138 § 34B, or other verifiable identity document acceptable to the Commission;
4. An attestation that the applicant will not engage in the diversion of marijuana products;
5. Written acknowledgment by the applicant of any limitations on his or her authorization to carry out any duties in relation to marijuana within the Commonwealth of Massachusetts;
6. Relevant background information as listed under 935 CMR 500.030(2)(f);
7. A nonrefundable fee paid by the Company; and
8. Any other information requested by the Commission.

Equal Opportunity

It is GLB policy to provide equal opportunity in all areas of employment, including recruitment, hiring, training and development, promotions, transfers, termination, layoff, compensation, benefits, social and recreational programs, and all other conditions and privileges of employment, in accordance with applicable federal, state, and local laws. GLB will make reasonable accommodations for qualified individuals with known disabilities, in accordance with applicable law. Management is primarily responsible for seeing that equal employment opportunity policies are implemented, but all members of the staff share the responsibility for ensuring that, by their personal actions, the policies are effective and apply uniformly to everyone. Any employee, including managers, determined by GLB to be involved in discriminatory practices are subject to disciplinary action and may be terminated. GLB strives to maintain a work environment that is free from discrimination, intimidation, hostility, or other offenses that might interfere with work performance. In keeping with this desire, we will not tolerate any unlawful harassment of employees by anyone, including any manager, co-worker, vendor or clients.

Immediate Termination

GLB has an immediate termination policy that applies to GLB staff who have been found, through internal investigation, diverted marijuana, engaged in unsafe practices regarding the operations of the facility, or been convicted or entered a guilty plea, plea of nolo contendere, or admission to sufficient facts of a felony drug offense involving the distribution to a minor. For incidents related to diversion or unsafe practices, GLB will investigate and report findings to the CCC and/or law enforcement official when appropriate.

Confidential Information

GLB will maintain a high level of confidentiality in all aspects of business operations, only allowing accessibility to those who are authorized. This policy is maintained throughout the entire company and is not only applicable to records and recordkeeping. All virtual records will be kept confidential through an electronic safeguard system, including a network firewall. All equipment will be monitored for accuracy and efficiency, on a monthly basis.

Personnel Files

Pursuant 935 CMR 500.105 9 (d)(1-5) employee personnel files may include the following: job application, job description, job offer, resume, copies of qualification, records of participation in training events, salary history, related medical records, complaints records, any other correspondence relating to individual's employment, records of disciplinary recommendations/actions and documents related to employee performance reviews, coaching, and mentoring, termination letter.

Personnel files are the property of GLB, and access to the information is restricted. Personnel record documents and information shall be kept confidential, in a locked cabinet or secured area and not open to public inspection. The release of a record or full file must be in compliance with confidentiality requirements of state and federal law or regulation.

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

A personnel file is created for every new employee in accordance with Content of Personnel Files detailed below. A signed copy of the Contract of Employment will be included in the personnel file and the file should be collected by Human Resources Manager upon hiring. The file will be reviewed and updated every twelve months in addition to normal notification procedures (this could be done at the yearly appraisal) in order to update or correct the following employee information:

- Name, date of birth, Payroll number, address and contact details.
- Emergency contact details.
- Title, salary or wages and job responsibilities.
- Department and supervisor.

The following guidelines have been established for personnel file access:

- A current or former employee may review their personnel records upon request. A review form indicating date of review and signature of employee will be maintained within the file.
- Employees must be notified and/or sign off on new documents placed within their personnel file pertaining to performance issues.
- Documentation should occur each time someone accesses an employee personnel file. This documentation should consist of a short memo indicating the date of the review, who conducted the review, the reason for the review, and what sections of the personnel file were accessed. This memo shall be placed within the employee file.
- Personnel files are all to be housed locked in the Human Resources department. However, certain files may be stored electronically.
- Personnel files are available to the employee, the employee's representative when involved in a grievance, and an employee's physician (per medical record exception).
- Employees may change their personal information upon request (change of last name, new address, etc.). Such request in writing will be added to the file.
- No records are to be removed or purged at an employee's request. If an employee believes a record exists in error or disagrees with the content of a record, the employee can submit a memo stating they dispute the record and why. This memo will be attached to the disputed record.
- The right of the employee or the employee's representative to inspect records includes the right to copy or receive a copy of records.

Training

GLB will ensure that all relevant marijuana establishment agents complete training prior to performing any job functions. Training is tailored to the roles and responsibilities of the job and will include a Responsible Vendor Program. Employees will be required to receive a minimum of eight hours of on-going training annually pursuant to 935 CMR 500.105(2)(a). For more, see the Qualifications and Training document.

Standard Operating Procedure Qualifications and Training

Green Line Boston ("GLB") will hire and train agents in compliance with the regulations outlined by the Cannabis Control Commission ("CCC" or the "Commission") in 935 CMR 500.101(1) and (2). Outlined in this document is a list of anticipated positions and their respective qualifications, followed by an overview of employee trainings. GLB will ensure that all employees are trained in job specific duties prior to performing job functions. General trainings will also include Responsible Vender Training, health and sanitation, legal compliance, security, inventory monitoring and reporting, and product education described below.

Anticipated Positions and Qualifications

Chief Executive Officer

The GLB Chief Executive Officer (CEO) is responsible for the success of the organization. The CEO assure relevance to the community, the accomplishment of GLB's mission, vision and success in meeting its financial goals. Qualifications include but are not limited to the following: leadership skills and business acumen, strong ethical standards, excellent written and oral communication skills, experience in executive management, and possession of a terminal degree.

Human Resource Manager

The Human Resources Manager has overall responsibility for all HR functions within the organization. These include employee relations, recruiting and orientation, health and wellness, community outreach, worker's compensation compliance along with development, implementation and administration of the GLB human resources programs and employment policies, personnel record-keeping and training and development. Qualifications include but are not limited to the following: excellent written and oral communication skills, strong ethical standards, self-motivated, excellent organizational skills, and experience in human resource management.

Chief Finance Officer/Controller

This position's primary functions include maintaining the day to day financial records of the company and daily office administration including variety of other tasks, under the supervision of the CEO. This position will work on maximizing return on financial assets by maintaining financial policies, procedures, controls, and reporting systems as well as managing the accounting team. Qualifications include but are not limited to the following: leadership skills and business acumen, strong ethical standards, excellent written and oral communication skills, and possession of an accounting or business degree.

Accountant

This position's primary functions include assisting the Controller in ensuring that the organization's financial records are accurate as well as daily office administration including a variety of other tasks. Qualifications include but are not limited to the following: a bachelor's degree in accounting or business management, computer literacy, strong ethical standards, attention to detail.

Wholesale Manager

The Wholesale Manager is responsible for representing the company brand while establishing and maintaining relationships with retailers purchasing marijuana and marijuana products. Qualifications include proven experience in sales, high professionalism, self-motivated, and strong work ethic.

Director of Marketing

The Director of Marketing evaluates and develops marketing strategies, plans and coordinates marketing efforts, and builds awareness and positioning for the company's brand. Qualification include a marketing degree or equivalent experience.

Public Relations and Outreach/ Community Outreach Liaison

The Public Relations and Outreach manager builds and maintains a positive public image for the company. They create media, including press releases and social media messages. Qualifications include but are not limited to the following: excellent written and oral communication skills, strong ethical standards, self-motivated, and excellent organizational skills.

Administrative Assistant

The Administrative Assistant is responsible for supporting the CEO and helping other departments as required. The Administrative Assistant represents the CEO in all communications and must always have a professional demeanor. Qualifications include but are not limited to the following: computer literacy, bachelor's degree in Marketing, Advertising, Business Management, or related field, 1-2 years' experience in an administrative support related function at an agency or another related creative industry or experience in a startup environment.

General Manager

The General Manager (GM) will participate in the operational execution of the company's strategy by managing specific hands-on aspects of the company, assisting the CEO with the successful growth of the Company in a rapidly changing environment. The GM provides the management necessary to ensure the Company has the proper operational controls, operation reporting procedures, and people systems in place to effectively grow the organization and to ensure operating efficiency. The GM is responsible for delivering day-to-day results. Qualifications include but are not limited to the following: leadership skills and business acumen, strong ethical standards, excellent written and oral communication skills, and experience in management.

Director of Production/Facility Director

The purpose of this position is to oversee facilities, personnel, systems and budgets related to the production and distribution of marijuana and marijuana products. The Director of Production Operations (DPO), manages activities related to master scheduling, supply planning, supplier management, new product introduction, quality control, safety, security, and distribution. They must consistently and uncompromisingly embody and demonstrate the following: Absolute Integrity, Shared Passion, Shared Vision, Personal Accountability and Unparalleled Teamwork and Responsibility. A bachelor's degree in business management and a minimum of 3-5 years of operational experience in supply chain management or manufacturing is preferred.

Cultivation Operations Manager/Director of Cultivation

The Cultivation Manager is responsible for managing all aspects of the cannabis crop cultivation at the GLB facility. The successful candidate will possess a passion for horticulture, excellent interpersonal skills, and a willingness to continually learn more about the subject. Qualifications include but are not limited to the following: excellent organizational skills, problem solving, operational analysis and leadership, strong ethical standards.

Cultivation Assistant/Staff

The Cultivation Assistant provides the daily care and focused attention necessary to produce clean, potent, safe medicine for our patients. The successful candidate will possess a passion for horticulture and a willingness to continually learn more about the subject. This non-management, entry-level position offers the opportunity to learn and grow with the company from the ground up, and to take on increasing levels of responsibility over time. Qualifications include but are not limited to the following: excellent written and oral communication skills, strong ethical standards, punctual, able to meet deadlines and multi-task.

Processing Operations Manager

The Processing Operations Manager oversees extraction, kitchen, and packaging operations. Qualifications include but are not limited to the following: knowledge and experience of processing and packaging marijuana, excellent organizational skills, problem solving, operational analysis, experience in management or a leadership role and strong ethical standards.

Extraction Lead

The purpose of this position is to lead and coordinate an extraction team through the daily processes related to the processing of marijuana. The Extraction Team Lead acts as the eyes and ears for the Processing Operations Manager (POM) and leads their team by showing support and executing tasks identified by management. Experience or education in biology or chemistry is preferred.

Extraction Staff

Extraction Staff assist the Extraction lead in the daily processes related to the processing of marijuana. Experience or education in biology or chemistry is preferred.

Packaging Staff

The Packaging Staff provide the daily care and focused attention necessary to process and package marijuana and marijuana products. The successful candidate will possess a keen attention to detail and record keeping, and a willingness to continually learn more about the subject. This entry-level, non-management position offers the opportunity to learn and grow with the Company from the ground up, and to take on increasing levels of responsibility over time.

Kitchen Manager

The Kitchen Operations Manager has a primary duty to establish and manage the production and supply of topical and edible products. The Kitchen Operations Manager will ensure that appropriate products and proper amounts of products are produced and distributed appropriately. Bachelor's Degree in Food Science or related technical manufacturing-oriented field preferred. Minimum of 5 years of experience in a food manufacturing environment, commercial kitchen, or food science lab in a managerial role required. Work history showing progressive responsibility, flexibility, willingness to accept additional projects or challenges, ability to supervise and develop staff required.

Kitchen Staff

The Kitchen Assistant provides the daily care and focused attention necessary to safely bake and package edible marijuana products. Qualifications include but are not limited to the following: excellent written and oral communication skills, strong ethical standards, punctual, able to meet deadlines and multi-task.

Director of Security and Logistics

The Security Director will report to the Facility Director. They will be responsible for the hiring, certification, training, scheduling and managing of Security Agents. They will be responsible for ensuring the security of employees, and all company property. They will be responsible for ensuring safe transportation and of all cannabis and manufactured cannabis products. They will be responsible for the operation, regular maintenance, and storage of all video surveillance equipment and data. The security manager will ensure all agents are operating within the parameters set forth by the state's regulatory agencies tasked with the oversight of medical and recreational marijuana.

Security Agent/Guard

It is the responsibility of the Security Agent to monitor the facility entry, register guests ensuring proper identification of any visitors, and they will be charged with

the safety of employees, and company property at all times. Security Agents will monitor the facility using line of sight, as well as a video surveillance system that will operate 24 hours a day. Security Agents will oversee the facility to ensure that no unauthorized persons are allowed access to the facility at any time.

Delivery Driver

The Delivery Driver's primary duty and responsibilities are for the safe and timely transportation of inventory and supplies between license marijuana establishments. This position will report to the Director of Security and Logistics. The successful candidate will possess a clean and safe driving record, attention to detail, and the ability to work a flexible schedule and willingness to assist with other duties as necessary.

Facilities Manager

The Facilities Maintenance Manager is responsible for scheduling and performing routine and extensive preventative maintenance and repair procedures on the facilities, mechanical equipment, and other growing systems. The Facilities Maintenance Manager is the first person to address any production facility mechanical failures and therefore may be called in during off hours for emergency situations. Knowledge of trades related to building maintenance and repair is required.

Employee Training Policy

GLB will hire all employees on a probationary basis at first. During this probationary period, candidates will complete a comprehensive training program and will be evaluated for suitability in a restricted-access environment. Training will be customized based on the role of the employee and will include, at minimum, a Responsible Vendor Program. Prior to performing any job functions employees will learn the responsibilities of their position and how the position operates on a daily basis. A component of this part of training is done in a shadowing context. New hires will spend time following around their supervisor and current agents working the same role. New hires will be able to visually experience a regular day in this position and will be able to ask questions. GLB ensures that all hired staff will complete training prior to performing job functions. Training will be held on-site and will cover the following:

1. Health and Sanitation;
2. Legal Compliance;
3. Safety and Security;
4. Inventory Monitoring and Reporting/Recordkeeping;
5. Marijuana Product Education; and
6. Job Specific Roles.

Annual Training

Pursuant 935 CMR 500.105(2)(a), GLB maintains that all its agents receive at least eight hours of on-going training annually. This training could cover a variety of topics ranging from updated laws and regulations to cannabis education. The General Manager is ultimately responsible for the topics covered in annual on-going training and is assisted by the Human Resources Manager who is ultimately responsible for ensuring all GLB agents complete annual training. GLB will utilize both internal and external experts and professionals in fostering on-going training. On-going training will be recorded and stored along with an individual's personnel records.

Responsible Vendor Training

In accordance with 935 CMR 500.105(2), all current owners, managers and employees of GLB involved in the handling and sale of marijuana will successfully complete Responsible Vendor Training Program. Once GLB is designated a "responsible vendor" all new employees involved in handling and sale of marijuana are required to complete this program within 90 days of hire. This program shall then be completed annually to ensure GLB maintains status as a responsible vendor. Administrative employees who do not handle or sell marijuana may take the Responsible Vendor program voluntarily. GLB will maintain records of responsible vendor training compliance, for at least 4 years pursuant to 935 CMR 500.105(2)(b). Responsible vendor training shall include topics such as: diversion prevention, compliance with tracking requirements, and review of key state and local laws.

Health and Sanitation

GLB will provide thorough training to all facility employees to mitigate potential sanitation or safety risks. An emphasis will be placed on the regular cleaning and sanitation of all areas where products and customers may be present.

Health and sanitation training will focus primarily on contamination prevention and employees will learn best practices for preventing contamination of marijuana products from biological contaminants (e.g. parasites, mold, bacteria), physical contaminants (e.g. dirt, dust, glass) and chemical contaminants (e.g. cleaning compounds, sanitizing agents, solvents). Training will primarily focus on the below topics:

1. Inventory inspections – Procedure for inspecting marijuana products for signs of damage (e.g. water damage), pests and expiration dates.
2. Cleaning and sanitizing – Procedures for:
 - a) regular cleaning of equipment, utensils and surfaces to protect against contamination; and
 - b) personal hygiene and sanitation controls, cleaning shoes, changing and cleaning uniforms, and sanitizing throughout the day as needed.
3. Storage of chemicals – Procedures for identifying and storing chemicals, including cleaning compounds, sanitizing agents and solvents.

4. Handling of marijuana products – Protocol for proper sanitation prior to handling any marijuana product.

Health and sanitation training will also include the protocol for handling, storing and disposing of marijuana waste. Additional details related to health and sanitation may be found in the Quality Control and Testing document.

Legal Compliance

Legal compliance training will educate employees on Applicable Law and include the following:

1. Inventory tracking compliance;
2. Required labeling and packaging of marijuana products;
3. Recordkeeping and confidentiality;
4. Prevention of illegal diversion of marijuana; and
5. Disposal of marijuana waste.

Employees will complete initial legal compliance training at new employee orientation and will receive additional training from time-to-time as necessary to track any relevant changes to the regulations.

Security

Each successful employee applicant shall undergo basic safety and security training before beginning work. As a part of the employee orientation process, all employees will be provided with a copy of the final security plan, as well as security and safety training. Security and safety training shall consist of examination and discussion of the security plan, premises orientation, emergency training, and situational training.

Initial employee safety and security training shall include:

1. Building orientation and access authority which shall include;
2. The proper use of employee's access badge for entry into the premises and main building entrance;
3. The proper use of employee's access badge for entry into employee's authorized access areas;
4. Facility standard business hours and protocol for entry and exit outside standard business hours;
5. The proper use of employee's agent card;
6. Employee's authorized entry and exit points;
7. Employee's locker; and
8. Restroom and sink facilities.
9. Measures and controls for the prevention of diversion, theft or loss of marijuana which shall include:
 - a) Necessity of keeping all limited access areas always locked and secured;
 - b) Prohibited activities such as entrance into unauthorized access areas;

- c) Awareness of video monitoring;
 - d) Requirement to report any unusual activity, security concern, or loitering.
10. Procedures and instructions for responding to an emergency that will include:
- a) Accident prevention training;
 - b) How to respond to an emergency;
 - c) Emergency service provider location;
 - d) Emergency service contact information;
 - e) Emergency first aid kit locations;
 - f) Emergency exits and panic button locations.

Inventory Monitoring and Reporting

Inventory Monitoring and Reporting/Recordkeeping training will focus on making all employees proficient in GLB's inventory tracking and point of sale systems and protocols for recordkeeping. GLB will provide hands-on, situational training to employees on the protocols and procedures required by the Commission.

Product Education

The Company will provide comprehensive training of employees regarding various aspects of marijuana use. Such training will aim to provide all employees with a thorough understanding of the following:

1. The various marijuana strains, and the benefits and drawbacks of each;
2. The various marijuana products and consumption methods, and the benefits and drawbacks of each;
3. The various cannabinoids (including THC and CBD) found in marijuana products and the benefits and drawbacks of each;
4. Dosage information, cannabinoid content and serving size for different marijuana products.

Warnings for different marijuana products. Marijuana product education training sessions will be held periodically to keep employees informed on new marijuana products and information on marijuana strains.

Standard Operating Procedure Quality Control and Testing

Green Line Boston ("GLB") will remain compliant with all rules and regulations set forth by the Cannabis Control Commission ("CCC") in 935 CMR 500.101(1)(c) and 935 CMR 500.101(2)(e). GLB is committed to producing the highest quality marijuana and marijuana products by utilizing best practices in facility design and standard operating procedures. The initial training provided for new employees includes best practices in all parts of the operation. Employees must pass the quality control training in order to begin working at the facility.

Sanitization and Cleanliness

Designated, applicable areas of the facility, including utensils, equipment and infrastructure, that aren't clean and sanitized are sanitized with GLB and CCC approved cleaning agents at the end of every workday, as part of end of day procedures. Cleaning and sterilization are ongoing efforts by staff to virtually eliminate risk of internal and external contaminants. Pursuant to 935 CMR 500.105(3)(b)(1), all agents whose job includes contact with marijuana are subject to the requirements for food handlers specified in 105 CMR 300.000 *Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements*. Employees will be trained to comply with these requirements in addition to the hygiene and sanitary requirements outlined in 935 CMR 500.105(3)(b)(2)-(16). Cultivation and manufacturing staff wash their hands and dress in sanitary scrubs and clean footwear at the start of each shift, reducing the threat of external environmental factors. All GLB staff will be trained to properly dispose of litter and waste so as to minimize the development of odor and the potential for the waste to attract or harbor any pests.

Plant environments are controlled with state-of-the-art equipment and proprietary environmental control software. Specifics on plant environments, including relative humidity and temperatures, can be found in the cultivation plan document. GLB agents working at the facility are subject to the requirements specified in 105 CMR 300.000. Any and all toxic items will be identified, labeled and stored in a preventative matter to ensure there is no contamination with marijuana. All environments will be monitored and controlled continuously.

Facility Design

The proposed facility is designed to allow for sufficient space for placement of equipment and storage materials as is necessary for maintenance of sanitary operations. Design features include the following:

- Hand-washing facilities shall be located in production areas and where good sanitary practices require employees to wash and sanitize their hands, per 935 CMR 500.105(3)(b)(3).
- The water supply shall be sufficient for necessary operations, per 935 CMR 500.105(3)(b)(11).
- Plumbing shall be of adequate size and design and maintained to carry sufficient quantities of water to required locations throughout the establishment, per 935 CMR 500.105(3)(b)(12).
- Employees will be provided with adequate, readily accessible toilet facilities per 935 CMR 500.105 (3)(b)(13)
- The operating systems for waste disposal will be maintained in an adequate manner pursuant to 935 CMR 500.105 (3)(b)(5).
- Floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair, per 935 CMR 500.105(3)(b)(6).
- There will be adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned per 935 CMR 500.105 (3)(b)(7).
- Finished product storage areas are designed to protect them against physical, chemical, and microbial contamination 935 CMR 500.105 (3)b(15).
- All toxic items shall be identified, held and stored in a manner that protects against contamination of marijuana products per 935 CMR 500.105 (3)(b)(10).

Cultivation and Post-Production

Green Line will maintain a safe, sanitary environment to ensure only the leaves and flowers of the female marijuana plant are processed in a safe and sanitary manner as prescribed below, in compliance with 935 CMR 500.105(3)(a)(1)-(5):

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

GLB records cultivation inputs to ensure consistency and traceability. Growing mediums, water, nutrients and pesticides are carefully tracked through the cultivation phase. Utilizing this detailed level of tracking and the seed-to-sale system enables staff to retrace a plant's lifecycle back to the beginning phases. Staff is trained to ensure product only meets clean utensils and surfaces. All contact surfaces are maintained, cleaned, and sanitized as frequently as necessary to protect against contamination. Marijuana not meeting this criterion is segregated and destroyed in accordance with waste disposal procedures, if necessary.

Testing and Sampling

GLB will utilize a licensed Independent Testing Laboratory to test products prior to sale. GLB prepares for 3rd party product testing methodically and with organization as priority. All inventory is clearly labeled, helping keep untested product separate from tested products. Inventory undergoing compliance testing is only released upon approved test results. No marijuana may be sold or otherwise marketed for adult use that is not capable of being tested by an Independent Testing Laboratory in accordance with 935 CMR 500.160(1), (9). Transported marijuana will be stored in a manner to protect products against physical, chemical, and microbial contamination 935 CMR 500.105(3)(b)(15). All testing results will be maintained by GLB for no less than one year in accordance with 935 CMR 500.160(3).

Additional policies and procedures regarding the transportation of marijuana for testing purposes by GLB may be found in the Transportation of Marijuana document.

In addition to product tests, water will also be tested periodically to ensure a safe water supply for the facility. GLB will perform water quality tests on facility water prior to opening, and every six months at a minimum. A water sample from the cultivation facility will be sent to a water testing laboratory where an analysis of the water will be performed to determine what, if any, substances are in the water. The facility will monitor water quality on an ongoing basis and routinely test for Electrical Conductivity (EC), Total Dissolved Solids (TDS), and Potential of Hydrogen (pH), to ensure water is safe and high in quality.

Quarantine and Failed Tests

Pursuant to 935 CMR 500.160(2), in instances of failed compliance tests, all (if any) contaminated inventory associated with a failed compliance test is immediately segregated and labeled as failed. Contaminated product that cannot be remedied is thoroughly researched to locate the cause of contamination and subsequently set up for proper disposal. Disposal activities will render the product unrecognizable and unusable. Upon the completion of product batch research, GLB will notify the Commission of its findings, but not less than 72 hours after receiving the results of the laboratory tests. The notification from GLB shall contain a description of the proposed plan of action for both the destruction of the contaminated product and the assessment of the source of the contamination.

Waste Disposal

GLB disposes of all waste in accordance to 935 CMR 500.110(12). GLB ensures that all waste containing finished marijuana will be stored and secured pursuant to 935 CMR 500.110(1) and 935 CMR 500.105(12). GLB will implement strict procedures

regarding disposal of waste containing marijuana and regarding waste management in general.

Any product deemed unfit for sale follows strict protocol for proper handling and disposal. Waste will first be stored, secured, and managed by GLB in accordance with applicable state and local statutes, ordinances, and regulations. Disposal of hazardous and chemical waste will be conducted in a manner consistent with federal, state, and local laws. Liquid Waste will be disposed of in compliance with requirements for discharge into surface water, groundwater, and sewers, or may be processed in an industrial wastewater holding tank for subsequent disposal.

Marijuana awaiting disposal has its own storage area, separate from other storage areas. All waste containing marijuana, liquid, organic or solid, is rendered unusable for its original purpose pursuant to 935 CMR 500. For all GLB procedures involving the disposal of waste containing cannabis, at least two GLB agents will be present for the entirety of the process. The agents will witness and document exactly how the cannabis was handled and disposed of. A Waste Disposal Report will include, at minimum, the date, type and quantity disposed, the location, and the names of the agents who conducted the process. GLB will ensure that the entirety of the waste disposal is clearly caught on camera.

All waste is rendered useless in the waste room pursuant to 935 CMR 500.105(12)(c)(1)-(3). Before rendering the product useless, GLB agents are trained to log the appropriate information in regard to quantity, weight, storage bin details, relevant time, dates, and anything else required by the Commission. Once the designated agents receive clearance from authorized management, they will sign out the dumpster key and remove the designated bin or container from the quarantined area. The GLB agents will then mix the marijuana waste with solid waste product such as but not limited to soil exceeding its useful life, rendering it unusable and unrecognizable. Next, agents will place the mix into an industrial trash bag to be mixed further with other organic material. The trash bag will be placed into the locked dumpster before agents sign off on the report and file it away. Pursuant to 935 CMR 105(12)(c)(2)(b), once organic marijuana waste is rendered unusable, the mixture may be composted or digested at an aerobic or anaerobic digester at an operation that is in compliance with the requirements of 310 CMR 16.00: *Site Assignment Regulations for Solid Waste Facilities*. Pursuant to 935 CMR 105(12)(3), "solid waste containing cannabis waste generated at a marijuana establishment may be ground up and mixed with solid wastes such that the resulting mixture renders the cannabis unusable for its original purposes. Once such cannabis waste has been rendered unusable, it may be brought to a solid waste transfer facility or a solid waste disposal facility (e.g., landfill or incinerator) that holds a valid permit issued by the Department of Environmental Protection or by the appropriate state agency in the state in which the facility is located."

In addition to plant material, rootballs left after harvesting are composted with marijuana waste and destroyed. In all cases, there are a least two GLB agents who witness and document how the waste was disposed of. Waste is logged and recorded in accordance to 935 CMR 500.110(12)(d).

Standard Operating Procedure Diversity Plan

Green Line Boston, Inc., (“Green Line” or the Company) is a cannabis cultivation and processing company committed to developing a strong local brand and products specific to Boston. Greenline is committed to diversity and inclusion within the Cannabis industry in Massachusetts. Green Line will adhere to the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of Marijuana Establishments. Any actions taken, or programs instituted, by Green Line will not violate the Commission’s regulations with respect to limitations on ownership or control or other applicable state laws.

This Diversity Plan will outline the Goals, Programs, and Measurements defined by the Cannabis Control Commission (“CCC” or “Commission”) of the initiative(s) Green Line plans to engage in, in order to promote equity within the industry in favor of the following demographics:

1. Minorities

Goals

1. Providing access for and assisting minority individuals to achieve their goal of entering the adult-use marijuana industry.
2. Increasing the number of businesses owned by minorities that can contract or otherwise do business with Marijuana Establishments.

Partner Organizations

Green Line works with the following organizations to fulfill the above goals as detailed in the below programs.

- **Bill Moran & Associates Community Mentoring Team (“CMT” or “Bill Moran & Associates”):** Bill Moran & Associates is a workforce development and mentorship non-profit program for Boston’s black community, founded in 2017. They have come together under the leadership of William Moran, long time Boston educator and community activist, with one mission, which is to give back to the community from which they were raised by volunteering their varied skills, experiences, and expertise to enrich and positively impact Boston’s black community with the goal of creating a stable, thriving and self-sustaining black community in Boston.
- **Urban League of Eastern Massachusetts (“Urban League”):** The mission of the Urban League of Eastern Massachusetts is to enable adults in Eastern

MA to overcome racial, social barriers, economic inequities, sexual and domestic violence to employment and economic development opportunities. Offering programs and services at no cost to every participant, Urban League facilitates an array of skills-training classes and workshops which cover a variety of job skills and expertise; servicing the unemployed and underemployed, and pulling together resources from both the non-profit and corporate partners.

Programs

Program One: Providing recruitment meetings or participating in job fairs with a focus on attracting minorities. (Goal 1)

The execution of this program will involve the following activities:

- Hold or attend at least one job fair, annually, promoted through Urban League and Bill Moran & Associates, annually that are designed to promote the employment of minorities.
- Engage with Urban League and the Bill Moran & Associates to recruit in diverse networks that can lead to a robust diverse employee applicant pool and workforce.

Program Two: Providing trainings or mentorship programs for minorities to promote their entry into the marijuana industry. (Goal 1)

Green Line will partner with local community groups and advocates to develop a training program for the community. Partners to be engaged include Urban League and Bill Moran & Associates. The execution of this program will involve the following activities:

- Participate and/or host at least two annual educational seminars or technical trainings, including an annual workshop to be conducted with Urban League to improve resume writing skills.
- Working with the above-listed organizations to create workforce development and mentoring programs within the cannabis industry. Green Line will mentor and train 2 mentees from either of the above organizations per year.

Program Three: Increasing the number of businesses owned by minorities that can contract or otherwise do business with Marijuana Establishments. (Goal 2)

Green Line has established an agreement with Bill Moran & Associates to award contracts to its affiliated minority contractors that it currently works with.

- When Green Line is establishing relationships with vendors and contractors, Green Line establish relationships with CMT affiliated minority owned businesses whenever possible and will ensure that it contracts at least one CMT affiliated minority owned business for services per year, as feasible.

Measurements

Green Line has outlined methods in which the goals and programs will be tracked and measured for success. Measuring the success of programs is critical in being able to accurately report to the Commission when applying to renew the license. One month before the submission to renew a Green Line license, designated Green Line agents, including members of management, will meet to review the Diversity Plan. In the internal review, Green Line will evaluate the plan and measurements, analyzing successes and failures, and addressing potential adjustments. The Community Liaison Advisor is responsible for guiding and ensuring the success of this plan and will update the CEO on progress on a monthly basis.

Program One Metrics: Providing recruitment meetings or participating in job fairs with a focus on attracting minorities.

- Keep record of participation in or hosting of job fairs.
- Human Resources will keep record of employees hired through partnerships with the Bill Moran & Associates, Inc. Community Mentoring Team and the Urban League of Eastern Massachusetts.

Program Two Metrics: Providing trainings or mentorship programs for minorities to promote their entry to the marijuana industry.

- Green Line will keep record of all workshops and mentorship programs created through this program.

Program Three Metrics: Increasing the number of businesses owned by minorities that can contract or otherwise do business with Marijuana Establishments.

- The Green Line accounting department will keep record of all vendors and contractors used, their minority status, and/or if they are CMT affiliated.