



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR283325
Original Issued Date: 12/11/2020
Issued Date: 12/11/2020
Expiration Date: 12/11/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Nature's Alternative, Inc.

Phone Number: 401-286-2119
Email Address: m.wilkes@aspenblue.com

Business Address 1: 2393 Route 6
Business City: Wellfleet
Business State: MA
Business Zip Code: 02667

Business Address 2:
Mailing Address 1: 72 Pine Street
Mailing City: Providence
Mailing State: RI
Mailing Zip Code: 02903

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:
Role: Other (specify)
Percentage Of Control:
Other Role: Director & Executive/Officer

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

Person with Direct or Indirect Authority 2

Percentage Of Ownership: Percentage Of Control:
Role: Director Other Role:
First Name: Nicholas Last Name: Salvadore 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: Director Other Role:
First Name: Andrew Last Name: Wilkes Suffix:
Gender: Male User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: Percentage Of Control:
Role: Director Other Role:
First Name: Jill Last Name: Moniz Suffix:
Gender: Female User Defined Gender:
What is this person's race or ethnicity?: Decline to Answer
Specify Race or Ethnicity:

Person with Direct or Indirect Authority 5

Percentage Of Ownership: Percentage Of Control:
Role: Director Other Role:
First Name: Matthew Last Name: Wilkes 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: 99.99
Entity Legal Name: Aspen Blue, LLC Entity DBA: DBA
City:
Entity Description: Cannabis investment and real estate holding company
Foreign Subsidiary Narrative:
Entity Phone: 401-633-4984 Entity Email: Entity Website:
pjc3home@verizon.net

Entity Address 1: 72 Pine Street

Entity Address 2: Suite 1

Entity City: Providence

Entity State: RI

Entity Zip Code: 02903

Entity Mailing Address 1: 72 Pine Street

Entity Mailing Address 2: Suite 1

Entity Mailing City: Providence

Entity Mailing State: RI

Entity Mailing Zip Code:
02903

Relationship Description: Aspen Blue, LLC owns 269,699 of Nature's Alternative, Inc.'s 270,000 shares of common stock.

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Aspen Blue Development Fund, LLC

Entity DBA:

Email: pjc3home@verizon.net

Phone: 401-633-4984

Address 1: 72 Pine Street

Address 2: Suite 1

City: Providence

State: RI

Zip Code: 02903

Types of Capital: Monetary/Equity Other Type of Capital:

Total Value of Capital Provided: \$10000 Percentage of Initial Capital: 100

Capital Attestation: Yes

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: Nicholas

Owner Last Name: Salvadore

Owner Suffix:

Entity Legal Name: STJ, LLC

Entity DBA:

Entity Description: Horticultural Activities

Entity Phone: 401-500-7487

Entity Email: nick@fireganja.com

Entity Website:

Entity Address 1: 36 Bellair Avenue

Entity Address 2:

Entity City: Warwick

Entity State: RI

Entity Zip Code: 02886

Entity Country: USA

Entity Mailing Address 1: 36 Bellair Avenue

Entity Mailing Address 2:

Entity Mailing City: Warwick

Entity Mailing State: RI

Entity Mailing Zip Code: 02886

Entity Mailing Country: USA

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Patrick

Last Name: Casey

Suffix:

Marijuana Establishment Name: Aspen Blue Cultures, Inc.

Business Type: Marijuana Retailer

Marijuana Establishment City: Attleboro

Marijuana Establishment State: MA

Individual 2

First Name: Nicholas

Last Name: Salvadore

Suffix:

Marijuana Establishment Name: Aspen Blue Cultures, Inc.

Business Type: Marijuana Retailer

Marijuana Establishment City: Attleboro

Marijuana Establishment State: MA

Individual 3

First Name: Andrew

Last Name: Wilkes

Suffix:

Marijuana Establishment Name: Aspen Blue Cultures, Inc. Business Type: Marijuana Retailer
Marijuana Establishment City: Attleboro Marijuana Establishment State: MA

Individual 4

First Name: Jill Last Name: Moniz Suffix:
Marijuana Establishment Name: Aspen Blue Cultures, Inc. Business Type: Marijuana Retailer
Marijuana Establishment City: Attleboro Marijuana Establishment State: MA

Individual 5

First Name: Matthew Last Name: Wilkes Suffix:
Marijuana Establishment Name: Aspen Blue Cultures, Inc. Business Type: Marijuana Retailer
Marijuana Establishment City: Attleboro Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 2393 Route 6
Establishment Address 2:
Establishment City: Wellfleet Establishment Zip Code: 02667
Approximate square footage of the establishment: 3250 How many abutters does this property have?: 27
Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes

HOST COMMUNITY INFORMATION

Host Community Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|--|--|------|--------------------------|-------------|
| Community Outreach Meeting Documentation | COMM OUTREACH ATTESTATION WELLFLEET with Appendices.pdf | pdf | 5e5fd80cfd7e6446b62a45c5 | 03/04/2020 |
| Certification of Host Community Agreement | HCA Certification-Wellfleet.pdf | pdf | 5ec416d75f1314349d5f9aaa | 05/19/2020 |
| Plan to Remain Compliant with Local Zoning | Nature's Alternative_Local Compliance Plan (updated 5.19.20).pdf | pdf | 5ec807537d78332d19fc92dd | 05/22/2020 |

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

| Document Category | Document Name | Type | ID | Upload Date |
|--------------------------|---|------|--------------------------|-------------|
| Plan for Positive Impact | Nature's Alternative_Positive Impact Plan (5.19.20).pdf | pdf | 5ec808a8f16b5934c591c420 | 05/22/2020 |

ADDITIONAL INFORMATION NOTIFICATION

Notification:

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Director Other Role:
First Name: Nicholas Last Name: Salvadore Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 2

Role: Director

Other Role:

First Name: Andrew

Last Name: Wilkes Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 3

Role: Director

Other Role:

First Name: Matthew

Last Name: Wilkes Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 4

Role: Other (specify)

Other Role: Director & Executive/Officer

First Name: Patrick

Last Name: Casey Suffix:

RMD Association: RMD Manager

Background Question: no

Individual Background Information 5

Role: Director

Other Role:

First Name: Jill

Last Name: Moniz Suffix:

RMD Association: RMD Manager

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Other (specify)

Other Role: Owner/Majority Shareholder

Entity Legal Name: Aspen Blue, LLC

Entity DBA:

Entity Description: Cannabis investment and real estate holding company

Phone: 401-633-4984

Email: pjc3home@verizon.net

Primary Business Address 1: 72 Pine Street

Primary Business Address 2: Suite 1

Primary Business City: Providence

Primary Business State: RI

Principal Business Zip Code: 02903

Additional Information:

Entity Background Check Information 2

Role: Investor/Contributor

Other Role:

Entity Legal Name: Aspen Blue Development Fund, LLC

Entity DBA:

Entity Description: Depository for construction funds

Phone: 401-633-4984

Email: pjc3home@verizon.net

Primary Business Address 1: 72 Pine Street

Primary Business Address 2:

Primary Business City: Providence

Primary Business State: RI

Principal Business Zip Code: 02903

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Date generated: 09/24/2021

Page: 5 of 8

Required Business Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|--|----------------------------------|------|--------------------------|-------------|
| Articles of Organization | NA ARTICLES OF ORGANIZATION.pdf | pdf | 5e5fdd9044a317443c107dcd | 03/04/2020 |
| Bylaws | NA.ByLaws.pdf | pdf | 5e5fdda15a27c34431d1851f | 03/04/2020 |
| Secretary of Commonwealth - Certificate of Good Standing | COGS SEC OF STATE NA.pdf | pdf | 5e5fddb56474b469c11114e | 03/04/2020 |
| Secretary of Commonwealth - Certificate of Good Standing | NA-DUA.pdf | pdf | 5e5fdde5b56dea46718f1da2 | 03/04/2020 |
| Department of Revenue - Certificate of Good standing | COGS DOR NATURES ALTERNATIVE.pdf | pdf | 5e68f7b84a895743f3a6c116 | 03/11/2020 |

No documents uploaded

Massachusetts Business Identification Number: 001297846

Doing-Business-As Name: Terps

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|------------------------------|--|------|--------------------------|-------------|
| Plan for Liability Insurance | Nature's Alternative - Insurance Plan (final 4.2.20).pdf | pdf | 5e8632ded29ad93571596827 | 04/02/2020 |
| Proposed Timeline | Nature's Alternative_Proposed Operational Timeline (updated 5.20.20).pdf | pdf | 5ec808ee7d78332d19fc92e7 | 05/22/2020 |
| Business Plan | Nature's Alternative_Business Plan Summary (updated 5.20.20).pdf | pdf | 5ec80909ddb8c72d5360c302 | 05/22/2020 |

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|--|---|------|--------------------------|-------------|
| Record Keeping procedures | Nature's Alternative - Recordkeeping Plan (final 4.2.20).pdf | pdf | 5e864634f0445c357cb07210 | 04/02/2020 |
| Plan for obtaining marijuana or marijuana products | Nature's Alternative - Obtaining Marijuana (final 4.2.20).pdf | pdf | 5e8647ad172cbc3545975959 | 04/02/2020 |
| Storage of marijuana | Nature's Alternative - Storage (final 4.2.20).pdf | pdf | 5e86494681ed8a355b8d8672 | 04/02/2020 |
| Inventory procedures | Nature's Alternative - Inventory (final 4.2.20).pdf | pdf | 5e8649a15f1da0353e2b2c81 | 04/02/2020 |
| Personnel policies including background checks | Nature's Alternative - Personnel Policies (final 4.2.20).pdf | pdf | 5e864a65b014bf38e46cdbc | 04/02/2020 |
| Maintaining of financial records | Nature's Alternative - Maintaining Financial Records (final 4.2.20).pdf | pdf | 5e864b14bddf0438d21dc38f | 04/02/2020 |
| Qualifications and training | Nature's Alternative_Staffing & Training Plan (updated 5.19.20).pdf | pdf | 5ec80977504715348b1e355f | 05/22/2020 |

| | | | | |
|--|---|-----|--------------------------|------------|
| Security plan | Nature's Alternative_Security Plan (updated 5.19.20).pdf | pdf | 5ec809c18caba634a843a9e2 | 05/22/2020 |
| Transportation of marijuana | Nature's Alternative_Transportation Plan (updated 5.19.20).pdf | pdf | 5ec80a12cb1edf34af2df7bf | 05/22/2020 |
| Restricting Access to age 21 and older | Nature's Alternative_Restricting Access to 21 and Older (updated 5.19.20).pdf | pdf | 5ec80a551cd17834bad64051 | 05/22/2020 |
| Prevention of diversion | Nature's Alternative_Preventing Diversion Plan (updated 5.19.20).pdf | pdf | 5ec80a988caba634a843a9ea | 05/22/2020 |
| Quality control and testing | Nature's Alternative_QC and Testing (updated 5.19.20).pdf | pdf | 5ec80adece51fd2d12e5ede9 | 05/22/2020 |
| Dispensing procedures | Nature's Alternative_Dispensing Plan (updated 5.19.20).pdf | pdf | 5ec80b225f1314349d5fa374 | 05/22/2020 |
| Diversity plan | Nature's Alternative_Diversity Plan (updated 5.19.20).pdf | pdf | 5ec80be9cb1edf34af2df7c5 | 05/22/2020 |
| Dispensing procedures | NA Inc - Safety Plan 6.12.2020.pdf | pdf | 5ee3e21a20b47424dbd87ed1 | 06/12/2020 |

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

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

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification:

COMPLIANCE WITH POSITIVE IMPACT PLAN

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

| | |
|--------------------------------|------------------------------|
| Monday From: 9:00 AM | Monday To: 8:00 PM |
| Tuesday From: 9:00 AM | Tuesday To: 8:00 PM |
| Wednesday From: 9:00 AM | Wednesday To: 8:00 PM |
| Thursday From: 9:00 AM | Thursday To: 8:00 PM |
| Friday From: 9:00 AM | Friday To: 8:00 PM |
| Saturday From: 9:00 AM | Saturday To: 8:00 PM |
| Sunday From: 9:00 AM | Sunday To: 8:00 PM |

Community Outreach Meeting Attestation Form

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

I, Nicholas Salvadore, (*insert name*) attest as an authorized representative of Nature's Alternative (*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 2/28/20 (*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 2/14/20 (*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 2/20/20 (*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 2/19/20 (*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.

Area golf courses

HARWICH
Harwich Port GC;
51 South Street;
508-432-0250;
9 holes, par 34

Cranberry Valley GC;
Oak Street;
508-432-6300;
18 holes, par 72

BREWSTER
Captains GC;
Freemans Way;
508-896-5100;
36 holes, par 72

CHATHAM
Chatham Seaside Links;
Sea View Street;
508-945-0096;
9 holes, par 34

WELLFLEET
Chequessett Yacht & CC; 508-349-3704; tees, par 70
Chequessett Neck Road; 9 holes/18 holes different

TRURO
Highland Links; Highland Light Road; 9 holes
508-487-9201;



Most area golf courses are open throughout the winter, some with temporary greens and some open to the public with a drop-box fee.
[FILE PHOTO]

Legal Notices

**1848 ROUTE 6
LEGAL NOTICE
NOTICE OF MORTGAGE'S SALE
OF REAL ESTATE**

Premises: 1848 Route 6, Wellfleet, Massachusetts

By virtue and in execution of the Power of Sale contained in a certain mortgage given by Francis A. Menard and Blossom S. Newman to Wells Fargo Bank, N.A. and now held by Nationstar Mortgage LLC d/b/a Champion Mortgage Company, said mortgage dated July 13, 2007, and recorded in the Barnstable County Registry of Deeds, in Book 22195 at Page 201, as affected by an Assignment of Mortgage dated September 11, 2017, and recorded with said Deeds in Book 30756 at Page 319, of which mortgage the undersigned is the present holder, for breach of the conditions in said mortgage and for the purpose of foreclosing the same will be sold at Public Auction on February 21, 2020, at 12:00 PM Local Time upon the premises, all and singular the premises described in said mortgage, to wit:

The land with the buildings thereon situated in Wellfleet, Barnstable County, Commonwealth of Massachusetts known and being numbered: 1848 Route 6.

Being shown as Lot B-1 on a plan entitled "Plan of Land in South Wellfleet, Mass., Scale: 1" = 40', June 6, 1984, Landmark Engineering of New England, Inc., Reg. Land Surveyors & Reg. Prof. Engineers, 14 Common Street, Wrentham, Mass." Containing an area of 31,717 square feet, more or less. Said plan is recorded in the Barnstable County Registry of Deeds.

The premises are conveyed subject to and with the benefit of all rights, rights of way, easements, appurtenances, reservations, restrictions, and layouts and takings of record, insofar as they are in force and applicable.

Meaning and intending to mortgage the same premises by deed of Standish Realty, Inc. to Francis A. Menard and Blossom S. Newman, dated 06/20/1984 and filed with the Barnstable County Registry of Deeds at Record Book 4152, Page 74; wherein a more detailed description of the premises is set forth.

The description of the property contained in the mortgage shall control in the event of a typographical error in this publication.

For Mortgagor's Title see deed dated June 20, 1984, and recorded in Book 4152 at Page 74 with the Barnstable County District Registry of Deeds.

TERMS OF SALE: Said premises will be sold and conveyed subject to all liens, encumbrances, unpaid taxes, tax titles, municipal liens and assessments, if any, which take precedence over the said mortgage above described.

TEN THOUSAND (\$10,000.00) Dollars of the purchase price must be paid in cash, certified check, bank treasurer's or cashier's check at the time and place of the sale by the purchaser. The balance of the purchase price shall be paid in cash, certified check, bank treasurer's or cashier's check within forty five (45) days after the date of sale.

Other terms to be announced at the sale.
Marinosci Law Group, P.C.
275 West Natick Road, Suite 500
Warwick, RI 02886
Attorney for Nationstar Mortgage LLC
d/b/a Champion Mortgage Company
Present Holder of the Mortgage
Telephone: (401) 234-9200
Our File No.: 18-15926

AD#13866977
Cape Codder 1/31, 2/7, 2/14/20

**PL/ 1195 LONG POND RD.
LEGAL NOTICE
TOWN OF BREWSTER
PLANNING BOARD
NOTICE OF PUBLIC HEARING**

The Brewster Planning Board will hold a public hearing on **WEDNESDAY, February 26, 2020** beginning at **6:00 pm** in the Brewster Town Office Building at 2198 Main Street, Brewster, MA. The following application will be heard:

Special Permit and Site Plan Review Application #2020-01: Applicant: Nature's Alternative Brewster, Inc. Owner: Larry and Susan Lepard. Representative: Attorney Mark Boudreau, Boudreau and Boudreau, LLP for property located at 1195 Long Pond Road and shown on Assessor's Map 85, Lot 111 in the Commercial High Density (C-H) and Residential Medium Density (R-M) zoning districts. The Applicant proposes to establish a retail Recreational Marijuana Establishment pursuant to §179-11, §179-38.2, §179-51, and §179-64 of the Brewster zoning bylaw. The Applicant is also seeking a special permit to use a portion of the residentially zoned area for parking pursuant to §179-5E of the Brewster zoning bylaw.

The plans and applications are available for viewing in the Planning Department at Town Hall Monday - Friday between the hours of 8:30 am and 4:00 pm. You may email comments to brewplan@brewster-ma.gov.

Brewster Planning Board
Madalyn Hillis-Dineen, Chair
02/07/20 and 02/14/20

This notice can also be viewed on the Massachusetts Newspaper Publishers Association's website (<http://masspublicnotices.org/>).

AD# 13867418
Cape Codder 2/7, 2/14/20

**HDC/PUBLIC HEARING 2/24/20
LEGAL NOTICE
TOWN OF BREWSTER
HISTORIC DISTRICT COMMITTEE
PUBLIC HEARING
February 24, 2020**

The Brewster Historic District Committee will hold a public hearing on **Monday, February 24, 2020 at 7:00 pm** to consider the following applications. Said hearing will be held at the Brewster Town Offices, 2198 Main Street, Brewster, MA 02631.

H-2-20-23
Terrence Walsh, 157 Fox Meadow Drive, Map 101 Lot 31
Doors and Windows

H-2-20-30
Francis and Debra Zarette, 3799 Main Street, Map 126 Lot 18
Garage Addition

H-2-20-31
Steven and Carol Rosner, 26 Stuart Street, Map 69 Lot 71
Addition

D-2-20-32
Latham Centers, Inc., 1439 Main Street, Map 48 Lot 61
Demolition

H-2-20-33
June Noll, 139 Alden Drive, Map 55 Lot 40
Exterior Renovations

H-2-20-34
Charles VanBuren, 1268 Main Street, Map 47 Lot 7
Windows, Doors and Siding

And topics the Chair did not reasonably anticipate.

AD#13870491
Cape Codder 2/14, 2/21/20

**ZBA/MEETING 3/420
LEGAL NOTICE
Town of Orleans
Zoning Board of Appeals**

There will be a meeting of the Zoning Board of Appeals in the first floor Skaket Meeting Room at Orleans Town Hall, on Wednesday, March 4, 2020, starting at 7:00 p.m. The following cases will be heard:

Case # 2128
Green Leaf Construction for The F.W. Webb Company on behalf of property owner Joseph S. Carter, Trustee, 530 Tremont Realty Trust, has applied for a Special Permit as set forth in the Massachusetts General Laws, Chapter 40A, Section 6, under the Orleans Zoning Bylaw Sections 164-38, 164-39 and 164-44, to request special permit relief under 164-13 note 4 (building size); 164-8 (lot in two zoning districts) & 164-34(B)(3) (parking), to demolish two existing commercial structures and removal and construction of a new F.W. Webb facility with parking, outdoor storage, septic system, stormwater management system, utilities, exterior lighting & identification signage. The property is located at 17 Nell Way, Orleans Map#46, Parcel#16.

In other business, the Board will vote to approve minutes of its July 3, 2019, July 17, 2019 September 4, 2019 November 6, 2019 and January 15, 2020 meeting minutes.

The listing of matters are those reasonably anticipated by the Chair which may be discussed at the meeting. Not all items listed may in fact be discussed and other items not listed may also be brought up for discussion to the extent permitted by law.

AD#13870659
Cape Codder 214, 2/21/20

**BOH/REGULATIONS
LEGAL NOTICE FROM EASTHAM
BOARD OF HEALTH**

Under the authority of Massachusetts General Laws, Chapter 111, Section 31 the Eastham Board of Health will hold a public hearing on Thursday, March 5, 2020 at 3PM in the Small Meeting Room of Town Hall, 2500 State Highway, Eastham, MA 02642 to discuss changes to the Eastham Board of Health Regulations: Section J: Septic Systems, Subsection B: Definitions, Environmentally Sensitive Lots. The draft regulations may be seen at the Health Department during normal business hours and on the Health Department's website. Written and verbal comments are accepted up to and through the time of the Public Hearing. **VOTE MAY BE TAKEN**

AD#13868858
Cape Codder 2/7, 2/14/20

**SEL/LICENSE
LEGAL NOTICE
TOWN OF WELLFLEET
PUBLIC HEARING**

In accordance with M.G.L. Chapter 138, notice is hereby given that a public hearing will be held on Tuesday, February 25, 2020 at 6:00 p.m. at the Wellfleet Council on Aging to consider the following:

¥ Application received February 7, 2020 from Wellfleet SPAT for a two day beer and wine license behind Town Hall with a secondary beer garden in the rear of the Town parking lot on Main Street for the Wellfleet Oysterfest, October 17 & 18, 2020.

WELLFLEET BOARD OF SELECTMEN

AD#13870478
Cape Codder 2/14/20

**TC/BASCO GRILL
LEGAL NOTICE
TOWN OF EASTHAM
PUBLIC HEARING**

The Town of Eastham will hold a public hearing at 5:35 p.m. on Monday, March 2, 2020 in the Greg Turner Meeting Room at the Eastham Public Library, 190 Samoset Road, Eastham, MA 02642, on the new Common Victualler License and Beer, Wine and Malt on premise license of Sabco LLC dba Basco Grill located at 4205 State Highway Units 1 and 2 in Eastham, MA.

AD#13870718
Cape Codder 2/14/20

**TREE HEARING 2/24/20
LEGAL NOTICE**

The Tree Warden for the Town of Brewster will hold a public hearing regarding the removal of public shade trees on Monday, February 24 at 2:00 PM in the Brewster Town Office Building at 2198 Main Street, Brewster, MA. The following will be heard: Removal of the following trees:

#169 Underpass Rd.
1- 15" DBH Black Cherry
1- 12" DBH Red Oak

#200 Long Pond Rd.
2- 20" DBH Norway Maple
1- 12" DBH Pitch Pine

#133 Long Pond Rd.
1- 12" DBH Red Oak
1- 10" DBH Red Maple

#87 Long Pond Rd.
1- 12" DBH Pitch Pine

#67 Long Pond
1- 15" DBH Black Cherry

*DBH-Diameter at Breast Height

Anyone who objects to the removal must protest in writing or by appearing at the scheduled hearing.

AD#13868407
Cape Codder 2/7, 2/14/20

**SECURE STORAGE
LEGAL NOTICE
of Public Sale
Secure Storage, Inc.**

On or after 2/24/20 at 10 am. at Secure Storage, 28 Commerce Park Rd. Brewster, MA will hold a public sale by competitive bidding in accordance with M.G.L. Chapter 105-A. The following property will be sold including, but not limited to, all household furniture, tools, appliances and miscellaneous items held in the accounts of: 137 (Cataldo); 416 (Mallett); 810 (Baughman); 1128 (Suonpera); 1205 (Dean) Terms: Cash. Units sold by the entirety. Buyer is responsible for emptying unit within 24 hours of sale. A \$200 refundable cash deposit per unit is required of successful bidders. Sale is subject to postponement and/or cancellation.

AD#13869084

**MARIJUANA
LEGAL NOTICE
Community Outreach Meeting
Public Notice**

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for Friday, 02/28/2020 at 7:00PM at the Wellfleet Senior Center, 715 Old King's Highway, Wellfleet, MA 02667. The proposed Adult Use Dispensary will be operated by Nature's Alternative, Inc. and will be located at 2393 Rte 6, Wellfleet, MA 02667. There will be an opportunity for the public to ask questions.

AD#13870518
Cape Codder 2/14/20

**SEL/APT CAPE COD
LEGAL NOTICE
TOWN OF BREWSTER
Liquor License Hearing**

In accordance with MGL Chapter 138, Sections 4-17C, the Brewster Select Board will hold a public hearing on Tuesday, February 18, 2020 to review an application for a new annual all alcohol restaurant license from BANDG, LLC, D/B/A Apt Cape Cod, 2149 Main Street. The hearing will be held at 6:30pm, in Room A, at the Town of Brewster Town Office Building located at 2198 Main Street, Brewster, MA. All Interested parties are invited to attend.

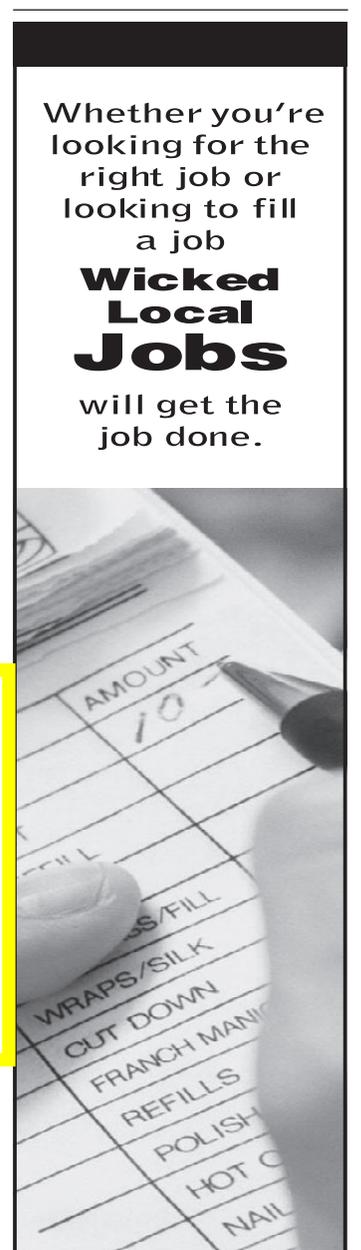
AD#13867496
Cape Codder 1/31, 2/7, 2/14/20

Legal Notices

**SEL/APT CAPE COD
LEGAL NOTICE
TOWN OF BREWSTER
Liquor License Hearing**

In accordance with MGL Chapter 138, Sections 4-17C, the Brewster Select Board will hold a public hearing on Monday, February 24, 2020 to review an application for a new annual all alcohol restaurant license from BANDG, LLC, D/B/A Apt Cape Cod, 2149 Main Street. The hearing will be held at 6:30pm, in Room A, at the Town of Brewster Town Office Building located at 2198 Main Street, Brewster, MA. All Interested parties are invited to attend.

AD#13870805
Cape Codder 2/14, 2/21/20



Whether you're looking for the right job or looking to fill a job
Wicked Local Jobs
will get the job done.

Jobs
wickedlocaljobs.com

Muscular Dystrophy Association
Where Hope Begins
MDA
1-800-FIGHT-MD
www.mdausa.org

Whether you're looking for the right job or looking to fill a job
Jobs
will get the job done.
wickedlocaljobs.com

Muscular Dystrophy Association
Where Hope Begins
MDA
1-800-FIGHT-MD
www.mdausa.org

NATURE'S ALTERNATIVE, INC.

February 18, 2020

Jennifer Congel, Town Clerk
Town of Wellfleet
300 Main Street
Wellfleet, MA 02667

Nature's Alternative, Inc. is planning on opening an adult use marijuana dispensary located at 2393 Route 6, Wellfleet, MA 02667. Pursuant to MA Regulation 935 CMR 500.101, we are hereby notifying the town clerk, the abutters, the planning board, and the contracting authority for the town that there will be a Community Outreach Meeting concerning this proposed facility on Friday February 28, 2020 at 7:00PM at the Wellfleet Senior Center, 715 Old King's Highway, Wellfleet, MA 02667. Enclosed please find a copy of the legal ad placed by Nature's Alternative, Inc. for said meeting for publication in the February 14th edition of the Cape Codder.

Sincerely,

Nature's Alternative, Inc.

RECEIVED
2020 FEB 20 A 9 31
TOWN CLERK
TOWN OF WELLFLEET

NATURE'S ALTERNATIVE, INC.

February 18, 2020

To Whom it may concern:

Nature's Alternative, Inc. is planning on opening an adult use marijuana dispensary located at 2393 Route 6, Wellfleet, MA 02667. Pursuant to MA Regulation 935 CMR 500.101, we are hereby notifying the town clerk, the abutters, the planning board, and the contracting authority for the town that there will be a Community Outreach Meeting concerning this proposed facility on Friday February 28, 2020 at 7:00PM at the Wellfleet Senior Center, 715 Old King's Highway, Wellfleet, MA 02667. Enclosed please find a copy of the legal ad placed by Nature's Alternative, Inc. for said meeting for publication in the February 14th edition of the Cape Codder.

Sincerely,

Nature's Alternative, Inc.

RECEIVED
2020 FEB 20 A 9:31
TOWN CLERK
TOWN OF WELLFLEET

NATURE'S ALTERNATIVE, INC.

February 18, 2020

To Whom it may concern:

Nature's Alternative, Inc. is planning on opening an adult use marijuana dispensary located at 2393 Route 6, Wellfleet, MA 02667. Pursuant to MA Regulation 935 CMR 500.101, we are hereby notifying the town clerk, the abutters, the planning board, and the contracting authority for the town that there will be a Community Outreach Meeting concerning this proposed facility on Friday February 28, 2020 at 7:00PM at the Wellfleet Senior Center, 715 Old King's Highway, Wellfleet, MA 02667. Enclosed please find a copy of the legal ad placed by Nature's Alternative, Inc. for said meeting for publication in the February 14th edition of the Cape Codder.

Sincerely,

Nature's Alternative, Inc.

Host Community Agreement Certification Form

Instructions

Certification of a host community agreement is a requirement of the application to become a Marijuana Establishment (ME) and Medical Marijuana Treatment Center (MTC). Applicants must complete items 1-3. The contracting authority for the municipality must complete items 4-8. Failure to complete a section will result in the application not being deemed complete. This form should be completed and uploaded into your application. 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(2) and 501.400(2).

Certification

The parties listed below do certify that the applicant and municipality have executed a host community agreement on the specified date below pursuant to G.L. c. 94G § 3(d):

1. Name of applicant:

Nature's Alternative, Inc.

2. Name of applicant's authorized representative:

Nicholas A. Salvadore

3. Signature of applicant's authorized representative:



4. Name of municipality:

TOWN OF WELLFLEET

5. Name of municipality's contracting authority or authorized representative:

Daniel R. Hoort, Town Administrator

6. Signature of municipality's contracting authority or authorized representative:

James R. Hoort

7. Email address of contracting authority or authorized representative of the municipality (*this email address may be used to send municipal notices pursuant to 935 CMR 500.102(1) and 501.102(1).*):

dan.hoort@wellfleet-ma.gov

8. Host community agreement execution date:

12.11.2018

Nature's Alternative, Inc.

LOCAL COMPLIANCE PLAN

Nature's Alternative, Inc.'s ("NA, Inc.") proposed retail-only Marijuana Establishment will be sited at 2393 Route 6, Wellfleet, MA 02667. The property is located in a Commercial Zoning District. Retail sales of marijuana are not separately defined or regulated by the Wellfleet Zoning Bylaw but are rather a Retail Trade use permitted in the Commercial Zoning District by special permit. NA, Inc. was granted a special permit for retail marijuana use operations on September 26, 2019 by the Zoning Board of Appeals for the Town of Wellfleet. This special permit shall take effect upon NA, Inc.'s receipt of final licensure from the Commission, and the special permit shall lapse in the event of expiration or termination of NA, Inc.'s Marijuana Establishment license. NA, Inc. has hired local counsel to assist with its efforts in ensuring continued compliance with all applicable local requirements.

Nature's Alternative, Inc.

PLAN TO POSITIVELY IMPACT AREAS OF DISPROPORTIONATE IMPACT

Overview

Nature's Alternative, Inc. ("NA, Inc.") is applying for a license to operate a retail-only Marijuana Establishment in Wellfleet, MA. In accordance with Massachusetts law and the Cannabis Control Commission (the "Commission") regulations (M.G.L. c. 94G, § 4; 935 CMR 500.101(1)(a)(11)), NA, Inc. submits the following plan to positively impact areas of disproportionate impact (the "Plan"). The Plan details the efforts NA, Inc. will undertake in order to positively impact communities disproportionately impacted by marijuana prohibition and enforcement. Accordingly, NA, Inc. will focus efforts on serving the city of New Bedford (the "Target Community"), a community identified by the Commission as an area of disproportionate impact.

Goals

NA, Inc. has developed the following goals to positively impact the Targeted Community in its first full year of operation:

- **Hiring Strategy:** Reduce barriers to entry in the adult-use cannabis industry through hiring strategy. NA, Inc. aims to have 20% of its staff be comprised of individuals who reside in the Target Community.
- **Donations:** Provide funding to charitable organizations located in the Target Community.

Programs

NA, Inc.'s Plan will be implemented through participation and investment in the following programs:

- **Hiring Strategy**
 - NA, Inc. will post quarterly job advertisements, as needed, with dNB, Inc., a nonprofit organization in New Bedford, stating that NA, Inc. is looking to hire qualified applicants who reside in the Target Community. [See Appendix A for certifying correspondence]
- **Donations**
 - NA, Inc. donate, on annual basis, money to support the nonprofit dNB, Inc. in the Target Community. [See Appendix A for certifying correspondence]

Measurement and Accountability

NA, Inc. will measure the success of this Plan using the following metrics:

- **Hiring Strategy**
 - The number of job advertisements posted with dNB, Inc.
 - The percentage of individuals residing in the Target Community gaining meaningful employment at NA, Inc. This number will be assessed from the total

number of NA, Inc. employees to ensure 20% of staff reside in the Target Community.

- **Donations**

- Aggregate monetary donations from NA, Inc. to dNB, Inc. initiated at NA, Inc. during the calendar year.

All data will be tracked electronically by the VP of Licensing and Compliance.

Acknowledgements

- NA, Inc. officers will conduct a review of this policy quarterly and will report on its efforts and the identified metrics and corresponding goals above to the Commission in accordance with its annual marijuana establishment licensure renewal pursuant to 935 CMR 500.103(4)(a). Following such review, NA, Inc. will identify strategic objectives related to promotion of positive impact in the Targeted Community, including possible changes in policies and procedures, targeted recruitment efforts, and/or donation and investment activities.
- NA, Inc. acknowledges the following regarding the implementation of this Plan:
 - All specifically named organizations in this Plan have agreed to partner with NA, Inc. to implement the identified goals and programs stated herein, as applicable;
 - NA, Inc. acknowledges and is aware, and 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 every Marijuana Establishment; and
 - Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Appendix A

Written correspondence certifying that the non-profit/charity will collaborate with NA, Inc. to post prospective job listings and will accept donations.

Subject: FW: Plan to Positively Impact Areas of Disproportionate Impact

----- Forwarded message -----

From: **Matthew Wilkes** <mwilkes85@gmail.com>

Date: Wed, Mar 25, 2020 at 12:32 PM

Subject: Re: Plan to Positively Impact Areas of Disproportionate Impact

To: Downtown NB <doitdnb@gmail.com>

Good Afternoon Kelly,

That is great! We are looking forward to working with you in the future as we get closer to opening (anticipate late this year/early next year). Our company is committed to teaming up with a non-profit such as yours to give back to the communities impacted the most by previous marijuana laws. Thanks again and feel free to contact me any time.

Regards,

Matthew Wilkes, VP Licensing/Compliance
Aspen Blue, LLC
72 Pine Street, Suite 1
Providence, RI 02903
401-286-2119

On Wed, Mar 25, 2020 at 8:37 AM Downtown NB <doitdnb@gmail.com> wrote:

Good Morning Matthew,

Thank you for reaching out to dNB inc. We typically focus our work on local business in the perimeters of our downtown but are always open to building new connections. We have a platform to potentially share info on job fairs, informational sessions, etc. to our members and greater community. Also, we are in the process of our 2020 membership drive for the dNB inc. Map & Guide. That can be found here: https://www.downtownnb.org/dnb_guide2019.pdf
We offer sponsorship ads in our guide, with logo, for \$500. We also offer several larger sponsorship opportunities if you were interested in explore that.

Please let me know if there is any other information you need.

Best,

Kelly

Sent from my iPhone

On Mar 23, 2020, at 1:32 PM, Matthew Wilkes <mwilkes85@gmail.com> wrote:

Good Afternoon,

I represent Nature's Alternative, Inc. We are opening a marijuana retail store in Wellfleet. We are implementing a diversity plan to promote the hiring equality among minorities, women, veterans, individuals with disabilities, and individuals of all gender identities and sexual orientations.

Additionally, New Bedford is recognized as an area that has been disproportionately affected by previous marijuana laws. We are implementing a plan to target hiring in areas that were and continue to be disproportionately affected by previous marijuana laws. We will host community job drives and informational sessions to promote hiring in our future establishments. We are also looking to make considerable donations to your organization. Would your organization be open to working with us to help us positively impact the city New Bedford? Thank you so much for your time and I hope to work with you soon.

Regards,

Matthew Wilkes, VP Licensing/Compliance
Aspen Blue, LLC
72 Pine Street, Suite 1
Providence, RI 02903
401-286-2119

Appendix B

Specific data to be tracked by the VP of Licensing and Compliance:

- **Hiring Strategy**
 - How many job opportunities were posted with dNB, Inc.? Make sure to clearly document the postings (i.e. – copies of notices).
 - What percentage of individuals hired reside in the Target Community?

- **Donations**
 - Aggregate monetary donations to dNB, Inc. during calendar year?
 - Amount of each donation, if made in multiple installments?



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: 001297846

ARTICLE I

The exact name of the corporation is:

NATURE'S ALTERNATIVE 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 | 270,000 | \$0.00 | 0 |

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: BRANDON KURTZMAN
No. and Street: 1400 HANCOCK STREET
THIRD FLOOR
City or Town: QUINCY State: MA Zip: 02169 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 | STUART BERNSTEIN | 316 TANGLEWOOD DRIVE HENNIKER, NH 03242 USA |
| TREASURER | ASHLEY ESPER | 3 CEDAR HILL ROAD GRAFTON, MA 01519 USA |
| SECRETARY | DAVID MILLER | 200 BURNTMEADOW ROAD GROTON, MA 01450 USA |
| DIRECTOR | STUART BERNSTEIN | 316 TANGLEWOOD DRIVE HENNIKER, NH 03242 USA |
| DIRECTOR | ASHLEY ESPER | 3 CEDAR HILL ROAD GRAFTON, MA 01519 USA |
| DIRECTOR | DAVID MILLER | 200 BURNTMEADOW ROAD GROTON, MA 01450 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:

BUSINESS MANAGEMENT AND CONSULTING

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

No. and Street: 1400 HANCOCK STREET
THIRD FLOOR

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:

November 03, 2017 02:27 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

BYLAWS
OF
NATURE'S ALTERNATIVE, INC.

BYLAWS OF NATURE'S ALTERNATIVE, INC.

ARTICLE I OFFICES

Section 1.01 Principal Office. The principal office of the Corporation shall be located at such place within the Commonwealth of Massachusetts as shall be fixed from time to time by the board of Directors, and if no place is fixed by the board of Directors, such place as shall be fixed by the President.

ARTICLE II SHAREHOLDERS

Section 2.01 Place of Meeting. Meetings of the shareholders shall be held at any place within or without the Commonwealth of Massachusetts that may be designated by the board of Directors. Absent such designation, meetings shall be held at the principal office. The board of Directors may, in its discretion, determine that the meeting may be held solely by means of remote electronic communication. If authorized by the board of Directors, and subject to any guidelines and procedures adopted by the board of Directors, shareholders not physically present at a meeting of shareholders, may participate in a meeting of shareholders by means of electronic transmission by and to the Corporation or electronic video screen communication; and, may be considered present in person and may vote at a meeting of shareholders, whether held at a designated place or held solely by means of electronic transmission by and to the Corporation or electronic video screen communication, subject to the conditions imposed by applicable law.

Section 2.02 Annual Meeting. The annual meeting of shareholders of this Corporation shall be held on such date and at such time as may be designated from time to time by the board of Directors. At the annual meeting, Directors shall be elected, and any other business may be transacted that is within the power of the shareholders and allowed by law, provided, however, that, unless the notice of meeting, or the waiver of notice of such meeting, sets forth the general nature of any proposal to (i) approve or ratify a contract or transaction with a Director or with a corporation, firm, or association in which a Director has an interest; (ii) amend the Articles of Organization of this Corporation (the "**Articles of Organization**"); (iii) approve a reorganization or merger involving this Corporation; (iv) elect to wind up and dissolve this Corporation; or (v) effect a plan of distribution upon liquidation otherwise than in accordance with the liquidation preferences of outstanding shares with liquidation preferences, no such proposal may be approved at an annual meeting.

Section 2.03 Special Shareholders' Meetings. Special meetings of the shareholders, for any purpose whatsoever, may be called at any time by the President, the board of Directors, or by shareholders entitled to cast not less than ten percent (10%) of the corporation's voting power. Any person entitled to call a special meeting of shareholders (other than the board of Directors) may make a written request to the chair of the board (if any), President, vice President, or secretary, specifying the general purpose of such meeting and the date, time and place of the meeting, which date shall be not less than thirty-five (35) days nor more than sixty (60) days after the receipt by such officer of the request. Within twenty (20) days after receipt of the request, the officer receiving such request forthwith shall cause notice to be given to the shareholders entitled to vote

at such meeting, stating that a meeting will be held on the date and at the time and place requested by the person or persons requesting a meeting and stating the general purpose of the meeting. If such notice is not given twenty (20) days after receipt by the officer of the request, the person or persons requesting the meeting may give such notice. No business shall be transacted at a special meeting unless its general nature shall have been specified in the notice of such meeting, provided, however, that any business may be validly transacted if the requirements for such validity, as provided in Section 2.12 of these Bylaws, are met.

Section 2.04 Shareholder Nominations and Proposals. For business (including, but not limited to Director nominations) to be properly brought before an annual or special meeting by a shareholder, the shareholder or shareholders of record intending to propose the business (the “**proposing shareholder**”) must have given written notice of the proposing shareholder’s nomination or proposal, either by personal delivery or by the United States mail to the secretary of the Corporation. In the case of an annual meeting, the proposing shareholder must give such notice to the secretary of the Corporation no earlier than one hundred-twenty (120) calendar days and no later than ninety (90) calendar days before the date such annual meeting is to be held. If the current year’s meeting is called for a date that is not within thirty (30) days of the anniversary of the previous year’s annual meeting, notice must be received not later than ten (10) calendar days following the day on which public announcement of the date of the annual meeting is first made. In no event will an adjournment or postponement of an annual meeting of shareholders begin a new time period for giving a proposing shareholder’s notice as provided above.

For business to be properly brought before a special meeting of shareholders, the notice of meeting sent by or at the direction of the person calling the meeting must set forth the nature of the business to be considered. A shareholder or shareholders who have made a written request for a special meeting pursuant to Section 2.03 of these Bylaws may provide the information required for notice of a shareholder proposal under this Section simultaneously with the written request for the meeting submitted to the secretary or within ten (10) calendar days after delivery of the written request for the meeting to the secretary.

A proposing shareholder’s notice shall include as to each matter the proposing shareholder proposes to bring before either an annual or special meeting:

- (a) The name(s) and address(es) of the proposing shareholder(s).
- (b) The classes and number of shares of capital stock of the Corporation held by the proposing shareholder.
- (c) If the notice regards the nomination of a candidate for election as Director:
 - (i) The name, age, business, and residence address of the candidate;
 - (ii) The principal occupation or employment of the candidate; and
 - (iii) The class and number of shares of the Corporation beneficially owned by the candidate.

(d) If the notice is in regard to a proposal other than a nomination of a candidate for election as Director, a brief description of the business desired to be brought before the meeting and the material interest of the proposing shareholder of such proposal.

Section 2.05 Notice of Shareholders' Meeting. Except as otherwise provided by law, written notice stating the place, day, and hour of the meeting, and, in case of a special meeting, the nature of the business to be transacted at the meeting, shall be given at least ten (10) days (or, if sent by third class mail, thirty (30) days) and not more than sixty (60) days before the meeting. In the case of an annual meeting, notice will include matters the Corporation's board of Directors intends, at the time of the giving of the first of such notices, to present to the shareholders for action, and in the case of a meeting at which Directors are to be elected, the names of nominees that the board of Directors, at the time of the giving of the first of such notices, intends to present to the shareholders for election. Proof that notice was given shall be made by affidavit of the secretary, assistant secretary, transfer agent, or Director, or of the person acting under the direction of any of the foregoing, who gives such notice, and such proof of notice shall be made part of the minutes of the meeting. Such affidavit shall be prima facie evidence of the giving of such notice. It shall not be necessary to state in a notice of any meeting of shareholders as a purpose thereof any matter relating to the procedural aspects of the conduct of such meeting.

Notice shall be given personally, by electronic transmission, or by mail, by or at the direction of the secretary, or the officer or person calling the meeting, to each shareholder entitled to vote at the meeting. If remote participation in the meeting has been authorized by the board of Directors, the notice shall also provide a description of the means of any electronic transmission by and to the Corporation or electronic video screen communication by which shareholders may be considered present and may vote and otherwise participate at the meeting.

If mailed, the notice shall be deemed to be given when deposited in the United States mail addressed to the shareholder at the shareholder's address as it appears on the share transfer records of the Corporation, with postage thereon prepaid. Notice may be given to the shareholder by electronic transmission with the consent of the shareholder. Notice by electronic transmission is deemed given when the notice satisfies any of the following requirements:

- (a) Transmitted to a facsimile number provided by the shareholder for the purpose of receiving notice.
- (b) Transmitted to an electronic mail address provided by the shareholder for the purpose of receiving notice.
- (c) Posted on an electronic network, with a separate notice sent to the shareholder at the address provided by the shareholder for the purpose of alerting the shareholder of a posting.
- (d) Communicated to the shareholder by any other form of electronic transmission consented to by the shareholder.

Notice shall not be given by electronic transmission to a shareholder after either (i) the Corporation is unable to deliver two consecutive notices to such shareholder by such means or (ii) the inability to deliver such notices to such shareholder becomes known to any person responsible for giving

such notices. Any person entitled to notice of a meeting may file a written waiver of notice with the secretary either before or after the time of the meeting. The participation or attendance at a meeting of a person entitled to notice constitutes waiver of notice, except where the person objects, at the beginning of the meeting, to the lawfulness of the convening of the meeting and except that attendance is not a waiver of any right to object to conducting business at a meeting that is required to be included in the notice of the meeting, but not so included.

Section 2.06 Persons Entitled to Vote. Except as otherwise provided by law, and except when a record date has been fixed, only persons in whose names shares entitled to vote stand on the stock records of the Corporation at the close of business on the business day next preceding the day on which notice is given shall be entitled to notice of a shareholders' meeting, or to vote at such meeting. In the event notice is waived, only persons in whose names shares entitled to vote stand on the stock records of the Corporation at the close of business on the business day next preceding the day on which the meeting is held shall be entitled to vote. If no record date has been fixed, the record date shall be:

(a) For determining shareholders entitled to give consent to action by the Corporation without a meeting, the day on which the first written consent is given.

(b) For determining shareholders for any other purpose, the later of (i) the day on which the board of Directors adopts the resolution relating thereto, or (ii) the sixtieth (60th) day prior to the date of such other action.

Section 2.07 Fixing the Record Date. The board of Directors may fix a time in the future as a record date to determine the shareholders entitled to notice of, and to vote at, any meeting of shareholders or give written consent to action by the Corporation without a meeting or entitled to receive any dividend or distribution, or to any change, conversion, or exchange of shares.

A record date fixed under this Section may not be more than sixty (60) days or less than ten (10) days before the meeting or more than sixty (60) days before any other action requiring a determination of shareholders. When a record date is so fixed, only shareholders of record at the close of business on that date are entitled to notice of and to vote at the meeting or to receive the dividend, distribution, or allotment of rights, or to exercise the rights, as the case may be, notwithstanding any transfer of any shares on the books of the Corporation after the record date. In the event any meeting of shareholders is adjourned for more than forty-five (45) days from the date set for the original meeting, the board shall fix a new record date for purposes of giving notice of, and determining the holders of shares entitled to vote at, such adjourned meeting.

Section 2.08 Quorum of and Action by Shareholders. The presence at a meeting in person or by proxy of the persons entitled to vote a majority of the voting shares constitutes a quorum for the transaction of business. The shareholders present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment notwithstanding the withdrawal of such number of shareholders so as to leave less than a quorum, if any action taken, other than adjournment, is approved by at least a majority of the shares required to constitute a quorum, except as otherwise provided by law. Except as otherwise provided by law, herein or in

the Articles of Organization, the affirmative vote of a majority of the shares represented at a meeting at which a quorum is present, shall be the act of the shareholders.

Section 2.09 Adjourned Meetings and Notice Thereof. Any shareholders' meeting, annual or special, whether or not a quorum is present, may be adjourned from time to time by a vote of the majority of the shares present, in person or proxy. When a meeting is adjourned for forty-five (45) days or more, or if a new record date for the adjourned meeting is fixed by the board of Directors, notice of the adjourned meeting shall be given to such shareholders of record entitled to vote at the adjourned meeting, as in the case of any original meeting. When a meeting is adjourned for less than forty-five (45) days, and a new record date is not fixed by the board of Directors, it shall not be necessary to give any notice of the time and place of the adjourned meeting, means of electronic transmission or electronic video screen communication, if any, or of the business to be transacted thereat other than by announcement at the meeting at which the adjournment is taken, provided only business that might have been transacted at the original meeting may be conducted at such adjourned meeting.

Section 2.10 Conduct of Meetings. The board of Directors may adopt by resolution rules and regulations for the conduct of meetings of the shareholders as it shall deem appropriate. At every meeting of the shareholders, the President, or in his or her absence or inability to act, a Director or officer designated by the board of Directors shall serve as the presiding officer. The secretary or, in his or her absence or inability to act, the person whom the presiding officer of the meeting shall appoint secretary of the meeting, shall act as secretary of the meeting and keep the minutes thereof.

The presiding officer shall determine the order of business and, in the absence of a rule adopted by the board of Directors, shall establish rules for the conduct of the meeting. The presiding officer shall announce the close of the polls for each matter voted upon at the meeting, after which no ballots, proxies, votes, changes, or revocations will be accepted. Polls for all matters before the meeting will be deemed to be closed upon final adjournment of the meeting.

Section 2.11 Voting of Shares. Unless otherwise provided by law or in the Articles of Organization, each shareholder entitled to vote is entitled to one (1) vote for each share of Common Stock. Any holder of shares entitled to vote on any matter may vote part of such shares in favor of the proposal and refrain from voting the remaining shares or vote them against the proposal. If a shareholder fails to specify the number of shares such shareholder is voting affirmatively, it will be conclusively presumed that the shareholder's approving vote is with respect to all shares such shareholder is entitled to vote.

Section 2.12 Consent of Absentees. The transactions of any meeting of shareholders, however called or noticed, are as valid as though had at a meeting duly held after regular call and notice, if a quorum is present either in person or by proxy, and if, either before or after the meeting, each of the persons entitled to vote, not present in person or by proxy, signs a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. The waiver, notice, or consent need not specify the business transacted or purpose of the meeting, except as required by G.L. c. 156D. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 2.13 Voting by Proxy or Nominee. Every person entitled to vote or execute consents may do so either in person or by one or more agents authorized by a written proxy executed by the person or such person's duly authorized agent and filed with the secretary of the Corporation. A proxy is not valid after the expiration of eleven (11) months from the date of its execution, unless the person executing it specifies therein the length of time for which it is to continue in force. Except as set forth below, any proxy duly executed is not revoked, and continues in full force and effect, until an instrument revoking it, or a duly executed proxy bearing a later date, executed by the person executing the prior proxy and presented to the meeting is filed with the secretary of the Corporation, or unless the person giving the proxy attends the meeting and votes in person, or unless written notice of the death or incapacity of the person executing the proxy is received by the Corporation before the vote by such proxy is counted. A proxy that states on its face that it is irrevocable will be irrevocable for the period of time specified in the proxy, if held by a person (or nominee of a person) specified by law to have sufficient interest to make such proxy irrevocable and only so long as he shall have such interest, subject to G.L. c. 156D, § 7.22.

Section 2.14 Action by Shareholders Without a Meeting. Any action, that, under any provision of G.L. c. 156D may be taken at a meeting of the shareholders, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, shall be signed by the holders of the outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares are entitled to vote thereon were present and voted; provided, however, that unless the consents of all shareholders entitled to vote have been solicited in writing, notice shall be given (in the same manner as notice of meetings is to be given), and within the time limits prescribed by law, of such action to all shareholders entitled to vote who did not consent in writing to such action; and provided, further, that Directors may be elected by written consent only if such consent is unanimously given by all shareholders entitled to vote, except that action taken by shareholders to fill one or more vacancies on the board other than a vacancy created by the removal of a Director, may be taken by written consent of a majority of the outstanding shares entitled to vote.

ARTICLE III DIRECTORS

Section 3.01 Number of Directors; Identity of Initial Directors. The authorized number of Directors of the Corporation shall be four (4) until changed by an amendment to these Bylaws duly adopted in accordance with these Bylaws by the vote or written consent of a majority of the outstanding shares entitled to vote. The initial Directors shall be Jeff Bilodeau, David Couture, Mike Gookin, and David Miller.

Section 3.02 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, the board of Directors, except such powers expressly conferred upon or reserved to the shareholders, and subject to any limitations set forth by law, by the Articles of Organization or by these Bylaws.

Without limiting the generality of the foregoing, and subject to the same limitations, it is hereby expressly declared that the Directors shall have the power and, to the extent required by law the duty to:

(a) Appoint and remove at pleasure of the board, all officers, managers, management companies, agents, and employees of the Corporation, prescribe their duties in addition to those prescribed in these Bylaws, supervise them, fix their compensation, and require from them security for faithful service. Such compensation may be increased or diminished at the pleasure of the Directors;

(b) Conduct, manage, and control the affairs and business of the Corporation; make rules and regulations not inconsistent with the Articles of Organization or applicable law or these Bylaws; make all lawful orders on behalf of the Corporation; and prescribe in the manner of executing the same;

(c) Incur indebtedness and borrow money on behalf of the Corporation and designate from time to time the person or persons who may sign or endorse checks, drafts, or other orders of payment of money, notes, or other evidences of indebtedness, issued in the name of, or payable to, the Corporation, and prescribe the manner of collecting or depositing funds of the Corporation, and the manner of drawing checks thereon;

(d) Appoint by resolution of a majority of the authorized number of Directors an executive committee and other committees and delegate to the executive committee any of the powers and authorities of the board in the management of the business and affairs of the Corporation, except the powers to (i) fill vacancies on the board or any committee, (ii) fix compensation of Directors; (iii) adopt, amend, or repeal these Bylaws; (iv) amend or repeal resolutions of the board that are expressly nonamendable or repealable; (v) declare a dividend or distribution to shareholders or authorize the repurchase of the Corporation's shares except at a rate, in a periodic amount or within a range, determined by the board; (vi) establish other committees of the board; or (vii) approve any action that in addition to board approval requires shareholder approval. The executive committee shall be composed of two (2) or more Directors. The provisions of these Bylaws regarding notice and meetings of Directors shall apply to all committees;

(e) Authorize the issuance of stock of the Corporation from time to time, upon such terms as may be lawful; and

(f) Prepare an annual report to be sent to the shareholders after the close of the fiscal or calendar year of this Corporation, which report shall comply with the requirements of law. To the extent permitted by law, the requirements that an annual report be sent to shareholders and the time limits for sending such reports are hereby waived, the Directors, nevertheless, having the authority to cause such report to be sent to shareholders.

Section 3.03 Term of Office. Directors shall hold office until the next annual meeting of shareholders and until their successors are elected.

Section 3.04 Vacancies and Newly Created Directorships. A vacancy on the board of Directors exists in case of the occurrence of any of the following events:

(a) The death, resignation, or removal of any Director.

(b) The removal or declaration of vacancy by the board of Directors of a Director who has been declared of unsound mind by a court order or convicted of a felony.

(c) The Director is a member who is divested from ownership of the marijuana business by a decision of either the state or local licensing authority.

(d) The authorized number of Directors is increased.

(e) At any annual, regular, or special meeting of shareholders at which any Director is elected, the shareholders fail to elect the full authorized number of Directors to be voted for at that meeting.

All vacancies (other than vacancies created by removal of a Director) may be filled by the approval of the board of Directors or, if there is less than a quorum of Directors, by (i) a vote of the majority of the remaining Directors at a meeting held pursuant to notice or waivers of notice complying with G.L. c. 156D, (ii) unanimous written consent or (iii) a sole remaining Director. Each Director so elected shall hold office until his successor is elected at an annual, regular, or special meeting of the shareholders. The shareholders may, by vote or written consent of a majority of outstanding shares entitled to vote in the election of Directors, elect a Director at any time to fill any vacancy not filled by the Directors. The shareholders may, by vote of a majority of outstanding shares entitled to vote in the election of Directors or unanimous written consent, elect a Director at any time to fill any vacancy created by removal of a Director, except that a vacancy created pursuant to clause (b) of this Section may be filled by the board of Directors. If the board of Directors accepts the resignation of a Director tendered to take effect at a future time, the board or the shareholders may elect a successor to take office when the resignation becomes effective. A reduction of the authorized number of Directors does not remove any Director prior to the expiration of that Director's term of office.

Section 3.05 Removal. The board of Directors may declare vacant the office of a Director who has been declared of unsound mind by an order of the court or convicted of a felony, or who has been barred from ownership of a marijuana business by a final decision of an applicable state or local licensing authority, or otherwise in a manner provided by law.

Any or all of the Directors may be removed from office at any duly called meeting without cause by a vote of the shareholders entitled to elect them. If one or more Directors are so removed at a meeting of shareholders, the shareholders may elect new Directors at the same meeting.

Section 3.06 Resignation. A Director may resign effective on giving written notice to the President, unless the notice specifies a later effective date.

Section 3.07 Meetings of Directors.

(a) Regular Meetings. A regular annual meeting of the board shall be held immediately after, and at the same place as, the annual meeting of shareholders for the purpose of electing officers and transacting any other business. The board may provide for other regular meetings from time to time by resolution.

(b) Special Meetings. Special meetings of the board for any purpose or purposes may be called at any time by at least two Directors. Notice of the time and place of special meetings shall be delivered by mail, electronic delivery, or orally. If notice is mailed, it shall be deposited in the United States mail at least four days before the time of the meeting. In the case the notice is delivered either orally or by electronic delivery shall be delivered at least forty-eight (48) hours before the time of the meeting. Any oral notice given personally or by telephone may be communicated either to the Director or to a person at the office of the Director whom the person giving notice has reason to believe will promptly communicate it to the Director. The notice need not specify the purpose of the meeting nor the place if it is to be held at the principal office of the Corporation.

(c) Place of Meetings. Meetings of the Board may be held at any place within or without the Commonwealth of Massachusetts that has been designated in the notice. If a place has not been stated in the notice or there is no notice, meetings shall be held at the principal office of the Corporation unless another place has been designated by a resolution duly adopted by the board.

(d) Deadlock. In the event the Directors reach a deadlock regarding a decision or action, and such deadlock cannot be resolved by the Directors for a period of thirty (30) days, the Directors shall call a meeting of the shareholder at the earliest available date for purposes of breaking the deadlock. The decision or action shall be presented to the shareholders at the meeting, and the affirmative vote of a majority of the shareholders represented at the meeting at which a quorum is present, shall be the deciding vote to break the deadlock.

Section 3.08 Electronic Participation. Members of the board may participate in a meeting through conference telephone, electronic video screen communication, or other electronic transmission by and to the Corporation. Participation in a meeting by conference telephone or electronic video screen communication constitutes presence in person as long as all Directors participating can hear one another. Participation by other electronic transmission by and to the Corporation (other than conference telephone or electronic video screen communication) constitutes presence in person at the meeting as long as participating Directors can communicate with other participants concurrently, each Director has the means to participate in all matters before the board, including the ability to propose or object to a specific corporate action, and the Corporation implements some means of verifying that each person participating is entitled to participate and all votes or other actions are taken by persons entitled to participate.

Section 3.09 Quorum of and Action by Directors. A majority of the authorized number of Directors constitutes a quorum of the board for the transaction of business. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is the act of the board of Directors, unless G.L. c. 156D or the Articles of Organization require a greater number. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action is approved by at least a majority of the Directors who constitute the required quorum for such meeting. A quorum of the Directors may adjourn any Directors' meeting to meet again at a stated time and place. In the absence of quorum, a majority of the Directors present may adjourn from time to time. Notice of

the time and place of a meeting that has been adjourned for more than twenty-four (24) hours shall be given to the Directors not present at the time of the adjournment.

Section 3.10 Compensation. Directors may receive compensation for their services, and the board of Directors may authorize payment of a fixed fee and expenses of attendance, if any, for attendance at any meeting of the board of Directors or committee thereof. A Director shall not be precluded from serving the Corporation in any other capacity and receiving compensation for services in that capacity. Individuals serving as Directors may not receive, whether in connection with the role of Director, officer, employee, or contractor, compensation greater than \$250,000.00 annually until the company realizes an effective annual revenue of at least \$10,000,000.00, calculated by multiplying the past three months' revenue by four. The Directors may, from time to time, establish compensation policies of the Corporation consistent with this Section.

Section 3.11 Action by Directors Without a Meeting. Any action required or permitted to be taken by the board of Directors or any committee thereof under G.L. c. 156D may be taken without a meeting if, prior or subsequent to the action, a consent or consents thereto by all of the Directors in office, or all the committee members then appointed, is filed with the secretary to be filed with the minutes of the proceedings of the board of Directors. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors.

Section 3.12 Committees of the Board of Directors. The board of Directors, by resolution adopted by a majority of authorized Directors, may designate one or more committees, each consisting of two or more Directors, to serve at the pleasure of the board and to exercise the authority of the board of Directors to the extent provided in the resolution establishing the committee and permitted by law. The board of Directors may adopt governance rules for any committee consistent with these Bylaws. The provisions of these Bylaws applicable to meetings and actions of the board of Directors shall govern meetings and actions of each committee, with the necessary changes made to substitute the committee and its members for the board of Directors and its members.

A committee of the board of Directors does not have the authority to:

- (a) Approve actions that require approval of the shareholders or the outstanding shares.
- (b) Fill vacancies on the board or in any committee.
- (c) Fix compensation of the Directors for serving on the board or on any committee.
- (d) Amend or repeal bylaws or adopt new bylaws.
- (e) Amend or repeal any resolution of the board of Directors that by its terms is not so amendable or repealable.
- (f) Make a distribution to shareholders, except at a rate, in a periodic amount or within a price range set forth in the Articles of Organization or determined by the board.

- (g) Appoint other committees or board members.

The board of Directors, by resolution adopted by the majority of authorized Directors, may designate one or more Directors as alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee or for the purposes of any written action by the committee.

The designation of a committee of the board of Directors and the delegation thereto of authority shall not operate to relieve the board of Directors, or any member thereof, of any responsibility imposed by law.

ARTICLE IV OFFICERS

Section 4.01 Positions and Election. The officers of the Corporation shall be elected by the board of Directors and shall be a chair of the board or a President or both, a secretary and a treasurer. At the discretion of the board of Directors, the Corporation may also have other officers, including but not limited to one or more vice Presidents or assistant vice Presidents, one or more assistant secretaries, a chief financial officer, and a chief operations officer, as may be appointed by the board of Directors, with such authority as may be specifically delegated to such officers by the board of Directors. Any two or more offices may be held by the same person.

Officers shall be elected annually at the meeting of the board of Directors held after each annual meeting of shareholders. Each officer shall serve until a successor is elected and qualified or until the earlier death, resignation or removal of that officer. Vacancies or new offices shall be filled at the next regular or special meeting of the board of Directors.

Section 4.02 Removal and Resignation. Any officer elected or appointed by the board of Directors may be removed with or without cause by the affirmative vote of the majority of the board of Directors. Removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Any officer chosen by the board of Directors may resign at any time by giving written notice to the Corporation. Unless a different time is specified in the notice, the resignation shall be effective upon its receipt by the chair, the President, the secretary, or the board.

Section 4.03 Powers and Duties of Officers. The powers and duties of the officers of the Corporation shall be as provided from time to time by resolution of the board of Directors or by direction of an officer authorized by the board of Directors to prescribe the duties of other officers. In the absence of such resolution, the respective officers shall have the powers and shall discharge the duties customarily and usually held and performed by like officers of corporations similar in organization and business purposes to the Corporation subject to the control of the board of Directors.

**ARTICLE V
INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Section 5.01 Indemnification of Officers or Directors. The Corporation shall, to the extent permitted by G.L. c. 156D, indemnify all persons who have served or may serve at any time as officers or Directors of the Corporation and their heirs, executors, administrators, successors, and assigns, from and against any and all loss and expense, including amounts paid in settlement before or after suit is commenced, and reasonable attorney's fees, actually and necessarily incurred as a result of any claim, demand, action, proceeding, or judgment that may have been asserted against any such persons, or in which these persons are made parties by reason of their being or having been officers or Directors of the Corporation. This right of indemnification shall not exist in relation to matters as to which it is adjudged in any action, suit or proceeding that these persons are liable for negligence or misconduct in the performance of duty.

Section 5.02 Non-Exclusivity of Indemnification Rights and Authority to Insure. The foregoing rights of indemnification and advancement of expenses shall be in addition to and not exclusive of any other rights to which any person may be entitled pursuant to any agreement with the Corporation, or under any statute, provision of the Articles of Organization or any action taken by the Directors or shareholders of the Corporation.

The Corporation may buy and maintain insurance to protect itself and any agent against any expense asserted against them or incurred by an agent, whether or not the Corporation could indemnify the agent against the expense under applicable law or the provisions of this Article V.

**ARTICLE VI
SHARE CERTIFICATES AND TRANSFER**

Section 6.01 Share Certificates. Shares of the Corporation may, but need not, be represented by certificates. Each certificate issued shall bear all statements or legends required by law to be affixed thereto. For all shares issued or transferred without certificates, the Corporation shall within a reasonable time after such issuance or transfer send the shareholder a written statement of the information required on share certificates pursuant to G.L. c. 156D, § 6.25(b) & (c) and § 6.27. Shareholders can request and obtain a statement of rights, restrictions, preferences, and privileges regarding classified shares or a class of shares with two or more series, if any, from the Corporation's principal office. Each certificate issued shall bear all statements or legends required by law to be affixed thereto.

Every certificate for shares shall be signed by (i) the chair of the board, if any, a vice chair, if any, the President, or a vice President and (ii) the chief financial officer, an assistant treasurer, the secretary, or any assistant secretary.

Section 6.02 Transfers of Shares. Transfer of shares of the Corporation shall be made only on the books of the Corporation by the registered holder thereof or by such other person as may under law be authorized to endorse such shares for transfer, or by such shareholder's attorney thereunto authorized by power of attorney duly executed and filed with the secretary or transfer agent of the Corporation. Except as otherwise provided by law, upon surrender to the Corporation or its transfer agent of a certificate for shares duly endorsed or accompanied by proper evidence

of succession, assignment, or authority to transfer, it shall be the duty of the Corporation to issue a new certificate to the person entitled thereto, cancel the old certificate, and record the transaction upon its books.

Section 6.03 Registered Shareholders. The Corporation may treat the holder of record of any shares issued by the Corporation as the holder in fact thereof, for purposes of voting those shares, receiving distributions thereon or notices in respect thereof, transferring those shares, exercising rights of dissent with respect to those shares, exercising or waiving any preemptive right with respect to those shares, entering into agreements with respect to those shares in accordance with the laws of the Commonwealth of Massachusetts, or giving proxies with respect to those shares.

Section 6.04 Lost, Stolen, or Destroyed Certificates. The board of Directors may issue a new share certificate in place of any certificate it previously issued that the shareholder alleges to have been lost, stolen, or destroyed provided that the shareholder or the shareholder's legal representative of the lost, stolen, or destroyed certificate shall give the Corporation a bond or other adequate security sufficient to indemnify the Corporation against any potential claim against the Corporation because of the alleged loss, theft, or destruction of any such certificate or the issuance of such new certificate.

ARTICLE VII CORPORATE RECORDS AND INSPECTION

Section 7.01 Records. The Corporation shall maintain adequate and correct books and records of account, minutes of the proceedings of the shareholders, board of Directors, and committees of the board of Directors, and a record of its shareholders, including names and addresses of all shareholders and the number and class of shares held, along with any other records required by law. The Corporation shall keep such record of its shareholders at its principal office, as fixed by the board of Directors from time to time, or at the office of its transfer agent or registrar. The Corporation shall keep its books and records of account and minutes of the proceedings of the shareholders, board of Directors, and committees of the board of Directors at its principal office, or such other location as shall be designated by the board of Directors from time to time.

Section 7.02 Inspection of Books and Records. The Corporation's accounting books and records and minutes of proceedings of the shareholders, board of Directors, and committees of the board of Directors shall, to the extent provided by law, be open to inspection of Directors, shareholders, and voting trust certificate holders, in the manner provided by law.

Section 7.03 Certification and Inspection of Bylaws. The Corporation shall keep in its principal office the original or a copy of these Bylaws as amended or otherwise altered to date, which shall be open to inspection by the shareholders at all reasonable times during office hours.

ARTICLE VIII MISCELLANEOUS

Section 8.01 Checks, Drafts, Etc. All checks, drafts or other instruments for payment of money or notes of the Corporation shall be signed by an officer or officers or any other person or persons as shall be determined from time to time by resolution of the board of Directors.

Section 8.02 Fiscal Year. The fiscal year of the Corporation shall commence on January 1 of each year.

Section 8.03 Conflict with Applicable Law or Articles of Organization. Unless the context requires otherwise, the general provisions, rules of construction, and the definitions of G.L. c. 156D shall govern the construction of these Bylaws. These Bylaws are adopted subject to any applicable law and the Articles of Organization. Whenever these Bylaws may conflict with any applicable law or the Articles of Organization, such conflict shall be resolved in favor of such law or the Articles of Organization.

Section 8.04 Invalid Provisions. If any one or more of the provisions of these Bylaws, or the applicability of any provision to a specific situation, shall be held invalid or unenforceable, the provision shall be modified to the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all other provisions of these Bylaws and all other applications of any provision shall not be affected thereby.

Section 8.05 Emergency Management of the Corporation. In anticipation of or during an emergency, as defined in G.L. c. 156D, § 3.03(d), the board, in order to conduct the ordinary business affairs of the Corporation, shall modify procedures, including, but not limited to, calling a board meeting, quorum requirements for such board meeting, and designation of additional or substitute Directors; provided that such modifications may not conflict with the Articles of Organization.

In anticipation of or during an emergency, the Corporation shall be able to take any and all of the following actions to conduct the Corporation's ordinary business affairs and operations:

- (a) Modify lines of succession to accommodate the incapacity of any Director, officer, employee, or agent resulting from the emergency.
- (b) Relocate the principal office, or designate alternative principal offices or regional offices.
- (c) Give notice to Directors in any practicable matter under the circumstances, including but not limited to publication and radio, when notice of a board meeting cannot be given in a manner prescribed by these Bylaws.
- (d) Deem that one or more officers present at a board meeting is a Director as necessary to achieve a quorum for that meeting.

Section 8.06 Reports. The Corporation shall provide all Shareholders with notice of the availability of annual financial reports of the Corporation before the earlier the annual meeting of Shareholders or 120 days after the close of the fiscal year. Such financial reports shall be prepared and provided to Shareholders upon request in compliance with G.L. c. 156D, § 16.20.

Section 8.07 Advisement of Counsel. THE CULTIVATION, PRODUCTION AND SALE OF CANNABIS IS ILLEGAL UNDER FEDERAL LAW. NEITHER PARTY, NOR ATTORNEYS FOR COMPANY, HAVE MADE ANY REPRESENTATION TO THE CONTRARY.

ARTICLE IX AMENDMENT OF BYLAWS

Section 9.01 Amendment by Shareholders. Shareholders may adopt, amend or repeal bylaws by the vote or written consent of the holders of a majority of the outstanding shares entitled to vote, except as otherwise provided by law, these Bylaws, or the Articles of Organization.

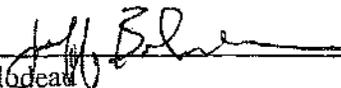
Section 9.02 Amendment by Directors. Subject to the rights of shareholders as provided in Section 9.01, and the statutory limitations of G.L. c. 156D, the board of Directors may adopt, amend, or repeal bylaws.

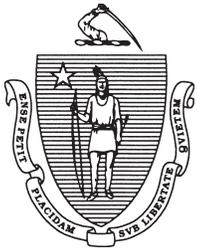
**CERTIFICATE OF SECRETARY
OF
NATURE'S ALTERNATIVE, INC., A MASSACHUSETTS CORPORATION**

The undersigned, Jeff Bilodeau, hereby certifies that he is the duly elected and acting Secretary of Nature's Alternative, Inc., a Massachusetts corporation (the "**Corporation**"), and that the foregoing Bylaws were adopted as the Bylaws of the Corporation as of [DATE BYLAWS WERE ADOPTED], and that the same do now constitute the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this certificate on behalf of the Corporation as of this [DAY OF MONTH] day of [MONTH], [YEAR].

NATURE'S ALTERNATIVE, INC.

By: 
Name: Jeff Bilodeau
Title: Secretary



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

William Francis Galvin
Secretary of the
Commonwealth

Date: February 28, 2020

To Whom It May Concern :

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

NATURE'S ALTERNATIVE INC.

is a domestic corporation organized on **November 03, 2017** , 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 cursive script that reads "William Francis Galvin".

Secretary of the Commonwealth

Certificate Number: 20030011380

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

Processed by: Bod

March 2, 2020

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

Re: Nature's Alternative, Inc. - DUA Certificate

To Whom it May Concern:

As a Director of Nature's Alternative, Inc. ("NA, Inc."), an applicant for licensure to operate a Marijuana Establishment in the Town of Wellfleet, I write to confirm that NA, Inc. currently has no employees. As a result, the requirement to obtain a certificate of good standing from the Massachusetts Department of Unemployment Assistance is not applicable to NA, Inc.'s licensure application.

Should you have any questions or comments regarding the foregoing, please do not hesitate to contact me.

Sincerely,

A handwritten signature in blue ink, appearing to read "Nicholas Salvadore", with a long horizontal flourish extending to the right.

Nicholas Salvadore, Director
Nature's Alternative, Inc.



mass.gov/dor

CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



ANDREW J. MEDEIROS
NATURES ALTERNATIVE INC
71 RAYMOND DR
SEEKONK MA 02771-5917

Why did I receive this notice?

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

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

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

What if I have questions?

If you have questions, call us at (617) 887-6400 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

860000

Nature's Alternative, Inc.

PLAN TO OBTAIN REQUIRED INSURANCE

Nature's Alternative, Inc. ("NA, Inc.") has obtained Commercial Liability and Builder's Risk policies as required by the Cannabis Control Commission (the "Commission"). NA, Inc. shall maintain, in accordance with 935 CMR 500.105(10)(a), 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. NA, Inc. shall maintain policies with no higher than a \$5,000 per occurrence deductible. NA, Inc. will provide evidence of such coverage to the Commission upon request.

Nature's Alternative, Inc.

BUSINESS PLAN SUMMARY

Mission

Nature's Alternative, Inc.'s ("NA, Inc.") mission is to develop and operate a premier retail facility that provides our customers with first-class service and superior brands of Cannabis Flower, Concentrates, Edibles, and MIPs.

Summary

NA, Inc. is a cannabis company founded and managed by experienced, successful cannabis operators and represented by best-in-class legal and accounting professionals with nationally recognized and dedicated cannabis practices, all intimately familiar with the Massachusetts cannabis landscape.

Achievements to Date

NA, Inc. has:

- Assembled a team of industry-recognized professionals for all facets of the development and the business operation.
- Successfully navigated the local regulatory process and community relations to secure a Host Community Agreement and Special Permit for adult-use store.
- Completed architectural and engineering construction documents.
- Filed for a demolition permit.

Competitive Advantages

NA, Inc. has several distinct competitive advantages over other MA cannabis start-ups:

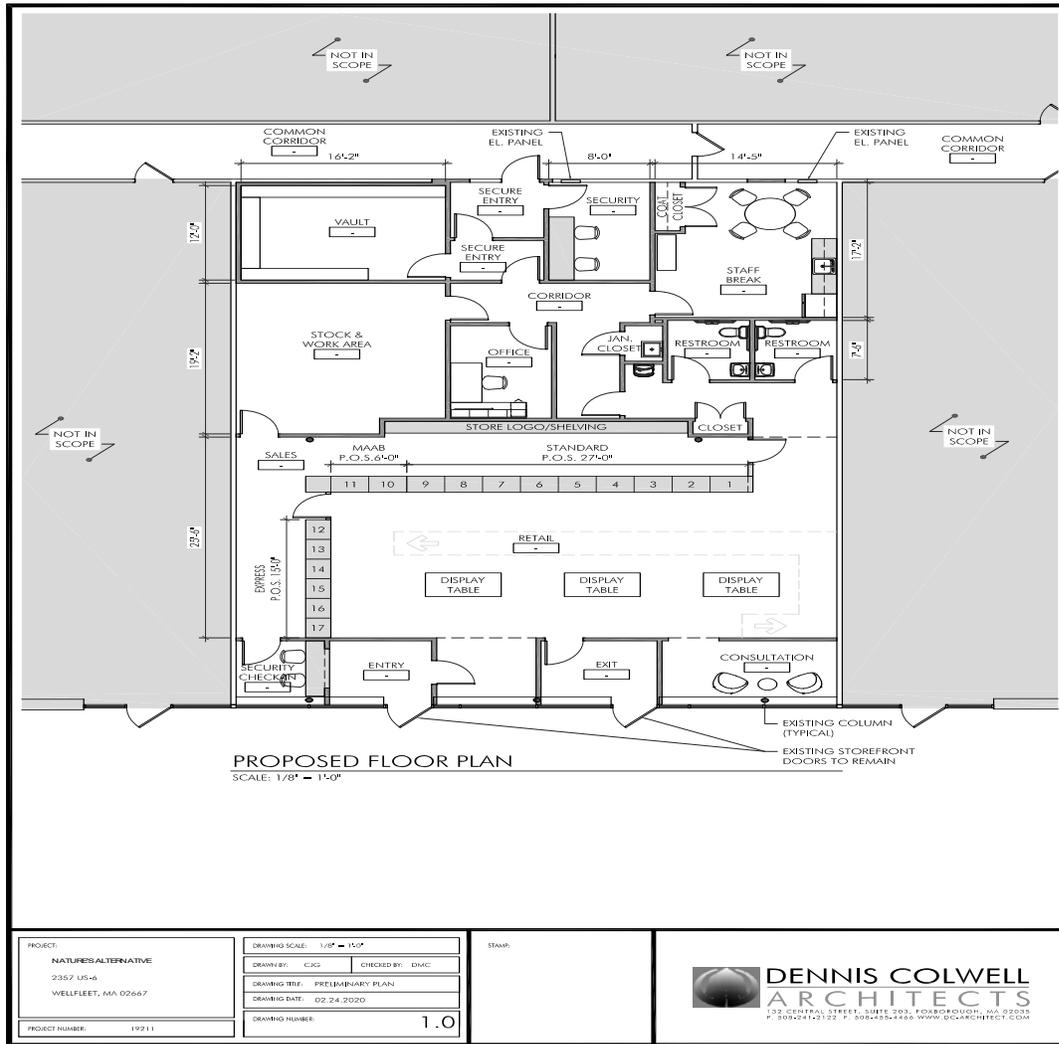
- COO Nick Salvadore is a proven industry professional. His RI grow facility (STJ, d/b/a Fire Ganja) is one of only a handful of independent, wholesale cultivation facilities successfully and profitably selling product in the constrained RI market.
- President Patrick Casey has successfully licensed numerous cannabis facilities in MA. He is intimately familiar with the regulatory process and has supervised the design and build-out of grow facilities and retail stores.
- NA, Inc. has chosen Creative Environment Corp. (CEC), one of the industry's most experienced engineering firms, to "value-engineer" its facility in accordance with the highest processing, energy efficiency and quality standards. CEC is on the leading edge of cannabis engineering and design, which capabilities will help NA, Inc. to minimize start-up timelines and maximize yield per square foot. www.cec-engineering.com
- NA, Inc. has chosen Valiant-America, a national leader in cannabis facility construction, to complete all construction. www.valiant-america.com

Planned Wellfleet Facility

The Wellfleet adult-use retail only dispensary will be located on heavily-travelled Route 6, in 3,200 sf of space adjacent to a Dunkin Donuts on a corner lot. The traffic on this portion of Route 6 and the population in the immediate area increases exponentially in the summer. The Premises lease has been executed and construction plans are nearly complete. The store should be open for business in January 2021, and is expected to generate \$15± million in annual sales.



Conceptual Store Design



About the Team

NA, Inc.'s Board is comprised of:

NICHOLAS SALVADORE

Nicholas Salvadore founded STJ, LLC (dba Fire Ganja), a Class B, state licensed, RI based medical marijuana cultivation, manufacturing, & packaging facility, serving as its CEO for 3 years. In his time as CEO, Mr. Salvadore worked closely with representatives of his local dispensaries to develop new products not offered in the market, then post production on marketing strategies. Part of the marketing effort was educating dispensary personnel on the product uses, lineage, and manufacturing processes, as well as customer education/sales techniques. Mr. Salvadore has extensive industry experience and industry connections in all aspects of the marijuana industry. STJ, LLC is one of the few stand-alone cultivators selling profitably in the constrained Rhode Island market.

PATRICK CASEY

Patrick Casey III has spent much of the last 18 months appearing before numerous cities and towns in the Commonwealth, licensing adult-use stores for two separate cannabis companies and planning all phases of development and construction for one large retail store. In the course of these efforts, he has become an expert in the highly-nuanced and often conflicting regulatory demands of various cities and towns and his reputation for candor and knowledge have been instrumental in securing entitlements. As the Sr. VP for a boutique finance firm, Mr. Casey helped finance several cannabis-related businesses in the Commonwealth before joining Nature's Alternative, Inc.

JILL MONIZ

Ms. Moniz is a graduate of Brown University (B.A., History of Art & Architecture, 2004). From 2005 to 2012, Jill wore a variety of hats at Amos House (Providence, RI), one of the region's best known non-profit social services agencies focused on assisting people released from prison. She served as a development officer, web content manager, and VP of Marketing and Communications for the organization's Social Enterprise Division. She successfully opened Amos House's non-profit restaurant (which doubly served as a training facility for Amos House residents) after overseeing its design and construction and securing financing for the organization's acquisition of the underlying premises. Her interest in the legalization of medical and recreational marijuana was sparked from her seeing large numbers of Amos House residents struggle to re-enter the community after serving substantial prison time.

ANDREW WILKES

Mr. Wilkes started his career in accounting as an auditor for a Big 4 CPA firm, and formed his own recruiting company in 1990, focusing on the financial sectors. For the past 20 years, he has served as CFO and CEO of a multi-state employment agency with over 1,000 employees, which has experienced top line growth virtually every year. He is a prudent and successful investor, in a wide range of fields including real estate and cannabis. Mr. Wilkes holds a BS degree (Business Administration) from Bryant College, where he graduated Magna Cum Laude.

MATTHEW WILKES

Mr. Wilkes, an accountant by trade, has worked as a Senior Accountant in the private sector and, more recently, as a Senior Auditor for a federal/state government entity. He has the experience and expertise necessary to coordinate the complicated licensing and compliance requirements of the cannabis industry, with respect to both government and banking.

3-Year Projections

NA, Inc. has established a three-year business plan based on several operational and budgetary assumptions as detailed herein. These assumptions inform NA, Inc.'s projections for utilization, revenues, and expenses which are further described below.

NA, Inc.'s proposed retail-only Marijuana Establishment will be sited in Wellfleet, MA which has approximately 3,500 residents, and nearly 17,000 in the summer months. NA, Inc.'s primary service area of Barnstable County, Massachusetts has a population in excess of 213,000 residents. Despite the strong

interest in operating a Marijuana Establishment in the Commonwealth, NA, Inc. believes its location on Route 6 in Wellfleet will attract consumers to its facility.

NA, Inc. projects **first year (2021)** gross revenues of \$15,731,750, expenses of \$3,108,340, approximately 150,000 total visits, and 14 full-time employees; **second year (2022)** gross revenues of \$16,231,835, expenses of \$3,195,441, approximately 155,000 total visits, and 17 full-time employees; and **third year (2023)** gross revenues of \$15,933,440, expenses of \$3,235,076, approximately 160,000 total visits, and 19 full-time employees. NA, Inc. also projects that the average purchase amount per visit will remain at approximately \$100.00 per consumer, consistent with current retail sales data collected by the Commission since November 2018.

Retail pricing for NA, Inc.'s marijuana products will be \$375 per ounce. Marijuana accessories will be available for purchase between \$2 and \$500. Wholesale purchases of finished marijuana and marijuana products from originating Marijuana Establishment cultivators and product manufacturers is anticipated to be \$187.50-\$250 per ounce (or \$3000-\$4000/ LB.)

Payroll expenses are projected to be \$800,000 in year one, \$824,000 in year two, and \$848,720 in year three. Projected payroll expenses include all payroll taxes, workers compensation insurance, and per employee per month healthcare benefit costs. Payroll expenses are projected to increase proportionately with added hiring and fair salary increases to NA, Inc.'s existing employees.

Operating expenses (excepting payroll) are projected to be \$2,308,340 in year one, \$2,371,441 in year two, and \$2,386,356 in year three. Operating expenses (excepting payroll) include ongoing expenses related to legal services and other expert consultant services, annual licensing/application fees, lease expenses for the facility in Wellfleet, standard office expenses (e.g., computer, telephone and utilities and other general equipment), security, general and product liability insurance premiums, and associated federal and state taxes.

Federal tax liabilities are projected at a rate of 21% based on the projected revenues for the next three years. Massachusetts state tax liabilities specific to adult-use marijuana sales are projected to be \$558,264 in year one, \$611,111 in year two, and \$662,738 in year three.

Nature's Alternative, Inc.

RECORDKEEPING PROCEDURES

Nature's Alternative, Inc. ("NA, Inc.") retains applicable records for a period of time no less than required by law and in accordance with 935 CMR 500.105(9). Such records include but are not limited to written operating policies and procedures, inventory and seed-to-sale tracking, personnel, general business and financial, sales and dispensing, and waste disposal records. NA, Inc.'s management team is responsible for the proper retention, storage and disposal of records that NA, Inc. generates, maintains and/or receives in the course of doing business.

NA, Inc. protects the security, privacy and confidentiality of records as required by law, contract, or regulatory body, including those records containing confidential information. This includes adult consumer and employee records containing such information. All records subject to confidentiality restrictions are stored securely, whether electronically or in hard copy.

NA, Inc. records shall be made available for inspection by the Commission upon request. NA, Inc. shall maintain all records that are required by any section of 935 CMR 500.000.

Nature's Alternative, Inc.

PERSONNEL POLICIES

Nature's Alternative, Inc. ("NA, Inc.") maintains all personnel policies and procedures in an employee handbook. The employee handbook addresses a wide variety of topics including information on employee benefits, vacation and sick time, work schedules, confidentiality, criminal background checks, security, employee identification and facility access, personal safety and crime prevention techniques, alcohol, drug and smoke-free workplace, and grounds for discipline and termination. Each employee is required to review the handbook and attest to their understanding of NA, Inc.'s personnel policies and procedures. NA, Inc. reviews its employee handbook periodically and communicates any changes to its employees.

NA, Inc. also maintains a staffing plan and a personnel record for each Marijuana Establishment Agent in accordance with the requirements under 935 CMR 500.105(9)(d). Each personnel record is maintained for at least 12 months after termination of the individual's affiliation with NA, Inc., and includes, at a minimum, the following: all materials submitted to the Commission as part of the Marijuana Establishment Agent registration process, including applicable background check reports obtained through such registration process; documented verification of references; copy of job description or employment contract which includes the duties, authority, responsibilities, qualifications and supervision; documentation of all required training, including a signed statement by the individual indicating the date, time and place the individual received such training; periodic performance evaluations and records of any disciplinary actions taken; and documentation of completed responsible vendor and eight-hour related duty training. Such personnel policies and records will be made available for inspection by the Commission upon request.

Nature's Alternative, Inc.

MAINTAINING FINANCIAL RECORDS

Nature's Alternative, Inc. ("NA, Inc.") shall maintain general business and financial records in accordance with generally accepted accounting principles.

Business and financial records maintained by NA, Inc. include manual or computerized records of: assets and liabilities; monetary transactions; books of accounts, including 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 persons with direct or indirect control over or affiliated with NA, Inc. in accordance with 935 CMR 500.105(9)(e).

NA, Inc. will use a point of sale (POS) system which has a sales recording module that is approved by the Massachusetts Department of Revenue (DOR) and will record sales in accordance with 935 CMR 500.140(5). NA, Inc. will conduct a monthly analysis of its equipment and sales data to ensure no software has been installed which could manipulate or alter sales data, and this analysis and related records will be made available to the Commission upon request. All NA, Inc. marijuana sales records will be kept in compliance with DOR record retention requirements set forth in 830 CMR 62C.25.1 and Directive 16-1. NA, Inc.'s POS system will be able to differentiate between dispensing sales of marijuana product sales and non-marijuana product sales.

Nature's Alternative, Inc.

STAFFING AND TRAINING PLAN

Nature's Alternative, Inc. ("NA, Inc.") anticipates that it will need to hire approximately 14 full-time employees (FTEs) to run its retail-only Marijuana Establishment in Wellfleet during the first year of operations. In particular, new staff will be needed for the following job functions:

- Retail and dispensing operations (10 FTEs)
Anticipated positions and qualifications:
Director of Retail
 - Prior management/leadership experience in a high-volume sales establishment or a comparable industry
 - Experience with developing sales goals for high-volume sales establishments
 - Experience with developing, adapting and implementing standard operating procedures for a highly regulated industry*Dispensary General Manager*
 - Prior management/ leadership experience in a high-volume sales establishment
 - Exemplary communication and organizational skills required
 - Knowledge and understanding of standard practices and procedures within the Adult-Use cannabis environment.Retail & Dispensing Associates
 - Prior experience with customer service and cash handling preferred
 - Ability to adapt to frequent and essential business changes - both regulatory and internal procedures
 - Ability to execute safe cannabis handling and storage practices
- Security staff (2 FTEs)
Director of Security
 - 10+ years professional security or related experience*Security Associate*
 - Prior experience in law enforcement, corrections or security preferred
- Management/Administrative staff (2 FTEs)
Vice President of Operations
 - 5-10 years experience in upper management/leadership role, overseeing numerous employees
 - Degree in Business Administration or related field*Accounting staff*
 - 2+ years accounting experience, including full cycle accounting
 - Proficient in Excel (pivot tables), QuickBooks
 - Degree in Accounting or related field*Reception*
 - Proficient in MS Word, Excel, Outlook and PowerPoint
 - 2+ years experience in administrative role

NA, Inc. will ensure that all staff complete a comprehensive training and orientation program prior to performing any related job functions in accordance with 935 CMR 500.105(2). Training will be tailored to the roles and responsibilities of the job functions of each Marijuana Establishment Agent. In addition to initial employee orientation, all staff shall receive at least eight (8) hours of on-going training annually. Staff training will focus on the following areas:

- Regulatory compliance
- Identification
- Security and diversion
- Inventory and point-of-sale records
- Responsible vendor program
- Confidentiality
- Privacy

Moreover, in accordance with 935 CMR 500.105(2), all current owners, managers and employees shall complete the Responsible Vendor Program after July 1, 2019 or when available. All new employees shall complete the Responsible Vendor Program within 90 days of being hired. Responsible Vendor Program documentation must be retained for four (4) years.

Nature's Alternative, Inc.

RESTRICTING ACCESS TO AGE 21 AND OLDER

Nature's Alternative, Inc. ("NA, Inc.") plans to open a retail-only Marijuana Establishment in Wellfleet, MA. NA, Inc. will implement strict security measures to ensure that all individuals entering the facility are appropriately identified and that access to the facility is limited to individuals age 21 and older. All NA, Inc. employees and agents shall also be age 21 and older in order to work at the facility in Wellfleet.

Upon immediate entry into the premises, all individuals will be required to present valid proof of identification to security staff. Individuals who fail to present valid proof of identification to demonstrate they are age 21 or older will be required to promptly leave the premises. NA, Inc. agents will inspect an individual's proof of identification to confirm age on point of sale as well. NA, Inc. shall refuse to sell marijuana to any consumer who is unable to produce valid proof of identification. Pursuant to 935 CMR 500.140(2)(c), NA, Inc. will not acquire or record personal information of consumers in excess of information traditionally required in a retail transaction without prior consent of the individual.

Nature's Alternative, Inc.

QUALITY CONTROL AND TESTING

Nature's Alternative, Inc. ("NA, Inc.") ensures that all marijuana and marijuana products at its Marijuana Establishment (including all finished marijuana flower, cannabis resins, cannabis concentrates, and infused/edible products) meet applicable quality and testing standards prior to any sales for adult use, as required by 935 CMR 500.140(9) and 500.160.

NA, Inc., as a retailer-only Marijuana Establishment, will obtain finished marijuana and marijuana products from other licensed Marijuana Establishment cultivators and product manufacturers to dispense to adult-use consumers at its facility in Wellfleet.

NA, Inc. will ensure agents are trained on, and conform to, proper sanitary practices, and will provide agents with convenient access to fully-equipped hand-washing facilities. NA, Inc.'s water supply shall provide safe, potable, and adequate supply of water for the facility's operations. Plumbing shall be of adequate size and design, and shall properly convey sewage and liquid disposable waste from the establishment with no cross-connections between potable and wastewater lines. Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical, and microbial contamination as well as against deterioration of finished products or their containers.

NA, Inc. ensures sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations. Litter and waste are properly removed, disposed of to minimize the development of odor and minimize the potential for attracting and harboring pests. NA, Inc.'s waste disposal systems are maintained in accordance with the requirements of 935 CMR 500.105(12). All floors, walls and ceilings are constructed in such a manner that they may be adequately kept clean and in good repair. All toxic items are identified, held, and stored in a manner that protects against contamination of marijuana products. No toxic products are stored in an area containing products used in the cultivation of marijuana.

All contact surfaces, including utensils and equipment, shall be maintained in a clean and sanitary condition. Such surfaces shall be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils shall be so designed and of such material and workmanship as to be adequately cleanable.

NA, Inc.'s water supply shall be sufficient for necessary operations. Any private water source shall be capable of providing a safe, potable, and adequate supply of water to meet NA, Inc.'s needs. Plumbing shall be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout NA, Inc.'s facility. Plumbing shall properly convey sewage and liquid disposable waste from the facility, and there shall be no cross-connections between the potable and waste water lines. NA, Inc. employees are provided access to adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair.

NA, Inc. will obtain marijuana and marijuana products dispensed at its Marijuana Establishment from Marijuana Establishment cultivators and product manufacturers licensed by the Commission. NA, Inc. will request from all originating Marijuana Establishment partners from which finished marijuana and marijuana products are obtained, and in all cases prior to the procurement of the product from such third party, evidence of the following, to the extent applicable:

- a) Records demonstrating that all environmental media used to cultivate marijuana (e.g., soils, water) was tested in compliance with the *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries*, as published by the Cannabis Control Commission (the Commission); and
- b) Records demonstrating that all marijuana and marijuana products were tested by an Independent Testing Laboratory registered with the Commission for cannabinoid profile and contaminants in compliance with the *Protocol for Sampling and Analysis of Finished Marijuana Products and Marijuana-Infused Products*. Testing for contaminants includes but is not limited to mold, mildew, heavy metals, plant-growth regulators, and presence of pesticides.

In the event laboratory testing results indicate unacceptable contaminant levels, no marijuana or marijuana products from the same batch number as the contaminated sample(s) will be procured from such third party. In the event NA, Inc. is notified or otherwise made aware that marijuana and/or marijuana products obtained from a third party are contaminated, such product will be promptly removed from the applicable storage area and transferred to the disposal room.

NA, Inc. will cooperate with third party Marijuana Establishments, as applicable, in reporting unacceptable testing results that cannot be remedied to the Commission within 72 hours. NA, Inc. shall notify the Commission of any other Commission-specified or -requested information immediately. NA, Inc. shall retain all testing result records obtained from third party Marijuana Establishments for a period of no less than one year. NA, Inc. shall deem any marijuana or marijuana products that has not been tested in over one year to be expired and shall not dispense, sell, transfer or otherwise convey expired marijuana or marijuana product until it has been retested in accordance with 935 CMR 500.160(4).

Nature's Alternative, Inc.

DIVERSITY PLAN

Overview

Nature's Alternative, Inc. ("NA, Inc.") is applying for a license to operate a retail-only Marijuana Establishment in Wellfleet, MA. In accordance with the Cannabis Control Commission (the "Commission") regulations at 935 CMR 500.101(1)(c)(8)(k), NA, Inc. submits the following Diversity Plan (the "Plan"). This Plan specifically seeks to promote equity among minorities, women, veterans, individuals with disabilities, and individuals identifying as LGBTQ+ by including them in the operations of NA, Inc.'s retail facility.

Goals

NA, Inc. has developed the following goals to promote equity among minorities, women, veterans, individuals with disabilities, and individuals identifying as LGBTQ+:

- **Hiring Strategy:** Increasing the number of women who gain access to meaningful employment in the Massachusetts cannabis industry, by hiring 25% women.
- **Career Advancement:** Increase career advancement opportunities for women employed by NA, Inc., with 30% of NA, Inc.'s management-level positions being held by women.

These goals and the programs designed to further each will be monitored by NA, Inc.'s VP of Licensing and Compliance and reevaluated by its executive officers each quarter.

Programs

NA, Inc.'s Plan will be implemented through participation and investment in the following programs:

- **Hiring Strategy**
 - In accordance with its hiring policy, NA, Inc. will post quarterly job postings, as needed, in the local newspaper, The Cape Codder, stating that NA, Inc. is looking for a diverse pool of potential candidates, including, in particular, women to work at its marijuana establishment.
- **Career Advancement**
 - Management/leadership at NA, Inc. will hold annual career workshops which are focused on providing entry- and management-level educational guidance on entry and success in the commercial marijuana industry. Topics discussed at the workshops will include marijuana business best practices and marijuana industry trends.

Measurement and Accountability

NA, Inc. will measure the success of this Plan using the following metrics:

- **Hiring Strategy:**

- NA, Inc. will track the number of advertisements placed with The Cape Codder.
 - The number of applications received from women as a result of such advertisements.
 - The number of respondent applicants successfully hired who are women. This number will be assessed from the total number of individuals hired to ensure that 25% of all individuals hired are women.
- **Career Advancement**
 - The number and subject matter of career workshops held during each calendar year.
 - The number of attending employees who are women. Attendance will be recorded by sign-in sheet and will be noted in each employee's personnel file.
 - The number of employed women who hold management-level positions at NA, Inc. This number will be assessed from the total number of individual management-level positions to ensure that 30% of such positions are held by women.

All data will be tracked electronically by the VP of Licensing and Compliance.

Acknowledgments

- NA, Inc. officers will conduct a review of this policy quarterly and will report on its efforts and the identified metrics and corresponding goals above to the Commission in accordance with its annual marijuana establishment licensure renewal in accordance with 935 CMR 500.103(4)(a). Following such review, NA, Inc. will identify strategic objectives related to promotion of equity and diversity at NA, Inc., including possible changes in policies and procedures, staff training, targeted recruitment efforts, and/or sponsored equity and diversity awareness events for employees and the local community.
- NA, Inc. acknowledges the following regarding the implementation of this Diversity Plan:
 - All specifically named organizations in this plan have agreed to partner with NA, Inc. to implement the identified goals and programs stated herein, as applicable;
 - NA, Inc. acknowledges and is aware, and 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 every Marijuana Establishment; and
 - Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.

Appendix A

Specific data to be tracked by the VP of Licensing and Compliance:

- **Hiring Strategy**
 - How many job opportunities were posted? Make sure to clearly document the postings (i.e. – copies of notices).
 - How does this compare to initial quarterly goal?
 - How many applications were received from women?
 - How many women applicants were hired?
 - What percentage of total hired individuals are women?

- **Career Advancement**
 - How many workshops were held? Make sure to clearly document occurrence (i.e. – copies of notice; photos).
 - What was the subject matter of each workshop? Make sure to clearly document content (i.e. – agenda).
 - How many employed women attended?
 - What percentage of total management-level positions are held by women?