



Massachusetts Cannabis Control Commission

Marijuana Product Manufacturer

General Information:

License Number: MP282067
Original Issued Date: 12/15/2021
Issued Date: 12/15/2021
Expiration Date: 12/15/2022

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Debilitating Medical Condition Treatment Centers

Phone Number: 413-374-1915

Email Address: johnh@dmcmass.com

Business Address 1: 11-13 Hampden St

Business Address 2:

Business City: Springfield

Business State: MA

Business Zip Code: 01103

Mailing Address 1: 11-13 Hampden St

Mailing Address 2:

Mailing City: Springfield

Mailing State: MA

Mailing Zip Code: 01103

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: 15.4 Percentage Of Control:

Role: Owner / Partner

Other Role:

First Name: Grant

Last Name: Guelich

Suffix:

User Defined Gender:

Specify Race or Ethnicity:

Percentage Of Ownership: 6.7 Percentage Of Control: 25

Other Role:

Suffix:

User Defined Gender:

Specify Race or Ethnicity:

Percentage Of Ownership: 13.1 Percentage Of Control: 25

Other Role:

Suffix:

User Defined Gender:

Specify Race or Ethnicity:

Percentage Of Ownership: 13.1 Percentage Of Control:

Other Role:

Suffix:

User Defined Gender:

Specify Race or Ethnicity:

Percentage Of Ownership: 7.7 Percentage Of Control: 25

Other Role:

Suffix:

User Defined Gender:

Specify Race or Ethnicity:

Percentage Of Ownership: 20.8 Percentage Of Control: 25

Other Role:

Suffix:

User Defined Gender:

Specify Race or Ethnicity:

Entity with Direct or Indirect Authority 1

Percentage of Ownership: 15.4

| | | |
|---|--|---------------------------------------|
| Entity Legal Name: Englewood Managements LLC | Entity DBA: | DBA City: |
| Entity Description: Management Company | | |
| Foreign Subsidiary Narrative: | | |
| Entity Phone: 413-374-8988 | Entity Email: samhanmer63@gmail.com | Entity Website: |
| Entity Address 1: 63 Deerfield Ave | Entity Address 2: | |
| Entity City: Longmeadow | Entity State: MA | Entity Zip Code: 01106 |
| Entity Mailing Address 1: 63 Deerfield Ave | Entity Mailing Address 2: | |
| Entity Mailing City: Longmeadow | Entity Mailing State: MA | Entity Mailing Zip Code: 01106 |
| Relationship Description: Owner/Partner | | |

Entity with Direct or Indirect Authority 2

| | | |
|--|---|---------------------------------------|
| Percentage of Control: | Percentage of Ownership: 15.4 | |
| Entity Legal Name: Jin Yang MA, LLC | Entity DBA: | DBA City: |
| Entity Description: Management Company | | |
| Foreign Subsidiary Narrative: | | |
| Entity Phone: 509-881-8707 | Entity Email: grantguelich@gmail.com | Entity Website: |
| Entity Address 1: 29 Florence Ave | Entity Address 2: | |
| Entity City: Arlington | Entity State: MA | Entity Zip Code: 02476 |
| Entity Mailing Address 1: 29 Florence Ave | Entity Mailing Address 2: | |
| Entity Mailing City: Arlington | Entity Mailing State: MA | Entity Mailing Zip Code: 02476 |
| Relationship Description: Owner/Partner | | |

Entity with Direct or Indirect Authority 3

| | | |
|--|--|---------------------------------------|
| Percentage of Control: 75 | Percentage of Ownership: 67.1 | |
| Entity Legal Name: Core High Yield MA LLC | Entity DBA: | DBA City: |
| Entity Description: Management Company | | |
| Foreign Subsidiary Narrative: | | |
| Entity Phone: 617-312-0592 | Entity Email: jared.glanzberger@gmail.com | Entity Website: |
| Entity Address 1: 8 The Green | Entity Address 2: Suite R | |
| Entity City: Dover | Entity State: DE | Entity Zip Code: 19901 |
| Entity Mailing Address 1: 29 Florence Ave | Entity Mailing Address 2: | |
| Entity Mailing City: Arlington | Entity Mailing State: MA | Entity Mailing Zip Code: 02476 |
| Relationship Description: Owner/Partner | | |

Entity with Direct or Indirect Authority 4

| | | |
|--|--|---------------------------------------|
| Percentage of Control: 75 | Percentage of Ownership: 67.1 | |
| Entity Legal Name: MidCo CHY MA LLC | Entity DBA: | DBA City: |
| Entity Description: Management Company | | |
| Foreign Subsidiary Narrative: | | |
| Entity Phone: 617-312-0592 | Entity Email: jared.glanzberger@gmail.com | Entity Website: |
| Entity Address 1: 251 Little Falls Dr | Entity Address 2: | |
| Entity City: Wilmington | Entity State: DE | Entity Zip Code: 19808 |
| Entity Mailing Address 1: 29 Florence Ave | Entity Mailing Address 2: | |
| Entity Mailing City: Arlington | Entity Mailing State: MA | Entity Mailing Zip Code: 02476 |

Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 5

Percentage of Control: Percentage of Ownership: 40.9

Entity Legal Name: JointCo LLC

Entity DBA:

DBA City:

Entity Description: Management Company

Foreign Subsidiary Narrative:

Entity Phone: 617-312-0592

Entity Email: jared.glanzberger@gmail.com

Entity Website:

Entity Address 1: 8 The Green

Entity Address 2:

Entity City: Dover

Entity State: DE

Entity Zip Code: 19901

Entity Mailing Address 1: 29 Florence Ave

Entity Mailing Address 2:

Entity Mailing City: Arlington

Entity Mailing State: MA

Entity Mailing Zip Code: 02476

Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 6

Percentage of Control: Percentage of Ownership: 20.8

Entity Legal Name: JointCo JGB LLC

Entity DBA:

DBA City:

Entity Description: Management Company

Foreign Subsidiary Narrative:

Entity Phone: 617-312-0592

Entity Email: jared.glanzberger@gmail.com

Entity Website:

Entity Address 1: 29 Florence Ave

Entity Address 2:

Entity City: Arlington

Entity State: MA

Entity Zip Code: 02476

Entity Mailing Address 1: 29 Florence Ave

Entity Mailing Address 2:

Entity Mailing City: Arlington

Entity Mailing State: MA

Entity Mailing Zip Code: 02476

Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 7

Percentage of Control: Percentage of Ownership: 26.2

Entity Legal Name: Core High Yield Investments LLC

Entity DBA:

DBA City:

Entity Description: Management Company

Foreign Subsidiary Narrative:

Entity Phone: 847-477-7556

Entity Email: bjooseph@coreacq.com

Entity Website:

Entity Address 1: 200 S. Wacker Dr

Entity Address 2: Ste 1325

Entity City: Chicago

Entity State: IL

Entity Zip Code: 60606

Entity Mailing Address 1: 200 S. Wacker Dr

Entity Mailing Address 2: Ste 1325

Entity Mailing City: Chicago

Entity Mailing State: IL

Entity Mailing Zip Code: 60606

Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 8

Percentage of Control: Percentage of Ownership: 13.1

Entity Legal Name: Shine Yingala Holdings LLC

Entity DBA:

DBA City:

Entity Description: Management Company

Foreign Subsidiary Narrative:

Entity Phone: 847-477-7556

Entity Email: bjooseph@coreacq.com

Entity Website:

Entity Address 1: 200 S. Wacker Dr

Entity Address 2: Ste 1325

Entity City: Chicago Entity State: IL Entity Zip Code: 60606
Entity Mailing Address 1: 200 S. Wacker Dr Entity Mailing Address 2: Ste 1325
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60606
Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 9

Percentage of Control: Percentage of Ownership: 13.1
Entity Legal Name: 22 Squared Holdings LLC Entity DBA: DBA City:
Entity Description: Management Company
Foreign Subsidiary Narrative:
Entity Phone: 312-909-9565 Entity Email: afirsel@coreacq.com Entity Website:
Entity Address 1: 200 S. Wacker Dr Entity Address 2: Ste 1325
Entity City: Chicago Entity State: IL Entity Zip Code: 60606
Entity Mailing Address 1: 200 S. Wacker Dr Entity Mailing Address 2: Ste 1325
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60606
Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 10

Percentage of Control: 25 Percentage of Ownership:
Entity Legal Name: Core High Yield Management Entity DBA: DBA City:
Entity Description: Management Company
Foreign Subsidiary Narrative:
Entity Phone: 847-477-7556 Entity Email: bjooseph@coreacq.com Entity Website:
Entity Address 1: 200 S Wacker Dr Entity Address 2: STE 1325
Entity City: Chicago Entity State: IL Entity Zip Code: 60606
Entity Mailing Address 1: 200 S Wacker Dr Entity Mailing Address 2: STE 1325
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60606
Relationship Description: Owner/Partner

Entity with Direct or Indirect Authority 11

Percentage of Control: 50 Percentage of Ownership:
Entity Legal Name: JointCo Manager LLC Entity DBA: DBA City:
Entity Description: Management Company
Foreign Subsidiary Narrative:
Entity Phone: 617-312-0592 Entity Email: jared.glanzberger@gmail.com Entity Website:
Entity Address 1: 251 Little Falls Dr Entity Address 2:
Entity City: Wilmington Entity State: DE Entity Zip Code: 19808
Entity Mailing Address 1: 29 Florence Ave Entity Mailing Address 2:
Entity Mailing City: Arlington Entity Mailing State: MA Entity Mailing Zip Code: 02476
Relationship Description: Owner/Partner

CLOSE ASSOCIATES AND MEMBERS

Close Associates or Member 1

First Name: John Last Name: Hanmer Suffix:
Describe the nature of the relationship this person has with the Marijuana Establishment: Head of Operations

Close Associates or Member 2

First Name: Samuel

Last Name: Hanmer

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Managing Member

Close Associates or Member 3

First Name: Grant

Last Name: Guelich

Suffix:

Describe the nature of the relationship this person has with the Marijuana Establishment: Managing Member

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Core High Yield MA LLC

Entity DBA:

Email: jared.glanzberger@gmail.com

Phone: 617-312-0592

Address 1: 8 The Green

Address 2: Suite R

City: Dover

State: DE

Zip Code: 19901

Types of Capital: Monetary/Equity,
Other

Other Type of Capital: in kind
contributions

Total Value of Capital Provided:
\$500000

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: Grant

Owner Last Name: Guelich

Owner Suffix:

Entity Legal Name: Wander Farms

Entity DBA:

Entity Description: Processing Distribution

Entity Phone: 509-881-8707

Entity Email:
grantguelich@gmail.com

Entity Website:

Entity Address 1: 3012 GS CENTER RD STE B

Entity Address 2:

Entity City: Wenatchee

Entity State: WA

Entity Zip Code: 98801

Entity Country: USA

Entity Mailing Address 1: 89 Springhill Dr

Entity Mailing Address 2:

Entity Mailing City: East
Wenatchee

Entity Mailing State: WA

Entity Mailing Zip Code:
98802

Entity Mailing Country:
USA

Business Interest in Other State 2

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

Owner First Name: Grant

Owner Last Name: Guelich

Owner Suffix:

Entity Legal Name: Gulu LLC

Entity DBA:

Entity Description: LLC

Entity Phone: 509-888-3868

Entity Email:
grantguelich@gmail.com

Entity Website:

Entity Address 1: 3012 GS CENTER RD

Entity Address 2:

Entity City: Wenatchee

Entity State: WA

Entity Zip Code: 98801

Entity Country: USA

Entity Mailing Address 1: 3012 GS CENTER RD

Entity Mailing Address 2:

Entity Mailing City:

Entity Mailing State: WA

Entity Mailing Zip Code:

Entity Mailing Country:

| | | |
|-----------|-------|-----|
| Wenatchee | 98801 | USA |
|-----------|-------|-----|

Business Interest in Other State 3

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

Owner First Name: Grant Owner Last Name: Guelich Owner Suffix:

Entity Legal Name: Verdant Ventures Entity DBA:

Entity Description: LLC

Entity Phone: 509-888-3868 Entity Email: grantguelich@gmail.com Entity Website:

Entity Address 1: 509-881-8707 Entity Address 2:

Entity City: Wenatchee Entity State: WA Entity Zip Code: 98801 Entity Country: USA

Entity Mailing Address 1: 895 RIVERSIDE DR UNIT D246 Entity Mailing Address 2:

Entity Mailing City: Wenatchee Entity Mailing State: WA Entity Mailing Zip Code: 98801 Entity Mailing Country: USA

Business Interest in Other State 4

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

Owner First Name: Grant Owner Last Name: Guelich Owner Suffix:

Entity Legal Name: Access Huge WA Entity DBA:

Entity Description: LLC

Entity Phone: 509-881-8707 Entity Email: grantguelich@gmail.com Entity Website:

Entity Address 1: 89 Springhill Drive Entity Address 2:

Entity City: East Wenatchee Entity State: WA Entity Zip Code: 98802 Entity Country: USA

Entity Mailing Address 1: 89 Springhill Dr Entity Mailing Address 2:

Entity Mailing City: East Wenatchee Entity Mailing State: WA Entity Mailing Zip Code: 98802 Entity Mailing Country: USA

Business Interest in Other State 5

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

Owner First Name: Grant Owner Last Name: Guelich Owner Suffix:

Entity Legal Name: Pacific Grown Organics Entity DBA:

Entity Description: Marijuana Cultivation

Entity Phone: 509-881-8707 Entity Email: ollin@pacificgrownonorganics.com Entity Website:

Entity Address 1: 5892 Via Real Entity Address 2:

Entity City: Carpinteria Entity State: CA Entity Zip Code: 93013 Entity Country: USA

Entity Mailing Address 1: 27 WEST ANAPAMU ST, #137 Entity Mailing Address 2:

Entity Mailing City: Santa Barbara Entity Mailing State: CA Entity Mailing Zip Code: 93013 Entity Mailing Country: USA

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Samuel Last Name: Hanmer Suffix:

Marijuana Establishment Name: The Heirloom Collective Business Type: Other

Marijuana Establishment City: Bernardston Marijuana Establishment State: MA

Individual 2

First Name: John Last Name: Hanmer Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

Individual 3

First Name: Grant Last Name: Guelich Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

Individual 4

First Name: Samuel Last Name: Hanmer Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

Individual 5

First Name: Jared Last Name: Glanz-Berger Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

Individual 6

First Name: Bradley Last Name: Joseph Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

Individual 7

First Name: Adam Last Name: Firsel Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

Individual 8

First Name: David Last Name: Goldblum Suffix:
Marijuana Establishment Name: Debilitating Medical Condition Treatment Centers Inc. Business Type: Other
Marijuana Establishment City: Springfield Marijuana Establishment State: MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 3 River rd
Establishment Address 2:
Establishment City: Whately Establishment Zip Code: 01093
Approximate square footage of the Establishment: 10000 How many abutters does this property have?: 11
Have all property abutters have been notified of the intent to open a Marijuana Establishment at this address?: Yes

HOST COMMUNITY INFORMATION

Host Community Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|-----------------------|--|------|--------------------------|-------------|
| Certification of Host | DMCTC-Whately HCA (Apr 26) and HCA Cert. - | pdf | 60a2916b031c12076ccf5226 | 05/17/2021 |
| Community Agreement | Mutually Endorsed.pdf | | | |

| | | | | |
|--|--|-----|--------------------------|------------|
| Plan to Remain Compliant with Local Zoning | Whately plan to remain compliant with local zoning.pdf | pdf | 60a2b70f85675207abc7c835 | 05/17/2021 |
| Community Outreach Meeting Documentation | RFL_Outreachmeeting.pdf | pdf | 60bfa9c7bcbc5a36179116b2 | 06/08/2021 |

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 | Plan_letter.pdf | pdf | 60a2b7e268436d078d6b5335 | 05/17/2021 |

ADDITIONAL INFORMATION NOTIFICATION

Notification:

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Manager Other Role:
 First Name: John Last Name: Hanmer Suffix:
 RMD Association: RMD Manager
 Background Question: no

Individual Background Information 2

Role: Owner / Partner Other Role:
 First Name: Samuel Last Name: Hanmer Suffix:
 RMD Association: RMD Owner
 Background Question: no

Individual Background Information 3

Role: Owner / Partner Other Role:
 First Name: Grant Last Name: Guelich Suffix:
 RMD Association: RMD Owner
 Background Question: no

Individual Background Information 4

Role: Owner / Partner Other Role:
 First Name: Jared Last Name: Glanz-Berger Suffix:
 RMD Association: RMD Owner
 Background Question: no

Individual Background Information 5

Role: Owner / Partner Other Role:
 First Name: David Last Name: Goldblum Suffix:
 RMD Association: RMD Owner
 Background Question: no

Individual Background Information 6

Role: Owner / Partner Other Role:
First Name: Adam Last Name: Firsel Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 7

Role: Owner / Partner Other Role:
First Name: Bradley Last Name: Joseph Suffix:
RMD Association: RMD Owner
Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Investor/Contributor Other Role:
Entity Legal Name: Englewood Management LLC Entity DBA:
Entity Description: Holding Company
Phone: 413-374-8988 Email: samhanmer63@gmail.com
Primary Business Address 1: 63 Deerfield Ave Primary Business Address 2:
Primary Business City: Longmeadow Primary Business State: MA Principal Business Zip Code: 01106
Additional Information:

Entity Background Check Information 2

Role: Investor/Contributor Other Role:
Entity Legal Name: Jin Yang MA Entity DBA:
Entity Description: Management Company
Phone: 509-881-8707 Email: GrantGuelich@gmail.com
Primary Business Address 1: 29 Florence Ave Primary Business Address 2:
Primary Business City: Arlington Primary Business State: MA Principal Business Zip Code: 02476
Additional Information:

Entity Background Check Information 3

Role: Investor/Contributor Other Role:
Entity Legal Name: Core High Yield Entity DBA:
Entity Description: Management Company
Phone: 617-312-0592 Email: jared.glanzberger@gmail.com
Primary Business Address 1: 29 Florence Ave Primary Business Address 2:
Primary Business City: Arlington Primary Business State: MA Principal Business Zip Code: 02476
Additional Information:

Entity Background Check Information 4

Role: Investor/Contributor Other Role:
Entity Legal Name: MidCo CHY MA LLC Entity DBA:
Entity Description: Management Company
Phone: 617-312-0592 Email: jared.glanzberger@gmail.com
Primary Business Address 1: 29 Florence Ave Primary Business Address 2:

Primary Business City: Arlington Primary Business State: MA Principal Business Zip Code: 02476

Additional Information:

Entity Background Check Information 5

Role: Investor/Contributor Other Role:

Entity Legal Name: JointCo LLC Entity DBA:

Entity Description: Management Company

Phone: 617-312-0592 Email: jared.glanzberger@gmail.com

Primary Business Address 1: 29 Florence Ave Primary Business Address 2:

Primary Business City: Arlington Primary Business State: MA Principal Business Zip Code: 02476

Additional Information:

Entity Background Check Information 6

Role: Investor/Contributor Other Role:

Entity Legal Name: Core High Yield Investments LLC Entity DBA:

Entity Description: Management Company

Phone: 847-477-7556 Email: bjooseph@coreacq.com

Primary Business Address 1: 200 S Wacker Dr Primary Business Address 2:

Primary Business City: Chicago Primary Business State: IL Principal Business Zip Code: 60606

Additional Information:

Entity Background Check Information 7

Role: Investor/Contributor Other Role:

Entity Legal Name: Shine Yingala Holdings LLC Entity DBA:

Entity Description: Management Company

Phone: 847-477-7556 Email: bjooseph@coreacq.com

Primary Business Address 1: 200 S. Wacker Dr Primary Business Address 2: Ste 1325

Primary Business City: Chicago Primary Business State: IL Principal Business Zip Code: 60606

Additional Information:

Entity Background Check Information 8

Role: Investor/Contributor Other Role:

Entity Legal Name: 22 Squared Holdings LLC Entity DBA:

Entity Description: Management Company

Phone: 312-909-9565 Email: afirsel@coreacq.com

Primary Business Address 1: 200 S. Wacker Dr Primary Business Address 2: Ste 1325

Primary Business City: Chicago Primary Business State: IL Principal Business Zip Code: 60606

Additional Information:

Entity Background Check Information 9

Role: Investor/Contributor Other Role:

Entity Legal Name: Core High Yield Management LLC Entity DBA:

Entity Description: Management Company

Phone: 847-477-7556 Email: bjooseph@coreacq.com

Primary Business Address 1: 200 S Wacker Dr Primary Business Address 2: Ste 1325

Primary Business City: Chicago

Primary Business State: IL Principal Business Zip Code: 60606

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|--|---|------|--------------------------|-------------|
| Bylaws | DMC bylaws.pdf(1).pdf | pdf | 60a3d93b85675207abc7cbd4 | 05/18/2021 |
| Articles of Organization | DMC -Plan of Conversion(3232058.1)(1).pdf | pdf | 60a3d947d91389075ed3c281 | 05/18/2021 |
| Articles of Organization | DMC arts of conversion.pdf(2).pdf | pdf | 60a3d950031c12076ccf577b | 05/18/2021 |
| Department of Revenue - Certificate of Good standing | DMC Certificate of Good Standing(1).pdf | pdf | 60a3d9a33fd8b2075dfa02aa | 05/18/2021 |
| Secretary of Commonwealth - Certificate of Good Standing | SOC.pdf | pdf | 60a3d9ae09011007a03d3c00 | 05/18/2021 |
| Department of Revenue - Certificate of Good standing | Depofunemploymentletter.pdf | pdf | 60a3d9deb15b200795554683 | 05/18/2021 |

No documents uploaded

Massachusetts Business Identification Number: 001363005

Doing-Business-As Name:

DBA Registration City: Springfield

BUSINESS PLAN

Business Plan Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|------------------------------|---------------------------------------|------|--------------------------|-------------|
| Plan for Liability Insurance | liabilityinsuranceplan.pdf | pdf | 60a3da1ee54b280786bb364e | 05/18/2021 |
| Proposed Timeline | Whatelymanutimeline.pdf | pdf | 60a3dbf0e067a90777b52c30 | 05/18/2021 |
| Business Plan | Manufacture Business Plan-Whately.pdf | pdf | 60a3dcec8f80610756a15125 | 05/18/2021 |

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

| Document Category | Document Name | Type | ID | Upload Date |
|--|---|------|--------------------------|-------------|
| Method used to produce products | policies and procedures for product manufacturing.pdf | pdf | 60a3ddaeb15b2007955546ad | 05/18/2021 |
| Sample of unique identifying marks used for branding | DMCTC samples of unique identifying marks.pdf | pdf | 60a3ddcb247e180786c98911 | 05/18/2021 |
| Separating recreational from medical operations, if applicable | Separationofmedical.pdf | pdf | 60a3dde8f80610756a1512f | 05/18/2021 |
| Restricting Access to age 21 and older | Restricting Access to Age 21 and Older(manufacture).pdf | pdf | 60a3ddf8e54b280786bb3678 | 05/18/2021 |
| Security plan | DMCTC - Security Plan.pdf | pdf | 60a3de07e067a90777b52c3b | 05/18/2021 |
| Prevention of diversion | Prevention of Diversion.pdf | pdf | 60a3de102e7a1d0770d0bab2 | 05/18/2021 |

| | | | | |
|--|---|-----|--------------------------|------------|
| Storage of marijuana | Marijuana Storage_Manufacture.pdf | pdf | 60a3de2f8f80610756a15133 | 05/18/2021 |
| Transportation of marijuana | DMCTC - Transportation of Marijuana .pdf | pdf | 60a3de44d91389075ed3c2b0 | 05/18/2021 |
| Inventory procedures | Inventory Management.pdf | pdf | 60a3de4eb15b2007955546b3 | 05/18/2021 |
| Quality control and testing | DMCTC - Quality Control and Testing.pdf | pdf | 60a3de588f80610756a15137 | 05/18/2021 |
| Personnel policies including background checks | DMCTC- Personnel Policies Including Background Checks.pdf | pdf | 60a3de863bbe600765b4fed5 | 05/18/2021 |
| Record Keeping procedures | Record Keeping.pdf | pdf | 60a3de9f2e7a1d0770d0bab6 | 05/18/2021 |
| Maintaining of financial records | Financial Records.pdf | pdf | 60a3deaae54b280786bb3682 | 05/18/2021 |
| Qualifications and training | DMCTC - Qualifications and Training .pdf | pdf | 60a3debc3fd8b2075dfa02d6 | 05/18/2021 |
| Energy Compliance Plan | energyplan_Manufacture.pdf | pdf | 60a3dec68f80610756a1513b | 05/18/2021 |
| Safety Plan for Manufacturing | Safety Plan For Manufacturing.pdf | pdf | 60a3dedb247e180786c9891a | 05/18/2021 |
| Plan to Obtain Marijuana | Plan for obtaining marijuana_manufacture.pdf | pdf | 60a3deed09011007a03d3c36 | 05/18/2021 |
| Types of products Manufactured. | DMCTC - Products to be manufactured.pdf | pdf | 60bfabe9b8d6493626558d6a | 06/08/2021 |
| Diversity plan | Diversity Plan2021 v0.03.pdf | pdf | 6130fc9ce140910769755e3f | 09/02/2021 |

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

PRODUCT MANUFACTURER SPECIFIC REQUIREMENTS

No records found

HOURS OF OPERATION

| | |
|-------------------------|-----------------------|
| Monday From: 6:00 AM | Monday To: 6:00 PM |
| Tuesday From: 6:00 AM | Tuesday To: 6:00 PM |
| Wednesday From: 6:00 AM | Wednesday To: 6:00 PM |
| Thursday From: 6:00 AM | Thursday To: 6:00 PM |
| Friday From: 6:00 AM | Friday To: 6:00 PM |
| Saturday From: 6:00 AM | Saturday To: 6:00 PM |
| Sunday From: 6:00 AM | Sunday To: 6:00 PM |

Town of Whately
Host Community Agreement
Dated: April 26, 2021

The parties to this agreement are Debilitating Medical Condition Treatment Centers, Inc., a Massachusetts corporation having an office and principal place of business at 11-13 Hampden St, Springfield, Massachusetts 01103, intending soon to establish a principal place of business at 3 and 7 River Rd., Whately, Massachusetts ("DMCTC"); and the **Town of Whately, Massachusetts**, acting by and through its Selectboard, with a place of business at 4 Sandy Lane, Whately, MA ("Town").

WHEREAS, in 2016 a majority of Massachusetts voters, including a majority of Whately voters, legalized the commercial cultivation, processing, product manufacture, distribution, and retail sales of marijuana and marijuana products to adults; and

WHEREAS, DMCTC currently operates a commercial, licensed marijuana cultivation facility at 7 River Road as a tenant under a lease from the owners, Lawrence Rawls, Benedict Rawls, and Nicole Rawls; and

WHEREAS, DMCTC proposes to operate a commercial, licensed marijuana product manufacturing facility at 3 River Road as a tenant under a lease from the owners, Carol L. Annis and Al S. Annis, Jr; and

WHEREAS, the proposed change to the site and use of the facility shall be the subject of public hearing by the Whately Planning Board and Zoning Board of Appeals, and shall be reviewed by residents and Town officials, with a special permit hearing to be administered by the Zoning Board of Appeals and a site plan review hearing administered by the Planning Board; and

WHEREAS, DMCTC's proposal presents the prospect of other public benefits, both monetary and non-monetary, without the prospect of burdening public resources; and

WHEREAS, on April 27th, 2020, the Cannabis Control Commission, issued Administrative Order No. 2, "Administrative Order Allowing Virtual Web-Based Community Outreach Meetings," which allowed Community Outreach Meetings to be held on virtual web-based platforms; and

WHEREAS, on March 31, 2021, DMCTC received official communication from Town officials that the Whately Selectboard had at its meeting on March 31, 2021 approved DMCTC's request to hold a virtual community outreach meeting; and

WHEREAS, on April 6, 2021, DMCTC held a virtual web-based Community Outreach Meeting attended by local residents; and

WHEREAS, no substantial opposition has been raised by local residents to the proposal; and

WHEREAS, Section 3(d) of G.L. Chapter 94G requires a licensed marijuana establishment to have a host community agreement with the municipality in which it is located; and

WHEREAS, the parties intend hereby to stipulate their respective rights, duties, responsibilities and expectations relating to DMCTC's operation of the facility, and conditions thereof;

NOW, THEREFORE, in consideration of the mutual promises and covenants set forth herein, the parties agree as follows:

1. Term. This agreement shall be effective upon commencement of operation and shall remain in effect for a period of five (5) years, unless terminated for cause by either party. For purposes of this agreement, Cause shall be defined as the breach of any term of this agreement by either party or the Company's cessation of operations within the Town, voluntarily or by the Cannabis Control Commission's ("CCC" or "Commission") issuance of an administrative order to cease operations or by non-renewal of licensure by the Cannabis Control Commission.
2. Community Impact.
 - a) Negative impact. The Town reasonably expects to experience certain negative impacts arising from the operation of DMCTC's manufacturing facility that will subject the Town to additional costs, including but not limited to, potential increase in objectionable odors, increase in demand for police services, increase in demand for educational services, increase in demand for fire services, increase in demand for land use permitting and administrative oversight services, and increase in the potential for incidents affecting public safety or security of persons and property.
 - b) Positive impact. DMCTC reasonably expects the Town to experience certain positive impacts arising from the fixed capital improvement to its property and operation of DMCTC's manufacturing operation, namely, an increase in local employment, property taxes, and local vendor priority.
 - c) Community Impact fee. DMCTC shall pay the Town a community impact fee as provided in Section 5, below, and as limited by G.L. Chapter 94G, §(3)(d).
3. Charitable Contribution. DMCTC shall, annually, measured from the date of the commencement of operations, over five (5) years as provided below, make a charitable contribution to a public charity or cause of its choosing, providing benefits to the Town of Whately. DMCTC shall include a list of said charitable contributions in its annual report submitted to the Town pursuant to Section 6.

| Year | Charitable Contribution |
|--------------|-------------------------|
| 1 | \$5,000 |
| 2 | \$5,000 |
| 3 | \$10,000 |
| 4 | \$10,000 |
| 5 | \$10,000 |
| <i>Total</i> | \$40,000 |

4. Educational Programming Contribution. DMCTC shall, annually, measured from the date of the commencement of operations, make payments over five years, as provided below, to cover the Town's cost of a science-based K-12 Drug Awareness & Education Program. Said education programming contribution shall be made when remitting payments pursuant to Section 5.

| Year | Educational Programming Contribution |
|--------------|--------------------------------------|
| 1 | \$5,000 |
| 2 | \$5,000 |
| 3 | \$10,000 |
| 4 | \$10,000 |
| 5 | \$10,000 |
| <i>Total</i> | \$40,000 |

5. Impact Fee. The Community Impact Fee shall be three percent (3%) of DMCTC's actual gross sales of marijuana and marijuana infused products from the facility, which contain greater than 0.3% THC. Said Impact Fee shall be payable annually, for each of the five years following receipt of a certificate of occupancy for the facility from the local building inspector. The first payment shall be due forty-five (45) days following each of said anniversaries (of C.O. issuance).
6. Reporting. DMCTC shall submit an annual report to the Town that includes an accounting of its sales over the previous year and a written report of its activities over the same time period that includes a summary of its operations, including any security related incidents. Said report shall be due when remitting payment to the Town pursuant to Section 5.
7. Lapse of Agreement. This agreement shall lapse and be considered null and void if DMCTC fails to obtain a final license from the Cannabis Control Commission ("CCC") within eighteen (18) months from the date hereof, and, in light of the current COVID-19 pandemic, the Town may grant an extension of time pursuant to a written request submitted by DMCTC within ninety (90) days before the expiration of the initial eighteen (18) month period, with said assent to an extension request not to be unreasonably withheld or delayed by the Town.
8. Stipulation of Responsibilities.
- a) DMCTC's Responsibilities. DMCTC shall:
1. Maintain its manufacturing facility premises in a neat and tidy condition and conduct its operations in a businesslike and professional manner, with due regard for the interests of the Town and the community;
 2. If contacted by a representative of the Town, shall respond promptly and substantively;

3. Maintain its marijuana establishment license in active status with the CCC and comply with all bylaws and regulations of the Town;
4. Comply with any and all conditions imposed by local zoning authorities;
5. Make reasonable efforts to:
 - A. First hire, before others who would perform the task or service in question, local vendors and works; and
 - B. Otherwise, to engage the establishment in the local economic mainstream;
6. Submit security plans for the manufacturing facility to the Town's Police Chief and Fire Chief, for approval prior to the start of operations, and to submit updates whenever changes to the plans are made;
7. Upon reasonable notice, make the manufacturing facility available for inspection by the Town's Police Chief and/or Fire Chief;
8. Pay, or see to it that payment is made for, all real property and personal property taxes owing with respect to the manufacturing facility and its premises when the same are due, and in no event shall DMCTC apply for a reduction or elimination of such taxes on account of a change in DMCTC's organization status.

b) Town's Responsibilities. The Town shall:

1. Provide an appropriate forum whereby the views of citizens about DMCTC's operations may be aired and DMCTC have the opportunity to address complaints or suggestions that arise concerning DMCTC's operations;
 2. Confer and reasonably cooperate with DMCTC in DMCTC's installation and use of state-of-the-art security and fire protection/alert systems at the manufacturing facility, provided, however that if DMCTC requests any upgrades to the Town's facilities in connection therewith DMCTC shall pay the cost thereof;
 3. Recognize DMCTC as having all the rights, duties and responsibilities of, and deserving of equal treatment with, other business establishments in the Town;
 4. If reasonably requested by DMCTC, provide a letter in the nature of an estoppel certificate, stating that the Town is aware of no outstanding violations of local law or insufficiently addressed complaints.
9. Other. This agreement applies only to the manufacturing facility described herein for a marijuana product manufacturing facility that may be comprised of either a standalone Medical Marijuana Treatment Center product manufacturing license and a standalone adult-use product manufacturing license. If DMCTC desires to expand its operations or establish another marijuana establishment in the Town, a new agreement or amendment to this agreement is required. This agreement may not be amended or assigned without the parties' written consent, which shall not be unreasonably withheld or delayed by either party. Nothing herein shall be

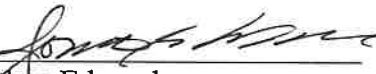
construed to limit the lawful authority of the Town's municipal agencies to carry out their duties under state and local law. In the event of changes to G.L. Chapter 94G, Section 3, by statutory amendment or court ruling(s), this agreement shall be subject to review in accordance with said changes.

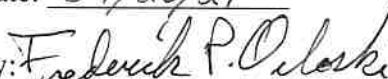
10. Effective Date and Governing Law. This agreement shall be effective upon its execution. This agreement shall be governed by, construed and enforced in accordance with the laws of the Commonwealth of Massachusetts, without regard to conflicts of laws principles; and DMCTC submits to the jurisdiction of any of its appropriate courts for the adjudication of disputes arising out of this agreement.
11. Severability. If any term or condition of this agreement, or any application thereof, shall to any extent be held invalid, illegal or unenforceable by a court of competent jurisdiction, the validity, legality and enforceability of the remaining terms and conditions of this agreement shall not be deemed affected thereby unless one or both parties would be substantially or materially prejudiced.

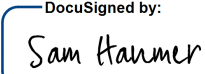
DMCTC
Debilitating Medical Condition
Treatment Centers, Inc.

Town of Whately
By the Selectboard

By: _____
Joyce Palmer-Fortune
Selectboard Member
Date: _____

By: 
Jonathan Edwards
Selectboard Member
Date: 04/26/21

By: 
Frederick Orloski
Selectboard Chairperson
Date: 4/27/2021

DocuSigned by:

D9320BFF1FCD404...
By: _____
Manager
Samuel Hanmer
Date: 5/10/2021



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:

Debilitating Medical Condition Treatment Centers, Inc.

2. Name of applicant's authorized representative:

Sam Hanmer

3. Signature of applicant's authorized representative:

DocuSigned by:
Sam Hanmer

D9320BFF1FCD404...

4. Name of municipality:

Town of Whately

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

Frederick Orloski



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

Frederick P. Oloski

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).*):

townadmin@whately.org

8. Host community agreement execution date:

4/26/21

Whately plan to remain compliant with local zoning

Debilitating Medical Condition Treatment Centers Inc (DMC) will remain compliant at all times with the local zoning requirements set forth in the Town of Whately's Zoning By-Laws V-171-28.6 DMC will conform to the dimensional requirements set forth in the Whately Zoning bylaws. The processing facility will be located in a permanent building and will not be a mobile facility. In compliance with 935 CMR 500.110(3) and zoning code 171-28.6 (c), the property is not located within 500 feet of an existing public or private elementary, junior high, middle, vocational or high school, college, junior college, university or child-care facility or any other use in which children commonly congregate in an organized, ongoing, formal basis. DMC's proposed processing facility is not located on a lot that abuts a residential use or residential zoning district. DMC's facility is not located inside a building containing residential units. In accordance with 171-28.6(d)(5), DMC will take all available precautions to mitigate Odors so that they will not be detectable at the exterior of the building. DMCTC will take a multi-pronged approach to managing odor in its product manufacturing facility. Exhaust fans will be fitted with an activated high volume carbon filter and finely tuned negative air pressure to trap cannabis terpenes and scrub odor from the exhaust air. These carbon filters are industry standard for the removal of terpene compounds in cannabis cultivation facilities, and work through both adsorption and chemisorption processes. If applied correctly, efficiency of 99.9%, as stated by several vendors, can be achieved. Personnel will be trained in odor mitigation protocols, including sealing internal environments from the outside and routine maintenance of the carbon filtration systems.

DMC will apply for a special permit and site plan approval as required to operate a Marijuana processor facility in accordance with 171-28.6 (d). DMC will comply with all conditions and standards set forth in any local permit required to operate a Marijuana processor facility at proposed location. DMC has already attended several meetings with various municipal officials and boards to discuss DMC's plans for a proposed Marijuana Product Manufacturer and has executed a Host Community Agreement with the Town of Whately. DMC will continue to work cooperatively with various municipal departments, boards, and officials to ensure that DMC's Marijuana Product Manufacturer remains compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security. In accordance with 171-28.6, DMC will provide proof of site control, disclosure of its designated representatives including officers, directors, shareholders, partners, members, managers or other similarly situated individuals. DMC will also provide a site plan with details showing all exterior proposed security measures, a detailed floor plan, proposed signage, and a management plan.

Community Outreach Meeting Attestation Form

Instructions

Community Outreach Meeting(s) are a requirement of the application to become a Marijuana Establishment (ME) and Medical Marijuana Treatment Center (MTC). 935 CMR 500.101(1), 500.101(2), 501.101(1), and 501.101(2). The applicant must complete each section of this form and attach all required documents as a single PDF document before uploading it into the application. If your application is for a license that will be located at more than one (1) location, and in different municipalities, applicants must complete two (2) attestation forms – one for each municipality. Failure to complete a section will result in the application not being deemed complete. 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).

Attestation

I, the below indicated authorized representative of that the applicant, attest that the applicant has complied with the Community Outreach Meeting requirements of 935 CMR 500.101 and/or 935 CMR 501.101 as outlined below:

1. The Community Outreach Meeting was held on the following date(s): April/6/2021
2. At least one (1) meeting was held within the municipality where the ME is proposed to be located.
3. At least one (1) meeting was held after normal business hours (this requirement can be satisfied along with requirement #2 if the meeting was held within the municipality and after normal business hours).



4. A copy of the community outreach notice containing the time, place, and subject matter of the meeting, including the proposed address of the ME or MTC was published in a newspaper of general circulation in the municipality at least 14 calendar days prior to the meeting. A copy of this publication notice is labeled and attached as "Attachment A."

- a. Date of publication: 03/18/2021
- b. Name of publication: Greenfield Recorder

5. A copy of the community outreach notice containing the time, place, and subject matter of the meeting, including the proposed address of the ME or MTC was filed with clerk of the municipality. A copy of this filed notice is labeled and attached as "Attachment B."

- a. Date notice filed: 03/23/2021

6. A copy of the community outreach notice containing the time, place, and subject matter of the meeting, including the proposed address of the ME or MTC was mailed at least seven (7) calendar days prior to the community outreach meeting to abutters of the proposed address, and residents within 300 feet of the property line of the applicant's proposed location as they appear on the most recent applicable tax list, notwithstanding that the land of the abutter or resident is located in another municipality. A copy of this mailed notice is labeled and attached as "Attachment C." Please redact the name of any abutter or resident in this notice.

- a. Date notice(s) mailed: 03/23/2021

7. The applicant presented information at the Community Outreach Meeting, which at a minimum included the following:
- a. The type(s) of ME or MTC 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 ME or MTC to prevent diversion to minors;
 - d. A plan by the ME or MTC to positively impact the community; and
 - e. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.
8. Community members were permitted to ask questions and receive answers from representatives of the ME or MTC.



Name of applicant:

Debilitating Medical Condition Treatment Centers, Inc.

Name of applicant's authorized representative:

John Hanmer

Signature of applicant's authorized representative:

John Hanmer



Celebrating Northampton’s historic Bay State Hotel



“Hotel Massachusetts” album art by Eric Talbot.

Many would say that the 1990s were the heyday of the local music scene, a scene that seemed on the verge of exploding when a 1993 cover story in Billboard magazine hailed Northampton as “the next Seattle.” The success of bands like Dinosaur Jr, Pixies and Buffalo Tom, all of whom had ties to the area, may have been what led to the publication’s interest in the area. But they were right to take notice of Western Massachusetts because there was an abundance of great bands and a whole lot of rocking going on. (Of course, it was indie rock, which was then called alternative rock, or maybe it was college rock — hard to remember back that far.) The hub of the local scene where all these bands played was the Bay State Hotel, a smoky dive of a club in Northampton. The Bay State was a rowdy place where anything could and did happen. Call it Northampton’s answer to CBGB’s if you will. The club was loved by musicians and fans alike and in the years since its closing in 2001, it has become the stuff of local music legend.

The club was home to Mal Thursday’s performance series Bay State Cabaret, which he hosted and programmed from 1992 to 1995. Thursday, who is also a musician and was the owner of the indie record label Chunk Records, released a compilation CD called “Hotel Massachusetts” in 1994 that showcased the bands that were a part of this scene. Earlier this month, Thursday, who now resides in Austin, Texas, released a deluxe digital/two-CD reissue of “Hotel Massachusetts” that features re-mastered versions of all the original material as well as an additional 26 tracks. Thursday refers to the additional material as the long-awaited volume two. In 2010, Thursday launched Chuck Archives Recordings and this release is part of that project. (His original Chunk Records label closed in 2001.)

Thursday said the album was put together quickly as a way to promote Chunk Records and the Bay State as a mecca for touring bands. Groups like Arthur Lee & Love, Built to Spill, The Chesterfield Kings, Flat Duo Jets and many others that made tour stops at the Bay State.

So why did he decide to reissue “Hotel Massachusetts” over 20 years after its release?

“I decided to reissue this album now because I finally have the original artwork by Eric Talbot,” wrote Thursday in a recent email exchange. “I would have released it sooner, but I didn’t have the artwork. I knew that I wanted to do a second volume as well and that came together

fairly quickly. I really like the second disc. So many great songs, and they span the years 1992 to 2001, whereas the original disc was all ‘93-‘94.”

I still have a copy of the original CD but hadn’t listened to it in ages, and it was great to go back and revisit these songs and to hear the remastered versions. Listening to this collection, I was reminded how many good bands there were at that time and also that a heavy, sludgy guitar sound dominated so many of them. You will likely recognize names like Steve Westfield, Angry Johnny and the Killbills

the Ray Mason Band, New Radiant Storm King and Sebadoh, who all enjoyed a long and lasting presence in the area and beyond. But dig a little deeper and check out the bands that are long gone — the fierce but catchy music of Miss Reed (“Believe You Me”), the hard-driving rock of the Unband (“Your No Boy Wonder/Nothing You Can Do”) and the edgy vibe of Tizzy (“Miss America”), one of the few female-fronted bands on the compilation.

Another highlight of the original set is an early stripped down version of “Skull,” by Sebadoh one of the strongest tracks off the band’s Bakesale album and I would be remiss if I didn’t mention “Good Advice,” a short, raw song by the Silver Jews, the band of the late Dave Berman, who was a regular while a student at the University of Massachusetts Amherst. This song concludes the first disc.

The second disc is a welcomed addition and may even be better than the first. While the music here falls under the indie rock banner, there’s more here with different genres blending into the indie sound, from the psychedelic influence that seeps into the work of the Aloha Steamtrain (“Last Week”) to the countrified sounds of TreeFort (“Trina”). This disc opens with a demo from SPOUSE called “Welcome To the Bay State,” a short blast of a song that is a perfect introduction to his disc. Spouse would go on to dominate the local scene in the early 2000s, as did the aforementioned Aloha Steamtrain as well as The Ware River Club (“Knock on Wood”), King Radio (“DC-

10”) and the Drunk Stuntmen (“Jesse James Dean”). Some other highlights are a pop-rock gem, “Skating,” by the Inskirts and the rousing rocker “Get Outta Dallas” by Thursday’s old band, The Cheetahs. There are a couple of quirky covers, The Preston Wayne Four’s (from Worcester) take on “Kumbaya” and the disc concludes with the wonderfully weird version of The Doors song “The End” by Raymond & the Circle. At 51 tracks and 49 bands, “Hotel Massachusetts (Deluxe Edition)” is a lot of music and, fortunately, most of it is good — really good. This collection is a perfect time capsule of this bygone era, and you won’t find a better window into our local music scene as it was back in the 1990s. “Hotel Massachusetts (Deluxe Edition)” gives props to the many musicians who created this historical scene and preserves the work of some of these artists that would otherwise perhaps be forgotten. And there may be more coming, as Thursday has hinted at a third volume of both live and studio recordings if this disc is well received. And the timing of this release is right as ‘90s nostalgia seems to be all the rage. In recent years, there has been a resurgence of interest in the Bay State. Last year, a concert was held at the Academy of Music in Northampton called “Back to the Bay State” that featured performances by a number of the bands showcased on this disc. There is also a documentary about the scene by Northampton-based filmmakers Dylan Gaffney, Jill Em-

mons and Callie Sieh now in post-production. And while the “Hotel Massachusetts (Deluxe Edition)” provides us listeners with a wonderful trip down memory lane, we have to wonder what compiling all this old material has been like for Thursday. “It has been a trip to revisit this material. Besides the obvious nostalgia factor, I am struck by the quality of the music,” he said. “Our scene had an abundance of

SEE BAY STATE HOTEL B6



SHERYL HUNTER
SOUNDS LOCAL

19061

LEGAL NOTICES



Legals

TOWN OF DEERFIELD
CONSERVATION COMMISSION
Request for Determination of Applicability

The Deerfield Conservation Commission will hold a public meeting pursuant to the Wetlands Protection Act M.G.L. Chapter 131, Section 40 on **March 25, 2021 at 7pm**. For the Request for Determination of Applicability filed by Wooman Hill, Inc. to determine whether the work depicted on plans submitted for property located at **107 Keets Road, Deerfield** is subject to the Wetlands Protection Act.

Meetings normally held at the Municipal Offices are being held remotely, with adequate, alternative means of public access and, where required, public participation provided, in accordance with the Governor’s March 12, 2020 Order Suspending Certain Provisions of the Open Meeting Law, M.G.L. c.30A § 20.

Join Zoom Meeting: <https://zoom.us/j/6200078930?pwd=Z2d6Z2NuMVhJMKJV.2VUYW9yafhCQ.09>
Meeting ID: 620 007 8930
Passcode: 627371

A copy of the Request for Determination of Applicability is available on our website at www.deerfieldma.us

Deerfield Conservation Commission
March 18

Legals

Notice is hereby given that Debitating Medical Condition Treatment Centers, Inc. (DMC) will hold a web-based Community Outreach Meeting on April 6, 2021 at 6:00 P.M. via Zoom to discuss the proposed siting of a Marijuana Product Manufacturing Facility. DMC intends to apply for a license to operate as a Marijuana Product Manufacturer to be located at 3 River Rd, Whately MA 01373 in accordance with M.G.L. ch. 94G and the Massachusetts Cannabis Control Commission’s regulations at 935 CMR 500.000 et seq. Topics to be discussed at the meeting will include, but not be limited to:

- 1. The type of Adult-Use Marijuana Establishment to be located at the proposed address;
- 2. Plans for maintaining a secure facility;
- 3. Plans to prevent diversion to minors;
- 4. Plans to positively impact the community; and
- 5. Plans to ensure the establishment will not constitute a nuisance to the community.

Interested members of the community are encouraged to ask questions in advance and receive answers from DMC’s representatives about the proposed facility and operations. A question and answer session will also take place after the presentation.

To join the zoom meeting simply type the link below into any web browser:

<http://bit.ly/3cvVsgg>

For those who have the Zoom app click the Join button on the home page and type in the meeting ID number:

Meeting ID: 817 2327 0621

Meeting materials will be posted at <http://bit.ly/2OWmvJc> no later than 24 hours in advance of the scheduled meeting.

Sincerely,
John Hamner
COO DMC
johnh@dmcmass.com

March 18

Do you have a Legal Notice to publish?

Publishing a notice is easy! Email your notice to legalads@recorder.com with your contact information and date of publication. With legal notices, sooner is always better. 72 hours ahead of publication is ideal, but the absolute last minute deadlines are:

Monday’s paper..... Friday at 9am
Tuesday’s paper..... Friday at 4pm
Wednesday’s paperMonday at Noon
Thursday’s paperTuesday at Noon
Friday’s paper Wednesday at Noon
Saturday’s paper Thursday at Noon

Please note that with the exception of certain standard notices such as informal probate notices, name changes, conservator/guardian notices and citations on petitions of formal adjudication, all legal notices must be typed and sent to legalads@recorder.com.

We do not have a typesetter and cannot accept hard copies of zoning hearings, ordinance, public meeting notices, requests for bids, etc. These must be sent in a Word doc or in the body of the email.

Please call **Suzanne** at **413-772-0261 x228** with any questions about placing legal notices in the Recorder.



www.heart.org

READERS BEWARE

On occasion ads that run in our newspaper may require an initial investment, such as “Work At Home” ads. We do try to screen ads; however, please thoroughly investigate the situation before sending any money or giving out your credit card numbers, as you do so at your own risk!

Also be aware that ads that have a 900 telephone is an “extra charge (per minute) call”. While 800 telephone numbers cost nothing to call, they may refer you to a 900 number with a charge per minute. So please be careful!

Legals

Legal Notice
Zoning Board of Appeals
Town of Whately

Notice is hereby given that the Zoning Board of Appeals of Whately will hold a public hearing on Thursday, April 1, 2021 at 7:00 PM. The hearing will take place virtually via Zoom. The rules of decorum for a public hearing remain in effect and the Chairperson will seek comments from the public when appropriate to do so.

Stephen Herbert, of Urban Grown, Inc., has applied for a special permit to cultivate marijuana on premises zoned Commercial, owned by Ryszard Brynda, Kristine Jordan, and Wiesia Nye of Deerfield, and located at State Rd. (Map 32, Lot 6). A so requested is a waiver, as described in Whately Bylaws section 17-28.6, C. 5, to allow reduction of the required 500 ft setback from a recreation area (Riown Beach) to 300 ft. Application for the special permit is to be considered under the provisions of the Whately Zoning Bylaws as provided by M.G.L. c. 40A. His notice is also published electronically on www.recorder.com/Public-Notices and www.masspubicnotices.org.

Access the hearing via computer link:
<https://us02web.zoom.us/j/89044879430?pwd=ZVNNeVXYko0a0toYlN3UURiSGhZQ.09> Meeting ID: 890 4487 9430 Passcode: 557967 OR

Access the hearing via US toll-free telephone:
1-877-853-5247 or 1-888-788-0099
When prompted, Meeting ID 890 4487 9430, Passcode 557967

Roger P. Lipton, Chair
Zoning Board of Appeals
March 18 and 25 2021

119051

Legals

Legal Notice
Zoning Board of Appeals
Town of Whately

Notice is hereby given that the Zoning Board of Appeals of Whately will hold a public hearing on Thursday, April 1, 2021 at 6:40 PM. The hearing will take place virtually via Zoom. The rules of decorum for a public hearing remain in effect and the Chairperson will seek comments from the public when appropriate to do so.

Odd Ceura, of Sovereign Builders, Inc., has applied for two special permits. The first is to build a self-storage facility encompassing three buildings, totaling 28,600 sq. ft., on property owned by Sharyn Hoch and located in the Commercial Zone at State Road (Map 5, Parcel 29). The second is to allow a sign not to exceed nine (9) square feet in area or ten (10) feet in height, to be located outside the property line and within the right-of-way. Application for the special permits is to be considered under the provisions of the Whately Zoning Bylaws as provided by M.G.L. c. 40A. His notice is also published electronically on www.recorder.com/Public-Notices and www.masspubicnotices.org.

Access the hearing via computer link:
<https://us02web.zoom.us/j/89044879430?pwd=ZVNNeVXYko0a0toYlN3UURiSGhZQ.09> Meeting ID: 890 4487 9430, Passcode: 557967 OR

Access the hearing via US toll-free telephone:
Use either 1-877-853-5247 or 1-888-788-0099
When prompted, Meeting ID 890 4487 9430, Passcode 557967

Roger P. Lipton, Chair
Zoning Board of Appeals
March 18 and 25 2021

119049

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City, State, ZIP+4® Whately, MA 01373

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| <input type="checkbox"/> Adult Signature Required | \$0.00 |
| <input type="checkbox"/> Adult Signature Restricted Delivery | \$ |
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| \$ | |
| Total Postage and Fees | \$4.15 |
| \$ | |

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PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

0028 10
 MAR 23 2021
 03/23/2021
 USPS
 EAST LONGMEADOW, MA 01028

Notice is hereby given that Debilitating Medical Condition Treatment Centers, Inc. (DMC) will hold a web-based Community Outreach Meeting on April 6, 2021 at 6:00 P.M. via Zoom to discuss the proposed citing of a Marijuana Product Manufacturing Facility.

DMC intends to apply for a license to operate as a Marijuana Product Manufacturer to be located at 3 River Rd, Whately MA 01373 in accordance with M.G.L. ch. 94G and the Massachusetts Cannabis Control Commission's regulations at 935 CMR 500.000 *et seq.*

Topics to be discussed at the meeting will include, but not be limited to:

1. The type of Adult-Use Marijuana Establishment to be located at the proposed address;
2. Plans for maintaining a secure facility;
3. Plans to prevent diversion to minors;
4. Plans to positively impact the community; and
5. Plans to ensure the establishment will not constitute a nuisance to the community.

Interested members of the community are encouraged to ask questions in advance and receive answers from DMC's representatives about the proposed facility and operations. A question and answer session will also take place after the presentation.

To join the zoom meeting simply type the link below into any web browser:

<http://bit.ly/3cvVsgg>

To call in to the Zoom meeting:

One tap mobile

+13017158592,,81723270621# US (Washington DC)

+13126266799,,81723270621# US (Chicago)

Dial by your location

+1 301 715 8592 US (Washington DC)

+1 312 626 6799 US (Chicago)

+1 929 205 6099 US (New York)

+1 253 215 8782 US (Tacoma)

+1 346 248 7799 US (Houston)

+1 669 900 6833 US (San Jose)

Meeting ID: 817 2327 0621

For those who have the Zoom app click the Join button on the home page and type in the meeting ID number:

Meeting ID: 817 2327 0621

Meeting materials will be posted at <http://bit.ly/2OWmvJc> no later than 24 hours in advance of the scheduled meeting.

Sincerely,

John Hanmer

COO – DMC

johnh@dmcmass.com



300 foot Abutters List Report

Whately, MA
December 14, 2020

Subject Property:

Parcel Number: 07-0-09
CAMA Number: 07-0-09
Property Address: 7 RIVER RD

Mailing Address: RAWLS LAWRENCE STE MARIE C/O
[REDACTED]
LARAMIE, WY 82070

Abutters:

Parcel Number: 07-0-01
CAMA Number: 07-0-01
Property Address: OFF RIVER NR HATFIELD LINE

Mailing Address: [REDACTED]
LARAMIE, WY 82070

Parcel Number: 07-0-02
CAMA Number: 07-0-02
Property Address: W/S RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-03
CAMA Number: 07-0-03
Property Address: 5 RIVER RD

Mailing Address: [REDACTED]
WHATELY, MA 01093

Parcel Number: 07-0-04
CAMA Number: 07-0-04
Property Address: E/S RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-05
CAMA Number: 07-0-05
Property Address: W/S RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-08
CAMA Number: 07-0-08
Property Address: E/S RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-10
CAMA Number: 07-0-10
Property Address: 13 RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-11
CAMA Number: 07-0-11
Property Address: 15 RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-13
CAMA Number: 07-0-13
Property Address: 17/21 RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373

Parcel Number: 07-0-15
CAMA Number: 07-0-15
Property Address: 29 RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373



www.cai-tech.com

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12/14/2020

Page 1 of 2



300 foot Abutters List Report

Whately, MA
December 14, 2020

Parcel Number: 07-0-15-1
CAMA Number: 07-0-15-1
Property Address: 41 RIVER RD

Mailing Address: [REDACTED]
S DEERFIELD, MA 01373



www.cai-tech.com

12/14/2020

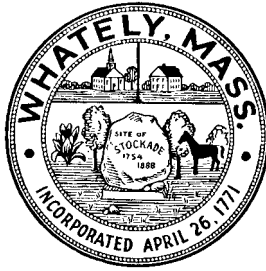
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Page 2 of 2

BRIAN M. DOMINA
TOWN ADMINISTRATOR

TOWN OFFICES

4 SANDY LANE
SOUTH DEERFIELD, MA
01373



TELEPHONE: (413) 665-4400

FAX: (413) 665-9560

WEBSITE: www.whately.org

EMAIL: Townadmin@whately.org

TOWN OF WHATELY MASSACHUSETTS

OFFICE OF THE TOWN ADMINISTRATOR

March 31, 2021

John Hanmer
Chief Operating Officer
Debilitating Medical Conditions Treatment, Inc.
11-13 Hampden Street
Springfield, MA 01103

Dear Mr. Hanmer:

At its meeting on March 31, 2021, the Whately Selectboard voted to approve a request from Debilitating Medical Conditions Treatment Centers, Inc. (DMTCT) that DMTCT be allowed to hold a virtual community outreach meeting for its proposed marijuana product manufacturing establishment. The approval of the Selectboard is granted pursuant to the Massachusetts Cannabis Control Commission's Administrative Order Allowing Virtual Web-Based Community Outreach Meetings – Paragraph 3 and applies only to the 3 River Road location in Whately, MA.

Sincerely,

Sincerely,

Brian M. Domina
Whately Town Administrator

Community Outreach Meeting – April – 6 – 2021

Whately Manufacturing Facility, 3 River Rd

Number of Attendees: 5

Positive Impact Plan

Program Summary

Debilitating Medical Condition Treatment Centers, Inc. (“DMC”) will partner with Greenfield Community College (“GCC”) to provide job and skills training related to the cannabis industry to past or present residents of Greenfield, an area identified in CCC Guidance documents as one of 29 Areas of Disproportionate Impact (“ADI”).

DMC employs a model that provides 1) career education and experience through paid work and industry readiness programs 2) use of mentors to facilitate the ongoing positive development of disproportionately impacted individuals 3) relationships with local educators to facilitate industry preparedness. Performance measures will be based on the number of courses that integrate the cannabis industry and the number of individuals that complete programs associated with career readiness in the cannabis industry.

Plan Elements

1. **Goal:** Hire 25% of its staff who are past or present residents of Greenfield and/or other ADI.
2. **Program:** In an effort to meet the aforementioned goal, DMC shall implement the following programs and practices
 - Hold one jobs training Program with Greenfield Community College per academic year in which DMC and GCC jointly provide knowledge, information, and practical skills about the cannabis industry specifically for past and present residents of Greenfield and other ADI
 - Post monthly advertisements in the local newspapers, stating that the establishment is specifically looking for past and present residents of Greenfield and other ADI for employment for three months following the GCC Program
3. **Measurements:** Each year, prior to license renewal, DMC will review the following criteria in an effort to measure the success of its Plan to Positively Affect Areas of Disproportionate Impact:
 - Identify the number of individuals participating in its Programs with GCC
 - Identify the number of events it has held with GCC through the Program
 - Identify the number of training hours provided to participants of the Program and
 - Identify the percent of its staff who are past or present residents of Greenfield and other ADI

DMC’s partnership with Greenfield Community College will focus on GCC’s farm and food systems curriculum, and GCC’s plant and soil science curriculum. GCC summarizes its Farm and Food curriculum as follows:

Farm and food systems explores the broad field of sustainable farming and food systems. It provides students with an interdisciplinary understanding of the ecological, economic, political, and social systems as they relate to food and farming. Through additional

applied courses and internships, students learn hands-on skills such as food cultivation, preservation, processing, techniques for propagation, and season-extension, and design of annual and perennial production systems. Students engage in community partnerships and participate in bioregional efforts to support food security, local economies, and planning for resiliency. Relevant courses in this area of study include:

AGR 117 Greenhouse Production and Management
AGR 293/294 Internship in Agriculture
AGR 295/296 Directed Study in Agriculture
BUS 114 Farm and Food Entrepreneurship

GCC's plant and soil science curriculum aims to provide a background in both subjects with a course specifically dedicated to soil science. DMC's cultivation operations are uniquely geared to augment GCC's curriculum by providing students direct experience at its cultivation site and collaborating with educators to include cannabis cultivation practices in their curriculum. In this way students will develop skills needed to enter the general agricultural field and the rapidly growing cannabis industry.

DMC will work with GCC educators to add cannabis cultivation components to their existing Farm and Food Systems program, and their Plant and Soil Science program. These components will likely be add-ons to existing classes, and highlight differences between cannabis cultivation and traditional food cultivation.

DMC affirmatively states that it: (1) has confirmed that the above mentioned organizations have (or will) accept donations from DMC; (2) 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; (3) 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; and (4) the Company will be required to document progress or success of this plan, in its entirety, annually upon renewal of this license.



Greenfield Community College Foundation

1 College Drive • Greenfield MA 01301 • (413) 775-1600 • www.gcc.mass.edu/foundation

January 26, 2021

To the Massachusetts Cannabis Control Commission:

On behalf of Greenfield Community College Foundation, Inc., a Massachusetts nonprofit corporation, we are happy to accept donations from Debilitating Medical Condition Treatment Centers, Inc. ("DMCTC"), a Massachusetts corporation. We look forward to collaborating with DMCTC to support job training for the cannabis industry for Greenfield Community College ("GCC") students, for Franklin County residents, and for the Commonwealth.

Greenfield Community College Foundation supports the College by raising funds, developing resources and building philanthropic and community relationships to enhance programs and initiatives that create opportunities for students, faculty and staff and advance the College's mission and reputation in the local and global community.

DMCTC is a provisionally-licensed, vertically integrated cannabis company based in Massachusetts with operations in Franklin County. DMCTC is actively recruiting team members from the Greenfield community to join its growing team.

The cannabis industry is one of the nation's fastest growing sectors and provides attractive employment opportunities for GCC's students, especially those participating in GCC's existing course offerings in Farm and Food Systems, Soil and Soil Sciences.

As a community, Greenfield has been identified by the Cannabis Control Commission as one of the state's Areas of Disproportionate Impact ("ADI"), and DMCTC is acting on its belief that it is especially important to provide job training and employment recruitment for ADI community members.

Specifically, DMCTC's donations will go towards programming areas related to educating Greenfield Community College students and the greater Greenfield-area community about the cannabis industry and employment opportunities. Many hands make light work, and we welcome organizations like DMCTC who share GCC Foundation's mission to develop resources and build philanthropic and community relationships to enhance programs and initiatives that create opportunities for students, faculty and staff and advance the College's mission and reputation in the local and global community.

Thank you and please don't hesitate to call me at 413-775-1426 if you have any questions.

Sincerely,

A handwritten signature in black ink that reads "Regina E. Curtis". The signature is written in a cursive, flowing style.

Regina E. Curtis
Executive Director of Institutional Advancement
Greenfield Community College

BYLAWS
OF
DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, INC.

SECTION 1

Articles of Organization

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

SECTION 2

Shareholders

2.1 **Annual Meeting**

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

2.2 **Special Meetings**

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

2.3 **Place of Meetings; Remote Participation**

All meetings of the shareholders shall be at the principal office of the corporation or at such other place as the board of directors, the President or the person or persons calling

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

2.4 Notice of Shareholder Meetings

A written notice of each meeting of shareholders, stating the place, day and hour of such meeting and the purposes for which the meeting is called, shall be given by the Secretary, Assistant Secretary, President or such person designated by the board of directors, at least seven and no more than 60 days before the meeting, to each shareholder entitled to such notice. A shareholder may waive any notice required by the Massachusetts Business Corporation Act, the articles of organization or the bylaws before or after the date and time stated in the notice. The waiver shall be in writing, signed by the shareholder entitled to the notice and delivered to the corporation for inclusion with the records of the meeting. A shareholder's attendance at a meeting waives objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or transacting business at the meeting. A shareholder's attendance at a meeting waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented.

2.5 Action at Meeting

Unless otherwise provided by the Massachusetts Business Corporation Act, the articles of organization or these bylaws, at any meeting of the shareholders, a majority of the votes entitled to be cast upon a matter by a voting group at the meeting shall constitute a quorum of that voting group for action on that matter, but a lesser interest may adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. A share once represented for any purpose at a meeting is deemed present for quorum purposes for the remainder of the meeting and for any adjournment of that meeting unless: (a) the shareholder attends solely to object to lack of notice, defective notice, or the conduct of the meeting on other grounds, and does not vote the shares or otherwise consent that they are to be deemed present; or (b) in the case of an adjournment, a new record date is or shall be set for that adjourned meeting. Unless otherwise required by Massachusetts Business Corporation Act, the articles of

organization or these bylaws, if a quorum of a voting group exists, (x) favorable action on a matter, other than the election of directors, is taken by a voting group if the votes cast within the group favoring the action exceed the votes cast opposing the action, and (y) directors shall be elected by a plurality of the votes cast by the shares entitled to vote in the election at the meeting.

2.6 Voting and Proxies

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

2.7 Action By Consent; Electronic Transmission

- a. Any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if the action is taken either by all shareholders entitled to vote on the action, or to the extent permitted by the articles of organization, by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting. The action shall be evidenced by one or more written consents that describe the action taken, are signed by shareholders having the requisite votes, bear the dates of the signatures of such shareholders, and are delivered to the corporation for inclusion with the records of meetings within 60 days of the earliest dated consent delivered to the corporation. Such consents shall be treated as a vote of shareholders for all purposes. If the shareholders take action by written consent, the corporation shall give such notice of the action to shareholders who have not signed such consent as is required by the Massachusetts Business Corporation Act.
- b. Any vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder shall be considered given in writing, dated and signed if it consists of an electronic transmission that sets forth or is delivered with information from which the corporation can determine (1) that the electronic transmission was transmitted by the shareholder, proxy or agent or by a person authorized to act for the shareholder, proxy or agent; and (2) the date on which such shareholder, proxy, agent or authorized person transmitted the electronic transmission. The date on which the electronic transmission is transmitted shall be considered the date on which it was signed. The electronic transmission shall be considered received by the corporation if it has been sent to any address specified by the corporation for that purpose or, if no address has been specified, to the principal office of the corporation, addressed to the

Secretary or other officer or agent having custody of the records of proceedings of shareholders.

SECTION 3

Directors

3.1 Number and Election

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

3.2 Resignation, Removal and Vacancy

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

3.3 Powers of Directors

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

3.4 Regular Meetings

Regular meetings of the board of directors may be held without call or formal notice at such places and at such times as the board may by vote from time to time determine. A regular meeting of the board of directors may be held without call or formal notice

immediately after and at the same place as the annual meeting of the shareholders, or the special meeting of the shareholders held in place of such annual meeting.

3.5 Special Meetings

Special meetings of the board of directors may be held at any time and at any place when called by the President, Treasurer or two or more directors, or the sole director if there is only one director. Notice of such meeting shall be given to each director by the Secretary or, if there is no Secretary, or in case of the death, absence, incapacity or refusal of the Secretary, by the officer or directors calling the meeting. Such notice (a) must be given at least two days prior to the date of the special meeting, and (b) need not describe the purpose of the meeting unless otherwise required by the articles of organization or these bylaws.

3.6 Waiver of Notice

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

3.7 Quorum and Voting

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

3.8 Action By Consent

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

3.9 Remote Participation

Members of the board of directors or any committee designated by the board of directors may participate in a meeting of the board or such committee, or conduct any such meeting, through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting and participation by such means shall constitute presence in person at the meeting.

3.10 Committees

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

SECTION 4

Officers

4.1 Identity, Election and Appointment of Officers

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

4.2 Duties and Powers; Qualification and Tenure

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

4.3 President

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

4.4 Treasurer

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

4.5 Secretary

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

4.6 Removal and Vacancies

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

SECTION 5

Capital Shares

5.1 Share Certificates

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

5.2 Transfer of Shares

Subject to restrictions, if any, imposed by the articles of organization, title to a share certificate and to the shares represented thereby shall be transferred only by delivery of

the certificate properly endorsed, or by delivery of the certificate accompanied by a written assignment of shares represented by such certificate, or a written power of attorney to sell, assign or transfer the certificate or the shares represented thereby, properly executed. The person registered in the records of the corporation as the owner of shares shall have the exclusive right to receive dividends thereon and to vote thereon as such owner, shall be held liable for such calls and assessments, if any, as may lawfully be made thereon and, except only as may be required by law, may in all respects, be treated by the corporation as the exclusive owner thereof unless and to the extent that the corporation has established a procedure by which the beneficial owner of shares that are registered in the name of a nominee will be recognized by the corporation as the shareholder.

5.3 Transfer Records

Unless a transfer agent is appointed, the Secretary shall keep or cause to be kept, at the principal office of the corporation or at the office of the Secretary, the share and transfer records of the corporation, in which are contained the names of all shareholders and the record address and the amount of shares held by each. The transfer records of the shares of the corporation may be closed for such period from time to time in anticipation of shareholders' meetings or the declaration or payment of dividends as the board of directors may determine.

5.4 Lost or Destroyed Certificates

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

SECTION 6

Fiscal Year

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

SECTION 7

Indemnification

The corporation shall indemnify and hold harmless each present or former director or officer of the corporation to the fullest extent permitted by law, subject to such determination as the law may require that indemnification is permissible, for any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitral or investigative, and whether formal or informal ("Proceeding"), against such director or officer in his or her capacity as such or in his or

her capacity as a director, officer, partner, trustee, manager, employee or agent of another domestic or foreign corporation, partnership, joint venture, trust, limited liability company, employee benefit plan or other entity, if the corporation requested him or her to so serve. A director or officer is considered to be serving an employee benefit plan at the corporation's request if his or her duties to the corporation also impose duties on, or otherwise involve services by, him or her to the plan or to participants in or beneficiaries of the plan. The corporation may, before final disposition of any Proceeding, advance funds to pay for or reimburse the reasonable expenses incurred by a director or officer who is a party to a Proceeding to the extent permitted by law. Nothing in this Section shall affect any rights to indemnification to which any person may be entitled by contract or otherwise under law. No amendment or repeal of any provision of this Section shall adversely affect the right of a person to indemnification under this Section with respect to his or her acts or omissions that occurred at any time prior to such amendment or repeal.

SECTION 8

Other Provisions

8.1 Notices

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

8.2 Voting of Securities

Except as the board of directors may otherwise designate, the President may waive notice of, or vote for this corporation or appoint any person or persons to act as proxy or attorney in fact for this corporation with or without power of substitution at, any meeting of shareholders of any other corporation or organization, the securities of which may be held by this corporation.

SECTION 9

Transfer of Common Shares

9.1 Voluntary Transfers

No shareholder and no transferee of such shareholder's shares may sell, assign, transfer, exchange, encumber or otherwise dispose of any shares or any interest therein now held or hereafter acquired by such shareholder or transferee without first giving written notice thereof to the corporation identifying the proposed transaction, and offering such shares to the corporation for the purchase by it as hereinafter provided. Within 30 days after receipt of the notice, the corporation may elect to purchase any or all of the shares so offered upon the price per share and terms of any bona fide offer by any proposed

transferee, or, at the corporation's election, the price and terms specified in Sections 9.6 and 9.7 of this Section. If the corporation does not elect so to do, such shares may be transferred within 60 days after the expiration of such 30-day period to the proposed transferee upon the price and terms specified in the notice, provided that such transferee shall be subject to the provisions of this Section.

9.2 Approval of Transfer

Unless any transferee has been approved in writing to be a voting shareholder by the Class A common shareholders, other than the shareholder whose shares are to be transferred, any Class A common shares so transferred shall be converted into the same number of shares of Class B nonvoting common shares.

9.3 Death of a Shareholder

In the event of the death of a shareholder, such shareholder's personal representative shall, within 90 days after the date of the death, give written notice to the corporation offering to it for purchase as hereinafter provided all of the shares owned by such shareholder. Within 30 days after receipt of the notice, the corporation may elect to purchase all of the shares so offered and if it does not do so, such shares may be retained by the estate of such shareholder, or by transferees of such estate, subject to all other provisions of this Section including Section 9.2 (Approval of Transfer).

9.4 Transfers by Operation of Law; Disapproval by Licensing Agency

In the event that a shareholder (a) files a voluntary petition under any bankruptcy or insolvency law or a petition for the appointment of a receiver or makes an assignment for the benefit of creditors, (b) is subject involuntarily to such a petition or assignment or to any attachment or other legal or equitable proceeding with respect to such shareholder's shares and such involuntary petition, assignment, attachment, or other proceeding is not discharged within 30 days after its date, (c) is subject to a transfer of such shareholder's shares by any other operation of law, including, but not limited to, shares transferred pursuant to a decree of divorce or marital separation agreement, or (d) is disapproved by any governmental agency, whose approval of such shareholder is required in connection with any license or permit needed by the corporation, the corporation shall have the right to purchase all of the shares which are owned by such shareholder. Failure of the corporation to elect to purchase such shares under this paragraph shall not affect its right to purchase the same shares under this Section in the event of a proposed sale, assignment, transfer, pledge, or other disposition by or to any receiver, petitioner, assignee, transferee or other person obtaining an interest in such shares.

9.5 Transfers in Violation of this Section

If any transfer of shares is made or attempted contrary to the provisions of this Section, including the transfer of shares that are not offered to the corporation as required by this Section, the corporation shall have the right to purchase such shares from the owner

thereof or any transferee at any time before or after the transfer, as hereinafter provided. In addition to any other legal or equitable remedies which it may have, the corporation may enforce its rights by actions for specific performance (to the extent permitted by law) and may refuse to recognize any transferee as one of its shareholders for any purpose, including, without limitation, for purposes of dividend and voting rights, until all applicable provisions of this Section have been complied with.

9.6 Purchase Price

Except as otherwise provided in Section 9.1, the purchase price of any share transferred or to be transferred under this Section shall be the fair market value per share of the issued and outstanding shares of the corporation. Notwithstanding the foregoing sentence, the shareholder whose shares are being purchased may require, by delivering a written request therefore to the corporation within 30 days after the date of the corporation's election to purchase, that the corporation appoint an appraiser, the shareholder whose shares are being purchased (or such shareholder's legally appointed representative) appoint a second appraiser, and the two appraisers so appointed appoint a third appraiser. The appraisers shall proceed by majority vote to determine the value of the share as of a convenient date selected by them, and such determination shall be final and binding upon all interested persons. The appraisers shall promptly notify in writing the corporation, the shareholder whose shares are being purchased, or such shareholder's representative, and any other interested persons known to the appraisers, of the appraisers' final determination of value. The parties shall each bear the fees and expenses of the appraiser appointed by or for each of them, and the fees and expenses of the third appraiser shall be borne one-half by the corporation and one-half by the shareholder or such shareholder's representative.

9.7 Payment of the Purchase Price

Payment of any portion of the purchase price may be deferred at the option of either the transferor or the transferee. The deferred portion of the price shall be evidenced by the promissory note of the purchasing party made payable to the order of the selling party. Such note shall bear simple interest at a rate equal to the Prime Interest Rate published in the Wall Street Journal, and shall be payable to the selling party in equal quarterly installments of principal and interest over a term of five (5) years commencing three (3) months from the date of delivery of such note.

9.8 Waiver

The Class A common shareholders of the corporation may in any instance unanimously waive the provisions of this Section 9.

SECTION 10

Amendments

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

2990414v2

DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, INC.

Consent of Directors

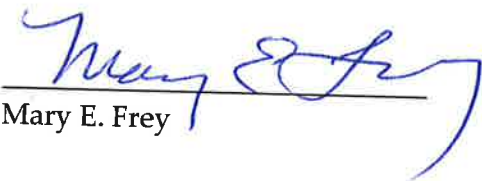
The undersigned, being all the Directors of Debilitating Medical Condition Treatment Centers, Inc., a Massachusetts non-profit corporation (the "Corporation"), pursuant to Massachusetts General Laws Chapter 180, hereby consent to the following vote:

VOTED: To approve and adopt a Plan of Conversion in the form attached to this Consent, and that the President and each other officer, acting singly, is hereby authorized to execute such documents, and to take any other actions, as any such officer deems necessary or appropriate to effectuate such Plan.

Date: 11/13/18, 2018


Heriberto Flores


Tonia Butler Perez


Mary E. Frey

PLAN OF CONVERSION

DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, INC.

1. Pursuant to Chapter 55, Section 72 of the Acts of 2017 and therefor M.G.L. Chapter 156D, Section 9.30, Debilitating Medical Condition Treatment Centers, Inc., a Massachusetts nonprofit corporation ("DMC") shall become a Massachusetts business corporation, effective upon the filing of Articles of Entity Conversion of a Domestic Non-Profit with a Pending, Provisional or Final Certification to Dispense Medical Use Marijuana to a Domestic Profit Corporation (the "Articles of Conversion") with the Secretary of the Commonwealth, Corporations Division (the "Effective Time").
2. At the Effective Time: (a) the Articles of Organization of DMC shall be amended and restated in their entirety as set forth in the Articles of Conversion to be filed with the Secretary of the Commonwealth, which shall be substantially in the form attached hereto as Attachment A, (b) the bylaws of DMC shall be amended and restated in their entirety to be the bylaws attached hereto as Attachment B, and (c) the directors and officers of DMC at the Effective Time shall remain as the directors and officers of DMC.
3. After the Effective Time, the board of directors of DMC shall have the authority, consistent with M.G.L. Chapter 156D, to issue shares of DMC.
4. This plan of conversion may be amended before the filing of Articles of Conversion, except as provided in M.G.L. Chapter 156D, Section 9.30 (d).

D

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

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

FORM MUST BE TYPED

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

ARTICLE I

The exact name of the corporation upon conversion is:

Debilitating Medical Condition Treatment Centers, Inc.

ARTICLE II

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

ARTICLE III

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

| WITHOUT PAR VALUE | | WITH PAR VALUE | | |
|-------------------|------------------|----------------|------------------|-----------|
| TYPE | NUMBER OF SHARES | TYPE | NUMBER OF SHARES | PAR VALUE |
| Class A common | 137,500 | | | |
| Class B common | 137,500 | | | |
| | | | | |

ARTICLE IV

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

The Class A common shares and Class B common shares shall be identical in every respect except that Class B common shares shall have no voting rights except as required by law.

ARTICLE V

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

None

ARTICLE VI

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

See Attached Other Lawful Provisions

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

ARTICLE VII

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

ARTICLE VIII

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

- a. The street address of the initial registered office of the corporation in the commonwealth:
11-13 Hampden Street, Springfield, MA 01103
- b. The name of its initial registered agent at its registered office:
Heriberto Flores
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: Heriberto Flores

Treasurer: Mary E. Frey

Secretary: Tonia Butler Perez

Director(s): Heriberto Flores
Mary E. Frey
Tonia Butler Perez

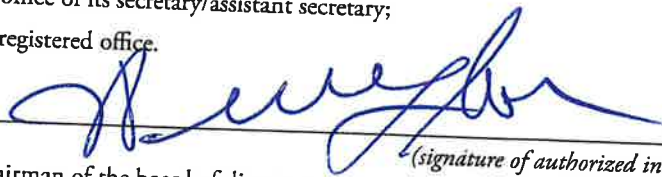
- d. The fiscal year end of the corporation:
December 31
- e. A brief description of the type of business in which the corporation intends to engage:
The promotion and support of activities for the effective treatment of debilitating medical conditions
- f. The street address of the principal office of the corporation:
11-13 Hampden Street, Springfield, MA 01103
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

11-13 Hampden Street, Springfield, MA 01103

(number, street, city or town, state, zip code), which is

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

Signed by:



(signature of authorized individual)

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

on this 17th day of November, 2018

COMMONWEALTH OF MASSACHUSETTS

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

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

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

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

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Examiner

Name approval

C

M

Filing fee: Minimum \$250

TO BE FILLED IN BY CORPORATION
Contact Information:

David A. Parke, Esq.

Bulkley, Richardson and Gelinas, LLP

1500 Main Street, Suite 2700, Springfield, MA 01115

Telephone: 413-272-6257

Email: daparke@bulkley.com

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

BYLAWS
OF
DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, INC.

SECTION 1

Articles of Organization

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

SECTION 2

Shareholders

2.1 **Annual Meeting**

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

2.2 **Special Meetings**

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

2.3 **Place of Meetings; Remote Participation**

All meetings of the shareholders shall be at the principal office of the corporation or at such other place as the board of directors, the President or the person or persons calling

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

2.4 Notice of Shareholder Meetings

A written notice of each meeting of shareholders, stating the place, day and hour of such meeting and the purposes for which the meeting is called, shall be given by the Secretary, Assistant Secretary, President or such person designated by the board of directors, at least seven and no more than 60 days before the meeting, to each shareholder entitled to such notice. A shareholder may waive any notice required by the Massachusetts Business Corporation Act, the articles of organization or the bylaws before or after the date and time stated in the notice. The waiver shall be in writing, signed by the shareholder entitled to the notice and delivered to the corporation for inclusion with the records of the meeting. A shareholder's attendance at a meeting waives objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or transacting business at the meeting. A shareholder's attendance at a meeting waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented.

2.5 Action at Meeting

Unless otherwise provided by the Massachusetts Business Corporation Act, the articles of organization or these bylaws, at any meeting of the shareholders, a majority of the votes entitled to be cast upon a matter by a voting group at the meeting shall constitute a quorum of that voting group for action on that matter, but a lesser interest may adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. A share once represented for any purpose at a meeting is deemed present for quorum purposes for the remainder of the meeting and for any adjournment of that meeting unless: (a) the shareholder attends solely to object to lack of notice, defective notice, or the conduct of the meeting on other grounds, and does not vote the shares or otherwise consent that they are to be deemed present; or (b) in the case of an adjournment, a new record date is or shall be set for that adjourned meeting. Unless otherwise required by Massachusetts Business Corporation Act, the articles of

organization or these bylaws, if a quorum of a voting group exists, (x) favorable action on a matter, other than the election of directors, is taken by a voting group if the votes cast within the group favoring the action exceed the votes cast opposing the action, and (y) directors shall be elected by a plurality of the votes cast by the shares entitled to vote in the election at the meeting.

2.6 Voting and Proxies

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

2.7 Action By Consent; Electronic Transmission

- a. Any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if the action is taken either by all shareholders entitled to vote on the action, or to the extent permitted by the articles of organization, by shareholders having not less than the minimum number of votes necessary to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting. The action shall be evidenced by one or more written consents that describe the action taken, are signed by shareholders having the requisite votes, bear the dates of the signatures of such shareholders, and are delivered to the corporation for inclusion with the records of meetings within 60 days of the earliest dated consent delivered to the corporation. Such consents shall be treated as a vote of shareholders for all purposes. If the shareholders take action by written consent, the corporation shall give such notice of the action to shareholders who have not signed such consent as is required by the Massachusetts Business Corporation Act.
- b. Any vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder shall be considered given in writing, dated and signed if it consists of an electronic transmission that sets forth or is delivered with information from which the corporation can determine (1) that the electronic transmission was transmitted by the shareholder, proxy or agent or by a person authorized to act for the shareholder, proxy or agent; and (2) the date on which such shareholder, proxy, agent or authorized person transmitted the electronic transmission. The date on which the electronic transmission is transmitted shall be considered the date on which it was signed. The electronic transmission shall be considered received by the corporation if it has been sent to any address specified by the corporation for that purpose or, if no address has been specified, to the principal office of the corporation, addressed to the

Secretary or other officer or agent having custody of the records of proceedings of shareholders.

SECTION 3

Directors

3.1 Number and Election

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

3.2 Resignation, Removal and Vacancy

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

3.3 Powers of Directors

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

3.4 Regular Meetings

Regular meetings of the board of directors may be held without call or formal notice at such places and at such times as the board may by vote from time to time determine. A regular meeting of the board of directors may be held without call or formal notice

immediately after and at the same place as the annual meeting of the shareholders, or the special meeting of the shareholders held in place of such annual meeting.

3.5 Special Meetings

Special meetings of the board of directors may be held at any time and at any place when called by the President, Treasurer or two or more directors, or the sole director if there is only one director. Notice of such meeting shall be given to each director by the Secretary or, if there is no Secretary, or in case of the death, absence, incapacity or refusal of the Secretary, by the officer or directors calling the meeting. Such notice (a) must be given at least two days prior to the date of the special meeting, and (b) need not describe the purpose of the meeting unless otherwise required by the articles of organization or these bylaws.

3.6 Waiver of Notice

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

3.7 Quorum and Voting

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

3.8 Action By Consent

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

3.9 Remote Participation

Members of the board of directors or any committee designated by the board of directors may participate in a meeting of the board or such committee, or conduct any such meeting, through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting and participation by such means shall constitute presence in person at the meeting.

3.10 Committees

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

SECTION 4

Officers

4.1 Identity, Election and Appointment of Officers

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

4.2 Duties and Powers; Qualification and Tenure

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

4.3 President

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

4.4 Treasurer

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

4.5 Secretary

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

4.6 Removal and Vacancies

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

SECTION 5

Capital Shares

5.1 Share Certificates

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

5.2 Transfer of Shares

Subject to restrictions, if any, imposed by the articles of organization, title to a share certificate and to the shares represented thereby shall be transferred only by delivery of

the certificate properly endorsed, or by delivery of the certificate accompanied by a written assignment of shares represented by such certificate, or a written power of attorney to sell, assign or transfer the certificate or the shares represented thereby, properly executed. The person registered in the records of the corporation as the owner of shares shall have the exclusive right to receive dividends thereon and to vote thereon as such owner, shall be held liable for such calls and assessments, if any, as may lawfully be made thereon and, except only as may be required by law, may in all respects, be treated by the corporation as the exclusive owner thereof unless and to the extent that the corporation has established a procedure by which the beneficial owner of shares that are registered in the name of a nominee will be recognized by the corporation as the shareholder.

5.3 Transfer Records

Unless a transfer agent is appointed, the Secretary shall keep or cause to be kept, at the principal office of the corporation or at the office of the Secretary, the share and transfer records of the corporation, in which are contained the names of all shareholders and the record address and the amount of shares held by each. The transfer records of the shares of the corporation may be closed for such period from time to time in anticipation of shareholders' meetings or the declaration or payment of dividends as the board of directors may determine.

5.4 Lost or Destroyed Certificates

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

SECTION 6

Fiscal Year

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

SECTION 7

Indemnification

The corporation shall indemnify and hold harmless each present or former director or officer of the corporation to the fullest extent permitted by law, subject to such determination as the law may require that indemnification is permissible, for any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitative or investigative, and whether formal or informal ("Proceeding"), against such director or officer in his or her capacity as such or in his or

her capacity as a director, officer, partner, trustee, manager, employee or agent of another domestic or foreign corporation, partnership, joint venture, trust, limited liability company, employee benefit plan or other entity, if the corporation requested him or her to so serve. A director or officer is considered to be serving an employee benefit plan at the corporation's request if his or her duties to the corporation also impose duties on, or otherwise involve services by, him or her to the plan or to participants in or beneficiaries of the plan. The corporation may, before final disposition of any Proceeding, advance funds to pay for or reimburse the reasonable expenses incurred by a director or officer who is a party to a Proceeding to the extent permitted by law. Nothing in this Section shall affect any rights to indemnification to which any person may be entitled by contract or otherwise under law. No amendment or repeal of any provision of this Section shall adversely affect the right of a person to indemnification under this Section with respect to his or her acts or omissions that occurred at any time prior to such amendment or repeal.

SECTION 8

Other Provisions

8.1 Notices

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

8.2 Voting of Securities

Except as the board of directors may otherwise designate, the President may waive notice of, or vote for this corporation or appoint any person or persons to act as proxy or attorney in fact for this corporation with or without power of substitution at, any meeting of shareholders of any other corporation or organization, the securities of which may be held by this corporation.

SECTION 9

Transfer of Common Shares

9.1 Voluntary Transfers

No shareholder and no transferee of such shareholder's shares may sell, assign, transfer, exchange, encumber or otherwise dispose of any shares or any interest therein now held or hereafter acquired by such shareholder or transferee without first giving written notice thereof to the corporation identifying the proposed transaction, and offering such shares to the corporation for the purchase by it as hereinafter provided. Within 30 days after receipt of the notice, the corporation may elect to purchase any or all of the shares so offered upon the price per share and terms of any bona fide offer by any proposed

transferee, or, at the corporation's election, the price and terms specified in Sections 9.6 and 9.7 of this Section. If the corporation does not elect so to do, such shares may be transferred within 60 days after the expiration of such 30-day period to the proposed transferee upon the price and terms specified in the notice, provided that such transferee shall be subject to the provisions of this Section.

9.2 Approval of Transfer

Unless any transferee has been approved in writing to be a voting shareholder by the Class A common shareholders, other than the shareholder whose shares are to be transferred, any Class A common shares so transferred shall be converted into the same number of shares of Class B nonvoting common shares.

9.3 Death of a Shareholder

In the event of the death of a shareholder, such shareholder's personal representative shall, within 90 days after the date of the death, give written notice to the corporation offering to it for purchase as hereinafter provided all of the shares owned by such shareholder. Within 30 days after receipt of the notice, the corporation may elect to purchase all of the shares so offered and if it does not do so, such shares may be retained by the estate of such shareholder, or by transferees of such estate, subject to all other provisions of this Section including Section 9.2 (Approval of Transfer).

9.4 Transfers by Operation of Law; Disapproval by Licensing Agency

In the event that a shareholder (a) files a voluntary petition under any bankruptcy or insolvency law or a petition for the appointment of a receiver or makes an assignment for the benefit of creditors, (b) is subject involuntarily to such a petition or assignment or to any attachment or other legal or equitable proceeding with respect to such shareholder's shares and such involuntary petition, assignment, attachment, or other proceeding is not discharged within 30 days after its date, (c) is subject to a transfer of such shareholder's shares by any other operation of law, including, but not limited to, shares transferred pursuant to a decree of divorce or marital separation agreement, or (d) is disapproved by any governmental agency, whose approval of such shareholder is required in connection with any license or permit needed by the corporation, the corporation shall have the right to purchase all of the shares which are owned by such shareholder. Failure of the corporation to elect to purchase such shares under this paragraph shall not affect its right to purchase the same shares under this Section in the event of a proposed sale, assignment, transfer, pledge, or other disposition by or to any receiver, petitioner, assignee, transferee or other person obtaining an interest in such shares.

9.5 Transfers in Violation of this Section

If any transfer of shares is made or attempted contrary to the provisions of this Section, including the transfer of shares that are not offered to the corporation as required by this Section, the corporation shall have the right to purchase such shares from the owner

thereof or any transferee at any time before or after the transfer, as hereinafter provided. In addition to any other legal or equitable remedies which it may have, the corporation may enforce its rights by actions for specific performance (to the extent permitted by law) and may refuse to recognize any transferee as one of its shareholders for any purpose, including, without limitation, for purposes of dividend and voting rights, until all applicable provisions of this Section have been complied with.

9.6 Purchase Price

Except as otherwise provided in Section 9.1, the purchase price of any share transferred or to be transferred under this Section shall be the fair market value per share of the issued and outstanding shares of the corporation. Notwithstanding the foregoing sentence, the shareholder whose shares are being purchased may require, by delivering a written request therefore to the corporation within 30 days after the date of the corporation's election to purchase, that the corporation appoint an appraiser, the shareholder whose shares are being purchased (or such shareholder's legally appointed representative) appoint a second appraiser, and the two appraisers so appointed appoint a third appraiser. The appraisers shall proceed by majority vote to determine the value of the share as of a convenient date selected by them, and such determination shall be final and binding upon all interested persons. The appraisers shall promptly notify in writing the corporation, the shareholder whose shares are being purchased, or such shareholder's representative, and any other interested persons known to the appraisers, of the appraisers' final determination of value. The parties shall each bear the fees and expenses of the appraiser appointed by or for each of them, and the fees and expenses of the third appraiser shall be borne one-half by the corporation and one-half by the shareholder or such shareholder's representative.

9.7 Payment of the Purchase Price

Payment of any portion of the purchase price may be deferred at the option of either the transferor or the transferee. The deferred portion of the price shall be evidenced by the promissory note of the purchasing party made payable to the order of the selling party. Such note shall bear simple interest at a rate equal to the Prime Interest Rate published in the Wall Street Journal, and shall be payable to the selling party in equal quarterly installments of principal and interest over a term of five (5) years commencing three (3) months from the date of delivery of such note.

9.8 Waiver

The Class A common shareholders of the corporation may in any instance unanimously waive the provisions of this Section 9.

SECTION 10

Amendments

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

2990414v2

D

The Commonwealth of Massachusetts

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

FORM MUST BE TYPED

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

FORM

Debilitating Medical Condition Treatment Centers, Inc.
is a registrant with the Department of Public Health
in accordance with 105 CMR 725.100(C)
as of November 20, 2018.


Elizabeth Chen, PhD, MBA, MPH
Assistant Commissioner
Massachusetts Department of Public Health

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

ARTICLE I

The exact name of the corporation upon conversion is:

Debilitating Medical Condition Treatment Centers, Inc.

ARTICLE II

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

The corporation is organized to (1) promote and support activities for the treatment of debilitating medical conditions including cancer, glaucoma, AIDS, hepatitis, Parkinson's disease, multiple sclerosis and other conditions that impair the health and well being of individuals, (2) engage in the cultivation, processing, or sale of marijuana and related products for medicinal purposes through the operation of a registered marijuana dispensary and related activities, and (3) engage in any other lawful business under the laws of the Commonwealth of Massachusetts.

ARTICLE III

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

| WITHOUT PAR VALUE | | WITH PAR VALUE | | |
|-------------------|------------------|----------------|------------------|-----------|
| TYPE | NUMBER OF SHARES | TYPE | NUMBER OF SHARES | PAR VALUE |
| Class A common | 137,500 | | | |
| Class B common | 137,500 | | | |
| | | | | |

ARTICLE IV

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

The Class A common shares and Class B common shares shall be identical in every respect except that Class B common shares shall have no voting rights except as required by law.

ARTICLE V

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

None

ARTICLE VI

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

See Attached Other Lawful Provisions

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

ARTICLE VII

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

ARTICLE VIII

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

- a. The street address of the initial registered office of the corporation in the commonwealth:
11-13 Hampden Street, Springfield, MA 01103
- b. The name of its initial registered agent at its registered office:
Heriberto Flores
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: Heriberto Flores

Treasurer: Mary E. Frey

Secretary: Tonia Butler Perez

Director(s): Heriberto Flores
Mary E. Frey
Tonia Butler Perez

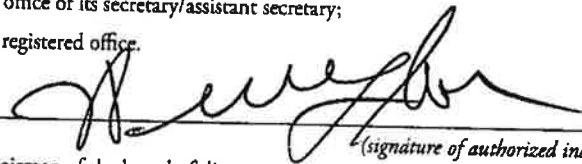
- d. The fiscal year end of the corporation:
December 31
- e. A brief description of the type of business in which the corporation intends to engage:
The promotion and support of activities for the effective treatment of debilitating medical conditions
- f. The street address of the principal office of the corporation:
11-13 Hampden Street, Springfield, MA 01103
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

11-13 Hampden Street, Springfield, MA 01103

(number, street, city or town, state, zip code), which is

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

Signed by:



(signature of authorized individual)

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

on this 14th day of November, 2018

**ATTACHMENT
ARTICLES OF ENTITY CONVERSION
OF
DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, INC.**

**ARTICLE IV
OTHER LAWFUL PROVISIONS**

- A. The directors may make, amend or repeal the bylaws in whole or in part, except with respect to any provision thereof that by law or the bylaws requires action by the shareholders.
- B. A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any breach of fiduciary duty by such a director as a director except, to the extent provided by applicable law, for (i) any breach of the director's duty of loyalty to the corporation or its shareholders, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) improper distributions pursuant to Section 6.40 of the Massachusetts Business Corporation Act, General Laws Chapter 156D, as amended, or (iv) any transaction from which such director derived an improper personal benefit. If the Massachusetts Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Massachusetts Business Corporation Act, as so amended from time to time. No amendment to or repeal of this paragraph shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

COMMONWEALTH OF MASSACHUSETTS

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

1323519

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

6421

I hereby certify that upon examination of these articles of conversion, duly submitted to me, it appears that the provisions of the General Laws relative thereto have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 475 having been paid, said articles are deemed to have been filed with me this 9 day of January, 2019, at _____ a.m./p.m.
time

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



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth


Examiner


Name approval

Filing fee: Minimum \$250

TO BE FILLED IN BY CORPORATION
Contact Information:

C

M

David A. Parke, Esq.

Bulkley, Richardson and Gelinas, LLP

1500 Main Street, Suite 2700, Springfield, MA 01115

Telephone: 413-272-6257

Email: daparke@bulkley.com

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

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

JAN 07 2019

RECEIVED



Commonwealth of Massachusetts
Department of Revenue
Geoffrey E. Snyder, Commissioner

mass.gov/dor

Letter ID: L0473785152
Notice Date: April 6, 2021
Case ID: 0-001-143-315



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE

RECEIVED

APR 12 2021



DEBILITATING MEDICAL CONDITION TR
11-13 HAMPDEN STREET
SPRINGFIELD MA 01103

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, 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, 9:00 a.m. to 4:00 p.m..

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



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

William Francis Galvin
Secretary of the
Commonwealth

Date: April 14, 2021

To Whom It May Concern :

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

DEBILITATING MEDICAL CONDITION TREATMENT CENTERS, INC.

is a domestic corporation organized on **January 09, 2019** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

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

Secretary of the Commonwealth


Certificate Number: 21040276480

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

Processed by: bod

Certificate of Good Standing or Compliance from the Massachusetts Department of Unemployment

Signed under the pains and penalties of perjury, I, Sam Hanmer, an authorized representative of Debilitating Medical Condition Treatment Centers, Inc. ("DMCTC, Inc.") certify that DMCTC, Inc. does not currently have employees and is therefore unable to register with the Massachusetts Department of Unemployment Assistance to obtain a Certificate of Good Standing or Compliance.

DocuSigned by:

66AF4EBCE304428...

Signature of Agent

Date: 10/23/20

Name: Samuel Hanmer

Title: Manager

Entity: Debilitating Medical Condition Treatment Centers, Inc.

Debilitating Medical Condition Treatment Centers, Inc.

PLAN TO OBTAIN LIABILITY INSURANCE

Debilitating Medical Condition Treatment Centers, Inc. (“DMCTC” or “the Company”) will work with an insurance broker licensed in the Commonwealth of Massachusetts to obtain insurance that meets or exceeds the requirements set forth in 935 CMR 500.105 (10).

Pursuant to 935 CMR 500.105(10) DMCTC shall obtain and maintain general liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, and product liability insurance coverage for no less than \$1,000,000 per occurrence and \$2,000,000 in aggregate, annually, or such amount as otherwise approved by the Commission. The deductible for each policy shall be no higher than \$5,000 per occurrence.

Pursuant to 935 CMR 500.105(10)(b) if DMCTC is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a), DMCTC will place in escrow a sum of no less than Two Hundred and Fifty Thousand and 00/100 (\$250,000.00) or such other amount approved by the Commission, to be expended for coverage of liabilities. If DMCTC is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) DMCTC will properly document such inability through written records that will be retained in accordance with the Company’s Record Retention Policy. If the Liability Insurance Escrow Account is used to cover such liabilities, it will be replenished within ten (10) business days of such expenditure.

DMCTC will submit reports documenting compliance with 935 CMR 500.105(10) in a manner and form determined by the Commission pursuant to 935 CMR 500.000.

Plan Summary

Debilitating Medical Condition Treatment Centers (DMCTC) is a for profit C corporation. DMCTC will source product from its own cultivation site in Whately MA and other 3rd party cultivators for its processing operations. DMCTC will use a combination of Butane Hash Oil (BHO) extraction and short path distillation to process marijuana products including, oils, vape carts and tinctures. DMCTC will site its manufacturing operations at 3 River Rd in Whately. DMCTC has obtained an HCA with the town of Whately to manufacture cannabis for adult use. DMCTC will leverage its low cost approach to cultivation to keep its wholesale and retail prices competitive with current and future market conditions. DMCTC will wholesale its manufactured product to 3rd party distributors and retailers. DMCTC will also sell its manufactured product through its own retail stores as they come online.

Mission Statement

Be a positive presence in the community by utilizing profits generated from our experienced team, market knowledge and good business practices.

Keys to Success

DMCTC firmly believes it is capable of providing quality marijuana product at prices capable of competing with current market conditions in MA. Grant Guelich, one of the primary owners of DMCTC has had extensive success cultivating and selling low priced marijuana products in Washington state. DMCTC will continue to pursue ways to reduce the cost of production and processing to succeed when market conditions drive marijuana prices down.

Management: The marijuana industry in MA is growing and there are many hurdles both economically and politically. Employing an experienced management team will be the difference between success and failure. DMCTC is currently composed of business professionals and individuals with specialized knowledge in the marijuana industry.

Samuel Hanmer

Mr. Samuel Hanmer, also known as Sam, served as President and Principal at FieldEddy, Inc. for over 7 years, succeeding his father in this 150-year old family owned agency. He was the architect of FieldEddy's merger and acquisition strategy. Under his direction, the agency acquired several other agencies, consolidated them when necessary and developed new marketing strategies to further enhance their profitability. Several newspapers and insurance industry periodicals have reported on FieldEddy's successful growth strategy including The Springfield Sunday Republican, BusinessWest and The Standard - New England's Insurance Weekly. Mr. Hanmer was a Co-Founder at Insuritas, Inc. and served as its Director of Carrier

Relations. Mr. Hanmer served as Chairman of Ymca Of Greater Springfield, Inc. Mr. Hanmer puts his management and financial expertise to work for a number of community organizations including the Springfield YMCA (vice-chair), the Springfield Museums (trustee), the Young President Organization (member) and the Bay Path College Advisory Board. He is a Certified Insurance Counselor and a Licensed Insurance Advisor. Mr. Hanmer is a graduate of the University of Massachusetts, where he earned a Bachelor of Science degree in economics and also holds a Licensed Insurance Advisor designation as well as a Certified Insurance Counselor certificate.

John Hanmer - COO

John Hanmer attended Northeastern University majoring in Biology. John then attended the University of North Carolina at Wilmington for his Master's Degree in Biology, where he published his research in the peer review journal *Oecologia*.

John entered into the Marijuana industry in 2012 where he worked at Main Organic Therapy as Chief Grow Technician. John worked in all aspects of marijuana cultivation which included, growing marijuana, manufacture of marijuana product, seed to sale tracking and facility management.

By 2015 John moved to Washington State to work alongside the prolific marijuana entrepreneur Grant Guelich. During that time John worked in marijuana business development and sales, which included growing outdoor marijuana, marijuana sales, and business mergers and acquisitions.

In 2016 John assumed the role of COO of DMC, where he helped develop DMC's business strategy, investment procurement, compliance, and overall business management.

Grant Guelich –

Grant Guelich grew up on a large family-owned and operated commercial and organic tree fruit farm in Central Washington State. Guelich attended Hargrave Military Academy in Chatham Virginia prior to his collegiate studies. At the University of Washington, Guelich studied crop science and sustainable agriculture through the college of the Environment.

Guelich graduated with a Bachelor's of Science and also pursued crop research with Dr. Doty's genetics and tissue culture lab. Guelich's research was published by the International Scholarly Research Journals along with fellow researchers.

After completion of college, Guelich moved to Wenatchee Washington to pursue a career in commercial agriculture management. Guelich worked as an agronomist for a few different consulting entities providing integrated pest management, research, and crop management for various large commercial orchard operations including Dovex Fruit Company, one of the largest international fruit producer/processor/distributor in the world.

In 2014, Guelich left the commercial tree fruit industry to pursue Commercial Cannabis in Washington State full-time. Since the inception of the industry Guelich has worked with over a dozen producer, processors, and retailers as an integral component of establishing those businesses. Guelich has provided management, consulting, and strategic planning for many of these businesses and has built strong relationships within the industry. Guelich has acquired his own Tier 3 Producer / Processor license in Washington and is collaborating with the largest farm complex in Washington State. Through his partnerships, Guelich has grown over 20,000 pounds of legal cannabis that has generated over \$15,000,000 wholesale to retailers. Guelich has done over \$5,000,000 in sales as a manager of processing facilities to the retail market since 2015.

Products

DMCTC's product offerings will be competitive within the existing marijuana market. First, DMCTC will offer a variety of strains, products, and brands. Moreover, DMCTC will offer a wide variety of pricing options, including some of the lowest priced products in the state. Processed products will consist of:

- Various marijuana strains including Sativa, Indica and Hybrid strains;
- Oil extract such as
 - o Vapes
 - o tinctures
 - o waxes
 - o shatter
 - o balms
- Edibles will be sourced from 3rd party processors
- Drinks will be sourced from 3rd party processors

Manufacturing and Packaging Operations

DMCTC will employ a combination of BHO extraction and short path distillation techniques to create a variety of oil products to be wholesaled and retailed. All products will be tested through 3rd party testing laboratory in accordance with the Commissions bylaws.

All packaging will display the necessary strain information and warnings approved by the Commission in accordance with state bylaws. All packaging will be child resistant in accordance

with the Commissions bylaws. DMCTC packaging will display the cannabinoid profile, strain type, and the brand logo. All flower will be weighed into designated amounts and placed into plastic packaging. Oils for vaporizers will be placed into cartridges and loaded into vape carts, which will then be packaged in cardboard boxes. Tinctures products will be packaged in glass bottles with pipettes to regulate dosage.

Marketing

DMCTC will operate under the CCC guidelines regarding marketing and labeling of its products. DMCTC will take all available precautions to market its product strictly to persons 21 or older. All product labels and marketing will display the proper warnings in accordance with the CCC guidelines. DMCTC's primary marketing strategy will be its price point. DMCTC expects to keep prices below market average using low-cost outdoor cultivation methods. Packaging will clearly label its contents. All logos will be approved by the Cannabis control commission, and all advertisements will be directed towards individuals age 21 and older.

DMCTC will leverage several mediums to publicize our retail operations and brands. This will include optimizing our store locations based on criteria including traffic patterns, parking and locations near venues that may attract potential customers. DMCTC will have a website advertising our product menu, retail prices and any other relevant information regarding our operations. DMCTC will also utilize social media to expand our outreach, while again taking precautions to target individuals 21 years or older. DMCTC will also travel to various conventions held throughout the United States.

The typical marijuana consumer ranges in age, occupation and background, however there are some generalized factors that determine what they buy. In general, a customer will use price, strain (Indica, Sativa, Hybrid, and strain recognition), cultivation method, brand, and product type (flower, vape cart, edible, etc.) to decide. DMCTC plans to offer a variety at every level, including multiple strain types, price ranges, cultivation methods and brands, so that every customer that walks into our retail stores will find what they want. DMCTC will specialize in the low-priced value brand market. DMCTC's outdoor cultivation method will allow it to grow marijuana and manufacture marijuana product at a fraction of the cost of indoor cultivation. There is a proven market for this type of product in Washington state and California.

Market Analysis

DMCTC predicts that the average person in MA will spend \$200 per year on marijuana products; based on market data acquired from WA. DMCTC predicts that a fully mature MA market will total around \$1.5B in gross annual sales.

The \$1.5B total annual market figure is a solid estimate based on the WA Data (see table below). The \$200 per person per year figure is a mathematical calculation derived by dividing the \$1.5B annual sales figure by the total current population of MA. In reality, the number of

people in MA who buy marijuana products will be only a fraction of the total population, and the actual average expenditure per customer per year will be calculated by dividing the \$1.5B annual sales figure by the number of customers.

Employee Staffing and Training Plan

Staff will be hired to help execute the overall business plan of DMCTC. DMCTC expects to hire staff to fulfill the needs of operating a marijuana processor and all security needs. DMCTC predicts it will need to hire between 10 and 20 full time employees over the next year and a half period in order to meet its staffing requirements.

Employees will go through the responsible vendor training in accordance to 935 CMR 500.105 (2). In addition to the responsible vendor training, DMCTC staff will receive three types of training that includes 1) core training for all employees, 2) functional training for job specific tasks, and 3) on the job training, including job shadowing to give employees hands on experience. We plan on investing in training and development across all levels of staff and ensure that progress is being both monitored and documented. Our staff will receive regular training and will be required to demonstrate their knowledge through examinations before they will be allowed to interact with customers. Our Chief Operating Officer will collaborate with our CEO, to identify and develop appropriate trainings.

DMCTC will further provide employees with professional development opportunities that increase their skills and enhance their contributions to the organization because work performance of an employee is a vital key to the success of DMCTC. Providing professional development to our employees is an investment in their careers and the organization's future.

Each new employee will participate in a thorough training process designed to educate them on the critical aspects of their job, customer/employee safety, and business confidentiality. Each employee will be trained in and demonstrate adherence to DMCTC's business confidentiality. Additional training tools will include the employee handbook, custom training presentations and seminars. Furthermore, employees will be offered additional training and education opportunities throughout their employment with DMCTC in an effort to retain skilled and knowledgeable staff members. Employees that are customer-facing (including all Retail Associates) will be trained in first Aid, CPR, and will be required to be HIPAA trained and certified.

All employees will be trained in the Equal Employment Opportunity Act, discrimination laws, Immigration Reform and Control Act, Americans with Disability Act, Family Medical Leave Act, and the Alcohol/Drug Free Workplace policy.

Full time regular employees will be eligible for reimbursement for education costs that are approved by the organization. Professional development can be obtained through attendance at seminars, educational courses and degree programs that, once acquired, will assist the employee in performing his or her essential job functions and increase employee's contribution to the organization. Other professional development expenses that will be reimbursable are membership fees to professional organizations, registration fees for meetings, conferences, workshops and seminars, fees and subscription for scholarly journals, books, and computer-based resources.

In addition, DMCTC will provide the following types of training and development:

Job specific training – Training and development that increases employee skills and abilities to meet the requirements of the current position;

Career development – Training and development that build employee competencies to prepare them for future positions; and

Educational development – Courses through a credited educational institution

Furthermore, training and development can be on-the-job (informal) or formal training programs. On-the-job training and development include activities such as:

- Peer or supervisor coaching on particular job-related skills;
- Mentoring, with an internal or external mentor on the job and career-related skills and abilities;
- Job rotation;
- Job shadowing;
- Cross training; and
- "Acting" responsibilities when superiors are away.

In alignment with DMCTC's organizational values of innovation and excellence, DMCTC encourages the continuous learning of employees. DMCTC will establish an annual Training and Development Plan and Budget. The Training and Development Plan will identify:

- Organizational knowledge acquirement and skill development required; and
- Functional knowledge acquirement and skill development required.

Managers will identify, with input from employees, opportunities for individuals to attend conferences meetings or training sessions that will result in the acquirement of the knowledge and skills identified in the plan during his or her annual evaluation. Employees may

also request to attend conferences, meetings or training sessions that will further their personal career development.

Separating Recreational from Medical Operations

DMC expects to cultivate all of its Marijuana product at 7 River Rd. in Whately MA. DMC currently holds a provisional medical license and expects to locate its medical cultivation to 7 River Rd. in Whately.

New clones will immediately be designated for adult use or medical use. DMC will employ CCC approved software to create a barcode for each new clone that will track it from clone all the way to sale. Barcodes will allow DMC to reference all data on each individual plant that will include its designation as either medical or adult use.

DMC will take the added measure of physically separating plants designated for adult use and plants designated for medical. All medical plants will be clustered together in their own growing space creating an environment where it is easy to tell medical plants from adult use plants.

Upon harvest, all marijuana designated for medical use will be stored separately and labelled to identify the product as medical use only. All medical and adult use product will be electronically monitored through-out processing, manufacturing and packaging. All finished product will be weighed and inventoried to create a final log of that product before sale. All packaged marijuana will be labelled either for medical use or adult use in accordance with 935 CMR502.105(5).

Medical and adult use marijuana will be physically separated in a retail environment in accordance with 935 CMR502.140(6). Medical sales will operate at a different end of the store relative to adult use sales. Medical product will be stored in specially designated units, storage shall be placed near medical point of sales. Adult use product will be stored in specially designated units, storage shall be placed near adult use point of sales. Customer que's to enter the store will be separated by adult use and medical use, and medical patients will be required to show a valid medical card. Upon entering the retail store medical patients will be directed towards the medical sales counter and adult use customers will be directed to adult use sales counters. Upon sale, medical patients will again be required to show valid medical card.

Restricting Access to Age 21 and Older

DMCTC will adhere to state requirements restricting access to individuals under 21 [935 CMR 501.110(1)(a)]. DMCTC will take steps to ensure that persons under 21 will not have access to its Marijuana Product Manufacturer Facility. DMCTC will employ hiring practices in accordance with state and local regulations that prohibit the hiring of individuals under the age of 21 [935 CMR 501.030]. All potential employees will be screened for age and anyone under 21 will be excluded from the hiring process. Furthermore, no one under 21 will be allowed to visit DMCTC's Product Manufacturer facility. All product will be shipped to 3rd party vendors or to DMCTC's own retail operations. All entrances will require key card access to prevent unauthorized entry. DMCTC will employ a security guard during business hours screen entry to the premises and prevent unauthorized access, which includes persons under 21. All visitors will require authorized I.D. to be granted access to the facility which includes:

- Driver's License
- Government issued identification card
- Military identification card
- Passport

The outside perimeter of all DMCTC's operations will locations will be sufficiently lit to facilitate surveillance. DMCTC will ensure that all trees, bushes and other foliage do not allow for a person or persons to conceal themselves from sight. DMCTC will employ security measures including biometric locks, alarms, cameras and vigilant monitoring. DMCTC will hire a Director of Security from the law enforcement community who has extensive experience providing public safety. DMCTC will train all staff members in security procedures and emergency preparedness. All locations will be designed to restrict unauthorized entrance but allow for appropriate egress in emergency situations.

DMCTC will only advertise where at least 85% of the audience is expected to be 21 years of age or older. All products and packaging will avoid imagery that may be attractive to minors, and all product will be labeled to indicate the product is for use by adults 21 years of age or older. All packing will be child resistant.

DMCTC will follow all state regulations required for transport of marijuana to make sure that all product transported from the cultivation site reaches its designated destination and is not diverted along the way [935 CMR 501.105(13)].

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QUALITY CONTROL AND TESTING

Pursuant to 935 CMR 500.160, Debilitating Medical Condition Treatment Centers (“DMCTC” or “the Company”) will not sell or market any marijuana product that has not been tested by licensed Independent Testing Laboratories. Testing of marijuana products shall be performed by an Independent Testing Laboratory in compliance with the Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products, as amended in November 2016 and published by the Massachusetts Department of Public Health. Every marijuana product sold will have a set of specifications which define acceptable quality limits for cannabinoid profile, residual solvents, metals, bacteria, and pesticides. DMCTC shall implement a written policy for responding to laboratory results that indicate contaminant levels that are above acceptable levels established in DPH protocols identified in 935 CMR 500.160(1) and subsequent notification to the Commission of such results. Results of any tests will be maintained by DMCTC for at least one year in accordance with 935 CMR 500.160 (5). All transportation of marijuana to or from testing facilities shall comply with 935 CMR 500.105(13) and any marijuana product returned to DMCTC by the testing facility will be disposed of in accordance with 935 CMR 500.105(12). DMCTC shall never sell or market adult use marijuana products that have not first been tested by an Independent Testing Laboratory and deemed to comply with the standards required under 935 CMR 500.160.

DMCTC’s policies include requirements for handling of marijuana, pursuant to 935 CMR 500.105(3), including sanitary measures that include, but are not limited to: hand washing stations; sufficient space for storage of materials; removal of waste; clean floors, walls and ceilings; sanitary building fixtures; sufficient water supply and plumbing; and storage facilities that prevent contamination. All DMCTC staff will be trained and ensure that marijuana and marijuana products are handled with the appropriate food handling and sanitation standards. DMCTC will ensure the proper equipment and storage materials, including adequate and convenient hand washing facilities; food-grade stainless steel tables; and temperature- and humidity- control storage units, refrigerators, and freezers.

DMCTC’s Director of Compliance will provide quality control oversight over all marijuana products purchased from wholesale suppliers and sold to licensed adult-use cannabis retail establishments within the Commonwealth of Massachusetts. All DMCTC staff will immediately notify the Director of Compliance of any actual or potential quality control issues, including marijuana product quality, facility cleanliness/sterility, tool equipment functionality, and storage conditions. All issues with marijuana products or the facility will be investigated and immediately rectified by the Director of Compliance, including measures taken, if necessary, to contain and dispose of unsafe products. The Director of Compliance will closely monitor product quality and consistency, and ensure expired products are removed and disposed.

Pursuant to 935 CMR 500.120(14), DMCTC will provide a quality control sample of marijuana flower to its employees for the purpose of ensuring product quality and determining whether to make the product available to consumers. Such quality control samples will not be consumed by DMCTC staff on the premises, be sold to another licensee or consumer, and will be tested in accordance with 935 CMR 500.160. All quality control samples provided to DMCTC staff will be assigned a sequential alphanumeric identifier and entered into the Seed-to-Sale SOR in a manner determined by the Commission, and will be designated as a “Quality Control Sample.” All quality control samples will have a label affixed to them in accordance with 935 CMR 500.120(14)(e), Upon providing a quality control

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sample to DMCTC staff, DMCTC will record the reduction in quantity of the total weight or item under the alphanumeric sequence associated with the quality control sample, the date and time the sample was given to the employee, the agent registration number of the employee receiving the sample, and the name of the employee.

All DMCTC staff will receive relevant quality assurance training and provide quality assurance screening of marijuana flower, to ensure it is well cured and free of seeds, stems, dirt, and contamination, as specified in 935 CMR 500.105(3)(a), and meets the highest quality standards. All staff will wear gloves when handling marijuana and marijuana products, and exercise frequent hand washing and personal cleanliness, as specified in 935 CMR 500.105(3)(b)(2). All phases of cultivation, processing, and packaging of marijuana will take place in a limited access area of DMCTC.

DMCTC management and inventory staff will continuously monitor quality assurance of marijuana products and processes, and prevent and/or mitigate any deficiencies, contamination, or other issues which could harm product safety.

Any spoiled, contaminated, dirty, spilled, or returned marijuana products are considered marijuana waste and will follow DMCTC procedures for marijuana waste disposal, in accordance with 935 CMR 500.105(12). Marijuana waste will be regularly collected and stored in the secure-access, locked inventory vault.

Pursuant to 935 CMR 500.105(11)(a)-(e), DMCTC shall provide adequate lighting, ventilation, temperature, humidity, space and equipment, in accordance with applicable provisions of 935 CMR 500.105 and 500.110. DMCTC will have a separate area for storage of marijuana that is outdated, damaged, deteriorated, mislabeled, or contaminated, or whose containers or packaging have been opened or breached, unless such products are destroyed. DMCTC storage areas will be kept in a clean and orderly condition, free from infestations by insects, rodents, birds and any other type of pest. The DMCTC storage areas will be maintained in accordance with the security requirements of 935 CMR 500.110.

All testing results will be maintained by DMCTC for no less than one year in accordance with 935 CMR 500.160(3).

Pursuant to 935 CMR 500.160(11), no marijuana product shall be sold or marketed for sale that has not first been tested and deemed to comply with the Independent Testing Laboratory standards.

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PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS

Debilitating Medical Condition Treatment Centers (“DMCTC” or the “Company”) has drafted and instituted these personnel policies to provide equal opportunity in all areas of employment, including hiring, recruitment, training and development, promotions, transfers, layoff, termination, compensation, benefits, social and recreational programs, and all other conditions and privileges of employment, in accordance with applicable federal, state, and local laws. DMCTC shall make reasonable accommodations for qualified individuals with demonstrated physical or cognitive disabilities, in accordance with all applicable laws. In accordance with 935 CMR 500.101(3)(a), DMCTC is providing these personnel policies, including background check policies, for its Marijuana Establishment.

Management is primarily responsible for seeing that equal employment opportunity policies are implemented, but all members of the staff share the responsibility for ensuring that, by their personal actions, the policies are effective and apply uniformly to everyone. Any employee, including managers, that DMCTC determines to be involved in discriminatory practices are subject to disciplinary action and may be terminated. DMCTC strives to maintain a work environment that is free from discrimination, intimidation, hostility, or other offenses that might interfere with work performance. In keeping with this desire, we will not tolerate any unlawful harassment of employees by anyone, including any manager, co-worker, vendor or DMCTCs.

In accordance with 935 CMR 500.105(1), General Operational Requirements for Marijuana Establishments, Written Operating Procedures, as a Marijuana Establishment, DMCTC has and follows a set of detailed written operating procedures for each location. DMCTC has developed and will follow a set of such operating procedures for each facility. DMCTC’s operating procedures shall include, but are not necessarily limited to the following:

- (a) Security measures in compliance with 935 CMR 500.110;
- (b) Employee security policies, including personal safety and crime prevention techniques;
- (c) A description of the Marijuana Establishment’s hours of operation and after-hours contact information, which shall be provided to the Commission, made available to law enforcement officials upon request, and updated pursuant to 935 CMR 500.000.
- (d) Storage and waste disposal of marijuana in compliance with 935 CMR 500.105(11);
- (e) Description of the various strains of marijuana to be cultivated, processed or sold, as applicable, and the form(s) in which marijuana will be sold;
- (f) Procedures to ensure accurate recordkeeping, including inventory protocols for transfer and inventory in compliance with 935 CMR 500.105(8) and (9);
- (g) Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;
- (h) A staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
- (i) Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- (j) Alcohol, smoke, and drug-free workplace policies;
- (k) A plan describing how confidential information will be maintained;
- (l) A policy for the immediate dismissal of any marijuana establishment agent who has:
 - 1. Diverted marijuana, which shall be reported to law enforcement officials and to the Commission;

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2. Engaged in unsafe practices with regard to operation of the Marijuana Establishment, which shall be reported to the Commission; or
 3. Been convicted or entered a guilty plea, plea of nolo contendere, or admission to sufficient facts of a felony drug offense involving distribution to a minor in the Commonwealth, or a like violation of the laws of any other jurisdiction.
- (m) A list of all board members and executives of a Marijuana Establishment, and members, if any, of the licensee shall be made available upon request by any individual. 935 CMR 500.105(1)
- (n) Requirement may be fulfilled by placing this information on the Marijuana Establishment's website.
- (n) Policies and procedures for the handling of cash on Marijuana Establishment premises including, but not limited to, storage, collection frequency, and transport to financial institution(s), to be available upon inspection.
- (o) Policies and procedures to prevent the diversion of marijuana to individuals younger than 21 years old.
- (p) Policies and procedures for energy efficiency and conservation that shall include:
1. Identification of potential energy use reduction opportunities (including but not limited to natural lighting, heat recovery ventilation and energy efficiency measures), and a plan for implementation of such opportunities;
 2. Consideration of opportunities for renewable energy generation, including, where applicable, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;
 3. Strategies to reduce electric demand (such as lighting schedules, active load management and energy storage); and
 4. Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

In accordance with 935 CMR 500.105(2)(b), all of DMCTC's current agents, managers and employees involved in the handling and sale of marijuana will successfully complete a Responsible Vendor Training Program, and once designated a "Responsible Vendor." Once a marijuana establishment is designated a Responsible Vendor, all of DMCTC's Agents that are involved in the handling and sale of marijuana for adult use will successfully complete the Basic Core Curriculum within 90 days of hire. This program shall then be completed at a minimum of eight hours by DMCTC's agents annually, with the exception for agents classified as Administrative Employees, may participate in the Responsible Vendor Training Program on a voluntary basis. DMCTC shall maintain records of responsible vendor training compliance, pursuant to 935 CMR 500.105(2)(b)(4)(g). Responsible vendor training shall include: marijuana's effect on the human body; diversion prevention; compliance with all tracking requirements; identifying acceptable forms of ID, including spotting and confiscating fraudulent ID; and key state and local laws affecting marijuana establishment agents..

All employees of DMCTC will be duly registered as marijuana establishment agents and have to complete a background check in accordance with 935 CMR 500.030(1). All marijuana establishment agents will complete a training course administered by DMCTC and complete a Responsible Vendor Program in compliance with 935 CMR 500.105(2)(b). Employees will be required to receive a minimum of eight hours of on-going training annually pursuant to 935 CMR 500.105(2)(a).

In accordance with 935 CMR 500.105(9), General Operational Requirements for Marijuana

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Establishments, Recordkeeping, DMCTC's personnel records will be available for inspection by the Commission, upon request. DMCTC's records shall be maintained in accordance with generally accepted accounting principles. Written records that are required and are subject to inspection include, but are not necessarily limited to, all records required in any section of 935 CMR 500.000, in addition to the following:

The following DMCTC personnel records:

1. Job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions;
2. A personnel record for each of DMCTC's marijuana establishment agents. Such records shall be maintained for at least 12 months after termination of the individual's affiliation with DMCTC and shall include, at a minimum, the following:
 - a. all materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - b. documentation of verification of references;
 - c. the job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision
 - d. documentation of all required training, including training regarding privacy and confidentiality requirements, and the signed statement of the individual indicating the date, time, and place he or she received said training and the topics discussed, including the name and title of presenters;
 - e. documentation of periodic performance evaluations;
 - f. a record of any disciplinary action taken; and
 - g. notice of completed Responsible Vendor Training Program and in-house training for DMCTC agents required under 935 CMR 500.105(2).
3. A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
4. Personnel policies and procedures, including at a minimum, the following:
 - a. Code of Ethics;
 - b. Whistle-blower policy and
5. All background check reports obtained in accordance with M.G.L. c. 6 §172, 935 CMR 500.030.

Following closure of a Marijuana Establishment, all records will be kept for at least two years at the expense of the Marijuana Establishment and in a form and location acceptable to the Commission. DMCTC understands that in the event that DMCTC were to close, all records will be kept for at least two years at the expense of DMCTC and in a form and location acceptable to the Commission.

Record Keeping

Summary

DMCTC will maintain records in accordance with generally accepted accounting principals and in accordance with 935 CMR 501.105. In addition to general business and financial records DMCTC will maintain records of operating procedures, personnel policies, inventory, waste disposal records and seed to sale records that track all individual marijuana plant all the way through sale [935 CMR 501.105(9)].

DMCTC will personnel records in accordance with 935 CMR 501.105(9)(d). This includes descriptions for job and volunteer positions as well as organizational charts that include these descriptions. DMCTC will maintain personnel records for all establishment agents and maintained for at least 12 months after termination. Records will include:

- All registration materials in accordance with 935 CMR 501.030;
- Employee references;
- Employee contracts, and job description;
- Documented relevant employee trainings;
- Performance evaluations;
- Notice of completion of responsible vendor training; and
- Background check reports.

DMCTC will keep business records in accordance with 935 CMR 501.105(9)(e) that will include:

- Assets and Liabilities;
- Monetary Transactions;
- Books of account;
- Sales records; and
- Salary wages paid.

DMCTC will use record keeping software that is compliant with State regulations and is in HIPAA compliance. DMCTC will rely on electronic record keeping to the greatest extent possible, as long as we can ensure that patient safeguards are in place and the system is in compliance with HIPAA guidelines. Data will be backed up at regular intervals to prevent any loss of data. In the event that we must keep a paper record, we will store all files in a locked cabinet in a limited access area. Upon Closure DMCTC will maintain records, at its own expensive, for at least 2 years.

All staff will be trained on customer privacy policies, including HIPAA compliance.

- DMCTC will store any required customer records in locked, limited access areas.
- DMCTC will use software which operates in a manner consistent with HIPAA guidelines relative to customer data security and privacy. The system maintains strict user access controls to ensure employees may only access data appropriate to their role in the organization in locations appropriate to their function within the operation.

Activity : Record-Keeping

Inputs : These are the items required on-site :

- Internet access;
- Traceability software, seed-to-sale as mandated by the state;
- Computer to run traceability, accounting, HR, and software required for operations of the cultivation site; and
- Traceability supplies for printing required barcodes (ink, paper, stickers).

Personnel :

- Records maintained for at least 12 months after employee termination;
- Updated list of job descriptions;
- Updated Organizational chart;
- Personnel trainings, evaluations, etc.;
- Background check records, which will be kept in a secured area;
- Contact information including phone numbers and e-mail of management; vendors, state/local authorities, consultants, contractors;
- List of personnel with access to surveillance;
- Visitor records

Plants:

- Collect data and create database for following:
 - crop schedule and calendar;
 - developmental timeline for plants through harvest and waste disposal;
 - weights of all plants at different stages of growth;
 - genetics of plants; and
 - climate and environmental conditions.
- Pesticides, nutrients, and crop additives and inputs;
- Maintain records of Lab Tested Product for 12 months;
- Waste amounts and weights of destroyed marijuana product, including date of destruction. Waste weights will be verified by two individuals; and
- Electronic and paper documentation of all products transported between DMCTC facilities and 3rd party vendors, maintained for at least 1 year.

Business:

- Updated list of personnel salaries;
- All 3rd party vendor/business contracts;
- All relevant sales data;

- Insurance Records;
- Annual Reports;
- Monetary transactions;
- General Accounting; and
- Up to date Operating Policies and Procedures.

Maintenance of Financial Records

DMC will maintain all records in accordance with 935 CMR 500.105(9). The Chief Financial Officer will be the custodian of DMCTC's accounts. The CFO will maintain a policy and procedural manual. This manual will be oriented to the accounting and management reporting aspects of DMCTC. The Policy and procedural manual will provide staff and auditors with a ready reference to the procedures and policies utilized throughout DMCTC as it relates to accounting and management reporting. The manual will be reviewed and updated as needed but no less than annually under the direction of the CFO.

All financial records shall be maintained electronically through specialized software and go through frequent back up in order to preserve all relevant data. Financial records will include all inputs and outputs of cash from all levels of the business and will be maintained by a dedicated accountant. Financial records will include a statement of retained earnings and cash flow, income statements and the company's balance sheet and tax returns.

- CFO will maintain records in accordance with 935 CMR 500.105(9)
- All records will be available for Commission inspection
- DMCTC will submit a record of financial benefits provided to Whately as part of the license renewal process.

DMCTC

QUALIFICATIONS AND TRAINING

Debilitating Medical Condition Treatment Center (“DMCTC” or the “Company”) shall, pursuant to 935 CMR 500.105(2)(a), ensure that all marijuana establishment agents complete the minimum training requirements prior to performing job functions. Marijuana establishment agents will receive a total of eight hours of training that will be tailored to the role and responsibilities of the designated job function at DMCTC. Marijuana establishment agents will be trained for one week before acting as an agent. At a minimum, marijuana establishment agents shall receive a total of eight hours of on-going training annually. New marijuana establishment agents will receive employee orientation prior to beginning work with DMCTC. Each department manager will provide orientation for agents assigned to their department. Orientation will include a summary overview of all the training modules.

In accordance with 935 CMR 500.105(2)(b)(1), all current marijuana establishment agents of DMCTC involved in the handling and sale of marijuana at the time of licensure or licensure renewal, will have successfully completed a Responsible Vendor Training (“RVT”) Program, and be designated a “responsible vendor.” In accordance with 935 CMR 500.105(2)(b)(1)(a)-(c), a marijuana establishment agent at DMCTC will be enrolled in the Basic Core Curriculum of the RVT program, and successfully complete the course within 90 days of hire. Upon the completion of the Basic Core Curriculum, the marijuana establishment agent will be eligible to enroll in the Advanced Core Curriculum if DMCTC deems it appropriate. Administrative employees at DMCTC, that do not handle or sell marijuana, may voluntarily participate in the four-hour RVT requirement, but may take a Responsible Vendor Training Program.

DMCTC will comply with 935 CMR 500.105(2)(b)(3) by requiring all marijuana establishment agents who have completed the Basic Core Curriculum, and are involved in the handling and sale of marijuana enroll in and complete the four-hour RVT requirement annually. This will ensure that DMCTC maintains its designation as a Responsible Vendor.

DMCTC shall maintain records of responsible vendor training compliance, pursuant to 935 CMR 500.105(2)(a)(5). Responsible vendor training shall include: marijuana’s effects on the human body; diversion prevention and prevention of sales to minors; compliance with seed-to-sale tracking requirements; identifying acceptable forms of ID along with spotting and confiscating fraudulent ID; and key state and local laws.

All of DMCTC’s employees will be registered as marijuana establishment agents, in accordance with 935 CMR 500.030. All DMCTC employees will be duly registered as marijuana establishment agents and have to complete a background check in accordance with 935 CMR 500.030(2). All registered agents of DMCTC shall meet suitability standards of 935 CMR 500.800.

Training will be recorded and retained in the marijuana establishment agents’ files. DMCTC shall retain all training records for four (4) years as required by 935 CMR 500.105(2)(a)(5). All marijuana establishment agents will have continuous quality training and a minimum of 8 hours annual on-going training.

Energy Compliance Plan

In accordance with 935 CMR 501.105(15), DMCTC shall demonstrate consideration of the following factors as part of its operating plan and application for licensure:

- (a) DMCTC will identify potential energy use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;
- (b) DMCTC will consider renewable energy generation including, where applicable, submission of building plans showing where energy generators could be placed on the site, and an explanation of why the identified opportunities were not pursued, if applicable;
- (c) DMCTC will consider strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage); and
- (d) DMCTC will engage with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

Energy Efficiency: DMCTC will take steps to reduce its energy usage on site using best practices in accordance with 935 CMR 501.130(5)(e). DMCTC will source the majority of its product from its own proposed outdoor cultivation, which provides dramatic energy efficiency improvement against indoor cultivation operations. CCC regulations recognize this environmental benefit and provides certain benefits to outdoor cultivation licensees. The proposed project will utilize high-efficiency equipment and fixtures wherever possible. The existing small solar array will be retained and integrated to the site electrical system.

Water Efficiency: DMCTC will take steps to reduce its water usage on site using best practices. In accordance with 935 CMR 501.130(3) DMCTC shall meet all applicable environmental laws, regulations, permits and other applicable approvals including, but not limited to, those related to water quality and quantity, wastewater, solid and hazardous waste management and air pollution control, including prevention of odor and noise pursuant to 310 CMR 7:00: *Air Pollution Control*, and to use additional best management practices as determined by the Commission in consultation with the working group established under St. 2017, c. 55, § 78(b) or applicable departments or divisions of the EOEEA to reduce energy after usage, engage in energy conservation and mitigate other environmental impacts.

Safety Plan for Manufacturing

Debilitating Medical Conditions Treatment Center (“DMCTC” or the “Company”) will implement policies and procedures that meet or exceed all requirements to ensure the secure, safe sustainable and proper production of marijuana products, as outlined by the Cannabis Control Commission. DMCTC will establish and maintain policies and procedures as outlined in this plan.

Pursuant to 935 CMR 500.130(5)(a-l), in addition to the written operating policies required under 935 CMR 500.105(1) *Written Operating Procedures* DMCTC will maintain written policies and procedures for the production or distribution of marijuana, as applicable, which will include:

- Policies and procedures for ensuring safety in all processing activities and the related uses of extraction equipment in compliance with the standards set forth in 527 CMR 1.00: *The Massachusetts Comprehensive Fire Code*;
- Policies and procedures for developing and providing Vendor Samples to a Marijuana Retailer. Policies and procedures shall include methods by which the Marijuana Product Manufacturer will adequately track, record, and document all Vendor Samples developed on, or provided from, the licensed Premises in satisfaction of 935 CMR 500.130(7); and
- Policies and procedures for developing and providing Quality Control Samples to employees for the purpose of ensuring product quality and determining whether to make the product available to sell. Policies and procedures shall include methods by which the Marijuana Product Manufacturer will adequately track, record, and document all Quality Control Samples developed on, or provided from, the licensed Premises in satisfaction of 935 CMR 500.130(8): *Vender Samples*. Policies and procedures shall further prohibit consumption of Quality Control Samples on the licensed Premises.

In addition to the general operational requirements for Marijuana Establishments required under 935 CMR 500.105, Marijuana Product Manufactures will comply with the following additional operational requirements:

Pursuant to 935 CMR 500.130(2), DMCTC will prepare, handle and store all edibles in compliance with the sanitation requirements in 105 CMR 590.000 and with the requirements for food handlers specified in 105 CMR 300.000. DMCTC will package and label any product that resembles typical food or beverages as required by 935 CMR 500.105(5) and (6).

DMCTC shall meet all applicable environmental laws, regulations, permits and other approvals including those related to water quality and quantity, wastewater, solid and hazardous waste management and air pollution control including prevention of odor and noise pursuant to 310 CMR, in accordance with 935 CMR 500.130(3). DMCTC will use additional best management practices as determined by the Commission or applicable departments or divisions of the EOEEA to reduce energy and water usage.

Debilitating Medical Condition Treatment Center (“DMCTC” or the “Company”) shall, pursuant to 935 CMR 500.105(2)(a), ensure that all marijuana establishment agents complete the minimum training requirements prior to performing job functions. Marijuana establishment agents will receive a total of eight hours of training that will be tailored to the role and responsibilities of the designated job function at DMCTC. Marijuana establishment agents will be trained for one week before acting as an agent. At a minimum, marijuana establishment agents shall receive a total of eight hours of on-going training annually. New marijuana establishment agents will receive employee orientation prior to beginning work with DMCTC. Each department manager will provide orientation for agents assigned to their department. Orientation will include a summary overview of all the training modules. All Employees will be given all necessary personal protective gear required to complete job functions associated with all aspects of the manufacturing process.

In accordance with 935 CMR 500.105(1), General Operational Requirements for Marijuana Establishments, Written Operating Procedures, as a Marijuana Establishment, DMCTC has and follows a set of detailed written operating procedures for each location. DMCTC has developed and will follow a set of such operating procedures for each facility. DMCTC’s operating procedures shall include, but are not necessarily limited to the following:

- Security measures in compliance with 935 CMR 500.110;
- Employee security policies, including personal safety and crime prevention techniques;
- Storage and waste disposal of marijuana in compliance with 935 CMR 500.105(11);
- Plans for quality control, including product testing for contaminants in compliance with 935 CMR 500.160;
- A staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
- Emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies; and
- Alcohol, smoke, and drug-free workplace policies.

DMCTC will make use of a “closed loop” BHO system which will prevent any solvent from escaping into the air. All equipment will be certified by a recognized laboratory or engineer. DMCTC will work with the local fire department to be compliant with local, state and national fire codes. DMCTCs extraction room will be C1D1 compliant and employ a variety of different safety measures including but not limited to:

- Employee safety training;
- Ventilation, prevents the buildup of any flammable solvents;
- Removal of ignition sources in extraction rooms, fans, motors, open flames, electrical connections, etc;
- Vapor monitoring, a system that will send an alarm if flammable gasses are detected;
- Closed loop extraction equipment, to prevent the release of any flammable vapors into the atmosphere; and
- Fire suppression systems such as sprinklers, dry powder, carbon dioxide or water mists.

DMCTC

Diversity Plan – Statement of Purpose

DMCTC was founded by a diverse group of individuals including women, minorities and veterans. DMCTC is acutely aware of the obstacles that many minorities face when entering the workforce. Our original founder, Heriberto Flores, is the current president of a community development organization based in Springfield called Partners for Community (PFC). PFC is a non-profit community development organization that works to build the Springfield community through social support, training, education and job placements. **It is DMCTC's mission** to continue the values of community development instilled by its original founders by creating pathways to employment for underrepresented and diverse communities in MA.

DMCTC works with a partner organization of PFC called Brightwood Development Corporation ("BDC"), a diversity focused entity that:

- Predominantly serves Hispanic and Latino individuals and funds community development projects;
- Provides employment training and housing;
- Works with area farmers to supply trained labor; and
- Connects area workers with job providers, in this case DMCTC, by advertising job postings and connecting their participants directly with DMCTC.

Goals

1. Partner with Brightwood Development Corporation to create accessible pathways of employment to diverse populations into the marijuana industry. Hire 35% minorities, 35% women, 35% veterans, 35% people with disabilities and 5% LGBTQ to work for DMCTC and provide tools to ensure their success.
2. Develop an internal mentorship program to help serve DMCTC's diverse employees. The mentorship program will be designed to bolster job retention and foster a positive team atmosphere. In addition, the program will expose diverse employees to new skills to prepare them for upper level positions. DMCTC will seek to retain 50% of its employees that enter the program over a year period. DMCTC will seek to promote 25% of the employees that enter the program.

Program

1. DMCTC has outlined several strategies as part of a program to achieve its above stated goal to partner with Brightwood Development Corporation to create accessible pathways of employment to diverse populations into the marijuana industry.
 - Network with BDC monthly to maintain an updated list of job openings and connect directly to job candidates with diverse backgrounds, and
 - Post monthly job announcements through BDC.

DMCTC

DMCTC has outlined several strategies as part of a program to achieve its above stated goal to hire 35% minorities, 35% women, 35% veterans, 35% people with disabilities and 5% LGBTQ to work for DMCTC and provide tools to ensure their success.

- Create an environment where individuals from all backgrounds feel comfortable and welcome by creating a dialogue with current and prospective employees regarding diversity in the workplace;
- Post monthly job announcements through BDC, and
- Utilize local newspapers and online platforms to publish updated job postings on an as needed basis.

2. DMCTC has outlined several strategies as part of a program to achieve its above stated goal to develop an internal mentorship program to help serve DMCTC's diverse employees.

The program will function as follows:

Mentors will be experienced full time staff. Mentors will provide basic job training and leadership development to diverse employees hired by DMCTC. The goal of the program will be to create a support system to bolster job retention and expose DMCTC's diverse employees to different job skills that can prepare them for upper level positions.

Progress of the mentor program will be monitored using bi-monthly assessment meetings between management and the mentor, and management and the mentee. Meetings with mentors will address the employees progress including ability to perform basic job functions, capacity to take on new job responsibilities and general professionalism towards the job. Meetings with the mentee will address job satisfaction, their thoughts on the progress they have made, the usefulness of the program and their take on the mentor they were assigned. DMCTC will use these meetings to continually develop the program to achieve our goal of retaining and promoting diverse employees.

Measurements

DMCTC will conduct yearly evaluations to assess the implementation and outcomes of its Diversity program. If delays in implementation are identified, they will be subject to review to assess factors leading to program delays. Once factors are properly identified, the program and/or goals will be modified to address those issues. Where goals are not met, barriers to those goals will be identified and program strategy adjusted.

Measurements will include:

Goal 1:

- Number of times BDC advertised DMCTC jobs,
- Number of Individuals referred to DMCTC for employment by BDC,
- Number of individuals employed as a result of referral from BDC.
- Number of LGBTQ, minorities, women, veterans, people with disabilities who

DMCTC

- were hired and retained after the issuance of a license;
- Number of positions created since initial licensure, and
- Number of postings in diverse publications or general publications with supporting documentation.

Goal 2:

- Number of diverse employees hired that were officially assigned a mentor;
- Retention rates of diverse employees that enter the program;
 - Date of hire;
 - Length of time with the company;
 - If they currently employed with the company;
 - If they are no longer employed, were they fired or did they quit, and
- Number of diverse employees that entered the program and were promoted.

DMCTC 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 Marijuana Establishments.

Any actions taken, or programs instituted, by DMCTC will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.