



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR284920
Original Issued Date: 09/21/2023
Issued Date: 09/21/2023
Expiration Date: 09/21/2024

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: FFD Enterprises MA, Inc.

Phone Number: 860-490-0359 Email Address: bzachs@finefettle.com

Business Address 1: 175 Memorial Avenue

Business Address 2:

Business City: West Springfield Business State: MA

Business Zip Code: 01089

Mailing Address 1: 40 Woodland Street

Mailing Address 2:

Mailing City: Hartford

Mailing State: CT

Mailing Zip Code: 06105

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes

Priority Applicant Type: RMD Priority

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number: RP201928

RMD INFORMATION

Name of RMD: FFD Enterprises MA, Inc.

Department of Public Health RMD Registration Number: RMD1306

Operational and Registration Status: Obtained Final Certificate of Registration and is open for business in Massachusetts

To your knowledge, is the existing RMD certificate of registration in good standing?: yes

If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: Percentage Of Control: 1

Role: Board Member

Other Role:

First Name: Henry

Last Name: Zachs

Suffix:

Gender: Male

User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 2

Percentage Of Ownership: Percentage Of Control: 10

Role: Board Member Other Role:

First Name: Benjamin Last Name: Zachs Suffix:

Gender: Male User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 3

Percentage Of Ownership: Percentage Of Control: 29

Role: Owner / Partner Other Role:

First Name: Eric Last Name: Zachs Suffix:

Gender: Male User Defined Gender:

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

Specify Race or Ethnicity:

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100 Percentage of Ownership: 100

Entity Legal Name: Zafa XXV, LLC Entity DBA: DBA City:

Entity Description: Closely held manager-managed LLC family investment vehicle managed by Henry Zachs.

Foreign Subsidiary Narrative:

Entity Phone: 860-727-5702 Entity Email: Entity Website: hzachs@mcmgmt.com

Entity Address 1: 40 Woodland Street Entity Address 2:

Entity City: Hartford Entity State: CT Entity Zip Code: 06105

Entity Mailing Address 1: 40 Woodland Street Entity Mailing Address 2:

Entity Mailing City: Hartford Entity Mailing State: CT Entity Mailing Zip Code: 06105

Relationship Description: Zafa XXV, LLC is the sole shareholder of FFD Enterprises MA, Inc.

Entity with Direct or Indirect Authority 2

Percentage of Control: 60 Percentage of Ownership:

Entity Legal Name: ZAFA II, LLC Entity DBA: DBA City:

Entity Description: Closely held manager-managed LLC family investment vehicle managed by Henry Zachs.

Foreign Subsidiary Narrative:

Entity Phone: 860-727-5734 Entity Email: ezachs@bbvllc.com Entity Website:

Entity Address 1: 40 Woodland Street Entity Address 2:

Entity City: Hartford Entity State: CT Entity Zip Code: 06105

Entity Mailing Address 1: 40 Woodland Street Entity Mailing Address 2:

Entity Mailing City: Hartford Entity Mailing State: CT Entity Mailing Zip Code:

Relationship Description: ZAFA II,LLC owns 60% of ZAFA XXV,LLC, which will be the sole shareholder of the FFD Enterprises MA, Inc. ZAFA II,LLC is a closely held manager-managed LLC family investment vehicle managed by Henry Zachs.

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: FFD Enterprises MA Inc **Entity DBA:** Fine Fettle

Email: bzachs@finefettle.com **Phone:** 860-490-0359

Address 1: 40 Woodland Street **Address 2:**

City: Hartford **State:** CT **Zip Code:** 06105

Types of Capital: Monetary/Equity **Other Type of Capital:** **Total Value of Capital Provided:** \$250000 **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: Eric **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD Central, LLC **Entity DBA:** Fine Fettle Dispensary- Willimantic

Entity Description: Connecticut Adult Use and Medical Marijuana Hybrid Facility

Entity Phone: 860-717-9333 **Entity Email:** hello@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 1548 West Main Street **Entity Address 2:**

Entity City: Willimantic **Entity State:** CT **Entity Zip Code:** 06226 **Entity Country:** USA

Entity Mailing Address 1: 40 Woodland Street **Entity Mailing Address 2:**

Entity Mailing City: Hartford **Entity Mailing State:** CT **Entity Mailing Zip Code:** 06105 **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: Eric **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD Newington, LLC **Entity DBA:** Fine Fettle Dispensary- Newington

Entity Description: Connecticut Adult Use and Medical Marijuana Hybrid Facility

Entity Phone: 860-333-9032 **Entity Email:** newington@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 2280 Berlin Turnpike **Entity Address 2:**

Entity City: Newington **Entity State:** CT **Entity Zip Code:** 06111 **Entity Country:** USA

Entity Mailing Address 1: 40 Woodland Street **Entity Mailing Address 2:**

Entity Mailing City: Hartford **Entity Mailing State:** CT **Entity Mailing Zip Code:** 06105 **Entity Mailing Country:** USA

Business Interest in Other State 3

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

Owner First Name: **Owner Last Name:** Zachs **Owner Suffix:**

Benjamin

Entity Legal Name: FFD Newington, LLC

Entity DBA: Fine Fettle Dispensary- Newington

Entity Description: Connecticut Adult Use and Medical Marijuana Hybrid Facility

Entity Phone:

Entity Email:

Entity Website: www.finefettle.com

860-333-9032

newington@finefettle.com

Entity Address 1: 2280 Berlin Turnpike

Entity Address 2:

Entity City: Newington

Entity State: CT

Entity Zip Code: 06111

Entity Country: USA

Entity Mailing Address 1: 40 Woodland Street

Entity Mailing Address 2:

Entity Mailing City: Hartford

Entity Mailing State: CT

Entity Mailing Zip Code:

Entity Mailing Country:

06105

USA

Business Interest in Other State 4

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

Owner First Name: Benjamin

Owner Last Name: Zachs

Owner Suffix:

Entity Legal Name: FFD Central

Entity DBA: Fine Fettle Dispensary- Willimantic

Entity Description: Connecticut Adult Use and Medical Marijuana Hybrid Facility

Entity Phone: 860-717-9333

Entity Email: hello@finefettle.com

Entity Website: www.finefettle.com

Entity Address 1: 1548 West Main Street

Entity Address 2:

Entity City: Willimantic

Entity State: CT

Entity Zip Code: 06226

Entity Country: USA

Entity Mailing Address 1: 40 Woodland Street

Entity Mailing Address 2:

Entity Mailing City: Hartford

Entity Mailing State: CT

Entity Mailing Zip Code: 06105

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: Eric

Owner Last Name: Zachs

Owner Suffix:

Entity Legal Name: New Leaf, LLC

Entity DBA:

Entity Description: Class B Marijuana Cultivator

Entity Phone: 401-241-2740

Entity Email: tom@riextracts.com

Entity Website:

Entity Address 1: 24 Stafford Court

Entity Address 2:

Entity City: Cranston

Entity State: RI

Entity Zip Code: 02920

Entity Country: USA

Entity Mailing Address 1: 24 Stafford Court

Entity Mailing Address 2:

Entity Mailing City: Cranston

Entity Mailing State: RI

Entity Mailing Zip Code: 02920

Entity Mailing Country: USA

Business Interest in Other State 6

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

Owner First Name: Benjamin

Owner Last Name: Zachs

Owner Suffix:

Entity Legal Name: New Leaf, LLC

Entity DBA:

Entity Description: Class B Marijuana Cultivator

Entity Phone: 401-241-2740

Entity Email: tom@riextracts.com

Entity Website:

Entity Address 1: 24 Stafford Court

Entity Address 2:

Entity City: Cranston

Entity State: RI

Entity Zip Code: 02920

Entity Country: USA

Entity Mailing Address 1: 24 Stafford Court

Entity Mailing Address 2:

Entity Mailing City: Cranston

Entity Mailing State: RI

Entity Mailing Zip Code: 02920

Entity Mailing Country: USA

Business Interest in Other State 7

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

Owner First Name: Eric **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD West, LLC **Entity DBA:** Fine Fettle Dispensary- Stamford

Entity Description: Connecticut Adult Use and Medical Marijuana Hybrid Facility

Entity Phone: 203-989-9133 **Entity Email:** stamford@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 12 Research Drive **Entity Address 2:**

Entity City: Stamford **Entity State:** CT **Entity Zip Code:** 06907 **Entity Country:** USA

Entity Mailing Address 1: 40 Woodland Street **Entity Mailing Address 2:**

Entity Mailing City: Hartford **Entity Mailing State:** CT **Entity Mailing Zip Code:** 01605 **Entity Mailing Country:** USA

Business Interest in Other State 8**Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner**

Owner First Name: Benjamin **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD West, LLC **Entity DBA:** Fine Fettle Dispensary- Stamford

Entity Description: Connecticut Adult Use and Medical Marijuana Hybrid Facility

Entity Phone: 203-989-9133 **Entity Email:** stamford@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 12 Researchh Drive **Entity Address 2:**

Entity City: Stamford **Entity State:** CT **Entity Zip Code:** 06907 **Entity Country:** USA

Entity Mailing Address 1: 40 Woodland Street **Entity Mailing Address 2:**

Entity Mailing City: Hartford **Entity Mailing State:** CT **Entity Mailing Zip Code:** 06105 **Entity Mailing Country:** USA

Business Interest in Other State 9**Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner**

Owner First Name: Benjamin **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFDW EJV LLC **Entity DBA:** Fine Fettle - Manchester

Entity Description: Connecticut Adult Use Marijuana Retailer

Entity Phone: 860-327-8227 **Entity Email:** manchester@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 91 Hale Road **Entity Address 2:**

Entity City: Manchester **Entity State:** CT **Entity Zip Code:** 06042 **Entity Country:** USA

Entity Mailing Address 1: 40 Woodland Street **Entity Mailing Address 2:**

Entity Mailing City: Hartford **Entity Mailing State:** CT **Entity Mailing Zip Code:** 06105 **Entity Mailing Country:** USA

Business Interest in Other State 10**Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner**

Owner First Name: Eric **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFDW EJV LLC **Entity DBA:** Fine Fettle Manchester

Entity Description: Connecticut Adult Use Marijuana Retailer

Entity Phone: **Entity Email:** **Entity Website:** www.finefettle.com

860-327-8227		manchester@finefettle.com	
Entity Address 1: 91 Hale Road		Entity Address 2:	
Entity City: Manchester	Entity State: CT	Entity Zip Code: 06105	Entity Country: United States
Entity Mailing Address 1: 40 Woodland Street		Entity Mailing Address 2:	
Entity Mailing City: Hartford	Entity Mailing State: CT	Entity Mailing Zip Code: 06105	Entity Mailing Country: USA

DISCLOSURE OF INDIVIDUAL INTERESTS

Individual 1

First Name: Eric	Last Name: Zacks	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Hinsdale	Marijuana Establishment State: MA	

Individual 2

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Hinsdale	Marijuana Establishment State: MA	

Individual 3

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, Inc.	Business Type: Marijuana Cultivator	
Marijuana Establishment City: Hinsdale	Marijuana Establishment State: MA	

Individual 4

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 5

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 6

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA	Business Type: Marijuana Retailer	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 7

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Cultivator	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 8

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Cultivator	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 9

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA	Business Type: Marijuana Cultivator	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 10

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 11

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 12

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Product Manufacture	
Marijuana Establishment City: West Tisbury	Marijuana Establishment State: MA	

Individual 13

First Name: Eric	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Rowley	Marijuana Establishment State: MA	

Individual 14

First Name: Henry	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Rowley	Marijuana Establishment State: MA	

Individual 15

First Name: Benjamin	Last Name: Zachs	Suffix:
Marijuana Establishment Name: FFD Enterprises MA, LLC	Business Type: Marijuana Retailer	
Marijuana Establishment City: Rowley	Marijuana Establishment State: MA	

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 175 Memorial Avenue	
Establishment Address 2:	
Establishment City: West Springfield	Establishment Zip Code: 01089
Approximate square footage of the establishment: 3719	How many abutters does this property have?: 9
Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes	

HOST COMMUNITY INFORMATION

Host Community Documentation:				
Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community	04.09.20_Form_HCA_Cert_-_Signed.pdf	pdf	645920469c23790008b59287	05/08/2023

Agreement					
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning.pdf	pdf	6462ce4223b80900083c8a3b	05/15/2023	
Community Outreach Meeting Documentation	FFD_COM_Attestation_Form (Executed).pdf	pdf	646684a123b8090008409604	05/18/2023	

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.: \$

POSITIVE IMPACT PLAN

Positive Impact Plan:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	Plan for Positive Impact.pdf	pdf	6462ce519c23790008be048d	05/15/2023

ADDITIONAL INFORMATION NOTIFICATION

Notification:

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Board Member Other Role:
First Name: Henry Last Name: Zachs Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 2

Role: Board Member Other Role:
First Name: Benjamin Last Name: Zachs Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 3

Role: Owner / Partner Other Role:
First Name: Eric Last Name: Zachs 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: Zafa XXV, LLC Entity DBA:
Entity Description: Closely held LLC investment vehicle managed by Henry Zachs and Eric Zachs.
Phone: 860-727-5702 Email: hzachs@mcmgmt.com
Primary Business Address 1: 40 Woodland Street Primary Business Address 2:
Primary Business City: Hartford Primary Business State: CT Principal Business Zip Code: 06105

Additional Information:

Entity Background Check Information 2

Role: Parent Company

Other Role:

Entity Legal Name: ZAFA II LLC

Entity DBA:

Entity Description: Closely held LLC investment vehicle managed by Henry Zachs.

Phone: 860-727-5734

Email: ezachs@bbvllc.com

Primary Business Address 1: 40 Woodland Street

Primary Business Address 2:

Primary Business City: Hartford

Primary Business State: CT

Principal Business Zip Code: 06105

Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Secretary of Commonwealth - Certificate of Good Standing	FFD MA - SOC Cert. of Good Standing - 5.3.23.pdf	pdf	6459252723b80900083433af	05/08/2023
Articles of Organization	Articles of Incorporation and Annual Renewal.PDF	pdf	6459253523b8090008343430	05/08/2023
Bylaws	Ipswich Pharmaceutical Associates - Bylaws .pdf	pdf	6462ce9a23b80900083c8aa4	05/15/2023
Department of Revenue - Certificate of Good standing	FFD MA - DOR Cert. of Good Standing 5.8.23.pdf	pdf	6462cfb023b80900083c8bbf	05/15/2023
Bylaws	Town of West Springfield DBA.pdf	pdf	64667e609c23790008c20dc0	05/18/2023
Department of Unemployment Assistance - Certificate of Good standing	FFD MA - DUA Cert. of Good Standing 5.31.2023.pdf	pdf	647b284e3f2c1a000824c532	06/03/2023
Articles of Organization	BSZ_FFD Enterprises MA - Persons or Entities with Control Attestation.pdf	pdf	647b89ed3f2c1a000824e012	06/03/2023
Articles of Organization	Ltr. to CCC re FFD (MRN284920).pdf	pdf	647b89f05ab6120008d05479	06/03/2023

No documents uploaded

Massachusetts Business Identification Number: 001396484

Doing-Business-As Name: Fine Fettle

DBA Registration City: West Springfield

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	Business Plan.pdf	pdf	6462cfc09c23790008be05d4	05/15/2023
Plan for Liability Insurance	Plan to Obtain Liability Insurance.pdf	pdf	6462cfcb9c23790008be05e8	05/15/2023
Proposed Timeline	Proposed Timeline.pdf	pdf	6462cfcc23b80900083c8bf5	05/15/2023

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	Plan to Obtain Marijuana or Marijuana Products.pdf	pdf	6462cfe823b80900083c8c23	05/15/2023
Separating recreational from medical operations, if applicable	Separating Recreational from Medical Operations.pdf	pdf	6462cfea23b80900083c8c37	05/15/2023
Restricting Access to age 21 and older	Restricting Access to Age 21 and Older.pdf	pdf	6462cfec9c23790008be0614	05/15/2023
Security plan	Security Plan.pdf	pdf	6462cfec9c23790008be0628	05/15/2023
Prevention of diversion	Prevention of Diversion.pdf	pdf	6462cfed23b80900083c8c4b	05/15/2023
Dispensing procedures	Retail Dispensing Procedures.pdf	pdf	6462d0219c23790008be0642	05/15/2023
Storage of marijuana	Storage of Marijuana.pdf	pdf	6462d02223b80900083c8c65	05/15/2023
Quality control and testing	Quality Control and Testing for Contaminants.pdf	pdf	6462d0239c23790008be0656	05/15/2023
Inventory procedures	Inventory Policy.pdf	pdf	6462d02423b80900083c8c79	05/15/2023
Transportation of marijuana	Transportation of Marijuana.pdf	pdf	6462d02623b80900083c8c8d	05/15/2023
Prevention of diversion	Prevention of Diversion.pdf	pdf	6462d0499c23790008be066d	05/15/2023
Personnel policies including background checks	Personnel Policies.pdf	pdf	6462d04a23b80900083c8ca4	05/15/2023
Record Keeping procedures	Record Keeping Policy.pdf	pdf	6462d04b9c23790008be0681	05/15/2023
Maintaining of financial records	Financial Maintenance Policy.pdf	pdf	6462d04d23b80900083c8cb8	05/15/2023
Diversity plan	Diversity Plan.pdf	pdf	6462d04e23b80900083c8ccc	05/15/2023
Qualifications and training	Employee Qualifications and Training.pdf	pdf	6462d06223b80900083c8ce3	05/15/2023
Energy Compliance Plan	Energy Compliance Policy.pdf	pdf	6462d0649c23790008be0698	05/15/2023

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

No documents uploaded

No documents uploaded

ATTESTATIONS

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

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

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

Notification:

I certify that any changes in ownership or control, location, or name will be made pursuant to a separate process, as required under 935 CMR

500.104(1), and none of those changes have occurred in this application.:

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

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

ADDITIONAL INFORMATION NOTIFICATION

Notification:

COMPLIANCE WITH POSITIVE IMPACT PLAN - PRE FEBRUARY 27, 2024

No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 8:00 AM	Monday To: 10:00 PM
Tuesday From: 8:00 AM	Tuesday To: 10:00 PM
Wednesday From: 8:00 AM	Wednesday To: 10:00 PM
Thursday From: 8:00 AM	Thursday To: 10:00 PM
Friday From: 8:00 AM	Friday To: 10:00 PM
Saturday From: 8:00 AM	Saturday To: 10:00 PM
Sunday From: 8:00 AM	Sunday To: 10:00 PM



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:

FFD Enterprises MA, Inc.

2. Name of applicant’s authorized representative:

Benjamin Zachs

3. Signature of applicant’s authorized representative:

DocuSigned by:
Benjamin Zachs
548B8018E06346F...

4. Name of municipality:

West Springfield

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

William C. Reichelt, Mayor



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



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).*):

krobrien@townofwestspringfield.org

8. Host community agreement execution date:

4/7/23



FFD Enterprises MA, Inc.

Plan to Remain Compliant with Local Zoning

The Town of West Springfield amended its zoning code on July 18, 2022, to allow the dispensing of marijuana for adult-use in certain business districts throughout the town.

FFD Enterprises MA, Inc. (the “**Company**”), is proposing to develop and operate a Marijuana Establishment at 175 Memorial Avenue, West Springfield, MA 01089. This site is located in the Business A zoning district, which permits the operation of a marijuana establishment, specifically a marijuana retail facility pursuant to Section 300-8.8 of the West Springfield Zoning Ordinance and the table of use regulations for the Town of West Springfield, subject to the granting of a Special Permit from the Town of West Springfield Planning Board (the “**Board**”).

The Company has discussed its marijuana retail facility with town officials, including the building department, police department and fire department, health department, department of public works and has entered into a host community agreement with the Town. The Company also participated in a competitive RFP process with the Town and its application received the highest score. The Company appeared before the Board on May 2, 2023, and received approval of its Special Permit application at that meeting.

The Company plans to continue to work with officials from the Town to ensure the operations will have a positive impact on the community and will work diligently to obtain all necessary approvals and permitting.

The Company hereby submits that it will continue to comply with all local and state requirements and Benjamin Zachs will be responsible for ongoing compliance with local and state rules and regulations.

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): 4/24/23
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:

4/6/23

b. Name of publication:

West Springfield
Record

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:

4/10/23

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:

4/11/23

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:

FFD Enterprises MA, Inc.

Name of applicant's authorized representative:

Benjamin Zachs

Signature of applicant's authorized representative:



Attachment A

Newspaper Publication

LEGAL NOTICE
OF A COMMUNITY
OUTREACH MEETING
REGARDING A MARIJUANA
ESTABLISHMENT & MEDICAL
MARIJUANA TREATMENT CENTER
PROPOSED BY FFD Enterprises
MA, INC.

Notice is hereby given that a community outreach meeting for **FFD Enterprises MA, Inc.** is scheduled for **April 24, 2023, at 6:30 p.m.** to be held at **175 Memorial Avenue, West Springfield, MA 01089**. The proposed Marijuana Retailer and Medical Marijuana Treatment Center is anticipated to be located at **175 Memorial Avenue, West Springfield, MA 01089** (the "Property"). Community members and members of the public are encouraged to attend, ask questions, and receive answers from representatives of FFD Enterprises MA, Inc.

Questions may be submitted in advance to **bzachs@finefettle.com**.

This Community Outreach Meeting will be held in accordance with the Massachusetts Cannabis Control Commission's regulations and the applicable requirements set forth in M.G.L. ch. 94G & M.G.L. ch. 94I and 935 CMR 500.000 et seq. & CMR 501.000 et seq.

A copy of this notice is on file with the Town of West Springfield Clerk's Office. A copy of this notice was published in a newspaper of general circulation at least fourteen (14) calendar days prior to the community outreach meeting and mailed at least seven (7) calendar days prior to the community outreach meeting to abutters of the Property, owners of land directly opposite the Property on any public or private street or way, and abutters to the abutters within three-hundred (300) feet of the property line of the Property as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is in another city or town.

April 6

**COMMONWEALTH OF MASSACHUSETTS
LAND COURT
DEPARTMENT OF THE TRIAL COURT
ORDER OF NOTICE
23 SM 001141**

TO: Awuah Nkrumah, and to all persons entitled to the benefit of the Servicemembers Civil Relief Act, 50 U.S.C. c. 50 § 3901 et seq.:

Lakeview Loan Servicing, LLC claiming to have an interest in a Mortgage covering real property in West Springfield, numbered 33-35 Fabyan Street, given by Awuah Nkrumah to Mortgage Electronic Registration Systems, Inc. ("MERS"), as mortgagee, as nominee for PHH Mortgage Corporation, its successors and assigns, dated October 2, 2015, and recorded or filed in the Hampden County Registry of Deeds in Book 20902, Page 458, and now held by Plaintiff by assignment, has/have filed with this court a complaint for determination of Defendant's/Defendants' Servicemembers status.

If you now are, or recently have been, in the active military service of the United States of America, then you may be entitled to the benefits of the Servicemembers Civil Relief Act. If you object to a foreclosure of the above-mentioned property on that basis, then you or your attorney must file a written appearance and answer in this court at Three Pemberton Square, Boston, MA 02108 on or before 05/01/2023 or you may lose the opportunity to challenge the foreclosure on the ground of noncompliance with the Act.

Witness, GORDON H. PIPER, Chief Justice of this Court on 3/17/2023

**Attest:
Deborah J, Patterson Recorder-
April 6**

**LEGAL NOTICE
WEST SPRINGFIELD
CONSERVATION COMMISSION**

Notice is hereby given that under the provisions of M.G.L. Chapter 131, s. 40, a public hearing will be held on Wednesday, April 26, 2023 at 6:05 pm regarding a Request for Determination of Applicability, submitted by Michael Alfano to determine if work to place fill and grade yard within the 100 foot buffer zone of Bordering Vegetated Wetlands and an intermittent stream at his home at 163 Sikes Avenue, requires additional permitting from the Conservation Commission or the work may be completed under a Negative Determination of Applicability.

In addition to publication of this legal notice in the West Springfield Record, it will be posted on the Massachusetts Newspaper Publishers Association's website (<http://masspublicnotices.org/>).

Meeting will be held in the Justin Morgan Auditorium on the second floor of the Municipal Office Building, 26 Central St.

Kevin Cote, Chairman

April 6

LEGAL NOTICE
TOWN OF
WEST SPRINGFIELD
MASSACHUSETTS
LICENSE COMMISSION
REQUEST FOR PROPOSALS
On Premises All Alcohol License
Pursuant to Chapter 270 of the
Acts of 2022
Route 20 Business Corridor
Deadline for Submissions:
May 1, 2023

The Town of West Springfield is accepting proposals from establishments located within the Town's "Route 20 Business Corridor" district shown on a map entitled "West Springfield Proposed Liquor License Area" (a copy of which is on file with the Town Clerk, that are seeking a Section12, On Premises All Alcohol License, to be issued pursuant to Chapter 270 of the Acts of 2022. The Town has two (2) licenses available. The License Commission will accept proposals through the close of business (4:30 p.m.) on May 1, 2023.

Proposal Submissions:
Proposals must be delivered to the License Commission Office, 26 Central Street, First Floor (located within the Town Clerk's Office), West Springfield, MA 01089, no later than May 1, 2023. A total of three (3) copies must be provided.

Proposals must include a narrative and any supporting documentation addressing the following factors:

- Proposed Location** - Provide the address, building square footage, available parking, lease agreements, options to purchase, and any other information and documentation about the location of the existing or proposed establishment.
- Description of Operation** - Provide a detailed description of the type of establishment proposed or existing, including type of food, theme, menu, number of seats, and hours of operation.
- Prior Experience** - Provide a detailed description of the proposer's prior experience operating an establishment with a liquor license. List the name and location of any ownership interest in an existing or former restaurant.
- Job Creation** - Provide a list of the types of positions and number of each to be created or maintained.
- Traffic** - Provide the peak hours of operation and expected traffic generation.
- Noise Control** - Describe any proposed entertainment and how noise, particularly in the evening, will be controlled.
- References** - Please provide at least three professional references, preferably from those who can attest to the proposer's experience.
- Community Benefit** - Please provide a description of any community benefit the Town may expect if the license is granted to the proposer.
- Quality Design** - Describe how the business' exterior design is appropriate to its context.
- Market Diversification** - Demonstrate how the proposed establishment fills an existing gap, meets unmet market demand, and how it advances the Twon of West Springfield's place as "The Crossroads of New England."

The License Commission will review all proposals and evaluate them in terms of serving the public need and in such a manner as to protect the common good and, to that end, to provide, in the opinion of the Commission, an adequate number of places at which the public may obtain alcoholic beverages. The assessment of the proposals will be based upon public want and the appropriateness of a liquor license at a particular location as set forth in *Ballarin, Inc. v. Licensing Bd. of Boston*, 49 Mass. App. Ct. 506 (2000).

Pursuant to Chapter 270 of the Acts of 2022, any license issued pursuant to this RFP shall be non-transferable. If a licensee terminates or fails to renew a license granted under this act or any such license granted under this act is canceled, revoked or no longer in use, the license shall be returned physically, with all of the legal rights, privileges and restrictions pertaining thereto, to the licensing authority and the licensing authority may then grant the license to a new applicant under the same conditions specified in the special legislation.

Deadline for Submissions: May 1, 2023

**DENNIS P. POWERS, CHAIR
BRIDGET FIALA, VICE CHAIR
DONALD DELLAGUISTINA, SECRETARY**

Apr. 6, 13, 20, 27

RED'S TOWING
1528 RIVERDALE ST
WEST SPRINGFIELD MA 01089
NEWSPAPER PUBLICATION
FORM - SALE OF A MOTOR
VEHICLE UNDER
MGL C255, Section 39A

Notice is hereby given by: **WEST SPRINGFIELD G & S TRUCKING, INC. DBA RED'S TOWING 1528 RIVERDALE STREET, WEST SPRINGFIELD, MA 01089**, pursuant to the provisions of MGL C. 255, Section 39A, that on 4-15-23, at Red's Towing 1528 Riverdale St. West Springfield, MA 01089, said vehicle will be sold to satisfy towing and storage charges related to said vehicle at a private sale at 8:00 AM.

Description of vehicle:
VIN # WBA3B3C58DF532645
Make: BMW
Model: 328XI
Registration: 4DN679 State: MA
Year: 13
Name and Address of Last Known Registered Owner:
James Chase, 2 Cottage St. Unit 1, Stoneham, MA 02180

**Ben Scott
Operations Manager
Red's Towing**

March 30, April 6, 13

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

**CITATION ON PETITION FOR FORMAL ADJUDICATION
Docket No. HD23P0683EA
Estate of:
EMILY F. LAROCQUE
Date of Death: 02/13/2023**

To all interested persons:
A Petition for **Formal Adjudication of Will with Appointment of Personal Representative** has been filed by:
BERNARD MANSFIELD of LONGMEADOW MA requesting that the Court enter a formal Decree and Order and for such other relief as requested in the Petition.

The Petitioner requests that:
BERNARD MANSFIELD of LONGMEADOW MA be appointed as Personal Representative(s) of said estate to serve on the bond in an **unsupervised administration**

IMPORTANT NOTICE
You have the right to obtain a copy of the Petition from the Petitioner or at the Court. You have the right to object to this proceeding. To do so, you or your attorney must file a written appearance and objection at this Court before: **10:00 a.m. on the return day of 04/28/2023**.

This is NOT a hearing date, but a deadline by which you must file a written appearance and objection if you object to this proceeding. If you fail to file a timely written appearance and objection followed by an Affidavit of Objections within thirty (30) days of the return day, action may be taken without further notice to you.

UNSUPERVISED ADMINISTRATION UNDER THE MASSACHUSETTS UNIFORM PROBATE CODE (MUPC)
A Personal Representative ap-

pointed under the MUPC in an unsupervised administration is not required to file an inventory or annual accounts with the Court. Persons interested in the estate are entitled to notice regarding the administration directly from the Personal Representative and may petition the Court in any matter relating to the estate, including distribution of assets and expenses of administration.

WITNESS, HON. BARBARA M HYLAND, First Justice of this Court.
Date: March 30, 2023
**Rosemary A. Saccomani
Register of Probate**

Apr. 6

NOTICE OF PUBLIC HEARING
The West Springfield Planning Board will hold a public hearing on Wednesday, April 19, 2023 at 6:00 p.m. in the second floor Auditorium located in the J. Edward Christian Municipal Office Building, 26 Central Street, West Springfield, MA.

The purpose of the hearing is to consider a Special Permit submitted in accordance with §300-8.8 of the West Springfield Zoning Ordinance for the operation of a Marijuana Retail Store in a portion of 1102 Riverdale Street in the Business A (BA) zoning district. The proposal entails interior and minor exterior renovations to include new signage and additional points in ingress and egress. The property owner is Marcus Rose Realty LLC and the applicant is Cannabis Connection II, Inc. of Westfield, MA.

A complete copy of the proposed Special Permit Review application and plans may be inspected at www.tows.org under projects of the Planning Board.

Notice also published at: <http://masspublicnotices.org/>

**Respectfully,
Frank V. Palange
Chairperson, Planning Board**

March 30, April 6

**RED'S TOWING
1528 RIVERDALE ST
WEST SPRINGFIELD MA 01089
NEWSPAPER PUBLICATION
FORM - SALE OF A MOTOR
VEHICLE UNDER
MGL C255, Section 39A**

Notice is hereby given by: **WEST SPRINGFIELD G & S TRUCKING, INC. DBA RED'S TOWING 1528 RIVERDALE STREET, WEST SPRINGFIELD, MA 01089**, pursuant to the provisions of MGL C. 255, Section 39A, that on 4-15-23, at Red's Towing 1528 Riverdale St. West Springfield, MA 01089, said vehicle will be sold to satisfy towing and storage charges related to said vehicle at a private sale at 8:00 AM.

Description of vehicle:
VIN # WAUNF78P58A091610
Make: AUDI
Model: A3
Registration: 2VDF37 State: MA
Year: 08
Name and Address of Last Known Registered Owner:
Ana Lopez, 256 Tyler St., Spfld, MA, 01109

**Ben Scott
Operations Manager
Red's Towing**

March 30, April 6, 13

Legal Notices

**ADVERTISEMENT NOTICE
TOWN OF WEST SPRINGFIELD
IFB # 23-0023
INVITATION FOR BID
ADDITIONS TO EXISTING CARD
ACCESS SECURITY SYSTEM**

The Town of West Springfield invites bids from qualified vendors for the installation of Additions to the existing Card Access Security System (IFB #23-0023). Bidding procedures shall be in accordance with M.G.L. Chapter 149. Minimum wage rates as required by M.G.L. c.149 §26 to 27H.

Specifications may be obtained from: <https://www.townofwestspringfield.org/government/departments/finance/procurement-bids>

There will be a MANDATORY pre-bid walkthrough on April 18, 2023 beginning at 9:00 AM starting at West Springfield High School, 425 Piper Road, West Springfield, MA 01089.

All Bids shall be sealed and addressed to: Jaime Flores, Procurement Administrator, 26 Central Street, Suite 32, West Springfield, MA 01089. Sealed proposals will be received in the Law Department until 10:00 AM on Monday, May 1, 2023. All electronic bids (preferred) can be submitted at <https://www.bidnetdirect.com/massachusetts/townofwestspringfield>

Each bid must be accompanied by a Bid Bond from a licensed surety company, or a Certified check, or a Treasurer's or Cashier's check in the amount of five (5%) percent of the base bid payable to the Town of West Springfield.

All work must be completed by August 25, 2023. A \$500/day penalty charge will be assessed if the contractor does not meet the specified final completion dates.

A Payment bond and a Performance bond in the amount of 100% of the Contract Price will be required of the Successful Bidder. The successful bidder will also be required to furnish workmen's compensation insurance and public liability insurance.

This contract will be awarded only to a responsive and responsible bidder whose bid meets all of the requirements in the specifications. The contract shall be awarded by the Chief Procurement Officer, which reserves the right to waive any informalities, to accept or reject, in part or in whole, any and all proposals or to take whatever action may be deemed to be in the best interest of the Town of West Springfield. Bids will remain firm for sixty (60) days following the opening of proposals.

April 6

**RED'S TOWING
1528 RIVERDALE ST
WEST SPRINGFIELD MA 01089
NEWSPAPER PUBLICATION
FORM - SALE OF A MOTOR
VEHICLE UNDER
MGL C255, Section 39A**

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Description of vehicle:
VIN # 2HGFBGE5XDH4708304
Make: HONDA
Model: CIVIC
Registration:
Year: 13
Name and Address of Last Known Registered Owner:
Joee Galvez-Sanchez, 119 Burnside Ave, E. Hartford, CT, 06108

**Ben Scott
Operations Manager
Red's Towing**

March 30, April 6, 13

The Record...for local news and information!

Classified Advertising

SERVICES

BOWLEN'S CARPENTRY - Quality remodeling since 1992. Baths, porches, basements, kitchens, garages, decks, additions, roofing, siding and windows. Licensed and Insured. A local resident. Call 348-0537.

DAY & EVENING APPLIANCE Service. Schedule tight? We work at night. Daytime service also available. Appliances installation available. W.S. 736-7427.

QUALITY PAINTING - at low rates. Senior discount 25 years experience. Interior and exterior. Free estimate. Prompt service. Call Ed at 413-330-5950.

JIMMO CONTRACTING - Your source for home improvement. Kitchen, baths, additions, roofs, siding, decks. Fully licensed and insured, Free estimates. Call (413) 467-3745

SERVICES

G.M. ELECTRICAL - Residential, Commercial, Industrial. Master License #A12128. Fully insured. Free estimates. Call Gary Martineau at 262-8936

ELECTRICAL SERVICE - Electrical trouble calls, remodeling, construction, in your home, office and business. Serving West Side, Agawam and surrounding communities. Call West Springfield (413) 205-8204.

ELECTRICIAN/PLUMBER - All your electrical and plumbing needs. Local retired electrician/plumber. Appliances installed, lighting. Small repairs. Free estimates. Call Kevin at 413-262-0048.

A.R. APPLIANCE SERVICE - Same day service on all Whirlpool, GE, Frigidaire, etc. refrigerators, air conditioners, washers, dryers, dishwashers, ranges, and stoves. Guaranteed work. Call 885-1960

SERVICES

CLEAN OUTS - Courteous man will clean your cellars, attics and garages. Will remove your deck, garage, shed, etc. Demolition Bobcat, 30 years experience. Fully insured, proper disposal. Senior citizen discount. Call Bob (413) 530-3203.

RETIRED WS RESIDENT - Handyman will help with your project: carpentry, plumbing, etc...Please call 519-4074

PROFESSIONAL DRYWALL - Have droopy or cracked walls or ceiling? I can make them look new again. Call Bruce @413786-9883. Free estimates.

PRIVATE CARE

CNA / PRIVATE CARE - CNA offering private care assistance CNA, P.C. Years of experience. References upon request. Please call Carolyn at 234-0404.

HELP WANTED

LOOKING FOR TREE WORKER - Looking for "Experienced Tree Worker with CDL Class B License." Looking for dependable individual to fill this full time position. For more information, call #786-8611

FOR RENT

DENNISPORT - 3 BEDROOMS - house available. 3 bedrooms, 1 bath, has AC, W/D, gas grill, outdoor shower, deck. No pets. 6/10th of a mile to beach. Call Lee 413-244-8178.

**Our email address is
wsrecord
@comcast.net**

Attachment B

Notice Filed with Municipality

LEGAL NOTICE OF A COMMUNITY OUTREACH MEETING REGARDING A MARIJUANA ESTABLISHMENT & MEDICAL MARIJUANA TREATMENT CENTER PROPOSED BY FFD Enterprises MA, INC.

Notice is hereby given that a community outreach meeting for **FFD Enterprises MA, Inc.** is scheduled for **April 24, 2023, at 6:30 p.m.** to be held at **175 Memorial Avenue, West Springfield, MA 01089**. The proposed Marijuana Retailer and Medical Marijuana Treatment Center is anticipated to be located at **175 Memorial Avenue, West Springfield, MA 01089** (the "**Property**"). Community members and members of the public are encouraged to attend, ask questions, and receive answers from representatives of FFD Enterprises MA, Inc.

Questions may be submitted in advance to **bzachs@finefettle.com**.

This Community Outreach Meeting will be held in accordance with the Massachusetts Cannabis Control Commission's regulations and the applicable requirements set forth in M.G.L. ch. 94G & M.G.L. ch. 94I and 935 CMR 500.000 et seq. & CMR 501.000 et seq.

A copy of this notice is on file with the Town of West Springfield Clerk's Office. A copy of this notice was published in a newspaper of general circulation at least fourteen (14) calendar days prior to the community outreach meeting and mailed at least seven (7) calendar days prior to the community outreach meeting to abutters of the Property, owners of land directly opposite the Property on any public or private street or way, and abutters to the abutters within three-hundred (300) feet of the property line of the Property as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is in another city or town.

RECEIVED
2023 APR 10 P 2:45
TOWN CLERK'S OFFICE
WEST SPRINGFIELD

Attachment C

Examples of Abutter Notices

LEGAL NOTICE OF A COMMUNITY OUTREACH MEETING REGARDING A MARIJUANA ESTABLISHMENT & MEDICAL MARIJUANA TREATMENT CENTER PROPOSED BY FFD Enterprises MA, INC.

Notice is hereby given that a community outreach meeting for **FFD Enterprises MA, Inc.** is scheduled **for April 24, 2023, at 6:30 p.m.** to be held at **175 Memorial Avenue, West Springfield, MA 01089**. The proposed Marijuana Retailer and Medical Marijuana Treatment Center is anticipated to be located at **175 Memorial Avenue, West Springfield, MA 01089** (the "**Property**"). Community members and members of the public are encouraged to attend, ask questions, and receive answers from representatives of FFD Enterprises MA, Inc.

Questions may be submitted in advance to **bzachs@finefettle.com**.

This Community Outreach Meeting will be held in accordance with the Massachusetts Cannabis Control Commission's regulations and the applicable requirements set forth in M.G.L. ch. 94G & M.G.L. ch. 94I and 935 CMR 500.000 et seq. & CMR 501.000 et seq.

A copy of this notice is on file with the Town of West Springfield Clerk's Office. A copy of this notice was published in a newspaper of general circulation at least fourteen (14) calendar days prior to the community outreach meeting and mailed at least seven (7) calendar days prior to the community outreach meeting to abutters of the Property, owners of land directly opposite the Property on any public or private street or way, and abutters to the abutters within three-hundred (300) feet of the property line of the Property as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is in another city or town.



300 foot Abutters List Report

West Springfield, MA

March 16, 2023

Subject Property:

Parcel Number: 119-005-004
CAMA Number: 371-14255-N3-001
Property Address: 175 MEMORIAL AVE

Mailing Address: 175 MEMORIAL AVENUE LLC
181 PARK AVE STE 1
W SPRINGFIELD, MA 01089

Abutters:

Parcel Number: 118-009-003
CAMA Number: 362-05400-16-001
Property Address: 1105 MAIN ST

Mailing Address: [REDACTED]
29 SCHOOL ST
WESTFIELD, MA 01085

Parcel Number: 119-005-002
CAMA Number: 371-14050-N4-001
Property Address: 93 MEMORIAL AVE

Mailing Address: [REDACTED]
135 ELIZABETH DRIVE
LUDLOW, MA 01056

Parcel Number: 119-003-010
CAMA Number: 371-14150-16-001
Property Address: 104 MEMORIAL AVE

Mailing Address: [REDACTED] 2 FEATHER
REED LANE
EAST LONGMEADOW, MA 01028-2811

Parcel Number: 119-003-011
CAMA Number: 371-14200-16-001
Property Address: 120 MEMORIAL AVE

Mailing Address: [REDACTED]
P O BOX 180
WEST SPRINGFIELD, MA 01090

Parcel Number: 119-005-003
CAMA Number: 371-14250-N4-001
Property Address: 135 MEMORIAL AVE

Mailing Address: [REDACTED]
181 PARK AVE STE 1
W SPRINGFIELD, MA 01089

Parcel Number: 118-025-001
CAMA Number: 371-14450-16-001
Property Address: 218 MEMORIAL AVE

Mailing Address: [REDACTED]
38 BRUSHWOOD RD
STAMFORD, CT 06903

Parcel Number: 126-002-006
CAMA Number: 371-14500-16-001
Property Address: 219-465 MEMORIAL AVE

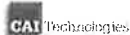
Mailing Address: [REDACTED]
181 PARK AVE STE 1
W SPRINGFIELD, MA 01089

Parcel Number: 119-003-012
CAMA Number: 541-00002-16-001
Property Address: 41-77 CENTURY WAY

Mailing Address: [REDACTED]
PO BOX 180
WEST SPRINGFIELD, MA 01090

Parcel Number: 119-004-001
CAMA Number: 541-00003-16-001
Property Address: 38-78 CENTURY WAY

Mailing Address: [REDACTED]
P O BOX 180
WEST SPRINGFIELD, MA 01090



www.cai-tech.com

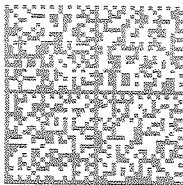
3/16/2023

Data shown on this report is provided for planning and informational purposes only. The municipality and CAI Technologies are not responsible for any use for other purposes or misuse or misrepresentation of this report.

Page 1 of 1

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110

[Redacted]
135 ELIZABETH DRIVE
LUDLOW, MA 01056

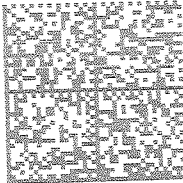


quadiënt
FIRST-CLASS MAIL
IMI
\$000.60[®]
04/11/2023 ZIP 02110
043M31222904

US POSTAGE

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110

[Redacted]
29 SCHOOL ST
WESTFIELD, MA 01085

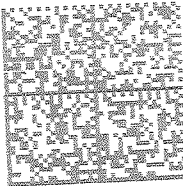


quadiënt
FIRST-CLASS MAIL
IMI
\$000.60[®]
04/11/2023 ZIP 02110
043M31222904

US POSTAGE

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110

[Redacted]
38 BRUSHWOOD RD
STAMFORD, CT 06903



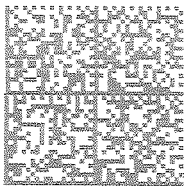
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FIRST-CLASS MAIL
IMI
\$000.60[®]
04/11/2023 ZIP 02110
043M31222904

US POSTAGE

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110



P O BOX 180
WEST SPRINGFIELD, MA 01090



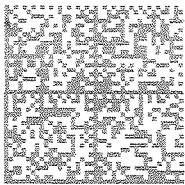
quadiant
FIRST-CLASS MAIL
IMI
\$000.60⁹
04/11/2023 ZIP 02110
043M31222904

US POSTAGE

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110



P O BOX 180
WEST SPRINGFIELD, MA 01090



quadiant
FIRST-CLASS MAIL
IMI
\$000.60⁹
04/11/2023 ZIP 02110
043M31222904

US POSTAGE

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110

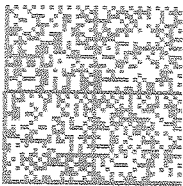


2 FEATHER REED LANE
EAST LONGWEADOW, MA 01028-2811

Prince Lobel Tye LLP
One International Place, Suite 3700
Boston, MA 02110



181 PARK AVE STE 1
W SPRINGFIELD, MA 01089



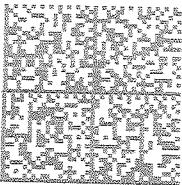
quadiant
FIRST-CLASS MAIL
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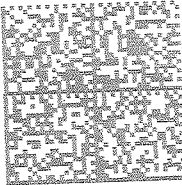
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FFD Enterprises MA, Inc.

Plan for Positive Impact

FFD Enterprises MA, Inc. (the “**Company**”) is proposing to site a Marijuana Establishment in West Springfield, an area that has been identified by the Commission as an area of disproportionate impact (the “**Target Areas**”). Accordingly, the Company intends to focus its efforts in West Springfield and on Massachusetts Residents who have, or have parents or spouses who have, past drug convictions.

During its first year of operations, the Company will implement the following goals, programs and measurements pursuant to this Plan for Positive Impact (the “**Positive Impact Plan**”).

Goals:

The Company’s goals for this Positive Impact Plan are as follows:

1. Hire, in a legal and non-discriminatory manner, at least 25% of its employees from Target Areas, and/or Massachusetts residents who have, or have parents or spouses who have, past drug convictions; and
2. Provide educational programs and informational sessions geared towards individuals from the Target Areas and/or Massachusetts Residents who have, or have parents or spouses who have, past drug convictions that are interested in the cannabis industry, with specific focuses on marijuana retailers and entrepreneurship, at least twice a year. Such educational events will specifically include, but not be limited to, information on licensing workshops (i.e., guidance on filing applications with the Commission), preparation of standard operating policies and procedures, Massachusetts cannabis market overview and METRC best practices.

Programs:

In an effort to reach the abovementioned goals, the Company shall implement the following practices and programs:

1. In an effort to ensure that the Company has the opportunity to interview, and hire, individuals from the Target Areas or Massachusetts residents who have past drug convictions it shall post monthly notices for at least three (3) months during the hiring process at the municipal offices of the Target Areas and in newspapers of general circulation in the Target Areas, including but not limited to, the West Springfield Recorder and the Republican, these notices will state, among other things, that the Company is specifically looking for Massachusetts residents who are 21 years or older and either (i) live in a Target Area or another area of disproportionate impact as defined by the Commission; or (ii) have past drug convictions, for employment.

Such residency, or prior drug conviction status, will be a positive factor in hiring decisions, but this does not prevent the Company from hiring the most qualified candidates and complying with all employment laws and other legal requirements.

2. In an effort to ensure that the Company provides opportunities for individuals from the Target Areas and/or Massachusetts residents who have past drug convictions to attend its

FFD Enterprises MA, Inc.

educational events the Company shall post weekly notices at least two (2) weeks prior to hosting said educational programs or informational sessions in newspapers of general circulation in the Target Areas including but not limited to, *the West Springfield Recorder and the Republican*, and these notices will state, among other things, that the Company is specifically looking for Massachusetts residents who are 21 years or older and either (i) live in a Target Area or another area of disproportionate impact as defined by the Commission; or (ii) have past drug convictions to attend these events.

The Company respectfully submits that it will comply with the advertising, branding, marketing and sponsorship practices as outlined in 935 CMR 500.105(4). The abovementioned notices will not include any Company advertisements, marketing materials or branding. To the extent the Commission deems necessary, notices and event programming materials will be made available to the Commission for review and inspection prior to publishing.

Annual Review:

Each year, the Company will review the following criteria in an effort to measure the success of its Positive Impact Plan.

1. Identify the number of individuals hired who (i) came from Target Areas, or other areas of disproportionate impact as defined by the Commission; or (ii) have past drug convictions; and
2. Identify the number of educational events or informational sessions it holds and attendance at the same.

The Company affirmatively states that it: (1) 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; (2) 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 (3) the Company will be required to document progress or success of this plan, in its entirety, annually upon renewal of its provisional license.



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

William Francis Galvin
Secretary of the
Commonwealth

Date: May 03, 2023

To Whom It May Concern :

I hereby certify that according to the records of this office,
FFD ENTERPRISES MA, INC.

is a domestic corporation organized on **August 07, 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.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 23040881350

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

Processed by: bod



The Commonwealth of Massachusetts

William Francis Galvin

Minimum Fee: \$100.00

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

Annual Report

(General Laws, Chapter 156D, Section 16.22; 950 CMR 113.57)

Identification Number: 0013964841. Exact name of the corporation: FFD ENTERPRISES MA, INC.2. Jurisdiction of Incorporation: State: MA Country:

3,4. Street address of the corporation registered office in the commonwealth and the name of the registered agent at that office:

Name: HENRY ZACHS
No. and Street: 116 NEWBURYPORT TURNPIKE
City or Town: ROWLEY State: MA Zip: 01969 Country: USA

5. Street address of the corporation's principal office:

No. and Street: 40 WOODLAND STREET
City or Town: HARTFORD State: CT Zip: 06105 Country: USA

6. Provide the name and addresses of the corporation's board of directors and its president, treasurer, secretary, and if different, its chief executive officer and chief financial officer.

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	BENJAMIN ZACHS	40 WOODLAND STREET HARTFORD, CT 06105 USA
TREASURER	HENRY ZACHS	40 WOODLAND STREET HARTFORD, CT 06105 USA
SECRETARY	HENRY ZACHS	40 WOODLAND STREET HARTFORD, CT 06105 USA
DIRECTOR	BENJAMIN ZACHS	40 WOODLAND STREET HARTFORD, CT 06105 USA
DIRECTOR	HENRY ZACHS	40 WOODLAND STREET HARTFORD, CT 06105 USA

7. Briefly describe the business of the corporation:

FINE FETTL DISPENSARY

8. Capital stock of each class and series:

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

9. Check here if the stock of the corporation is publicly traded: ☐

10. Report is filed for fiscal year ending: 12/31/ 2022

Signed by BENJAMIN ZACHS , its PRESIDENT
on this 10 Day of March, 2023



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$100.00

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

Articles of Amendment

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

Identification Number: 001396484

1. Exact name of corporation: **IPSWICH PHARMACEUTICAL ASSOCIATES, INC.**
2. Registered office address: **40 WOODLAND STREET HARTFORD , CT 06105 USA**

These Articles of Amendment affecting article(s):

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

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

4. Date adopted: 9/18/2020

5. Approved by:

☐ the incorporators.

or

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

or

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

6. State article number and text of the amendment.

ARTICLE I

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

FFD ENTERPRISES MA, INC.

ARTICLE II

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

ARTICLE III

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

ARTICLE IV

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

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

ARTICLE V

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

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

ARTICLE VI

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

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

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

Later Effective Date: Time:

Signed by BENJAMIN ZACHS, its PRESIDENT
on this 24 Day of September, 2020

THE COMMONWEALTH OF MASSACHUSETTS

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

September 24, 2020 04:28 PM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

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 T

D
Ipswich Pharmaceutical Associates, Inc., which has submitted the
Articles of Entity Conversion, is licensed and approved to
engage in the purpose stated on said document.

Shawn Collins
Executive Director

- (1) Exact name of the non-profit: Ipswich Pharmaceutical Associates, Inc.
- (2) A corporate name that satisfies the requirements of G.L. Chapter 156D, Section 4.01:
Ipswich Pharmaceutical Associates, 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:

Ipswich Pharmaceutical Associates, 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 seek a final license to (a) cultivate, manufacture, market, promote, sell, distribute and otherwise provide products containing cannabis, products that enable persons to consume cannabis, and other related products, as a Medical Marijuana Treatment Facility and as a Marijuana Establishment as defined in 935 CMR 500, but only in accordance with the laws of the Commonwealth of Massachusetts; (b) engage in all activities incidental thereto; and (c) engage in any other activities in which a corporation formed under the laws of the Commonwealth of Massachusetts may lawfully engage.

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
Common	200			

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 Common Stock shall have the sole and exclusive power to vote on any matter submitted to the shareholders of the Corporation.

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 Continuation Sheet VI.

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

CONTINUATION SHEET
ARTICLE VI

6.1 The board of directors may make, amend or repeal the bylaws in whole or in part, except with respect to any provisions thereof which by virtue of an express provision in Chapter 156D of the Massachusetts General Laws, the articles of organization or the bylaws requires action by the shareholders.

6.2 The number of authorized shares of any class or series, the distinguishing designation thereof and the preferences, limitations, and relative rights applicable thereto shall be set forth in the articles of organization or any amendment thereto approved by the board of directors. All or a specified number of directors may be elected by the holders of one or more authorized classes or series of shares, as set forth in an amendment to those articles of organization. At any time after the initial issuance of shares of any class or series, the board of directors may reclassify any unissued shares of the class or series into one or more existing or new classes or series. Shares of any class or series may be issued as a share dividend in respect of shares of another class or series.

6.3 Action required or permitted by Chapter 156D of the Massachusetts General Laws to be taken at a shareholders meeting may be taken without a meeting if the action is taken by shareholders having not fewer than the minimum number of similar votes necessary to take the action at a meeting at which all shareholder entitles to vote on the action are present and voting.

6.4 If any provision of Chapter 156D of the Massachusetts General Laws would otherwise require the affirmative vote of more than a majority of shares in any voting group for favorable action to be taken on a matter, favorable action may nevertheless be taken by vote of a majority of all the shares in the voting group entitles to vote on the matter.

6.5 To the maximum extent permitted by Chapter 156D of the Massachusetts General Laws, as the same exists or may hereafter be amended, no director of the corporation shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability. No amendment to or repeal of the provision 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 act or failure to act of such director occurring prior to such amendment or repeal.

6.6 The number of directors of the corporation shall be fixed in or specified in accordance with the bylaws. The corporation may have only one director, notwithstanding the number of shareholders of the corporation.

6.7 The directors may specify the manner in which the accounts of the corporation shall be kept and may determine what constitutes net earnings, profits and surplus, what amounts, if any, shall be reserved for any corporate purposes, and what amounts, if any, shall be declared as dividends. Unless the board of directors otherwise specifies, the excess of the consideration for any share with par value issued by it over such par value shall be surplus. The board of directors may allocate to capital less than all of the consideration for any share without par value issued by it, in which case the balance of such consideration shall be surplus. All surplus shall be available for any corporate purpose, including payment of dividends.

6.8 The purchase or other acquisition by the corporation of its own shares shall not be deemed a reduction of its capital. Upon any reduction of capital or shares, no shareholder shall have any right to demand any distribution from the corporation, except as and to the extent that the shareholders shall have provided at the time of authorizing such reduction.

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:
53 Town Farm Road, Ipswich, MA 01938
- b. The name of its initial registered agent at its registered office:
Joseph F. McCarthy
- 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: Joseph F. McCarthy

Treasurer: Joseph F. McCarthy

Secretary: Elizabeth McCarthy

Director(s): Joseph F. McCarthy; Elizabeth McCarthy

- d. The fiscal year end of the corporation:
12/31
- e. A brief description of the type of business in which the corporation intends to engage:
To seek final licenses as a Medical Marijuana Treatment Facility and a Marijuana Establishment
- f. The street address of the principal office of the corporation:
53 Town Farm Road, Ipswich, MA 01938
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

53 Town Farm Road, Ipswich, MA 01938, which is
(number, street, city or town, state, zip code)

- ☒ 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 15th day of April AUGUST, 2019

THE COMMONWEALTH OF MASSACHUSETTS

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

August 07, 2019 10:46 AM

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

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

IPSWICH PHARMACEUTICAL ASSOCIATES, INC.

BYLAWS

TABLE OF CONTENTS

	Page
ARTICLE I ARTICLES OF ORGANIZATION.....	4
ARTICLE II SHAREHOLDERS	4
1. Annual Meeting.	4
2. Special Meetings.	4
3. Place of Meetings.....	5
4. Record Date for Purpose of Meetings.....	5
5. Notice of Meetings.....	5
6. Shareholders List for Meeting.	6
7. Quorum.	6
8. Voting and Proxies.....	6
9. Action at Meeting.	7
10. Action without Meeting.	7
11. Electronic Action.	7
ARTICLE III DIRECTORS	8
1. Powers.....	8
2. Election and Enlargement of Board.....	8
3. Vacancies.	8
4. Tenure.	8
5. Committees.	8
6. Meetings.....	9
7. Notice of Special Meetings.	9
8. Quorum.	9
9. Action at Meeting.	9

10.	Action by Consent.....	10
ARTICLE IV OFFICERS		10
1.	Enumeration.....	10
2.	Appointment.	10
3.	Vacancies.	10
4.	Qualification.	10
5.	Tenure.	10
6.	Chairman and Vice Chairman of the Board.....	11
7.	President and Vice President.	11
8.	Treasurer and Assistant Treasurers.....	11
9.	Secretary and Assistant Secretary.....	11
10.	Other Powers and Duties.	12
ARTICLE V RESIGNATIONS AND REMOVALS		12
1.	Resignation.	12
2.	Removal of Director.	12
3.	Removal of Officer.	12
4.	No Right to Compensation.....	12
ARTICLE VI SHARES		13
1.	Amount Authorized.	13
2.	Stock Certificates; Statements for Uncertificated Stock.....	13
3.	Transfers.	13
4.	Record Date for Purposes Other Than Meetings.	14
5.	Replacement of Certificates.....	14
ARTICLE VII MISCELLANEOUS PROVISIONS		14
1.	Fiscal Year.	14

2.	Seal.....	14
3.	Registered Agent and Registered Office.....	14
4.	Execution of Instruments.	14
5.	Voting of Securities.	15
6.	Corporate Records to be Maintained and Available to All Shareholders.	15
7.	Indemnification.	15
8.	Advance of Expenses.	16
9.	Amendments to Bylaws.	16
10.	Director Conflict of Interest.....	17

BYLAWS
OF
ARL HEALTHCARE INC.

ARTICLE I

ARTICLES OF ORGANIZATION

The name of the corporation shall be as set forth in the articles of organization. The corporation shall have the purpose of engaging in any lawful business, unless a more limited purpose is set forth in the articles of organization. The powers of the corporation shall be all powers as set forth in the Massachusetts Business Corporation Act (the “Act”), unless more limited powers or restrictions on any powers are set forth in the articles of organization. The powers of the corporation’s directors and Shareholders, or any class of Shareholders if the corporation has more than one class of stock, and all matters concerning the conduct and regulation of the business and affairs of the corporation shall be subject to such provisions in regard thereto, if any, as are set forth in the articles of organization. In the event of any inconsistency between the articles of organization and these bylaws, the articles of organization shall be controlling. All references in these bylaws to the articles of organization shall be construed to mean the articles of organization of the corporation as from time to time in effect.

ARTICLE II

SHAREHOLDERS

1. Annual Meeting.

The annual meeting of shareholders shall be held at 10:00 A.M., or at such other time as the board of directors shall determine, on June 30 in each year unless such date is a legal holiday. If such date is a legal holiday, then the annual meeting shall be held at the same hour on the next succeeding business day not a legal holiday. The purposes for which an annual meeting is to be held include the election of directors and transacting such other business as may properly be brought before such meeting.

2. Special Meetings.

A special meeting of shareholders may be called at any time by the president or by the directors. Upon written application of one or more Shareholders who hold in the aggregate at least ten percent of all votes, which written application or applications shall be signed and dated by such shareholders and shall state the purpose for which the meeting is to be held, a special meeting shall be called by the secretary, or in case of the death, absence, incapacity or refusal of the secretary, by any other officer. Each call of a meeting shall state the place, date, hour and purposes of the meeting.

3. Place of Meetings.

The place at which any special or annual meeting of shareholders shall be held shall be fixed by the board of directors. Meetings of shareholders may be held at any physical location in or outside Massachusetts. Any adjourned session of any meeting of the shareholders shall be held at the place designated in the vote of adjournment, or if no such place is designated, at the same place or by the same remote communication method as the adjourned meeting.

In addition, the board of directors may authorize any meeting to be held solely by remote communication with no fixed physical location, or may authorize that any shareholder or proxy not physically present at a meeting may participate in the meeting and be deemed present and entitled to vote. In the event that any shareholder or proxy is permitted to participate in a meeting by means of remote electronic communication: (a) the corporation shall implement reasonable measures to verify that each person present and permitted to vote at a meeting is a shareholder or proxy; (b) the corporation shall implement reasonable measures to provide such shareholders and proxies a reasonable opportunity to participate in the meeting and vote; and (c) if a shareholder or proxy votes or takes other action by remote communication at the meeting, a record of the vote or other action shall be maintained by the corporation.

4. Record Date for Purpose of Meetings.

The directors may fix in advance a time not more than 70 days before the date of any meeting of shareholders as the record date for determining the shareholders having the right to notice of and to vote at such meeting and any adjournment thereof. In such case only shareholders of record on such date shall have such right, notwithstanding any transfer of shares on the books of the corporation after the record date. If no record date is fixed, the record date for determining shareholders having the right to notice of or to vote at a meeting of shareholders shall be at the close of business on the day before the day on which notice is given. If any meeting is adjourned to a date more than 120 days after the date fixed for the original meeting, the directors shall fix a new record date.

5. Notice of Meetings.

Written notice of the place, day and hour of all meetings of shareholders shall be given by the secretary, the assistant secretary or an officer designated by the directors, at least seven days but no more than 60 days before the meeting, to each shareholder entitled to vote thereat and to each shareholder who, by the Act, under the articles of organization or under these bylaws, is entitled to such notice. Notice of an adjourned meeting shall be given only if a new record date is fixed, in which case notice shall be given to all shareholders as of the new record date. The notice of a meeting shall state the purposes of the meeting. At a special meeting of shareholders, only business within the purpose or purposes described in the meeting notice may be conducted. Notice may be given by leaving such notice with the shareholder or at his residence or usual place of business, by mailing it, postage prepaid, and addressed to such shareholder at his address as it appears in the books of the corporation, by facsimile telecommunication directed to a number furnished by the shareholder for the purpose, by electronic mail to the electronic mail address of the shareholder as it appears in the books of the corporation, or by any other electronic transmission (defined as any process of communication that does not directly involve the physical transfer of paper and that is suitable for the retention, retrieval and reproduction of information by the recipient). The

corporation shall be entitled to rely on the address of a shareholder last notified to the corporation. In case of the death, absence, incapacity or refusal of the secretary, the assistant secretary or the officer designated by the directors, such notice may be given by any other officer or by a person designated either by the secretary or by the person or persons calling the meeting or by the board of directors. Whenever notice of a meeting is required to be given to a shareholder under any provision of the Act or of the articles of organization or these bylaws, no such notice need be given to a shareholder, if a written waiver of notice, executed before or after the meeting by such shareholder or his attorney, thereunto authorized, is filed with the records of the meeting.

6. Shareholders List for Meeting.

After fixing a record date for a meeting of shareholders, the secretary shall prepare an alphabetical list of all shareholders who are entitled to notice of the meeting. The shareholders list shall be available for inspection by any shareholder, his agent or attorney during the period beginning two days after notice of the meeting is given and continuing through the meeting at the corporation's principal office, at a place identified in the meeting notice or, if the meeting is to be held only by remote communication, on a reasonably accessible electronic network, provided that the information required to gain access to such list is provided with the notice of the meeting. A shareholder or his agent or attorney may copy the list at the principal office at his own expense as permitted by the Act.

7. Quorum.

At any meeting of the shareholders, a majority in interest of all the shares issued, outstanding and entitled to vote upon a question to be considered at such meeting shall constitute a quorum for the consideration of such question, except that, if two or more voting groups are entitled to vote upon such question as separate voting groups, then, in the case of each such voting group, a quorum shall consist of a majority of the votes entitled to be cast by the voting group for action on that matter. Notwithstanding the foregoing, shareholders, by a majority of the votes properly cast upon the question whether or not a quorum is present, 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 thereof, 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.

8. Voting and Proxies.

Unless otherwise provided by the articles of organization, each shareholder shall have one vote for each share held by him of record on the record date and entitled to vote on the question or questions to be considered at any meeting of the shareholders according to the records of the corporation. Shareholders may vote either in person or by proxy appointed by written appointment form signed by the shareholder or his attorney in fact. An appointment form shall be valid for the period stated therein, or, if no period is stated, for a period of 11 months from the date the shareholder signed the form, or the date of its receipt by the secretary or his agent, if undated. Appointment forms shall be filed with the secretary or other officer or agent authorized to tabulate votes before being voted. Except as otherwise limited therein, appointment forms appointing

proxies for a particular meeting shall entitle the persons named therein to vote at any adjournment of such meeting but shall not be valid after final adjournment of such meeting.

9. Action at Meeting.

When a quorum of a voting group is present for the consideration of a matter at any meeting of the shareholders, favorable action on a matter, otherwise than the election of directors, is taken by the voting group if a majority in interest of the shares present in person or by proxy and entitled to vote on such question votes in favor of the action, except where a larger vote is required by the Act, the articles of organization or these bylaws. Any election of directors by a voting group shall be determined by a plurality of the votes cast by shareholders in the voting group present in person or by proxy at the meeting and entitled to vote in the election. No ballot shall be required for such election unless requested by a shareholder present in person or by proxy at the meeting and entitled to vote in the election. Shares of the corporation are not entitled to vote if they are owned, directly or indirectly, by another entity of which the corporation owns, directly or indirectly, a majority of the voting interests. The corporation may, however, vote any shares, including its own shares, held by it, directly or indirectly, in a fiduciary capacity.

10. Action without Meeting.

Any action required or permitted to be taken at any meeting of the shareholders may be taken without a meeting by all shareholders entitled to vote on the action, or if the articles of organization so provide, 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, as evidenced by written consents of such shareholders that describe the action taken, are signed by shareholders having the requisite votes, bear the date of the signatures of such shareholders, and are delivered to the corporation for inclusion with the records of meetings within 60 days of the date of the earliest dated consent delivered to the corporation. The corporation must, at least seven days before it takes any action in reliance on consent obtained in accordance with this provision, give written notice of its intended action to shareholders not entitled to vote on the action in any case where the Act would require such notice if the action were to be taken by voting shareholders at a meeting, and, if the action will be taken with less than unanimous consent, to all shareholders entitled to vote who did not consent to the action. Such notice shall be accompanied by the same material that the Act or these bylaws would require to be sent to such shareholders with a notice of meeting. The corporation may, for convenience, specify an effective date for such consents, provided that the corporation shall not take action in reliance upon such consents except in compliance with the articles of organization and these bylaws.

11. Electronic Action.

Any vote, consent, waiver, proxy appointment or other action by a shareholder shall be considered given in writing, dated and signed if it consists of an electronic transmission that allows the corporation to determine: (a) the date the transmission was sent; and (b) that the sender of the transmission was the relevant shareholder, proxy, or agent, or a person authorized to act on any such person's behalf. The date on which the electronic transmission was sent shall be considered the date on which it was signed.

ARTICLE III

DIRECTORS

1. Powers.

All corporate power shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, a board of directors, subject to any limitation set forth in the articles of organization or in a shareholders' agreement. In the event of a vacancy in the board of directors, the remaining directors may exercise the powers of the full board until the vacancy is filled.

2. Size of Board.

The board of directors shall consist of at least one director. The number of directors may be increased or decreased at any time or from time to time by the stockholders or by the directors by vote of a majority of directors then in office, except that any such decrease by vote of the directors shall only be made to eliminate vacancies existing by reason of the death, resignation or removal of one or more directors. No director need be a shareholder.

3. Vacancies.

Any vacancy in the board of directors, including a vacancy resulting from the enlargement of the board, may be filled by the shareholders, by the board of directors, or if the directors remaining in office constitute fewer than a quorum, they may fill the vacancy by the vote of a majority of all the directors remaining in office. If the vacant office was held by a director elected by a voting group of shareholders, only the shareholders of that voting group or directors elected by that voting group are entitled to fill the vacancy.

4. Tenure.

Except as otherwise provided by the articles of organization or by these bylaws, each director shall hold office until the next annual meeting of shareholders and thereafter until such director's successor is elected and qualified or until such director sooner dies, resigns, is removed or becomes disqualified.

5. Committees.

The directors may, by vote of a majority of all directors then in office, elect from their number an executive or other committees, provided however that if the articles of organization or these bylaws provide that the number of directors required to take board action is greater than a majority of all directors then in office, then the vote of such greater number shall be required to elect any committee. Except as the directors may otherwise determine, any such committee may make rules for the conduct of its business, but unless otherwise provided by the directors or in such rules, its business shall be conducted as nearly as may be in the same manner as is provided by these bylaws for the directors. The directors may delegate to any committee some or all of their powers except those which they are prohibited from delegating by any provision of law or by the articles of organization or these bylaws. Without limitation of the foregoing, a committee may not (a) authorize distributions; (b) approve or propose to shareholders action that is required by law to

be approved by shareholders; (c) change the number of the board of directors, remove directors from office or fill vacancies on the board of directors; (d) amend the articles of organization; (e) adopt, amend or repeal these bylaws; or (f) authorize or approve reacquisition of shares, except according to a formula or method prescribed by the board of directors.

6. Meetings.

Regular meetings of the directors may be held without call or notice at such places and at such times as the directors may from time to time determine. Any or all of the directors may participate in a meeting of the directors or of a committee thereof by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting; and participation by such means shall constitute presence in person at any such meeting.

A regular meeting of the directors may be held immediately following the annual meeting of shareholders at the same place as such shareholders' meeting. Special meetings of the directors may be held at any time and place designated in a call of the meeting by the chairman of the board, if any, the president or two or more directors.

7. Notice of Special Meetings.

Notice of the date, time and place of all special meetings of the directors shall be given to each director by the secretary, or assistant secretary, or by the officer or one of the directors calling the meeting. Notice shall be given to each director in person, by telephone, voice mail, facsimile telecommunication, telegram or other electronic means sent to his usual or last known business or home address or phone number or by electronic mail to the electronic mail address of the director as last notified to the corporation at least 24 hours in advance of the meeting or by mailing it to either such business or home address at least 48 hours in advance of the meeting. Notice need not be given to any director if a written waiver of notice, executed by him before or after the meeting, is filed with the records of the meeting, or to any director who attends the meeting without protesting, prior to or at the meeting's commencement, the lack of notice to him. A notice or waiver of notice of a directors' meeting need not specify the purposes of the meeting.

8. Quorum.

At any meeting of the directors, a quorum of the board of directors shall be a majority of the directors in office immediately before the meeting begins. Any meeting may be adjourned from time to time by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.

9. Action at Meeting.

If a quorum is present when a vote is taken, the vote of a majority of the directors present is an act of the board of directors, unless the articles of organization or these bylaws require the vote of a greater number of directors.

10. Action by Consent.

Any action required or permitted to be taken at any meeting of the directors may be taken without a meeting if all directors then in office consent to the action in a writing signed by each director, or by electronic transmission delivered to the corporation to the address specified by the corporation for the purpose or, if no address is specified, to the principal office of the corporation addressed to the secretary or other officer or agent having custody of the records of proceedings of directors, provided that such written consents and/or electronic transmissions shall be included in the minutes or filed with the corporate records reflecting the action taken. Action taken by written consent is effective when the last director signs or delivers consent, unless the consent specifies a different effective date. Consents given in accordance with this provision shall be treated as a vote of the directors for all purposes.

ARTICLE IV

OFFICERS

1. Enumeration.

The officers of the corporation shall consist of a president, a treasurer, a secretary, and such other officers, if any, including a chairman and a vice chairman of the board of directors, one or more vice presidents, assistant treasurers and assistant secretaries, as the incorporators at their initial meeting or the directors from time to time may choose or appoint.

2. Appointment.

The president, treasurer and secretary shall be appointed annually by the directors at their first meeting following the annual meeting of shareholders. Other officers, if any, may be appointed by the board of directors at such meeting or at any other time.

3. Vacancies.

If any office becomes vacant by reason of death, resignation, removal, disqualification or otherwise, the directors may choose a successor or successors, who shall hold office for the unexpired term, except as otherwise provided by the Act, by the articles of organization or by these bylaws.

4. Qualification.

The president may, but need not be, a director. No officer need be a shareholder. Any two or more offices may be held by the same person. Any officer may be required by the directors to give bond for the faithful performance of his duties to the corporation in such amount and with such sureties as the directors may determine.

5. Tenure.

Except as otherwise provided by the articles of organization or by these bylaws, the president, treasurer and secretary shall hold office until the first meeting of the directors following the annual meeting of shareholders, and thereafter until such officer's successor is chosen and

qualified; and all other officers shall hold office until the first meeting of the directors following the annual meeting of the shareholders or the special meeting in lieu thereof, unless a shorter term is specified in the vote choosing or appointing them, or in each case until such officer sooner dies, resigns, is removed or becomes disqualified.

6. Chairman and Vice Chairman of the Board.

A chairman or vice chairman of the board of directors shall have such powers as the directors may from time to time designate. Unless the board of directors otherwise specifies, the chairman of the board, or in his absence the vice chairman, shall preside at all meetings of the shareholders and of the board of directors. The chairman or vice chairman must be a director.

7. President and Vice President.

Except as otherwise determined by the directors, the president shall be the chief executive officer of the corporation and shall, subject to the direction of the directors, have general supervision and control of its business. Unless the board of directors otherwise specifies, in the absence of the chairman and vice chairman, if any, of the board of directors, the president shall preside, when present, at all meetings of shareholders and of the board of directors.

Any vice president shall have such powers as the directors may from time to time designate.

8. Treasurer and Assistant Treasurers.

The treasurer shall, subject to the direction of the directors, have general charge of the financial concerns of the corporation and the care and custody of the funds and valuable papers of the corporation, and books of account and accounting records. He shall have power to endorse for deposit or collection all notes, checks, drafts, and other obligations for the payment of money payable to the corporation or its order, and to accept drafts on behalf of the corporation.

Any assistant treasurer shall have such powers as the directors may from time to time designate.

9. Secretary and Assistant Secretary.

Unless a transfer agent is appointed, the secretary shall keep or cause to be kept the stock 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 secretary shall record all proceedings of the shareholders in a paper record, or in another form capable of conversion into a paper record within a reasonable time. Such records shall be kept at the principal office of the corporation or at the office of its transfer agent or of the secretary and shall be open at all reasonable times to the inspection of any shareholder.

If a secretary is elected, he shall record all proceedings of the directors in a paper record, or in another form capable of conversion into a paper record within a reasonable time. Any assistant secretary shall have such powers as the directors may from time to time designate. In the absence of the secretary from any meeting of the directors, any assistant secretary, or a temporary secretary designated by the person presiding at such meeting, shall record such proceedings.

10. Other Powers and Duties.

Each officer shall, subject to these bylaws, have in addition to the duties and powers specifically set forth in these bylaws, such duties and powers as are customarily incident to his office, and such duties and powers as the directors may from time to time designate.

ARTICLE V

RESIGNATIONS AND REMOVALS

1. Resignation.

Any director or officer may resign at any time by delivering his resignation in writing to the chairman of the board, if any, the president, the treasurer or the secretary or to a meeting of the directors. Such resignation shall be effective upon receipt unless specified to be effective at some other time.

2. Removal of Director.

A director (including persons elected by directors to fill vacancies in the board) may be removed from office (a) with or without cause by majority vote of the shareholder voting group entitled to appoint such director, or (b) with cause by vote of the greater of a majority of the directors then in office or of the number of directors otherwise required to take an action of the board, except that if a director is appointed by a voting group of shareholders, only directors appointed by that voting group may vote to remove him. A director may be removed by the shareholders or the directors only at a meeting called for the purpose of removing him and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the director.

3. Removal of Officer.

The directors may remove any officer at any time with or without cause.

4. No Right to Compensation.

No director or officer resigning and (except where a right to receive compensation shall be expressly provided in a duly authorized written agreement with the corporation) no director or officer removed, shall have any right to any compensation as such director or officer for any period following his resignation or removal, or any right to damages on account of such removal, whether his compensation be by the month or by the year or otherwise, unless in the case of a resignation, the directors, or in the case of a removal, the body acting on the removal, shall in their or its discretion provide for compensation.

ARTICLE VI

SHARES

1. Amount Authorized.

The total number of authorized shares shall be as fixed in the articles of organization.

2. Stock Certificates; Statements for Uncertificated Stock.

Shares of the corporation may be certificated or uncertificated. Each shareholder shall be entitled to: (a) for certificated stock, a certificate of the stock of the corporation setting forth the number of shares and the class and the designation of the series in such form as shall, in conformity with law, be prescribed from time to time by the directors; and (b) for uncertificated stock, a written information statement setting forth the number of shares and the class and the designation of the series of the stock. Each certificate shall be signed by any two of the following officers: the president, any vice president, the treasurer, any assistant treasurer, the secretary or any assistant secretary, either by real or facsimile signatures, and may bear the corporate seal or its facsimile. In case any officer who has signed or whose facsimile signature has been placed on such certificate shall have ceased to be such officer before such certificate is issued, it may be issued by the corporation with the same effect as if he were such officer at the time of its issue.

Every certificate or information statement for shares which are subject to any restriction on transfer pursuant to the articles of organization, these bylaws or any agreement to which the corporation is a party shall have the restriction noted conspicuously on the certificate or information statement and shall also set forth on the face or back either the full text of the restriction or a statement of the existence of such restriction and a statement that the corporation will furnish a copy thereof to the holder of such certificate or statement upon written request and without charge. Every certificate or statement issued when the corporation is authorized to issue more than one class or series of stock shall set forth on its face or back either the full text of the preferences, voting powers, qualifications and special and relative rights of the stock of each class and series authorized to be issued or a statement of the existence of such preferences, powers, qualifications and rights and a statement that the corporation will furnish a copy thereof to the holder of such certificate or statement upon written request and without charge.

3. Transfers.

Subject to the restrictions, if any, stated or noted on the stock certificates or information statements, shares may be transferred on the books of the corporation by: (a) for certificated stock, the surrender to the corporation or its transfer agent of the certificate therefor properly endorsed or accompanied by a written assignment and power of attorney properly executed, with necessary transfer stamps affixed, and with such proof of the authenticity of signature as the corporation or its transfer agent may reasonably require; and (b) for uncertificated stock, by delivery to the corporation or its transfer agent of an instruction with a request to register a transfer properly executed by the transferring shareholder, and with such proof of authenticity of signature as the corporation or its transfer agent may reasonably require. Except as may be otherwise required by the Act, by the articles of organization or by these bylaws, the corporation shall be entitled to treat the record holder of shares as shown on its books as the owner of such shares for all purposes,

including the payment of dividends and the right to receive notice and to vote with respect thereto, regardless of any transfer, pledge or other disposition of such shares, until the shares have been transferred on the books of the corporation in accordance with the requirements of these bylaws.

4. Record Date for Purposes Other Than Meetings.

The directors may fix in advance a time not more than 70 days preceding the date for the payment of any dividend or the making of any distribution to shareholders or the last day on which the consent or dissent of shareholders may be effectively expressed for any purpose, as the record date for determining the shareholders having the right to receive such dividend or distribution or the right to express such consent or dissent. In such case only shareholders of record on such date shall have such right, notwithstanding any transfer of shares on the books of the corporation after the record date. If no record date is fixed, the record date for determining shareholders shall be at the close of business on the day on which the board of directors acts with respect thereto.

5. Replacement of Certificates.

In case of the alleged loss or destruction or the mutilation of a stock certificate, a duplicate certificate may be issued in place thereof, upon such terms as the directors may prescribe.

ARTICLE VII

MISCELLANEOUS PROVISIONS

1. Fiscal Year.

The fiscal year of the corporation shall end on the date determined from time to time by the board of directors.

2. Seal.

The seal of the corporation shall, subject to alteration by the directors, consist of a flat-faced circular die with the word "Massachusetts", together with the name of the corporation and the year of its organization cut or engraved thereon.

3. Registered Agent and Registered Office.

The corporation shall continuously maintain in Massachusetts: (a) a registered agent who may be an officer of the corporation or another individual, a domestic corporation or not-for-profit domestic corporation, or a foreign corporation or not-for-profit foreign corporation qualified to do business in Massachusetts; and (b) a registered office, which may, but need not be, the same as any of its places of business. The business office of the registered agent shall also be the registered office of the corporation. The corporation shall record any change of its registered office or registered agent by filing a statement of change with the Secretary of the Commonwealth.

4. Execution of Instruments.

All deeds, leases, transfers, contracts, bonds, notes and other obligations authorized to be executed on behalf of the corporation shall be signed by the chairman of the board, if any, the

president or the treasurer except as the directors may generally or in particular cases otherwise determine.

5. Voting of Securities.

Except as the directors may otherwise designate, the president or treasurer may waive notice of, act and 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 the shareholders, members or other constituent parties of any other corporation, organization or entity in which the corporation holds securities or other type of ownership interest.

6. Corporate Records to be Maintained and Available to All Shareholders.

The corporation shall keep in Massachusetts at the principal office of the corporation, or at an office of its transfer agent, secretary, assistant secretary or registered agent, a copy of the following records: (a) its articles of organization and bylaws then in effect; (b) resolutions adopted by the directors creating classes or series of stock and fixing their relative rights, preferences and limitations, if shares issued pursuant to those resolutions are outstanding; (c) the minutes of all shareholders' meetings, and records of all action taken by shareholders without a meeting, for the past three years; (d) all written communications to shareholders generally during the past three years, including annual financial statements issued pursuant to the Act; (e) a list of the names and business addresses of its current directors and officers; and (f) its most recent annual report delivered to the Massachusetts Secretary of the Commonwealth. Said copies and records may be kept in written form or in another form capable of conversion into written form within a reasonable time. A shareholder is entitled to inspect and copy such records, during regular business hours at the office at which they are maintained, on written notice given at least five business days before the date he wishes to inspect and copy.

7. Indemnification.

The corporation shall, to the fullest extent permitted by law, indemnify each of its directors and officers (including persons who serve at its request as directors, officers, or trustees of another organization in which it has any interest as a shareholder, creditor or otherwise or in any capacity with respect to any employee benefit plan), against all liabilities and expenses, including amounts paid in satisfaction of judgments, in settlement or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a director or officer, if: (a) he conducted himself in good faith and in the reasonable belief that his conduct was in the best interests of the corporation or at least not opposed to the best interests of the corporation, and, in the case of any criminal proceeding, he had no reasonable cause to believe his conduct was unlawful; or (b) he engaged in conduct for which he shall not be liable under the articles of organization; provided, however, that the corporation shall not indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. Such indemnification shall be provided although the person to be indemnified is not currently a director, officer, partner, trustee, employee or agent of the corporation or such other organization or no longer serves with respect to any such employee benefit plan.

Notwithstanding the foregoing, no indemnification shall be provided unless a determination has been made that indemnification is permitted by law for a specific proceeding:

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

(b) by special legal counsel selected either (i) in the manner prescribed in clause (a) above, or (ii) if there are fewer than two disinterested directors, by the board of directors, in which case directors who do not qualify as disinterested directors may participate in the selection; or

(c) by the holders of a majority of the corporation's outstanding shares at the time entitled to vote for directors, voting as a single voting group, exclusive of any shares owned by or voted under the control of any interested director or officer.

The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any director or officer may be entitled; nothing contained in this section shall affect any rights to indemnification to which employees, independent contractors or agents, other than directors and officers, may be entitled by contract or otherwise under law. As used in this paragraph, the terms "director" and "officer" include their respective heirs, executors and administrators, and an "interested" director or officer is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

Any repeal or modification of the foregoing provisions of this section shall not adversely affect any right or protection of a director or officer of the corporation with respect to any acts or omission of such director or officer occurring prior to such repeal or modification.

8. Advance of Expenses.

The corporation shall, before final disposition of a proceeding, and to the fullest extent permitted by law, advance funds to pay for or reimburse the reasonable expenses incurred by a director, officer or other person who is a party to a proceeding for which he would be or may be entitled to indemnification as set forth in these bylaws, provided that he delivers to the corporation a written affirmation of his good faith belief that he has met the relevant standard of conduct described in these bylaws, and his written undertaking to repay any funds advanced if he is not entitled to mandatory indemnification under applicable law and it is ultimately determined that he has not met the relevant standard for indemnification set forth in these bylaws.

9. Amendments to Bylaws.

These bylaws may at any time be amended by vote of the shareholders or may be amended by vote of a majority of the directors then in office, except that bylaw provisions dealing with quorum or voting requirements for shareholders, including additional voting groups, may not be adopted, amended or repealed by the board of directors. Notice of any change to these bylaws by the directors, stating the substance of such change, shall be given to all shareholders entitled to vote on amending these bylaws not later than the time that notice of the shareholders' meeting next following such change is required to be given.

10. Director Conflict of Interest

A conflict of interest transaction is a transaction with the corporation in which a director has a material direct or indirect interest (an “Interested Director”). Without limiting the interests that may create conflict of interest transactions, a director has an indirect interest in a transaction if another entity in which he has a material financial interest or in which he is a general partner is a party to the transaction (a “Related Party”), or if another entity of which he is a director, officer, or trustee or in which he holds another position is a party to the transaction and the transaction is or should be considered by the board of directors of the corporation.

A conflict of interest transaction is not voidable by the corporation solely because of the director’s interest in the transaction if: (a) the material facts of the transaction and the director’s interest were disclosed or known to the board or a committee of the board, and the board or committee authorized, approved or ratified the transaction by the vote of a majority of the directors on the board or committee who have no direct or indirect interest in the transaction, but a transaction may not be authorized, approved, or ratified by a single director; (b) the material facts of the transaction and the director’s interest were disclosed or known to the shareholders entitled to vote and they authorized, approved, or ratified the transaction by the vote of a majority of the shares entitled to vote or (c) the transaction was fair to the corporation. In the case of clause (b) above, shares owned by or voted under the control of any Interested Director or Related Party shall not be entitled to vote.

Adopted April __, 2019



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

mass.gov/dor

Letter ID: L1546115360
Notice Date: May 8, 2023
Case ID: 0-001-991-734



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



FFD ENTERPRISES MA INC
40 WOODLAND ST
HARTFORD CT 06105-2327

Why did I receive this notice?

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

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

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

What if I have questions?

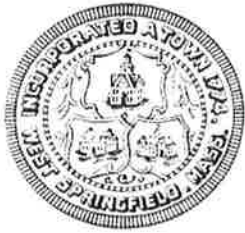
If you have questions, call us at (617) 887-6400 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 9:00 a.m. to 4:00 p.m..

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



Town of West Springfield
BUSINESS CERTIFICATE
M.G.L. Chapter 110, Section 5,

RECEIVED

2023 MAY 16 A 8:59

In conformity with M.G.L. Chapter 110, Section 5, I (we) hereby declare that a business under the title of:

Fine Fcthr Dispensary - West Springfield

(Business Name)

175 Memorial Ave, West Springfield, Massachusetts.

(Business Address)

Marijuana Retail Store

(Type of Business)

FFD Enterprises MA, Inc

(Name of parent company/corporation if applicable)

40 Woodland St. Hartford, CT 06105

(Address of parent company/corporation if applicable)

I (we) acknowledge that filing this certificate does not constitute fulfillment of all of the necessary requirements to operate a business and that other licenses or permits may be required.

Benjamin Zachs

(Print Name 1)

340 W 22nd St. Apt 2A NY, NY 10011

(Residence Address)

(Print Name 2)

(Residence Address)

(Print Name 3)

(Residence Address)

[Signature]
Signature(s):

FOR OFFICIAL USE ONLY

PLANNING & BUILDING DEPARTMENT:

APPROVED: X

CONDITIONS: upon issuance of
certificate of occupancy

A TRUE COPY, ATTEST:

[Signature]

TOWN CLERK, WEST SPRINGFIELD, MA

DATE: May 16, 2023

A true copy shall be accompanied by a raised seal

Commonwealth of Massachusetts

Hampden County, ss.

On this 15th day of May, 2023, before me,

the undersigned notary public, personally appeared

Benjamin Zachs

proved to me through satisfactory evidence of identification, which was Drivers License to be the person(s) whose name(s) is signed above, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of (his) (her) knowledge and belief.

[Signature]
Notary Public/Town Clerk's Office

Sara A Gelpke
Notary Public-Connecticut
My Commission Expires
January 31, 2027

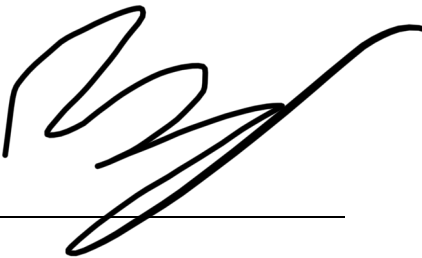
Marijuana Establishment Person or Entity Having Direct Control

I, Benjamin Zachs, managing member of FFD Enterprises MA, Inc. (the “**Applicant**”), hereby certify and confirm to the Cannabis Control Commission (the “**Commission**”) that individuals listed below do not qualify as a Person or Entity Having Direct Control (as that term is defined in 935 CMR 500.002 of the Massachusetts Code of Regulations) over the Applicant, and have identified their position and the business decisions and/or any equity stake they possess or are able to perform. I further certify that none of these individuals or entities: (a) have a financial interest in the form of equity of 10% or greater in the Applicant; (b) have a voting interest of 10% or greater in the Applicant or a right to veto significant events; (c) are a Close Associate (as that term is defined in 935 CMR 500.002); (d) are a Person or Entity (each as defined in 935 CMR 500.002) that has the right to control or authority, through contract or otherwise including, but not limited to: (1) To make decisions regarding operations and strategic planning, capital allocations, acquisitions and divestments; (2) To appoint more than 50% of the directors or their equivalent; (3) To appoint or remove Corporate-level officers or their equivalent; (4) To make major marketing, production, and financial decisions; (5) To execute significant (in aggregate of \$10,000 or greater) or exclusive contracts; or (6) To earn 10% or more of the profits or collect more than 10% of the dividends.

1. **Joseph F. McCarthy.** Mr. Joseph F. McCarthy is no longer associated with FFD Enterprises MA, Inc. and does not have any ownership or control over FFD Enterprises MA, Inc. Mr. McCarthy was a former owner who was bought out by the current owners. The abovementioned ownership change was approved by the Commission as part of a change of ownership and control application on August 6, 2020.
2. **Elizabeth McCarthy.** Mrs. Elizabeth. McCarthy is no longer associated with FFD Enterprises MA, Inc. does not have any ownership or control over FFD Enterprises MA, Inc. Mrs. McCarthy was a former owner who was bought out by the current owners. The abovementioned ownership change was approved by the Commission as part of a change of ownership and control application on August 6, 2020.

Under penalties of perjury I declare that I have examined this certification and to the best of my knowledge and belief it is true, correct and complete, and I further declare that I have authority to sign this document.

Dated as of June 3, 2023


By: _____
Name: Benjamin Zachs

June 3, 2023

VIA E-Mail and Electronic Submission

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

Re: Response to Additional Information Request for FFD Enterprises MA, Inc.

To Whom It May Concern:

This firm represents FFD Enterprises MA, Inc. (the “**Applicant**”) in connection with the licensing and permitting of its proposed Marijuana Retailer (MRN284920) to be located in West Springfield, Massachusetts. Please accept this letter as additional information provided pursuant to the request for more information letter (the “**Letter**”) from the Massachusetts Cannabis Control Commission (the “**Commission**”) dated and provided to our client on May 25, 2023.

Please note that we have outlined each of the Commission’s additional information requests (in bold below) and provided the Applicant’s proposed response and additional information where necessary.

Application of Intent:

- Persons Having Direct or Indirect Control Note: Please note, Joseph F. McCarthy and Elizabeth McCarthy are listed on the Secretary of the Commonwealth of Massachusetts website. Please note, If Joseph F. McCarthy and Elizabeth McCarthy are Persons Having Direct or Indirect Control (“PDIC’s”) as defined by the Commission’s definitions section of the regulations, please list them in that section of the application. If not, please submit an attestation stating that they are not PDIC’s with information about their position and the business decisions and/or any equity stake they possesses or are able to perform.**

Applicant Response: The Applicant respectfully submits that Mr. Joseph F. McCarthy and Mrs. Elizabeth McCarthy do not qualify as a Person Having Direct or Indirect Control, as defined by the Commission. Both of the abovementioned individuals were removed from the company as part of a change in ownership and control approved by the Commission on August 6, 2020. The Applicant has submitted an attestation stating the same and describing their position and the business decisions and/or any equity stake they possess or are able to perform. Please also note that the Applicant previously submitted the most recent annual report filed with the Secretary of the Commonwealth that reflect that Mr. and Mrs. McCarthy are no longer officers or directors of the company.

- Plan to Positively Impact Disproportionately Harmed People. The items below (not checked off) must be addressed—specific additional notes may be provided.**

☐ **Specifies the geographic area of disproportionate impact that will be positively impacted. Additionally, if the following locations (Boston, Lowell, Springfield, and Worcester) are listed, the specific census tracts must be included, which can be**

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found by using the following link: <https://masscannabiscontrol.com/public-documents/guidance-documents/>. (If applicable)

- **The Plan to Positively Impact Disproportionately Harmed People states the applicant intends to focus its efforts in West Springfield. Please use the link above and provide the census tracts the applicant intends to positively impact in Springfield.**

Applicant Response: The Applicant respectfully submits that Town of West Springfield Massachusetts is a separate municipality from the City of Springfield Massachusetts and the entire Town of West Springfield is identified as an area of disproportionate impact. As such, the Applicant has not revised its plan for positive impact as it intends to focus its efforts on the Town of West Springfield.

Management and Operations Profile

1. **Massachusetts Business Information Note: Please note, the business number that was provided, 001111562, lists Joseph F. McCarthy and Elizabeth McCarthy as President and Director of the company. If the business number that was provided within the application is incorrect, please amend that section of the application with the correct business number.**

Applicant Response: The Applicant respectfully submits that the correct business ID number, 001396484, has been added to the application.

2. **Massachusetts Business Information (Department of Unemployment Assistance Good Standing) Note: Please submit the applicant's certificate of good standing dated within 90 days of submission or provide an attestation stating they cannot register with the department until hiring employees.**

Applicant Response: The Applicant respectfully submits that a current certificate of good standing from the Massachusetts Department of Unemployment has been submitted.

Thank you for your attention to this matter and please do not hesitate to contact me directly should you have any comments questions or concerns.

Very truly yours,

Daniel S. Glissman

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FFD Enterprises MA, Inc.

Business Plan

FFD Enterprises MA, Inc.'s (the "**Company**") team combines a 60-year history of family business and years of marijuana industry experience with a dedicated team of Massachusetts professionals, former law enforcement officials, and a deep understanding of Massachusetts consumer needs.

The Company has established itself as one of New England's premier cannabis operators by winning and operating licenses in some of the most highly-regulated, limited license, medical, and adult-use marijuana markets in the region, including Georgia, Rhode Island, Connecticut, and Massachusetts.

Through its affiliates, the Company now operates three licensed medical marijuana pharmacy dispensaries in Connecticut – all of which adhere to a stringent pharmacy-model of regulations. In fact, the Company's Connecticut dispensaries were the first in the United States to integrate directly with the **Prescription Monitoring Program**, the national interoperable system by pharmacies across the country to ensure real-time upload of patient purchasing and compliance. The Prescription Monitoring Program helps to prevent adverse drug-related diversion.

The Company has received a final license and developed a vertically integrated cultivation and retail adult-use and medical operation in the highly regulated **Massachusetts** medical and adult-use marijuana program.

Highlights of the Company's experience include:

- The Company operates three of the country's most successful medical marijuana dispensaries - both of which employ a pharmacy-based medical marijuana distribution model.
 - Zero compliance infractions.
 - Highest customer-rated dispensaries in Connecticut according to rating websites such as Leafly, Weedmaps, Facebook, and Google.
 - The first dispensary in the United States to have real-time synchronization with the Prescription Monitoring Program with a direct API using Appriss Health, the PMP Gateway, and Connecticut's inventory and point-of-sale solution.
 - Dedication to keeping marijuana affordable through senior discounts, veteran discounts, compassionate need discounts (available to patients with incomes up to 200% FPL), and \$1 product sales for patients in end-of-life care and qualifying pediatric conditions.
 - Ensuring consumers have the ability to pay in a safe and regulated manner by utilizing cashless ATM processing in-dispensary for safe payments.
 - Employee- and community-oriented operations, with comprehensive health, vision, dental, and long-term disability insurance for all employees, 401K and 401K matches, paid time off for all employees, and participation in community food drives, fundraisers, Breast Cancer Awareness Month donations, Movember, Toy Drives, and partnerships with the Salvation Army.

PROJECTED REVENUE

Policies and Procedures for FFD Enterprises MA, Inc.

FFD Enterprises MA, Inc.

Based on our experience in other markets, we estimate the average transaction size per customer will initially be approximately \$95.00. It is very important to note that, in accordance with Massachusetts law, discounts within adult-use dispensaries is absolutely not allowed. The greater Springfield area is home to a population of roughly 300,000 residents. Nationwide and our data states that roughly 5% of the population is an expected customer within a marijuana market. Based on the current competitive landscape around West Springfield, we expect there to be four open dispensaries, moving to twelve over the next few years. Thus, in our model, we adjust our market share to change over time but also expect an annual 6% population growth. We note these numbers because it is incredibly important to be both conservative and realistic for our financial planning in order to understand the capitalization necessary and the cash flows of the business in the short and long term. We refuse to be an operator ill prepared and not understanding the intricacies of operating a cannabis dispensary.

Within our assumptions, we expect each customer to purchase, on average, two times per month. This translates to an expected revenue of \$7,231,875 in our first full year of operations but understanding that as competition comes, these numbers will likely fluctuate. Thus, we project \$8,489,010 in our second year and \$7,028,961 in our third year. It is important to us to keep conservative estimates to prepare for the most competitive landscape possible. Yet, we are aware of other operators inability to “get to market” within the Massachusetts cannabis industry.

We have estimated our expenses to be approximately \$1,182,009 of first full-year operating expenses (which include, among other expenses, direct labor, indirect costs, general fees, and marketing and promotion) and \$1,010,000 of capital expenses. Of the operating expense, we expect the far majority to be allocated to payroll and benefits, \$857,125. This equates to approximately 16 employees at \$45,000 a year annual salary with benefits. In salary, this would represent wages of above the federal poverty limits for a household of six through one employee. This calculation also does not include the value of benefits. On a local level, this would place every one of our full-time employees at 100% higher than the median individual income in West Springfield and equal to the median household income in West Springfield. Offering wages to create good quality of life for our employees is one of our primary goals. We understand the cost of turnover and have had 98% employee retention within 12 months of employment across all of our operating businesses. We do so by offering such competitive wages and benefits, plus a culture of growth and development both personally and professionally.

INCOME & CASH FLOW ANALYSIS

We have based our projections on our experience in both Massachusetts and Connecticut, in which we operate some of the state’s most successful dispensaries. We expect to become profitable by the end of the first fiscal year with an estimated Net Income of \$608,784. Since we are able to supply a significant portion of our own product through our cultivation facility, we are also able to operate significantly more cash-efficiently than other operators, subject to the incredibly high wholesale costs in the state of Massachusetts. This should eliminate the need for additional capital investment after that point as the Company would be able to fund itself going forward; however, additional capital reserves are available if necessary. Set forth below are our operating projections for our first three years of operation.

FFD Enterprises MA, Inc.

Location: West Springfield, MA				
Overview of Income Statement				
Year	Year 0	Year 1	Year 2	Year 3
Income Statement				
Revenue	-	7,231,875	8,489,010	7,028,961
Cost of Goods Sold	-	4,673,599	5,486,023	4,542,466
Gross Margin	-	2,558,276	3,002,987	2,486,495
<i>% of Revenue</i>	<i>0.0%</i>	<i>35.4%</i>	<i>35.4%</i>	<i>35.4%</i>
Operating Expenses	33,335	1,182,009	1,229,334	1,272,534
EBITDA (Operating Income)	(33,335)	1,376,267	1,773,653	1,213,961
<i>% of Revenue</i>	<i>0.0%</i>	<i>19.0%</i>	<i>20.9%</i>	<i>17.3%</i>
Other				
Taxes	-	767,483	900,896	745,948
Net Income	(33,335)	608,784	872,757	468,012
Cash Overview				
Year	Year 0	Year 1	Year 2	Year 3
Cash Beginning of Period	-	(1,142,089)	(755,801)	167,019
Net Cash From Operations Activities	(132,089)	386,288	922,819	525,233
Net Cash From Investing Activities	(1,010,000)	-	-	-
Net Cash From Financing Activities	-	-	-	-
Net Cash Flow	(1,142,089)	386,288	922,819	525,233
Cash End of Period	(1,142,089)	(755,801)	167,019	692,252

FFD Enterprises MA, Inc.

Plan for Obtaining Liability Insurance

FFD Enterprises MA, Inc. (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) the Company 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 the Company is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) the Company will place in escrow (the “**Liability Insurance Escrow Account**”) 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 the Company is unable to obtain minimum liability insurance coverage as required by 935 CMR 500.105(10)(a) the Company will properly document such inability through written records that will be retained in accordance with the Company’s *Record Retention Policy* (incorporated herein by reference). If the Liability Insurance Escrow Account is used to cover such liabilities, it will be replenished within ten (10) business days of such expenditure.

The Company 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: *Adult Use of Marijuana*.

This policy may also be referred to by the Company as the “**Liability Insurance Policy**”.

FFD Enterprises MA, Inc.

Separating Recreational from Medical Operations

Currently, FFD Enterprises MA, Inc. (the “**Company**”) is only applying for a Marijuana Retailer license at this location. However, it has received local approvals to distribute Medical Marijuana Products from this location and operate as a co-located Medical and Adult Use Marijuana Establishment.

Should the Company ultimately apply for, and be licensed as, a Medical Marijuana Treatment Center, thus permitting the sale of Medical Marijuana then it shall be a policy of the Company that marijuana and marijuana products for medical use shall only be sold to registered qualifying patients and personal caregivers. The Company shall refuse to sell marijuana to any registered qualifying patient or personal caregiver who is unable to produce a registration card and valid proof of identification, or who does not have a valid certification. The identification shall contain a name, photograph, and date of birth, and shall be limited to one of the following:

1. A driver’s license;
2. A government-issued identification card;
3. A military identification card; or
4. A passport.

If the Company is licensed for the sale of medical marijuana, then it shall be a policy of the Company that: (1) if an individual is younger than 21 years old, but 18 years of age or older, he or she shall not be admitted unless they produce an active patient registration card issued by the DPH or the Commission; and (2) if the individual is younger than 18 years old, he or she shall not be admitted unless they produce an active patient registration card and they are accompanied by a Personal Caregiver (as defined in 935 CMR 501.002) with an active patient registration card. In addition to the patient registration card, registered qualifying patients 18 years of age and older and Personal Caregivers must also produce proof of identification. A patient registration card is not sufficient proof of age.

The Company shall physically separate medical and adult-use sales areas. Subject to final approval by the Commission, such separation shall be provided by a temporary or semi-permanent physical barrier, such as a stanchion, that adequately separates sales areas of marijuana or marijuana products for medical use from sales areas of marijuana or marijuana products for adult use for the purpose of patient confidentiality.

The Company shall provide for separate lines for sales of marijuana or marijuana products for medical use from marijuana or marijuana products for adult use within the sales area, provided, however, that the holder of a medical registration card shall be permitted to use either line and shall not be limited only to the medical use line so long as compliance with 935 CMR 501.105(5)(d) can be maintained.

The Company shall adopt separate accounting practices at the point-of-sale for medical and adult-use sales and implement procedures for virtual, i.e., electronic, separation of medical and adult use marijuana and marijuana products, which procedures shall be subject to the Commission’s approvals, but may include the use of plant or package tags in the seed-to-sale tracking system.

FFD Enterprises MA, Inc.

The Company shall additionally provide a patient consultation area, an area that is separate from the sales floor to allow for confidential visual and auditory consultation with qualifying patients. Such consultation area shall have signage stating “Consultation Area”, be separate from the sales area, and accessible by a qualifying patient or caregiver without having to traverse a limited access area.

The Company shall also use best efforts to prioritize patient and caregiver identification verification and physical entry into its retail area.

Pursuant to 935 CMR 500.140(15) the Company shall, as a co-located Medical Marijuana Treatment Center and Marijuana Establishment (together a “Co-located Marijuana Establishment” or “CMO”), strive to ensure access to a sufficient quantity and variety of marijuana products, including marijuana, for patients registered under 935 CMR 501.000: *Medical Use of Marijuana*. The Company is constantly working to ensure that, at a minimum, its medical marijuana customers have access to a mirrored assortment of products as are available to its adult-use customers.

In furtherance of this goal and in an effort to maintain compliance with 935 CMR 500.000 *et. seq.* and 935 CMR 501.000 *et. seq.*, as the same may be amended from time to time, the Company shall establish an Internal Review Committee (the “**Committee**”) to ensure that a sufficient Patient Supply is maintained and to ensure that any time a product must be discontinued that all applicable regulations are followed and its patient population is made aware of the product change.

The Internal Review Committee Members are:

The Company shall implement the following policies and procedures in furtherance of this policy:

1. The Company shall maintain a quantity and variety of marijuana products for patients registered under 935 CMR 501.000 that is sufficient to meet the demand indicated by an analysis of sales data for the preceding six (6) months as collected and recorded pursuant to 935 CMR 500.140(6) and its *Record Retention Policy*, which policy shall be incorporated herein by reference.
2. On a bi-annual basis, the Company shall maintain and provide to the Commission, accurate sales data collected by the it for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(15)
3. Marijuana products reserved for patient supply shall, unless determined to be unreasonably impracticable by the Committee, reflect the actual types and strains of marijuana products documented during the previous six (6) months. If the Committee determines that a product must be discontinued, or it is unreasonably impracticable to continue to stock those products, a reasonable substitution shall be made pursuant to this policy. In the event that a substitution must be made, the substitution shall reflect, as closely as reasonably practicable, the type and strain no longer available.

FFD Enterprises MA, Inc.

4. On a quarterly basis, the Company shall submit to the Commission an inventory plan to reserve a sufficient quantity and variety of marijuana products for registered patients, based on reasonably anticipated patient needs as documented by sales records over the preceding six (6) months. On each occasion that the supply of any product within the reserved patient supply is exhausted and a reasonable substitution cannot be made, the Company shall submit a report to the Commission in a form determined by the Commission.
5. Marijuana products reserved for patient supply shall be either maintained on site at the retailer or easily accessible at another Company location.
6. If a Marijuana product, reserved for patient supply, has been exhausted and the reserves are available, but maintained at another Company location, an adequate amount of reserved product shall be transferred to the retail location within 48 hours of notification that the on-site supply has been exhausted.
7. The Company shall perform audits of patient supply available at its Marijuana Retailer locations on a weekly basis and retain those records for a period of six months.
8. All records and reports produced by the Committee shall be available for Commission inspection at any time.
9. If deemed appropriate by the Committee, Company staff or management, the Company shall transfer marijuana products reserved for medical use to adult use within a reasonable period of time prior to the date of expiration, provided that the product does not pose a risk to health or safety.

This policy may also be referred to by the Company as the **“Policy for Separating Recreational from Medical Operations”**.

FFD Enterprises MA, Inc.

Restricting Access to Age 21 and Older

FFD Enterprises MA, Inc. (the “**Company**”) shall require that all Marijuana Establishment Agents, Visitors and Consumers of marijuana for adult use (each as defined in 935 CMR 500.002) are 21 years of age or older. The Company will positively identify individuals seeking access to the premises of the Marijuana Establishment, or to whom marijuana or marijuana products are being transported pursuant to 935 CMR 500.105(14) (if applicable) to limit access solely to individuals 21 years of age or older.

Pursuant to 935 CMR 500.140, the Company shall immediately inspect an individual’s proof of identification and determine that the individual is 21 years of age or older upon entry to the Marijuana Establishment. The Company shall also inspect an individual’s proof of identification at the point of sale and determine that the individual is 21 years of age or older.

The identification shall contain a name, photograph, and date of birth, and shall be limited to one of the following:

1. A driver’s license;
2. A government issued-identification card;
3. A military identification card; or
4. A passport.

Currently, the Company is only applying for a Marijuana Retailer license at this location. However, it has received local approvals to distribute Medical Marijuana Products from this location and operate as a co-located Medical and Adult Use Marijuana Establishment.

Should the Company ultimately apply for, and be licensed as, a Medical Marijuana Treatment Center, thus permitting the sale of medical marijuana then it shall be a policy of the Company that marijuana and marijuana products for medical use shall only be sold to registered qualifying patients and personal caregivers. The Company shall refuse to sell marijuana to any registered qualifying patient or personal caregiver who is unable to produce a registration card and valid proof of identification, or who does not have a valid certification. The identification shall contain a name, photograph, and date of birth, and shall be limited to one of the following:

1. A driver’s license;
2. A government-issued identification card;
3. A military identification card; or
4. A passport.

If the Company is licensed for the sale of medical marijuana, then it shall be a policy of the Company that: (1) if an individual is younger than 21 years old, but 18 years of age or older, he or she shall not be admitted unless they produce an active patient registration card issued by the DPH or the Commission; and (2) if the individual is younger than 18 years old, he or she shall not be admitted unless they produce an active patient registration card and they are accompanied by a Personal Caregiver (as defined in 935 CMR 501.002) with an active patient registration card. In addition to the patient registration card, registered qualifying patients 18 years of age and older

FFD Enterprises MA, Inc.

and Personal Caregivers must also produce proof of identification. A patient registration card is not sufficient proof of age.

This policy may also be referred to by the Company as the “**Policy to Restrict Access to Persons Age 21 and Older**”.

FFD Enterprises MA, Inc.

Quality Control and Testing for Contaminants

Testing of Marijuana

FFD Enterprises MA, Inc. (the “**Company**”) shall not sell or otherwise market for adult use any marijuana product, including marijuana, that has not first been tested by an Independent Testing Laboratory, except as allowed under 935 CMR 500.000: *Adult Use of Marijuana*.

The Company is not proposing to cultivate or produce its own products at this time. The Company intends to obtain all of its products from other duly licensed Marijuana Establishments.

The Company shall ensure that all marijuana and marijuana products sold at its Marijuana Establishment have been tested by an Independent Testing Laboratory that tests the marijuana products in compliance with the protocol(s) established in accordance with M.G.L. 94G § 15 and in a form and manner determined by the Commission including, but not limited to, *Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products for Marijuana Establishments, Medical Marijuana Treatment Centers and Co-located Marijuana Operations*. Testing of the Company’s environmental media (e.g., soils, solid growing media, and water) shall be performed in compliance with the *Protocol for Sampling and Analysis of Environmental Media for Massachusetts Registered Medical Marijuana Dispensaries* published by the Commission, as applicable.

The Company shall ensure that all marijuana and marijuana products have been tested for the cannabinoid profile and for contaminants as specified and required by the Commission, including but not limited to mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides not approved for use on marijuana by the Massachusetts Department of Agricultural Resources. In addition to these contaminant tests, final ready-to-sell Marijuana Vaporizer Products shall be screened for heavy metals and Vitamin E Acetate (VEA) in accordance with the relevant provisions of the *Protocol for Sampling and Analysis of Finished Marijuana and Marijuana Products for Marijuana Establishments, Medical Marijuana Treatment Centers and Co-located Marijuana Operations*.

The Company shall notify the Commission within seventy-two (72) hours of receipt in writing, of any laboratory testing results indicating that the marijuana or marijuana products contaminant levels are above acceptable limits established in the protocols identified in 935 CMR 500.160(1) that contamination cannot be remediated, and must be disposed of. The notification from the Company shall describe a proposed plan of action for both the destruction of the contaminated production batch within seventy-two (72) hours, and the assessment of the source of contamination and shall contain any information regarding contamination as specified by the Commission, or immediately upon request by the Commission. The Company shall ensure that notification comes from both the Marijuana Establishment and the Independent Testing Laboratory, separately and directly.

The Company shall maintain the results of all testing for no less than one year. Any marijuana or marijuana products with testing dates in excess of one year shall be deemed expired and may not be dispensed, sold, transferred or otherwise conveyed until retested.

FFD Enterprises MA, Inc.

All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services shall comply with the Company's *Transportation Policy* and 935 CMR 500.105(13).

All excess marijuana shall be disposed of in compliance with the Company's *Waste Disposal Policy* and 935 CMR 500.105(12), either by the Independent Testing Laboratory returning excess marijuana to the source Marijuana Establishment for disposal or by the Independent Testing Laboratory disposing of it directly.

Single-servings of Marijuana Products tested for potency in accordance with 935 CMR 500.150(4)(a) shall be subject to a potency variance of no greater than plus/minus ten percent (+/- 10%).

If the Company receives notice that the marijuana or marijuana products it has submitted for testing has failed any test for contaminants, it shall either: (1) re-analyze without remediation; (2) take steps remediate the identified contaminants; or (3) dispose of the marijuana or marijuana product and in any event, all actions shall comply with 935 CMR 500.160(13).

Handling of Marijuana

The Company shall handle and process marijuana and marijuana products in a safe and sanitary manner. The Company shall implement the following policies (as applicable to its Marijuana Retail License):

- (a) To the extent applicable the Company shall process the leaves and flowers of the female marijuana plant only, which shall be:
 - 1. Well cured and generally free of seeds and stems;
 - 2. Free of dirt, sand, debris, and other foreign matter;
 - 3. Free of contamination by mold, rot, other fungus, pests and bacterial diseases and satisfying the sanitation requirements in 105 CMR 500.000: *Good Manufacturing Practices for Food*, and if applicable, 105 CMR 590.000: *State Sanitary Code Chapter X: Minimum Sanitation Standards for Food Establishments*;
 - 4. Prepared and handled on food-grade stainless steel tables with no contact with the Company's marijuana establishment agents' bare hands; and
 - 5. Packaged in a secure area.
- (b) The Company shall comply with the following sanitary requirements:
 - 1. Any marijuana establishment agent whose job includes contact with marijuana or non-edible marijuana products, including cultivation, production, or packaging shall

FFD Enterprises MA, Inc.

comply with the requirements for food handlers specified in 105 CMR 300.000: *Reportable Diseases, Surveillance, and Isolation and Quarantine Requirements*;

2. Any marijuana establishment agent working in direct contact with preparation of marijuana or non-edible marijuana products shall conform to sanitary practices while on duty, including:
 - i. Maintaining adequate personal cleanliness; and
 - ii. Washing hands thoroughly in an adequate hand-washing area before starting work, and at any other time when hands may have become soiled or contaminated.
3. The Company shall supply adequate and convenient hand-washing facilities furnished with running water at a suitable temperature. Hand-washing facilities shall be located in the Marijuana Establishment in production areas and where good sanitary practices require employees to wash and sanitize their hands, and shall provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
4. The Company shall supply sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
5. Litter and waste shall be properly removed, disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal shall be maintained in an adequate manner pursuant to 935 CMR 500.105(12);
6. Floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair;
7. The Company shall ensure that there will be adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
8. Buildings, fixtures, and other physical facilities shall be maintained in a sanitary condition;
9. All contact surfaces, including utensils and equipment, shall be maintained in a clean and sanitary condition. Such surfaces shall be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils shall be so designed and of such material and workmanship as to be adequately cleanable;
10. All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana products. Toxic items shall not be stored in an area

FFD Enterprises MA, Inc.

- containing products used in the cultivation of marijuana. The Commission may require a Marijuana Establishment to demonstrate the intended and actual use of any toxic items found on the premises;
11. The Company's water supply shall be sufficient for necessary operations. Any private water source shall be capable of providing a safe, potable, and adequate supply of water to meet the Marijuana Establishment's needs;
 12. Plumbing shall be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the Marijuana Establishment. Plumbing shall properly convey sewage and liquid disposable waste from the Marijuana Establishment. There shall be no cross-connections between the potable and waste water lines;
 13. The Company shall provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
 14. Products that can support the rapid growth of undesirable microorganisms shall be held in a manner that prevents the growth of these microorganisms; and
 15. Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical, and microbial contamination as well as against deterioration of finished products or their containers.
 16. All vehicles and transportation equipment used in the transportation of marijuana products or edibles requiring temperature control for safety shall be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana products or edibles from becoming unsafe during transportation, consistent with applicable requirements pursuant to 21 CFR 1.908(c).
- (c) The Company shall comply with sanitary requirements. All edible products shall be prepared, handled, and stored in compliance with the sanitation requirements in 105 CMR 590.000: *State Sanitary Code Chapter X: Minimum Sanitation Standards for Food Establishments*.

This policy may also be referred to by the Company as the “**Quality Control and Testing Policy**”.

FFD Enterprises MA, Inc.

Personnel Policies Including Background Checks

FFD Enterprises MA, Inc. (the “**Company**”) shall implement the following Personnel Policies and Background Check policies:

- (1) The Company shall require that all personnel strictly adhere to, and comply with, all aspects of the *Security Policy*, which policy shall be incorporated herein by reference, specifically employee security policies, including personal safety and crime prevention techniques;
- (2) The Company shall develop a staffing plan and staffing records in compliance with 935 CMR 500.105(9)(d);
- (3) The Company shall develop emergency procedures, including a disaster plan with procedures to be followed in case of fire or other emergencies;
- (4) It shall be a policy of the Company that the workplace shall be alcohol, smoke and drug-free;
- (5) The Company shall require that all personnel strictly adhere to, and comply with, all aspects of the *Record Retention* and *Financial Record Maintenance and Retention* policies, which policies shall be incorporated herein by reference, specifically regarding the maintenance of confidential information and other records required to be maintained confidentially;
- (6) The Company shall immediately dismiss any Marijuana Establishment agent who has:
 - a. Diverted marijuana, which shall be reported to law enforcement authorities and to the Commission;
 - b. Engaged in unsafe practices with regard to operation of the Marijuana Establishment, which shall be reported to the Commission; or
 - c. 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 Other Jurisdictions (as that term is defined in 935 CMR 500.002).
- (7) The Company shall make a list of all board members and Executives (as that term is defined in 935 CMR 500.002) of the Marijuana Establishment, and members of the licensee (if any), available upon request by any individual. The Company may make this list available on its website.
- (8) The Company shall develop 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), as set forth in its *Security Policy*.

FFD Enterprises MA, Inc.

- (9) The Company shall apply for registration for all of its board members, directors, employees, Executives (as that term is defined in 935 CMR 500.002), managers, and volunteers. All such individuals shall:
- a. be 21 years of age or older;
 - b. not have been convicted of an offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of Other Jurisdictions (as that term is defined in 935 CMR 500.002); and
 - c. be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 935 CMR 500.801 or 935 CMR 500.802.
- (10) An application for registration of a marijuana establishment agent shall include:
- a. the full name, date of birth, and address of the individual;
 - b. all aliases used previously or currently in use by the individual, including maiden name, if any;
 - c. a copy of the applicant's driver's license, government-issued identification card, liquor purchase identification card issued pursuant to M.G.L. c. 138, § 34B, or other verifiable identity document acceptable to the Commission;
 - d. an attestation that the individual will not engage in the diversion of marijuana products;
 - e. written acknowledgment by the applicant of any limitations on his or her authorization to cultivate, harvest, prepare, package, possess, transport, and dispense marijuana in the Commonwealth;
 - f. background information, including, as applicable:
 - 1. a description and the relevant dates of any criminal action under the laws of the Commonwealth, or Other Jurisdiction (as that term is defined in 935 CMR 500.002), whether for a felony or misdemeanor and which resulted in conviction, or guilty plea, or plea of nolo contendere, or admission of sufficient facts;
 - 2. a description and the relevant dates of any civil or administrative action under the laws of the Commonwealth, or Other Jurisdiction (as that term is defined in 935 CMR 500.002) relating to any professional or occupational or fraudulent practices;

FFD Enterprises MA, Inc.

3. a description and relevant dates of any past or pending denial, suspension, or revocation of a license or registration, or the denial of a renewal of a license or registration, for any type of business or profession, by any federal, state, or local government, or any foreign jurisdiction;
 4. a description and relevant dates of any past discipline by, or a pending disciplinary action or unresolved complaint by, the Commonwealth, or Other Jurisdiction (as that term is defined in 935 CMR 500.002) with regard to any professional license or registration held by the applicant;
- (b) a nonrefundable application fee paid by the Marijuana Establishment with which the marijuana establishment agent will be associated; and
- (c) any other information required by the Commission.
- (11) An Executives (as that term is defined in 935 CMR 500.002) of the Company registered with the Department of Criminal Justice Information Systems (“DCJIS”) pursuant to 803 CMR 2.04: *iCORI Registration*, shall submit to the Commission a Criminal Offender Record Information (“CORI”) report and any other background check information required by the Commission for each individual for whom the Company seeks a marijuana establishment agent registration, obtained within 30 calendar days prior to submission.
- a. The CORI report obtained by the Company shall provide information authorized under Required Access Level 2 pursuant to 803 CMR 2.05(3)(a)2.
 - b. The Company’s collection, storage, dissemination and usage of any CORI report or background check information obtained for marijuana establishment agent registrations shall comply with 803 CMR 2.00: *Criminal Offender Record Information (CORI)*.
- (12) The Company shall notify the Commission no more than one (1) business day after a marijuana establishment agent ceases to be associated with the Company. The subject agent’s registration shall be immediately void when the agent is no longer associated with the Company.
- (13) The Company shall require that all agents renew their registration cards annually from the date of issue, subject to a determination by the Commission that the agent continues to be suitable for registration.
- (14) After obtaining a registration card for a marijuana establishment agent, the Company shall notify the Commission, in a form and manner determined by the Commission, as soon as possible, but in any event, within five (5) business days of any changes to the information that the Marijuana Establishment was previously required to submit to the Commission or after discovery that a registration card has been lost or stolen.

FFD Enterprises MA, Inc.

- (15) The Company's agents shall carry their registration card at all times while in possession of marijuana products, including at all times while at the Marijuana Establishment or while transporting marijuana products.
- (16) Should any of the Company's agents be affiliated with multiple Marijuana Establishments the Company shall ensure that such agents are registered as a marijuana establishment agent by each Marijuana Establishment and shall be issued a registration card for each establishment.
- (17) The Company shall maintain, and keep up to date, an employee handbook that employees will be given copies of at the start of their employment and will be required to attest that they have read and received the same, covering a wide range of topics, including but not limited to: (1) Employee benefits; (2) Vacation and sick time; (3) Work schedules; (4) Confidentiality standards; (5) Criminal background check standards (6) Security and limited access areas; (7) Employee identification and facility access; (8) Personal safety and crime prevention techniques; (9) Alcohol, drug, and smoke-free workplace; and (10) Grounds for discipline and termination. Each Employee shall be required to review the handbook and attest to their understanding and receipt of the same. The Company will review its employee handbook periodically and communicate any changes to its employees.

Personnel Record Keeping

The Company shall maintain the following 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 marijuana establishment agent. Such records shall be maintained for at least 12 months after termination of the individual's affiliation with the Marijuana Establishment 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;

FFD Enterprises MA, Inc.

- f. A record of any disciplinary action taken; and
 - g. Notice of completed responsible vendor and eight (8) hour related duty training.
3. A staffing plan that will demonstrate accessible business hours and safe cultivation conditions (as applicable);
 4. Personnel policies and procedures; and
 5. All background check reports obtained in accordance with M.G.L. c. 6 § 172, 935 CMR 500.029, 935 CMR 500.030, and 803 CMR 2.00: *Criminal Offender Record Information (CORI)*.

The Company's aforementioned Personnel Records shall be available for inspection by the Commission, on request. All records shall be maintained in accordance with generally accepted accounting principles.

Following closure of the Company's Marijuana Establishment, all records shall be kept for at least two (2) years at the Company's expense, in a form and location acceptable to the Commission.

Staffing Plan

Executive Level:

- CEO;
- CFO; and
- COO.

Management Level:

- Sales Manager; and
- Security Manager.

Staff Level

- Up to fifteen (15) Staff Level Sales Representatives;

Consultant Level

- Attorney / Compliance Officer;
- Human Resources Provider; and
- Up to five (5) Security Officers.

This policy may also be referred to by the Company as the “**Personnel and Background Check Policy**”.

FFD Enterprises MA, Inc.

Record Keeping Procedures

FFD Enterprises MA, Inc. (the “**Company**”) shall keep and maintain records of the Marijuana Establishment in accordance with generally accepted accounting principles. Such records shall be available for inspection by the Commission, upon request and shall include, but not be limited to, all records required in any section of 935 CMR 500.000: *Adult Use of Marijuana*, in addition to the following:

- (a) Written operating procedures as required by 935 CMR 500.105(1);
- (b) Inventory records as required by 935 CMR 500.105(8);
- (c) Seed-to-sale SOR electronic tracking system records for all marijuana products as required by 935 CMR 500.105(8)(e);
- (d) Personnel records as described in the Company’s *Personnel and Background Check Policy*, which policy shall be incorporated herein by reference, and as follows:
 - a. Job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions;
 - b. A personnel record for each marijuana establishment agent. Such records shall be maintained for at least 12 months after termination of the individual’s affiliation with the Marijuana Establishment and shall include, at a minimum, the following:
 - i. All materials submitted to the Commission pursuant to 935 CMR 500.030(2);
 - ii. Documentation of verification of references;
 - iii. The job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision
 - iv. 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;
 - v. Documentation of periodic performance evaluations;
 - vi. A record of any disciplinary action taken; and
 - vii. Notice of completed responsible vendor training program and in-house training.

FFD Enterprises MA, Inc.

- c. A staffing plan that will demonstrate accessible business hours and safe cultivation conditions (as applicable);
 - d. Personnel policies and procedures, including at a minimum, the following: (a) code of ethics; (b) whistleblower policy; and (c) a policy which notifies persons with disabilities of their rights under <https://www.mass.gov/service-details/about-employment-rights> or a comparable link, and includes provisions prohibiting discrimination and providing reasonable accommodations; and
 - e. All background check reports obtained in accordance with M.G.L. c. 6 § 172, 935 CMR 500.029, 935 CMR 500.030, and 803 CMR 2.00: *Criminal Offender Record Information (CORI)*;
- (e) Transportation records as described in the Company's *Transportation Policy*;
- (f) Security records produced by the surveillance system. The Company shall ensure uninterrupted recordings from all video cameras are available for immediate viewing by the authorities in accordance with 935 CMR 500.110(5). The Company shall maintain all security system equipment and recordings in a secure location so as to prevent theft, loss, destruction or alterations. Records of security tests must be maintained for five (5) years and made available upon request. All documentation of theft or diversion of any kind must be available for review by authorities upon request for at least five (5) years;
- (g) Business records as described in the Company's *Financial Record Maintenance and Retention Policy*, which shall include manual or computerized records of the following: (1) assets and liabilities; (2) monetary transactions; (3) books of accounts, which shall include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers; (4) sales records including the quantity, form, and cost of marijuana products; and (5) salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the marijuana establishment, if any; and
- (h) Waste disposal records as required under 935 CMR 500.105(12), including but not limited to, a written or electronic record of the date, the type and quantity of marijuana, marijuana products or waste disposed or handled, the manner of disposal or other handling, the location of disposal or other handling, and the names of the two (2) Marijuana Establishment Agents present during the disposal or other handling, with their signatures. The Company shall keep these records for at least three (3) years. This period shall automatically be extended for the duration of any disciplinary action and may be extended by an order of the Commission.

All Confidential Information (as that term is defined in 935 CMR 500.002) shall be maintained confidentially including secured or protected storage (whether electronically or in hard copy), and accessible only to the minimum number of specifically authorized employees essential for

FFD Enterprises MA, Inc.

efficient operation and retention of such records. In any event, the Company shall be authorized to disclose such confidential information as may be required by law.

Following closure of a Marijuana Establishment, the Company shall keep all records for at least two (2) years at the Company's expense and in a form and location acceptable to the Commission.

It shall be a policy of the company that any and all records subject to any disciplinary action shall be retained for the duration of such action, or as otherwise extended by order of the Commission.

This policy may also be referred to by the Company as the **"Record Retention Policy"**.

FFD Enterprises MA, Inc.

Maintaining of Financial Records

FFD Enterprises MA, Inc. (the “**Company**”) shall keep and maintain records of the Marijuana Establishment in accordance with generally accepted accounting principles. Such records shall be available for inspection by the Commission, upon request and shall include, but not be limited to, all financial records required in any section of 935 CMR 500.000: *Adult Use of Marijuana*, and business records, in accordance with 935 CMR 500.105(e), which shall include manual or computerized records of:

1. Assets and liabilities;
2. Monetary transactions;
3. Books of accounts, which shall include journals, ledgers, and supporting documents, agreements, checks, invoices, and vouchers;
4. Sales records including the quantity, form, and cost of marijuana products; and
5. Salary and wages paid to each employee, or stipend, executive compensation, bonus, benefit, or item of value paid to any persons having direct or indirect control over the marijuana establishment, if any.

Furthermore, consistent with the Company’s *Dispensing Policy*, the Company shall implement the following policies for Recording Sales

- (a) The Company shall utilize a point-of-sale (“**POS**”) system approved by the Commission, in consultation with the Massachusetts Department of Revenue (“**DOR**”).
- (b) The Company may also utilize a sales recording module approved by the DOR.
- (c) The Company shall not utilize any software or other methods to manipulate or alter sales data at any time or under any circumstances.
- (d) The Company shall conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data. The Company shall maintain records that it has performed the monthly analysis and produce it upon request to the Commission. If the Company determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data:
 - i. it shall immediately disclose the information to the Commission;
 - ii. it shall cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and

FFD Enterprises MA, Inc.

- iii. take such other action directed by the Commission to comply with 935 CMR 500.105.
- (e) The Company shall comply with 830 CMR 62C.25.1: *Record Retention and DOR Directive 16-1* regarding recordkeeping requirements.
- (f) The Company shall adopt separate accounting practices at the POS for marijuana and marijuana product sales, and non-marijuana sales.
- (g) The Company shall allow the Commission and the DOR audit and examine the POS system used by a retailer in order to ensure compliance with Massachusetts tax laws and 935 CMR 500.000: *Adult Use of Marijuana*;

Following closure of a Marijuana Establishment, the Company shall keep all records for at least two years at the Company's expense and in a form and location acceptable to the Commission.

This policy may also be referred to by the Company as the “**Financial Record Maintenance and Retention Policy**”.

FFD Enterprises MA, Inc.

Diversity Plan

FFD Enterprises MA, Inc. (the “**Company**”) understands and appreciates the importance of diversity and as such is committed to actively working to ensure a diverse work place is created in the Company.

It is a policy of the Company to promote equity among people of color, particularly Black, African American, Hispanic, Latinx, and Indigenous people, women, veterans, persons with disabilities, and L.G.B.T.Q. + in the operation of the Marijuana Establishment. To the extent permissible by law, the Company will make jobs available to people of color, particularly Black, African American, Hispanic, Latinx, and Indigenous people, women, veterans, persons with disabilities, and L.G.B.T.Q. +, but this does not prevent the Company from hiring the most qualified candidates and complying with all employment laws and other legal requirements.

To this end, the Company will deploy a plan for enhancing diversity and equity within the organization through a number of various outreach efforts. Specifically, as it relates to its own internal practices, the Company will implement the following policies in connection with its diversity plan:

Goals:

- (1) The Company endeavors to provide job opportunities to people of color, particularly Black, African American, Hispanic, Latinx, and Indigenous people, women, veterans, persons with disabilities, and L.G.B.T.Q. +. The Company is targeting the following demographics for hiring goals: **Workforce availability statistics for the Total Civilian Labor Force in Massachusetts is as follows: Women 50%, Minorities 50%, Persons with Disabilities 10% and Veterans 10% and 10% L.G.B.T.Q. +.**
- (2) It shall be a goal of the Company to offer **100% of the Company’s opportunities for advancement to management and executive positions internally**, thereby providing opportunities to its diverse workforce, to the extent its workforce has been filled by diverse individuals, for advancement.
- (3) It shall be a goal of the Company to ensure that **one hundred percent (100%)** of its employees receive **training on diversity and sensitivity**.

Programs:

To the extent reasonably practicable, the Company shall implement the following programs:

- In an effort to ensure it has the opportunity to interview, and hire a diverse staff, the Company will post **monthly notices** for **three (3) months** during the hiring process in newspapers of general circulation such as the **West Springfield Recorder and the Springfield Republican**. The aforementioned notices will state that the Company is specifically looking for people of

FFD Enterprises MA, Inc.

color, particularly Black, African American, Hispanic, Latinx, and Indigenous people, women, veterans, persons with disabilities, or L.G.B.T.Q. +, to work for the Company.

In an effort to ensure the Company meets its goal of offering advancement to management and executive positions internally, the Company shall offer **100% of the Company's opportunities for** advancement internally. Additionally, in an effort to ensure that its staff has opportunities to train for management positions, the Company shall offer **a management training day once a quarter**. This management training day shall be made available to all employees and will allow employees to shadow management and learn how to perform additional duties and responsibilities of management. Additional duties may include, but are not limited to, opening and closing the facility, reviewing inventory and placing orders, staff scheduling requirements and the implementation of certain security and emergency protocols.

All opportunities for management level employment will first be offered internally via notices sent electronically to employees and posted in employee common areas.

- As described above, it is a goal of the Company to meet certain diverse hiring goals. Accordingly, the Company shall form a diversity and equity committee to monitor the Company's progress towards meeting those goals. This committee will meet **quarterly** to review and assess the Company's hires and hiring practices. **Meeting Minutes** will be provided to the Commission on request and for the Company's annual license renewal application.
- The Company shall require that **one hundred percent (100%)** of its employees receive education on diversity, implicit biases and sensitivity within the **first ninety (90) days of employment and once annually thereafter**. The Company's educational programs on diversity, implicit biases and sensitivity shall include, but not be limited to: (1) Harassment, Diversity & Sensitivity Training; (2) Sexual Harassment Prevention & Awareness Training; (3) Discrimination Free Workplace; (4) Violence in the Workplace; (5) Harassment in the Workplace (for Management); (6) Diversity and Sensitivity in the Workplace (for Management); (7) Unconscious Bias Training; (8) Ethics; and (9) Drug and Alcohol-Free Workplace.

Measurements:

To the extent reasonably practicable and as allowed by law, the Company shall implement the following measurements:

- a. Pursuant to 935 CMR 500.103(4)(a) the Company's diversity and equality committee shall prepare an annual report identifying the Company's efforts to encourage diversity in the work place, in compliance with 935 CMR 500.101(1)(c)(8)(k) and this *Diversity Policy*. Specifically, said report shall identify the demographics of its employee population including but not limited to identifying the gender, race, sexual orientation and disabled status of its employees without identifying the employee specifically and to the extent each employee is willing to share such information.

FFD Enterprises MA, Inc.

Additionally, this report will include the following metrics:

- i. Number of individuals from the target demographic groups who were hired and retained after the issuance of a license;
- ii. Number of promotions for people falling into the target demographics since initial licensure and number of promotions offered;
- iii. Number of jobs created since initial licensure;
- iv. Number of job postings in publications with supporting documentation; and
- v. Number and subject matter of internal trainings held on diversity, implicit biases and sensitivity and the number of employees in attendance.

The Company affirmatively states that: (1) it 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; (2) 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 (3) the Company will be required to document progress or success of this plan, in its entirety, annually upon renewal of its provisional license.

This policy may also be referred to by the Company as the “**Diversity Plan**”.

FFD Enterprises MA, Inc.

Employee Qualifications and Training

FFD Enterprises MA, Inc. (the “**Company**”) shall ensure that all marijuana establishment agents complete minimum training requirements prior to performing job functions.

Agents responsible for tracking and entering product into the Seed-to-sale SOR must receive training in a form and manner determined by the Commission.

Company Training Policies shall be as follows:

1. At a minimum, Company employees shall receive a total of eight (8) hours of training annually, which shall include a minimum of four (4) hours of Responsible Vendor Training (“**RVT**”) program courses established pursuant to 935 CMR 500.105(2)(b). Basic, on-the-job training, provided by the Company in the ordinary course of business, may be counted toward the eight (8) hour total training requirement.
2. Administrative employees that do not handle or sell marijuana are exempt from the four (4) hour RVT training requirement, but may take a RVT program as part of fulfilling the eight (8) hour training requirement.
3. Training shall be tailored to the roles and responsibilities of the job function of each employee.
4. RVT training may be conducted by the Company or by a third-party vendor
5. All agents that are involved in the handling and sale of marijuana for adult use at the time of licensure or renewal of licensure, as applicable, shall have attended and successfully completed a responsible vendor training program, which shall include the Basic Core Curriculum (as that term is defined in 935 CMR 500.000 *et. seq.*).
6. Once the Company is designated as a “responsible vendor” all new employees involved in the handling and sale of marijuana for adult use shall successfully complete the Basic Core Curriculum training program within ninety (90) days of hire.
7. It shall be a policy of the Company that after initial successful completion of a responsible vendor program, each owner, manager, and employee involved in the handling and sale of marijuana for adult use shall successfully complete the program once every year thereafter to maintain designation as a “responsible vendor.”
8. Administrative employees who do not handle or sell marijuana may take the responsible vendor training program on a voluntary basis.
9. The Company shall maintain records of compliance with all training requirements for four (4) years and make them available to inspection by the Commission and any other applicable licensing authority on request during normal business hours.

FFD Enterprises MA, Inc.

The Company shall ensure that the Basic Core Curriculum program offered to its employees includes the following:

- (a) Marijuana's effect on the human body, including:
 - a. Scientifically based evidence on the physical and mental health effects based on the type of marijuana product;
 - b. The amount of time to feel impairment;
 - c. Visible signs of impairment; and
 - d. Recognizing the signs of impairment.
- (b) Diversion prevention and prevention of sales to minors, including best practices;
- (c) Compliance with all tracking requirements; and
- (d) Acceptable forms of identification. Training shall include:
 - a. How to check identification;
 - b. Spotting and confiscating fraudulent identification;
 - c. Patient registration cards currently and validly issued by the Commission;
 - d. Common mistakes made in verification; and
 - e. Prohibited purchases and practices, including purchases by persons under the age of 21 in violation of M.G.L. c. 94G.
- (e) Other key state laws and rules affecting owners, managers, and employees, which shall include:
 - a. Conduct of marijuana establishment agents;
 - b. Permitting inspections by state and local licensing and enforcement authorities;
 - c. Local and state licensing and enforcement;
 - d. Incident and notification requirements;
 - e. Administrative, civil, and criminal liability;
 - f. Health and safety standards, including waste disposal

FFD Enterprises MA, Inc.

- g. Patrons prohibited from bringing marijuana and marijuana products onto licensed premises;
- h. Permitted hours of sale;
- i. Licensee responsibilities for activities occurring within licensed premises;
- j. Maintenance of records, including confidentiality and privacy; and
- k. Any other areas of training determined by the Commission to be included in a responsible vendor training program.

The Company shall also ensure that all of its board members, directors, employees, Executives (as that term is defined in 935 CMR 500.002), managers, and volunteers shall:

- (a) be 21 years of age or older;
- (b) not have been convicted of an offense in the Commonwealth involving the distribution of controlled substances to minors, or a like violation of the laws of another state, the United States or foreign jurisdiction, or a military, territorial, or Native American tribal authority; and
- (c) be determined suitable for registration consistent with the provisions of 935 CMR 500.800 and 500.802.

This policy may also be referred to by the Company as the “**Employee Qualification and Training Policy**”.

FFD Enterprises MA, Inc.

Energy Compliance Plan

FFD Enterprises MA, Inc. (the “**Company**”) 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*. The Company will 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 Executive Office of Energy and Environmental Affairs (the “EOEEA”) to reduce energy and water usage, engage in energy conservation and mitigate other environmental impacts, including but not limited to:

- Identification of potential energy use reduction opportunities (such as natural lighting and energy efficiency measures), and a plan for implementation of such opportunities;
- 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;
- Strategies to reduce electric demand (such as lighting schedules, active load management, and energy storage); and
- Engagement with energy efficiency programs offered pursuant to M.G.L. c. 25, § 21, or through municipal lighting plants.

This policy may also be referred to by the Company as the “**Energy Compliance Policy**”.