



Massachusetts Cannabis Control Commission

Public Record Request

Marijuana Retailer

General Information:

License Number: MR281362
Original Issued Date: 01/10/2020
Issued Date: 01/10/2020
Expiration Date: 01/10/2021

Payment Received: \$10000 Payment Required: \$10000

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Cannabis Connection, Inc Federal Tax Identification Number EIN/TIN: [REDACTED]

Phone Number: 413-579-8055 Email Address: tom@ccofwestfield.com

Business Address 1: 40 Westfield Industrial Park Business Address 2:
Business City: Westfield Business State: MA Business Zip Code: 01085
Mailing Address 1: 40 Westfield Industrial Park Mailing Address 2:
Mailing City: Westfield Mailing State: MA Mailing Zip Code: 01085

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: no

Priority Applicant Type: Not a Priority Applicant

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number:

RMD INFORMATION

Name of RMD:

Department of Public Health RMD Registration Number:

Operational and Registration Status:

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

If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 16.67 Percentage Of Control: 16.67

Role: Owner / Partner Other Role:

First Name: Thomas Middle Name: Last Name: Keenan 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: 33.3 Percentage Of Control: 33.3

Role: Owner / Partner Other Role:

First Name: Curtis Middle Name: Last Name: Gezotis 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: 33.3 Percentage Of Control: 33.3

Role: Owner / Partner Other Role:

First Name: Marc Middle Name: C Last Name: Lichwan Suffix:

Gender: Male User Defined Gender:

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

Specify Race or Ethnicity:

Person with Direct or Indirect Authority 4

Percentage Of Ownership: 16.67 Percentage Of Control: 16.67

Role: Owner / Partner Other Role:

First Name: Joseph Middle Name: Last Name: Keenan 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: Percentage of Ownership:

Entity Legal Name: GKL, LLC Entity DBA: DBA

City:

Entity Description: Owner/Lessor of Real Estate

Foreign Subsidiary Narrative:

Entity Phone: 413-562-1500 Entity Email: klocannabis@gmail.com Entity Website:

Entity Address 1: 48 Elm St Entity Address 2: Suite 3

Entity City: Westfield Entity State: MA Entity Zip Code: 01085

Entity Mailing Address 1: 48 Elm St Entity Mailing Address 2: Suite 3

Entity Mailing City: Westfield

Entity Mailing State: MA

Entity Mailing Zip Code: 01085

Relationship Description: GKL, LLC is an entity that is the owner of the real property where Cannabis Connection, Inc will operate our Marijuana Establishment. GKL will be the lessor and CCI will be the lessee. GKL will have no control over the management, policies, security operations or any other operations of CCI. They are two distinct legal entities.

Our corporate attorney and financial advisors recommended that CCI be organized as a C-Corporation and GKL be organized as an LLC for income tax and liability purposes. While the same individuals created and are currently involved with both entities, and both entities currently have the same division of ownership, control & decision-making processes WITHIN each entity, neither entity has any authority or control over the other. GKL and CCI each have their own bookkeeping and accounting, they will file separate income tax returns, carry their own insurance and operate under their own corporate governance.

GKL is strictly an owner of the real property and is the landlord which CCI will make lease payment to for the term of the lease.

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Thomas

Middle Name: ■

Last Name: Keenan

Suffix:

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of the Capital Provided: \$75000

Percentage of Initial Capital: 16.67

Capital Attestation: Yes

Individual Contributing Capital 2

First Name: Joseph

Middle Name: ■

Last Name: Keenan

Suffix:

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of the Capital Provided: \$75000

Percentage of Initial Capital: 16.67

Capital Attestation: Yes

Individual Contributing Capital 3

First Name: Curtis

Middle Name: ■

Last Name: Gezotis

Suffix:

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of the Capital Provided: \$150000

Percentage of Initial Capital: 33.33

Capital Attestation: Yes

Individual Contributing Capital 4

First Name: Marc

Middle Name: ■

Last Name: Lichwan

Suffix:

Types of Capital: Monetary/Equity

Other Type of Capital:

Total Value of the Capital Provided: \$150000

Percentage of Initial Capital: 33.33

Capital Attestation: Yes

CAPITAL RESOURCES - ENTITIES

No records found

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 40 Westfield Industrial Park

Establishment Address 2:

Establishment City: Westfield

Establishment Zip Code: 01085

Approximate square footage of the establishment: 4500

How many abutters does this property have?: 2

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 Agreement	2018-11-28 HCA Cert.pdf	pdf	5c0eabab52a57c1797efdbe2	12/10/2018
Community Outreach Meeting Documentation	2018-10-18 CCOW Outreach Certification.pdf	pdf	5c0eac694b318f178325c45c	12/10/2018
Plan to Remain Compliant with Local Zoning	2019-8-21 Zoning Compliance Plan.pdf	pdf	5d5d6576af9d6f1dd589fc78	08/21/2019

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

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	2019-8-21 CCI Positive Impact.pdf	pdf	5d5d8133d4b61e1ddc08a9f0	08/21/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Owner / Partner

Other Role:

First Name: Thomas

Middle Name: Last Name: Keenan Suffix:

RMD Association: Not associated with an RMD

Background Question: yes

Individual Background Information 2

Role: Owner / Partner

Other Role:

First Name: Joseph

Middle Name: Last Name: Keenan Suffix:

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 3

Role: Owner / Partner

Other Role:

First Name: Curtis

Middle Name: Last Name: Gezotis Suffix:

RMD Association: Not associated with an RMD

Background Question: no

Individual Background Information 4

Role: Owner / Partner

Other Role:

First Name: Marc

Middle Name: Last Name: Lichwan Suffix:

RMD Association: Not associated with an RMD

Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Other (specify)

Other Role: Landlord

Entity Legal Name: GKL, LLC

Entity DBA:

Federal Tax

Identification Number

EIN/TIN: 83-0571948

Entity Description: Owner of Real Property/Landlord to Applicant

Phone: 413-562-1500

Email: gklwestfield@gmail.com

Primary Business Address 1: 48 Elm St

Primary Business Address 2: Suite 3

Primary Business City: Westfield

Primary Business State: MA

Principal Business Zip Code:

01085

Additional Information: GKL, LLC is an entity that is the owner of the real property where Cannabis Connection, Inc will operate our Marijuana Establishment. GKL will be the lessor and CCI will be the lessee. GKL will have no control over the management, policies, security operations or any other operations of CCI. They are two distinct legal entities.

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GKL is strictly an owner of the real property and is the landlord which CCI will make lease payment to for the term of the lease.

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Articles of Organization	2018-8-23 CC - Filed Art of Org.pdf	pdf	5c12bfc57579041fd5c6877e	12/13/2018
Department of Revenue - Certificate of Good standing	2018-12-17 DOR Certificate.pdf	pdf	5c192326cf55121fe90784ab	12/18/2018
Secretary of Commonwealth - Certificate of Good Standing	2018-12-18 SOC Good Standing.pdf	pdf	5c1932b81fb80f201103d44a	12/18/2018
Bylaws	2019-1-2 bylaws - cannabis connection inc.pdf	pdf	5c2d486a21b7c17a8fe2ea43	01/02/2019

No documents uploaded

Massachusetts Business Identification Number: 001342851

Doing-Business-As Name:

DBA Registration City:

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for Liability Insurance	2018-12-21 CC Ins Indication.pdf	pdf	5c1cfe867341b97aa3731b5d	12/21/2018

Business Plan	2018-12-30 CCOW Business Plan.pdf	pdf	5c29053ba2404e71ee7e5925	12/30/2018
Proposed Timeline	2019-8-18 CCI Proposed Timeline.pdf	pdf	5d59831838be9e227ac508f4	08/18/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Storage of marijuana	5 Storage.pdf	pdf	5c2cfdc421b7c17a8fe2e990	01/02/2019
Plan for obtaining marijuana or marijuana products	1 Plan for obtaining.pdf	pdf	5c2cfdc701564f720c3807d0	01/02/2019
Restricting Access to age 21 and older	2 Restricting Access to age 21 and older.pdf	pdf	5c2cfdcba8a6bb721699b83a	01/02/2019
Inventory procedures	7 Inventory.pdf	pdf	5c2cfde0dbf9ca7aade2dd90	01/02/2019
Security plan	2019-8-21 CCI Security Plan.pdf	pdf	5d5d74fe271f0d1dcdf2f03c	08/21/2019
Dispensing procedures	2019-8-21 Dispensing procedures.pdf	pdf	5d5d75008906c11df69c7b76	08/21/2019
Personnel policies including background checks	2019-8-21 Personnel policies including background checks.pdf	pdf	5d5d750338be9e227ac511d9	08/21/2019
Quality control and testing	2019-8-21 Quality control and testing.pdf	pdf	5d5d7505629a272281d2f1ce	08/21/2019
Maintaining of financial records	2019-8-21 Maintaining of financial records.pdf	pdf	5d5d7519d4b61e1ddc08a99e	08/21/2019
Record Keeping procedures	2019-8-21 Record Keeping procedures.pdf	pdf	5d5d751b8906c11df69c7b7c	08/21/2019
Transportation of marijuana	2019-8-21 Transportation of marijuana.pdf	pdf	5d5d751ec544c91e011c4c4f	08/21/2019
Qualifications and training	14 Qualifications and training.pdf	pdf	5d5d754a271f0d1dcdf2f048	08/21/2019
Prevention of diversion	4 Diversion Plan.pdf	pdf	5d5d75c4d4b61e1ddc08a9a7	08/21/2019
Diversity plan	2019-11-15 CCI Diversity plan.pdf	pdf	5dced04c40e348579197c8ce	11/15/2019

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 Understand

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

I 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: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

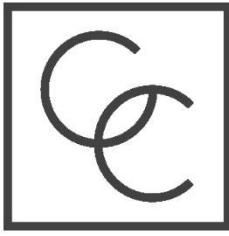
No records found

COMPLIANCE WITH DIVERSITY PLAN

No records found

HOURS OF OPERATION

Monday From: 10:00 AM	Monday To: 8:00 PM
Tuesday From: 10:00 AM	Tuesday To: 8:00 PM
Wednesday From: 10:00 AM	Wednesday To: 8:00 PM
Thursday From: 10:00 AM	Thursday To: 8:00 PM
Friday From: 10:00 AM	Friday To: 9:00 PM
Saturday From: 10:00 AM	Saturday To: 9:00 PM
Sunday From: 10:00 AM	Sunday To: 6:00 PM



Cannabis Connection

40 Westfield Industrial Park
Westfield, MA 01085

Cannabis Connection will provide an unparalleled shopping experience to Adult Use Cannabis Consumers in Massachusetts.



Our knowledgeable budtenders will guide our customers through our vast product variety featuring locally sourced cannabis products and including only the highest quality cannabis flowers, concentrates, edibles and more.



At our facility in Westfield, customers will enjoy shopping in a beautiful environment that inspires healing, creativity and comfort.



Business Plan

December 30, 2018

Executive Summary

Company Summary

Cannabis Connection, Inc ("CC") was created by three lifelong Western Mass residents with strong ties to the Westfield Community. CC will operate an Adult Use Retail Marijuana Establishment that will provide an unparalleled consumer experience.

Our retail store will be located at 40 Westfield Industrial Park, Westfield, MA on an industrial zoned property, away from residential dwellings and any location that children or minors normally congregate. The property will be developed to exacting standards to provide a beautiful, yet highly secure facility, that is easily accessible to all Adult Use consumers.

Products

Along with the sale of cannabis flowers, we will sell a wide range of additional cannabis infused products including concentrates, edibles, topicals and other products that we purchase from cultivators and product manufacturers licensed in Massachusetts. We will also engage in the sale of accessories and supplies so that consumers are able to select the delivery method that works best for them so that they may enjoy the benefits of the products we sell.

Services

CC will ensure that all our customers are given first class treatment whenever they visit our store. We will utilize a software platform that will enable us to manage a one-on-one relationship with our customers no matter how large our consumer base grows. While we will not be a medical facility, we believe that our customers should understand the therapeutic benefits that our products can offer and will happily educate any interested customers about these benefits. We believe that this education is very important so that customers can understand how cannabis can provide treatment for many conditions which traditional pharmaceuticals cannot treat or do not treat effectively, and which the general public is likely unaware.

Our Mission

To provide cannabis to customers with the highest quality products and services they can trust. To build our brand on the core values of customer service, hospitality, honesty, integrity and community outreach.

Vision

Be the most well respected Adult Use Retail Marijuana Establishment in Massachusetts.

Goal

Our primary goal is to be an advocate and support Adult Use of Cannabis in Massachusetts by being a proactive leader in the industry. We will educate and promote the health benefits of cannabis and provide a local, safe environment to dispense cannabis and cannabis products.

Management

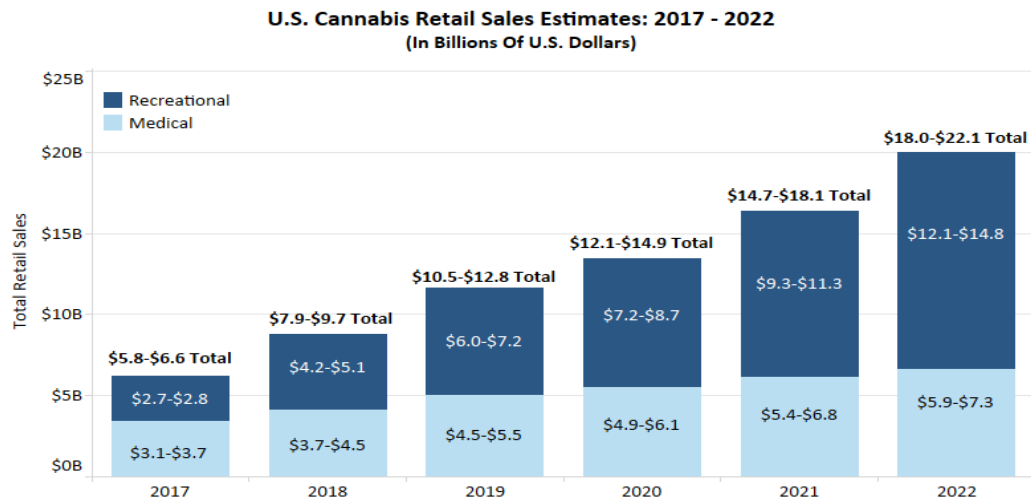
The management team has several years' experience in the 'budding' cannabis industry and have developed relationships and are forming strategic partnerships to facilitate our goal of being a leader in the Massachusetts Adult Use Industry.

Industry Overview

National

Over 60% of the U.S. population now lives in states that have legalized some form of cannabis use and sales, illustrating the rising acceptance of cannabis nationwide and highlighting the industry's immense potential for future growth.

According to ArcView Market Research, the passage of Adult Use laws in Alaska, California, Colorado, Maine, Massachusetts, Michigan, Nevada, Oregon, Vermont and Washington will bring the overall market projection for legal Adult Use and medical sales in the US to \$22.1 billion by 2022 with the Massachusetts market representing 8% or \$1.768 billion of that



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amount.

Massachusetts

Massachusetts' Adult Use market has the potential to be one of the most lucrative in the nation. As the first eastern state to implement a regulated Adult Use marijuana market, Massachusetts is the only state east of Colorado in which adult consumers will be able to purchase marijuana without being a patient for the next year or more. Massachusetts has created the Cannabis Control Commission ("CCC") to oversee the Adult Use program, which approved the first retail stores in November of 2018. While Vermont and Maine have both legalized the use and possession of marijuana, neither has authorized any retail sales and neither has plans to institute a regulatory structure until sometime in 2019 at the earliest.

Massachusetts retail stores will be allowed to sell to any individual who can provide proof that they are over 21 years of age. Currently there are approximately 4.6 million Massachusetts residents 21 years of age and older. Recent polling data indicate that between 15% & 22% of the adult population in Massachusetts consume marijuana on a regular (at least monthly) basis. Therefore, there is a likely consumer base in the state of between 690,000 to over a million

people. While actual purchasing habits of Adult Use consumers is unknown at this time, the current medical marijuana program can be analyzed to serve as a benchmark. Over the lifetime of the medical program, the data shows that on average each patient purchases just under an ounce of cannabis, specifically .94oz, each month. This same data shows that over the most recent 12 months, this amount has increased to 1.02oz per patient per month.

Hampden County has a 21 and over population of approximately 350,000 people, which would indicate that an estimated consumer base of between 52,500 and 77,000 individuals. Based on the current patient sales data, the Hampden County market could generate sales of 3,200lbs to 4,900lbs per month. While it is difficult to forecast the sales price, due to many variables that have yet to be determined, a conservative estimate of \$300/oz, would result in approximately \$15,000,000 to \$23,000,000 in sales each month, or total annual sales in the county of \$180,000,000 to \$276,000,000.

Many cities and towns in Hampden County have completely banned any retail sales of marijuana and several have set limits on the number of retail stores that will be allowed. Based on current local data available, there will likely be between 15 and 25 retail stores allowed in the county for the next year or more. Additionally, under the current Massachusetts regulations, any marijuana business must obtain local permits and Adult Use marijuana businesses must negotiate a Host Community Agreement to operate in any municipality, both of which have become a major hurdle for applicants, both medical and Adult Use, to overcome.

NOTE: Massachusetts retail stores will be allowed to sell to any individual who can provide proof that they are over 21 years of age, so, while consumer and sales projections that follow are calculated using only Hampden County consumers, the actual consumer base is likely substantially larger. Tourists visiting Massachusetts and residents from other neighboring counties and states will have the ability to make purchases from any retail store Massachusetts.

Market Opportunity

CC will operate our initial retail store in Westfield Massachusetts, which is located in Hampden County. A major barrier to entering into the Adult Use marijuana market is the fact the any business must have support of the municipality in which they wish to operate. The CC management team is known for their work in the Westfield Community, both as business owners and leaders of many non-profit charitable organizations. By utilizing their reputations and relationships with the City of Westfield, they have created a unique opportunity to be one of the few retail stores in operating in the entire county.

Currently in Hampden County, of the 23 municipalities: several have instituted complete bans on any Adult Use Marijuana Establishments; several have moratoriums lasting through and beyond 2018, and several, generally the western-most 'hilltowns', have taken no action regarding Adult Use Marijuana Establishments. Only one municipality, Holyoke, has not set any limit on retail stores, while a number of other municipalities have drafted ordinances that limit the number of retail stores that will be allowed to operate. Based on the municipal limitations, there will likely be between 15 to 25 retail stores that are able to operate in Hampden County through 2019. While there could be additional stores in outlying areas and/or the 'hilltowns' of the county, CC believes that these will not significantly affect sales at the 15 to 25 stores that are more easily accessible, along major roadways and within more populated areas. Based on these assumptions, the Hampden County consumer base will likely make the majority of their purchases from these 15 to 25 retail stores.

Using data released by the medical program showing that each patient purchases approximately 1oz of marijuana each month, we estimate that sales at each of the 15 to 25 retail stores in operation in Hampden County of between 130lbs to 325lbs per month with each store generating between \$625,000 and \$1,600,000 per month.

In addition to the Hampden County population used for these estimates, Connecticut residents are likely to travel to CC's facility in Westfield due to the fact that it will likely be the one of the nearest Adult Use retail store to the Connecticut border for at least a few years. Also, the facility is easily accessible by the Massachusetts Turnpike and Route I-91, so travelers to and from other New England states as well as New York State and other counties in Massachusetts, will be able to reach the store with ease.

NOTE: Variables that may affect sales:

- Adult Use consumers may not purchase 1oz per month, or they may purchase more, there is no reliable indicator of quantity of cannabis sold to each Adult Use consumer

- Due to the federal legality of cannabis, people participating in polls regarding consumption habits may not have responded truthfully regarding their cannabis usage, so it is reasonable to believe that more than 18% of the population will actually purchase cannabis, some polls indicate closer to 30%.

- Industry experts believe there may be a shortage of supply of cannabis for a year or longer, as cultivators come online and the Adult Use program matures, so there may be an insufficient supply to meet the demand which could dramatically effect prices.

Startup Costs

Start-up Summary

The business will be fully funded with \$450,000 through personal loans and savings. This will include total capital expenses of approximately \$100,000, leaving approximately \$350,000 as working capital initial operating costs and initial inventory acquisition.

CC has entered executed an binding option to a lease agreement with GKL, LLC which owns the property at 40 Westfield Industrial Park, where the facility will be located. The agreement requires GKL to construct the facility to CC's specifications. Upon architectural approval by the CCC, GKL will complete the construction and deliver the fully constructed facility to CC. This will minimize the initial capital required for CC to become operational. The lease is for a 10-year initial term with two 5-year extension terms and will commence upon the completion of construction and the award of a license from the CCC. It is an absolute net lease with an initial payment of \$20,000 per month.

Capital expenses will be limited to the application costs, moveable fixtures, computer/POS terminals, software purchases and installation of the security system. CC in negotiating a wholesale agreement with an existing Adult Use cultivator and product manufacturer, which will minimize the capital required for initial inventory. Purchase terms require payment 30 days after delivery is made to our facility. The wholesale agreement will allow CC to open for sales promptly and with full product line to offer to customers.

When fully staffed the monthly operating costs will be approximately \$160,000, not including Host Community Fees of approximately \$40,000 per month. However, the pre-sales operating costs will be substantially lower and will ramp up in the months following a provisional license being awarded and prior to sales beginning. Current projections indicate that 3 months of pre-sales operating 'burn' will total approximately \$250,000, which allows for \$100,000 to be used for non-cannabis inventory and supplies as well as any unanticipated expenses.

CAPITAL EXPENSES	Estimated Cost
Application/Registration Costs	\$5,000
Furniture, Display Counters, Storage Hardware and Shelving	\$20,000
POS Terminals, Cash Registers, IT	\$30,000
Computer Software Purchase & Setup	\$5,000
Security Installation	\$40,000
TOTAL CAPEX	\$100,000
INITIAL INVENTORY	\$100,000
OPERATING EXPENSES	
Facilities Expense	\$25,000/month
Staffing Expense	\$110,000/month
Operations Expense	\$25,000/month
Host Community Fees	\$40,000/month
TOTAL OPEX (Post-Sales)	\$200,000/month

Financial Projections

For the first year, we estimate that CC will be one of 15 retail stores operating in Hampden County, with 6 additional stores coming online during the first year. We estimate CC will have business expenses for 3 months prior to the start of sales, including lease payments, employee onboarding and training, facility operating expenses, insurance, non-cannabis supplies and inventory and other expenses, totaling approximately \$250,000. We will serve an average of 3,300 customers per month and each customer will purchase the equivalent of 1oz of cannabis or cannabis products each month.

We are finalizing the terms of a wholesale agreement with INSA, Inc, an operational Adult and Medical Use Marijuana cultivator, product manufacturer & retailer, to supply cannabis products to sell at our store. Product purchased from INSA will arrive pre-packaged, ready for sale to customers with all required test results and labels properly affixed to each unit. The agreement will enable CC to purchase products at up to 55% of the retail market prices, thereby ensuring consistent margins on sales, regardless of the market price fluctuations. An additional benefit of this agreement is that we will commence sales with a full range of products that have a proven sales record in the state market. CC will have the option to purchase inventory from other suppliers, however CC has not sought out any other suppliers at this time.

From a total investment of \$450,000, we estimate the first year of operations will generate approximately \$11,123,000 in sales. We estimate a cost of goods sold of approximately \$6,725,000, which, due to the limitations of IRC 280E, would result in approximately \$4,398,000 in taxable income. We estimate approximately \$1,969,000 in non-deductible operating expenses, including a 3% Host Community Fee, and approximately \$1,276,000 in state and federal tax liabilities. This will result in an end of year Net Profit of approximately \$1,154,000.

In our second year of operations, we project that an additional 6 retail stores will begin sales. We will serve an average of 2,600 customers per month and amounts purchased per month will remain at 1oz. The second year will be the first full year of sales which we project will generate \$11,611,000 in sales, with a cost of goods sold of \$7,020,000, and taxable income of \$4,591,000. We estimate \$2,310,000 in non-deductible business expenses, including the Host Community Fee, and state and federal tax liabilities of \$1,332,000 resulting in Net Profit for the second year of \$950,000.

Product	Dosage
Flower	Regular and Reserve - 1g, 3.5g & 7g
Concentrates	Shatter, Wax, Live Sugar - .5g Vaporizer Cartridges – 500mg & 1,000mg Vaporizer Pens – 350g
Edibles	Chocolates, Fruit Chews & Hard Candies – 50mg packages (5mg servings)
Pre-Rolls	.5g & 1g
Topicals	Various
Trim/Shake	7g, 14g & 28g
Devices	Various (10% markup)

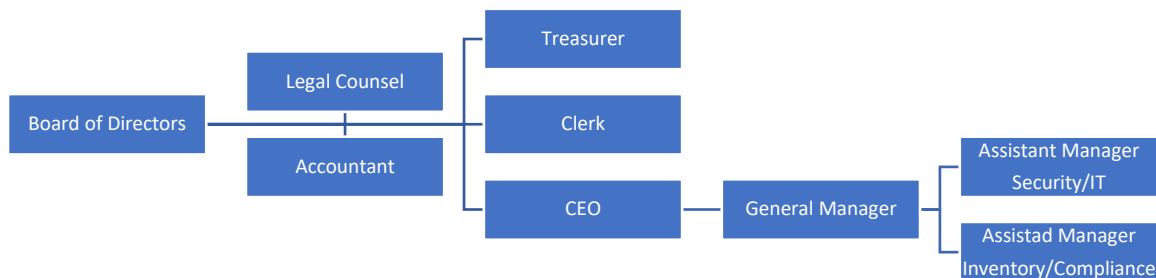
NOTE: Due to the novelty of the industry it is difficult to forecast estimates of sales data. The roll out of the Adult Use Marijuana program in Massachusetts is unlike any other state that has attempted such an undertaking. Due to the local control required under the Mass regulations, it is unknown how many retail licenses will be granted and whether licensed cultivators and product manufacturers will be able to supply sufficient quantities to meet consumers demand, and whether sufficient facilities will be licensed and available to test the supply. There is currently no data available that provides details regarding the production capacity of applicants for Adult Use licenses for either cultivation or product manufacturers. Therefore, the only data that can be used to provide a basis for estimating potential sales, is projections of consumer demand, however, the actual sales will be determined by the production capacity of licensed cultivators and manufacturers and the ability of the testing facilities to perform the required evaluation of the products produced.

SWOT Analysis

<u>Strengths:</u> <ul style="list-style-type: none">- Wholesale agreement with INSA- Effectively creating dependable relationships with other cultivators and product manufactures- Extensive industry knowledge- Local support	<u>Weaknesses:</u> <ul style="list-style-type: none">- Cannabis specific operational experience- Marketing and branding limitations
<u>Opportunities:</u> <ul style="list-style-type: none">- High growth industry- Growing interest and demand for natural alternatives to pharmaceuticals- Growing support for Adult Use of Cannabis- Anticipated lack of licensed retail outlets in MA- Relationships with other entities entering the MA industry	<u>Threats:</u> <ul style="list-style-type: none">- Unknowns in application process- Unknowns in the regulatory process- Lack of banking options- IRS scrutiny- Enforcement of federal law- Continuous changing of cannabis laws- Large companies entering the market- Complete Federal Legalization

Organization

CC was founded as a Massachusetts business corporation by Thomas P. Keenan, Curtis S. Gezotis and Marc C. Lichwan. All three have years of experience in running successful businesses in the local community. Additionally, the three have been involved with the legal cannabis industry of the past several years, forming relationships with other individuals and entities involved with the industry, both here in Massachusetts and across the United States. CC will utilize these relationships to create strategic partnerships with other licensed facilities to ensure a sufficient supply and variety of products is available at CC's store.



Leadership Team

Thomas P. Keenan (Tom) is a Board Member, President/CEO and Treasurer of CC. He has been a medical marijuana patient since 2015. He is an attorney with a private practice in Westfield. He has been part of the Westfield community his whole life and been active in a professional capacity for over a decade. He was a founding member, and is currently the President of the Friends of the Westfield Senior Center, Inc. He helped create and is currently serving on the board of directors of the Westfield Woman's Club Foundation, Inc. He also assisted in the creation of the Friends of the Westfield 350, Inc. He volunteered his time to each group and was successful at obtaining 501(c)3 status for each organization, all of which are actively promoting and supporting the Westfield community. The City of Westfield has appreciated the benefits that they have brought to the local community. Three years ago, Tom became involved in the legal cannabis industry here in Massachusetts. Initially, he assisted a former client in maneuvering through the rigorous and complicated application process with the Department of Public Health (DPH) and was successful at obtaining registrations for 3 Medical Registered Marijuana Dispensaries (RMD) at 3 locations in Western Mass. He has spent a considerable amount of time educating himself about the laws and regulations of the Medical Marijuana Program. He has testified at public hearings at the state and local levels regarding the implementation of and amendments to the regulations of the Medical Program. He has also devoted substantial time to educating himself about the Adult Use of Marijuana laws and regulations. He has attended and testified at public hearings before the Joint Committee on Marijuana Policy regarding the proper implementation of the laws into regulations that the state has codified under 935 CMR 500. He has been active in the cannabis industry here in Massachusetts and has attended the largest annual international cannabis industry conference the past several years, where he obtained significant knowledge of the successes and failures of medical and adult use programs in other states. He is currently working with other clients in

Massachusetts, assisting with the creation of entities and submission of applications for medical and adult use facilities. He continues to advocate for sensible cannabis regulations at a local level. When the chance to be involved as an owner of an Adult Use facility in Westfield arose earlier this year, he jumped at the opportunity. He believes that his experience and knowledge of the industry, along with his ties to the Westfield community, will enable CC to fit seamlessly into the core values of Westfield, while generating the same revenues for the city as any Adult Use Retail Marijuana Establishment would. Westfield will know who it is involved with and who is accountable in the unlikely event that any issue arises.

Curtis S. Gezotis (Curt) is a Board Member, COO and Secretary of CC. He is a lifelong Westfield resident and medical marijuana patient. He served the city as a Firefighter for 33 years and recently retired in 2016 after a long and distinguished career. He has also been a well-respected building contractor in and around Westfield since 1985. Over the years he has served the Westfield community as a board member of the Amelia Park Children's Museum, Westfield Little League, Westfield Babe Ruth, Westfield Athenaeum and Westfield Bank, and also on the Board of Corporators for Noble Hospital. He devoted 15 years to coaching youth baseball, including 5 years at the High School level. Curt became involved in the cannabis industry in 2015 when he joined the board of a non-profit corporation that was in the process of applying for Medical RMD licenses. He has since resigned and is no longer involved with that company. He has attended several of the same international cannabis conferences as Tom and gained considerable knowledge of the industry. He has developed business relationships with companies in Massachusetts and throughout the US and, as a result, has had the opportunity to tour cannabis facilities in several states and gained insight into designs and processes that are successful, as well as an understanding of potential issues that are unique to the cannabis industry. Through these business relationships, he has developed a support network with other companies in the industry, an industry in which the sense of community is strong, and information is shared freely to support all who are part of the industry. When the opportunity to be involved as an owner of an Adult Use facility in his hometown arose, he jumped at the chance. He believes that the fundamentally strong relationship he has with the city government, both as a former firefighter and as a building contractor that operates out of Westfield, will enable CC to become a valuable asset to the community and will require minimal oversight when operational.

Marc C. Lichwan (Marc) is a Board Member of CC. He is a Westfield resident and owns a successful mechanical contracting business, MCL Mechanical Services, Inc. Marc became involved in the cannabis industry in 2015 when he joined the board of a non-profit corporation that was in the process of applying for Medical RMD licenses. He has since resigned and is no longer involved with that company. He has extensive knowledge in running a successful business and brings years of real world business experience to CC.

Employment/Timeline

CC will actively seek out qualified, experienced individuals to fill all positions within CC. An emphasis will be placed on recruiting such candidates from areas disproportionately impacted, as defined by CCC guidance documents. However, such emphasis will not be a requirement for

employment at CC. All properly qualified candidate will be evaluated and only the best candidates will be offered employment.

From the time a Provisional License is awarded from the CCC, CC estimates it will take approximately 3 months to complete the build-out of the facility, complete the required inspections by the CCC, and properly onboard and train the employees necessary to begin sales. Upon the award of a Provisional License, several key positions will be filled with experienced individuals that will take on responsibilities regarding training of the employees for sales and security positions. CC anticipates the following timeline following the award of a Provisional License:

Award of Provisional License

- Facility plans will be reviewed and approved by the CCC.
- Finishes, Furnishings and Equipment will be installed in the Facility and inspected.
- A general manager of the facility and an administrative assistant will be hired and trained on CC's processes and software.
- Assistant managers will be hired and trained.
- 6 full time and 2 part time employees will then be hired and cross-trained on sales and security procedures.

Award of Final License

- Delivery schedules established.
- Additional employees will be sought out and interviewed in anticipation to become fully staffed upon approval to begin sales, which we estimate will require 12 full time, cross-trained employees, 6 full time non-cross-trained employees and 4 part time employees.
- Team leaders will be selected from the employees and trained to address potential day-to-day issues that do not require management level involvement.

Approval to Begin Sales

- All POS stations will be staffed during all hours of operation.
- Security checkpoint will be staffed during all hours of operation.
- Several employees will be on site 'floaters' during all hours of operation, to assist customers who are not actively being served at a POS station, to ensure a positive experience while at the facility.

Direct and Indirect Social Impacts

CC will create between 20 & 30 new jobs and over \$1,000,000 in salaries for local employees. Additionally, the City of Westfield will receive over \$350,000 in Host Community Fees each year. CC plans to positively impact disproportionately impacted areas by prioritizing employment applications from residents of such cities and towns. CC leadership will continue to be active in charitable organizations and will form strategic alliances to benefit local charities, with an emphasis on those cities and towns identified as having been disproportionately impacted.

Marketing Strategies

Cannabis is illegal under federal law, therefore, Massachusetts regulations as well as many major online advertising platforms have placed strict rules on how companies can market their products.

Massachusetts regulations:

- Allow a logo to be used in labeling, signage, and other materials, but prohibits the use of “medical symbols, images of marijuana, related paraphernalia, and colloquial references to cannabis and marijuana are prohibited from use in this logo.”
- Prohibit any advertising unless at least 85 per cent of the audience is reasonably expected to be 21 years of age or older.
- Prohibits the use of any imagery, including celebrity endorsements or brand sponsorships, that may appeal to anyone under 21 years of age
- Prohibit any claims that the products are safe or any false or misleading claims of the effectiveness for treatment of any disease or illness

Google, Facebook and Twitter all have advertising policies that restrict traditional advertising of any cannabis products.

- Google’s policy prohibits “Ads that promote substances that alter mental state for the purpose of recreation or otherwise induce highs”, “Ads for products or services marketed as facilitating recreational drug use” and “Ads for instructional content about producing, purchasing, or using recreational drugs”.
- Facebook restricts marketing or advertising any “illegal, prescription, or recreational drugs.”
- And Twitter bans “illegal drugs” as well as substances that cause “legal highs.”

The most effective marketing strategies for legal marijuana retailers are building communities around marijuana related concerns such as health and wellness, utilizing internet-based cannabis specific directories and platforms and maintaining a SEO website to direct consumers, over 21, to our store.

Marketing and advertising campaign includes:

- E-mail Marketing
- Social media ‘edutainment’ campaigns on Facebook, Twitter, Instagram, etc... while abiding by the rules set by each platform
- Advertising and articles in the thematic magazines
- Business and industry events, conferences and associations
- Brand development
- Cannabis business directories and platforms
- Website development with search engine optimization

PLATFORM	DESCRIPTION	TRAFFIC
WEEDMAPS www.weedmaps.com/ iOS & Android Apps	Marijuana dispensary/store finder on the planet. With over 7,750 listings throughout the U.S., Canada, and Europe.	7.96 million total visits each month.
LEAFY www.leafly.com/ iOS & Android Apps	Leafy is a cannabis information resource for finding the right strains and products. Services include: cannabis finder, online store, branding, doctors' portal.	226k total visits each month.
CANNASAVER www.cannasaver.com iOS & Android Apps	Canna-Saver is website for cannabis and related coupons, devoted to marijuana deals and savings. Offers a constant flow of deals and savings from the top cannabis and marijuana retailers.	310k total visits each month.

Operations

Security

Massachusetts regulations clearly define the security requirements for any Marijuana Establishment. SOP's will be an integral part of our security procedures, and all employees will learn and understand all SOP's as part of their training. All inventory will be stored in locked, secure vaults and all entrances and exits to the facility will be secured with commercial grade locks. No loitering will be permitted in or around the facility and CC will actively engage Westfield Police to be a regular presence in the vicinity of the facility.

Highlights of our Security Procedures and Plans

Video Surveillance

- A video surveillance system the cover all areas where any marijuana items (including plants and waste) will be present at any time including pathways where product will be moved, without any "blind spots"
- 24 hours a day, 7 days a week monitoring and recording, at a minimum resolution of 1080p in all lighting conditions.
- Live audio and video feeds, 24 hours a day.
- Camera coverage of interior and exterior, limited and non-limited access areas.
- Logs of all maintenance activity for the surveillance equipment including name of the individual, date and time of access, and reason for access.
- The surveillance system will have a backup battery that will provide continuous recording in event of any power failure.
- All required recordings, including the backups of the surveillance area recordings kept for 90 days with a method to store video longer than 90 days if requested.
- A live audio and video feed will be available to the Westfield Police Department.

Limited Access Areas

- Limited Access Areas ("LAA") will be clearly designated and only authorized individuals will have the ability to access.
- Only the minimum number of individuals to enable efficient operations will have access.
- Locks will be commercial grade and keys will be issued only to authorized individuals, reproduction of such keys will be strictly prohibited.

Diversion Prevention

- Strict SOP's regarding the prevention of diversion of any regulated products.
- Reporting to CCC and local police of any incident regarding diversion or suspected diversion, and criminal or suspected criminal activity, or suspicious act involving any sales or regulated product.
- Annual review of security systems and procedures
- Strict compliance with SOP's related to tracking software, POS systems, inventory management and compliance.
- Prohibition of any individual without government issued identification showing proof that they are at least 21 years of age.

- Strict limit of 1oz of cannabis or 5g of infused products, per consumer per day, CC will further reserve the right to refuse to sell to any consumer that is believed to engage in diversion of any regulated
- CC will accept the return of products and will work with the supplier of such products to enable the proper disposal of returned products. Records of all returned products and the subsequent destruction of said products will be retained for CCC inspections.

Consumer Education

CC will emphasize the therapeutic benefits of cannabis and will attempt to educate consumers to assist in the selection of cannabis, describing the potential differing effects of various strains, as well as various forms and routes of administration.

- All educational materials will be provided in English and foreign languages and will be available for visually and hearing-impaired consumers.
- Warnings required by the regulations, including:
 - o that marijuana has not been analyzed or approved by the FDA, that there is limited information on side effects, that there may be health risks associated with using marijuana, and that it should be kept away from children; and
 - o that when under the influence of marijuana, driving is prohibited by M.G.L. c. 90, § 24, and machinery should not be operated.
- Materials to enable consumers to track the strains used and their associated effects;
- Information describing proper dosage and titration for different routes of administration. Emphasis shall be on using the smallest amount possible to achieve the desired effect. The impact of potency must also be explained.
- Information regarding tolerance, dependence, withdrawal, substance abuse signs and symptoms, as well as referral information for substance abuse treatment programs.
- Clear notification that consumers may not sell marijuana to any other individual.

Testing/Labeling/Packaging

CC is committed to providing safe, properly tested products to consumers and will only purchase inventory from cultivators and product manufacturers, licensed by the CCC. CC will require test results for any products purchased and will refuse to work with any entity that is unable to produce such documentation or that is believed to be in violation of any testing requirements. All products will be purchased, ready to sell, with all required labeling attached to the child resistant packaging, including test results, warnings and any other information required by CCC.

Transportation

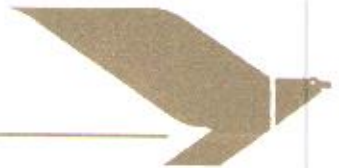
CC will not engage in the transportation of regulated products. We will contract with cultivators and product manufacturer who obtain transporter licenses, or, if necessary, with licensed transporters.

Insurance

CC will obtain all insurance required under the regulations and will provide documentation of such to the CCC, as required.

CASSIN INSURANCE AGENCY

INSURANCE FOR EVERY NEED



December 21, 2018

Cannabis Connection, Inc
48 Elm St. Suite #3
Westfield, MA 01085

RE: Premium Indication for Property Insurance, General Liability and Workers Compensation

Property:	\$250,000 Business Personal Property \$250,000 Stock Perils – Special Form Valuation – Replacement Cost \$1,000 Deductible	Estimated Premium	\$ 3,000
Liability:	\$1,000,000 Per Occurrence \$2,000,000 Aggregate \$1,000,000 Products Liability Based on Sales \$11,000,000	Estimated Premium	\$ 35,000
Workers Compensation	\$1,000,000 Employers Liability \$1,030,000 Estimated Payroll Class Used: Retail NOC	Estimated Premium	\$ 10,239



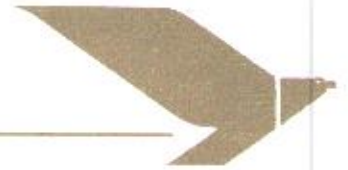
Bates Fullam Insurance Agency
975 Elm Street,
West Springfield, MA 01089-2743
(413) 737-3539
Fax (413) 731-8255

Bombard Insurance Agency
1225 Sumner Avenue,
Springfield, MA 01118
(413) 733-3553
Fax (413) 733-1808
www.batesfullam.com

Cassin Insurance Agency
P.O. Box 40, 104 Elm Street
Westfield, MA 01086
(413) 568-1243
Fax (413) 562-8431
www.cassinins.com

CASSIN INSURANCE AGENCY

INSURANCE FOR EVERY NEED



These are indications only to give you an idea of the premiums.

Property and Liability – The underwriter cannot give a firm quote without an actual building to use for the rating. The building age, construction, location, protection etc. will affect the rates. Once we have the building information we can get a firm quote.

Workers Compensation – We used Retail NOC for the class. If there will be employees that do something other than work on the retail side, clerical for example, we could break out their payrolls and put them in this lower class. We can fine tune this as we get closer. Try to break out the payrolls into different categories for the employees if possible.

Please let me know if there are any questions with any of this.

Sincerely,

Brad Cassin



Bates Fullam Insurance Agency
975 Elm Street,
West Springfield, MA 01089-2743
(413) 737-3539
Fax (413) 731-8255

Bombard Insurance Agency
1225 Sumner Avenue,
Springfield, MA 01118
(413) 733-3553
Fax (413) 733-1808
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Cassin Insurance Agency
P.O. Box 40, 104 Elm Street
Westfield, MA 01086
(413) 568-1243
Fax (413) 562-8431
www.cassinins.com

Host Community Agreement Certification Form

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

Applicant


I, Thomas P. Keenan, (*insert name*) certify as an authorized representative of Cannabis Connection, Inc. (*insert name of applicant*) that the applicant has executed a host community agreement with The City of Westfield (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on 11/28/18 (*insert date*).



Signature of Authorized Representative of Applicant

Host Community

I, Mayor Brian P. Sullivan, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for The City of Westfield (*insert name of host community*) to certify that the applicant and The City of Westfield (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on 11/28/18 (*insert date*).



Signature of Contracting Authority or
Authorized Representative of Host Community

Community Outreach Meeting Attestation Form

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

I, Thomas P. Keenan, (*insert name*) attest as an authorized representative of Cannabis Connection, Inc (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on 10/18/2018 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on 10/8/2018 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on 10/9/2018 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on 10/9/2018 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

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

NATIONAL FOOTBALL LEAGUE

AMERICAN CONFERENCE

Attachment A

	East					West			
	W	L	T	Pct		W	L	T	Pct
England	3	2	0	.600	128	108			
ets	3	2	0	.600	99	117			
	2	3	0	.400	123	105			
South									
	W	L	T	Pct	PF	PA			
Tennessee	3	2	0	.600	102	86			
Jacksonville	3	2	0	.600	102	86			
Houston	1	3	0	.250	96	108			
Indianapolis	1	4	0	.200	118	138			
North									
	W	L	T	Pct	PF	PA			
Cincinnati	4	1	0	.800	153	130			
Baltimore	3	2	0	.600	132	77			
Cleveland	2	2	1	.500	144	113			
Pittsburgh	2	2	1	.500	143	133			
West									
	W	L	T	Pct	PF	PA			
Kansas City	3	2	0	.600	137	130			
L.A. Chargers	3	2	0	.600	137	130			
Denver	2	3	0	.400	100	131			
Oakland	1	4	0	.200	107	149			

NATIONAL CONFERENCE

	East					West			
	W	L	T	Pct		W	L	T	Pct
Washington	2	1	0	.667	64	44			
Dallas	2	2	0	.500	67	77			
Philadelphia	2	2	0	.500	82	81			
N.Y. Giants	1	4	0	.200	104	128			
South									
	W	L	T	Pct	PF	PA			
New Orleans	3	1	0	.750	137	121			

CLASSIFIED

Available Online 24/7 at www.thewestfieldnews.com/classifieds

LEGAL NOTICES

October 8, 15, 22, 2018

MORTGAGEE'S SALE OF REAL ESTATE

By virtue and in execution of the Power of Sale contained in a certain mortgage given by Eric D. Applebaum and Sarah E. Applebaum to "MERS", Mortgage Electronic Registration Systems, Inc., a separate corporation that is acting solely as nominee for Freedom Mortgage Corporation d/b/a Jefferson Home Mortgage and Loan, "Lender", and its successors and assigns dated June 5, 2012 and recorded with the Hampden County Registry of Deeds, in Book 19297, Page 417, as assigned by Assignment of Mortgage dated July 27, 2017 and recorded with Hampden County Registry of Deeds, Book 21824, Page 249, of which mortgage the undersigned is the present holder, for breach of the conditions of said mortgage and for the purpose of foreclosing the same will be sold at Public Auction at 12:00 PM, on October 29, 2018, on the premises known as 69 Old Farm Road, Westfield, Massachusetts, the premises described in said mortgage, together with all the rights, easements, and appurtenances thereto, to wit:

Certain real estate situated in Westfield, Hampden County, Massachusetts, being designated as Lot #75 (seventy-five) on the plan entitled "Area 2... Definitive Plan South-West Estates...", dated April, 1970, and recorded in the Hampden

Terms of Sale: These premises are being sold subject to any and all unpaid real estate taxes, water rates, municipal charges and assessments, condominium charges, expenses, costs, and assessments, if applicable, federal tax liens, partition wall rights, statutes, regulations, zoning, subdivision control, or other municipal ordinances or bylaws respecting land use, configuration, building or approval, or bylaws, statutes or ordinances regarding the presence of lead paint, asbestos or other toxic substances, sanitary codes, housing codes, tenancy, and, to the extent that they are recorded prior to the above mortgage, any easements, rights of way, restrictions, confirmation or other matters of record.

Purchaser shall also bear all state and county deeds excise tax. The deposit of \$10,000.00 is to be paid in cash or bank or certified check at the time and place of the sale, with the balance of the purchase price to be paid by bank or certified check within thirty (30) days after the date of the sale, to be deposited in escrow with Gueaeta and Benson, LLC, at 73 Princeton Street, Suite 208, North Chelmsford, Massachusetts.

In the event that the successful bidder at the foreclosure sale shall default in purchasing the within described property according to the terms of this Notice of Sale and/or the terms of the Memorandum of Sale executed at the time of the foreclosure, the Mortgagee reserves the right to sell the property by foreclosure deed to the second highest bidder or, thereafter, to the next highest bidders, providing that said bidder shall amount of the required deposit as set forth herein within five (5) business days after written notification.

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for 10/18/2018 at 6:00pm at Shortstop Bar & Grill, 99 Springfield Road Westfield, MA 01085. The proposed Adult Use Retail Marijuana Establishment (Shop) is anticipated to be located at 40 Westfield Industrial Park, Westfield, MA 01085. There will be an opportunity for the public to ask questions.

October 1, 8, 2018

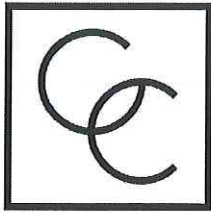
Town of Granville, MA

Planning Board

NOTICE OF PUBLIC HEARING SITE PLAN REVIEW FOR SPECIAL PERMIT

Notice is hereby given that the Granville Planning Board will hold a public hearing on Monday, October 15, 2018 at 7 pm at the Granville Town Hall, 707 Main Road, Granville, MA to consider the application of Galehead Development Inc. for a special permit to construct a Large Scale Ground-Mounted Solar Photovoltaic Installation (LSGMSPI) on property owned by Charles Sheets on Hayes Rd. (Assessors Map #12 Lot #68).

The applicant has asked for a site plan review of the proposed LSGMSPI that would produce approx. 6.3 MW from a 25 acre solar array on the parcel which has a total of 44 acres. This application is made in accordance



Cannabis Connection of Westfield

40 Westfield Industrial Park
Westfield, MA 01085

RECEIVED

3:20 PM

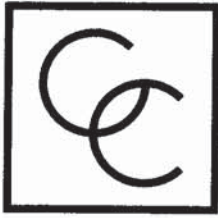
OCT - 9 2018

WESTFIELD CITY CLERK

PUBLIC NOTICE

To Whom It May Concern,

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for 10/18/2018 at 6:00pm at Shortstop Bar & Grill, 99 Springfield Road Westfield, MA 01085. The proposed Adult Use Retail Marijuana Establishment (Shop) is anticipated to be located at 40 Westfield Industrial Park, Westfield, MA 01085. There will be an opportunity for the public to ask questions.



Cannabis Connection of Westfield

40 Westfield Industrial Park
Westfield, MA 01085

ABUTTER NOTICE

[REDACTED]
[REDACTED]
WESTFIELD, MA 01085

RE: [REDACTED] WESTFIELD INDSTL PK, WESTFIELD, MA 01085

To Whom It May Concern,

Notice is hereby given that a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for 10/18/2018 at 6:00pm at Shortstop Bar & Grill, 99 Springfield Road Westfield, MA 01085. The proposed Adult Use Retail Marijuana Establishment (Shop) is anticipated to be located at **40 Westfield Industrial Park, Westfield, MA 01085**. There will be an opportunity for the public to ask questions.

Sincerely,



Thomas P Keenan, Esq.
CEO – Cannabis Connection of Westfield



Cannabis Connection, Inc

40 Westfield Industrial Park
Westfield, MA 01085

August 21, 2019

PLAN TO REMAIN COMPLIANT WITH LOCAL ZONING

Cannabis Connection, Inc (“CC”) will be located at 40 Westfield Industrial Park, zoned “Industrial A”. The City of Westfield has enacted a zoning ordinance which allows Adult Use Marijuana Establishments to be operated in “Industrial A” zones.

CC has received Site Plan Approval from the City of Westfield for its Adult Use Retail Marijuana Establishment.

CC will remain in regular contact with all departments within the city to ensure compliance with all applicable local codes, ordinances, or bylaws of the municipality.

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 Organization

FORM MUST BE TYPED

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

ARTICLE I

The exact name of the corporation is:

Cannabis Connection, 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:

N/A

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
A	100,000			
B	100,000			

**G.L. Chapter 156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. Chapter 156D, Section 6.21, and the comments relative thereto.*

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.

Class A - voting

Class B - non-voting

ARTICLE V

The restrictions, if any, imposed by the articles of 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.

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

ARTICLE VII

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

ARTICLE VIII

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

- a. The street address of the initial registered office of the corporation in the commonwealth:
48 Elm Street, Suite 3, Westfield, MA 01085
- b. The name of its initial registered agent at its registered office:
Thomas P. Keenan
- c. The names and street addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: Thomas P. Keenan 48 Elm Street, Suite 3, Westfield, MA 01085

Treasurer: Thomas P. Keenan

Secretary: Curtis S. Gezotis 48 Elm Street, Suite 3, Westfield, MA 01085

Director(s): Thomas P. Keenan
Curtis S. Gezotis
Marc Lichwan 48 Elm Street, Suite 3, Westfield, MA 01085

- d. The fiscal year end of the corporation:
October 31
- e. A brief description of the type of business in which the corporation intends to engage:
Retail sale of consumer products
- f. The street address of the principal office of the corporation:
48 Elm Street, Suite 3, Westfield, MA 01085
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

48 Elm Street, Suite 3, Westfield, MA 01085, 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 this 14th day of August, 2018 by the incorporator(s):

Signature: 

Name: Thomas P. Keenan

Address: 48 Elm St Suite 3, Westfield MA 01085

**CANNABIS CONNECTION OF WESTFIELD, LLC
48 ELM STREET, SUITE 3
WESTFIELD, MA 01085**

August 9, 2018

VIA CERTIFIED MAIL

Secretary of the Commonwealth of Massachusetts
Corporation Division
1 Ashburton Place, 17th Floor
Boston, MA 02108-1512


Re: Consent to Use of Corporate Name

Dear Sir or Madam:

Pursuant to M.G.L. c. 156D, Section 15.06 (c)(1) and 950 CMR 113.50(2), **Cannabis Connection of Westfield, LLC** (the "LLC") hereby consents to the use of the same and/or similar name by **Cannabis Connection, Inc.** (the "Corporation"), a Massachusetts corporation to conduct business in the Commonwealth of Massachusetts.

Very truly yours,

CANNABIS CONNECTION OF
WESTFIELD, LLC

By: 
Curtis S. Gezotis, Manager

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 23, 2018 10:05 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

BYLAWS

OF

CANNABIS CONNECTION, INC.

Article I. Stockholders

Section 1.01 Annual Meeting. The annual meeting of stockholders shall be held on the second Tuesday of January in each year (or if that be a legal holiday in the place where the meeting is to be held, on the next succeeding full business day) at 10:00 a.m. unless a different hour and date is fixed by the directors and stated in the notice of the meeting. The purposes for which the annual meeting is to be held, in addition to those prescribed by law, by the Articles of Organization or by these Bylaws, may be specified by the directors or the president. All annual meetings will be for unlimited purposes. If no annual meeting is held in accordance with the foregoing provisions, a special meeting may be held in lieu thereof, and any action taken at such meeting shall have the same effect as if taken at the annual meeting.

Section 1.02 Special Meetings. Special meetings of stockholders may be called by the president or by a director. Upon written application of one or more stockholders who hold at least ten percent (10%) of the capital stock entitled to vote at the meeting, special meetings shall be called by the secretary, or in case of the death, absence, incapacity or refusal of the secretary, by any other officer. The call for the meeting shall state the date, hour, place and purposes of the meeting.

Section 1.03 Place of Meeting. Meetings of the stockholders may be held anywhere in the United States of America, and the place of any meeting shall be designated in the call thereof, or if no place is so designated, then the place shall be presumed to be the principal office of the corporation.

Section 1.04 Notice of Meetings. A written notice of every meeting of stockholders, stating the place, date and hour thereof, shall be given by the secretary or by the person calling the meeting not less than 7 nor more than 60 days before the meeting to each stockholder by leaving such notice with him or at such stockholder's residence or usual place of business, or by

mailing it postage prepaid and addressed to such stockholder at the address as it appears upon the books of the corporation. Notices may be given via facsimile or e-mail transmission, if reasonable, to a stockholder who has provided the corporation with a facsimile number or e-mail address and has not notified the corporation that such stockholder does not wish to receive notices in this manner. No notice need be given to any stockholder if a written waiver of notice, executed before or after the meeting by the stockholder or such stockholder's authorized attorney, is filed with the record of the meeting.

Section 1.05 Quorum. The holders of not less than seventy-five percent (75%) in interest of all stock issued, outstanding and entitled to vote at a meeting shall constitute a quorum, but a lesser number may adjourn any meeting from time to time without further notice; except that, if two or more classes of stock are outstanding and entitled to vote as separate classes, then in the case of each such class, a quorum shall consist of the holders of a majority in interest of the stock of that class issued, outstanding and entitled to vote.

Section 1.06 Voting and Proxies. Each stockholder shall have one vote for each share of stock entitled to vote held by such stockholder of record according to the records of the corporation, unless otherwise provided by the Articles of Organization. Stockholders may vote either in person or by written proxy dated not more than six months before the meeting named therein. Proxies shall be filed with the clerk of the meeting, or of any adjournment thereof, before being voted. Except as otherwise limited therein, proxies 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. A proxy with respect to stock held in the name of two or more persons shall be valid if executed by one of them unless at or prior to the exercise of the proxy the corporation received a specific written notice to the contrary from any one of them. A proxy purporting to be executed by or on behalf of a stockholder shall be deemed valid unless challenged at or prior to its exercise.

Section 1.07 Record Date. The directors may fix in advance a time of not more than sixty (60) days preceding the date of any meeting of stockholders or the date for the payment of any dividend or the making of any distribution to stockholders, or the last day on which the consent or dissent of stockholders may be effectively expressed for any purpose, as the record date for determining the stockholders having the right to notice of and to vote at such meeting, and any adjournment thereof, or the right to receive such dividend or distribution or the right to give such consent or dissent. In such case only stockholders of record on such record date shall have such right, notwithstanding any transfer of stock on the books of the corporation after the record date. Without fixing such record date the directors may for any of such purposes close the transfer books for all or any part of such period.

Section 1.08 Action at Meeting. Except as provided in Sections 1.10 and 1.11 below, when a quorum is present, the holders of a majority of the stock present or represented and voting on a matter (or if there are two or more classes of stock entitled to vote as separate classes, then in the case of each such class, the holders of a majority of the stock of that class present or

represented and voting on a matter) except where a larger vote is required by law, or these Bylaws, shall decide any matter to be voted on by the stockholders. Any election by stockholders shall be determined by a plurality of the votes cast by the stockholders entitled to vote at the election. No ballot shall be required for such election unless requested by a stockholder present or represented at the meeting and entitled to vote in the election. The corporation shall not directly or indirectly vote any share of its stock.

Section 1.09 Action without Meeting. Any action to be taken by stockholders may be taken without a meeting if a majority of the stockholders entitled to vote on the matter consent to the action by a writing filed with the records of the meetings of stockholders. Such consent shall be treated for all purposes as a vote at a meeting. Delivery of consent by electronic means, including, without limitation, facsimile or e-mail transmission, is permitted.

Section 1.10 Elections of Directors. Notwithstanding any provision of these Bylaws to the contrary, no Initial Director may be removed from office by the Shareholders for so long as such Initial Director remains a Shareholder. For purposes of these Bylaws, Curt Gezotis, Marc Lichwan and Thomas Keenan are the Initial Directors.

Section 1.11 Major Decisions. Notwithstanding any provision of these Bylaws to the contrary, none of the following decisions may be made by the Shareholders without the approval of at least ninety percent (90%) of all shares approving such action:

- a. Change in the corporate purpose
- b. Borrowing money
- c. Decision to liquidate/dissolve the corporation
- d. Admission of additional stockholders

Article II. Directors

Section 2.01 Powers. The business of the corporation shall be managed under the direction of a board of directors who may direct the exercise of all the powers of the corporation except as otherwise provided by law, or by these Bylaws. In the event of a vacancy in the board of directors, the remaining directors, except as otherwise provided by law, may exercise the powers of the full board until the vacancy is filled.

Section 2.02 Election. A three (3) member board of directors shall be elected by the stockholders entitled to vote on the matter at the annual meeting, provided however that no Initial Director, as defined in Section 1.10 above, shall be removed from office for so long as such Initial Director remains a stockholder.

Section 2.03 Tenure. Except as otherwise provided by law, by the Articles of Organization or by these Bylaws, directors shall hold office until the next annual meeting of stockholders and thereafter until their successors shall have been elected and qualified. Any director may resign by delivering such stockholder's written resignation to the corporation at its principal office or to the president or secretary. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 2.04 Vacancies. Any vacancy occurring in the board of directors may be filled by the stockholders entitled to vote on the matter at a special meeting called for the purpose of filling such a vacancy. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of any increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of shareholders entitled to vote on the matter called for that purpose.

Section 2.05 Removal. A director, except for the Initial Directors, may be removed from office with or without cause by vote of a majority of the stockholders entitled to vote in the election of directors, at a meeting called for the purpose of removing the director, with prior notice of the meeting setting forth the removal of one or more directors as one of the purposes of the meeting.

Section 2.06 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, provided that any director who is absent when determination is made shall be given notice of the determination. A regular meeting of the directors may be held without a call or notice at the same place as the annual meeting of stockholders, or the special meeting held in lieu thereof, following such meeting of stockholders.

Special meetings of the directors may be held at any time and place designated in a call by the president, treasurer or two or more directors. Both regular and special meetings may be held by telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time.

Notwithstanding the foregoing no meeting of the directors may be held without the attendance of an Initial Director unless such Initial Director, after notice, consents to such meeting going forward.

Section 2.07 Notice of Meetings. Notice of all special meetings of the directors shall be given to each director by the secretary, or if there be no secretary, by the assistant secretary, or in case of the death, absence, incapacity or refusal of such persons, by the officer or one of the directors calling the meeting. Notice shall be given to each director in person or by telephone or facsimile or e-mail transmission at least twenty-four hours in advance of the meeting, or by written notice mailed to his business or home address at least forty-eight 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 thereto or at its 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.

Section 2.08 Electronic Participation. A director of the corporation may participate in a meeting through conference telephone, electronic video screen communication, or other electronic transmission by and to the corporation. Participation in a meeting by conference telephone or electronic video screen communication constitutes presence in person as long as all directors participating can hear one another. Participation by other electronic transmission by and to the corporation (other than conference telephone or electronic video screen communication) constitutes presence in person at the meeting as long as participating directors can communicate with other participants concurrently, each director has the means to participate in all matters before the board, including the ability to propose or object to a specific corporate action, and the corporation implements some means of verifying that each person participating is entitled to participate and all votes or other actions are taken by persons entitled to participate.

Section 2.09 Quorum. At any meeting of the directors, a majority of the directors then in office shall constitute a quorum, provided that all Initial Directors' attendance shall be required for a quorum to be present. Less than a quorum may adjourn the meeting from time to time without further notice.

Section 2.10 Action at Meeting. At any meeting of the directors at which a quorum is present, the vote of a majority of those present, unless a different vote is specified by law, by the Articles of Organization, or by these Bylaws, shall be sufficient to decide such matter.

Section 2.11 Action by Consent. Any action by the directors may be taken without a meeting if a written consent thereto is signed by all the directors and filed with the records of the directors' meetings. Such consent shall be treated as a vote of the directors for all purposes.

Section 2.12 Presumption of Assent. A director of the corporation who is present at a meeting of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action unless he shall file his written dissent to such action with the person acting as the clerk of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the corporation within twenty-four hours after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 2.13 Personal Liability. No director of the corporation shall be personally liable to the corporation or the stockholders of the corporation for monetary damages for breach of a

fiduciary duty as a director of the corporation, except (a) for any breach of the director's duty of loyalty to the corporation or its stockholders (b) for acts or omissions not in good faith or which involve intentional misconduct, or a knowing violation of law (c) any transaction from which the director derived an improper personal benefit, or (d) as otherwise provided by law.

Article III. Officers

Section 3.01 Enumeration. The officers of the corporation shall consist of a president, a treasurer, a secretary, and such other officers, including one or more vice presidents, assistant treasurers and assistant secretaries as the directors may determine.

Section 3.02 Election. The president, treasurer and secretary shall be elected annually by the directors at their first meeting following the annual meeting of stockholders. Other officers may be chosen by the directors at such meeting or at any other meeting.

Section 3.03 Qualification. The president may, but need not be a director. No officer need be a stockholder. 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 such officer's duties to the corporation in such amount and with such sureties as the directors may determine.

Section 3.04 Tenure. Except as otherwise provided by law, 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 stockholders 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 stockholders, unless a shorter term is specified in the vote choosing or appointing them. Any officer may resign by delivering such officer's written resignation to the corporation at its principal office or to the president or secretary, and such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 3.05 Removal. Any officer or agent elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the corporation or the person so removed.

Section 3.06 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

Section 3.07 President. The president, also known as the Chief Executive Officer or “CEO” shall be the principal executive officer of the corporation and, subject to the control of the board of directors, shall in general, supervise and control all of the business and affairs of the corporation. The president shall, when present, preside at all meetings of the stockholders and of the board of directors. The president may sign, with the secretary or any other proper officer of the corporation thereunto authorized by the board of directors, any deeds, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors or by these Bylaws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time. The president may sign, with the treasurer or any assistant treasurer of the corporation, certificates for shares of the corporation, the issuance of which shall have been authorized by the board of directors of the corporation.

Section 3.08 The Vice Presidents. In the absence of the president or in the event of the president’s death or inability to act, the vice president (or in the event there be more than one vice president, the vice president in the order designated at the time of their election, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice president may sign, with the treasurer or any assistant treasurer of the corporation, certificates for shares of the corporation, the issuance of which shall have been authorized by the board of directors of the corporation. Any vice president shall perform such other duties as from time to time may be assigned to such vice president by the president or by the board of directors.

Section 3.09 The Secretary. The secretary shall: (a) keep the minutes of the meetings of the stockholders and of the board of directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized; (d) keep a register of the names and post office address of each stockholder, in alphabetical order, arranged by class, showing the number of shares owned by each stockholder; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to such secretary by the president or by the board of directors.

Section 3.10 The Treasurer. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of the treasurer’s duties in such sum and with such surety or sureties as the board of directors shall determine. The treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other

depositories as shall be selected in accordance with the provisions of Article IV of these Bylaws; (b) have general charge of the stock transfer books of the corporation; (c) sign with the president, or a vice president, certificates for shares of the corporation, the issuance of which shall have been authorized by resolution of the board of directors; and (d) in general perform all duties incident to the office of treasurer and such other duties as may from time to time be assigned to such treasurer by the president or by the board of directors.

Section 3.11 Assistant Secretaries and Assistant Treasurers. The assistant secretaries and assistant treasurers, in general, shall perform such duties as shall be assigned to them by the secretary or the treasurer, respectively, or by the president or the board of directors.

Article IV. Contracts, Loans, Checks and Deposits

Section 4.01 Contracts. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 4.02 Loans. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances.

Section 4.03 Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors.

Section 4.04 Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the board of directors may select.

Article V. Capital Stock

Section 5.01 Certificates of Stock. Each stockholder shall be entitled to a certificate of the capital stock of the corporation in such form as may be prescribed from time to time by the directors. The certificate shall be signed by the president or a vice president, and by the treasurer or an assistant treasurer, but when a certificate is countersigned by a transfer agent or a registrar, other than a director, officer or employee of the corporation, such signatures

may be facsimiles. 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 issue. In the event that the offices of president and treasurer are held by the same person, and there is no vice president or assistant treasurer then in office, in such case the stock certificate may be signed by the secretary as well as by the person who is both president and treasurer.

Every certificate for shares of stock which is subject to any restriction on transfer pursuant to the Articles of Organization, the Bylaws or any agreement to which the corporation is a party, shall have the restriction noted conspicuously on the certificate 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 to the holder of such certificate upon written request and without charge. Every certificate 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 shares 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 upon written request and without charge.

Section 5.02 Transfers. Subject to the restrictions, if any, stated or noted on the stock certificates, shares of stock may be transferred on the books of the corporation by 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. Except as may be otherwise required by law, by the Articles of Organization or by these Bylaws, the corporation shall be entitled to treat the record holder of stock as shown on its books as the owner of such stock for all purposes, including the payment of dividends and the right to vote with respect thereto, regardless of any transfer, pledge or other disposition of such stock, until the shares have been transferred on the books of the corporation in accordance with the requirements of these Bylaws. It shall be the duty of each stockholder to notify the corporation of such stockholder's post office address.

Section 5.03 Replacement of Certificates. In case of the alleged loss or destruction or the mutilation of a certificate of stock, a duplicate certificate may be issued in place thereof, upon such terms as the directors may prescribe.

Article VI. Miscellaneous Provisions

Section 6.01 Fiscal Year. Except as from time to time otherwise determined by the directors, the fiscal year of the corporation shall be the twelve months ending October 31.

Section 6.02 Seal. The seal of the corporation shall, subject to alteration by the directors, impress its name, the word “Massachusetts”, and the year of its incorporation.

Section 6.03 Corporate Records. The original, or attested copies, of the Articles of Organization and Bylaws, and any amendments thereto; records of all meetings, and written consents in lieu of meetings, of the incorporators, stockholders, and directors for at least the prior three years; the resolutions of the directors regarding shares of stock, including, without limitation, resolutions concerning classes of stock and voting rights; all written communication to the stockholders for at least the prior three years, including financial statements provided to the stockholders and notices of availability of financial statements; the names and business addresses of the officers and directors of the corporation; the most recent annual report of the corporation filed with the Massachusetts Secretary of State’s office; and the stock and transfer records, which shall contain the names of all stockholders and the record address and the amount of stock held by each, shall be kept in Massachusetts at the principal office of the corporation, or at an office of its registered agent or of the secretary. Said copies and records need not all be kept in the same office. They shall be available at all reasonable times to the inspection of any stockholder for any proper purpose but not to secure a list of stockholders for the purpose of selling said list or copies thereof or of using the same for a purpose other than in the interest of the applicant, as a stockholder, relative to the affairs of the corporation.

Section 6.04 Indemnification. The corporation may indemnify a director or officer of the corporation for any and all claims, expenses, judgments, fines, amounts paid in settlement, and any other liabilities (including payment by the corporation of expenses incurred in defending a civil or criminal action or proceeding) with respect to any matter arising out of the performance of his or her duties as such officer or director, unless the director or officer shall have been adjudicated in any proceeding not to have acted in good faith. Prior to any indemnification, the indemnification shall be approved by a majority vote of the disinterested directors if there are more than two disinterested directors, and if there are fewer than two disinterested directors then special legal counsel selected by the disinterested director shall make a determination regarding indemnification. In the alternative, the stockholders of the corporation who are not interested parties may vote on the determination of indemnification. Any decision concerning the indemnification of an officer or director shall be made pursuant to Subdivision E of the Massachusetts Business Corporation Act, M.G.L. c. 156D.

In the event a director or officer is not indemnified pursuant to the above paragraph, and said director or officer is wholly successful, on the merits or otherwise, in the defense of any proceeding to which such director or officer was a party because such director or officer was a director or officer of the corporation, the corporation shall indemnify such director or officer against reasonable expenses incurred by such director or officer in connection with the proceeding.

The corporation shall also have power to purchase and maintain insurance on behalf of a


director and/or an officer of the corporation against any liability incurred as a director or officer of the corporation, or arising out of such director or officer's status as such.

Section 6.05 Resident Agent. The secretary shall be the registered agent of the corporation, so long as the business address of the secretary is the same as the business address of the corporation. If the business address of the secretary is different from the business address of the corporation, the board of directors shall appoint a resident agent who shall have the same business address as the address of the corporation.

Section 6.06 Articles of Organization. All references in these Bylaws to the Articles of Organization shall be deemed to refer to the Articles of Organization of the corporation, as amended and in effect from time to time.

Section 6.07 Amendments. These Bylaws may at any time be amended by affirmative vote of at least ninety percent (90%) the stockholders entitled to vote on such matter, provided that notice of the substance of the proposed amendment is stated in the notice of the meeting.

Approved as of 1/2/2019

A handwritten signature in black ink, appearing to read 'Thomas P. Keenan', is written over a horizontal line.

Thomas P. Keenan Incorporator



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

mass.gov/dor

Letter ID: L0282547840
Notice Date: December 13, 2018
Case ID: 0-000-457-390



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



CANNABIS CONNECTION, INC
40 WESTFIELD INDUSTRIAL PARK
WESTFIELD MA 01085

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, CANNABIS CONNECTION, 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) 887-6367 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

Visit us online!

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

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

Edward W. Coyle, Jr., Chief
Collections Bureau



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

William Francis Galvin
Secretary of the
Commonwealth

Date: December 17, 2018

To Whom It May Concern :

I hereby certify that according to the records of this office,
CANNABIS CONNECTION, INC.

is a domestic corporation organized on **August 23, 2018** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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

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

Secretary of the Commonwealth

Certificate Number: 18120298830

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

Processed by:



Cannabis Connection, Inc

40 Westfield Industrial Park
Westfield, MA 01085

August 21, 2019

DISPENSING PROCEDURES

CCI will properly train all employees to utilize METRC, the Commission-approved real-time inventory tracking system, a point-of-sale (POS) system, and manual logs to dispense marijuana while maintaining robust inventory controls and procedures that ensure marijuana products are continuously accounted for. Software or other methods to manipulate or alter sales data shall be prohibited from use. CCI will conduct a monthly analysis of equipment determine that no software has been installed that could be utilized to manipulate or alter sales data. If such analysis 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, CCI shall immediately disclose the information to the Commission, cooperate in any investigation, and take such other action directed by the Commission.

Sales Representatives

Our Sales Representatives (Reps) will provide exceptional customer service under the supervision of the GM. Reps will expedite sales and ensure a professional, enjoyable customer experience. They will maintain the facility in presentable, safe, and sanitary conditions and ensure the retail floor remains properly stocked. Our Reps will promote a positive, customer service-oriented work environment in line with established policies and procedures.

Our Reps will share their knowledge and first-hand accounts with customers regarding the best applications for the different varieties of marijuana and infused products. They will follow CCI's SOPs for the safe, secure, and successful management of the sale of marijuana within a customer-facing environment.

A comprehensive understanding of the laws and regulations that govern the cannabis industry is vital in such a heavily-regulated and highly-scrutinized setting. Our Reps will appreciate the importance of compliance for their own safety, the safety and health of consumers, and the operational success of the organization.

Reps will clock in and each Rep will be assigned to a POS terminal. They will log in and verify that their cash drawer is set to the correct base amount, they will complete the POS sign-in sheet and get ready for opening.

Customer Flow

After a customer's government issued photographic identification, proving they are at least 21 years of age, has been verified by security at reception, they will be admitted into the sales floor, where they will enter the queue and wait for the next available Rep to call them up to the

service counter in the order in which they entered the queue. When called to the service counter, the Rep will welcome the customer into the store and assist the customer in selecting appropriate products that meet the customer's needs.

Dispensing Marijuana – Customers

METRC will interface with the POS system to further ensure efficient and accurate inventory control. Sales will be tracked through this system with transaction records accessible by authorized personnel. The transaction history for each sale includes the date of purchase, customer number (if authorized), product name and quantity, sale price, discounts, and more. All sales data will be tracked through both METRC and the POS system. Additionally, separate accounting practices at the POS system shall be employed for marijuana and non-marijuana sales.

When a marijuana product has been selected for purchase at the POS, the Rep will again visually check the customer's photo ID to verify the customer's age. The Rep will also verify that the transaction will not exceed the customer's purchasing limit of one ounce of marijuana or five grams of marijuana concentrate to a consumer per transaction. The Rep will then enter the selected products into the POS, which will assign them a tracking number and issue a clearly legible label that includes:

- The marijuana tracking number;
- The date and time the marijuana is being sold;
- The name and address of the supplier
- The name and address of CCI.

Items will be scanned into the "cart" function of the POS, one at a time, which will associate them with the Rep processing the transaction. As each item is added to the cart, the label printer will automatically print a POS label. The printed label will be placed on each item and each item will then be placed into an exit bag. Marijuana products will be placed in an exit package.

CCI's exit packaging will help reduce the risk of accidental marijuana consumption by children or pets. All marijuana and marijuana products will be pre-packaged in childproof containers and labeled by the originating facility. CCI will educate and encourage customers to make safe storage of marijuana products a priority. Customers will be instructed to keep marijuana products in their original packaging and store them according to the instructions on the product labels. CCI will recommend the use of locking storage boxes, safes, and other personal secure storage devices to customers. These are an effective way to secure marijuana from small children, teens, pets, or any individual for whom the products were not intended. Prior to completing the transaction, Reps will ensure exit packaging is properly sealed and will provide the customer with a sales receipt.

Upon completion of payment, the exit bag will be handed to the customer along with the receipt, and the customer will exit the facility. As they present the exit package to the customer, Reps will advise them that their purchase should remain in the sealed exit package

while they transport it from to their home; Reps will recommend keeping the sealed exit package in the trunk of the car while driving.

Right to Refuse Sale

Reps will be trained to observe customers for signs of possible theft or diversion and the appropriate reporting procedures, as detailed in our Diversion Prevention Plan. Reps shall refuse to sell marijuana products to a consumer if they believe the consumer or public would be placed at risk

Consumer Education

CCI is committed to providing consumers with accurate information regarding the effects of marijuana prior to sale. CCI will make available educational materials about marijuana products to consumers as required under 935 CMR 500.140(8). CCI will keep an adequate supply of current educational material available for distribution. Educational materials will be available in commonly spoken languages designated by the CCC, which will include appropriate materials for the visually- and hearing-impaired. In addition to the hard-copies available in store, Reps will direct customers to the company's website where they can always view a full digital copy of CCI's consumer education materials. At a minimum, the materials shall include:

- A warning that marijuana has not been analyzed or approved by the FDA, limited information on side effects, that there may be health risks, and that it should be kept away from children;
- A warning that when under the influence of marijuana, driving is prohibited by M.G.L. c. 90, § 24, and machinery should not be operated;
- Information to assist in the selection of marijuana;
- Materials offered to consumers to enable them to track the strains used and their associated effects;
- Information describing proper dosage;
- A discussion of tolerance, dependence, and withdrawal;
- Facts regarding substance abuse signs and symptoms;
- A statement that consumers may not sell marijuana to any other individual;
- Information regarding penalties for possession or distribution.

Labeling and Packaging

Marijuana items will arrive at CCI pre-packaged in childproof packaging for individual sale. All packaging and labeling will be handled by the vendor. CCI will inspect each item to ensure that they are in compliance with 935 CMR 500.105(5) and will not accept from the manufacturer, or sell, any marijuana that is not in compliance. CCI will not repackaging marijuana or remove the manufacturer's label.

Prohibited Sales

No products containing nicotine or alcohol shall be available for sale to consumers.



Cannabis Connection, Inc

40 Westfield Industrial Park
Westfield, MA 01085

November 15, 2019

DIVERSITY PLAN

DIVERSITY GOALS

CCI will meet or exceed diversity within the company which reflects the composition of the diversity of general population of the Commonwealth of Massachusetts, including minorities, women, veterans, persons with disabilities and the LGBTQ+ community. According to the US Census Bureau, the Massachusetts population includes the following percentages of the target demographic groups:

- 27.8% - Minorities (Non-White)
- 51.5% - Women
- 4.7% - Veterans
- 7.9% - People with Disabilities
- 1%(est.) - LGBTQ+.

CCI's goal for diversity is to meet or exceed the above stated percentages for employment at our establishment.

DIVERSITY PROGRAMS

CCI expects to hire approximately 30 employees over the next 12 months. CCI will attempt to hire a workforce which is equal to, or greater than, the diversity of the general Massachusetts population. Upon the award of a provisional license CCI will be able to establish an account with Wurk, a cannabis specific, complete HR company. Wurk offers hiring solutions that will enable CCI to target diverse candidates and maintain a consistent flow of qualified minority, female, disabled, LGBTQ+, and veteran candidates. CCI will also take the following steps as needed to ensure a diverse pool of job seekers, including:

- Soliciting minority, LGBTQ+, women's and veteran's organizations and organizations concerned with persons with disabilities for referral of applicants.
- Encouraging minority, female, veteran, LGBTQ+, and employees with a disability to refer applicants for employment.
- Participating in career day programs, using minority, female, LGBTQ+, veteran & disabled employees whenever possible in order to encourage job applications from those pools of people.

DIVERSITY MEASUREMENTS

CCI will, no less than quarterly, prepare an internal report on the demographic information of all employees to ensure our goal of employing a workforce that is at least as diverse as the general population of Massachusetts. We will update our diversity goal with census data as it becomes available. If our quarterly diversity reports do not meet our stated goal, Wurk offers a managed services platform that provides a diversity and inclusion consultant who will assess

our diversity plan and provide recommendations on programs that we can incorporate which will enable us to achieve our diversity goal.

Upon our annual renewal, we will provide a report, showing that we have either a) achieved our diversity goal, or b) we will have utilized Wurk's diversity and inclusion consultant and implemented a diversity plan that will enable us to achieve our goal.

AFFIRMATIONS:

- CCI acknowledges, is aware, and will adhere to, the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment; and
- Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.



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August 21, 2019

MAINTAINING OF FINANCIAL RECORDS

CCI will implement financial recordkeeping procedures that follow generally accepted accounting principles (GAAP). CCI will remain in good standing with the Secretary of the Commonwealth and DOR. CCI will maintain copies at the facility of all required financial information necessary to conduct business under its license. All financial records will be made available to the CCC and authorized law enforcement upon request.

Software or other methods to manipulate or alter sales data shall be prohibited from use. CCI will conduct a monthly analysis of equipment determine that no software has been installed that could be utilized to manipulate or alter sales data. If such analysis 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, CCI shall immediately disclose the information to the Commission, cooperate in any investigation, and take such other action directed by the Commission.

Retention Policy

Financial records will be kept in a secure, limited access area, accessible only to CCI's designated employees. Physical financial records will be scanned prior to being placed in the secure storage area. Electronic information will then be backed-up on a secure data retention system to protect against loss.

Financial records will include:

- All financial transactions and the financial condition of the business, including contracts for services performed or received;
- Purchase invoices, bills of lading, manifests, sales records, copies of bills of sale, and any supporting documents (including the items and/or services purchased, from whom the items were purchased, and the date of purchase);
- Bank statements and canceled checks for all accounts relating to the business; and
- Accounting and tax records related to the business and all investors in the facility.

In addition, pursuant to 935 CMR 500.105 (9)(e), CCI will make available to the CCC upon request all business records, including manual or computerized records of:

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

- Salary and wages paid to each employee, stipend paid to each board member, and any executive compensation, bonus, benefit, or item of value paid to any individual affiliated with the business.

CCI will retain all transportation manifests for no less than one year and make them available to the CCC upon request.

Sales & Tax Data

CCI will comply with 830 CMR 62C.25.1 and *DOR Directive 16-1* regarding recordkeeping requirements to ensure an accurate accounting for the calculation of sales taxes due. CCI will shall adopt separate accounting methods at the POS system for marijuana and non-marijuana sales. CCI will make available for audit and examination all records in order to ensure compliance with Massachusetts tax laws and 935 CMR 500.140(6). As required by DOR Directive 16-1, CCI's POS system will record all transactions in a manner that will allow the Department to verify what was sold and whether the appropriate amount of tax was collected. Furthermore, pursuant to G.L. c. 62C, § 25 and the Records Retention Regulation, CCI will maintain a complete and accurate record of the gross receipts & expenditures from all purchases and sales.

CCI will conduct a monthly analysis of equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methods have been employed to manipulate or alter sales data.

CCI will keep these records so long as their contents are material in the administration of Massachusetts tax laws.

Each POS transaction record will provide enough detail to independently determine the taxability of each sale and the amount of tax due and collected. Detailed information collected for each sales transaction will at minimum include: individual item sold, selling price, tax due, invoice number, date of sale, method of payment, POS terminal number and POS transaction number. CCI will maintain auditable internal controls to ensure the accuracy and completeness of the transactions recorded in the POS system. The records will provide the opportunity to trace any transaction back to the original source or forward to a final total.



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August 21, 2019

PERSONNEL POLICIES INCLUDING BACKGROUND CHECKS

Personnel Records

CCOW will maintain accurate personnel records by creating a dedicated employee file for every new hire. These records will be maintained for at least 12 months after termination of an employee's affiliation with the facility. Accordingly, all personnel records will contain all information required under 935 CMR 500, including:

- all materials submitted to the CCC pursuant to 935 CMR 500.030(2) regarding marijuana establishment agent applications;
- documentation of verification of references;
- job descriptions for each employee and volunteer position, as well as organizational charts consistent with the job descriptions;
- the job description or employment contract that includes duties, authority, responsibilities, qualifications, and supervision;
- 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;
- documentation of periodic performance evaluations;
- a record of any disciplinary action taken; and
- notice of completed responsible vendor and eight-hour related duty training.

All employee records will be kept confidential and will only be shared with the CCC or authorized law enforcement officials. Paper files shall be kept in the locked file storage room and any electronic files will be password protected, accessible only to authorized CCI personnel.

Employee Background Checks

CCI will conduct a criminal history background check on every executive and any prospective employee prior to hiring that individual. CCI will keep records of the results of all criminal history background checks requested and make the confirmation of criminal history background checks available for inspection upon request by the CCC or authorized law enforcement. CCI will require employees to report any new or pending charges or convictions. If an employee is charged or convicted for a controlled substance-related felony or any other felony, CCI will report it immediately to the CCC and terminate employment.

Workplace Safety and Emergency Response

Prior to operational startup, CCI will implement a Workplace Safety & Emergency Response Plan as part of our comprehensive SOP's. The Security Manager will be responsible for training

staff regarding safety and emergency protocols and for planning scheduled safety inspections by local regulatory authorities. Detailed records of inspection results and address resulting health and safety concerns with management and staff will be maintained.

Worker Safety Standards

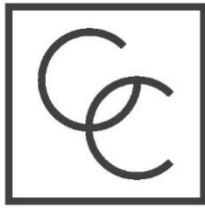
Employee and public safety is one of CCI's foremost business considerations. Every attempt will be made to prevent accidents from occurring while conducting business. CCI's safety and sanitation SOP's will address both Occupational Safety and Health Administration (OSHA) regulations and good business practices. Key personnel will be required to participate in OSHA Certification in Health and Safety educational classes.

Tobacco, Alcohol & Drug Use

CCI does not allow or tolerate the use of tobacco, alcohol or any other illegal substance by their employees or visitors. All items should be kept off CCI property always.

Employee Dismissal

Any employee who is found to have diverted marijuana, engaged in unsafe practices, or been convicted or entered a guilty plea for a felony charge of distribution of a drug to a minor, shall be immediately terminated from employment. Any keys, access cards or property belonging to CCI shall be returned immediately. Any access cards or codes that such an employee had access to, or potentially may have had access to, shall be disabled. In the event that a dismissed employee refuses to return a physical key, the locks which that key opens shall be immediately re-keyed.



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QUALIFICATIONS AND TRAINING

Initial Training

CCI will provide new employees with training that is pertinent to the employee's position within the company, including, but not limited to:

- Seed-to-sale Tracking System / Point-of-Sale (POS) Software: user interface allows data entry into seed-to-sale tracking and sales systems for barcodes, state ID tags, consumer registry, inventory and transaction tracking, and reports;
- Consumer Consultation: first-time customer, receptionist check in, product consultation, dosage, education, consumer literature and resources;
- Security Process and Procedures: employee check in, vendor check in, ID verification, safety features, life safety plans, cash handling, diversion prevention measures;
- Packaging & Labeling Principles; and
- Administration / Operational Best Practices: merchandising, facility maintenance, sanitation and safety, recordkeeping, legal compliance, maintenance, opening & closing procedures, cash handling, inventory control, product rotation, product return and disposal, consumer complaints and adverse events/product recalls.

Training on Statutes and Rules

A comprehensive understanding of the laws and regulations that govern the cannabis industry is vital in such a heavily-regulated and highly-scrutinized environment. Employees must appreciate the importance of compliance for their own safety, the safety and health of consumers and the operational success of the company.

CCI will ensure that all employees complete training prior to performing their assigned job functions. Training will be tailored to the roles and responsibilities of the job function of each marijuana establishment agent, and all employees will receive eight hours of on-going training annually.

Responsible Vendor Training

CCI intends to receive and retain a 'responsible vendor' designation. All of CCI's current owners, managers and employees that are involved in the handling and sale of marijuana for adult use will attend and successfully complete a responsible vendor program and will complete such a program at least annually.

Every new employee involved in the handling and sale of marijuana will successfully complete the responsible vendor program within 90 days of their hire.

Facility Security and Crime Prevention

All employees will be trained to observe the premises for suspicious persons or activity prior to entering the facility and will be encouraged to report inoperative security lighting, damaged security equipment, or any facility damage that may pose an opportunity for unauthorized entry. Any concerns reported will be immediately corrected when possible or scheduled to be corrected as soon as possible.

CCI will conduct regular security and safety drills to ensure that employees know the correct action to take in various situations. Drills will train facility employees to protect themselves and to also observe and review the security procedures for limitations that can be improved by modifications to security systems, altering response plans, or improving employee awareness of protocols.

Training Documentation

Attendance at formal training sessions will be mandatory. Training on specific SOP's, including applicable laws and regulations, will include an acknowledgement of completion signed by both the trainee and the training supervisor. Training documentation will be retained onsite as hard copies and electronic backups in each employee's personnel file, available for inspection by the CCC upon request. Employment contracts will specify mandatory attendance at training sessions, and employees who do not complete the required training in the specified time could have their hours and duties reduced or restricted until the training is completed. Failure to complete any required training may lead to an employee's reassignment or termination.

Staffing Plan

This staffing plan reflects the anticipated hiring and training plan for the CCI.

Projected Opening		Sep-19											
	# FTE	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19
Chief Executive Officer	1	1	1	1	1	1	1	1	1	1	1	1	1
Chief Financial Officer	1												
Chief Operating Officer	1	1	1	1	1	1	1	1	1	1	1	1	1
Chief Compliance Officer	1								1	1	1	1	1
Inventory Mgr	1								1	1	1	1	1
Controller	1								1	1	1	1	1
Dispensary Mgr	1								1	1	1	1	1
Assistant Dispensary Mgr	2								2	2	2	2	2
PSA	16								16	16	16	16	16
Head of Security	1						1	1	1	1	1	1	1
Security Specialist	3								3	3	3	3	3
Facility Maintenance	1								1	1	1	1	1
Total Staff		2	2	2	2	2	3	4	30	30	30	30	30

JOB DESCRIPTIONS

CCI provides a transparent approach to each position held within the company, along with the functions/responsibilities of each position. Below is the breakdown of each position currently proposed.

CEO (Reports to Board of Directors)

The Chief Executive Officer is responsible overseeing all aspects of operations including compliance, security, dispensary operations, and marketing. The CEO must be capable of effectively delegating responsibility and monitoring progress to ensure that the business functions according to plan. The CEO will be responsible for preparing an annual and multi-year business plan to the board of directors which will include financial projections and strategic objectives and reporting to board of directors at least quarterly.

Responsibilities:

- Build and promote a culture of compliance, peak performance, and excellence which includes recruiting talent and developing the talent of organization.
- Develop annual projections and three-year projections including strategic objectives.
- Implementing the appropriate incentive structure to achieve annual and long-term goals without compromising compliance.
- Delegate responsibility to the executive team to execute business strategies and initiatives and monitor the progress to ensure that business objectives are achieved.
- Review and update the operating procedures at least annual to ensure best practices and compliance with all regulations.
- Monitoring the competitive landscape and regulatory environment in order to develop a strategy to generate the highest risk-adjusted returns and effectively service our customers.
- Evaluate investment opportunities to effectively allocate capital.
- Responsible for managing public relations for the organization and making public and media appearances to promote the business and the brand as well as meeting with public officials and trade groups to maintain good relations.

Qualifications/Experience:

- At a minimum, a Bachelor's Degree preferably in business or finance.
- Experience operating medical / Adult-use cannabis or healthcare business.
- Experience managing a large organization in a heavily regulated industry.
- Knowledgeable on regulations related to the Mass Medical/Adult-use cannabis Program.

Chief Operating Officer (Reports to CEO)

The COO will be responsible for overseeing the day-to-day operations of the dispensary and marketing operations.

Responsibilities:

- Provide day-to-day leadership and management of the dispensary and marketing operations which includes setting production schedules, managing inventory levels, coordinating product and cash transports.
- Responsible for managing the marketing and promotional activity of the business.
- Responsible for driving the company to achieve and surpass sales, profitability, cash flow and business goals and objectives.
- Oversee all P&L and budgeting for the entire operations.
- Responsible for the measurement and effectiveness of all processes internal and external. Provides timely, accurate and complete reports on the operating condition of the company.
- Spearhead the development, communication and implementation of effective growth strategies and processes.
- Collaborate with the management team to develop and implement plans for the operational infrastructure of systems, processes, and personnel designed to accommodate the rapid growth objectives of our organization.
- Motivate and lead a high-performance management team; attract, recruit and retain required members of the executive team not currently in place; provide mentoring as a cornerstone to the management career development program.
- Responsible for approving and managing research and development projects.
- Implements corrective action plans such as product recalls or regulatory violations

Qualifications/Experience:

- Bachelor's Degree preferably in business or finance.
- Experience operating medical / Adult-use cannabis or healthcare business a plus.
- Experience working as a COO in a comparable industry.
- Knowledgeable on regulations related to the Massachusetts Medical / Adult-use cannabis Program.
- Organized and detail oriented.

Chief Compliance Officer/General Counsel (Reports to CEO)

The Chief Compliance Officer is responsible for ensure that the Company is in compliance with all regulations which includes conducting audits, background checks and pre-employment screening, and reviewing and updating operating procedures to ensure best practices and compliance with all regulations.

Responsibilities:

- Monitor regulatory changes and ensure that the Company is in compliance and up to date.
- Conduct quarterly audits to ensure that operations are compliant with all applicable laws and regulations.
- Manage communications with regulators.
- Review and update operating procedures with appropriate division head to ensure best practices and compliance.
- Conduct background checks on new hires and conduct pre-employment screening.
- Handle all HR matters including disciplinary matters involving Team Members.
- Review quality control testing before production lots are released.
- Ensure that regulatory filings are prepared accurately and submitted in a timely manner.
- Review legal documents (contracts, agreements, etc.) and work with outside councilor to resolve any legal problems.
- Provide compliance training for new Team Members and annual compliance training to all Team Members.

Qualifications/Experience:

- At least 7-10 years of compliance or compliance-related experience, ideally with experience in the cannabis industry, banking industry or other heavily regulated area.
- JD preferred although relevant experience is highly regarded.
- Knowledgeable on regulations related to the Massachusetts Medical / Adult-use cannabis Program.
- Candidate must be proactive, extremely detail oriented and highly organized.
- Candidate must have excellent oral and written communication skills and the ability to communicate with a range of people, within and outside of the Company (i.e. regulators).

Chief Financial Officer (Reports to CEO)

The Chief Financial Officer is responsible for managing the finances of the Company including preparing financial statements, managing cash/cash flow, and supporting the CEO in evaluating investment opportunities.

Responsibilities:

- Responsible for the company's financial statements, general ledger, cost accounting, payroll, accounts payable, accounts receivable, budgeting, tax compliance, and various special analyses.
- Research and analyze the return profiles of capital allocation opportunities.
- Work with outside accountants to prepare tax returns and manage tax expenses.
- Setup financial infrastructure and work with auditors/consultants to ensure the appropriate controls are in place. Review at least annually the financial controls and update processes/systems to ensure the necessary controls are in place.
- Manage and cultivate banking relationships. Continually assess access to capital.
- Work with executive team to prepare annual budgets and projections.
- Implement a process to record transactions by department and compare costs incurred to budget and performance analysis of profit centers.
- Perform cash projections to effectively manage cash balances and maximize the return on any excess cash balances.

Qualifications/Experience:

- Bachelor's Degree preferably in business or finance.
- Experience managing the financial operations at medical / Adult-use cannabis or healthcare business a plus.
- Experience working as a CFO or Controller in a comparable industry.
- Knowledgeable on regulations related to the Massachusetts Medical / Adult-use cannabis Program.
- Organized and detail oriented.

Inventory & Operations Manager (Reports to COO)

The Inventory & Operations Manager is responsible for monitoring inventory levels at the dispensaries to reduce shrink, improve sales and profitability and working with management to resolve any inventory discrepancies and process inefficiencies.

Responsibilities:

- Conduct daily inventory checks using Company software and reporting system and working with the Dispensary Managers and executive team to reconcile any discrepancies. Conducting weekly on-site inventory audits of the dispensaries.
- Manage seed-to-sale tracking system (Leaf Logix) which includes entering/deleting product information and managing Team Member access to the inventory and point-of-sales system.
- Work with the CCO to ensure the operations are operating in compliance with all regulations and according to the Company's operating procedures.
- Run reports and generates analytics for management and Dispensary Managers to improve the operations and profitability of the business.
- Ensure that transport, disposal, and transfer manifests are completed and filed appropriately.
- Audit product data to ensure accuracy (especially pricing).
- Work with management to develop and refine systems and processes to minimize shrink and wastage and better manage working capital.
- Oversee waste management operations to ensure that product inventory disposed of in accordance with regulations.

Qualifications/Experience:

- Bachelor's Degree preferably in business or IT.
- Experience with Leaf Logix software is a must.
- Experience operating medical / Adult-use cannabis or healthcare business a plus.
- Knowledgeable on regulations related to the Massachusetts Medical / Adult-use cannabis Program.
- Organized and detail oriented.

Controller (Reports to CFO)

The Controller is responsible for assisting the CFO in managing the financial operations of the business. The Controller is responsible for maximizing return on financial assets by establishing financial policies, procedures, controls, and reporting systems.

Responsibilities:

- Assist the CFO in financial management activities.
- Guides financial decisions by establishing, monitoring, and enforcing policies and procedures.
- Establishing, monitoring, and enforcing internal controls to protect financial assets.
- Monitors and confirms financial condition by conducting audits; providing information to external auditors.
- Prepares budgets by establishing schedules; collecting, analyzing, and consolidating financial data; recommending plans.
- Ensures operation of financial systems by establishing preventive maintenance requirements and service contracts.

Qualifications/Experience:

- Bachelor's Degree preferably in business or finance.
- CFO or Controller experience.
- Experience operating medical / Adult-use cannabis or healthcare business a plus.
- Knowledgeable on regulations related to the Massachusetts Medical / Adult-use cannabis Program.
- Organized and detail oriented.

Dispensary Manager (Reports to COO)

A Dispensary Manager is responsible for managing the day-to-day operations for the dispensary including hiring, training, and managing dispensary staff, preparing budgets and managing the dispensary P&L.

Responsibilities:

- Maintains dispensary operations by adhering to and helping to improve upon company policies and procedures.
- Manages and inspires staff by recruiting, selecting, orienting, training, coaching, counseling, and issuing corrective action to Team Members; planning, monitoring, and appraising job results.
- Ensures the store is stocked, clean and in proper operational order, create and maintain budgets, and coordinate with and report to senior management, and work in close coordination with the Security staff.
- Completes store operational requirements by scheduling and assigning Team Members and following up on work results.
- Identifies current and future customer needs by establishing rapport with customers and other persons in a position to understand service requirements.
- Study product sales patterns and customer trends and reports to senior management to ensure appropriate inventory and production levels.
- Monitor operating and financial metrics to control costs and enhance dispensary profitability and customer care.
- Address customer needs and build long-term customer relationships which includes responding to calls or emails from customers requesting product, training, and general information.

Qualifications/Experience:

- High school diploma or GED required but Bachelor's Degree in hospitality preferred.
- Three to five years of experience in Retail or Hospitality Leadership and Management.
- Ability to work well under pressure and meet deadlines.
- Demonstrated leadership skills and ability to hire, train, and manage a large staff.
- Very organized and detail oriented.
- Passionate and knowledgeable about the Medical / Adult-use cannabis.

Assistant Dispensary Manager (Reports to Dispensary Manager)

Assist the Dispensary Manager in managing the day-to-day operations for the dispensary including training, monitoring inventory, ordering, and managing dispensary staff.

Responsibilities:

- Maintains dispensary operations by adhering to and helping to improve upon company policies and procedures.
- Manages and inspires staff by recruiting, selecting, orienting, training, coaching, counseling, and issuing corrective action to Team Members; planning, monitoring, and appraising job results.
- Ensures the store is stocked, clean and in proper operational order, create and maintain budgets, and coordinate with and report to senior management, and work in close coordination with the Security staff.
- Completes store operational requirements by scheduling and assigning Team Members and following up on work results.
- Identifies current and future customer needs by establishing rapport with customers and other persons in a position to understand service requirements.
- Address customer needs and build long-term customer relationships which includes responding to calls or emails from customers requesting product, training, and general information.

Qualifications/Experience:

- High school diploma or GED required but Bachelor's Degree in hospitality preferred.
- Three years of experience in Retail or Hospitality Leadership and Management.
- Ability to work well under pressure and meet deadlines.
- Demonstrated leadership skills and ability to hire, train, and manage a large staff.
- Very organized and detail oriented.
- Passionate and knowledgeable about the Medical / Adult-use cannabis.

Customer Service Team Member (Reports to Dispensary Manager/Assistant)

A Customer Service Team Member is responsible for educating consumers and assisting the product selection and purchase at the dispensary.

Responsibilities:

- Follow CCI Policies & Procedures for the daily operation of the dispensary and fully comply with state Adult-use cannabis regulations.
- Provide product expertise and knowledge to customers and explain the potential benefits of each various type and strain of cannabis, as well as methods of use.
- Answer customer questions and provide resources to assist in their use of Cannabis.
- Participate in the customer intake process, maintaining appropriate paperwork and customer records.
- Maintain privacy and confidentiality of sensitive customer information.
- Receive, prepare and complete customer orders and sales utilizing point-of-sale and record keeping system.
- Help to ensure the store is stocked, clean and in proper operational order.
- Work in close coordination with a team of other customer services Team Members.
- Model best-in-class service experience that consistently exceeds our customer's expectations during the sales / provisioning process.
- Identify unique needs of each individual customer by demonstrating compassion, empathy and sensitivity
- Interpreting current and future customer needs by establishing rapport with customers and other persons in a position to understand service requirements.
- Act as a liaison between customers and management to continually improve the customer experience.
- Immediately address any customer conflict or complaint and build long-term customer relationships and loyalty to our brand.
- Utilize the point of sale record keeping system to maintain and manage customer records and other important information.

Qualifications/Experience:

- Previous retail, hospitality or customer service experience preferred.
- Knowledge of basic computer skills, Point of Sale software and cash management is a plus.
- Ability to deal with problems and resolve in a professional manner.
- Must be able to accommodate scheduling expectations including some weekends, regular scheduled shift times, and applicable holidays.
- Outgoing, energetic, fun attitude and strong work ethic.
- Passionate and knowledgeable about Medical / Adult-use cannabis.

Head of Security (Reports to CEO)

The Head of Security is responsible for overseeing the day-to-day security operations of the business and update the security infrastructure to accommodate regulatory, operational, technological, and environmental changes.

Responsibilities:

- Responsible for hiring, training, and managing the Security Specialists.
- Maintain safe and secure environment for customers and Team Members.
- Secure premises and personnel by patrolling property; monitoring surveillance equipment; inspecting buildings, equipment, and access points; permitting entry to only authorized staff and permitted visitors.
- Review and analyze security related incident reports; investigate and resolve all false alarms.
- Address, resolve and report security breaches.
- Prevents losses and damage by reporting irregularities; informing violators of policy and procedures.
- Oversee in product and cash transport.
- Review and update security operating procedures as necessary.
- Research best-practices and technologies and make security recommendations to management to keep the Company up-to-date on security best practices.
- Conduct annual security training to all Team Members and provide security training for any new Team Members.

Qualifications/Experience:

- Ten years of experience in government security, corrections, or law enforcement.
- Previous experience in the cannabis industry or controlled substances a plus.
- Excellent verbal communication and human relation skills.
- Very organized and detail oriented.
- Passionate about the importance of Medical / Adult-use cannabis.

Security Specialist (Reports to Head of Security)

The Security Specialist is responsible for the day-to-day security needs at the assigned facility.

Responsibilities:

- Maintain safe and secure environment for customers and Team Members.
- Secure premises and personnel by patrolling property; monitoring surveillance equipment; inspecting buildings, equipment, and access points; permitting entry to only authorized staff and permitted visitors.
- Review and analyze security related incident reports; investigate and resolve all false alarms.
- Address, resolve and report security breaches.
- Prevents losses and damage by reporting irregularities; informing violators of policy and procedures.
- Assist in product and cash transport.
- Required to work flexible hours, including weekends, as assigned by the Head of Security to provide maximum security coverage.

Qualifications/Experience:

- Two years of experience in security for a governmental or private organization preferred.
- Previous experience in investigation and safety and security of persons and property, preferably as a police officer or corrections officer.
- Excellent verbal communication and human relation skills.
- Very organized and detail oriented.
- Passionate about the importance of Medical / Adult-use cannabis.

Facility Maintenance (Reports To: Chief Operating Officer & Dispensary Manager)

Responsible for performing routine facility maintenance tasks. Performance of facility maintenance tasks in one or more fields (e.g. carpentry; electrical; heating, ventilation, and air conditioning; plumbing, etc.);

Responsibilities:

- Inspects buildings and equipment according to a pre-established checklist to ensure the facility and its systems are functional systems. Prepare recommendations for needed repairs and schedule repairs as necessary.
- Performs minor electrical maintenance to include but not be limited to replacement or repair of fixtures using appropriate hand, power and specialty tools.
- Performs minor plumbing maintenance (e.g. replacement or repair of leaks in drains and faucets).
- Performs minor painting, carpentry and masonry work (e.g. preparing surfaces and using brush, sprayer, or roller to apply paints, stains, and varnishes, hanging doors, fitting locks and handles, etc.).
- Reconfigures, installs, positions, and re-mounts modular offices and space (e.g. furniture, wall panels, work surfaces, storage bins, lighting, file cabinets, etc.) to accommodate user needs and maximize office space using various hand, power and specialty tools, dollies and hand trucks.
- Prepares the surfaces and paints various structures and equipment (e.g. walls, refrigerators, evaporative coolers, floors, roofs, doors, restroom facilities, etc.) to preserve wood and metal parts from corrosion and maintain a safe, comfortable working environment using various painting equipment and related tools (e.g. sprayers, rollers, brushes, thinners, etc.).
- Clean rooms, hallways, lobbies, lounges, rest rooms, corridors, elevators, stairways, parking lots, and other work areas.
- Order parts and maintain required documents.
- Performs other work related duties as assigned.

Qualifications:

- High school degree or equivalent.
- Three to five years working experience in facility maintenance.
- Understanding of electrical, HVAC, plumbing and carpentry.
- Strong communication and interpersonal skills.
- Ability to understand and follow directions as given and work with minimal supervision.
- Ability to push minimum 100 pounds and lift minimum 50 pounds.
- Ability to climb ladder and step ladder.
- Bending at the waist, sitting, kneeling, laying horizontally, climbing, walking, etc., as job may require.



Cannabis Connection, Inc

40 Westfield Industrial Park
Westfield, MA 01085

August 21, 2019

QUALITY CONTROL AND TESTING

Testing of Marijuana and Marijuana Products

CCI will only obtain pre-packaged marijuana and marijuana products from Approved Vendors holding a current license to produce such products from the CCC. CCI will not accept delivery of any products without a valid test certificates issued by a CCC licensed, independent testing facility. CCI will verify such test results as part of the process of entering such products into our inventory. Any discrepancies discovered in the verification process will be addressed and appropriate action and/or reporting to the CCC will be performed.

Marijuana and Product Handling

CCI will instill a culture dedicated to sanitation, safety, and quality assurance in the pursuit of providing consumers with the best quality marijuana. CCI will ensure staff are maintaining the facility and providing a safe, hygienic atmosphere to meet customer's needs. Quality control protocols ensure that best management practices are continually adhered to and that good communication persists among and between all employees. CCI will enforce quality centric SOP's through reoccurring and randomly performed quality control inspections throughout the facility. Every employee will be trained on quality control responsibilities and will be expected to uphold CCI's strict quality control standards in every aspect of their position.

PLEASE NOTE, CCI will not handle or process any marijuana or marijuana products. All inventory shall arrive at our establishment, pre-packaged and fully tested, in child proof packaging. Nevertheless, in the event that handling marijuana is required, the following protocols shall be followed:

- All agents whose job includes contact with marijuana is subject to the requirements for food handlers specified in 105 CMR 300.000.
- Any agent working in direct contact with marijuana shall conform to sanitary practices while on duty, including:
 - o Maintaining adequate personal cleanliness; and
 - o Washing hands appropriately. 935 CMR 500.105(3)
- Hand-washing facilities shall be located in production areas and where good sanitary practices require employees to wash and sanitize their hands. 935 CMR 500.105(3)
- There shall be sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations. 935 CMR 500.105(3)
- Litter and waste shall be properly removed so as to minimize the development of odor and the potential for the waste attracting and harboring pests. 935 CMR 500.105(3) & (12)

- Floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair. 935 CMR 500.105(3)
- All contact surfaces, shall be maintained, cleaned, and sanitized as frequently as necessary to protect against contamination. 935 CMR 500.105(3).
- All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana. 935 CMR 500.105(3)
- Water supply shall be sufficient for necessary operations. 935 CMR 500.105(3)
- Plumbing shall be of adequate size and design and maintained to carry sufficient quantities of water to required locations throughout the establishment. 935 CMR 500.105(3)
- The establishment shall provide its employees with adequate, readily accessible toilet facilities. 935 CMR 500.105(3)
- Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical, and microbial contamination. 935 CMR 500.105(3)
- The establishment shall notify the Commission within 72 hours of any laboratory testing results indicating contamination if contamination cannot be remediated and disposal of the production batch is necessary. 935 CMR 500.160(2)



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RECORD KEEPING PROCEDURES

CCI will implement a recordkeeping plan that adheres to all the requirements set forth in Massachusetts regulations. CCI will maintain copies at the facility of all required books, records, papers, documents, data, or other physical or electronic information necessary to fully account for each transaction conducted under its license. All records will be retained by CCI for the current year and at least the six preceding calendar years. Records will be made available to the CCC and authorized law enforcement upon request.

Record Retention

To ensure no loss of critical data, CCI will contract with a third-party vendor to design and install a customized system that includes data retention and back-up for all critical electronic records. Electronic information will be stored both on site in short term storage, and further backed up at a secure offsite facility, creating maximum redundancy and long-term data security.

Records will be maintained and stored to ensure that locating information can be accomplished by anyone with appropriate authorization and that documents are easily accessible for investigative purposes.

CCI's records will remain available for inspection by the CCC, upon request. Written records that are required and will be available for inspection include, but are not necessarily limited to, all records required in 935 CMR 500.105(9).

All physical records will be kept in a locked file cabinet in a secure, limited access area with access granted only to CCI's designated employees. These records will be scanned prior to being placed in the secure storage area.

All electronic records will be stored both onsite and offsite. Onsite records storage may include electronic media that is backed up daily on a secure server. The secure server will be physically located in a limited access room on the premises. In general, on site backup storage will include at least three years of historical data. Remote data storage will include data records that are at least one year and older. Sensitive files may be password protected or stored in a password protected file storage system.

Any electronic storage system used by CCI will:

- Guarantee the confidentiality of the information stored within,
- Provide safeguards against erasures and unauthorized changes in data after the information has been entered,

- Be able to place a litigation hold or enforce a records retention hold for purposes of conducting an investigation or in relation to ongoing litigation, and
- Be reconstructable in the event of a computer malfunction or accident resulting in the destruction of the data bank.

Company files will never be stored in public internet spaces, including unsecured file storage sites. Emailing sensitive data files to anyone outside the company will be strictly prohibited without the permission of the GM. Customer-specific transaction data and contact information, including email addresses, will not be shared with any third-party without customer's consent.

Standard Operating Procedures

CCI will implement a compliant SOP document system to operate in a consistent format across all divisions of the company for maximum organization, control, and ease of training and use.

Inventory Recordkeeping

METRC along with our POS system, will provide real-time seed-to-sale tracking and accountability for all inventory in the facility. Accountability within the system will include transaction level data that records every employee interaction with inventory. This includes every inventory movement within the facility. Every action will appear on the inventory history detail record with the associated time/date, user credentials, actions performed, and the status change details. All seed-to-sale tracking records required by 935 CMR 500.105(8)(e) shall be retained as long as the CCC requires. All records related to disposal of waste shall be retained for at least 3 years. Further details on the content of our inventory records can be found in our Inventory Plan

Storage Related Records

CCI will confirm that storage area environments are consistently maintained at the correct temperature and humidity and in a sanitary condition. We will also track chain-of-custody, inventory quantities, and important product dates such as date of receipt, production date, and use-by date. Further details on the content of our storage records can be found in our Storage Plan.

Security and Surveillance Records

CCI will maintain professionally-monitored security alarm and video surveillance systems; all records related to the alarm system, monitoring, and activity will be provided to the CCC upon request. CCI will retain a record of all inspections, servicing, alterations, or upgrades to the security systems. Further details on the content of our security records can be found in our Security Plan.

Incident Reporting Records

Any security incident reportable under 935 CMR 110(7) will be maintained for no less than one year or the duration of an open investigation, whichever is longer, and will be made available to the CCC and law enforcement authorities upon request.

Visitor Logs

A facility Visitor Log will be filled out any time an authorized visitor is escorted into the facility. Every visitor will be required to provide personal and company (or agency) identification in order to receive a numbered visitor's badge. The Visitor Log will be available for inspection at all times and include:

- Name,
- Date and time in,
- Purpose for the visit,
- Employee or visitor ID badge number,
- Areas of the facility and personnel visited,
- Name of employee escorting visitor,
- Visitor signature, and
- Sign-out time.

Business Records

CCI will maintain all financial records following generally accepted accounting principles. Transaction information regarding the sale, transfer, transport, or disposal of marijuana will also be logged in METRC, supplementing and reinforcing the information reflected in CCI's sales records. Such records shall include the following:

- Assets and liabilities;
- Monetary transactions;
- Books of accounts;
- Sales records; and
- Salary and wages paid to each employee.

Further details on the content of our financial records can be found in our Plan for Maintaining Financial Records.

Personnel Records

CCI will maintain accurate personnel records by creating a dedicated employee file for every new hire. These records will be maintained for at least 12 months after termination of an employee's affiliation with the facility. CCI will maintain records on every employee documenting their responsible vendor training program compliance for four years and will make them available to inspection by the CCC and any other applicable licensing authority upon request during normal business hours. Such personnel records shall include the following:

- Job descriptions for each agent;
- A personnel record for each agent;
- A staffing plan that will demonstrate accessible business hours and safe cultivation conditions;
- Personnel policies and procedures; and
- All background check reports obtained in accordance with 935 CMR 500.030.

Further details on the content of our personnel records can be found in our Personnel Policy Plan.



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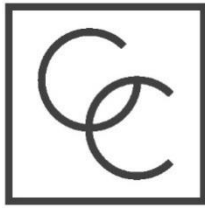
RESTRICTING ACCESS TO AGE 21 AND OLDER

Upon an individual entering CCI's facility, a CCI agent shall immediately inspect the individual's proof of identification and determine that the individual is 21 years of age or older. Employees will receive TIPS training to ensure that they are able to identify valid identification. CCI will only accept valid government identification such as state drivers' licenses and/or passports. Moreover, CCI will utilize 3M identification card scanners to verify the authenticity of the person's identification. If identification cannot be verified and authenticated, then patrons will not be allowed access to the facility.

No individual will be permitted beyond the secure entryway until their age has been verified. The door leading from the secure entryway to the sales floor must be unlocked remotely by the receptionist, and will automatically re-lock upon closure or after 5 seconds elapses without opening the door.

The main entrance will be staffed by a receptionist during all hours of operation and all doors will be monitored at all times by security.

There will be no public access, regardless of age, to any other exterior door of the facility. These doors will be secured by electronic locking mechanisms activated by key card and/or keypad and will be under constant video surveillance, as described in our security plan.



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PLAN TO POSITIVELY IMPACT DISPROPORTIONATELY IMPACTED COMMUNITIES

As a self-funded, startup company, CCI will initially be limited in our ability to provide financial support to disproportionately impacted areas and will not have the real-world experience in the cannabis industry to competently mentor individuals from such areas. Once we become operational, are generating income and have gained experience, CCI will annually review this plan and develop Goals, Programs and Measurements that are reasonably achievable and will most effectively support positive impacts to these areas and individuals. Until that time, we believe that the following plan satisfies the requirements of 935 CMR 500.101(1)(a)(11) and will provide the most positive impact that we can reasonably expect to accomplish in our first year of operations.

EMPLOYMENT:

GOALS:

CCI will positively impact disproportionately impacted areas by actively seeking candidates for employment from such areas and giving such candidates priority in gaining employment. Our goal is to hire at least 30% of our employees from such areas.

PROGRAMS:

CCI currently plans to hire approximately 30 employees with positions in leadership, management, security, and retail. Positions range from hourly to salary and include competitive pay benefits. CCI will implement a hiring process which gives individuals from disproportionately impacted areas, including but not limited to West Springfield, Holyoke & those areas in Springfield that the CCC has identified as disproportionately impacted, priority in gaining employment. We will post employment opportunities in newspapers in those areas, including the West Springfield Record, the Holyoke Sun and the Springfield Republican, at least monthly until we are fully staffed and as needed thereafter. Employment website postings will include a notice to applicants that we are seeking individuals from such areas. Individuals who apply for employment, residing in such areas will be offered positions prior to other applicants with similar qualifications until we reach our goal and thereafter as needed to maintain our goal.

MEASUREMENTS:

To ensure that CCI has fulfilled its commitment to helping areas that have been disproportionately impacted, we will review actual employment statistics at CCI within one year of being granted a provisional license to ensure we are achieving our goal of hiring at least 30% of all employees from disproportionately impacted areas. Thereafter we will annually review and make recommendations to the Board of Directors on ways to improve the plan at the end of each fiscal year (October 31).

AFFIRMATIONS:

- CCI acknowledges, is aware, and will adhere to, the requirements set forth in 935 CMR 500.105(4) which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment; and
- Any actions taken, or programs instituted, will not violate the Commission's regulations with respect to limitations on ownership or control or other applicable state laws.