

CARP LAW OFFICES, LLC

540 VFW PARKWAY, SUITE 7, WEST ROXBURY, MA 02132

June 1, 2017

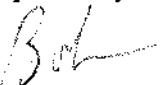
The Commonwealth of Massachusetts
Medical Use of Marijuana Program
RMD Applications
99 Chauncy Street 11th Floor
Attn: Eric Sheehan, J.D.
Boston, MA 02111

Dear Mr. Sheehan,

Enclosed please find the RMD application for Calosia, Inc. The members are Israeli, and their banking information is partly in Hebrew, and partly in English.

For your use, the Israeli form of currency is called the "New Israeli Shekel" which is shortened to "NIS". Yair Sigal is the sole owner of the Herbert on the Sea Development Corporation, LTD., which has a balance of 4,060,456.15 NIS, which translated in today's currency spot markets, would equal \$1,147,679.08.

Respectfully submitted,


Robert H. Carp

RECEIVED
JUN - 1 2017
MASSACHUSETTS
DEPARTMENT OF
REVENUE
866-723-8737



William Francis Galvin
Secretary of the
Commonwealth

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

Date: May 11, 2017

To Whom It May Concern :

I hereby certify that

CALOSIA, INC.

appears by the records of this office to have been incorporated under the General Laws of this
Commonwealth on **May 08, 2017** (Chapter 180).

I also certify that so far as appears of record here, said corporation still has legal existence.



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

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 17050246360

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

Processed by:



The Commonwealth of Massachusetts
Executive Office of Health and Human Services
Department of Public Health
Bureau of Health Care Safety and Quality
Medical Use of Marijuana Program
99 Chauncy Street, 11th Floor, Boston, MA 02111

CHARLES D. BAKER
Governor

KARYN E. POLITO
Lieutenant Governor

MARYLOU SUDDERS
Secretary

MONICA BHAREL, MD, MPH
Commissioner

Tel: 617-660-5370
www.mass.gov/medicalmarijuana

APPLICATION OF INTENT
Request for a Certificate of Registration to
Operate a Registered Marijuana Dispensary

INSTRUCTIONS

This application form is to be completed by any non-profit corporation that wishes to apply for a Certificate of Registration to operate a Registered Marijuana Dispensary ("RMD") in Massachusetts.

If seeking a Certificate of Registration for more than one RMD, the applicant non-profit corporation ("Corporation") must submit a separate *Application of Intent*, all required attachments, and an application fee for each proposed RMD. Please identify each application of multiple applications by designating it as Application 1, 2 or 3 in the header of each application page. Please note that no executive, member, or any entity owned or controlled by such an executive or member, may directly or indirectly control more than three RMDs.

However, even if submitting an *Application of Intent* for more than one RMD, an applicant need only submit one *Character and Competency form* for each required individual.

Unless indicated otherwise, all responses must be typed into the application forms. Handwritten responses will not be accepted. Please note that character limits include spaces.

Attachments should be labelled or marked so as to identify the question to which it relates.

Each submitted application must be a complete, collated response, printed single-sided, and secured with a binder clip (no ring binders, spiral binding, staples, or folders).

Mail or hand-deliver the *Application of Intent*, with all required attachments, the \$1,500 application fee, and Remittance Form to:

Department of Public Health
Medical Use of Marijuana Program
RMD Applications
99 Chauncy Street, 11th Floor
Boston, MA 02111

Application fees are non-refundable and non-transferable.

REVIEW

Applications are reviewed in the order they are received.

After a completed application packet and fee is received by the Department of Public Health ("Department"), the Department will review the information and will contact the applicant if clarifications/updates to the submitted application materials are needed. The Department will notify the applicant whether they have met the standards necessary to be invited to submit a *Management and Operations Profile*.

If invited by the Department to submit a Management and Operations Profile, the applicant must submit the Management and Operations Profile within 45 days from the date of the invitation letter. An applicant must receive an invitation to submit a Siting Profile within 1 year after submitting a Management and Operations Profile.

PROVISIONAL CERTIFICATE OF REGISTRATION

An applicant must receive a Provisional Certificate of Registration within 1 year of the date of the invitation letter to submit a Siting Profile. If the applicant does not meet the application review deadlines, the application will be considered to have expired. Should the applicant wish to proceed with obtaining a Certificate of Registration, a new application must be submitted, beginning with an Application of Intent, together with the associated fee.

REGULATIONS

For complete information regarding registration of an RMD, please refer to 105 CMR 725.100.

It is the applicant's responsibility to ensure that all responses are consistent with the requirements of 105 CMR 725.000, et seq., and any requirements specified by the Department, as applicable.

PUBLIC RECORDS

Please note that all application responses, including all attachments, will be subject to release pursuant to a public records request, as redacted pursuant to the requirements at M.G.L. c. 4, § 7(26).

QUESTIONS

If additional information is needed regarding the RMD application process, please contact the Medical Use of Marijuana Program at 617-660-5370 or RMDapplication@state.ma.us.

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: RC

CHECKLIST

The forms and documents listed below must accompany each application, and be submitted as outlined above:

- ☐ A fully and properly completed *Application of Intent*, signed by an authorized signatory of the corporation
- ☐ A copy of the Corporation's *Certificate of Legal Existence* from the Massachusetts Secretary of State
- ☐ Financial account summary(ies) (as outlined in Section D)
- ☐ A bank or cashier's check made payable to the *Commonwealth of Massachusetts* for \$1,500.
- ☐ A completed *Remittance Form* (use template provided)
- ☐ A completed and signed *Character and Competency* form (use template provided) for each of the following actors:
 - Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; individual/entity responsible for marijuana for medical use cultivation operations; individual/entity responsible for the RMD security plan and security operations; each member of the Board of Directors; each Member of the Corporation, if any; and each person and entity known to date that is committed to contributing 5% or more of initial capital to operate the proposed RMD. For entities contributing initial capital to operate the proposed RMD, the *Character and Competency* Form must be completed and signed by the entity's Chief Executive Officer/Executive Director and President/Chair of the Board of Directors.

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: RC

SECTION A. APPLICANT INFORMATION

1. Calosia, Inc.
Legal name of Corporation
2. Yair Sigal
Name of Corporation's Chief Executive Officer
3. 540 VFW Parkway, Suite 7
West Roxbury, MA 02132

Address of Corporation (Street, City/Town, Zip Code)
4. Robert Carp
Applicant point of contact (name of person the Department should contact regarding this application)
5. 617-861-4529
Applicant point of contact's telephone number
6. rcarp@post.harvard.edu
Applicant point of contact's e-mail address
7. Number of applications: How many *Applications of Intent* do you intend to submit? 1

SECTION B. INCORPORATION

8. Attach a *Certificate of Legal Existence* from the Massachusetts Secretary of State, documenting that the applicant non-profit entity is incorporated as a non-profit in Massachusetts.

SECTION C. CHARACTER AND COMPETENCY

9. Attach a *Character and Competency* form (use template provided) for each of the following actors:
 - The Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; individual/entity responsible for marijuana for medical use cultivation operations; individual/entity responsible for the RMD security plan and security operations; each member of the Board of Directors; each Member of the Corporation, if any; and each person and entity known to date that is committed to contributing 5% or more of initial capital to operate the proposed RMD. For entities contributing initial capital to operate the proposed RMD, the *Character and Competency* Form must be completed and signed by the entity's Chief Executive Officer/Executive Director and President/Chair of the Board of Directors.


Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: RC

SECTION D. INITIAL CAPITAL REQUIREMENT

Describe the sources, types, and amounts of required initial capital in the table below, showing that the Corporation has at least \$500,000 in its control and available for this *Application of Intent* and at least \$400,000 in its control and available for each additional *Application of Intent*, if any, as evidenced by bank statements, lines of credit, or financial institution statements. Add more tables if needed.

If the required funds are being held in an account in the name of an individual or entity other than the Corporation, the individual or authorized signatory of the entity must provide their signature in the "Signature of Account Holder" column. Their signature below indicates that they are committing the amount of their funds identified in the table to the applicant.

In addition to completing this table, submit a **one-page** financial account summary for each account listed below documenting the available funds, dated no earlier than 30 days prior to the date the *Application of Intent* was submitted to the Department.

Name on Account	Financial Institution	Type of Account	Amount	Signature of Account Holder
Yair Sigal	Bank Leumi Tel Aviv, Israel	Foreign Currency Account	\$ 1,143,799.56	
-----	-----	TOTAL:	\$ 1,143,799.50	----

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: RC

ATTESTATIONS

Signed under the pains and penalties of perjury, I, the authorized signatory for the applicant non-profit corporation, agree and attest that all information included in this application is complete and accurate and that I have an ongoing obligation to submit updated information to the Department if the information presented within this application has changed.


Signature of Authorized Signatory

05/30/2017
Date Signed

Robert Carp

Print Name of Authorized Signatory

Attorney

Title of Authorized Signatory

I hereby attest that if the non-profit corporation is allowed to proceed to submit a *Management and Operations Profile*, the applicant non-profit corporation is prepared to pay a non-refundable application fee of \$30,000 and the cost of all required background checks, and comply with all *Management and Operations Profile* and *Siting Profile* requirements.


Signature of Authorized Signatory

05/30/2017
Date Signed

Robert Carp

Print Name of Authorized Signatory

Attorney

Title of Authorized Signatory

I hereby attest that I understand that registered marijuana dispensaries are required to conduct background investigations of proposed Dispensary Agents, that such background investigations are subject to the Department's inspection and review, and that the applicant non-profit corporation will not engage the services of a Dispensary Agent that has ever been convicted of a felony drug offense in Massachusetts, or a like violation of the laws of another state, the United States, or a military, territorial, or Indian tribal authority.


Signature of Authorized Signatory

05/30/2017
Date Signed

Robert Carp

Print Name of Authorized Signatory

Attorney

Title of Authorized Signatory

Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: RC

TEL AVIV MAIN BRANCH
CORPORATE DEPT.

19 HERZL STREET,
TEL AVIV, 6688405
TEL. 076-8858799
FAX . 076-8858506



05/01/2017

To : HERBERT ON THE SEA DEVELOPMENT CORPORATION LTD

Dear Sirs,

At your request we hereby confirm that you,
HERBERT ON THE SEA DEVELOPMENT CORPORATION LTD .

hold an ILS
and forigen currency
, with bank Leumi Le Israel B.M. Tel Aviv main branch No. 800,



Yours faithfully,

BANK LEUMI LE ISRAEL B.M.
TEL AVIV MAIN BRANCH
ISRAEL ROSENBERG
9896

Text	Whiteout
Image	Freehand
Link	Form Field
More	

תחנת קולות



TEL AVIV MAIN BRANCH
CORPORATE DEPT.

19 HERZL STREET,
TEL AVIV, 6688405
TEL. 076-8858799
FAX . 075-8858506



05/01/2017

To : HERBERT ON THE SEA DEVELOPMENT CORPORATION LTD

Dear Sirs,

At your request we hereby confirm that you,
HERBERT ON THE SEA DEVELOPMENT CORPORATION LTD,
Registration No. [redacted] hold an ILS account, [redacted]
and forigen currency account, No [redacted]
, with bank Leumi Le Israel B.M. Tel Aviv main branch No. 800,



Yours faithfully,

BANK LEUMI LE ISRAEL B.M.
TEL AVIV MAIN BRANCH
Handwritten signature
ISRAEL ROSENBERG
1995



בנק לאומי bank leumi

15/3/17

תאריך

אישור יתרות חשבון

לכבוד



רשמי מלא

הגם מתבכרים לאשר כי חשבתותיכם אמלנו, המעוררים מעתה, מדאים לסוף
יום 31/1/2017 יתרות של:



זכות/חובה

זכות/חובה

זכות/חובה

זכות/חובה

זכות/חובה

זכות/חובה

טל-ח

מחק את הבלוה מתאים זאת השחזת היקיות

בכבוד רב,

בנק לאומי לישראל בע"מ

מנכ"ל מנהל לשכת מ"ל
מסמך מס' 17/107

סניף

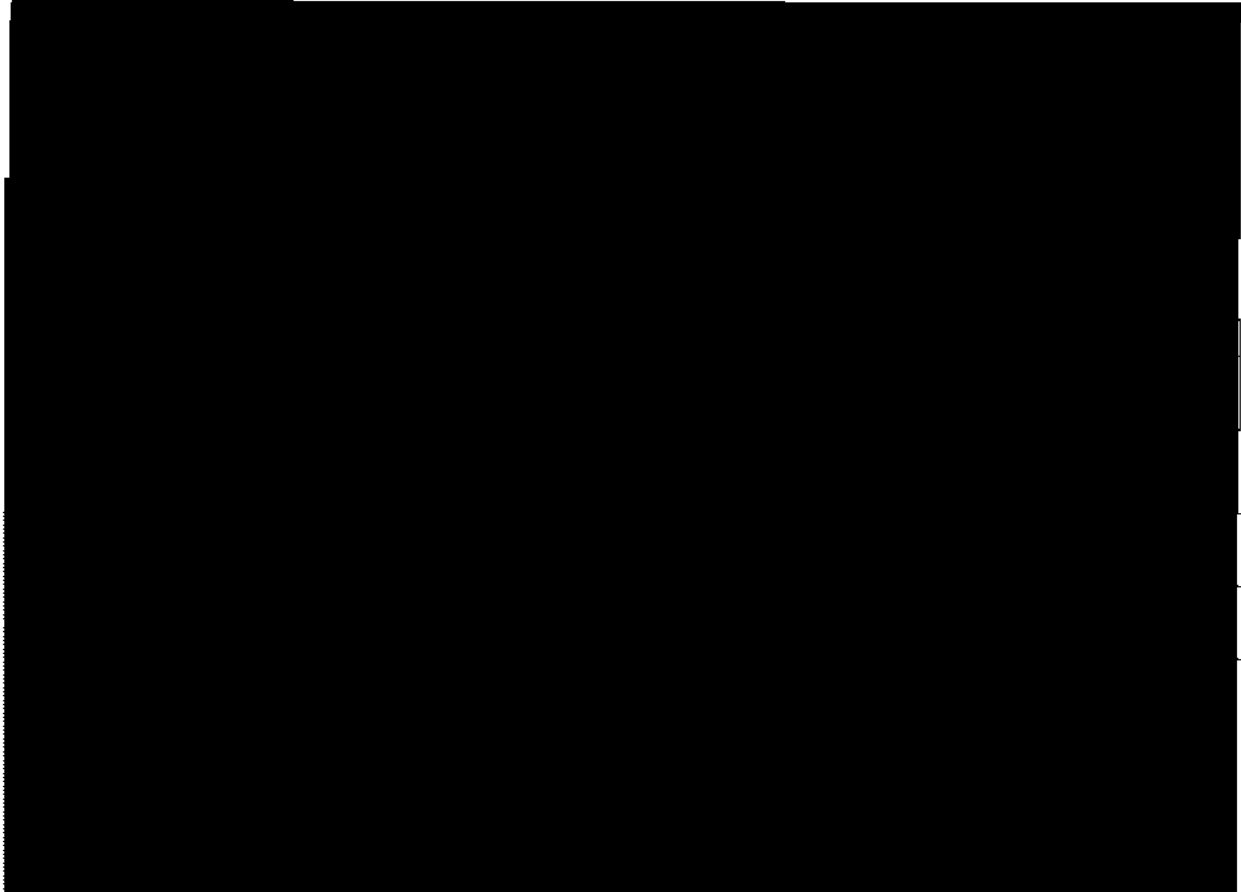
HERBERT ON THE SEA DEVELOPMENT CORPORATION LTD

Type of company	private company
Type limited	Limited
Date of registration	31/03/2011
Name of corporation	HERBERT ON THE SEA DEVELOPMENT CORPORATION LTD
Address of corporation	Derech Begin, 154, Tel Aviv-Jaffa, Israel z.c. 6492107, c/o Adv. Guy Neeman- Neeman, Tzipori, Keinan and Assoc. Adv. (Karden Building)
Governmental company	Non- Governmental company
Last annual report	Updated t on day 24/12/2015, received from corporation on day 27/12/2015
Corporation objectives	To deal with every lawful dealing
Total of registered capital	100,000,00 NIS

No prior names

The company has no annual fee debts for payment

Distribution of capital shares data



Form No.2- translation

Balance confirmation

date: 03/15/2017

To: Herbert on the sea development corporation LTD



Credit Balance: 4,060,456.15 NIS