

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 an entity that wishes to apply for a Certificate of Registration to operate a Registered Marijuana Dispensary ("RMD") in Massachusetts ("applicant").

If seeking a Certificate of Registration for more than one RMD, the applicant 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.

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 labeled or marked so as to identify the question to which it relates.

Each submitted application must be a complete, collated response, printed single-sided on 8 1/2" x 11" paper, 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.

Application 3 of 3 Ascend Mass, LLC
Name of Applicant Corporation _____

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 or updates to the submitted application materials are needed. The Department will notify the applicant whether it has 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, or the applicant must submit a new *Application of Intent* and fee in order to proceed in the application process. Applicants must receive an invitation from the Department to submit a *Siting Profile* within 1 year of the date of submission of the *Management and Operations Profile*.

PROVISIONAL CERTIFICATE OF REGISTRATION

Applicants must receive a Provisional Certificate of Registration from the Department within 1 year of the date of the invitation letter from the Department to submit a *Siting Profile*. If the applicant does not meet this deadline, 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, as well as materials posted on the Medical Use of Marijuana Program website: www.mass.gov/medicalmarijuana.

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.

Application 3 of 3 Name of Applicant Corporation Ascend Mass, LLC

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 applicant
- ☒ A completed *Remittance Form* (use template provided)
- ☒ A bank or cashier's check made payable to the *Commonwealth of Massachusetts* for \$1,500
- ☒ A copy of the applicant's *Certificate of Good Standing* (as outlined in Section B)
- ☒ Financial account summary(ies) (as outlined in Section D)

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: FP

Application 3 of 3 Name of Applicant Corporation Ascend Mass, LLC

SECTION A. APPLICANT INFORMATION

1. Ascend Mass, LLC
Legal name of Applicant Corporation
2. 137 Lewis Wharf, Boston, MA 02110
Mailing address of Applicant Corporation (Street, City/Town, Zip Code)
3. Francis Perullo
Applicant Corporation's point of contact (the person the Department should contact regarding this application)
4. (617) 721-5844
Point of contact's telephone number
5. frank@ascendmass.com
Point of contact's e-mail address
6. Number of applications: How many *Applications of Intent* does the applicant intend to submit?
3

SECTION B. INCORPORATION

1. Attach a copy of the applicant's *Certificate of Good Standing* from the Massachusetts Secretary of the Commonwealth. The *Certificate of Good Standing* must be dated no earlier than 90 days prior to the date of the *Application of Intent* is received by the Department.

SECTION C. INDIVIDUALS AND ENTITIES AFFILIATED WITH APPLICANT

List the full name, title(s) or role(s) at the applicant corporation, and date of birth (if an individual) of the following individuals and entities. Add more tables if needed:

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 individual performing onsite services on behalf of a contractor or consultant as Cultivation or Security Manager or the equivalent, if known during the application process; 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. If the applicant does not have a Chief Executive Officer, Chief Operating Officer, or Chief Financial Officer, it must identify the individuals performing the equivalent duties for the applicant.

For entities contributing 5% or more of initial capital to operate the proposed RMD, list the entity's Chief Executive Officer or Executive Director and President or Chair of the Board of Directors. If the entity does not have a Chief Executive Officer or Executive Director or President or Chair of the Board of Directors, identify the individuals performing the equivalent duties for the entity.

Full Name	Title(s)	Date of Birth
Andrea Cabral	Chief Executive Officer	
Francis Perullo	Chief Operating Officer	
Jason Stirling	Chief Cultivation & Product Officer	
Steve Rohlfing	Chief Financial Officer	
Brad Baker	Director of Security	
Abner Kurtin	Manager, Ascend Group Partners, LLC	
Ascend Group Partners, LLC	Capital Contributor	


Application 3 of 3 Name of Applicant Corporation Ascend Mass, LLC

SECTION D. INITIAL CAPITAL REQUIREMENT

Describe the sources, types, and amounts of required initial capital in the table below, showing that the applicant 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 applicant, 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. Please ensure that the financial account summary contains the name of the account holder, name of financial institution, and indicates the type of account (e.g., checking, savings, etc.).

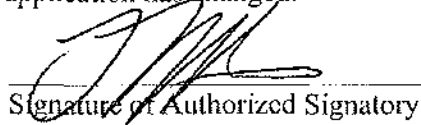
Name of Account Holder	Financial Institution	Type of Account	Amount	Signature of Account Holder
Ascend Group Partners, LLC	Century Bank	Checking	\$400,000.00	
			\$	
			\$	
			\$	
			\$	
			\$	
			\$	
-----	-----	-----	\$400,000.00 Total	----

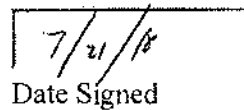
Information on this page has been reviewed by the applicant, and where provided by the applicant, is accurate and complete, as indicated by the initials of the authorized signatory here: FP

Application 3 of 3 Name of Applicant Corporation Ascend Mass, LLC

ATTESTATIONS

Signed under the pains and penalties of perjury, I, the authorized signatory for the applicant, 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.

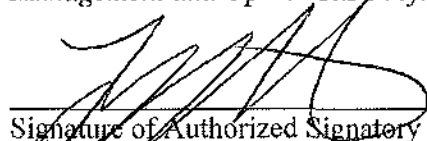

Signature of Authorized Signatory


Date Signed

Francis Perullo
Print Name of Authorized Signatory

Chief Operating Officer
Title of Authorized Signatory

I, the authorized signatory for the applicant, hereby attest that if the applicant is allowed to proceed to submit a *Management and Operations Profile*, the applicant 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

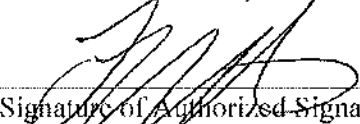

Date Signed

Francis Perullo
Print Name of Authorized Signatory

Chief Operating Officer
Title of Authorized Signatory

Application 3 of 3 Name of Applicant Corporation Ascend Mass, LLC

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 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

7/21/18
Date Signed

Francis Perullo
Print Name of Authorized Signatory

Chief Operating Officer
Title of Authorized Signatory



July 17, 2018

Ascend Group Partners LLC
16 Brook St.
Natick, MA 01760

Dear Sir or Madam:

This is to certify that the above mentioned customer has an established account with Century Bank.

The account information is listed below;



Current Balance \$2,339,950.00
Opened on: 06/01/2018

The accounts are active and in good standing.

Should you have any questions please contact me.

Sincerely,
Dara Delaney
Vice President & Branch Manager
Wellesley Branch
781-235-6500
781-235-6556 Fax
DDelaney@centurybank.com



William Francis Galvin
Secretary of the
Commonwealth

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

July 5, 2018

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

ASCEND MASS, LLC

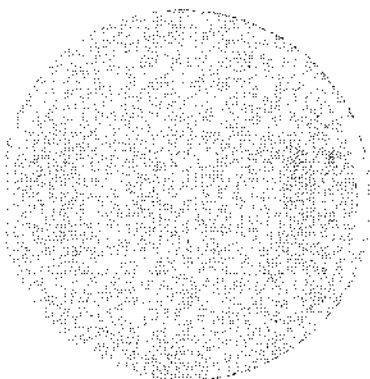
in accordance with the provisions of Massachusetts General Laws Chapter 156C on **May 1, 2018.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **ABNER KURTIN**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **ABNER KURTIN**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **ABNER KURTIN**



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