



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: 617-860-5370
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.

RECEIVED

JUN 29 2015

MA Dept of Public Health
99 Chauncy Street
Boston, MA 02111

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, or the applicant must submit a new *Application of Intent* and fee.

PROVISIONAL CERTIFICATE OF REGISTRATION

Applicants have one year from the date of the submission of the *Management and Operations Profile* to receive a Provisional Certificate of Registration. If an applicant does not receive a Provisional of Certificate of Registration after one year, the applicant must submit a new *Application of Intent* and 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

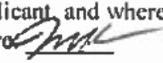
If additional information is needed regarding the RMD application process, please contact the Medical Use of Marijuana Program at 617-660-5370 or RMDapplication@state.ma.us.

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 

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.

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SECTION A. APPLICANT INFORMATION

1. Good Chemistry of Massachusetts, Inc.
Legal name of Corporation
2. Matthew J. Huron
Name of Corporation's Chief Executive Officer
3. 50 Congress Street, Suite 500
Boston, MA 02109
Address of Corporation (Street, City/Town, Zip Code)
4. Matthew J. Huron
Applicant point of contact (name of person the Department should contact regarding this application)
5. 415-254-6616
Applicant point of contact's telephone number
6. matt@goodchem.org
Applicant point of contact's e-mail address
7. Number of applications: How many *Applications of Intent* do you intend to submit? 3

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.

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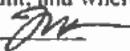
SECTION D. INITIAL CAPITAL REQUIREMENT

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
Sweetwater Partners, LLC Matthew Huron Keith Nuber	Partner Colorado Credit Union	Share Savings	\$ 400,036.72	
Sweetwater Partners, LLC Matthew Huron Keith Nuber	Partner Colorado Credit Union	Business Basic	\$ 75,853.32	
Sweetwater Partners, LLC DBA Good Chemistry	Champion Bank	Checking	\$ 70,516.78	
Keith T. Nuber	RBC Wealth Management	Investment	\$ 839,316.68	
-----	-----	TOTAL:	\$ 1,385,723.50	---

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P.O. Box 1346 | Arvada, CO 80001-1346
1.800.367.2474 | www.partnercoloradocu.org

SWEETWATER PARTNERS, LLC
1550 LARIMER ST # 296
DENVER CO 80202-1602

247-1020

Member Statement Page 1 of 10

Account Number: [REDACTED]
Statement Period: 05/01/15 - 05/31/15

Summary - All Accounts

Type	Beginning Balance	Ending Balance
[REDACTED]	[REDACTED]	400036.72
[REDACTED]	[REDACTED]	0.00
[REDACTED]	[REDACTED]	75853.32

Joint Owners: MATTHEW HURON,
KEITH NUBER



HANDPICKED FOR YOU...

SEE FOR YOURSELF.

We have one of the BEST rates around with a minimum \$500 deposit.

» PARTNER COLORADO	12 MONTH CD AT 0.76% APY*
» FirstBank	12 Month CD at 0.20% APY
» TCF Bank	12 Month CD at 0.20% APY
» Bank of the West	12 Month CD at 0.10% APY

Let us help you make your money grow! Call 303.422.6221 to open your CD today!

*Certain conditions and restrictions apply. Annual Percentage Yield (APY) shown is fixed for the 12-month term. At the time of maturity, the certificate will renew with the current advertised rate at that time. If the certificate is closed or a withdrawal is completed anytime prior to the maturity date, a 90-day penalty will be applied. This penalty charge could reduce earnings. IRA Certificates are also subject to these same penalties and may be subject to additional early withdrawal penalties. The rate comparisons shown in the chart above are from the Deposit Ranking Report published by Rate-Watch.com on 4/15/2015. Rates subject to change anytime without notice. Promotional rates are valid as of 05/04/15.

[REDACTED]

Date	Transaction Description	Withdrawal	Deposit	Balance
[REDACTED]	[REDACTED]			400019.73
[REDACTED]	[REDACTED]			400036.72
[REDACTED]	[REDACTED]			400036.72

Date	Transaction Description	Withdrawal	Deposit	Balance
[REDACTED]	[REDACTED]			0.00
[REDACTED]	[REDACTED]			0.00

Date	Transaction Description	Withdrawal	Deposit	Balance
[REDACTED]	[REDACTED]			83318.10
[REDACTED]	[REDACTED]			83341.29
[REDACTED]	[REDACTED]			83413.78
[REDACTED]	[REDACTED]			83558.49

CONTINUED ON PAGE 2



16790 Center Court • Parker, Colorado 80134 • Tel: 303-840-8484 • Fax: 303-840-6150
www.thechampionbank.com

0 SWEETWATER PARTNERS LLC
DBA GOOD CHEMISTRY
1550 LARIMER ST, #296
DENVER CO 80202

Statement Date: 5-29-15

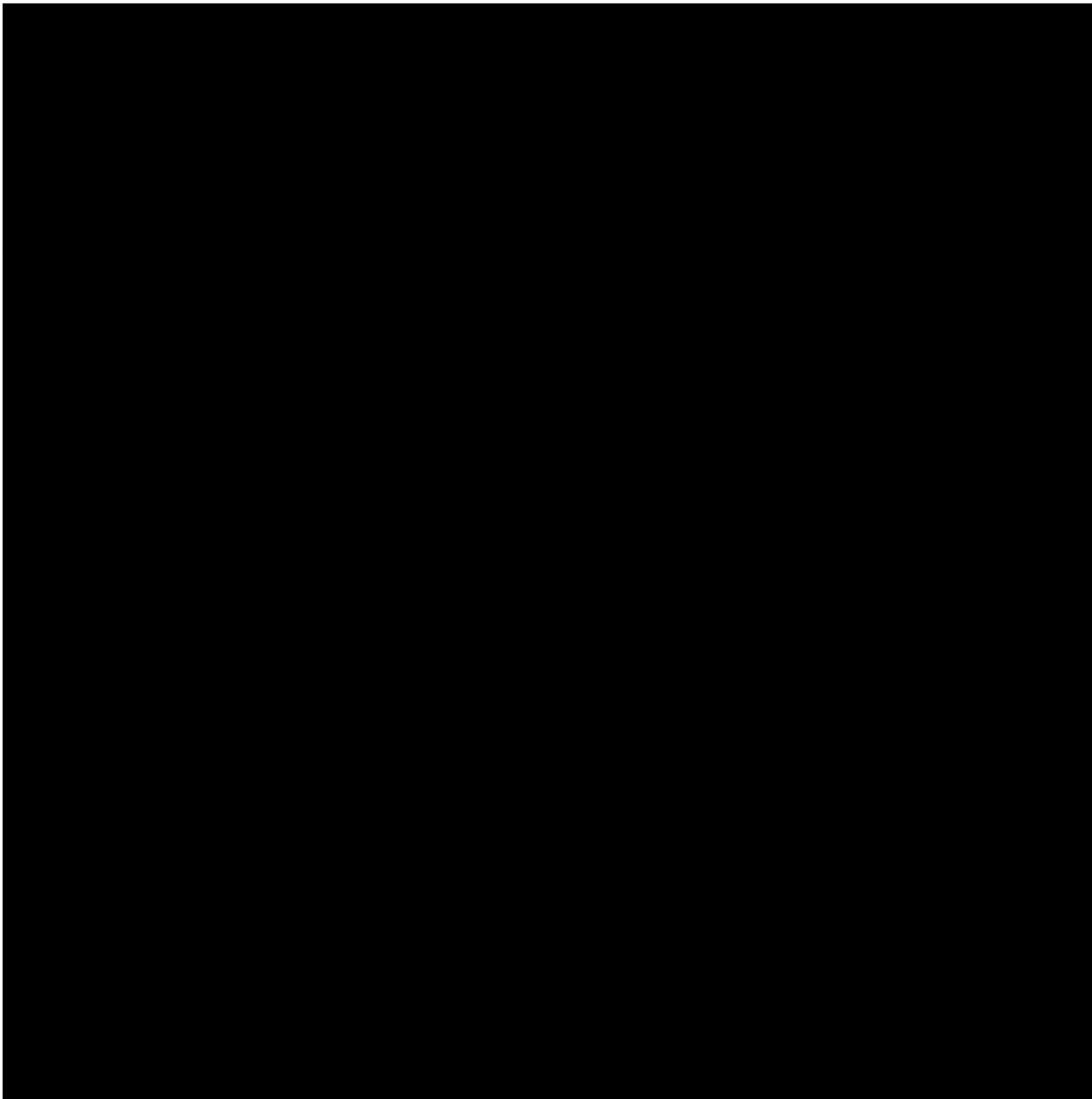
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Small Business Checking [REDACTED]
Date Last Statement: 4-30-15

6
44

Ending Balance: 70,516.78

Enclosures: 25





RBC Wealth Management

A Division of RBC Capital Markets, LLC Member NYSE/FINRA/SIPC



**INVESTMENT ACCESS
ACCOUNT STATEMENT
WITH RBC ADVISOR
MAY 1, 2015 - MAY 31, 2015**

Account number:
Page 1 of 7

KEITH T. NUBER

010DV
088

ACCOUNT VALUE SUMMARY

THIS PERIOD

THIS YEAR

Ending account value

\$839,316.68

\$839,316.68

YOUR INFORMATION

Individual Account

Your Financial Advisor

Alan Reifler
RBC Wealth Management
1801 California Street
Suite 3900
Denver CO 80202
Telephone: (303) 595-1119 or (800) 234-3703
Fax: (303) 595-1155
E-mail: alan.reifler@rbc.com
Web: www.rbcwm-usa.com

Branch Director: Daniel Ball
Telephone: (303) 595-1100 or (800) 234-3703

Complex Director

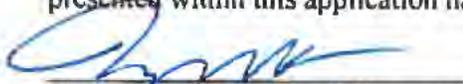
Daniel Ball
1801 California Street
Suite 3900
Denver CO 80202
Telephone: (303) 595-1100 or (800) 234-3703

YOUR PREMIER CLIENT MESSAGE BOARD

Whether you want to build, preserve, enjoy, or share your hard-earned wealth, we're here to help. For questions about your account, please contact your financial advisor, who will be happy to assist you.

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

06/17/15
Date Signed

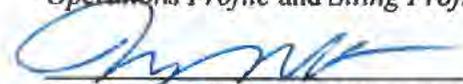
Matthew J. Huron

Print Name of Authorized Signatory

President, Chairman of the Board

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

06/17/15
Date Signed

Matthew J. Huron

Print Name of Authorized Signatory

President, Chairman of the Board

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

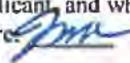
06/17/15
Date Signed

Matthew J. Huron

Print Name of Authorized Signatory

President, Chairman of the Board

Title of Authorized Signatory

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William Francis Galvin
Secretary of the
Commonwealth

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

Date: June 17, 2015

To Whom It May Concern :

I hereby certify that

GOOD CHEMISTRY OF MASSACHUSETTS, INC.

appears by the records of this office to have been incorporated under the General Laws of this
Commonwealth on August 09, 2013 (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: 15063822010

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

Processed by: hma