Alaska Entity #10253408

State of Alaska
Department of Commerce, Community, and Economic Development
Corporations, Business, and Professional Licensing

Certificate of Organization

The undersigned, as Commissioner of Commerce, Community, and Economic Development of the State of Alaska, hereby certifies that a duly signed and verified filing pursuant to the provisions of Alaska Statutes has been received in this office and has been found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Commerce, Community, and Economic Development, and by virtue of the authority vested in me by law, hereby issues this certificate to

Buffalo Chase LLC

IN TESTIMONY WHEREOF, I execute the certificate and affix the Great Seal of the State of Alaska effective **December 11, 2023**.

Julie Sande
Commissioner

AMCO Received 2.28.2024

AK Entity #: 10253408
Date Filed: 12/11/2023
State of Alaska, DCCED

FOR DIVISION USE ONLY

THE STATE of ALASKA

Department of Commerce, Community, and Economic Development
Division of Corporations, Business, and Professional Licensing
PO Box 110806, Juneau, AK 99811-0806
(907) 465-2550 • Email: corporations@alaska.gov
Website: corporations.alaska.gov

Articles of Organization

Domestic Limited Liability Company

Web-12/11/2023 1:26:37 PM

1 - Entity Name

Legal Name: Buffalo Chase LLC

2 - Purpose

Agricultural purposes and any lawful purpose

3 - NAICS Code

115116 - FARM MANAGEMENT SERVICES

4 - Registered Agent

Name: Casey Wilkins

Mailing Address: 20357 W. Susitna Parkway, Wasilla, AK 99654

Physical Address: 20357 W. Susitna Parkway, Wasilla, AK 99654

5 - Entity Addresses

Mailing Address: 20357 S. Susitna Parkway, Big Lake, AK 99654

Physical Address: 2521 E Mtn village dr B223, Wasilla, AK 99654

6 - Management

The limited liability company is managed by its members.

7 - Officials

Name	Address	% Owned	Titles
Breeman Ainsworth, JR			Organizer

Name of person completing this online application

This form is for use by the named entity only. Only persons who are authorized by the above Official(s) of the named entity may make changes to it. If you proceed to make changes to this form or any information on it, you will be certifying under penalty of perjury that you are authorized to make those changes, and that everything on the form is true and correct. In addition, persons who file documents with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor. Continuation means you have read this and understand it.

Name: breeman neal ainsworth

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Domestic Limited Liability Company

Initial Biennial Report

Entity Name: Buffalo Chase LLC

Entity Number: 10253408

Home Country: UNITED STATES

Home State/Prov.: ALASKA

Physical Address: 5600 N. Cunningham Road, Palmer, AK 99645

Mailing Address: 20357 S. SUSITNA PARKWAY, BIG LAKE, AK 99654

Registered Agent information cannot be changed on this form. Per Alaska Statutes, to update or change the Registered Agent information this entity must submit the Statement of Change form for this entity type along with its filing fee.

Name: Casey Wilkins

Physical Address: 20357 W. SUSITNA PARKWAY, WASILLA, AK 99654

Mailing Address: 20357 W. SUSITNA PARKWAY, WASILLA, AK 99654

Officials: The following is a complete list of officials who will be on record as a result of this filing.

- **Provide all officials and required information. Use only the titles provided.**
- **Mandatory Members:** this entity must have at least one (1) Member. A Member must own a %. In addition, this entity must provide all Members who own 5% or more of the entity. A Member may be an individual or another entity.
- **Manager:** If the entity is manager managed (per its articles or amendment) then there must be at least (1) Manager provided. A Manager may be a Member if the Manager also owns a % of the entity.

Full Legal Name	Complete Mailing Address	% Owned	Member
Casey Wilkins	20357 W. Susitna Parkway, Big Lake, AK 99652	51	X
Chase Mazzoli	20357 W. Susitna Parkway, Big Lake, AK 99623	49	X

If necessary, attach a list of additional officers on a separate 8.5 X 11 sheet of paper.

NAICS Code: 115116 - FARM MANAGEMENT SERVICES

New NAICS Code (optional):

This form is for use by the named entity only. Only persons who are authorized by the above Official(s) of the named entity may make changes to it. If you proceed to make changes to this form or any information on it, you will be certifying under penalty of perjury that you are authorized to make those changes, and that everything on the form is true and correct. In addition, persons who file documents with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor. Continuation means you have read this and understand it.

Name: breeman neal ainsworth

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AK Entity #: 10253408
Date Filed: 12/15/2023
State of Alaska, DCCED

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DEC 15 2023
CBPL
JUNEAU

THE STATE of ALASKA

Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing

Corporations Section
PO Box 110806, Juneau, AK 99811-0806
Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: *Corporations@Alaska.Gov*
Website: *Corporations.Alaska.Gov*

Entity: Address Change

All Entity Types

AS 10 and AS 32

This form is only to notify the Corporations Section of an entity's address change.

- File this form in-between biennial reports.
- Online filing is not available for this form; submit this form via fax or USPS Mail.
  Tip: If faxing, print a confirmation page from your fax machine that all pages were successfully faxed.

Separate notification is required for Registered Agent and/or Officials address changes to the Corporation Section.

Separate address change notification is required to the Business and Professional Licensing Sections:

- *BusinessLicense.Alaska.Gov* and submit form #08-4054.
- *ProfessionalLicense.Alaska.Gov* and submit form #08-4291.

Processing Time: Standard processing time from March-September is 10-15 business days. During heavy filing seasons, October-February, the processing time will be delayed.

PART I Payment of Fees

No Fee:	☒ Entity: Address Change Fee *There is no fee associated with this filing.*	**$0.00**

PART II Entity Information

Entity Name:	Buffalo Chase LLC
Alaska Entity Number:	10253408

PART III Entity Physical Address Change

	Street	City	State	Zip
Previous Physical Address:	5600 N. Cunningham Road, Palmer AK 99645			
New Physical Address:	4691 E. Crane Road, Wasilla AK 99654			

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AMCO Received 2.28.2024

PART IV Entity Mailing Address Change

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	P.O. Box or Street	City	State	Zip
Previous Mailing Address:	20357 S. Susitna Parkway	Big Lake	AK	99654
New Mailing Address:	2521 E. MTN Village Dr B385,	Wasilla,	AK	99654

PART V Registered Agent

☒ I understand that this form will only update this entity's business addresses on record and will not change the appointed Registered Agent or their addresses. If the Registered Agent and/or their addresses need to be updated, I will submit a separate *Statement of Change* form with its required $25 filing fee.

PART VI Signature

By my signature below, I declare under the penalty of perjury that the information provided on the application is true and correct to the best of my knowledge.

I further certify that by submitting this form I am an authorized official on record for this entity, or contractually authorized by the official(s) on record, to act on behalf of this entity regarding this matter.

Signature:	Casey Wilkins	**Date:**	12/13/2023
Printed Name:	Casey Wilkins	***Title:**	Member

**If signing on behalf of the entity, then identify signer's relationship and signing authority with the entity. For example: John Smith, President of XYZ Inc. the sole member of ABC LLC.*

IMPORTANT: Update Other Addresses on Record with this Division:

If the above previous addresses are also on record with any of the following then you must submit separate notification:

- **Business Licensing Section:** *BusinessLicense.Alaska.Gov*
  Business License Address Change: Submit form #08-4054.
- **Professional Licensing Section:** *ProfessionalLicense.Alaska.Gov*
  Professional License Address Change: Submit form #08-4291.

AMCO Received 2.28.2024

OPERATING AGREEMENT

This Operating Agreement ("Agreement") is made and entered into this 02/14/24 by and between the members of Buffalo Chase LLC DBA LBS (hereinafter referred to as the "Company").

SECTION 1.01 FORMATION OF THE COMPANY The Company has been formed as a State of Alaska limited liability company under the Alaska Law of Corporations and shall operate in accordance with the laws and regulations of the state.

SECTION 2.01 PURPOSE The purpose of the Company shall be managed and operated as a Farm Management and Cannabis Cultivation Facility with the purposes of cannabis production and distribution. These examples are not limits to the purposes and intent in business operations conducted by the Company.

SECTION 3.01 MEMBERS

a) The initial members of the Company are as follows:

- Casey Wilkins 51% ownership rights
- Chase Mazzoli 49% ownership rights

b) Each member's ownership interest in the Company shall be proportionate to their capital contributions unless otherwise agreed upon in writing.

SECTION 4.01 MANAGEMENT

a) The Company shall be managed by Member-Managed: The Company shall be managed by all members.

SECTION 5.01 PROFITS, LOSSES, AND DISTRIBUTIONS

a) Profits and losses of the Company shall be allocated among the members in proportion to their ownership interest, unless otherwise agreed upon in writing.

b) Distributions of profits shall be made to the members in accordance with their ownership interest.

SECTION 6.01 TRANSFER OF MEMBERSHIP INTEREST

a) A member may not transfer their membership interest without the written consent of all other members, unless otherwise provided for in this Agreement.

SECTION 7.01 DISSOLUTION The Company may be dissolved upon the occurrence of certain events specified in this Agreement or as permitted by law.

SECTION 7.02 VOLUNTARY DISSOLUTION The Company may be dissolved voluntarily by the

AMCO Received 2.28.2024

unanimous written consent of all members. In such cases, the members shall follow the procedures outlined in this Agreement and applicable state laws for the dissolution of a limited liability company.

SECTION 7.03 DISSOLUTION PROCESS

a) Upon dissolution, the members shall wind up the affairs of the Company in an orderly manner, pay off any outstanding debts, and liquidate the Company's assets.

b) The remaining assets, if any, shall be distributed among the members in proportion to their ownership interest, unless otherwise agreed upon in writing.

c) Any debts or liabilities of the Company shall be settled before making any distributions to the members.

SECTION 7.04 DISSOLUTION NOTICE Upon the decision to dissolve the Company, the members shall provide written notice to all known creditors and third parties who may have an interest in the Company's affairs.

SECTION 8.01 SEVERABILITY If any provision of this Operating Agreement is deemed invalid or unenforceable, the remaining provisions shall remain in full force and effect.

SECTION 9.01 NO OTHER REPRESENTATIONS The parties acknowledge that no other representations, promises, warranties, or guarantees, whether express or implied, have been made by either party, except as expressly set forth in the Agreement.

SECTION 10.01 MODIFICATIONS OR AMENDMENTS Any modifications, amendments, or changes to the Agreement shall be made in writing and duly executed by all parties to the Agreement. No oral modifications or amendments shall be valid or enforceable.

SECTION 11.01 WAIVER The failure of any party to enforce any provision of the Agreement shall not be construed as a waiver of such provision or the right to enforce it at a later time.

SECTION 12.01 BINDING EFFECT This Clause shall be binding upon and inure to the benefit of the parties to the Agreement and their respective successors, assigns, and legal representatives.

SECTION 13.01 GOVERNING LAW This Agreement shall be governed by and construed in accordance with the laws of the State of Alaska.

SECTION 14.01 ENTIRE AGREEMENT This Entire Agreement Clause is incorporated into the Operating Agreement of Buffalo Chase LLC, DBA LBS (the "Agreement") and governs the understanding and obligations of the parties with respect to the subject matter herein.

AMCO Received 2.28.2024

OPERATING AGREEMENT

IN WITNESS WHEREOF, the undersigned parties have executed this entire Agreement as of the date written above.

Member:

Print Casey Wilkins

Sign Casey Wilk

Date 2-14-24

Member:

Print CHASE MAZZOLI

Sign

Date 2-14-24

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