



Public Notice

Application for Marijuana Establishment License

License Number: 16991

License Status: Active-Operating

License Type: Marijuana Product Manufacturing Facility

Doing Business As: STONEY MOOSE KITCHENS

Business License Number: 1067162

Email Address: torsch2@gmail.com

Latitude, Longitude: 55.419302, -131.768818

Physical Address: 9737 Mud Bay Road, Suite 104
Ketchikan, AK 99901
UNITED STATES

Licensee #1

Type: Entity

Alaska Entity Number: 10039813

Alaska Entity Name: E & M Holdings, LLC

Phone Number: 907-617-8245

Email Address: akmark21@gmail.com

Mailing Address: 1027 Millar St.
Ketchikan, AK 99901
UNITED STATES

Entity Official #1

Type: Individual

Name: Mark Woodward

Phone Number: 907-617-8246

Email Address: akmark21@gmail.com

Mailing Address: 1027 Millar St.
Ketchikan, AK 99901
UNITED STATES

Entity Official #2

Type: Individual

Name: Eric Riemer

Phone Number: 907-617-7669

Email Address: torsch2@gmail.com

Mailing Address: 420 Front St.
Ketchikan, AK 99901
UNITED STATES

Entity Official #3

Type: Individual

Name: Kevin Johnson

Phone Number: 503-989-4084

Email Address: racervolley@gmail.com

Mailing Address: 3072 South Tongass Ave.
Ketchikan, AK 99901
UNITED STATES

Entity Official #4

Type: Individual

Name: Melissa Johnson

Phone Number: 503-989-4084

Email Address: racervolley@gmail.com

Mailing Address: 3072 South Tongass Ave.
Ketchikan, AK 99901
UNITED STATES

Entity Official #5

Type: Individual

Name: Madonna Hall

Phone Number: 239-980-3285

Email Address: scottmadonna23@gmail.com

Mailing Address: 229 Potter Rd.
Ketchikan, AK 99901
UNITED STATES

Entity Official #6

Type: Individual

Name: Allegra Machado

Phone Number: 907-209-4833

Email Address: allegra_machado@hotmail.com

Mailing Address: 833 Harris St.
Ketchikan, AK 99901
UNITED STATES

Entity Official #7

Type: Individual

Name: John Dempsey

Phone Number: 907-617-8246

Email Address: camp.brennan.bay@gmail.com

Mailing Address: PO Box 8854
Ketchikan, AK 99901
UNITED STATES

Entity Official #8**Type:** Individual**Name:** Bo Meredith**Phone Number:** 907-209-4833**Email Address:** allegra_machado@hotmail.com**Mailing Address:** 833 Harris St.
Ketchikan, AK 99901
UNITED STATES**Entity Official #9****Type:** Individual**Name:** Scott Hall**Phone Number:** 239-980-3285**Email Address:** scottmadonna23@gmail.com**Mailing Address:** 229 Potter Rd.
Ketchikan, AK 99901
UNITED STATES

Note: No affiliates entered for this license.

Interested persons may object to the application by submitting a written statement of reasons for the objection to their local government, the applicant, and the Alcohol & Marijuana Control Office (AMCO) not later than 30 days after the director has determined the application to be complete and has given written notice to the local government. Once an application is determined to be complete, the objection deadline and a copy of the application will be posted on AMCO's website at

<https://www.commerce.alaska.gov/web/amco>. Objections should be sent to AMCO at marijuana.licensing@alaska.gov or to 550 W 7th Ave, Suite 1600, Anchorage, AK 99501.

POSTING DATE _____

Alcohol & Marijuana Control Office

License Number: 16991

License Status: Active-Operating

License Type: Marijuana Product Manufacturing Facility

Doing Business As: STONEY MOOSE KITCHENS

Business License Number: 1067162

Designated Licensee: Mark Woodward

Email Address: akmark21@gmail.com

Local Government: Ketchikan Gateway Borough

Local Government 2:

Community Council:

Latitude, Longitude: 55.419302, -131.768818

Physical Address: 9737 Mud Bay Road, Suite 104
Ketchikan, AK 99901
UNITED STATES

Licensee #1

Type: Entity

Alaska Entity Number: 10039813

Alaska Entity Name: E & M Holdings, LLC

Phone Number: 907-617-8245

Email Address: akmark21@gmail.com

Mailing Address: 1027 Millar St.
Ketchikan, AK 99901
UNITED STATES

Entity Official #1

Type: Individual

Name: Mark Woodward

Phone Number: 907-617-8246

Email Address: akmark21@gmail.com

Mailing Address: 1027 Millar St.
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Entity Official #2

Type: Individual

Name: Eric Riemer

Phone Number: 907-617-7669

Email Address: torsch2@gmail.com

Mailing Address: 420 Front St.
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UNITED STATES

Entity Official #3

Type: Individual

Name: Kevin Johnson

Phone Number: 503-989-4084

Email Address: racervolley@gmail.com

Mailing Address: 3072 South Tongass Ave.
Ketchikan, AK 99901
UNITED STATES

Entity Official #4

Type: Individual

Name: Melissa Johnson

Phone Number: 503-989-4084

Email Address: racervolley@gmail.com

Mailing Address: 3072 South Tongass Ave.
Ketchikan, AK 99901
UNITED STATES

Entity Official #5

Type: Individual

Name: Madonna Hall

Phone Number: 239-980-3285

Email Address: scottmadonna23@gmail.com

Mailing Address: 229 Potter Rd.
Ketchikan, AK 99901
UNITED STATES

Entity Official #6**Type:** Individual**Name:** Allegra Machado

[REDACTED]

[REDACTED]

Phone Number: 907-209-4833**Email Address:** allegra_machado@hotmail.com**Mailing Address:** 833 Harris St.
Ketchikan, AK 99901
UNITED STATES**Entity Official #7****Type:** Individual**Name:** John Dempsey

[REDACTED]

[REDACTED]

Phone Number: 907-617-8246**Email Address:** camp.brennan.bay@gmail.com**Mailing Address:** PO Box 8854
Ketchikan, AK 99901
UNITED STATES**Entity Official #8****Type:** Individual**Name:** Bo Meredith

[REDACTED]

[REDACTED]

Phone Number: 907-209-4833**Email Address:** allegra_machado@hotmail.com**Mailing Address:** 833 Harris St.
Ketchikan, AK 99901
UNITED STATES**Entity Official #9****Type:** Individual**Name:** Scott Hall

[REDACTED]

[REDACTED]

Phone Number: 239-980-3285**Email Address:** scottmadonna23@gmail.com**Mailing Address:** 229 Potter Rd.
Ketchikan, AK 99901
UNITED STATES

Note: No affiliates entered for this license.

Notice of Violation

(3AAC 306.805)

This form, all information provided and responses are public documents per Alaska Public Records ACT AS 40.25

Date: 7/11/19

License #/Type: 16991 Marijuana Product Manufacturing Facilities

Licensee: Mark Woodward

Address: 9737 Mud Bay Rd, Ste 104 Ketchikan

DBA: Stoney Moose Kitchens

AMCO Case #: AM199129

This is a notice to you as licensee that an alleged violation has occurred. If the Marijuana Control Board decides to act against your license, under the provisions of AS 44.62.330 - AS 44.62.630 (Administrative Procedures Act) you will receive an Accusation and Notice of your right to an Administrative Hearing.

Note: This is not an accusation or a criminal complaint.

On 7/3/19 Peak Analytical received a sample of cherry vanilla gummy squares (Metr ID 0596) from Stoney Moose Kitchens for testing. The sample failed potency testing for being over 20% from the intended target. Peak Analytical informed Stoney Moose Kitchens of the failure. Stoney Moose Kitchens then informed Peak Analytical that they believed the sample they provided was not in fact random and homogeneous as it was poured from the last of the batch material, nor had it "set" properly prior to submission. Stoney Moose Kitchens then elected to have Peak Analytical retest a second sample from the same batch that they believed to be homogeneous and properly set. Stoney Moose Kitchens did not seek AMCO's approval prior to the retest.

This is a violation of 3 AAC 306.660 Failed Materials; Retests and 3 AAC 306.550 Required Laboratory Testing

3 AAC 306.805 provides that upon receipt of a Notice of Violation, a licensee may request to appear before the board and be heard regarding the Notice of Violation. The request must be made within ten days after receipt of the Notice of Violation. A licensee may respond, either orally or in writing to the Notice. 3 AAC 306.810 (2)(A)(B)(C) failed, within a reasonable time after receiving a notice of violation, to correct any defect that is the subject of the notice of violation of AS 17.8 or this chapter.

IT IS RECOMMENDED THAT YOU RESPOND IN WRITING TO DOCUMENT YOUR RESPONSE FOR THE MARIJUANA CONTROL BOARD.

***Please send your response to the address below and include your marijuana license number in your response.**

Alcohol & Marijuana Control Office
ATTN: Enforcement
550 W. 7th Ave, Suite 1600
Anchorage, Alaska 99501
amco.enforcement@alaska.gov

Issuing Investigator: J. Bankowski

Received by:

SIGNATURE:

SIGNATURE:



Delivered VIA: Email

Date: 7/11/19

Letter of Explanation for 2019 Notice of Violation

MJ-20 supplemental written explanation

FOR: Stoney Moose Kitchens #16991

In 2019 Stoney Moose Kitchens Received a Notice of Violation for retesting a production batch without first receiving an approved MJ-22a from the office of the AMCO director. Stoney Moose Kitchens did submit an MJ-22a, but did not wait for director approval before submitting samples for another test. No fine has been levied.

Violates 3 AAC 306.660, Failed Materials; Retests and 3 AAC 306.550 Required Laboratory Testing



Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

What is this form?

This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Eric Riemer
Title:	Managing Member/Authorized Agent

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have not been convicted of any criminal charge in the previous two calendar years.

I certify that I have not committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

I certify that a notice of violation has not been issued to this license between July 1, 2019 and June 30, 2020.

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).



Section 4 - Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

ER

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

ER

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

ER

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

ER

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

ER

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

ER

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

ER

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

[Signature of Eric Riemer]

Signature of licensee

[Signature of Emily Dell]

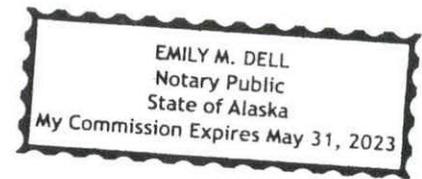
Notary Public in and for the State of Alaska

Eric Riemer

Printed name of licensee

My commission expires: May 31, 2023

Subscribed and sworn to before me this 17 day of July, 2020.





Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

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This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Mark Woodward
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have **not** been convicted of any criminal charge in the previous two calendar years.

MW

I certify that I have **not** committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

MW

I certify that a notice of violation has **not** been issued to this license between July 1, 2019 and June 30, 2020.

--

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).

MW



Form MJ-20: Renewal Application Certifications

Section 4 – Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

MW

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

MW

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

MW

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

MW

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

MW

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

MW

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

MW

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

Signature of licensee

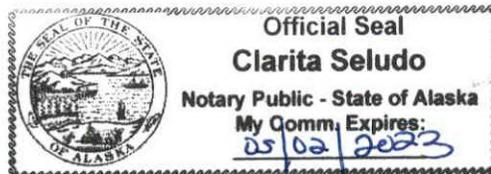
Notary Public in and for the State of Alaska

Mark Woodward

Printed name of licensee

My commission expires: 05/02/2023

Subscribed and sworn to before me this 7 day of July, 2020





Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

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This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Melissa Johnson
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have not been convicted of any criminal charge in the previous two calendar years.

I certify that I have not committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

I certify that a notice of violation has not been issued to this license between July 1, 2019 and June 30, 2020.

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).



Form MJ-20: Renewal Application Certifications

Section 4 – Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

MB

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

MB

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

MB

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

MB

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

MB

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

MB

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

MB

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

Melissa R. Brooks-Johnson
Signature of licensee

Kerin Crews
Notary Public in and for the State of Alaska

Melissa R. Brooks-Johnson
Printed name of licensee

My commission expires: 2.14.21

Subscribed and sworn to before me this 2 day of July, 2020.



AMCO
JUL 20 2020



Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

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This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Kevin Johnson
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have **not** been convicted of any criminal charge in the previous two calendar years.

I certify that I have **not** committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

I certify that a notice of violation has **not** been issued to this license between July 1, 2019 and June 30, 2020.

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Initials

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Section 4 – Certifications

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Initials

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[Handwritten initials]

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

[Handwritten initials]

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

[Handwritten initials]

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

[Handwritten initials]

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

[Handwritten initials]

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

[Handwritten initials]

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

[Handwritten initials]

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

[Handwritten signature of Kevin D. Johnson]

Signature of licensee

[Handwritten signature of Notary Public]

Notary Public in and for the State of Alaska

Kevin D. Johnson

Printed name of licensee

My commission expires: 2-14-21

Subscribed and sworn to before me this 2 day of July, 2020.



AMCO JUL 20 2020



Alaska Marijuana Control Board

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Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Bo Meredith
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

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BM

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

BM

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

BM

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

BM

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

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I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

BM

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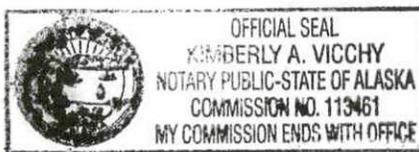
Bo Meredith
Signature of licensee

[Signature]
Notary Public in and for the State of Alaska

Bo Meredith
Printed name of licensee

My commission expires: with office

Subscribed and sworn to before me this 1st day of July, 2020.





Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

What is this form?

This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Allegra Machado
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

I certify that I have **not** been convicted of any criminal charge in the previous two calendar years.

Initials

I certify that I have **not** committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

I certify that a notice of violation has **not** been issued to this license between July 1, 2019 and June 30, 2020.

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).



Form MJ-20: Renewal Application Certifications

Section 4 – Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

AM

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

AM

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

AM

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

AM

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

AM

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

AM

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

AM

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

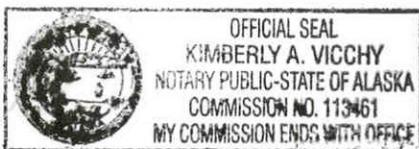
Alex Madala
Signature of licensee

Kimberly A. Vicchy
Notary Public in and for the State of Alaska

Alex Madala
Printed name of licensee

My commission expires: with office

Subscribed and sworn to before me this 1st day of July, 2020.





Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

What is this form?

This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	John Dempsey
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have **not** been convicted of any criminal charge in the previous two calendar years.

JD

I certify that I have **not** committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

JD

I certify that a notice of violation has **not** been issued to this license between July 1, 2019 and June 30, 2020.

--

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).

JD



Form MJ-20: Renewal Application Certifications

Section 4 – Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

JD

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

JD

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

JD

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

JD

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

JD

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

JD

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

JD

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

John S. Dempsey
Signature of licensee

Ashley Emery
Notary Public in and for the State of ~~Alaska~~ Colorado

John S. Dempsey
Printed name of licensee

My commission expires: 04/29/2024

Subscribed and sworn to before me this 5th day of July, 2020.

ASHLEY EMERY
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20204022434
MY COMMISSION EXPIRES 06/29/2024



Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

What is this form?

This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Scott Hall
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have **not** been convicted of any criminal charge in the previous two calendar years.

I certify that I have **not** committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

I certify that a notice of violation has **not** been issued to this license between July 1, 2019 and June 30, 2020.

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).



Form MJ-20: Renewal Application Certifications

Section 4 – Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

SRH

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

SRH

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

SRH

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

SRH

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

SRH

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

SRH

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

SRH

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

Scott R Hall
Signature of licensee

Sarah J. Russell
Notary Public in and for the State of Alaska

Scott Hall
Printed name of licensee

My commission expires: July 18, 2022

Subscribed and sworn to before me this 10th day of July, 2020



AMCO



Alaska Marijuana Control Board

Form MJ-20: Renewal Application Certifications

What is this form?

This renewal application certifications form is required for all marijuana establishment license renewal applications. Each person signing an application for a marijuana establishment license must declare that he/she has read and is familiar with AS 17.38 and 3 AAC 306. A person other than a licensee may not have direct or indirect financial interest (as defined in 3 AAC 306.015(e)(1)) in the business for which a marijuana establishment license is issued, per 3 AAC 306.015(a).

This form must be completed and submitted to AMCO's main office by each licensee (as defined in 3 AAC 306.020(b)(2)) before any license renewal application will be considered complete.

Section 1 – Establishment Information

Enter information for the licensed establishment, as identified on the license application.

Licensee:	E & M Holdings, LLC	License Number:	16991		
License Type:	Marijuana Product Manufacturing				
Doing Business As:	Stoney Moose Kitchens				
Premises Address:	9737 Mud Bay Rd #104				
City:	Ketchikan	State:	Alaska	ZIP:	99901

Section 2 – Individual Information

Enter information for the individual licensee who is completing this form.

Name:	Madonna Hall
Title:	Member

Section 3 – Violations & Charges

Read each line below, and then sign your initials in the box to the right of any applicable statements:

Initials

I certify that I have **not** been convicted of any criminal charge in the previous two calendar years.

I certify that I have **not** committed any civil violation of AS 04, AS 17.38, or 3 AAC 306 in the previous two calendar years.

I certify that a notice of violation has **not** been issued to this license between July 1, 2019 and June 30, 2020.

Sign your initials to the following statement only if you are unable to certify one or more of the above statements:

Initials

I have attached a written explanation for why I cannot certify one or more of the above statements, which includes the type of violation or offense, as required under 3 AAC 306.035(b).



Form MJ-20: Renewal Application Certifications

Section 4 – Certifications

Read each line below, and then sign your initials in the box to the right of each statement:

Initials

I certify that no person other than a licensee listed on my marijuana establishment license renewal application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which the marijuana establishment license has been issued.

MRH

I certify that I meet the residency requirement under AS 43.23 or I have submitted a residency exception affidavit (MJ-20a) along with this application.

MRH

I certify that this establishment complies with any applicable health, fire, safety, or tax statute, ordinance, regulation, or other law in the state.

MRH

I certify that the license is operated in accordance with the operating plan currently approved by the Marijuana Control Board.

MRH

I certify that I am operating in compliance with the Alaska Department of Labor and Workforce Development's laws and requirements pertaining to employees.

MRH

I certify that I have not violated any restrictions pertaining to this particular license type, and that this license has not been operated in violation of a condition or restriction imposed by the Marijuana Control Board.

MRH

I certify that I understand that providing a false statement on this form, the online application, or any other form provided by or to AMCO is grounds for rejection or denial of this application or revocation of any license issued.

MRH

As an applicant for a marijuana establishment license renewal, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that this application, including all accompanying schedules and statements, is true, correct, and complete. I agree to provide all information required by the Marijuana Control Board in support of this application and understand that failure to do so by any deadline given to me by AMCO staff may result in additional fees or expiration of this license.

Madonna R. Hall
Signature of licensee

Sarah J. Russell
Notary Public in and for the State of Alaska

Madonna R. Hall
Printed name of licensee

My commission expires: July 18, 2022

Subscribed and sworn to before me this 10th day of July, 2020.



AMCO

JUL 20 2020

Department of Commerce, Community, and Economic
Development

CORPORATIONS, BUSINESS & PROFESSIONAL LICENSING

[State of Alaska / Commerce / Corporations, Business, and Professional Licensing / Search & Database](#)

[Download / Corporations / Entity Details](#)

ENTITY DETAILS

Name(s)

Type	Name
Legal Name	E & M Holdings, LLC

Entity Type: Limited Liability Company

Entity #: 10039813

Status: Good Standing

AK Formed Date: 7/6/2016

Duration/Expiration: Perpetual

Home State: ALASKA

Next Biennial Report Due: 1/2/2022

Entity Mailing Address: 1027 MILLAR ST, KETCHIKAN, AK 99901

Entity Physical Address: 1027 MILLAR ST., KETCHIKAN, AK 99901

Registered Agent

Agent Name: Mark Woodward

Registered Mailing Address: 1027 MILLAR ST, KETCHIKAN, AK 99901

Registered Physical Address: 1027 MILLAR ST, KETCHIKAN, AK 99901

Officials

Show Former

AK Entity #	Name	Titles	Owned
	Eric Riemer	Member	40.00
	JOHN DEMPSEY	Member	10.00
	Mark Woodward	Member	40.00

Filed Documents

Date Filed	Type	Filing	Certificate
7/06/2016	Creation Filing	Click to View	Click to View
7/22/2016	Initial Report	Click to View	
2/09/2017	Change of Officials	Click to View	
10/04/2017	Biennial Report	Click to View	
12/31/2019	Biennial Report	Click to View	

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Alaska Business License # 1067162

Alaska Department of Commerce, Community, and Economic Development

Division of Corporations, Business, and Professional Licensing
PO Box 110806, Juneau, AK 99811-0806

This is to certify that

STONEY MOOSE KITCHENS

9737 MUD BAY RD., KETCHIKAN, AK 99901

owned by

E & M HOLDINGS, LLC

is license by the department to conduct business for the period

November 20, 2018 to December 31, 2020
for the following line of business:

31 - Manufacturing



This license shall not be taken as permission to do business in the state without having complied with the other requirements of the laws of the State or of the United States.

This license must be posted in a conspicuous place at the business location.
It is not transferable or assignable.

Julie Anderson
Commissioner

AMCO

JUL 20 2020

Department of Commerce, Community, and Economic Development
DIVISION OF CORPORATIONS, BUSINESS & PROFESSIONAL LICENSING

[State of Alaska / Commerce / Corporations, Business, and Professional Licensing / Search & Database Download / Business License / License #1067162](#)

LICENSE DETAILS

License #: 1067162

[Print Business License](#)

Business Name: STONEY MOOSE KITCHENS

Status: Active

Issue Date: 02/15/2018

Expiration Date: 12/31/2020

Mailing Address: 1027 MILLAR ST
 KETCHIKAN, AK 99901

Physical Address: 9737 MUD BAY RD.
 KETCHIKAN, AK 99901

Owners

E & M HOLDINGS, LLC

Activities

Line of Business	NAICS	Professional License #
31 - Manufacturing	311812 - COMMERCIAL BAKERIES	
31 - Manufacturing	312111 - SOFT DRINK MANUFACTURING	

Endorsements

No Endorsements Found

License Lapse(s)

If this business license lapsed within the last four years the lapsed periods will appear below. Lapsed periods are the unlicensed period between an expiration date and renewal date.

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No Lapses on record for the last 4 years.

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Department of Commerce, Community, and Economic Development
CORPORATIONS, BUSINESS & PROFESSIONAL LICENSING

State of Alaska / Commerce / Corporations, Business, and Professional Licensing / Search & Database Download / Corporations / Entity Details

ENTITY DETAILS

Name(s)

Type	Name
Legal Name	E & M Holdings, LLC

Entity Type: Limited Liability Company

Entity #: 10039813

Status: Good Standing

AK Formed Date: 7/6/2016

Duration/Expiration: Perpetual

Home State: ALASKA

Next Biennial Report Due: 1/2/2022

Entity Mailing Address: 1027 MILLAR ST, KETCHIKAN, AK 99901

Entity Physical Address: 1027 MILLAR ST., KETCHIKAN, AK 99901

Registered Agent

Agent Name: Mark Woodward

Registered Mailing Address: 1027 MILLAR ST, KETCHIKAN, AK 99901

Registered Physical Address: 1027 MILLAR ST, KETCHIKAN, AK 99901

Officials

AMCO

JUL 20 2020

Show Former

AK Entity #	Name	Titles	Owned
	Eric Riemer	Member	40.00
	JOHN DEMPSEY	Member	10.00

AK Entity #	Name	Titles	Owned
	Mark Woodward	Member	40.00

Filed Documents

Date Filed	Type	Filing	Certificate
7/06/2016	Creation Filing	Click to View	Click to View
7/22/2016	Initial Report	Click to View	
2/09/2017	Change of Officials	Click to View	
10/04/2017	Biennial Report	Click to View	
12/31/2019	Biennial Report	Click to View	

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AMCO

JUL 20 2020

**OPERATING AGREEMENT FOR
MEMBER-MANAGED LIMITED LIABILITY COMPANY**

I. PRELIMINARY PROVISIONS

(1) *Effective Date:* This operating agreement of E & M Holdings, effective January 30, 2017, is adopted by the members whose signatures appear at the end of this agreement.

(2) *Formation:* This limited liability company (LLC) was formed by filing articles of organization, a certificate of formation, or a similar organizational document with the LLC filing office of the state of Alaska on July 6, 2016. A copy of this organizational document has been placed in the LLC's records book.

(3) *Name:* The formal name of this LLC is as stated above. However, this LLC may do business under a different name by complying with the state's fictitious or assumed business name statutes and procedures.

(4) *Registered Office and Agent:* The registered office of this LLC and the registered agent at this address are as follows: Mark Woodward, 1027 Millar St, Ketchikan, AK, 99901. The registered office and agent may be changed from time to time as the members may see fit, by filing a change of registered agent or office form with the state LLC filing office. It will not be necessary to amend this provision of the operating agreement if and when such a change is made.

(5) *Business Purposes:* The specific business purposes and activities contemplated by the founders of this LLC at the time of initial signing of this agreement consist of the following: Operate and manage retail merchandise products and services.

It is understood that the foregoing statement of purposes shall not serve as a limitation on the powers or abilities of this LLC, which shall be permitted to engage in any and all lawful business activities. If this LLC intends to engage in business activities outside the state of its formation that require the qualification of the LLC in other states, it shall obtain such qualification before engaging in such out-of-state activities.

(6) *Duration of LLC:* The duration of this LLC shall be perpetual.

AMCO

JUL 20 2020

Further, this LLC shall terminate when a proposal to dissolve the LLC is adopted by the membership of this LLC or when this LLC is otherwise terminated in accordance with law.

II. MEMBERSHIP PROVISIONS

(1) *Nonliability of Members*: No member of this LLC shall be personally liable for the expenses, debts, obligations, or liabilities of the LLC, or for claims made against it.

(2) *Reimbursement for Organizational Costs*: Members shall be reimbursed by the LLC for organizational expenses paid by the members. The LLC shall be authorized to elect to deduct, and amortize organizational expenses and start-up expenditures as permitted by the Internal Revenue Code and as may be advised by the LLC's tax adviser.

(3) *Management*: This LLC shall be managed exclusively by all of its members. Current organizational structure is as follows: Eric Riemer, Chief Executive Officer; Mark Woodward, Chief Financial Officer.

(4) *Members' Percentage Interests*: A member's percentage interest in this LLC shall be computed as a fraction, the numerator of which is the total of a member's capital account and the denominator of which is the total of all capital accounts of all members. This fraction shall be expressed in this agreement as a percentage, which shall be called each member's "percentage interest" in this LLC.

(5) *Membership Voting*: Except as otherwise may be required by the articles of organization, certificate of formation, or a similar organizational document, by other provisions of this operating agreement, or under the laws of this state, each member shall vote on any matter submitted to the membership for approval in proportion to the member's percentage interest in this LLC. Further, unless defined otherwise for a particular provision of this operating agreement, the phrase "majority of members" means the vote of members whose combined votes equal more than 50% of the votes of all members in this LLC, and a majority of members, so defined, may approve any item of business brought before the membership for a vote unless a different vote is required under this operating agreement or state law.

(6) *Compensation*: Members shall not be paid as members of the LLC for performing any duties associated with such membership, including management.

AMCO

JUL 20 2020

Members may be paid, however, for any services rendered in any other capacity for the LLC, whether as officers, employees, independent contractors, or otherwise.

(7) *Members' Meetings:* The LLC shall not provide for regular members' meetings. However, any member may call a meeting by communicating his or her wish to schedule a meeting to all other members. Such notification may be in person or in writing, or by telephone, facsimile machine, or other form of electronic communication reasonably expected to be received by a member, and the other members shall then agree, either personally, in writing, or by telephone, facsimile machine, or other form of electronic communication to the member calling the meeting, to meet at a mutually acceptable time and place. Notice of the business to be transacted at the meeting need not be given to members by the member calling the meeting, and any business may be discussed and conducted at the meeting.

If all members cannot attend a meeting, it shall be postponed to a date and time when all members can attend, unless all members who do not attend have agreed in writing to the holding of the meeting without them. If a meeting is postponed, and the postponed meeting cannot be held either because all members do not attend the postponed meeting or the non-attending members have not signed a written consent to allow the postponed meeting to be held without them, a second postponed meeting may be held at a date and time announced at the first postponed meeting. The date and time of the second postponed meeting shall also be communicated to any members not attending the first postponed meeting. The second postponed meeting may be held without the attendance of all members as long as a majority of the percentage interests of the membership of this LLC is in attendance at the second postponed meeting. Written notice of the decisions or approvals made at this second postponed meeting shall be mailed or delivered to each non-attending member promptly after the holding of the second postponed meeting.

Written minutes of the discussions and proposals presented at a members' meeting, and the votes taken and matters approved at such meeting, shall be taken by one of the members or a person designated at the meeting. A copy of the minutes of the meeting shall be placed in the LLC's records book after the meeting.

AMCO

JUL 20 2020

(8) *Membership Certificates:* This LLC shall be authorized to obtain and issue certificates representing or certifying membership interests in this LLC. Each certificate shall show the name of the LLC and the name of the member, and state that the person named is a member of the LLC and is entitled to all the rights granted members of the LLC under the articles of organization, certificate of formation, or a similar organizational document; this operating agreement; and provisions of law. Each membership certificate shall be consecutively numbered and signed by one or more officers of this LLC. The certificates shall include any additional information considered appropriate for inclusion by the members on membership certificates.

In addition to the above information, all membership certificates shall bear a prominent legend on their face or reverse side stating, summarizing, or referring to any transfer restrictions that apply to memberships in this LLC under the articles of organization, certificate of formation, or a similar organizational document, and/or this operating agreement, as well as the address where a member may obtain a copy of these restrictions upon request from this LLC.

The records book of this LLC shall contain a list of the names and addresses of all persons to whom certificates have been issued, show the date of issuance of each certificate, and record the date of all cancellations or transfers of membership certificates.

(9) *Other Business by Members:* Each member shall agree not to own an interest in, manage, or work for another business, enterprise, or endeavor; if such ownership or activities would compete with this LLC's business goals, mission, profitability, or productivity, or would diminish or impair the member's ability to provide maximum effort and performance in managing the business of this LLC.

III. TAX AND FINANCIAL PROVISIONS

(1) *Tax Classification of LLC:* The members of this LLC intend that this LLC be initially classified as an S Corporation for federal and, if applicable, state income tax purposes. It is understood that subject to federal and state law requirements, all members may agree to change the tax treatment of this LLC by signing, or authorizing the

AMCO

JUL 20 2020

signature of, IRS Form 8832, Entity Classification Election, and filing it with the IRS and, if applicable, the state tax department within the prescribed time limits.

(2) *Tax Year and Accounting Method:* The tax year of this LLC shall be 2016. The LLC shall use the cash method of accounting. Both the tax year and the accounting period of the LLC may be changed with the consent of all members if the LLC qualifies for such change, and may be effected by the filing of appropriate forms with the IRS and state tax authorities.

(3) *Tax Matters Partner:* If this LLC is required under Internal Revenue Code provisions or regulations, it shall designate from among its members a "tax matters partner" in accordance with Internal Revenue Code Section 6231(a)(7) and corresponding regulations, who will fulfill this role by being the spokesperson for the LLC in dealings with the IRS as required under the Internal Revenue Code and Regulations, and who will report to the members on the progress and outcome of these dealings.

(4) *Annual Income Tax Returns and Reports:* Within 60 days after the end of each tax year of the LLC, a copy of the LLC's state and federal income tax returns for the preceding tax year shall be mailed or otherwise provided to each member of the LLC, together with any additional information and forms necessary for each member to complete his or her individual state and federal income tax returns. If this LLC is classified as a partnership for income tax purposes, this additional information shall include a federal (and, if applicable, state) Schedule K-1 (Form 1065, Partner's Share of Income, Deductions, Credits) or equivalent income tax reporting form. This additional information shall also include a financial report, which shall include a balance sheet and profit and loss statement for the prior tax year of the LLC.

(5) *Bank Accounts:* The LLC shall designate one or more banks or other institutions for the deposit of the funds of the LLC, and shall establish savings, checking, investment, and other such accounts as are reasonable and necessary for its business and investments. One or more members of the LLC shall be designated with the consent of all members to deposit and withdraw funds of the LLC, and to direct the investment of funds from, into, and among such accounts. The funds of the LLC, however and wherever deposited or

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invested, shall not be commingled with the personal funds of any members of the LLC.

(6) *Title to Assets:* All personal and real property of this LLC shall be held in the name of the LLC, not in the names of individual members.

IV. CAPITAL PROVISIONS

(1) *Capital Contributions by Members:* Members shall make the following contributions of cash, property, or services as shown next to each member's name below. The fair market values of items of property or services as agreed between the LLC and the contributing member are also shown below. The percentage interest in the LLC that each member shall receive in return for his or her capital contribution is also indicated for each member.

Name	Contribution	Fair Market Value	Percentage Interest in LLC
Eric Riemer, CEO	\$20,000	\$20,000	40%
Mark Woodward, CFO	\$20,000	\$20,000	40%
Bo Meredith & Allegra Machado	\$20,000	\$20,000	4%
Kevin & Melissa Johnson	\$20,000	\$20,000	4%
John S. Dempsey	\$50,000	\$50,000	10%
Scott & Madonna Hall	\$10,000	\$10,000	2%

(2) *Additional Contributions by Members:* The members may agree, from time to time by unanimous vote, to require the payment of additional capital contributions by the members, on or by a mutually agreeable date.

(3) *Failure to Make Contributions:* If a member fails to make a required capital contribution within the time agreed for a member's contribution, the remaining members may, by unanimous vote, agree to reschedule the time for payment of the capital contribution by the late-paying member, setting any additional repayment terms, such as a late payment penalty, rate of interest to be applied to the unpaid balance, or other

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monetary amount to be paid by the delinquent member, as the remaining members decide. Alternatively, the remaining members may, by unanimous vote, agree to cancel the membership of the delinquent member, provided any prior partial payments of capital made by the delinquent member are refunded by the LLC to the member promptly after the decision is made to terminate the membership of the delinquent member.

(4) *No Interest on Capital Contributions:* No interest shall be paid on funds or property contributed as capital to this LLC, or on funds reflected in the capital accounts of the members.

(5) *Capital Account Bookkeeping:* A capital account shall be set up and maintained on the books of the LLC for each member. It shall reflect each member's capital contribution to the LLC, increased by each member's share of profits in the LLC, decreased by each member's share of losses and expenses of the LLC, and adjusted as required in accordance with applicable provisions of the Internal Revenue Code and corresponding income tax regulations.

(6) *Consent to Capital Contribution Withdrawals and Distributions:* Members shall not be allowed to withdraw any part of their capital contributions or to receive distributions, whether in property or cash, except as otherwise allowed by this agreement and, in any case, only if such withdrawal is made with the written consent of all members.

(7) *Allocations of Profits and Losses:* No member shall be given priority or preference with respect to other members in obtaining a return of capital contributions, distributions, or allocations of the income, gains, losses, deductions, credits, or other items of the LLC. The profits and losses of the LLC, and all items of its income, gain, loss, deduction, and credit shall be allocated to members according to each member's percentage interest in this LLC.

(8) *Allocation and Distribution of Cash to Members:* Cash from LLC business operations, as well as cash from a sale or other disposition of LLC capital assets, may be distributed from time to time to members in accordance with each member's percentage

interest in the LLC, as may be decided by all of the members.

(9) *Allocation of Non-cash Distributions*: If proceeds consist of property other than cash, the members shall decide the value of the property and allocate such value among the members in accordance with each member's percentage interest in the LLC. If such non-cash proceeds are later reduced to cash, such cash may be distributed among the members as otherwise provided in this agreement.

(10) *Allocation and Distribution of Liquidation Proceeds*: Regardless of any other provision in this agreement, if there is a distribution in liquidation of this LLC, or when any member's interest is liquidated, all items of income and loss shall be allocated to the members' capital accounts, and all appropriate credits and deductions shall then be made to these capital accounts before any final distribution is made. A final distribution shall be made to members only to the extent of, and in proportion to, any positive balance in each member's capital account.

V. MEMBERSHIP WITHDRAWAL AND TRANSFER PROVISIONS

(1) *Withdrawal of Members*: A member may withdraw from this LLC by giving written notice to all other members at least 30 days before the date the withdrawal is to be effective.

(2) *Restrictions on the Transfer of Membership*: A member shall not transfer his or her membership in the LLC unless all non-transferring members in the LLC first agree to approve the admission of the transferee into this LLC. Further, no member may encumber a part or all of his or her membership in the LLC by mortgage, pledge, granting of a security interest, lien, or otherwise, unless the encumbrance has first been approved in writing by all other members of the LLC.

Notwithstanding the above provision, any member shall be allowed to assign an economic interest in his or her membership to another person without the approval of the other members. Such an assignment shall not include a transfer of the member's voting or management rights in this LLC, and the assignee shall not become a member of the LLC.

VI. DISSOLUTION PROVISIONS

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(1) Events That Trigger Dissolution of the LLC: The following events shall trigger a dissolution of the LLC, except as provided:

- (a) the death, permanent incapacity, bankruptcy, retirement, resignation, or expulsion of a member, except that within 30 days of the happening of any of these events, all remaining members of the LLC may vote to continue the legal existence of the LLC, in which case the LLC shall not dissolve;
- (b) the expiration of the term of existence of the LLC if such term is specified in the articles of organization, certificate of formation, or a similar organizational document, or this operating agreement;
- (c) the written agreement of all members to dissolve the LLC;
- (d) entry of a decree of dissolution of the LLC under state law.

VII. GENERAL PROVISIONS

(1) Officers: The LLC may designate one or more officers, such as a president, vice president, secretary, and treasurer. Persons who fill these positions need not be members of the LLC. Such positions may be compensated or non-compensated according to the nature and extent of the services rendered for the LLC as a part of the duties of each office. Ministerial services only as a part of any officer position will normally not be compensated, such as the performance of officer duties specified in this agreement, but any officer may be reimbursed by the LLC for out-of-pocket expenses paid by the officer in carrying out the duties of his or her office.

(2) Records: The LLC shall keep at its principal business address a copy of all proceedings of membership meetings, as well as books of account of the LLC's financial transactions. A list of the names and addresses of the current membership of the LLC also shall be maintained at this address, with notations on any transfers of members' interests to nonmembers or persons being admitted into membership in the LLC.

Copies of the LLC's articles of organization, certificate of formation, or a similar organizational document; a signed copy of this operating agreement; and the LLC's tax

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returns for the preceding three tax years shall be kept at the principal business address of the LLC. A statement also shall be kept at this address containing any of the following information that is applicable to this LLC:

- the amount of cash or a description and value of property contributed or agreed to be contributed as capital to the LLC by each member;
- a schedule showing when any additional capital contributions are to be made by members to this LLC;
- a statement or schedule, if appropriate, showing the rights of members to receive distributions representing a return of part or all of members' capital contributions; and
- a description of, or date when, the legal existence of the LLC will terminate under provisions in the LLC's articles of organization, certificate of formation, or a similar organizational document, or this operating agreement.

If one or more of the above items is included or listed in this operating agreement, it will be sufficient to keep a copy of this agreement at the principal business address of the LLC without having to prepare and keep a separate record of such item or items at this address.

Any member may inspect any and all records maintained by the LLC upon reasonable notice to the LLC. Copying of the LLC's records by members is allowed, but copying costs shall be paid for by the requesting member.

(3) All Necessary Acts: The members and officers of this LLC are authorized to perform all acts necessary to perfect the organization of this LLC and to carry out its business operations expeditiously and efficiently. The secretary of the LLC, or other officers, or all members of the LLC, may certify to other businesses, financial institutions, and individuals as to the authority of one or more members or officers of this LLC to transact specific items of business on behalf of the LLC.

(4) Mediation and Arbitration of Disputes Among Members: In any dispute over the provisions of this operating agreement and in other disputes among the members, if the

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members cannot resolve the dispute to their mutual satisfaction, the matter shall be submitted to mediation. The terms and procedure for mediation shall be arranged by the parties to the dispute.

If good-faith mediation of a dispute proves impossible or if an agreed-upon mediation outcome cannot be obtained by the members who are parties to the dispute, the dispute may be submitted to arbitration in accordance with the rules of the American Arbitration Association. Any party may commence arbitration of the dispute by sending a written request for arbitration to all other parties to the dispute. The request shall state the nature of the dispute to be resolved by arbitration, and, if all parties to the dispute agree to arbitration, arbitration shall be commenced as soon as practical after such parties receive a copy of the written request.

All parties shall initially share the cost of arbitration, but the prevailing party or parties may be awarded attorney fees, costs, and other expenses of arbitration. All arbitration decisions shall be final, binding, and conclusive on all the parties to arbitration, and legal judgment may be entered based upon such decision in accordance with applicable law in any court having jurisdiction to do so.

(5) Entire Agreement: This operating agreement represents the entire agreement among the members of this LLC, and it shall not be amended, modified, or replaced except by a written instrument executed by all the parties to this agreement who are current members of this LLC as well as any and all additional parties who became members of this LLC after the adoption of this agreement. This agreement replaces and supersedes all prior written and oral agreements among any and all members of this LLC.

(6) Severability: If any provision of this agreement is determined by a court or arbitrator to be invalid, unenforceable, or otherwise ineffective, that provision shall be severed from the rest of this agreement, and the remaining provisions shall remain in effect and enforceable.

VIII. SIGNATURES OF MEMBERS AND SPOUSES

(1) Execution of Agreement: In witness whereof, the members of this LLC sign and

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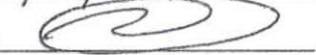
adopt this agreement as the operating agreement of this LLC.

Date: 2/10/17

Signature: 

Printed Name: Eric Riemer / CEO, Member

Date: 2/16/17

Signature: 

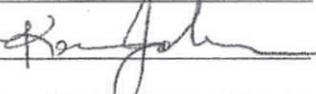
Printed Name: Mark Woodward / CFO, Member

Date: 2/6/17

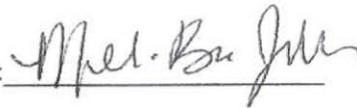
Signature: 

Printed Name: John S. Dempsey, Member

Date: 2/12/17

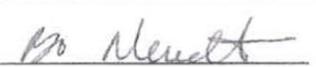
Signature: 

Printed Name: Kevin Johnson, Member

Signature: 

Printed Name: Melissa Johnson, Member

Date: 2-10-17

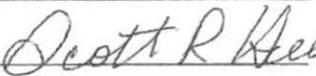
Signature: 

Printed Name: Bo Meredith, Member

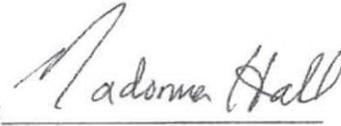
Signature: 

Printed Name: Allegra Machado, Member

Date: 2-13-17

Signature: 

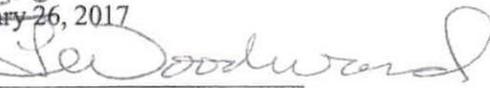
Printed Name: Scott Hall, Member

Signature: 

Printed Name: Madonna Hall, Member

(2) Consent of Spouses: The undersigned are spouses of the members of this LLC who have signed this operating agreement in the preceding provision. These spouses have read this agreement and agree to be bound by its terms in any matter in which they have a financial interest, including restrictions on the transfer of memberships and the terms under which memberships in this LLC may be sold or otherwise transferred.

Date: ^{Feb. 6} ~~January 26~~, 2017

Signature: 

Printed Name: Leigh Woodward /

Spouse of: Mark Woodward, CFO, Member

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