



MEMORANDUM

TO: Chair and Members of the Board DATE: June 2, 2016

FROM: Cynthia Franklin RE: Peace Frog Botanicals, LLC;
Director, Marijuana Control Board #10041

This is an application for a new limited marijuana cultivation facility in the Kenai Peninsula Borough by Peace Frog Botanicals, LLC DBA Peace Frog Botanicals, LLC.

Date Application Initiated: 02/26/2016

Date Fees Paid: 04/13/2016

Date Under Review: 04/15/2016

Incomplete Letter Date: 05/03/2016

Date Incompletion Corrected: 05/04/2016

Additional Incomplete Letter Sent: No

Date Documents Finalized: 05/04/2016

Determined Complete/Notices Sent: 05/06/2016

Local Government Response/Date: No response yet; 60 days runs 07/05/2016

DEC Response/Date: DEC responded "No permit needed"; 05/09/2016

Fire Marshal Response/Date: N/A

Objection(s) Received/Date: None

Staff questions for Board: None



Alaska Marijuana Control Board

Alcohol & Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501
marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

Cover Sheet for Marijuana Establishment Applications

What is this form?

This cover sheet **must** be completed and submitted any time a document, payment, or other marijuana establishment application item is emailed, mailed, or hand-delivered to AMCO's main office.

Items that are submitted without this page will be returned in the manner in which they were received.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Peace Frog Botanicals LLC	License Number:	10041		
License Type:	Limited Marijuana Cultivation Facility				
Doing Business As:	PEACE FROG BOTANICALS LLC				
Physical Address:	47459 Lakeside st.				
City:	Kenai	State:	AK	Zip Code:	99611
Designated Owner:	Dollynda Phelps				
Email Address:	jeffndol@yahoo.com				

Section 2 – Attached Items

List all documents, payments, and other items that are being submitted along with this page.

Attached Items:	MJ-00 Dolly Cert Notary MJ-00 Dolly Certs MJ-00 Dolly PG1 Cert MJ-00 Jeff cert notary MJ-00 Jeff certs MJ-00 Jeff PG1 cert MJ-001 Operating Plan MJ-01 ID Badge MJ-01 Notary MJ-02 PG1 premise diagram MJ-02 Premise Diagram MJ-02 site plan MJ-04 Notary MJ-04 Suppl operating MJ-07 PubNotice Affidavit MJ-08 LocalGovt Notice MJ-09 Dolly Finance notary	MJ-09 Dolly PG1 Finance MJ-09 Jeff Finance Notary MJ-09 Jeff PG1 Finance Peace Frog Lease agreement Peace Frog AGENT/OFFICIALS Peace Frog Entity Doc Peace Frog Biz license Publisher Affidavit
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OFFICE USE ONLY

Received Date:		Payment Submitted Y/N:		Transaction #:	
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Alaska Marijuana Control Board

Form MJ-00: Application Certifications

What is this form?

This application certifications form is required for all marijuana establishment license 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.

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

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Jeffery Phelps	License Number:	10041		
License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
Premises Address:	47459 Lakeside st.				
City:	Kenai	State:	ALASKA	ZIP:	99611

Section 2 – Individual Information

Enter information for the individual licensee or affiliate.

Name:	Jeffery Phelps
Title:	Owner

Section 3 – Other Licenses

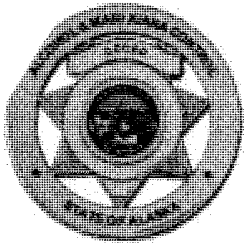
Ownership and financial interest in other licenses:

Yes No

Do you currently have or plan to have an ownership interest in, or a direct or indirect financial interest in another marijuana establishment license?

☐☒

If "Yes", which license numbers (for existing licenses) and license types do you own or plan to own?



Alaska Marijuana Control Board

Form MJ-00: 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 I have not been convicted of a felony in any state or the United States, including a suspended imposition of sentence, for which less than five years have elapsed from the time of the conviction to the date of this application.

AP

I certify that I am not currently on felony probation or felony parole.

AP

I certify that I have not been found guilty of selling alcohol without a license in violation of AS 04.11.010.

AP

I certify that I have not been found guilty of selling alcohol to an individual under 21 years of age in violation of 04.16.051 or AS 04.16.052.

AP

I certify that I have not been convicted of a misdemeanor crime involving a controlled substance, violence against a person, use of a weapon, or dishonesty within the five years preceding this application.

AP

I certify that I have not been convicted of a class A misdemeanor relating to selling, furnishing, or distributing marijuana or operating an establishment where marijuana is consumed within the two years preceding this application.

AP

I certify that my proposed premises is not within 500 feet of a school ground, recreation or youth center, a building in which religious services are regularly conducted, or a correctional facility, as set forth in 3 AAC 306.010(a).

AP

I certify that my proposed premises is not located in a liquor licensed premises.

AP

I certify that I meet the residency requirement under AS 43.23 for a permanent fund dividend in the calendar year in which I am initiating this application.

AP

I certify that all proposed licensees (as defined in 3 AAC 306.020(b)(2)) and affiliates (as defined in 3 AAC 306.990(a)(1)) have been listed on my online marijuana establishment license application.

AP

I certify that all proposed licensees have been listed on my application with the Division of Corporations.

AP

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

AP



Alaska Marijuana Control Board

Form MJ-00: Application Certifications

Alcohol and Marijuana Control Office

550 W 7th Avenue, Suite 1600

Anchorage, AK 99501

marijuana.licensing@alaska.gov

<https://www.commerce.alaska.gov/web/amco>

Phone: 907.269.0350

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

Initials

Only initial next to the following statement if this form is accompanying an application for a marijuana testing facility license:

I certify that I do not have an ownership in, or a direct or indirect financial interest in a retail marijuana store, a marijuana cultivation facility, or a marijuana products manufacturing facility.

☒ *AP*
5-3-16

Only initial next to the following statement if this form is accompanying an application for a retail marijuana store, a marijuana cultivation facility, or a marijuana products manufacturing facility license:

I certify that I do not have an ownership in, or a direct or indirect financial interest in a marijuana testing facility license.

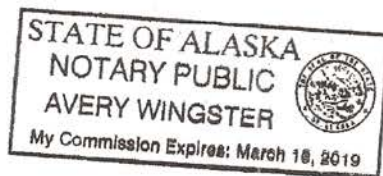
☒ *AP*
5-3-16

All marijuana establishment license applicants:

As an applicant for a marijuana establishment license, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that I have examined the online application and this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find them to be true, correct, and complete.

[Signature]
Signature of licensee

Subscribed and sworn to before me this 26 day of March, 2016.



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

My commission expires: March 16, 2019



Alaska Marijuana Control Board

Form MJ-00: Application Certifications

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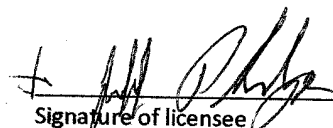
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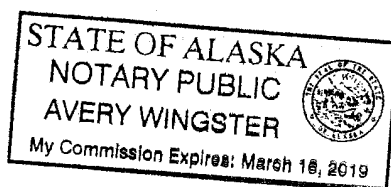


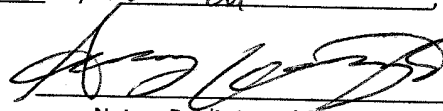
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Signature of licensee

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Notary Public in and for the State of Alaska.

My commission expires: March 18, 2019



Alaska Marijuana Control Board

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

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

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License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
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City:	Kenai	State:	ALASKA	ZIP:	99611

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Enter information for the individual licensee or affiliate.

Name:	Jeffery Phelps
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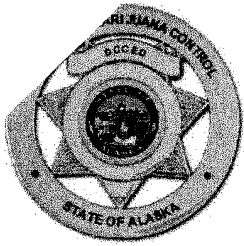
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Section 4 – Certifications

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DP

I certify that I am not currently on felony probation or felony parole.

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I certify that I have not been found guilty of selling alcohol to an individual under 21 years of age in violation of 04.16.051 or AS 04.16.052.

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I certify that I do not have an ownership in, or a direct or indirect financial interest in a retail marijuana store, a marijuana cultivation facility, or a marijuana products manufacturing facility.

☒ DP
5-3-16

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I certify that I do not have an ownership in, or a direct or indirect financial interest in a marijuana testing facility license.

☒ DP
5-3-16

All marijuana establishment license applicants:

As an applicant for a marijuana establishment license, I declare under penalty of unsworn falsification that I have read and am familiar with AS 17.38 and 3 AAC 306, and that I have examined the online application and this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find them to be true, correct, and complete.

Daupinda Phelps
Signature of licensee

Subscribed and sworn to before me this

26 day of March, 2016.

STATE OF ALASKA
NOTARY PUBLIC
AVERY WINGSTER
My Commission Expires: March 16, 2019

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

My commission expires: March 16, 2019



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

What is this form?

An operating plan is required for all marijuana establishment license applications. Applicants should review **Title 17.38 of Alaska Statutes** and **Chapter 306 of the Alaska Administrative Code**. This form will be used to document how an applicant intends to meet the requirements of those statutes and regulations. If your business has a formal operating plan, you may include a copy of that operating plan with your application, but all fields of this form must still be completed per 3 AAC 306.020(c).

What must be covered in an operating plan?

Applicants must identify how the proposed premises will comply with applicable statutes and regulations regarding the following:

- Security
- Inventory tracking of all marijuana and marijuana product on the premises
- Employee qualification and training
- Waste disposal
- Transportation and delivery of marijuana and marijuana products
- Signage and advertising
- Control plan for persons under the age of 21

Applicants must also complete the corresponding operating plan supplemental forms (**Form MJ-03, Form MJ-04, Form MJ-05, or Form MJ-06**) to meet the additional operating plan requirements for each license type.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Jeffery Phelps	License Number:	10041		
License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
Premises Address:	47459 Lakeside st.				
City:	Kenai	State:	ALASKA	ZIP:	99611

Mailing Address:	47459 Lakeside st.				
City:	Kenai	State:	ALASKA	ZIP:	99611

Primary Contact:	Dollynda Phelps				
Main Phone:	907-776-2178	Cell Phone:	907-252-8026		
Email:	jeffndol@yahoo.com				



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 2 – Security

Review the requirements under 3 AAC 306.710 – 3 AAC 306.720 and 3 AAC 306.755, and identify how the proposed premises will meet the listed requirements.

Describe how the proposed premises will comply with each of the following:

Restricted Access Areas (3 AAC 306.710):

Describe how you will prevent unescorted members of the public from entering restricted access areas:

As a limited cultivation facility, we do not plan on having many members of the public at our place of business. However, on the occasion that we do have someone at our place of business, there is no access inside the facility unless an owner is present. Facility entrances will be locked at all times, and only the owners of the facility have keyed entry.

Describe your processes for admitting visitors into and escorting them through restricted access areas:

steps: Upon arrival at facility....

- 1) Visitors are required to show valid identification proving they are 21 years of age or older.
- 2) They must sign in a log book, name, date and time.
- 3) Visitor must obtain a visitors pass from the designated owner
- 4) Visitor will be inspected for cleanliness
- 5) Entry by appointment only

Only after these steps will a visitor be escorted inside the facility. Guest(s) will be accompanied by either one of the two owners at all times, until time of departure. No more than 4 guests will be permitted inside the facility at one time.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Describe your recordkeeping of visitors who are escorted into restricted access areas:

Any visitor will be required to sign in a log book their name, date, and time of visit. Information will be transferred to a computer file daily that can easily be provided to the AMCO upon request. Log book will be kept with other business records in a secure area.

Provide a copy of a sample identification badge to be displayed by each licensee, employee, or agent while on the premises:



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Security Alarm Systems and Lock Standards (3 AAC 306.715):

Exterior lighting is required to facilitate surveillance. Describe how the exterior lighting will meet this requirement:

Exterior lighting will be placed in such a way as to cover all entrances to the facility. A backup battery will provide the necessary power in the case of a power outage, to ensure area is lit at all necessary times.

An alarm system is required for all license types. Describe the security alarm system for the proposed premises:

The alarm system used will function even in the case of a severed telephone line or power outage. It covers every entrance and window in the facility and will notify 3 respondents if alarm is triggered. It will also be triggered in the case of a fire, and notify 3 respondents.

This system will employ the use of motion detectors placed in key areas to add an additional measure of protection.

A triggered alarm consists of an obtrusive light feature, a loud siren, and notification of authorities and owners

The alarm system must be activated on all exterior doors and windows when the licensed premises is closed for business. Describe how the security alarm system meets this requirement:

Daily closure of business hours will involve an alarm activation check prior to ending the days business. This will be included in the daily checklist log.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Describe your policies and procedures for preventing diversion of marijuana or marijuana product:

- A daily log book will track each days activities
- The Metrc system by Franwell will provide marijuana tracking
- No individual other than an owner or future employee will be permitted in a restricted access area without an escort
- All daily activities will be kept on video for 40 days
- Daily inspection of plants

Describe your policies and procedures for preventing loitering:

The facility in question will likely have only 2-4 sales per month and no foot traffic as it may only sell to retail or a manufacturing facility. Business will be conducted and purchaser will leave the premises when appropriate to do so.

If this practice is ever in question, the facility owner will escort unwanted visitors off the property. If owner is unable to do so, law enforcement will be notified.

Describe your policies and procedures regarding the use of any additional security device, such as a motion detector, pressure switch, and duress, panic, or hold-up alarm to enhance security of the proposed premises:

Motion detectors are part of the security system intended for use.

The main entry to the limited cultivation facility is located in a basement of a residence. Any would be intruder must breach steel storm doors, which triggers the motion detector alarm, then breach a steel door with commercial grade locks.

There is only one exterior entrance to the facility.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Describe your policies and procedures regarding the actions to be taken by a licensee, employee, or agent when any automatic or electronic notification system alerts a local law enforcement agency of an unauthorized breach of security:

Due to location and limited trooper resources, law enforcement will only be notified if suspicious activity or indication of an intrusion has occurred or is in progress. We do not want this system to be burdensome on our otherwise limited law enforcement. Several things can trigger a false alarm.

In case of a triggered alarm and owners are off-site:

- 1) View premise on remote video cameras
- 2) If no activity is detected, we will proceed to premise and inspect outside of building for signs of vandalism
- 3) If there is any indication of intrusion, law enforcement will be notified and we will wait for their arrival to proceed.
- 4) If there is no indication of intrusion, we will proceed cautiously to inspect premises

Video Surveillance (3 AAC 306.720):

All licensed marijuana establishments must meet minimum standards for surveillance equipment. Applicants should be able to answer "Yes" to all items below.

Video surveillance and camera recording system covers the following areas of the premises:

Yes No

Each restricted access area and each entrance to a restricted access area

☒ ☐

Both the interior and exterior of each entrance to the facility

☒ ☐

Each point of sale area

☒ ☐

Each video surveillance recording:

Yes No

Is preserved for a minimum of 40 days, in a format that can be easily accessed for viewing

☒ ☐

Clearly and accurately displays the time and date

☒ ☐

Is archived in a format that does not permit alteration of the recorded image, so that the images can readily be authenticated

☒ ☐



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Describe how the video cameras will be placed to produce a clear view adequate to identify any individual inside the licensed premises, or within 20 feet of each entrance to the licensed premises:

The licensed premise is a limited cultivation facility, therefore 2 cameras in each room facing each other will provide the necessary views to identify all activity and all people inside. Cameras will also be placed outside of each room and the exterior entry of the facility, for a total of 8.

Describe the locked and secure area where video surveillance recording equipment and records will be housed and stored and how you will ensure the area is accessible only to authorized personnel, law enforcement, or an agent of the board:

The video surveillance equipment will be kept in a locking cabinet that is held in an inconspicuous area on-site. All records will be kept in locked cabinet as well, and will be provided to authorized personnel upon request.

Location of Surveillance Equipment and Video Surveillance Records:

Yes No

Surveillance room or area is clearly defined on the premises diagram

☒☐

Surveillance recording equipment and video surveillance records are housed in a designated, locked, and secure area or in a lock box, cabinet, closet or other secure area

☒☐

Surveillance recording equipment access is limited to a marijuana establishment licensee or authorized employee, and to law enforcement personnel including an agent of the board

☒☐

Video surveillance records are stored off-site

☐☒



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Business Records (3 AAC 306.755):

All licensed marijuana establishments must maintain, in a format that is readily understood by a reasonably prudent business person, certain business records. Applicants should be able to answer "Yes" to all items below.

Business Records Maintained and Kept on the Licensed Premises:

Yes No

All books and records necessary to fully account for each business transaction conducted under its license for the current year and three preceding calendar years; records for the last six months are maintained on the marijuana establishment's licensed premises; older records may be archived on or off-premises

☒ ☐

A current employee list setting out the full name and marijuana handler permit number of each licensee, employee, and agent who works at the marijuana establishment

☒ ☐

The business contact information for vendors that maintain video surveillance systems and security alarm systems for the licensed premises

☒ ☐

Records related to advertising and marketing

☒ ☐

A current diagram of the licensed premises including each restricted access area

☒ ☐

A log recording the name, and date and time of entry of each visitor permitted into a restricted access area

☒ ☐

All records normally retained for tax purposes

☒ ☐

Accurate and comprehensive inventory tracking records that account for all marijuana inventory activity from seed or immature plant stage until the retail marijuana or retail marijuana product is sold to a consumer, to another marijuana establishment, or destroyed

☒ ☐

Transportation records for marijuana and marijuana product as required under 3 AAC 306.750(f)

☒ ☐



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

A marijuana establishment is required to exercise due diligence in preserving and maintained all required records.

Describe how you will prevent records and data, including electronically maintained records, from being lost or destroyed:

All digital records will be stored on a "cloud" based storage via Google storage. Any paper records will be housed in a locking metal file cabinet. At such a time when the physical space needed to store previous years paper records exceeds the available space on premise, we intend on renting a storage unit to house these items off site. Records shall be kept for 3 years.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 3 – Inventory Tracking of All Marijuana and Marijuana Product

Review the requirements under 3 AAC 306.730, and identify how the proposed establishment will meet the listed requirements.

All licensed marijuana establishments must use a marijuana inventory tracking system capable of sharing information with the system the board implements to ensure all marijuana cultivated and sold in the state, and each marijuana product processed and sold in the state, is identified and tracked from the time the marijuana propagated from seed or cutting, through transfer to another licensed marijuana establishment, or use in manufacturing a product, to a completed sale of marijuana or marijuana product, or disposal of the harvest batch of marijuana or production lot of marijuana product.

Applicants should be able to answer “Yes” to all items below.

Marijuana Tracking and Weighing:

Yes No

A marijuana inventory tracking system, capable of sharing information with the system the board implements to ensure tracking for the reasons listed above, will be used

☒☐

All marijuana delivered to a marijuana establishment will be weighed on a scale certified in compliance with 3 AAC 306.745

☒☐

Describe the marijuana tracking system that you plan to use and how you will ensure that it is capable of sharing information with the system the board implements:

We intend on using the Metrc system by Franwell for all our tracking needs. This system appears to be reasonably priced and allows a quick inventory count due to the RFID system. This is the system prescribed by the board.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 4 – Employee Qualification and Training

Review the requirements under 3 AAC 306.700, and identify how the proposed establishment will meet the listed requirements.

A marijuana establishment and each licensee, employee, or agent of the marijuana establishment who sells, cultivates, manufactures, tests, or transports marijuana or a marijuana product, or who checks the identification of a consumer or visitor, shall obtain a marijuana handler permit from the board before being licensed or beginning employment at a marijuana establishment.

Applicants should be able to answer “Yes” to all items below.

Marijuana Handler Permit:

Yes No

Each licensee, employee, or agent of the marijuana establishment who sells, cultivates, manufactures, tests, or transports marijuana or marijuana product, or who checks the identification of a consumer or visitor, shall obtain a marijuana handler permit from the board before being licensed or beginning employment at the marijuana establishment

☒ ☐

Each licensee, employee, or agent who is required to have a marijuana handler permit shall keep that person's marijuana handler permit card in that person's immediate possession (or a valid copy on file on the premises of a retail marijuana store, marijuana cultivation facility, or marijuana product manufacturing facility) when on the licensed premises

☒ ☐

Each licensee, employee, or agent who is required to have a marijuana handler permit shall ensure that that person's marijuana handler permit card is valid and has not expired

☒ ☐

Describe how your establishment will meet the requirements for employee qualifications and training:

My husband and myself are the only persons involved with this establishment at this time. We will obtain the proper training for a marijuana handler permit card prior to commencing business. Our establishment does not intend on using any employees at this time. In the future, if employees are needed, they must show proof of passing an approved marijuana handler permit course prior to employment.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 5 – Waste Disposal

Review the requirements under 3 AAC 306.740, and identify how the proposed establishment will meet the listed requirements.

Applicants should be able to answer “Yes” to the statement below.

Marijuana Waste Disposal:

Yes

No

The marijuana establishment shall give the board at least 3 days notice in the marijuana inventory tracking system required under 3 AAC 306.730 before making the waste unusable and disposing of it

☒☐

Describe how you will store, manage, and dispose of any solid or liquid waste, including wastewater generated during marijuana cultivation, production, process, testing, or retail sales, in compliance with applicable federal, state, and local laws and regulations:

solid waste disposal plan:

Any plant material that is trimmed from plants and not intended for sale to a manufacturer will be deemed waste and will be ground and bagged. Prior to disposal at the local refuse site the ground material will be weighed, logged, and mixed with equal parts vegetable oil, sawdust, compost materials, or any other materials described in 3AAC 306. Disposal will likely occur once per week. Board shall be notified 3 days prior.

wastewater disposal plan:

As a limited cultivator, we expect to have minimal amounts of wastewater produced by the facility. A pump system will pump any wastewater into a 300 gal holding tank, we expect 250 gal per week or less. We intend on using this water as fertilizer on our 6 acres of heavily vegetated land and in the garden. It will be done weekly and will be sprayed in different locations throughout the property.

Describe what material or materials you will mix with the ground marijuana waste to make it unusable:

Any plant material that is trimmed from plants and not intended for sale to a manufacturer will be ground and mixed with vegetable oil, sawdust, compost, or any other materials described in 3AAC 306.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Marijuana waste must be rendered unusable for any purpose for which it was grown or produced before it leaves the marijuana establishment. Describe the process or processes that you will use to make the marijuana plant waste unusable:

Any plant material that is trimmed from plants and not intended for sale to a manufacturer will be deemed waste and will be ground and bagged. Prior to disposal at the local refuse site the ground material will be weighed, logged, and mixed with equal parts vegetable oil, sawdust, compost material, or any other method described in 3AAC 306. Disposal will likely occur once per week. Board shall be notified 3 days prior.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 6 – Transportation and Delivery of Marijuana and Marijuana Products

Review the requirements under 3 AAC 306.750, and identify how the proposed establishment will meet the listed requirements.

Applicants should be able to answer “Yes” to all items below.

Marijuana Transportation:

Yes No

The marijuana establishment from which a shipment of marijuana or marijuana product originates will ensure that any individual transporting marijuana shall have a marijuana handler permit required under 3 AAC 306.700

☒ ☐

The marijuana establishment that originates the transport of any marijuana or marijuana product will use the marijuana inventory tracking system to record the type, amount, and weight of marijuana or marijuana product being transported, the name of the transporter, the time of departure and expected delivery, and the make, model, and license plate number of the transporting vehicle

☒ ☐

The marijuana establishment that originates the transport of any marijuana or marijuana product will ensure that a complete printed transport manifest on a form prescribed by the board must be kept with the marijuana or marijuana product at all times during transport

☒ ☐

During transport, any marijuana or marijuana product will be in a sealed package or container in a locked, safe, and secure storage compartment in the vehicle transporting the marijuana or marijuana product, and the sealed package will not be opened during transport

☒ ☐

Any vehicle transporting marijuana or marijuana product will travel directly from the shipping marijuana establishment to the receiving marijuana establishment, and will not make any unnecessary stops in between except to deliver or pick up marijuana or marijuana product at any other licensed marijuana establishment

☒ ☐

When the marijuana establishment receives marijuana or marijuana product from another licensed marijuana establishment, the recipient of the shipment will use the marijuana inventory tracking system to report the type, amount, and weight of marijuana or marijuana product received

☒ ☐

The marijuana establishment will refuse to accept any shipment of marijuana or marijuana product that is not accompanied by the transport manifest

☒ ☐



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Describe how marijuana or marijuana product will be prepared, packaged, and secured for shipment:

Marijuana will be harvested and hung to dry on drying cables in a humidity controlled room dedicated to trimming and packaging.

After marijuana bud is dried, trimmed, cured and tested, it will be packaged in increments of one pound and bags and will be sealed, or stored in food grade 5 gal buckets.

A trip manifest will be generated to accompany shipment.

A steel "KNACK" locking job box will be located in the back of the vehicle intended for transport and will be used to safely transport marijuana product to its destination.

Describe the type of locked, safe, and secure storage compartments that will be used in any vehicles transporting marijuana or marijuana product:

A steel "KNACK" locking job box will be utilized to transport marijuana product. It will be located in the back of the SUV intended for transportation.



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 7 – Signage and Advertising

Describe any signs that you intend to post on your establishment with your business name, including quantity and dimensions:

Our establishment will not have any signs advertising our business. As a cultivator, we do not need to advertise to the public, nor do we want to announce to the world what our operations are as this is a security risk.

If you are not applying for a retail marijuana store license, you do not need to complete the rest of Section 7, including Page 17.

Restriction on advertising of marijuana and marijuana products (3 AAC 306.360):

All licensed retail marijuana stores must meet minimum standards for signage and advertising.

Applicants should be able to answer “Agree” to all items below.

No advertisement for marijuana or marijuana product will contain any statement or illustration that:

Agree Disagree

Is false or misleading

☐ ☐

Promotes excessive consumption

☐ ☐

Represents that the use of marijuana has curative or therapeutic effects

☐ ☐

Depicts a person under the age of 21 consuming marijuana

☐ ☐

Includes an object or character, including a toy, a cartoon character, or any other depiction designed to appeal to a child or other person under the age of 21, that promotes consumption of marijuana

☐ ☐



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

No advertisement for marijuana or marijuana product will be placed:

Agree Disagree

Within one thousand feet of the perimeter of any child-centered facility, including a school, childcare facility, or other facility providing services to children, a playground or recreation center, a public park, a library, or a game arcade that is open to persons under the age of 21

☐ ☐

On or in a public transit vehicle or public transit shelter

☐ ☐

On or in a publicly owned or operated property

☐ ☐

Within 1000 feet of a substance abuse or treatment facility

☐ ☐

On a campus for post-secondary education

☐ ☐

Signage and Promotional Materials:

Agree Disagree

I understand and agree to follow the limitations for signs under 3 AAC 306.360(a)

☐ ☐

The retail marijuana store will not use giveaway coupons as promotional materials, or conduct promotional activities such as games or competitions to encourage sale of marijuana or marijuana products

☐ ☐

All advertising for marijuana or any marijuana product will contain the warnings required under 3 AAC 306.360(e)

☐ ☐



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 8 – Control Plan for Persons Under the Age of 21

Describe how the marijuana establishment will prevent persons under the age of 21 from gaining access to any portion of the licensed premises and marijuana items:

There is only one exterior entry to the restricted access licensed premise. This door is always locked and can only be opened by the owners. No one under 21 years of age will be permitted inside the facility.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Signature of licensee

Printed name

Subscribed and sworn to before me this ____ day of _____, 20 ____.

Notary Public in and for the State of Alaska.

My commission expires: _____



Alcohol and Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501

marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

(Additional Space as Needed):



Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Section 8 – Control Plan for Persons Under the Age of 21

Describe how the marijuana establishment will prevent persons under the age of 21 from gaining access to any portion of the licensed premises and marijuana items:

There is only one exterior entry to the restricted access licensed premise. This door is always locked and can only be opened by the owners. No one under 21 years of age will be permitted inside the facility.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

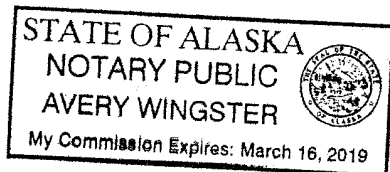
Dorinda Phelps

Signature of licensee

DOLYNDIA PHELPS

Printed name

Subscribed and sworn to before me this 26 day of March, 2016.



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

My commission expires: March 16, 2019



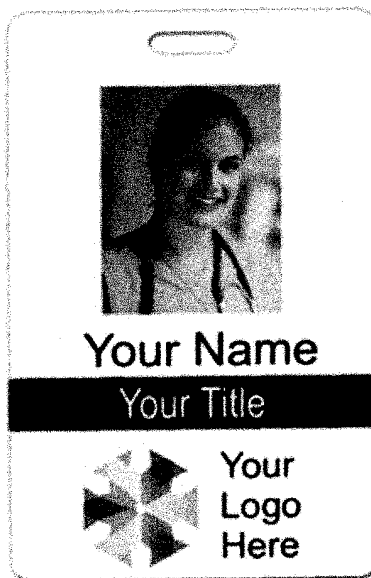
Alaska Marijuana Control Board

Form MJ-01: Marijuana Establishment Operating Plan

Describe your recordkeeping of visitors who are escorted into restricted access areas:

Any visitor will be required to sign in a log book their name, date, and time of visit. Information will be transferred to a computer file daily that can easily be provided to the AMCO upon request. Log book will be kept with other business records in a secure area.

Provide a copy of a sample identification badge to be displayed by each licensee, employee, or agent while on the premises:





Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

What is this form?

This operating plan supplemental form is required for all applicants seeking a marijuana cultivation facility license and must accompany the **Marijuana Establishment Operating Plan (Form MJ-01)**, per 3 AAC 306.020(b)(11). Applicants should review **Chapter 306: Article 4** of the **Alaska Administrative Code**. This form will be used to document how an applicant intends to meet the requirements of those regulations. If your business has a formal operating plan, you may include a copy of that operating plan with your application, but all fields of this form must still be completed per 3 AAC 306.020 and 3 AAC 306.420(2).

What additional information is required for cultivation facilities?

Applicants must identify how the proposed establishment will comply with applicable regulations regarding the following:

- Prohibitions
- Cultivation plan
- Odor control
- Testing procedure and protocols
- Security

This form must be submitted to AMCO's main office before any marijuana cultivation facility license application will be considered complete.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Jeffery Phelps	License Number:	10041
License Type:	Limited Cultivation		
Doing Business As:	Peace Frog Botanicals LLC		
Premises Address:	47459 Lakeside st.		
City:	Kenai	State:	ALASKA
		ZIP:	99611



Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

Section 2 – Prohibitions

Applicants should review 3 AAC 306.405 – 3 AAC 306.410 and be able to answer “Agree” to all items below.

The marijuana cultivation facility will not:

Agree Disagree

Sell, distribute, or transfer any marijuana or marijuana product to a consumer, with or without compensation

☒ ☐

Allow any person, including a licensee, employee, or agent, to consume marijuana or marijuana product on its licensee premises or within 20 feet of the exterior of any building or outdoor cultivation facility

☒ ☐

Treat or otherwise adulterate marijuana with any organic or nonorganic chemical or compound to alter the color, appearance, weight, or odor of the marijuana

☒ ☐

Section 3 – Cultivation Plan

Review the requirements under 3 AAC 306.420, and identify how the proposed premises will meet the listed requirements.

Describe the size of the space(s) the marijuana cultivation facility intends to be under cultivation, including dimensions and overall square footage. Provide your calculations below:

Propagation area... 9ft. 3inches x 14ft = 129.5 sq.ft.
Mother room.....11 ft 5 inches x 5ft. 10 inches = 69sq.ft
Flowering area.....9 ft. 6 inches x 15 ft= 142.5 sq.ft. (x2, as there are two areas in flowering room, identical in size)
TOTAL CANOPY= 483.5 sq.ft



Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

Describe the marijuana cultivation facility's growing medium(s) to be used:

super soil
pro-mix
perlite
clay beads
coco coir
rockwool
rooting sponge

Describe the marijuana cultivation facility's fertilizers, chemicals, gases, and delivery systems, including carbon dioxide management, to be used:

fertilizer contents: (varied amounts of basic elements)	Small propane heater with safety shut off will be used minimally to add CO2
Nitrogen	
Phosphorous	
Potassium	
Calcium	
Magnesium	
Boron	
Iron	
Manganese	
Sulfur	
Copper	
Zinc	
Molybdenum	
Aluminum	
Calcium Nitrate	
Epsom salts	bat guano
Hydrolized fish emulsion	dolomite lime
liquid kelp	earthworm castings

Describe the marijuana cultivation facility's irrigation and waste water systems to be used:

System will be on a timed automatic watering cycle which waters 2x per day, with approximately 1 cup of runoff each watering.

The system will use drain to waste tables that drain into a reservoir which pumps wastewater into a 300gal holding tank. There will be approximately 10 gal per day wastewater.



Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

Alcohol and Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501

marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

Describe the marijuana cultivation facility's waste disposal arrangements:

liquid waste will be used as fertilizer on the owners property and garden

plant material waste will be ground, made unusable by mixing with vegetable oil, and disposed of at a nearby refuse site

-or-

used in compost for owners garden

Section 4 – Odor Control

Review the requirements under 3 AAC 306.430, and identify how the proposed premises will meet the listed requirement.

Describe the odor control method(s) to be used and how the marijuana cultivation facility will ensure that any marijuana at the facility does not emit an odor that is detectable by the public from outside the facility:

High quality carbon filters will filter each point of exhaust in the facility. They will be changed as often as needed to prevent any detectable odor outside the facility



Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

Alcohol and Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501

marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

Section 5 – Testing Procedure and Protocols

Review the requirements under 3 AAC 306.455 and 3 AAC 306.465, and identify how the proposed premises will meet the listed requirements.

Applicants should be able to answer “Agree” to the item below.

I understand and agree that:

Agree Disagree

The board will or the director shall from time to time require the marijuana cultivation facility to provide samples of the growing medium, soil amendments, fertilizers, crop production aids, pesticides, or water for random compliance checks

☒ ☐

Describe the testing procedure and protocols the marijuana cultivation facility will follow:

As soon as a batch of harvested marijuana is dried, a designated individual will collect a homogeneous sample of 2 grams. They will then package and seal it, label it, and enter it into the marijuana tracking system as "TEST SAMPLE BATCH----" The remainder of the batch will be segregated and held until test results are received. The individual will prepare a signed statement indicating the sample was randomly selected. This statement shall be provided to the testing facility, and a copy will be kept on record.

The individual will enter into the marijuana tracking system the type, amount and weight of the product, the name of the transporter, the time of expected delivery, and the make, model, and license plate number of the transporting vehicle.

The designated individual will produce a trip manifest to accompany sample transport.

During transport, the marijuana product will be kept in a sealed package and locked in the "KNACK" job box. The transporter will not make any unnecessary stops.



Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

Section 6 – Security

Review the requirements under 3 AAC 306.430 and 3 AAC 306.470 – 3 AAC 306.475, and identify how the proposed premises will meet the listed requirements.

Applicants should be able to answer “Agree” to the two items below.

The marijuana cultivation facility applicant has:

Agree Disagree

Read and understands and agrees to the packaging of marijuana requirements under 3 AAC 306.470

☒☐

Read and understands and agrees to the labeling of marijuana requirements under 3 AAC 306.475

☒☐

Restricted Access Area (3 AAC 306.430):

Yes

No

Will the marijuana cultivation facility include outdoor production?

☐☒

If “Yes”, describe the outdoor structure(s) or the expanse of open or clear ground fully enclosed by a physical barrier:



Alaska Marijuana Control Board

**Operating Plan Supplemental
Form MJ-04: Marijuana Cultivation Facility**

Describe the method(s) used to ensure that any marijuana at the marijuana cultivation facility cannot be observed by the public from outside the facility:

All marijuana will be produced and packaged indoors, there are no windows in the facility. There is no possible way to view marijuana.

I certify that as a marijuana cultivation facility, I will submit monthly reports to the Department of Revenue and pay the excise tax required under AS 43.61.010 and 43.61.020 on all marijuana sold or provided as a sample to a marijuana establishment, as required under 3 AAC 306.480.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Signature of licensee

Printed name

Subscribed and sworn to before me this ____ day of _____, 20____.

Notary Public in and for the State of Alaska.

My commission expires: _____



Alaska Marijuana Control Board

Operating Plan Supplemental Form MJ-04: Marijuana Cultivation Facility

Alcohol and Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501

marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

(Additional Space as Needed):



Alaska Marijuana Control Board
Operating Plan Supplemental
Form MJ-04: Marijuana Cultivation Facility

Alcohol and Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501
marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

Describe the method(s) used to ensure that any marijuana at the marijuana cultivation facility cannot be observed by the public from outside the facility:

All marijuana will be produced and packaged indoors, there are no windows in the facility. There is no possible way to view marijuana.

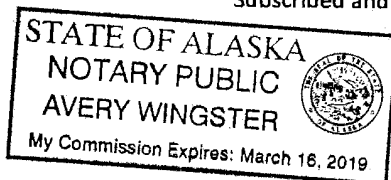
I certify that as a marijuana cultivation facility, I will submit monthly reports to the Department of Revenue and pay the excise tax required under AS 43.61.010 and 43.61.020 on all marijuana sold or provided as a sample to a marijuana establishment, as required under 3 AAC 306.480.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Douynda Phelps
Signature of licensee

DOUYNDA PHELPS
Printed name

Subscribed and sworn to before me this 26 day of March, 2016.



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

My commission expires: March 18, 2019



Alaska Marijuana Control Board

Alcohol & Marijuana Control Office
550 W 7th Avenue, Suite 1600
Anchorage, AK 99501
marijuana.licensing@alaska.gov
<https://www.commerce.alaska.gov/web/amco>
Phone: 907.269.0350

Cover Sheet for Marijuana Establishment Applications

What is this form?

This cover sheet **must** be completed and submitted any time a document, payment, or other marijuana establishment application item is emailed, mailed, or hand-delivered to AMCO's main office.

Items that are submitted without this page will be returned in the manner in which they were received.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Peace Frog Botanicals LLC	License Number:	10041		
License Type:	Limited Marijuana Cultivation Facility				
Doing Business As:	PEACE FROG BOTANICALS LLC				
Physical Address:	47459 Lakeside st.				
City:	Kenai	State:	AK	Zip Code:	99611
Designated Owner:	Dollynda Phelps				
Email Address:	jeffndol@yahoo.com				

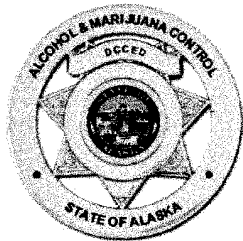
Section 2 – Attached Items

List all documents, payments, and other items that are being submitted along with this page.

Attached Items:	MJ-04 Suppl operating.....Please replace this form with one initially sent. It describes the total canopy space used.
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OFFICE USE ONLY

Received Date:		Payment Submitted Y/N:		Transaction #:	
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Alaska Marijuana Control Board

Form MJ-07: Public Notice Posting Affidavit**What is this form?**

A public notice posting affidavit is required for all marijuana establishment license applications, per 3 AAC 306.020(b)(10). As soon as practical after initiating a new marijuana establishment license application, an applicant must give notice of the application to the public by posting a copy of the application (produced by the board's application website) for ten (10) days at the location of the proposed licensed premises and one other conspicuous location in the area of the proposed premises, per 3 AAC 306.025(b)(1).

This form must be submitted to AMCO's main office before any license application will be considered complete.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Dollynda Phelps	License Number:	10041		
License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
Premises Address:	47459 Lakeside St				
City:	Kenai	State:	ALASKA	ZIP:	99611

Section 2 – Certification

I certify that I have met the public notice requirement set forth under 3 AAC 306.025(b)(1) by posting a copy of my application for the following 10-day period at the location of the proposed licensed premises and at the following conspicuous location in the area of the proposed premises:

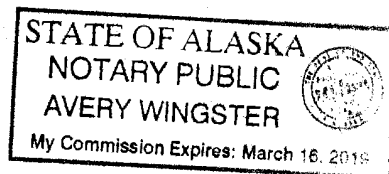
Start Date: February 29 End Date: March 10

Other conspicuous location: Nikiski Post Office bulletin board

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

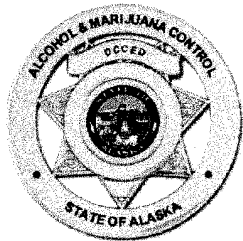
Dollynda Phelps
Signature of licensee

Subscribed and sworn to before me this 26 day of March, 2016.



Avery Wingster
Notary Public in and for the State of Alaska.

My commission expires: March 16, 2019



Alaska Marijuana Control Board

Form MJ-08: Local Government Notice Affidavit

Alcohol and Marijuana Control Office

550 W 7th Avenue, Suite 1600

Anchorage, AK 99501

marijuana.licensing@alaska.gov

<https://www.commerce.alaska.gov/web/amco>

Phone: 907.269.0350

What is this form?

A local government notice affidavit is required for all marijuana establishment license applications with a proposed premises that is located within a local government, per 3 AAC 306.025(b)(3). As soon as practical after initiating a new marijuana establishment license application, an applicant must give notice of the application to the public by submitting a copy of the application (produced by the board's application website) to the local government and any community council in the area of the proposed licensed premises.

This form must be submitted to AMCO's main office before any license application will be considered complete.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Dollynda Phelps	License Number:	10041		
License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
Premises Address:	47459 Lakeside st				
City:	Kenai	State:	ALASKA	ZIP:	99611

Section 2 – Certification

I certify that I have met the local government notice requirement set forth under 3 AAC 306.025(b)(3) by submitting a copy of my application to the following local government and community council (if applicable):

Local Government: Kenai Peninsula Borough

Date Submitted: February 29

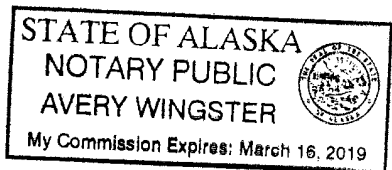
Community Council: _____
(Municipality of Anchorage and Matanuska-Susitna Borough only)

Date Submitted: _____

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Dollynda Phelps
Signature of licensee

Subscribed and sworn to before me this 26 day of March, 2016.



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

My commission expires: March 16, 2019



Alaska Marijuana Control Board

Form MJ-09: Statement of Financial Interest

What is this form?

A statement of financial interest completed by each proposed licensee (as defined in 3 AAC 306.020(b)(2)) and affiliate (as defined in 3 AAC 306.990(a)(1)) is required for all marijuana establishment license applications, per 3 AAC 306.020(b)(4). 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 proposed licensee or affiliate before any license application will be considered complete.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Jeffery Phelps	License Number:	10041		
License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
Premises Address:	47459 Lakeside st.				
City:	Kenai	State:	ALASKA	ZIP:	99611

Section 2 – Individual Information

Enter information for the individual licensee or affiliate.

Name:	Jeffery Phelps
Title:	Owner
SSN:	[REDACTED]



Alaska Marijuana Control Board

Form MJ-09: Statement of Financial Interest

Section 3 – Certifications

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

I further certify that any ownership change shall be reported to the board as required under 3 AAC 306.040.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Signature of licensee/affiliate

Subscribed and sworn to before me this _____ day of _____, 20_____.

Notary Public in and for the State of Alaska.

My commission expires: _____



Alaska Marijuana Control Board

Form MJ-09: Statement of Financial Interest

Section 3 – Certifications

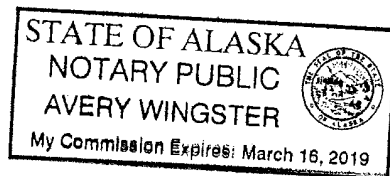
I certify that no person other than a proposed licensee listed on my marijuana establishment license application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which a marijuana establishment license is being applied for.

I further certify that any ownership change shall be reported to the board as required under 3 AAC 306.040.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Dollynda Phelps
Signature of licensee/affiliate

Subscribed and sworn to before me this 26 day of March, 2016.



Avery Wingster
Notary Public in and for the State of Alaska.

My commission expires: March 16, 2019



Alaska Marijuana Control Board

Form MJ-09: Statement of Financial Interest

What is this form?

A statement of financial interest completed by each proposed licensee (as defined in 3 AAC 306.020(b)(2)) and affiliate (as defined in 3 AAC 306.990(a)(1)) is required for all marijuana establishment license applications, per 3 AAC 306.020(b)(4). 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 proposed licensee or affiliate before any license application will be considered complete.

Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	Jeffery Phelps	License Number:	10041		
License Type:	Limited Cultivation				
Doing Business As:	Peace Frog Botanicals LLC				
Premises Address:	47459 Lakeside st.				
City:	Kenai	State:	ALASKA	ZIP:	99611

Section 2 – Individual Information

Enter information for the individual licensee or affiliate.

Name:	Jeffery Phelps
Title:	Owner
SSN:	[REDACTED]



Alaska Marijuana Control Board

Form MJ-09: Statement of Financial Interest

Section 3 – Certifications

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

I further certify that any ownership change shall be reported to the board as required under 3 AAC 306.040.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.

Signature of licensee/affiliate

Subscribed and sworn to before me this _____ day of _____, 20_____.

Notary Public in and for the State of Alaska.

My commission expires: _____



Alcohol and Marijuana Control Office

550 W 7th Avenue, Suite 1600

Anchorage, AK 99501

marijuana.licensing@alaska.gov

<https://www.commerce.alaska.gov/web/amco>

Phone: 907.269.0350

Alaska Marijuana Control Board

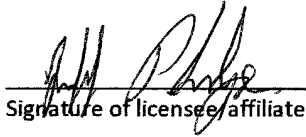
Form MJ-09: Statement of Financial Interest

Section 3 – Certifications

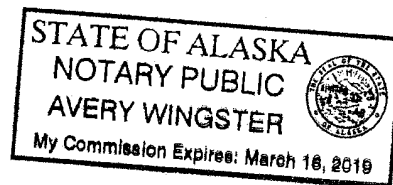
I certify that no person other than a proposed licensee listed on my marijuana establishment license application has a direct or indirect financial interest, as defined in 3 AAC 306.015(e)(1), in the business for which a marijuana establishment license is being applied for.


I further certify that any ownership change shall be reported to the board as required under 3 AAC 306.040.

I declare under penalty of perjury that I have examined this form, including all accompanying schedules and statements, and to the best of my knowledge and belief find it to be true, correct, and complete.


Signature of licensee/affiliate

Subscribed and sworn to before me this 26 day of March, 2016.




Notary Public in and for the State of Alaska.

My commission expires: March 16, 2019

Alcohol & Marijuana Control Office

License Number: 10041

License Status: New

License Type: Limited Marijuana Cultivation Facility

Doing Business As: PEACE FROG BOTANICALS LLC

Business License Number: 1032520

Designated Owner: Dollynda Phelps

Email Address: jeffndol@yahoo.com

Latitude, Longitude: 60.667431, -151.283079

Physical Address: 47459 Lakeside st.
Kenai, AK 99611
UNITED STATES

Owner #1

Owner Type: Entity

Alaska Entity Number: 10035870

Alaska Entity Name: Peace Frog Botanicals LLC

Phone Number: 907-252-8026

Email Address: jeffndol@yahoo.com

Mailing Address: 47459 Lakeside st
Kenai, AK 99611
UNITED STATES

Affiliate #1

Owner Type: Individual

Name: jeffery phelps

SSN: [REDACTED]

Date of Birth: [REDACTED]

Phone Number: 907-252-8026

Email Address: jeffndol@yahoo.com

Mailing Address: 47459 Lakeside st
Kenai, AK 99611
UNITED STATES

Affiliate #2

Owner Type: Individual

Name: Dollynda Phelps

SSN: [REDACTED]

Date of Birth: [REDACTED]

Phone Number: 907-252-8026

Email Address: jeffndol@yahoo.com

Mailing Address: 47459 Lakeside st
Kenai, AK 99611
UNITED STATES

Alaska Residential Lease Agreement

This Lease Agreement (the "Agreement") is made and entered on April 08, 2016 (the "Effective Date") by and between Jeff Phelps/ Dollynda Phelps (the "Landlord") and the following tenants:

Peace Frog Botanicals LLC

(the "Tenant")

Subject to the terms and conditions stated below the parties agree as follows:

1. Property. Landlord, in consideration of the lease payments provided in this Agreement, leases to Tenant a single room, described below, located at 47459 lakeside st, kenai, Alaska 99611 (the "Property"). No other portion of the building wherein the Property is located is included unless expressly provided for in this Agreement.

Room description: The leased premise includes the basement area with exception of owners storage space.

2. Term. This Agreement will begin on April 01, 2016 (the "Start Date"), and will continue from that date as a month-to-month tenancy. If at any time Tenant desires to terminate the tenancy, Tenant may do so by providing to Landlord written notice of intention to terminate. Such notice to terminate must be provided to Landlord at least 30 days prior to the desired date of termination of the tenancy. Landlord may terminate the tenancy by giving written notice as provided by law.

Tenant will vacate the Property upon termination of the Agreement, unless: (i) Landlord and Tenant have extended this Agreement in writing or signed a new agreement; (ii) mandated by local rent control law; or (iii) Landlord accepts Rent from Tenant (other than past due Rent), in which case a month-to-month tenancy will be created which either party may terminate as specified above. All other terms and conditions of this Agreement will remain in full force and effect.

3. Management. The Tenant is hereby notified that Jeff Phelps/ Dollynda Phelps is the property manager of the Property. Should the Tenant have any issues or concerns, the Tenant may contact Jeff Phelps/ Dollynda Phelps by one of the methods below:

Address: 47459 lakeside st, kenai, Alaska 99611

Telephone: 9072528026

Email: Jeffndol@yahoo.com

4. Rent. Tenant will pay to Landlord rent in the amount of **\$3,500.00** (the "Rent"), payable in advance on the 1st day of each month, and is delinquent on the next day. If the 1st falls on a weekend or legal holiday, the rent is due on the next business day. There will be no rent increases

29. Subordination of Lease. This Agreement is subordinate to any mortgage that now exists, or may be given later by Landlord, with respect to the Property.

30. Assignment and Subletting. Tenant may not assign or sublease any interest in the Property, nor assign, mortgage or pledge this Agreement. This is a blanket prohibition, meaning no replacement tenant(s) will be permitted and no additional tenant or occupant will be allowed on the Property even if a Tenant leaves the Property. This prohibition applies to each and every term of this Agreement in regard to space leased to Tenant. Any waiver of this prohibition must be secured from the Landlord in writing. In the event the prohibition is invalidated or lifted, Tenant, Landlord and any subtenant or assignee agrees to be bound by each and every provision contained in this Agreement.

31. Notice. Notice under this Agreement will not be deemed valid unless given or served in writing and forwarded by mail, postage prepaid, addressed to the party at the appropriate address set forth below. Such addresses may be changed from time to time by either party by providing notice as set forth below. Notices mailed in accordance with these provisions will be deemed received on the third day after posting.

Landlord:

Jeff Phelps/ Dollynda Phelps
47459 lakeside st, kenai, Alaska 99611

Tenant:

Peace Frog Botanicals LLC
47459 lakeside st, kenai, Alaska 99611

Such addresses may be changed from time to time by any party by providing notice as set forth above.

32. Governing Law. This Agreement will be governed, construed and interpreted by, through and under the Laws of the State of Alaska.

33. Waiver and Severability. The failure of either party to enforce any provisions of this Agreement will not be construed as a waiver or limitation of that party's right to subsequently enforce and compel strict compliance with every provision of this Agreement. If any provision of this Agreement or the application thereof will, for any reason and to any extent, be invalid or unenforceable, neither the remainder of this Agreement nor the application of the provision to other persons, entities or circumstances will be affected thereby, but instead will be enforced to the maximum extent permitted by law.

34. Time of Essence. Time is of the essence with respect to the execution of this Lease Agreement.

IN WITNESS WHEREOF, the Landlord and Tenant have executed this Agreement in the manner prescribed by law as of the Effective Date.

Landlord:

By: Jeff Phelps / Dollynda Phelps Date: 4-8-16
Jeff Phelps/ Dollynda Phelps
47459 lakeside st
kenai, Alaska 99611

Tenant:

By: Peace Frog Botanicals LLC Date: 4-8-16
Peace Frog Botanicals LLC

PUBLISHER'S AFFIDAVIT

UNITED STATES OF AMERICA, }
STATE OF ALASKA } ss:

Denise Reece being first duly
sworn, on oath deposes and says:

That I am and was at all times here in this
affidavit mentions, Supervisor of Legals of the
Morris Publishing Group/Peninsula Clarion, a
newspaper of general circulation and pub-
lished at Kenai, Alaska, that the
Limited Marijuana Cultivation Facility License

a printed copy of which is hereto annexed was
published in said paper one each and
every week for three successive and
consecutive weeks in the issues on the
following dates:

March 2, 9, 16, 2016

x Denise Reece

SUBSCRIBED AND SWORN to me before
this 16th day of March, 2016

L. Peikert

NOTARY PUBLIC in favor for the
State of Alaska.

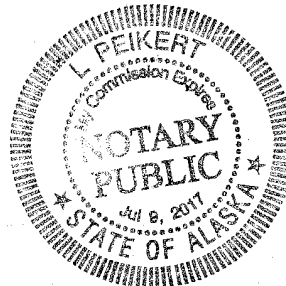
My Commission expires 07-09-2017

LIMITED MARIJUANA CULTIVATION FACILITY LICENSE

Peace Frog Botanicals LLC is ap-
plying for a New Limited Marijuana
Cultivation Facility License 3 AAC
306.400(2) d/b/a PEACE FROG
BOTANICALS LLC, located at 47459
Lakeside St., Kenai, AK, 99611,
UNITED STATES.

Interested persons should submit
written comment or objection to their
local government, the applicant, and
to the Alcohol & Marijuana Control
Office at 550 W 7th Ave, Suite 1600,
Anchorage, AK 99501.

PUBLISH: 3/2, 9, 16, 2016 2641/714411



Division of Corporations, Business and Professional Licensing

Name(s)

Type	Name
Legal Name	Peace Frog Botanicals LLC

Entity Details

Entity Type: Limited Liability Company

Entity #: 10035870

Status: Good Standing

AK Formed Date: 2/18/2016

Duration/Expiration: Perpetual

Home State: ALASKA

Next Biennial Report Due: 1/2/2018

Entity Mailing Address: 47459 LAKESIDE ST., KENAI, AK 99611

Entity Physical Address: 47459 LAKESIDE ST., KENAI, AK 99611

Registered Agent

Agent Name: Dollynda Phelps

Registered Mailing Address: 47459 LAKESIDE ST., KENAI, AK 99611

Registered Physical Address: 47459 LAKESIDE ST., KENAI, AK 99611

Officials

AK Entity#	Name	Titles	Percent Owned
	Dollynda Phelps	Member	50
	JEFFERY PHELPS	Member	50

Filed Documents

Date Filed	Type	Filing	Certificate
2/18/2016	Creation Filing		
2/18/2016	Initial Report		
3/16/2016	Change of Officials		

Limited Liability Company Agreement of Peace Frog Botanicals LLC, a Limited Liability Company

I. Formation.

A. State of Formation. This is a Limited Liability Company Operating Agreement (the "Agreement") for Peace Frog Botanicals LLC, a Member-managed Alaska limited liability company (the "Company") formed under and pursuant to Alaska law.

B. Operating Agreement Controls. To the extent that the rights or obligations of the Members or the Company under provisions of this Operating Agreement differ from what they would be under Alaska law absent such a provision, this Agreement, to the extent permitted under Alaska law, shall control.

C. Primary Business Address. The location of the primary place of business of the Company is:

47459 lakeside st, kenai, Alabama 99611, or such other location as shall be selected from time to time by the Members.

D. Registered Agent and Office. The Company's initial agent (the "Agent") for service of process is Dollynda Phelps. The Agent's registered office is 47459 lakeside st, kenai, Alabama 99611. The Company may change its registered office, its registered agent, or both, upon filing a statement with the Alaska Secretary of State.

E. No State Law Partnership. No provisions of this Agreement shall be deemed or construed to constitute a partnership (including, without limitation, a limited partnership) or joint venture, or any Member a partner or joint venturer of or with any other Member, for any purposes other than federal and state tax purposes.

II. Purposes and Powers.

A. Purpose. The Company is created for the following business purpose: Agriculture

B. Powers. The Company shall have all of the powers of a limited liability company set forth under Alaska law.

C. Duration. The Company's term shall commence upon the filing of Articles of Organization and all other such necessary materials with the state of Alaska. The Company will operate until terminated as outlined in this Agreement unless:

1. The Members vote unanimously to dissolve the Company;
2. No Member of the Company exists, unless the business of the Company is continued in a manner permitted by Alaska law;
3. It becomes unlawful for either the Members or the Company to continue in business;
4. A judicial decree is entered that dissolves the Company; or
5. Any other event results in the dissolution of the Company under federal or Alaska law.

III. Members.

A. Members. The Members of the Company (jointly the "Members") and their Membership Interest in the same at the time of adoption of this Agreement are as follows:

Dollynda Phelps, 50%

Jeffery Phelps, 50%

B. Initial Contribution. Each Member shall make an Initial Contribution to the Company. The Initial Contributions of each shall be as described in Attachment A, Initial Contributions of the Members.

No Member shall be entitled to interest on their Initial Contribution. Except as expressly provided by this Agreement, or as required by law, no Member shall have any right to demand or receive the return of their Initial Contribution.

C. Limited Liability of the Members. Except as otherwise provided for in this Agreement or otherwise required by Alaska law, no Member shall be personally liable for any acts, debts, liabilities or obligations of the Company beyond their respective Initial Contribution. The Members shall look solely to the Company property for the return of their Initial Contribution, or value thereof, and if the Company property remaining after payment or discharge of the debts, liabilities or obligations of the Company is insufficient to return such Initial Contributions, or value thereof, no Member shall have any recourse against any other Member except as is expressly provided for by this Agreement.

D. Withdrawal or Death of a Member. Should a Member die or withdraw from the Company by choice, the remaining Members will have the option to buy out that Member's Membership Interest in the Company. Should the Members agree to buy out the Membership Interest of the withdrawing Member, that Interest shall be paid for equally by the remaining Members and distributed in equal amounts to the remaining Members. The Members agree to hire an outside firm to assess the value of the Membership Interest.

The Members will have 7 days to decide if they want to buy the Membership Interest together and disperse it equally. If all Members do not agree to buy the Membership Interest, individual Members will then have the right to buy the Membership Interest individually. If more than one Member requests to buy the remaining Membership Interest, the Membership Interest will be paid for and split equally among those Members wishing to purchase the Membership Interest. If all Members agree by unanimous vote, the Company may choose to allow a non-Member to buy the Membership Interest thereby replacing the previous Member.

If no individual Member(s) finalize a purchase agreement by 14 days, the withdrawing Member, or their estate, may dispose of their Membership Interest however they see fit, subject to the limitations in Section III(E) below. If a Member is a corporation, trust, partnership, limited liability company or other entity and is dissolved or terminated, the powers of that Member may be exercised by its legal representative or successor.

The name of the Company may be amended upon the written and unanimous vote of all Members if a Member withdraws, dies, is dissolved or terminated.

E. Creation or Substitution of New Members. Any Member may assign in whole or in part its Membership Interest only after granting their fellow Members the right of first refusal, as established in Section III(D) above.

1. *Entire transfer.* If a Member transfers all of its Membership Interest, the transferee shall be admitted to the Company as a substitute Member upon its execution of an instrument signifying its agreement to be bound by the terms and conditions of this Agreement. Such admission shall be deemed effective immediately upon the transfer, and, simultaneously, the transferor Member shall cease to be a Member of the Company and shall have no further rights or obligations under this Agreement.

2. *Partial transfer.* If a Member transfers only a portion of its Membership Interest, the transferee shall be admitted to the Company as an additional Member upon its execution of an instrument signifying its agreement to be bound by the terms and conditions of this Agreement.

3. Whether a substitute Member or an additional Member, absent the written consent of all existing Members of the Company, the transferee shall be a limited Member and possess only the percentage of the monetary rights of the transferor Member that was transferred without any voting power as a Member in the Company.

F. Member Voting.

1. *Voting power.* The Company's Members shall each have voting power equal to their share of Membership Interest in the Company.

2. *Proxies.* At all meetings of Members, a Member may vote in person or by proxy executed in writing by the Member or by his duly authorized attorney-in-fact. Such proxy shall be delivered to the other Members of the Company before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

G. Duties of the Members. The Members shall cause the Company to do or cause to be done all things necessary to preserve and keep in full force and effect its existence, rights (charter and statutory) and franchises. The Members also shall cause the Company to:

1. Maintain its own books, records, accounts, financial statements, stationery, invoices, checks and other limited liability company documents and bank accounts separate from any other person;

2. At all times hold itself out as being a legal entity separate from the Members and any other person and conduct its business in its own name;

3. File its own tax returns, if any, as may be required under applicable law, and pay any taxes required to be paid under applicable law;

4. Not commingle its assets with assets of the Members or any other person, and separately identify, maintain and segregate all Company assets;

5. Pay its own liabilities only out of its own funds, except with respect to organizational expenses;

6. Maintain an arm's length relationship with the Members, and, with respect to all business transactions entered into by the Company with the Members, require that the terms and conditions of such transactions (including the terms relating to the amounts paid thereunder) are the same as would be generally available in comparable business transactions if such transactions were with a person that was not a Member;
7. Pay the salaries of its own employees, if any, out of its own funds and maintain a sufficient number of employees in light of its contemplated business operations;
8. Not guarantee or become obligated for the debts of any other person or hold out its credit as being available to satisfy the obligations of others;
9. Allocate fairly and reasonably any overhead for shared office space;
10. Not pledge its assets for the benefit of any other person or make any loans or advances to any person;
11. Correct any known misunderstanding regarding its separate identity;
12. Maintain adequate capital in light of its contemplated business purposes;
13. Cause its Members to meet or act pursuant to written consent and keep minutes of such meetings and actions and observe all other Alaska limited liability company formalities;
14. Make any permitted investments directly or through brokers engaged and paid by the Company or its agents;
15. Not require any obligations or securities of the Members; and
16. Observe all other limited liability formalities.

Failure of the Members to comply with any of the foregoing covenants shall not affect the status of the Company as a separate legal entity or the limited liability of the Members.

H. Fiduciary Duties of the Members.

1. *Loyalty and Care.* Except to the extent otherwise provided herein, each Member shall have a fiduciary duty of loyalty and care similar to that of members of limited liability companies organized under the laws of Alaska.

2. *Competition with the Company.* The Members shall refrain from dealing with the Company in the conduct of the Company's business as or on behalf of a party having an interest adverse to the Company unless a majority, by individual vote, of the Members excluding the interested Member, consents thereto. The Members shall refrain from competing with the Company in the conduct of the Company's business unless a majority, by individual vote, of the Members excluding the interested Member, consents thereto. In the event that a Member is the sole Member of the Company, no vote shall be required.

3. *Duties Only to the Company.* The Member's fiduciary duties of loyalty and care are to the Company and not to the other Members. The Members shall owe fiduciary duties of disclosure, good faith and fair dealing to the Company and to the other Members. A Member who so performs their duties shall not have any liability by reason of being or having been a Member.

4. *Reliance on Reports.* In discharging the Member's duties, a Member is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by any of the following:

i. One or more Members or employees of the Company whom the Member reasonably believes to be reliable and competent in the matters presented.

ii. Legal counsel, public accountants, or other persons as to matters the Member reasonably believes are within the persons' professional or expert competence.

iii. A committee of Members of which the affected Member is not a participant, if the Member reasonably believes the committee merits confidence.

I. Waiver of Partition: Nature of Interest. Except as otherwise expressly provided in this Agreement, to the fullest extent permitted by law, each Member hereby irrevocably waives any right or power that such Member might have to cause the Company or any of its assets to be partitioned, to cause the appointment of a receiver for all

or any portion of the assets of the Company, to compel any sale of all or any portion of the assets of the Company pursuant to any applicable law or to file a complaint or to institute any proceeding at law or in equity to cause the dissolution, liquidation, winding up or termination of the Company. No Member shall have any interest in any specific assets of the Company.

J. Compensation of Members. The Members shall have the authority to fix the compensation of individual Members. All Members may be paid their expenses, if any, of attendance at meetings of the Members, which may be a fixed sum for attendance at each meeting of the Members or a stated salary as a Member. No such payment shall preclude any Member from serving the Company in any other capacity and receiving compensation therefor.

K. Members as Agents. All Members are agents of the Company for the purpose of its business. An act of any Member, including the signing of an instrument in the Company's name, binds the Company where the Member executed the act for apparently carrying on the Company's business or business of the kind carried on by the Company in the ordinary course, unless the Member had no authority to act for the Company in the particular matter and the person with whom the Member was dealing knew or had notice that the Member lacked authority. An act of a Member binds the Company, however, even where the Member executed the act not apparently for carrying on the Company's business or business of the kind carried on by the Company in the ordinary course only if the act was authorized by the other Members.

IV. Accounting and Distributions.

A. Fiscal Year. The Company's fiscal year shall end on the last day of December.

B. Records. All financial records including tax returns and financial statements will be held at the Company's primary business address and will be accessible to all Members.

C. Distributions. Distributions shall be issued on a quarterly basis, based upon the Company's fiscal year. The distribution shall not exceed the remaining net cash of the Company after making appropriate provisions for the Company's ongoing and anticipatable liabilities and expenses. Each Member shall receive a percentage of the overall distribution that matches that Member's percentage of Membership Interest in the Company.

V. Tax Treatment Election.

The Company has not filed with the Internal Revenue Service for treatment as a corporation. Instead, the Company will be taxed as a pass-through organization. The Members may elect for the Company to be treated as a C-Corporation at any time.

VI. Dissolution.

A. Limits on Dissolution. The Company shall have a perpetual existence, and shall be dissolved, and its affairs shall be wound up only upon the provisions established in Section II(C) above.

Notwithstanding any other provision of this Agreement, the Bankruptcy of any Member shall not cause such Member to cease to be a Member of the Company and upon the occurrence of such an event, the business of the Company shall continue without dissolution.

Each Member waives any right that it may have to agree in writing to dissolve the Company upon the Bankruptcy of any Member or the occurrence of any event that causes any Member to cease to be a Member of the Company.

B. Winding Up. Upon the occurrence of any event specified in Section II(C), the Company shall continue solely for the purpose of winding up its affairs in an orderly manner, liquidating its assets, and satisfying the claims of its creditors. One or more Members, selected by the remaining Members, shall be responsible for overseeing the winding up and liquidation of the Company, shall take full account of the liabilities of the Company and its assets, shall either cause its assets to be distributed as provided under this Agreement or sold, and if sold as promptly as is consistent with obtaining the fair market value thereof, shall cause the proceeds therefrom, to the extent sufficient therefor, to be applied and distributed as provided under this Agreement.

C. Distributions in Kind. Any non-cash asset distributed to one or more Members in liquidation of the Company shall first be valued at its fair market value (net of any liability secured by such asset that such Member assumes or takes subject to) to determine the profits or losses that would have resulted if such asset were sold for such value, such profit or loss shall then be allocated as provided under this Agreement. The fair market value of such asset shall be determined by the Members or, if any Member objects, by an independent appraiser (any such appraiser must be recognized as an expert in valuing the type of asset involved) approved by the Members.

D. Termination. The Company shall terminate when (i) all of the assets of the Company, after payment of or due provision for all debts,

liabilities and obligations of the Company, shall have been distributed to the Members in the manner provided for under this Agreement and (ii) the Company's registration with the state of Alaska shall have been canceled in the manner required by Alaska law.

E. Accounting. Within a reasonable time after complete liquidation, the Company shall furnish the Members with a statement which shall set forth the assets and liabilities of the Company as at the date of dissolution and the proceeds and expenses of the disposition thereof.

F. Limitations on Payments Made in Dissolution. Except as otherwise specifically provided in this Agreement, each Member shall only be entitled to look solely to the assets of the Company for the return of its Initial Contribution and shall have no recourse for its Initial Contribution and/or share of profits (upon dissolution or otherwise) against any other Member.

G. Notice to Alaska Authorities. Upon the winding up of the Company, the Member with the highest percentage of Membership Interest in the Company shall be responsible for the filing of all appropriate notices of dissolution with Alaska and any other appropriate state or federal authorities or agencies as may be required by law. In the event that two or more Members have equally high percentages of Membership Interest in the Company, the Member with the longest continuous tenure as a Member of the Company shall be responsible for the filing of such notices.

VII. Exculpation and Indemnification.

A. No Member, employee or agent of the Company and no employee, agent or affiliate of a Member (collectively, the "Covered Persons") shall be liable to the Company or any other person who has an interest in or claim against the Company for any loss, damage or claim incurred by reason of any act or omission performed or omitted by such Covered Person in good faith on behalf of the Company and in a manner reasonably believed to be within the scope of the authority conferred on such Covered Person by this Agreement, except that a Covered Person shall be liable for any such loss, damage or claim incurred by reason of such Covered Person's gross negligence or willful misconduct.

B. To the fullest extent permitted by applicable law, a Covered Person shall be entitled to indemnification from the Company for any loss, damage or claim incurred by such Covered Person by reason of any act or omission performed or omitted by such Covered Person in good faith on behalf of the Company and in a manner reasonably believed to be within the scope of the authority conferred on such

Covered Person by this Agreement. Expenses, including legal fees, incurred by a Covered Person defending any claim, demand, action, suit or proceeding shall be paid by the Company. The Covered Person shall be liable to repay such amount if it is determined that the Covered Person is not entitled to be indemnified as authorized in this Agreement. No Covered Person shall be entitled to be indemnified in respect of any loss, damage or claim incurred by such Covered Person by reason of such Covered Person's gross negligence or willful misconduct with respect to such acts or omissions. Any indemnity under this Agreement shall be provided out of and to the extent of Company assets only.

C. A Covered Person shall be fully protected in relying in good faith upon the records of the Company and upon such information, opinions, reports or statements presented to the Company by any person as to matters the Covered Person reasonably believes are within such other person's professional or expert competence and who has been selected with reasonable care by or on behalf of the Company, including information, opinions, reports or statements as to the value and amount of the assets, liabilities, or any other facts pertinent to the existence and amount of assets from which distributions to the Members might properly be paid.

D. To the extent that, at law or in equity, a Covered Person has duties (including fiduciary duties) and liabilities relating thereto to the Company or to any other Covered Person, a Covered Person acting under this Agreement shall not be liable to the Company or to any other Covered Person for its good faith reliance on the provisions of this Agreement. The provisions of the Agreement, to the extent that they restrict the duties and liabilities of a Covered Person otherwise existing at law or in equity, are agreed by the Members to replace such other duties and liabilities of such Covered Person.

E. The foregoing provisions of this Article VII shall survive any termination of this Agreement.

VIII. Insurance.

The Company shall have the power to purchase and maintain insurance, including insurance on behalf of any Covered Person against any liability asserted against such person and incurred by such Covered Person in any such capacity, or arising out of such Covered Person's status as an agent of the Company, whether or not the Company would have the power to indemnify such person against such liability under the provisions of Article VII or under applicable law.

IX. Settling Disputes.

All Members agree to enter into mediation before filing suit against any other Member or the Company for any dispute arising from this Agreement or Company. Members agree to attend one session of mediation before filing suit. If any Member does not attend mediation, or the dispute is not settled after one session of mediation, the Members are free to file suit. Any law suits will be under the jurisdiction of the state of Alaska.

X. General Provisions.

A. Notices. All notices, offers or other communications required or permitted to be given pursuant to this Agreement shall be in writing and may be personally served or sent by United States mail and shall be deemed to have been given when delivered in person or three (3) business days after deposit in United States mail, registered or certified, postage prepaid, and properly addressed, by or to the appropriate party.

B. Number of Days. In computing the number of days (other than business days) for purposes of this Agreement, all days shall be counted, including Saturdays, Sundays and holidays; provided, however, that if the final day of any time period falls on a Saturday, Sunday or holiday on which national banks are or may elect to be closed, then the final day shall be deemed to be the next day which is not a Saturday, Sunday or such holiday.

C. Execution of Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be an original, and all of which shall together constitute one and the same instrument.

D. Severability. The provisions of this Agreement are independent of and separable from each other, and no provision shall be affected or rendered invalid or unenforceable by virtue of the fact that for any reason any other or others of them may be invalid or unenforceable in whole or in part.

E. Headings. The Article and Section headings in this Agreement are for convenience and they form no part of this Agreement and shall not affect its interpretation.

F. Controlling Law. This Agreement shall be governed by and construed in all respects in accordance with the laws of the state of Alaska (without regard to conflicts of law principles thereof).

G. Application of Alaska Law. Any matter not specifically covered by a provision of this Agreement shall be governed by the applicable provisions of Alaska law.

H. Amendment. This Agreement may be amended only by written consent of all the Members. Upon obtaining the approval of any such amendment, supplement or restatement as to the Certificate, the Company shall cause a Certificate of Amendment or Amended and Restated Certificate to be prepared, executed and filed in accordance with Alaska law.

I. Entire Agreement. This Agreement contains the entire understanding among the parties hereto with respect to the subject matter hereof, and supersedes all prior and contemporaneous agreements and understandings, inducements or conditions, express or implied, oral or written, except as herein contained.

IN WITNESS WHEREOF, the Members have executed and agreed to this Limited Liability Company Operating Agreement, which shall be effective as of February 18, 2016.

Signature: Dollynda Phelps
Dollynda Phelps

Signature: Jeffery Phelps
Jeffery Phelps

ATTACHMENT A
Initial Contributions of the Members

The Initial Contributions of the Members of Peace Frog Botanicals LLC are as follows:

Dollynda Phelps

Contribution:

Cash: \$20,000.00

Real Property: Residence valued at \$140,000.00

Other Property: 2006 Dodge Durango valued at \$9,000.00

Jeffery Phelps

Contribution:

Cash: \$20,000.00

Real Property: Residence valued at \$140,000.00

Other Property: 2006 Dodge Durango valued at \$9,000.00

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

Peace Frog Botanicals LLC



IN TESTIMONY WHEREOF, I execute the certificate
and affix the Great Seal of the State of Alaska
effective February 18, 2016.

A handwritten signature in black ink, appearing to read "Chris Hladick".

Chris Hladick
Commissioner

Alaska Business License # 1032520

Alaska Department of Commerce, Community, and Economic Development

Division of Corporations, Business and Professional Licensing
P.O. Box 110806, Juneau, Alaska 99811-0806

This is to certify that

PEACE FROG BOTANICALS LLC

47459 LAKESIDE ST. KENAI AK 99611

owned by

PEACE FROG BOTANICALS LLC

is licensed by the department to conduct business for the period

February 18, 2016 through December 31, 2016
for the following line of business:

11 - Agriculture, Forestry, Fishing and Hunting
61 - Educational Services



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.

Chris Hladick



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

**Department of Commerce, Community,
and Economic Development**

ALCOHOL & MARIJUANA CONTROL OFFICE
550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

May 3, 2016

Peace Frog Botanicals, LLC
DBA: Peace Frog Botanicals LLC
Via email: jeffndol@yahoo.com

Re: Limited Marijuana Cultivation Facility License Application #10041

Dear Applicant,

AMCO staff has reviewed the online application and supplemental documents submitted for the proposed marijuana establishment license referenced above. The following items need to be corrected and/or resubmitted.

- MJ-00 Application Certifications
 - Pg 3 should only have one box initialed. Please correct for both affiliates and re-submit. You do not need to have it re-notarized, you can initial your changes on the current form.
- MJ-02 Premises Diagram
 - Please outline your proposed licensed premises area in another color so that it is clearly delineated from non-licensed areas. Please keep in mind that anyone under 21 years of age will not be allowed on the licensed premises at any time.
- Entity Documents
 - An LLC must submit the limited liability company agreement per 3 AAC 306.020(3)(B).

Please note per 3 AAC 306.025(f) you must make these corrections and submit these items to complete your application not later than 90 days after the date of this notice. If you fail to complete your application during the 90 day period after this notice, you will be required to file a new application and pay a new application filing fee to obtain a marijuana establishment license.

Sincerely,

Cynthia Franklin, Director
marijuana.licensing@alaska.gov

From: [Marijuana Licensing \(CED sponsored\)](#)
To: ["jeffndol@yahoo.com"](mailto:jeffndol@yahoo.com)
Cc: [Marijuana Licensing \(CED sponsored\)](#)
Subject: Marijuana License App Incomplete Letter *DEADLINE* August 1, 2016
Date: Tuesday, May 03, 2016 9:09:00 AM
Attachments: [10041 Incomplete Application Letter .docx](#)
[10041 MJ-00 Application Certification 2.pdf](#)
[10041 MJ-00 Application Certification.pdf](#)

Hello,

Your application is now under review. Please read the attached letter regarding information/documents/corrections needed. Please note there is a deadline of August 1, 2016.

*Thank you,
AMCO Staff*



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

**Department of Commerce, Community,
and Economic Development**

ALCOHOL & MARIJUANA CONTROL OFFICE
550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

May 6, 2016

Peace Frog Botanicals, LLC DBA Peace Frog Botanicals, LLC
Via Email
jeffndol@yahoo.com

Re: Status of your application for License #10041

Peace Frog Botanicals, LLC:

I have received your application for a Limited Marijuana Cultivation Facility license. Our staff has reviewed your application after receiving your application and licensing fees. Your application documents appear to be in order and I have determined that your application is complete for purposes of 3 AAC 306.025(d).

Your application in its entirety will be sent electronically to your local government, your community council if your proposed premises is in Anchorage or certain locations in the Mat-Su Borough, and to any non-profit agencies who have requested notification of applications. The local government will have sixty days to protest the issuance of your license or waive protest.

If you have not yet received all necessary approvals, such as a local license, conditional use permit, site plan review, Fire Marshal approval, or Department of Environmental Conservation approval, we will continue to watch for those pieces to come in. At this time, at the direction of the Marijuana Control Board, I am determining your application to be complete without sending your fingerprint card to the Department of Public Safety (DPS) for independent verification of your lack of a disqualifying criminal history. The fingerprint card will be forwarded on an as yet undetermined date when DPS and the FBI are ready to receive and process it. Your application status in the application database will be changed to "Complete" today.

Your application may be considered by the board while some approvals are still pending. However, your license will not be finally issued and ready to operate until all necessary approvals are received and a preliminary inspection of your premises by AMCO enforcement staff is completed.

Your application will be scheduled for the June 9th board meeting for Marijuana Control Board consideration. Because June 9th, 2016 is less than 60 days from today, the board will not grant or deny your application before July 3rd, 2016 unless your local government waives its right to protest per 3 AAC 306.075(a)(1). Please feel free to contact us through the marijuana.licensing@alaska.gov email address if you have any questions.

Sincerely,

A handwritten signature in blue ink, appearing to read "C. Franklin".

Cynthia Franklin
Director, Marijuana Control Board

cc: License file



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

Department of Commerce, Community,
and Economic Development

ALCOHOL & MARIJUANA CONTROL OFFICE
550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

May 6, 2016

Department of Environmental Conservation
Attn: Permitting Division
State Fire Marshal
Attn: Jessica Faulkner
Diana Parks

VIA email: DEC.FSSPermit@alaska.gov
jessica.faulkner@alaska.gov
diana.parks@alaska.gov

**Omar Gucer DBA Talisman Farms
Limited Marijuana Cultivation Facility License #10148**

3 AAC 306.300(a)(2)(B), 3 AAC 306.400(b)(2)(B), 3 AAC 306.500(b)(2)(B), and 3 AAC 306.605(b)(2)(B) require that an applicant for a marijuana establishment license operate in compliance with each applicable public health, fire, safety, and tax code and ordinance of the state and the local government in which the applicant's proposed licensed premises are located.

This letter serves to provide written notice and request for compliance status from the above referenced entities regarding the above application (see attached application documents for more information). **Please complete and return this form to the AMCO office at the email below.**

REVIEWER: _____ ☐ DEC ☐ Fire Marshal

DATE: _____ PHONE: _____

☐ Compliant ☐ Non-compliant

COMMENTS: _____

If you have any questions, please send them to the email address below.

Sincerely,

Cynthia Franklin, Director
marijuana.licensing@alaska.gov

From: Marijuana Licensing (CED sponsored)
To: [decfsspermit \(DEC sponsored\)](#)
Cc: [Marijuana Licensing \(CED sponsored\)](#)
Subject: RE: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)
Date: Monday, May 09, 2016 11:14:00 AM

Good Morning,

Sorry about that. Attached is the DEC Notice for Peace Frog Botanicals license #10041.

*Thank you,
AMCO Staff*

From: decfsspermit (DEC sponsored)
Sent: Monday, May 09, 2016 9:30 AM
To: Marijuana Licensing (CED sponsored)
Subject: FW: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)

Hi AMCO,

Attached is the application for Peace Frog Botanicals LLC owned by Jeffery Phelps, but the notice for Talisman Farms is actually attached. May I please get the DEC Notice for Peace Frog Botanicals.

Thank you,

Lani Thompson
Environmental Health Technician
DEC – Environmental Health
Food Safety & Sanitation Program
555 Cordova Street, 5th Floor
Anchorage, Alaska 99501
P: (907) 269-6289 F: (907) 269-7510

From: Marijuana Licensing (CED sponsored)
Sent: Friday, May 06, 2016 4:43 PM
To: decfsspermit (DEC sponsored) <DEC.FSSPermit@alaska.gov>; Faulkner, Jessica R (DPS) <jessica.faulkner@alaska.gov>; Parks, Diana C (DPS) <diana.parks@alaska.gov>
Subject: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)

Please find the attached correspondence. Direct all responses to marijuana.licensing@alaska.gov.

Thank you,

Cynthia Franklin, Director

Alcohol & Marijuana Control Office
907-269-0351



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

Department of Commerce, Community,
and Economic Development

ALCOHOL & MARIJUANA CONTROL OFFICE
550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

May 6, 2016

Kenai Peninsula Borough
Attn: Johni Blankenship
VIA Email: jblankenship@kpb.us

**Peace Frog Botanicals, LLC DBA Peace Frog Botanicals, LLC
Limited Marijuana Cultivation Facility License #10041**

☒ **New Application** ☐ **Transfer of Ownership Application** ☐ **Renewal Application**
☐ **Onsite Consumption Endorsement**

We have received a completed application for the above listed license (see attached application documents) within your jurisdiction. This is the notice required under 3 AAC 306.025(d)(2).

A local government may protest the approval of an application(s) pursuant to 3 AAC 306.060 by furnishing the director **and** the applicant with a clear and concise written statement of reasons for the protest within 60 days of the date of this notice. If a protest is filed, the board will deny the application unless the board finds that the protest is arbitrary, capricious and unreasonable. To protest the application referenced above, please submit your protest within 60 days and show proof of service upon the applicant.

3 AAC 306.010, 3 AAC 306.080, and 3 AAC 306.250 provide that the board will deny an application for a new license if the board finds that the license is prohibited under AS 17.38 as a result of an ordinance or election conducted under AS 17.38, 3 AAC 306.200.

3 AAC 306.010(c) provides that the board will not issue a license when a local government protests an application on the grounds that the applicant's proposed licensed premises are located in a place within the local government where a local zoning ordinance prohibits the marijuana establishment, unless the local government has approved a variance from the local ordinance.

At this time, the fingerprints submitted by the applicant cannot be submitted for a criminal history report until a date to be determined by the Department of Public Safety and the Federal Bureau of Investigation based upon the effective date of the act containing enabling statutory language for such criminal history report. On April 27, 2016, the Marijuana Control Board directed me to determine applications complete based solely upon the representations made by the applicant in Form MJ-00 (attached).

Sincerely,

A handwritten signature in blue ink, appearing to read "C. Franklin".

Cynthia Franklin, Director
amco.localgovernmentonly@alaska.gov

Sawyer, Jane Preston (CED)

From: Franklin, Cynthia A (CED)
Sent: Friday, May 06, 2016 4:40 PM
To: 'jeffndol@yahoo.com'
Subject: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)
Attachments: 10041 Applicant Notice.pdf

Please find the attached correspondence. Direct all responses to marijuana.licensing@alaska.gov.

Thank you,

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351

Sawyer, Jane Preston (CED)

From: Marijuana Licensing (CED sponsored)
Sent: Friday, May 06, 2016 4:43 PM
To: decfsspermit (DEC sponsored); Faulkner, Jessica R (DPS); Parks, Diana C (DPS)
Subject: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)
Attachments: 10041 DEC & Fire Notice.pdf; 10041 Online App_Redacted.pdf; 10041 MJ-02 Premises Diagram.pdf

Please find the attached correspondence. Direct all responses to marijuana.licensing@alaska.gov.

Thank you,

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

Department of Commerce, Community,
and Economic Development

ALCOHOL & MARIJUANA CONTROL OFFICE
550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

May 9, 2016

Department of Environmental Conservation
Attn: Permitting Division
State Fire Marshal
Attn: Jessica Faulkner
Diana Parks

2016ABC1036

VIA email: DEC.FSSPermit@alaska.gov
jessica.faulkner@alaska.gov
diana.parks@alaska.gov

Peace Frog Botanicals, LLC dba Peace Frog Botanicals, LLC
Limited Marijuana Cultivation Facility License #10041

3 AAC 306.300(a)(2)(B), 3 AAC 306.400(b)(2)(B), 3 AAC 306.500(b)(2)(B), and 3 AAC 306.605(b)(2)(B) require that an applicant for a marijuana establishment license operate in compliance with each applicable public health, fire, safety, and tax code and ordinance of the state and the local government in which the applicant's proposed licensed premises are located.

This letter serves to provide written notice and request for compliance status from the above referenced entities regarding the above application (see attached application documents for more information). **Please complete and return this form to the AMCO office at the email below.**

REVIEWER: Jillian Roberts ☐ DEC ☒ Fire Marshal

DATE: 5.12.16 PHONE: 269-2004

☒ Compliant ☐ Non-compliant

COMMENTS: Plan review not required per Directive
2016-1

If you have any questions, please send them to the email address below.

Sincerely,

Cynthia Franklin, Director
marijuana.licensing@alaska.gov

Div. of Fire & Life Safety

MAY 10 2016

Anchorage

From: [Marijuana Licensing \(CED sponsored\)](#)
To: [Blankenship, Johni \(GOV sponsored\)](#)
Subject: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)
Date: Friday, May 06, 2016 4:42:00 PM
Attachments: [10041 Local Government Notice.pdf](#)
[image001.jpg](#)
[image002.jpg](#)
[image003.jpg](#)

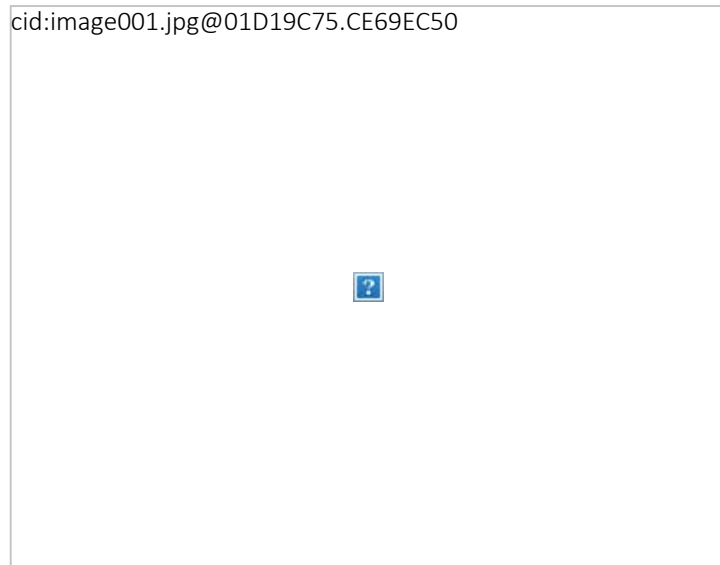
Dear Ms. Blankenship,

Please find the attached correspondence. Direct all responses to amco.localgovernmentonly@alaska.gov.

The application and all supporting documentation have been sent to each of you via the State of Alaska Drop Box called Zend To.

Here are some instructions for opening the Zend To documents. Note that the sample in the instructions is NOT a list of the documents sent to you in your ZendTo drop. These are simply an example of how to download the Zend To files.

Using the Zend To drop box. You should have received a message that looks like this



Click the link that's circled in red in the image above. You should be redirected to a page with something similar to this:

cid:image002.jpg@01D19C75.CE69EC50



Type the text that is displayed in the image and hit enter. In this example you would type “1200” into the field that says “type the text”. Your files should appear:

cid:image005.jpg@01D19C75.CE69EC50



Click the blue link for each tab. You can download and save them however you wish.

Thank you,

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351

From: [Marijuana Licensing \(CED sponsored\)](#)
To: [Blankenship, Johni \(GOV sponsored\)](#)
Subject: MJ Establishment Application Determined Complete Per 3 AAC 306.025(d)
Date: Friday, May 06, 2016 4:42:00 PM
Attachments: [10041 Local Government Notice.pdf](#)
[image001.jpg](#)
[image002.jpg](#)
[image003.jpg](#)

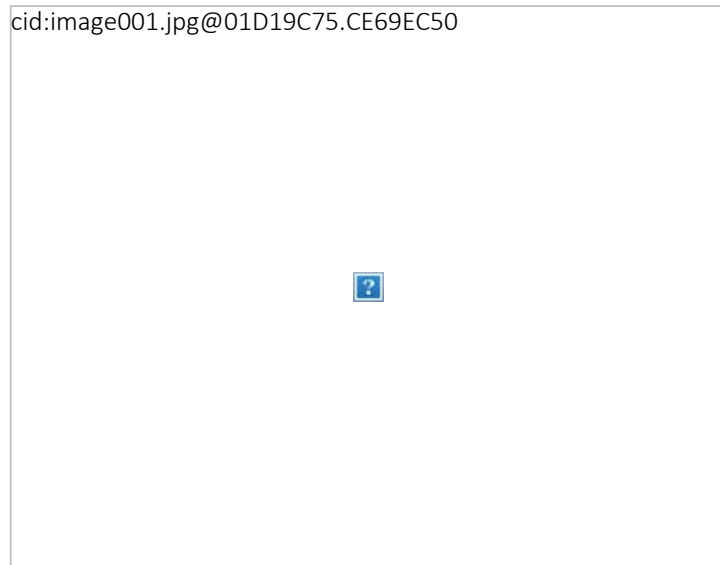
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cid:image005.jpg@01D19C75.CE69EC50



Click the blue link for each tab. You can download and save them however you wish.

Thank you,

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351



THE STATE
of **ALASKA**
GOVERNOR BILL WALKER

Department of Commerce, Community,
and Economic Development

ALCOHOL & MARIJUANA CONTROL OFFICE
550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

May 9, 2016

Department of Environmental Conservation
Attn: Permitting Division
State Fire Marshal
Attn: Jessica Faulkner
Diana Parks

VIA email: DEC.FSSPermit@alaska.gov
jessica.faulkner@alaska.gov
diana.parks@alaska.gov

Peace Frog Botanicals, LLC dba Peace Frog Botanicals, LLC
Limited Marijuana Cultivation Facility License #10041

3 AAC 306.300(a)(2)(B), 3 AAC 306.400(b)(2)(B), 3 AAC 306.500(b)(2)(B), and 3 AAC 306.605(b)(2)(B) require that an applicant for a marijuana establishment license operate in compliance with each applicable public health, fire, safety, and tax code and ordinance of the state and the local government in which the applicant's proposed licensed premises are located.

This letter serves to provide written notice and request for compliance status from the above referenced entities regarding the above application (see attached application documents for more information). **Please complete and return this form to the AMCO office at the email below.**

REVIEWER: *Naila Thompson* ☒ DEC ☐ Fire Marshal

DATE: 5/9/16 PHONE: (907) 269-6289

☒ Compliant ☐ Non-compliant

COMMENTS: No permit is needed from DEC for this facility.

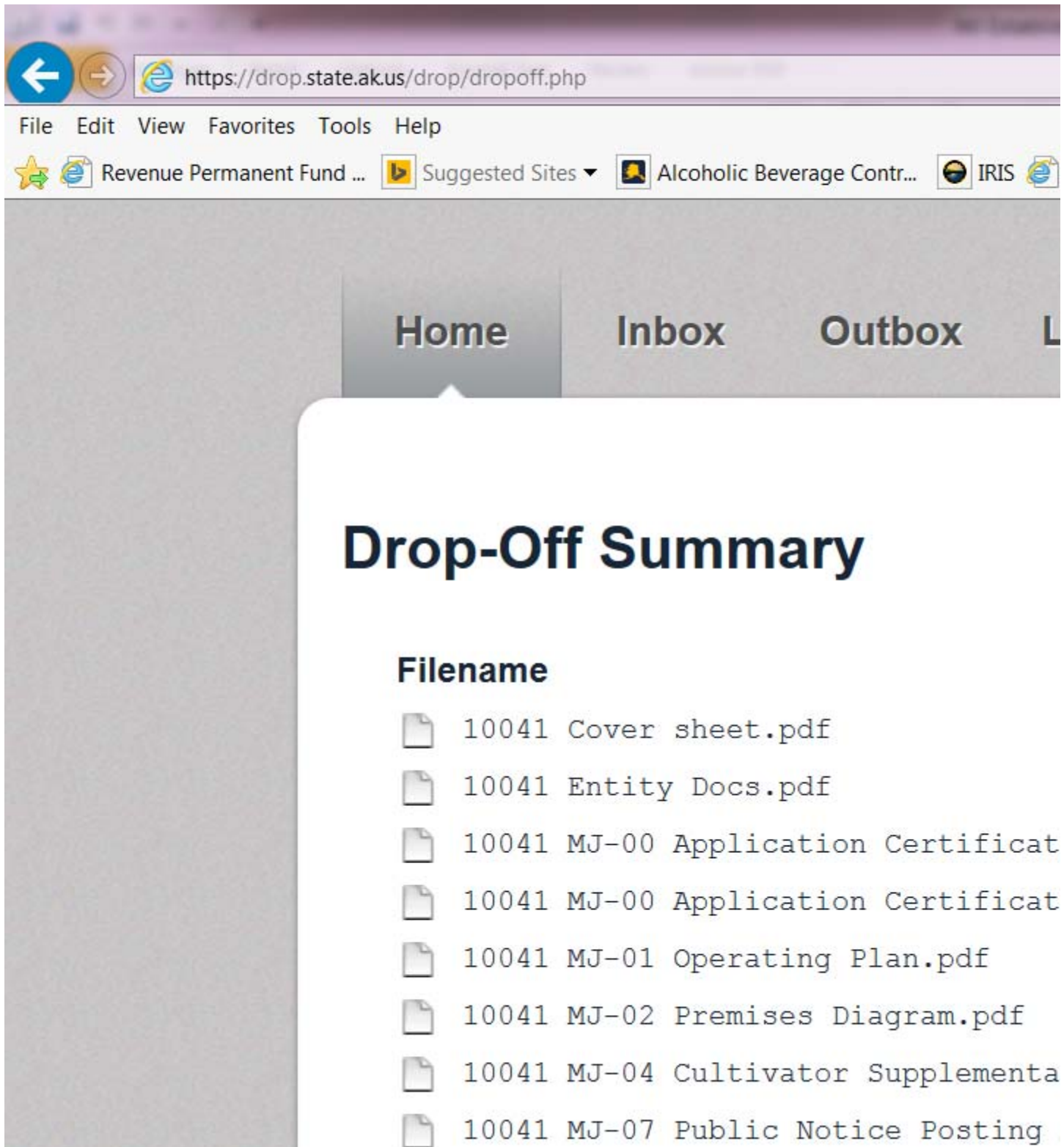
If you have any questions, please send them to the email address below.

Sincerely,

Cynthia Franklin, Director
marijuana.licensing@alaska.gov

Sawyer, Jane Preston (CED)

From: Franklin, Cynthia A (CED)
Sent: Friday, May 06, 2016 4:02 PM
To: Marijuana Licensing (CED sponsored)
Subject: Zend To # 10041









Home Inbox Outbox

Drop-Off Summary

Filename

- 10041 Cover sheet.pdf
- 10041 Entity Docs.pdf
- 10041 MJ-00 Application Certificat
- 10041 MJ-00 Application Certificat
- 10041 MJ-01 Operating Plan.pdf
- 10041 MJ-02 Premises Diagram.pdf
- 10041 MJ-04 Cultivator Supplementa
- 10041 MJ-07 Public Notice Posting

-  10041 MJ-08 Local Government Notic
-  10041 MJ-09 Statement of Financial
-  10041 MJ-09 Statement of Financial
-  10041 Online App_Redacted.pdf
-  10041 POPPP.pdf
-  10041 Publisher's Affidavit.pdf

From:

Cynthia Franklin (cynthia.franklin@alaska.gov) AMO

To:

J Blankenship (jblankenship@kpb.us)

MJ Est
Comple

To send the file to someone else, simply send them this

Claim ID: KfXk45w35cdMy55C
Claim Passcode: bVwz2x85JbEwiVJj

Cynthia Franklin, Director
Alcohol & Marijuana Control Office
907-269-0351