Alaska Entity #10055488

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

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ALCOHOL MARIJUANA CO FICE
STATE OF ALAS

Certificate of Incorporation

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

Greenstar, Inc.

IN TESTIMONY WHEREOF, I execute the certificate and affix the Great Seal of the State of Alaska effective **April 04, 2017.**

Chris Hladick
Commissioner

Alaska Business License # **1052982**

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

GREENSTAR, INC.

35835 RYAN LN SOLDOTNA AK 99669

owned by

GREENSTAR, INC.

is licensed by the department to conduct business for the period

April 22, 2017 through December 31, 2017
for the following line of business:

11 - Agriculture, Forestry, Fishing and Hunting

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

RECEIVED
MAY 17 2017
ALCOHOL MARIJUANA CONTROL OFFICE
STATE OF ALASKA

Certificate of Achievement

Presented to:

Jason Bott

for Completion and Successfully Passing the

AK Metrc Test AK Metrc Test
Score: 85.1%

Sat 13th May 2017

metrc™

BY-LAWS

OF

Greenstar, Inc.

ADOPTED: May 10, 2017

ARTICLE I

OFFICES

1. **Registered Office and Agent**. The registered or statutory office of the Corporation in the State of Alaska is at 35835 Ryan Lane, Soldotna, Alaska, 99669. The registered, statutory or resident agent of the Corporation at such office is JASON BOTT.

2. **Other Places of Business**. Branch or subordinate offices or places of business may be established at any time by the Board if Directors at any place or places where the corporation is qualified to do business.

ARTICLE II

SHAREHOLDERS

1. **Annual Meeting**. The annual meeting of shareholders shall be held upon not less than ten nor more than fifty days written notice of the time, place and purpose of the meeting, at 10 o'clock A.m. on the 15th day of the JAN of each year at the principal office of the Corporation or at such other time and place as shall be specified in the notice of meeting, in order to elect directors and transact such other business as shall come before the meeting, including the election of any officers as required by law. If that date is a legal holiday, the meeting shall be held at the same hour on the next succeeding business day.

2. **Special Meeting.** A special meeting of shareholders may be called for any purpose by the president or the Board of Directors as permitted by law. A special meeting shall be held upon not less than ten nor more than fifty days written notice of the time, place and purposes of the meeting.

3. **Action Without a Meeting.** The shareholders may act without a meeting if, prior or subsequent to such action, each shareholder who would have been entitled to vote upon such action shall consent in writing to such action. Such written consent or consents shall be filed in the minute book.

4. **Quorum.** The presence at a meeting in person or by proxy of the holders of shares entitled to cast a majority of all shares issued and outstanding shall constitute a quorum.

5. **Record Date.** The record date for all meetings of shareholders shall be as fixed by the Board of Directors or as provided by Statute.

ARTICLE III

BOARD OF DIRECTORS

1. **Number and Term of Office.** The Board of Directors shall consist of two members. Each director shall be elected by the shareholders at each annual meeting and shall hold office until the next annual meeting of shareholders and until that director's successor shall have been elected and qualified.

2. **Regular Meetings.** A regular meeting of the Board shall be held without notice immediately following and at the same place as the annual shareholder's meeting for the purpose of electing officers and conducting such other business as may come before the regular meetings which may be held without notice, except to members not present at the time of the adoption of the resolution.

3. **Special Meetings.** A special meeting of the Board may be called at any time by the President or by one directors for any purpose. Such meeting shall be held upon not less than one days notice if given orally, (either by telephone or in person,) or by telegraph, or upon not less than one days notice if given by depositing the notice in the United States Mail, postage prepaid. Such notice shall specify the time, place and purposes of the meeting.

4. **Action Without a Meeting.** The Board may act without a meeting if, prior to such action, each member of the Board shall consent in writing thereto. Such consent or consents shall be filed in the minute book.

5. **Quorum.** A majority of the entire Board shall constitute a quorum for the transaction of business.

6. **Vacancies in Board of Directors.** Vacancies in the Board, whether caused by removal, death, mental or physical incapacitation or any other reason, including vacancies caused by an increase in the number of directors, may be filled by the affirmative vote of a majority of the remaining directors, even though less than a quorum of the Board, or by a sole remaining director.

ARTICLE IV

WAIVER OF NOTICE

Any notice required by these By-laws, the certificate of incorporation or the laws of the State of Alaska may be waived in writing by the person entitled to notice. The waiver or waivers may be executed either before, at or after the event with respect to which notice is waived. Each director or shareholder attending a meeting without protesting the lack of proper notice, prior to the conclusion of the meeting, shall be deemed conclusively to have waived such notice.

ARTICLE V

OFFICES

1. **Election.** At its regular meeting following the annual meeting of the shareholders, the Board shall elect a President, Vice-President, Secretary and Treasurer, except such officers as shall be elected by the shareholders. It may elect such other officers, including one or more vice presidents, as it shall deem necessary. One person may hold two or more offices, but no person shall hold the office of president and secretary at the same time.

2. **Duties and Authority of President.** The president shall be chief executive officer of the Corporation. Subject only to the authority of the Board, he shall have general charge and supervision over, and responsibility for, the business and affairs of the Corporation. Unless otherwise directed by the Board, all other officers shall be subject to the authority and supervision of the president. The president

may enter into and execute in the name of the Corporation contracts and other instruments in the regular course of business or contracts or other instruments not in the regular course of business which are authorized, either generally or specifically, by the Board. He shall have the general powers and duties of management usually vested in the office of the president of a corporation.

3. **Duties and Authority of Vice President.** The vice president shall perform such duties and have such authority as from time to time may be delegated to him by the president or by the Board. In the event of the absence, death, inability or refusal to act by the president, the vice president shall perform the duties and be vested with the authority of the president.

4. **Duties and Authority of Treasurer.** The treasurer shall have the custody of the funds and securities of the Corporation and shall keep or cause to be kept regular books of account for the Corporation. The treasurer shall perform such other duties and possess such other powers as are incident to that office or as shall be assigned by the president or the Board.

5. **Duties and Authority of Secretary.** The Secretary shall cause notices of all meetings to be served as prescribed in these By-laws and shall keep or cause to be kept the minutes of all meetings of the shareholders and the be kept the minutes of all meetings of the shareholders and the Board. The secretary shall have charge of the seal of Board. The secretary shall perform such other duties and possess such other powers as are incident to that office or as are assigned by the president or the Board.

6. **Removal of Officers.** The Board may remove any officer or agent of the Corporation if such action, in the judgment of the Board, is in the best interest of the Corporation. Appointment or election to a corporate office shall not, of itself, establish or create contract rights.

7. **Vacancies in Offices.** The Board, in its absolute discretion, may fill all vacancies in offices, regardless of the cause of such vacancies, for the remainder of the terms of the offices.

ARTICLE VI

AMENDMENTS TO AND EFFECT OF BY-LAWS

1. **Force and Effect of By-laws**. These By-laws are subject to the provisions of the laws of the State of Alaska and the Corporation's Certificate of Incorporation, as it may be amended from time to time. If any provision in these By-laws is inconsistent with a provision in the State statutes or the Certificate of Incorporation, the provision of the State of Alaska statutes or the Certificate of Incorporation shall govern.

Wherever in these By-laws references are made to more than one incorporator, director or shareholder, they shall, if this is a sole incorporator, director, shareholder corporation, be construed to mean the solitary person; and all provisions dealing with the quantum of majorities or quorums shall be deemed to mean the action by the one person constituting the corporation.

2. **Amendment to By-laws**. These By-laws may be altered, amended or repealed by the shareholders or the Board. Any By-laws adopted, amended or repealed by the shareholders may be amended or repealed by the Board, unless the resolution of the shareholders adopting such By-laws expressly reserves to the shareholders the right to amend or repeal it.

ARTICLE VII

FISCAL YEAR

1. **Fiscal Year**. The fiscal year of the Corporation shall begin on the first day of JAnuary of each year.

DATED and approved on the 10th day of May, 2017.

President

Secretary