



MEMORANDUM

TO: Marijuana Control Board DATE: October 16, 2018

FROM: Erika McConnell, Director RE: Juneau's Green Garden, #12311
Standard Cultivation Facility

This license is held by ISG, Inc., a corporation that was 100% owned by Paul Burrows. The license application was approved with delegation by the board in September of 2017. The delegated items were quickly resolved and the license was issued on October 4, 2017, moving the license into “active—pending inspection” status, where it remains today.

The ownership of ISG, Inc., was transferred from Paul Burrows to Elizabeth Romanoski in early 2018—the change of officials paperwork was signed on March 13, 2018, and received by the Division of Corporations, Business, and Professional Licensing (CBPL) on both March 16 and April 5 (there are two “received” stamps on the form). A license transfer application was initiated on March 14.

3 AAC 306.045(a) states, “A person may not receive or transfer a marijuana establishment license or a controlling interest in a marijuana establishment license issued to a partnership, including a limited partnership, a limited liability company, a corporation, or a local government, without applying for and receiving the written consent of the board.”

On August 10, AMCO sent an incomplete letter to the applicant, Ms. Romanoski, stating that ownership of ISG, Inc., needed to be reverted to Paul Burrows until such time as the transfer was approved by the board. Mr. Burrows refuses to reclaim ownership of ISG, Inc. and thus the application remains incomplete.

Counsel for Ms. Romanoski is appealing the decision that the application is incomplete.

Because a person may not transfer or receive controlling interest in a license without receiving written consent of the board, Mr. Burrows has not received written consent of the board to transfer controlling interest in license #12311, and Ms. Romanoski has not received written consent of the board to receive controlling interest in license #12311, I recommend the board deny the appeal.

Attached: Change of Officials form
 August 10 incomplete letter
 Letter from Mr. Lance Wells, counsel for Mr. Burrows
 Email from Ms. Weltzin, counsel for Ms. Romanoski, appealing decision



THE STATE
of **ALASKA**

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



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FOR DIVISION USE ONLY

RECEIVED
Juneau

MAR 16 2018

CBPL

RECEIVED
Juneau

APR 05 2018

CBPL

✓ 25 Bg

Corporations Section
State Office Building, 333 Willoughby Avenue, 9th Floor
PO Box 110806, Juneau, AK 99811-0806
Phone: (907) 465-2550 • Fax: (907) 465-2974
Email: corporations@alaska.gov
Website: Corporations.Alaska.Gov

Notice of Change of Officials

Domestic Business Corporation (AS 10.06)

- This Notice of Change of Officials form is only for Domestic Business Corporations and is used to report changes between biennial reporting periods in: officers, directors, alien affiliates, and shareholders.
- This Notice of Change of Officials will not be filed if the entity's biennial report is not current. To verify the entity's biennial report due date, go online to www.Corporations.Alaska.Gov and select, *Search Corporations Database*
- Standard processing time for complete and correct filings submitted to this office is approximately 10-15 business days. All filings are reviewed in the date order they are received.
- The information you submit is a public record and will be posted on the State's website.

1. Important:

AS 10.06.813

Each Domestic Business Corporation is required to notify this office when there is a change of officials.

— AS 10.06.813

Failure to meet this requirement may result in involuntary dissolution of the entity's authority to transact business in the State of Alaska.

— AS 10.06.633(5)(7)

The Domestic Business Corporation is to keep and make available the records of the official(s) changes.

— AS 10.06.430

2. Fee:

\$25 Nonrefundable Filing Fee (CORF)

3 AAC 16.030(b)

Mail this form and the non-refundable \$25 filing fee in U.S. dollars to the letterhead address. Make the check or money order payable to the State of Alaska, or use the attached credit card payment form.

3. Entity Information:

AS 10.06.813

Entity Name:

ISG, Inc

Alaska Entity Number:

10051352



K 2 1 0 4 5 0 9

4. REMOVE from Record:

AS 10.06.813(b)

The following officials (officers, directors, shareholders, and alien affiliates) will be completely removed from the record as a result of this filing. If necessary, use the following SUPPLEMENT page.

Name: Paul Burrows

Name: _____
 Name: _____
 Name: _____

Name: _____

If an official is not being removed from record, then list them in Item #5 below (with their current information).

RECEIVED
 Juneau
 APR 05 2018
 CBPL
 RECEIVED
 Juneau
 MAR 16 2018
 CBPL

5. ALL Current Officials:

AS 10.06.813(b) and
 AS 10.06.950

The following is a complete list of ALL remaining and new officials who will be on record as a result of this filing. Domestic Business Corporations must have a President, Secretary, Treasurer, and at least one Director. The President and the Secretary cannot be the same person unless the President is 100% shareholder. The entity must also provide all shareholders who own 5% or more of the issued shares, and all alien affiliates.
 — AS 10.06.453 and 10.06.483

List ALL officials and their current information to be on record.
 BOLD fields are required.


FULL LEGAL NAME	COMPLETE MAILING ADDRESS	% Owned	Shareholder	PRESIDENT	Vice-President	SECRETARY	TREASURER	DIRECTOR	Assistant Secretary	Assistant Treasurer	Alien Affiliate
Elizabeth Romanoski	2375 Jordan Ave #10	100	X	X		X	X	X			
	Juneau, AK 99801										

→ If necessary, use the following SUPPLEMENT page.

6. Required Signature:

AS 10.06.813(b) and
 AS 10.06.825

The Notice of Change of Officials must be signed by the President or Vice-President of the corporation. Persons who sign documents filed with the commissioner that are known to the person to be false in material respects are guilty of a class A misdemeanor.

Signature: 

Date: 3/13/2018

Printed Name: Elizabeth Romanoski

Title of Authorized Signer: President — or — Vice-President



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

August 10, 2018

ISG, Inc.
DBA: Juneau's Green Garden
Via email: elizabethromanoski28@yahoo.com

Re: Standard Marijuana Cultivation Facility #12311

Dear applicant,

The AMCO Office is reviewing the documents submitted for the transfer of controlling interest in the marijuana establishment license referenced above. The following items need to be corrected and/or resubmitted. Please be sure to read the entire letter.

- **MJ-01 Operating Plan**
 - Page 2, 3.2: please add to your answer in this box and describe how you will comply with the licensee/employee/agent to visitor ratio.
 - Page 4, 3.5: please add to the answer in this box and describe the actions to be taken by a licensee, employee, or agent in the event of security breach.
 - Page 8, 7.4: please read the certification, and initial the box.
- **MJ-02 Premises Diagram**
 - On the diagram that is labeled Floor Plan (green and purple outlines), please show/amend/clarify the following:
 - Show the fence you talk about on page 4 of MJ-04 where you will be storing the marijuana waste. This area must be licensed premises and restricted access area.
 - Please designate the bathroom as licensed premises, but not restricted access area (probably by outlining it in a different color and labeling it).
 - What is the context of the word "Extraction" in the Trim/Extraction labeled room/pod you have on this diagram.
 - There is a room labeled Foods Storage, what kind of food is it?
 - Please label any and all counters, tables, walls, partitions, entrance(s), exit(s), etc.
- **MJ-04 Cultivation Supplemental**
 - Page 3, 4.6: are the fertilizers, and chemicals that you will use being described in this box?. I cannot tell.
 - Page 4, 5.2: in the answer in this box you state that "Marijuana waste will be stored...in a locked container located against the exterior of the building and within a fenced in area...". I did not see this area on the diagram, moreover, this area must be licensed and restricted access area.
 - Page 5: you initialed the box that states "I am attaching to this form...of my odor control exemption...." but this does not apply to you.

- Page 6, 8.1: please add to your answer in this box and describe how you will comply with 3 AAC 306.470 (a)(1) packaging marijuana that will be packaged without additional handling by the retail marijuana store.

- **MJ-17c License Transfer Application**

- Page 1, section 2: please provide the business telephone number.
- Page 2, section 3: Page 2, section 3: please list all the titles that you hold as an entity official for ISG, Inc. (e.g. President, Shareholder, etc.).
- Also, the license number on pages 2 and 4 is incorrect.

- **Entity Documents**

- Because 3 AAC 306.045 states that a person may not receive or transfer a marijuana establishment license or a controlling interest in a marijuana establishment license....without applying and receiving the written consent of the board, the ownership of ISG, Inc. needs to be reverted to Paul Burrows.
- Please provide documentation that shows you have reverted the ownership of ISG, Inc back to Paul Burrows including copies of any applications you must submit to Division of Corporations (a separate state agency) to accomplish this.

- **Proof of Possession for Proposed Premises**

- Please, accordingly, add the unit number to the sublease.

If we do not receive your completions within 90 days, per 3 AAC 306.025(f), you must file a new application and pay a new fee. Additionally, there may be enforcement action against your marijuana establishment license.

Respectfully,



Jane Sawyer, Occupational Licensing Examiner

For,

Erika McConnell, Director

marijuana.licensing@alaska.gov

LANCE CHRISTIAN WELLS
Law Offices of Lance Christian Wells, LLC.
733 W. 4th Avenue, Suite 308
Anchorage, AK. 99501
www.LanceCWells.com
lwells@gci.net

Phone 907-274-9696

Fax 907-277-9859

September 14, 2018

FAX DELIVERY ONLY

Ms. Erika McConnell, Director
AMCO
550 W. 7th Avenue, Suite 1600
Anchorage, AK. 99501

*RE: License Transfer No. 12313 et al.
My Client Paul Burrows Transferor of ISG, INC.
Elizabeth Romanoski Transferee*

Dear Ms. McConnell:

I am writing in reference to the transfer of the above licenses. As part of the transfer process, my client Mr. Burrows executed the State of Alaska Notice of Change of Officials on March 12, 2018 of ISG, Inc. to Ms. Elizabeth Romanoski. This effectively transferred all of his shares in the corporation to her.

I reviewing the regulations, I interpret them as allowing for this transfer to take place (just not the operation of the business before MCB approval). Since these licenses are not in "active status," I again read and interpreted the regulations as allowing for the transfer of ISG shares. This transfer was effective on March 16, 2018.

Paul has not been on the corporation now for many months, and I have advised him not to take the shares back into his name as he does not know how the corporation has since been encumbered or what liabilities may be out there against it. This list is not exhaustive.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact me at me above number or address. As always it remains a pleasure to work with you.

Sincerely Yours,
Law Offices of Lance C. Wells, LLC.

By: 
Lance C. Wells, Atty.

cc: Mr. Paul Burrows, Client

From: Jana Weltzin
To: [McConnell, Erika B \(CED\)](#); [Lance Wells](#); pauilyburrowsak@gmail.com; elizabethromanoski28@yahoo.com
Cc: [Marijuana Licensing \(CED sponsored\)](#); [Oates, Sarah D \(CED\)](#); [Milton, Mikal C \(CED\)](#)
Subject: RE: Licenses 12311, 12313, 12315 held by ISG Inc.
Date: Wednesday, September 19, 2018 3:02:28 PM

Thank you Erika – please consider this my client (Elizabeth Romanski) formal request per 3AAC 306.095(a) to be heard by the board and to appeal your action below regarding a license application for a transfer – we respectfully request that all three of these licenses be scheduled for the October MCB hearing for purposes of determining the transfer requests of the applicant as the former licensee refuses to take back the shares of the company.

Please confirm that this matter will be scheduled for review by the MCB during the October 2018 board meeting. Thank you, Jana

From: McConnell, Erika B (CED) <erika.mcconnell@alaska.gov>
Sent: Wednesday, September 19, 2018 2:25 PM
To: Lance Wells <lwells@gci.net>; Jana Weltzin <jana@jdw counsel.com>;
pauilyburrowsak@gmail.com; elizabethromanoski28@yahoo.com
Cc: Marijuana Licensing (CED sponsored) <marijuana.licensing@alaska.gov>; Oates, Sarah D (CED) <sarah.oates@alaska.gov>; Milton, Mikal C (CED) <mikal.milton@alaska.gov>
Subject: Licenses 12311, 12313, 12315 held by ISG Inc.

To all:

Three license applications were submitted by ISG, Inc., which was 100% owned by Paul Burrows. All three licenses were approved by the Marijuana Control Board with delegation as follows:

12315 Evergreen Extracts in September 2017
12313 Juneau's Green Market in September 2017
12311 Juneau's Green Garden in June 2018

Currently 12311 Juneau's Green Garden is in active-pending inspection status, meaning a license has been issued but the business may not become operational until an inspection has occurred. The other two applications are in delegated status.

3 AAC 306.045(a) states, "A person may not receive or transfer a marijuana establishment license or a controlling interest in a marijuana establishment license issued to a partnership, including a limited partnership, a limited liability company, a corporation, or a local government, without applying for and receiving the written consent of the board."

I understand from Mr. Wells' letter that ownership of ISG, Inc., was transferred from Paul Burrows to Elizabeth Romanoski in March of this year. Because the board has not approved a transfer of any of the three licenses, the transfer of shares in the corporation should not have happened.

We are unable to process any license transfers from Mr. Burrows to Ms. Romanoski unless and until

Mr. Burrows is shown as the 100% owner of ISG, Inc.

FYI—I will be asking the board to determine whether or not it is appropriate to accept a transfer application for an application in delegated status, as the license has not been issued, and the transfer requirements refer to transferring a license. Should the board agree that transfer applications are only for licenses, ownership change could not happen during delegated status either.

Please let me know if you have additional questions.

Sincerely,

Erika McConnell

Director

Alcohol & Marijuana Control Office

550 West 7th Avenue, Suite 1600

Anchorage, Alaska 99501

Phone: (907) 269-0351

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