THE STATE of ALASKA
GOVERNOR MIKE DUNLEAVY

Department of Commerce, Community, and Economic Development

ALCOHOL & MARIJUANA CONTROL OFFICE

550 West Seventh Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

MEMORANDUM

TO:	Marijuana Control Board	DATE:	December 20, 2018
FROM:	Erika McConnell, Director	RE:	Juneau's Green Market, #12313 Retail Store

Update
At the October 2018 meeting, the board asked Ms. Milks and the staff to examine this issue further. Ms. Milks' conclusion was that because this license was never issued, Ms. Romanoski would need to start a new application to become a licensee.

I discussed the issue with representatives of both Mr. Burrows and Ms. Romanoski. To bring the matter to a successful conclusion, the ownership of ISG, Inc. was returned to Paul Burrows, to remain until the transfer is effectuated.

An objection to this transfer has been filed. Jessie Johnson of Purple Peace, LLC, is claiming a debt owed by ISG, Inc. If this is the case, the board should require that the debt be satisfied prior to the transfer being effectuated, in accordance with 3 AAC 306.080(c)(2). However, it is not entirely clear to whom the debt is owed. The objector states, "The debt is owed by Romanoski representing Bellaluna LLC doing business as ISG Inc. The contract was initiated by Romanoski and executed by both Burrows and Romanoski for the benefit of ISG, Inc and Bellaluna LLC (one in the same)." Additionally the objector states, "Purple Peace LLC was hired by Romanoski for the benefit of ISG Inc, to consult on the operation management needs of each license." The invoice from Purple Peace, LLC, is directed to Paul Burrows and IGS, Inc [sic]. See the Objections tab.

The relationship between Bellaluna LLC and ISG Inc. is not evident. Bellaluna LLC is owned 100% by Elizabeth Romanoski and was created in January of 2017.

Absent board direction to the contrary, in the future AMCO will not accept transfer applications for licenses that have not been issued.

Background
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 application is currently in delegated status, meaning a license has not been issued. DEC approval is still pending.

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."

Because no license has been issued to this applicant, there is nothing to transfer. While in delegated status, an application is still in the application process, because the board has delegated the authority to issue the license to the Director, once all requirements are met, but since they are not yet met, the license is not issued. During the application process, the only way to change the proposed ownership of the proposed marijuana establishment is to roll back the application to "new" status so that the applicant may modify the proposed ownership. In that scenario, the application would have to come back to the board for approval.

AMCO did review this transfer application and on August 9 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 appealed the decision that the application is incomplete at the October meeting.

Attached: Change of Officials form

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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

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STATE OF ALASKA

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: Elizabeth Romanoski

Name:

Name:

Name:

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

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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
Paul Burrows	915 Jackson Rd., Juneau, AK 9980	100	x	x		x	x	x			

→ 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: Paul Burrows

Date: 11/29/18

Printed Name: Paul Burrows

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

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Notice of Change of Officials SUPPLEMENT

If used, this supplement must be returned with Form 08-408

Entity Name: _____

Alaska Entity Number: _____

4. REMOVE from Record (continued from Page 2): 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: _____ Name: _____

Name: _____ Name: _____

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

5. ALL Current Officials (continued from Page 2): AS 10.06.813(b) and AS 10.06.950

The following is a list, continued from Page 2, of ALL remaining and new officials who will be on record as a result of this filing. Make additional copies as necessary to list ALL new officials.

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

If necessary to complete Items #4 and #5, make copies of this SUPPLEMENT page.

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Phone: (907) 465-2550 · Fax: (907) 465-2974
Email: *corporations@alaska.gov*
Website: *Corporations.Alaska.Gov*

Contact Information

- Return this form with your filing
- This information may be used by the Division to assist with processing your attached filings
- This form will not be filed for record, or appear online

Entity Information	Enter your entity information as it appears on this filing.
Entity Name:	ISG, Inc.
AK Entity #:	10051352

Contact Person	Whom may we contact with any questions or problems with this filing?
Company:	JDW, LLC
Contact:	Jana Weltzin
Mailing Address:	Address: 3003 Minnesota Dr., #201
	City: Anchorage State: AK ZIP: 99503
Phone:	907-231-3750
Email:	jana@jdwcounsel.com

Document Return Address	Provide an address for the return of your filed documents.
☐ Return my filings to the address provided **ABOVE**	
☐ Return my filings to this address provided **BELOW**	
Company:	
Contact:	
Mailing Address:	Address:
	City: State: ZIP:

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Main: 907.269.0350

MEMORANDUM

TO: Chair and Members of the Board DATE: December 11, 2018

FROM: Erika McConnell
Director, Marijuana Control Board

RE: Juneau's Green Market #12313

This is an application to transfer the controlling interest of ISG, Inc. DBA Juneau's Green Market which holds a retail marijuana store in the City and Borough of Juneau. The transfer involves the change in ownership percentages: from Paul Burrows 100% to Elizabeth Romanoski 100%.

Date Under Review Queue:	04/17/2018
Incomplete Letter(s) Date:	08/09/18; 11/29/18
Date Final Corrections Submitted:	12/05/2018
Determined Complete/Notices Sent:	12/07/2018
Objection Period Ends:	01/06/2018
Local Government Response/Date:	Pending
DEC Food Safety Response/Date:	Pending
Fire Marshal Response/Date:	Deferred
DOL-WC Response/Date:	Pending
DOL-ES Response/Date:	Pending
DOR Response/Date:	Pending
Creditor Responses/Date:	Pending
Background check status:	Pending
Objection(s) Received/Date:	Yes

Other Public Comments Received:	No
Staff Questions/Issues for Board:	No