THE STATE of ALASKA
GOVERNOR MIKE DUNLEAVY

Department of Commerce, Community, and Economic Development

Alcohol and Marijuana Control Office

550 West 7th Avenue, Suite 1600
Anchorage, AK 99501
Main: 907.269.0350

August 12, 2022

**Department of Revenue, Tax Division**
**Department of Labor, Employment Security**
**Department of Labor, Workers' Compensation**
Via email: theresa.mitchell@alaska.gov
velma.thomas@alaska.gov
bradley.talbert@alaska.gov
ben.roundy@alaska.gov

| | |
|---|---|
| **License Number:** | 23813 |
| **License Type:** | Retail Marijuana Store |
| **Physical Address:** | 4326 Nathaniel Olemaun Jr. Blvd.<br>Utqiagvik, AK 99723 |

| | |
|---|---|
| **Transferor (from):** | Barrow's Retail, LLC ✓ see yellow highlight for breakdown of ownership and changes |
| **Doing Business As:** | Buds Below Zero ✓ |
| **Designated Licensee:** | Jason Evans |
| **Phone Number:** | 907-538-2522 |
| **Email Address:** | alaskamjretail@gmail.com |
| **EIN:** | 86-1462068 |

| | |
|---|---|
| **Transferee (to):** | Barrow's Retail, LLC ✓ see yellow highlight for breakdown of new ownership |
| **Doing Business As:** | Buds Below Zero ✓ |
| **Designated Licensee:** | Jason Evans |
| **Phone Number:** | 907-538-2522 |
| **Email Address:** | alaskamjretail@gmail.com |

☒ **Transfer of Controlling Interest:** Current structure: Barrow's Retail, LLC owned by Robert Kaleak 50% and Rural Retail Management, LLC 50%. New structure: Barrow's Retail, LLC owned by Rural Retail Management, LLC 100%.

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: Bradley Talbert

DATE: 8/12/22 PHONE: (907)269-2047

☑ DOR Tax Division
☐ Employment Security
☐ Workers' Compensation

COMMENTS: Reviewed MJ-17c and all financially interested parties.

☑ Compliant/Does not owe tax
☐ Non-compliant/Owes tax

If you have any questions, please send them to marijuana.licensing@alaska.gov

Sincerely,

Joan M. Wilson

Joan Wilson, Director

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

## Marijuana Establishment

# Form MJ-17c: License Transfer Application

**What is this form?**

This form must be used to initiate a transfer of ownership of a marijuana establishment license under 3 AAC 306.045. This transfer application must be completed and submitted to AMCO's main office, along with all necessary supplemental documents and fees listed in **Form MJ-17b: License Transfer Application Checklist**, before a transfer of ownership, including a change that affects the controlling interest of an entity, will be considered by the Marijuana Control Board.

**Please note that licensees seeking to change controlling interest of an entity that owns multiple licenses must submit a separate completed copy of this form and the required supplemental documents and fees for each license.**

## Section 1 – Transferor Information

Enter information for the *current* licensee and licensed establishment.

| | | | | | |
|---|---|---|---|---|---|
| **Licensee:** | Barrow's Retail, LLC | **License Number:** | 23813 | | |
| **License Type:** | Retail Marijuana Store | | | | |
| **Doing Business As:** | Buds Below Zero | | | | |
| **Premises Address:** | 4326 Nathaniel Olemaun Jr. Boulevard | | | | |
| **City:** | Utqiagvik | **State:** | Alaska | **ZIP:** | 99723 |
| **Email:** | alaskamjretail@gmail.com | | | | |
| **Local Government:** | City of Utqiagvik | | | | |

☐ Regular ownership transfer ☑ Transfer of controlling interest in the licensed entity

The affidavit doesn't indicate a change in Br. name, neither do the rest of the application. UPS/Ames

## Section 2 – Transferee Information

Enter information for the *new* applicant seeking to be licensed. The business license # should be issued for the DBA listed below, and held by the transferee.

| | | | | | |
|---|---|---|---|---|---|
| **Licensee:** | Barrow's Retail, LLC | | | **Alaska Entity #** | 10118126 |
| **Mailing Address:** | PO Box 241223 | | | | |
| **City:** | Anchorage | **State:** | Alaska | **ZIP:** | 99524 |
| **Doing Business As:** | Barrow's Retail | | | | |
| **Business License #:** | 2142866 | **Business Phone:** | 907-538-2522 | | |

| | | | |
|---|---|---|---|
| **Designated Licensee:** | Jason Evans | | |
| **Contact Email:** | alaskamjretail@gmail.com | **Phone #** | 907-538-2522 |



Received by AMCO 8.11.22

Alaska Marijuana Control Board

# Form MJ-17c: License Transfer Application

## Section 3 – Entity Ownership Information

**This section must be completed by any entity, including a corporation, limited liability company (LLC), partnership, or limited partnership, that is applying for a license. Sole proprietors should skip to Section 4.** If any entity official is another entity, you must include the AK Entity # of that entity in the Entity Official Name field, attach a separate completed copy of this page that breaks down the ownership information for that entity, and submit the supplemental documents and fingerprint fees listed on Form MJ-17b required for each individual entity official. Entity documents must be submitted for each entity listed on this form.

**If more space is needed, please attach additional completed copies of this page.**

- If the applicant is a corporation, list each *officer or director, and owner of any of the corporation's stock*.
- If the applicant is a limited liability company, list each *member holding any ownership interest and each manager*.
- If the applicant is a partnership or limited partnership, list each *partner holding any interest and each general partner*.

| | | | | | |
|---|---|---|---|---|---|
| **Entity Official Name:** | Jason Evans (Manager/Member of Rural Retail Management, LLC) | | | | |
| **Title(s):** | | **Phone:** | 907-538-2522 | **% Owned:** | |
| **Email:** | alaskamjretail@gmail.com | | | | |
| **Mailing Address:** | PO Box 241223 | | | | |
| **City:** | Anchorage | **State:** | Alaska | **ZIP:** | 99524 |

| | | | | | |
|---|---|---|---|---|---|
| **Entity Official Name:** | Kalla Peacock (Manager/Member of Rural Retail Management, LLC) | | | | |
| **Title(s):** | | **Phone:** | 907-350-7893 | **% Owned:** | |
| **Email:** | alaskangrownproducts@gmail.com | | | | |
| **Mailing Address:** | PO Box 241223 | | | | |
| **City:** | Anchorage | **State:** | Alaska | **ZIP:** | 99524 |

| | | | | | |
|---|---|---|---|---|---|
| **Entity Official Name:** | Rural Retail Management, LLC | | | | |
| **Title(s):** | Manager/Member | **Phone:** | 907-350-7893 | **% Owned:** | 100 |
| **Email:** | Kalla@akgrowncannabis.com | | | | |
| **Mailing Address:** | PO Box 241223 | | | | |
| **City:** | Anchorage | **State:** | Alaska | **ZIP:** | 99524 |

| | | | | | |
|---|---|---|---|---|---|
| **Entity Official Name:** | | | | | |
| **Title(s):** | | **Phone:** | | **% Owned:** | |
| **Email:** | | | | | |
| **Mailing Address:** | | | | | |
| **City:** | | **State:** | | **ZIP:** | |

| | | | | | |
|---|---|---|---|---|---|
| **Entity Official Name:** | | | | | |
| **Title(s):** | | **Phone:** | | **% Owned:** | |
| **Email:** | | | | | |
| **Mailing Address:** | | | | | |
| **City:** | | **State:** | | **ZIP:** | |



Received by AMCO 8.11.22

Alaska Marijuana Control Board

# Form MJ-17c: License Transfer Application

## Section 4 – Other Licenses

**Ownership and financial interest in other marijuana establishments:** Yes No

Does any representative or owner named as a transferee in this application have any direct or indirect financial interest in any other marijuana establishment that is licensed in Alaska? ☑ ☐

**If "Yes", disclose which individual(s) has the financial interest, which license number(s), and license type(s):**

Kalla has financial interest in: Manufacturing license #30462, Retail #30459, Retail #20440, Retail #20439, Retail #25324, Retail #17764, Retail #22294, Retail #11119, Cultivation #14073, Manufacturing #14619, Retail #14083.
Jason has financial interest in: Cultivation #14073, Manufacturing #14619, Retail #14083, Retail #30459, Retail #11119, Manufacturing #30462

## Section 5 – Authorization

**Communication with AMCO staff:** Yes No

Does any person other than a licensee named in this application have authority to discuss this license with AMCO staff? ☑ ☐

**If "Yes", disclose the name of the individual and the reason for this authorization:**

JDW, LLC - Attorney Jana Weltzin and staff

## Section 6 – Transferee Certifications

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

I certify that all proposed licensees (as defined in 3 AAC 306.020) have been listed on this application. [initials]

Completed copies of all required documents and fees listed on Form MJ-17b are attached to this form. [initials]

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

I agree to provide all information required by the Marijuana Control Board in support of this application. [initials]

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 this form, including all accompanying schedules and statements, is true, correct, and complete.

Signature of transferee

Kalla Peacock
Printed name of transferee

RACHEL RUSTON
My Commission Expires
NOTARY PUBLIC
Mar 19, 2024
STATE OF ALASKA

Notary Public in and for the State of Alaska.

My commission expires: 03/19/2024

Subscribed and sworn to before me this 5th day of November, 2021.

License # 23813



Received by AMCO 8.11.22

Alaska Marijuana Control Board

# Form MJ-17c: License Transfer Application

## Section 4 – Other Licenses

**Ownership and financial interest in other marijuana establishments:**

| | Yes | No |
|---|---|---|
| Does any representative or owner named as a transferee in this application have any direct or indirect financial interest in any other marijuana establishment that is licensed in Alaska? | ☑ | ☐ |

**If "Yes", disclose which individual(s) has the financial interest, which license number(s), and license type(s):**

Kalla has financial interest in: Manufacturing license #30462, Retail #30459, Retail #20440, Retail #20439, Retail #25324, Retail #17764, Retail #22294, Retail #11119, Cultivation #14073, Manufacturing #14619, Retail #14083.
Jason has financial interest in: Cultivation #14073, Manufacturing #14619, Retail #14083, Retail #30459, Retail #11119, Manufacturing #30462

## Section 5 – Authorization

**Communication with AMCO staff:**

| | Yes | No |
|---|---|---|
| Does any person other than a licensee named in this application have authority to discuss this license with AMCO staff? | ☑ | ☐ |

**If "Yes", disclose the name of the individual and the reason for this authorization:**

JDW, LLC - Attorney Jana Weltzin and staff

## Section 6 – Transferee Certifications

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

I certify that all proposed licensees (as defined in 3 AAC 306.020) have been listed on this application. [initials]

Completed copies of all required documents and fees listed on Form MJ-17b are attached to this form. [initials]

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

I agree to provide all information required by the Marijuana Control Board in support of this application. [initials]

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 this form, including all accompanying schedules and statements, is true, correct, and complete.

Signature of transferee

Jason Evans
Printed name of transferee

RACHEL RUSTON
My Commission Expires
NOTARY PUBLIC
Mar 19, 2024
STATE OF ALASKA

Rachel Ruston
Notary Public in and for the State of Alaska.

My commission expires: 03/19/2024

Subscribed and sworn to before me this 5th day of November, 2021.



Received by AMCO 8.11.22

Alaska Marijuana Control Board

# Form MJ-17c: License Transfer Application

## Section 7 – Transferor Certifications

**Additional copies of this page may be attached, as needed, for the controlling interest of the current licensee to be represented.**

I declare under penalty of unsworn falsification that the undersigned represents a **controlling interest** of the current licensee. I additionally certify that I, as the current licensee (either the sole proprietor or the controlling interest of the currently licensed entity) approve of the transfer of this license, and that the information on this form is true, correct, and complete.

Signature of transferor

Robert Kaleak

Printed name of transferor

Notary Public in and for the State of Alaska.

My commission expires: April 1, 2023

Subscribed and sworn to before me this 5th day of Nov., 2021.

LOAMA F. SIONE
Notary Public
State of Alaska
My Commission Expires Apr 1, 2023

Signature of transferor

Printed name of transferor

Notary Public in and for the State of Alaska.

My commission expires: _____

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

Signature of transferor

Printed name of transferor

Notary Public in and for the State of Alaska.

My commission expires: _____

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



Received by AMCO 8.11.22