



City of Nevada City

Planning Department
317 Broad Street, Nevada City CA 95959

Phone: 530-265-2496
Email: Amy.Wolfson@NevadaCityCA.gov

Staff Use

Fee:\$ _____

Date Paid: _____

MEDICAL CANNABIS BUSINESS PERMIT APPLICATION FORM (dispensary applicants, use other specific application form)

Please submit a minimum of **five (5) bound hard copies** and **one (1) digital copy** (usb drive or CD) of all application material.

Check business type being proposed. If multiple types are proposed, each type will need to be distinctly addressed in the supplemental documentation and on this form. A separate form may be submitted if it will help provide clarity.

Manufacturing

Distribution

Cultivation

N/A Dispensary (use separate

Testing Laboratory

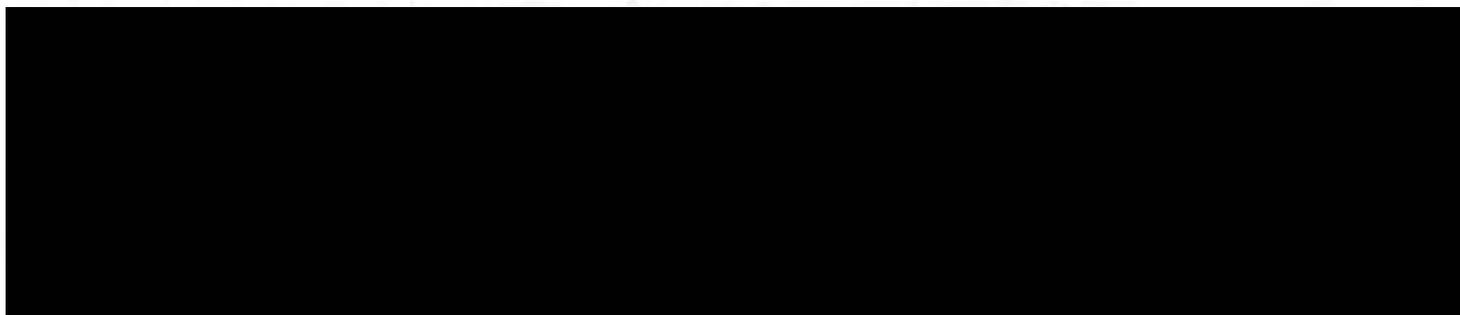
form)

** See attached definitions of the above categories to ensure appropriate selection*

Business Name: HHC Enterprises, Inc.

Business Primary Contact: Laurel A. Gladish

Contact Title: Co-Founder / Owner



For details about the information required as part of the application process, please see the Implementation Procedures to Operate a Medical Cannabis Business in Nevada City, Ordinance No. 2017-06 and additional requirements in order to complete the application process. All these documents can be found on the Nevada City webpage: www.NevadaCityCA.gov



HIGHEST HEALTH COLLECTIVE

PREPARED FOR NEVADA CITY • MARCH 2018

TABLE OF CONTENTS

EXECUTIVE SUMMARY	2
PROPOSED LOCATION	4
Sensitive Use Map	4
Schools And Parks	5
Site Plan	6
Floor Plan	7
Elevations	8
Building Image References	9
BUSINESS PLAN	11
Executive Summary	11
Overview	11
Our Company	11
Mission Statement	12
Vision	12
Best Practices	13
Values	13
Objectives	14
Management Team Experience and Expertise	15
Our Team	15
Third-Party Contractors	16
Advisors	17
Partnerships	17
Day to Day Operations	17
Our Business Model	17
Lab Testing	21
Neighborhood Relations	21
Local and State Law Compliance	22
Track and Trace System	22



Transportation Policy	23
Waste Management	23
Insurance	27
Timeline	31
Target Market Analysis	31
Competition	32
Pricing and Projected Sales	33
Pricing	33
Advertising and Promotion	33
Sustainability Strategy	33
Marketing	34
Financial Projections	35
Budget	35
Proof of Capitalization	36
Pro Forma	36
Parking Plan	37
NEIGHBORHOOD COMPATIBILITY PLAN	39
Neighborhood Concerns	40
Letter of Intent	42
Odor Mitigation	43
Vicinity Map	44
SAFETY AND SECURITY	46
Overview	46
Facility Security	46
Perimeter Security	47
Building Improvements	47
Security Lighting	47
Physical Security Measures.	47
Facility Access Control	48
Security Systems	49



Cameras and Surveillance System	49
Monitored Alarm System	50
Secure Record Storage and Backup	50
Secure On-Site Server	51
Cash Management	51
Secure Product Storage	51
Visibility	51
Secure Product Storage	51
Security Personnel	52
Incident Management and Emergency Response	52
Fire Suppression	52
Employee Safety	52
Emergency Contacts	53
Annual Review	53
COMMUNITY BENEFITS	59
Economic Impacts	60
Community Relations	60
ENVIRONMENTAL BENEFITS	62
Energy Efficiency	62
LABOR AND EMPLOYMENT	64
Employee Expectations and Security Training	66
LOCAL ENTERPRISE	68
QUALIFICATIONS OF PRINCIPALS	71





EXECUTIVE SUMMARY

EXECUTIVE SUMMARY

HHCo Enterprises is a manufacturing company organized in the state of California and seeking to operate under California State and local Nevada City laws as an S Corporation.

We are a grassroots cannabis company that's not afraid to set high standards. As pioneers in the industry, we constantly push ourselves and our team to explore practices that enhance the overall comfort, enjoyment and ease of cannabis.

HHCo uses plant material grown with the strictest organic principles to produce high quality cannabis oil for vaporizers intended for sale in licensed dispensaries throughout California. We strive to be leaders in the industry through best practices, strong team building, and quality processing. From seed to shelf, we are committed to delivering a high-end, natural product.





PROPOSED LOCATION

PROPOSED LOCATION

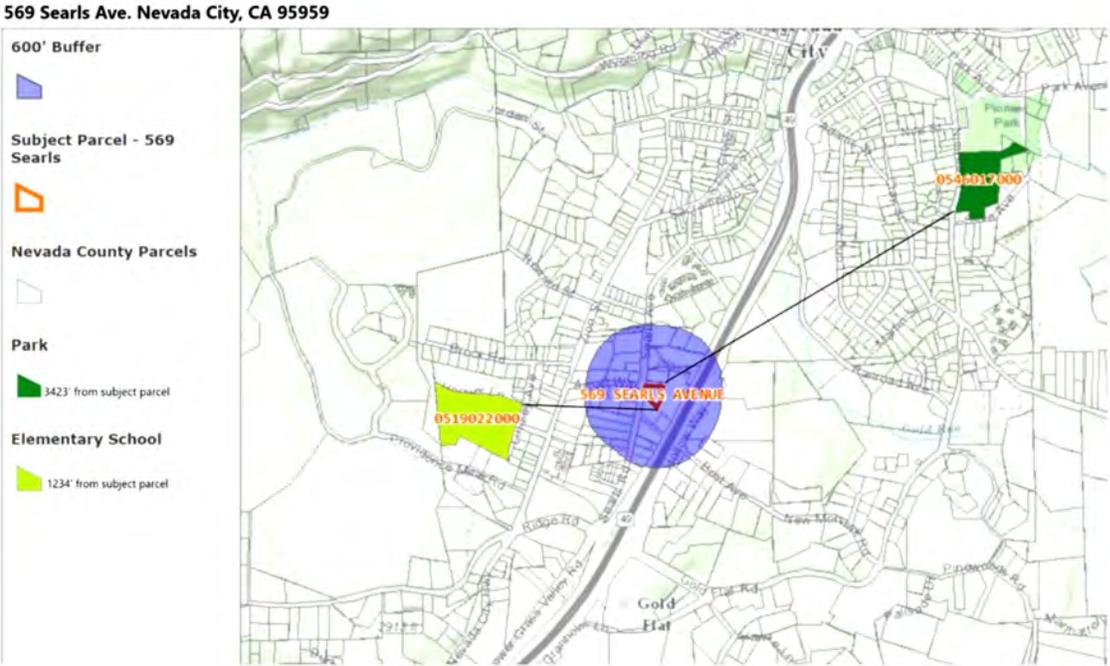
HHC Co Enterprises is located at 569 Searls Avenue, Suite 1-A, Nevada City, CA 95959. The facility occupies 800 square feet of the 8,100-square-foot building on a Light Industrial - Scenic Corridor (LI-SC) zoned parcel.

APN: 05-280-18-00

HHC Co holds a lease on the facility for five years with the option to renew. We are committed to being members of the local business community and the community at large for years to come. HHC Co is in the business of manufacturing premium, craft medical cannabis products as permitted by law in California.

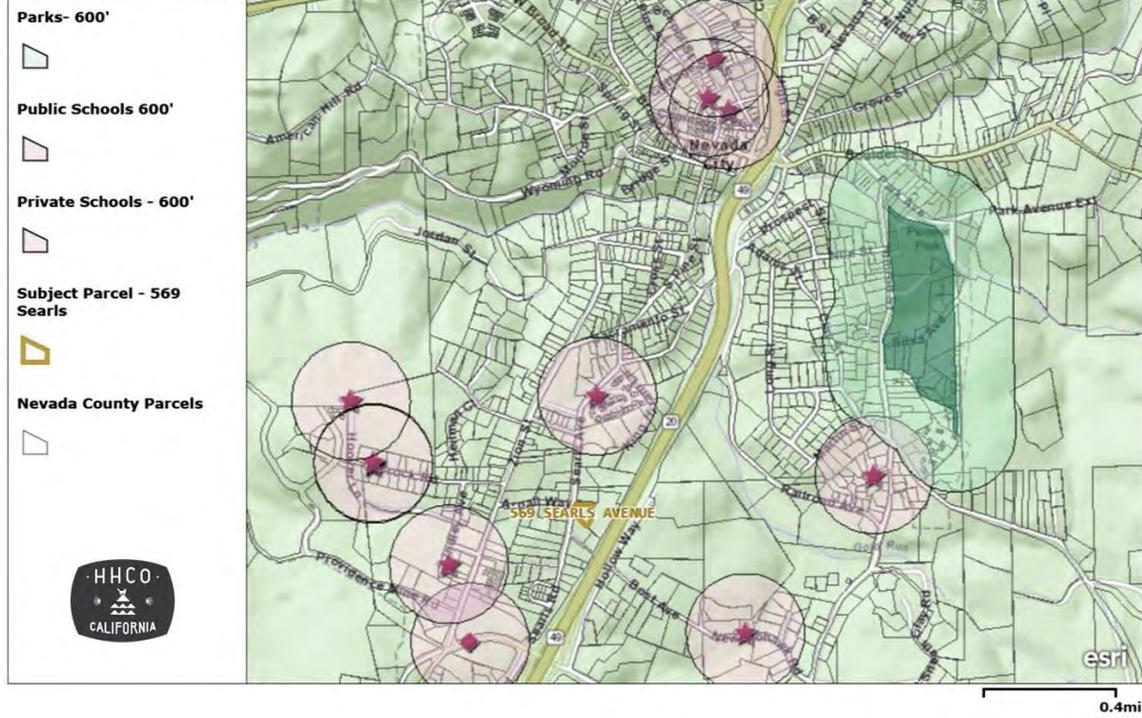
Our proposed facility is currently located over a 1,000 feet from any sensitive use outlined by Nevada City in its ordinance as adopted June 28, 2017.

Sensitive Use Map

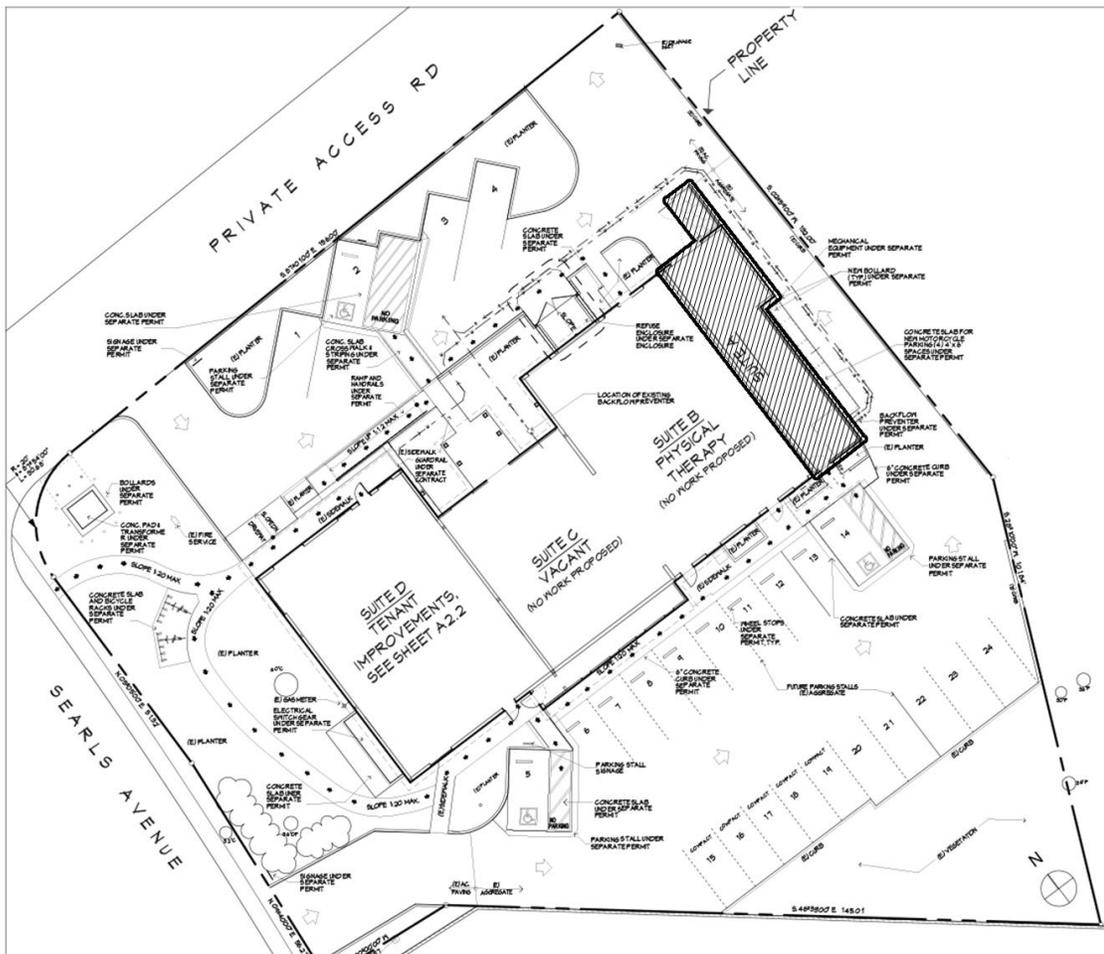


Schools And Parks

569 Searls- Schools and Parks



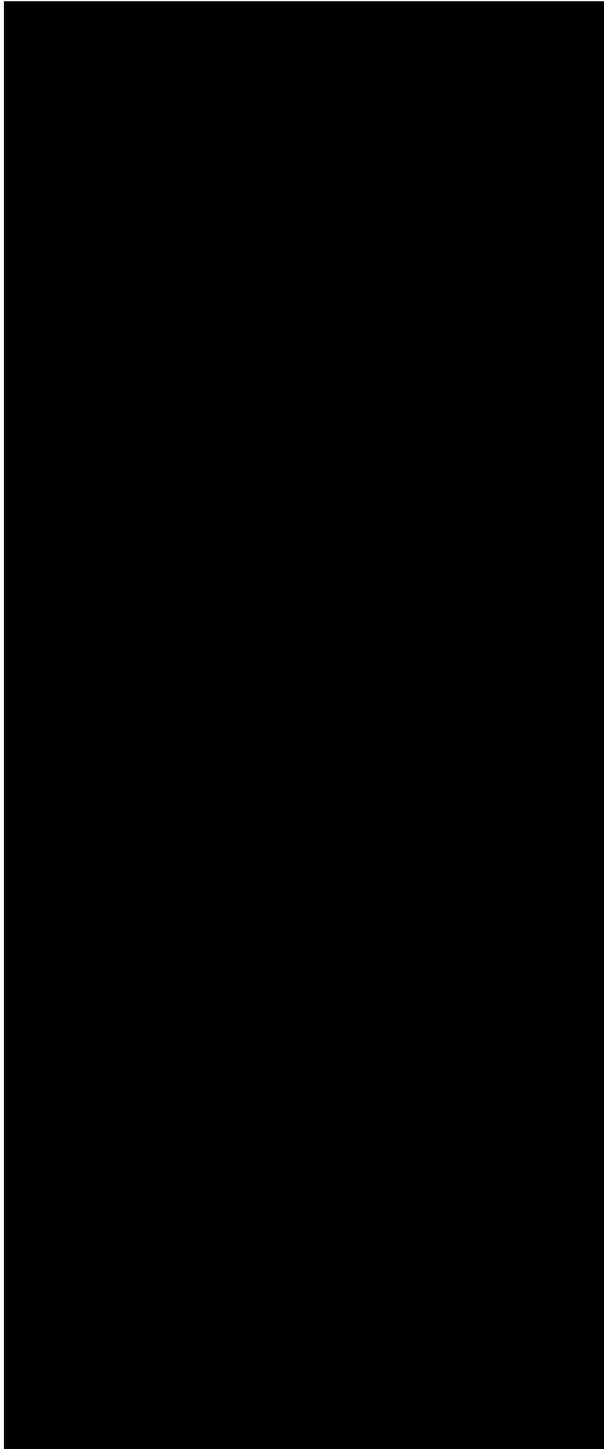
Site Plan



1 569 SEARLS SUITE 1A-SITE PLAN
NTS



Floor Plan



ADDITIONAL NOTES:

1	LAB GRADE VINYL, RUBBER, OR EPOXY FLOORING
2	GLOSSY PAINTED WALLS FOR CLEANING PURPOSES.
3	LIGHTING AS NEEDED PER SPATIAL REQUIREMENTS.
4	VENTILATION PER LICENSED CONTRACTOR, WITH IN-LINE CARBON FILTER TO MITIGATE SMELL. VENTILATION THROUGH WALL OR ROOF. TBD.
5	ADD UTILITY SINK AND DRAINAGE PER STATE GUIDELINES

1 PROPOSED FP UNIT 1A
Scale 3/16" = 1'-0"



Building Image References





BUSINESS PLAN

BUSINESS PLAN

Executive Summary

Overview

HHCo Enterprises is a manufacturing company organized in the state of California and seeking to operate under California State and local Nevada City laws as an S Corporation. We are seeking to obtain a medical cannabis manufacturing license under Nevada City ordinance number 2017-07 adopted by city council on June 28th, and section 26070.5 of the California Senate Bill number 94, most commonly known as the Medical and Adult Use Cannabis Regulation and Safety Act (“MAUCRSA”). Subsequent to the issuance of our municipal license HHCo intends to specifically apply for and be granted a License Type 6 Non Volatile Manufacturing under “MAUCRSA” which had an open application period beginning January 1, 2018.

Entity Structure: S Corporation

State Organized: California

State Filing Number: TBD

Entity Type: HHCo Enterprises, Inc. is an incorporated, for profit company

Federal Tax ID Number (EIN); TBD

State License Type (seeking): Type 6 - Non-Volatile Manufacturing

Corporate Officers/Board of Directors:

Laurel Gladish

Maxwell Gladish

Daniel Carter

Our Company

Company Ownership/Legal Entity: Highest Health Collective (HHCo) is a registered S-Corporation, registered under the name HHCo Enterprises, Inc.

Location: The appropriate facility meets the following requirements:

- Zoned for commercial business



- Location approved by Nevada City for cannabis manufacturing permits for volatile and non-volatile solvents
- Location approved by Nevada City for cannabis flower processing, optional Property Management company supportive of the cannabis industry

Interior

- The interior of the location is secure and private
- Adequate security doors and windows
- Climate controlled
- Lab grade finishes
- Stainless steel countertops, can be flexible, i.e moveable tabletops.
- Ventilation options as needed
- Adequate utility capacity
- 3 phase power with a minimum of 200 amps
- Small storage freezer/refrigerator

Mission Statement

We are a grassroots cannabis company that's not afraid to set the highest standards. As pioneers in the industry, we constantly push ourselves and our team to explore practices that enhance the overall comfort, enjoyment and ease of cannabis.

Vision

HHC Co uses plant material grown with the strictest organic principles to produce high quality cannabis oil for vaporizers intended for sale in licensed dispensaries throughout California. We strive to be leaders in the industry through best practices, strong team building, and quality processing. From seed to shelf, we are committed to delivering a high-end, natural product.



Best Practices

- We use standardized Good Manufacturing Practices (GMP) and Good Laboratory Practices (GLP) including a fully implemented track and trace program to ensure safety and product quality. We have partnered with regional ISO certified analytical laboratories to maximize our Quality Control turnaround time and R&D by having access to over \$500,000 in state of the art analytical equipment, including: High performance liquid chromatography (HPLC), Liquid and Gas Chromatography tandem Mass Spec (GCMS and LCMSMS), and headspace mass spectrometry.
- We go above and beyond with our QC, facility, and process design to identify any contaminated inbound product so it can be properly decontaminated and purified, without cross contamination in the facility.
- We rigorously validate our standard operating procedures in order to ensure our research and methodology is sound, that we are working in a safe environment, and that our products are both top shelf and safe to the consumer.
- While our team has a tremendous wealth of expertise and skill, we know where our abilities are at peak and when we need to source outside professional guidance. We aim to grow safely and quickly in this rapidly changing and growing market.



Values



Best Practices

- We use standardized Good Manufacturing Practices (GMP) and Good Laboratory Practices (GLP) including a fully implemented track and trace program to ensure safety and product quality. We have partnered with regional ISO certified analytical laboratories to maximize our Quality Control turnaround time and R&D by having access to over \$500,000 in state of the art analytical equipment, including: High performance liquid chromatography (HPLC), Liquid and Gas Chromatography tandem Mass Spec (GCMS and LCMSMS), and headspace mass spectrometry.
- We go above and beyond with our QC, facility, and process design to identify any contaminated inbound product so it can be properly decontaminated and purified, without cross contamination in the facility.
- We rigorously validate our standard operating procedures in order to ensure our research and methodology is sound, that we are working in a safe environment, and that our products are both top shelf and safe to the consumer.
- While our team has a tremendous wealth of expertise and skill, we know where our abilities are at peak and when we need to source outside professional guidance. We aim to grow safely and quickly in this rapidly changing and growing market.



- We trust. We listen carefully and foster a culture of transparency and opportunity.
- We embody abundance. In an industry fraught with doubt and insecurity, our commitment to positivity and openness inspires confidence in a profession that provides for us all.
- We are community. We listen to and look out for each other. The better each and every one of us is doing, the better product our customers are going to get.
- We are professional. We take our work seriously and expect the same from our partners and our team. We show up early, stay late, ask the right questions and take ownership in all we do.
- We strive for continual growth. We constantly ask questions, seek knowledge and break barriers.
- We innovate. At every turn we are engineering environments that maximize the health, safety, comfort and enjoyment for our community, our people and for our customers.

Objectives

- Open a licensed cannabis manufacturing facility in Nevada City according to Nevada City Ordinance No. 2017-06 and California AB 2679: California Issues Guidance for California Cannabis Manufacturers regulation. Type 6 license will be obtained from the state of California once the permit from Nevada City is approved.
- Obtain adequate facilities to manufacture up to 16,000g cannabis oil vaporizer cartridges and/or 8000g white-label wholesale per month.
- Expand market to the East Bay and Southern California market.
- As Nevada County adopts California state guidelines we will expand the supply chain to support local farmers and members of the community.

Management Team Experience and Expertise

Our Team

LAUREL DURLAND, Co Founder and CFO, HHCo. After a career in architecture and design at an International firm in Los Angeles, Laurel Durland moved to Nevada County to apply the same attention to detail, desire for beautiful design and project management skills to something of her own dreams and design. In addition to being a visionary for how people, land and business can come together to celebrate simplicity, beauty, community and opportunity, Laurel handles the day-to-day business and strategy for HHCo. Ms. Durland is the go to for the strategic growth, accounting, marketing and legal matters of HHCo. Laurel also handles strategic partnerships and advocacy on behalf of HHCo. Laurel has been an active member of the Nevada County Cannabis Alliance for years, an organization which helps to guide the local cannabis policies of Nevada County. When she's not on the farm or in the office, Laurel loves harvesting the fruits of the day to make a delicious dinner for her family and friends.

MAXWELL GLADISH, Co-Founder and CEO, HHCO. An architect by training but farmer at heart, Max Gladish oversees all of HHCo's day to day operations. Max ensures that maximum quality, quantity and efficiency are achieved, and that each venture has what it needs to operate safely and legally within an ever-changing industry. Max holds a degree from USF in architecture and community design and has years of experience in building and landscaping in a manner that holds plants, people, the planet and profit at the highest regard. Max started in the cannabis industry in 2010, and holds a breadth of experience in every aspect of the practice; from curation to cultivation and processing, management. With a family that has managed acres of land and experienced entrepreneurial success in Northern California for centuries, Max is committed to forward thinking and an openness that inspires confidence and commitment to a business that provides for all that participate.

DANIEL CARTER, Partner & Chief Scientific and Technical Officer. Daniel Carter is our resident scientist. Carter received his BS and MS in Biotechnology from University of Nevada Reno, where his research projects spanned the ecological effect of environment on genetic evolution, to biomedical engineering and human perception under stress. While in graduate school, Carter held an internship at Charles Rivers Laboratories, a major international preclinical trial pharmaceutical testing company. Carter worked in the analytical chemistry department, where he was responsible for



quality control (QC) and formulations. After receiving his MS Carter worked on nanomaterials chemistry for Water Safety Co., where he developed fluorescent visual product QC test and built his Good Manufacturing Practice (GMP) and Good Laboratory Practice (GLP) skills. Carter brings to the HHC Co Team experience with product and process development, project management and GMP and GLP skills. His academic background, experience with global pharmaceutical leaders and direct industry experience make him an invaluable asset to the HH Co Team. When not in lab or glued to his computer, you can find Daniel exploring the West Coast or at Donner Summit climbing, skiing or juggling.

SEATON KREYER, Sales & Marketing Specialist, Seaton has more than 15 years of experience working as a top producer with Fortune 500 companies including Tandy Corp, Verizon and Starwood Hotels & Restaurants. For these companies, Seaton has been responsible for managing large territories of retail stores and kiosks at Verizon, nurturing talent and driving sales for Tandy, and raising more than \$70M for Starwood and their Vacation Ownership program. Seaton holds a degree in Business and Tourism from Coastal Carolina University in South Carolina and also has experience in operating his families' real estate portfolio in Northern California. Seaton has been involved with the many aspects of the cannabis industry since he moved to California in 2016 and joined the HHC Co Team in 2017 to help grow HHC Co's retail relationships. In his first year, Seaton has secured impressive accounts on behalf of HHC Co.

Third-Party Contractors

- Gold Country Innovations Management Company. 111 Bank St. Ste 346, Grass Valley, CA. 95945
- Gaiaca Waste Management. 120 Calle Del Oaks, Suite B, Del Rey Oaks, CA 93940
- Beam Easy Living Security. 422 Henderson St, Grass Valley, CA 95945
- RKR Construction
- Brewer Heating Refrigeration. 937 Golden Gate Terrace, Grass Valley, CA 95945
- Siteline Architecture. 644 Zion St, Nevada City, CA. 95959



Advisors

- Green Rush Consulting

Partnerships

- Gold Mountain Distribution
- Thrive Society Distribution

Day to Day Operations

Our Business Model

Facility Construction and Design: HHCO is committed to providing adequate space for the placement of our state-of-the-art equipment and storage of materials as is necessary for maintenance, sanitary operations, and the production of safe cannabis products. In order to comply with local and state regulations we commit to:

- Taking adequate precautions to reduce the potential for allergen cross-contact and for contamination of cannabis products, cannabis product-contact surfaces, or cannabis product-packaging materials by microorganisms, chemicals, filth, and other extraneous material by implementing thorough sanitary protocols.
- Take adequate precautions to protect product ingredients in either indoor or installed outdoor bulk vessels by any effective means, including:
 - Using protective coverings.
 - Controlling areas over and around the vessels in order to eliminate harborages for pests.
 - Checking such vessels on a regular basis for pests and pest infestation.
- Our facility will feature floors, walls, and ceilings that will be adequately cleaned and kept clean and in good repair. It will be constructed in such a manner that drip or condensate from fixtures, ducts and pipes will not affect our operation with regards to contamination of cannabis

products, cannabis product-contact surfaces, or cannabis product-packaging materials.

- Our facility will feature adequately wide and unobstructed aisles or working spaces between equipment and walls that allow our team to perform their duties and protect against the contamination of cannabis products, cannabis product-contact surfaces, or cannabis product-packaging materials via clothing or personal contact.
- We will provide our facility with adequate and compliant lighting, hand-washing areas, and toilet facilities.
- We will provide shatter-resistant light bulbs, fixtures, skylights, and/or other shatter resistant glass fixtures in all areas where glass breakage may result in the contamination of exposed cannabis components or products at any step of preparation.
- Provide adequate ventilation or control equipment to minimize dust, odors and vapors through an odor mitigation plan.

Equipment: Our manufacturing facility will feature state-of-the art equipments built to the highest standards and proven and tested to perform as required for the process of turning cannabis product into full spectrum cannabis nectar.



Manufacturing Process: Our process starts with cannabis biomass obtained from licensed cultivators; this material is then refined through multiple steps, including distillation, to give a pure and concentrated cannabis oil. First, we test the plant material through a licensed analytical laboratory to ensure it is at the quality needed, and to determine what additional steps will be needed in refinement. Then, the biomass will be soaked and extracted with grain alcohol, similar to the process of steeping cold-brew coffee or tea. From this point, the alcohol is separated from the cold-processed cannabis oil, and the oil is activated with mild heat before being treated with activated carbon and multiple stages of filtration.

The activated cannabis oil is then separated by grade, and undergoes a second round of quality control testing before being refined or packaged. If the extract is high quality it will then be labeled and stored accordingly, otherwise the oil will be distilled multiple times before it is then dispensed into a vaporizable cartridge or other form of packaging. All of our batches are then tested a third time, before being distributed by a licensed distribution company to retailers.

Suppliers: Suppliers of raw material are primarily located in the Sierra Foothills and we expect them to be fully licensed once Nevada County adopts a Cannabis Cultivation ordinance. The suppliers are diversified to prevent gaps in the supply chain. These products can be derived from plants grown indoors and outdoors, which stabilizes access to raw materials outside of the outdoor growing season. The cartridges are produced in China, are made of glass and ceramic, except the end cap and protective cover which are plastic. The packaging is supplied by Marijuana Packaging in Vernon, CA and contains no plastics.

Cleanliness and Sanitation: Our company is committed to keeping the highest standards of cleanliness and sanitation to ensure our products are compliant and safe for consumption in the California medical cannabis market. Our protocols and standards are spelled out in our Enhanced Product Safety chapter of this application.

Storage



- Our facility will have a dedicated storage area for cannabis materials and finished product: cannabis trim & flower material destined for extraction; cannabis extracts (crude, distillate, isolate), cannabis extracts produced within our facility and/or finished packaged goods ready to transfer to a licensed distributor.
- The storage room will be limited to authorized personnel.
- The storage room will be kept at 60-65 degree temp and 50% humidity, and otherwise handled as necessary to ensure that the materials are clean and suitable for processing into cannabis products.
- To protect against allergen cross contact and contamination, materials will be stored adequately and separate from finished product.

Closing Procedures: HHC's closing procedures will include storage of all materials in appropriate locations (chemicals in chemical storage, cannabis material in locked areas). Our closing procedures will also include completing a log of equipment shutdown and checklist. Completion and log of appropriate end of day cleaning. And a detailed security inspection and log results.

Hours of operation

8am - 8pm, Seasonally

Services

- Products:
 - Cartridges for in-house brands and white label
 - High purity (>95%) cannabinoids for edibles, etc.
 - THC concentrate
 - THC/CBD concentrate
 - CBD concentrate
 - Solvent free distillate



- Additional Services:
 - Pesticide Removal
 - Toll/Split Processing

Lab Testing

HHC Co is committed to the safety of its products and the wellbeing of all who consume it. As such, our company will engage in thorough lab testing protocols that begin with sourcing the cannabis material we use to manufacture our products. As such, HHC Co will only source tested product from licensed cannabis farms through licensed distributors that place a premium on sourcing materials that has been cultivated under sustainable and organic standards.

Our products go through a rigorous batch testing process beginning with pre-intake contamination testing looking for any residues not able to be remediated by our process, and ending with a full-scope analytical package including microbial, metals, phytotoxins, pesticides, potency and residual solvents. We utilize the network of licensed and ISO certified cannabis analytical laboratories across northern California, including ANRESCO, SC Labs, and GW Laboratories; if given the opportunity to help create a testing laboratory here locally we would gladly support their creation and supply them with our business. We strive to create meaningful connections with analytical laboratories so we can work hand-in-hand to provide safe products and create cutting edge research.

Our quality assurance procedures are outlined in our Enhance Safety Product Section.

Neighborhood Relations

As part of our commitment to being responsible operators, HHC Co will establish protocols for resolving community concerns/complaints about our operations. We will assign a staff member as our Community Relations representative and provide Nevada City with all of her/his contact information. An outline of the procedure is included in our Community Outreach Plan.



Local and State Law Compliance

HHC Co will be in compliance with California Health and Safety Codes 11362.5 and 11362.7, et. al., Attorney General's Guidelines for the Security and Non-Diversion of cannabis Grown for Medical Use, and the Medical Cannabis and Adult Use Regulation and Safety Act. We will fully comply with Nevada City ordinance 2017-06. Our incorporating documents, operating procedures and day-to-day operations are designed to comply with state laws effective January 1, 2018.

Our proposed facility meets all zoning and compliance standards. HHC Co will retain the services of a compliance consultant to ensure compliance with any future changes to local and state cannabis laws and regulations.

Our corporate officers and supervisors have also been trained in all state regulations governing over the manufacturing of cannabis and will ensure all compliance in day-to-day operations.

Compliance with Ordinance 2017-06

HHC Co will adhere to all of the requirements established in Nevada City Ordinance 2017-06, approved in April 2017 and amended to include all cannabis business license types in July 2017.

Compliance with California State Laws

Through membership in organizations such as the Nevada County Cannabis Alliance and the California Growers Association, HHC Co has stayed abreast of the evolving regulatory system established in California under MAURCSA.

State regulations are expected to change and continue to evolve as the cannabis industry gets established under the new regulatory and licensing system.

We will continue to adapt our programs where necessary to comply with new regulatory requirements as they emerge.

Track and Trace System

HHC Co will adhere to strict California track-and-trace regulations by employing the use of reporting software compatible with METRC, the vendor selected by the State of California to implement its track and trace system.



The METRC software is the state's inventory control system designed for the production and distribution of legal, regulated medical cannabis throughout the licensed cannabis supply chain in California. HHC's own inventory tracking software interacts and reconciles with the state software to track products along the supply chain, ensuring that no licensed product is ever diverted to the untracked and unlicensed black market.

Transportation Policy

HHC will use the following options for transportation of biomass material, lab testing, and finished product in compliance with all local and state regulations.

HHC plans to obtain a distribution license which would then make it possible to pick-up cannabis material from licensed cultivators, deliver samples to lab facilities for testing, and for distributing final products to licensed vendors.

As this may take some time, HHC has the following options in the interim:

- To have a licensed distributor deliver cannabis material/biomass goods from licensed cultivator.
- To have licensed lab facility pick-up samples for testing and return product as needed.
- To have a licensed distributor pick-up finished, tested product to then distribute to licensed vendors.

Waste Management

As the provided space that HHC will be leasing is quite small, the team has put together an extensive waste management plan to ensure safety, efficiency, and proper protocol that will be in compliance with local and state regulations for biomass waste management.

When the biomass has been run through the ethanol machine and is 100% stripped of all material, the final product is similar to grass clippings in its appearance and its composition. At this point it is considered biomass waste and must be discarded. It will be immediately placed in a secure location for a minimum of 3 days, available for inspection as needed. After three days it will be placed in 55 ga drums or in a waste receptacle, both located outside the manufacturing facility. The enclosure for the 55 ga. drums and/or the 3'-0" x 6'-0" dumpster will be triple locked whereas, the 55 ga. drums and dumpster will be locked, the metal cage surrounding the drums/dumpster will be



locked, and the wooden fence around the metal cage will be locked as well. There will also be 24 hour surveillance on the trash area described above.

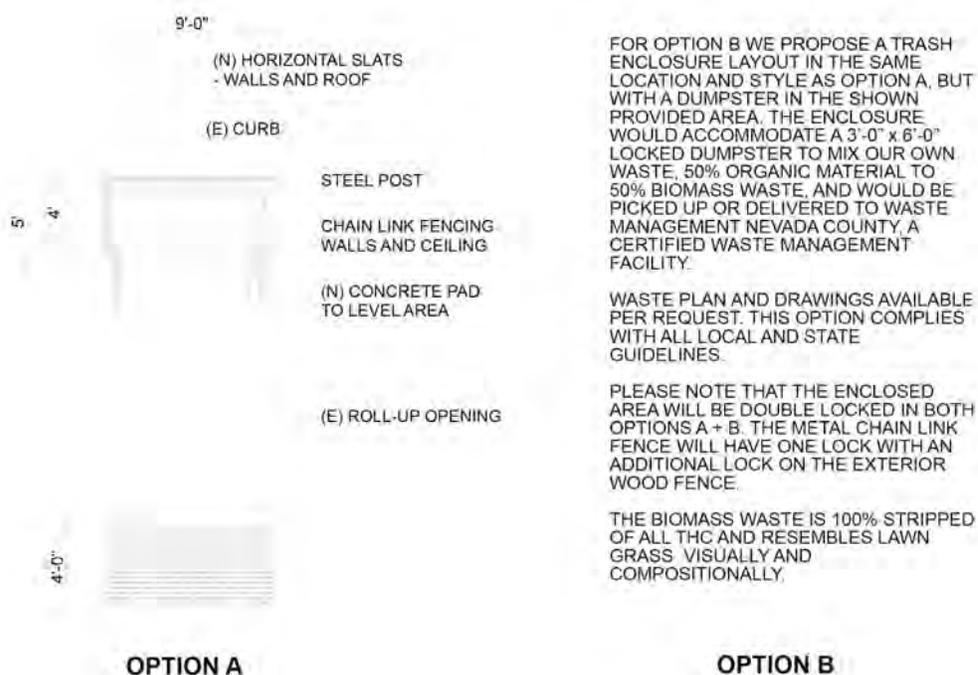
We have provided diagrams of the following two options for the final step of the biomass waste:

Option A: To be picked up by a licensed contractor who will follow these protocols:

- Weigh all product before it is picked up.
- Weigh all product upon arrival to the licensed facility.
- Record all date per state regs.
- Mix biomass waste with 50% organic material
- Recycle or deliver for trash.

Option B: After keeping product for the 3 days for inspection, we then put in secure area where we would mix ourselves with 50% organic material.

HHCo would then deliver to the certified Nevada County Waste Management facility, or have it picked up.





March 5, 2018

Ms. Laurel Gladish

Via email:



Subject: Proposal for Non-Hazardous Waste Management Services for the Cannabis Manufacturing Facility Located 569 Searls Avenue located in Nevada City, California.
Proposal Number: 180305-01

Dear Ms. Gladish:

Gaiaca is pleased to present this proposal to provide non-hazardous waste management services for the Cannabis Manufacturing Facility (the "Company") located at 569 Searls Avenue, Nevada City, California. This proposal is based on information gathered during a phone conversation on March 5, 2018. It is to Gaiaca's understanding that the subject facility is conducting volatile cannabis extraction, winterization, and distillation. Anticipated streams of waste include post-extracted cannabis plant material, semi-aqueous winterization/distillation byproduct, and disposable goods (utensils, PPE, containers, etc.) contaminated with cannabis oils. The estimated amount of waste is approximately 1,000 pounds per month. Gaiaca understands that the Company wishes to have the waste generated from the facility managed by Gaiaca through our monthly subscription service. This proposal is for non-hazardous cannabis waste management only - hazardous waste collection will be contracted separately as needed.

Scope of Work

This proposal presents the services needed to successfully complete this project based on the above understanding. Gaiaca will provide the following services to successfully complete this project:

- Upon subscription, Gaiaca will issue a certificate of Gaiaca Waste Compliance. Gaiaca will offer onsite consulting services to help with logistical waste management support.
- Gaiaca will deliver empty waste containers (drums) to the site to initiate service. The drums are to be utilized for non-hazardous cannabis dispensary waste accumulation.
- Gaiaca will provide weekly waste pickup services. If weekly waste pickup is not necessary, pickups will be conducted on an as needed basis.
- All waste removed from the Company's facility will be transported directly to Gaiaca's facility for processing.
- The Company will receive receipt of waste handling via signed waste manifest within 48 hours following pickup.



Fees

All services described will be provided for a monthly fee based upon the fee schedule presented in Appendix C:

Package	Unit	Total
Manufacturing Monthly Membership Fee		
Manufacturing Waste Disposal Fee (Plant Material)		

Our estimated fee is based on the following assumptions:

- Gaiaca will be provided unobstructed access to the facility’s waste storage area.
- The monthly membership fee is inclusive of up to eight (8) drums of manufacturing plant and/or non-plant waste per month. Additional drums will be billed at the above rate.
- Monthly membership fee payments are due at the beginning of the month of service. Waste disposal fees are billed according to the quantity of drums collected from the facility during the month of service, billed at the end of the month of service. (i.e. total number of drums collected in January will be billed at the beginning of February.)
- All waste must be placed inside the drums provided and secured prior to pick-up. Gaiaca is not responsible for filling the drums, transferring waste from other receptacles into the drums, or cleaning up debris associated with the accumulation of waste.
- The drums are for non-hazardous cannabis waste and byproduct only. This includes raw plant, trim, food waste, expired goods, contaminated disposables, and failed product quality. The drums are not to be used as regular trash or recycling cans. Disposal of metals, glass, other categorized hazardous materials, and general waste is prohibited, and will incur a fine.

Schedule

Gaiaca can begin work on this project within two weeks of receipt of written authorization to proceed. Weekly waste pickup dates will be determined by you. Changes in pickup dates or quantities will require notification from you at least 48 hours in advance.

Thank you for the opportunity to submit our proposal to you. We look forward to working with you on this project. If you have any questions please call us at 831.521.4212.

Sincerely
Gaiaca, LLC



Garrett Rodewald, CAC, CMC, CDPH Certified
Co-Founder/Chief Operating Officer

Attachments:

- Appendix A – Service Provider Agreement
- Appendix B – Terms and Conditions
- Appendix C – Gaiaca Fee Schedule



Laurel Gladish
569 Searls Avenue, Nevada City, CA
Cannabis Manufacturing Facility
Non-Hazardous Waste Management Services
Gaiaca Proposal No. 180305-01



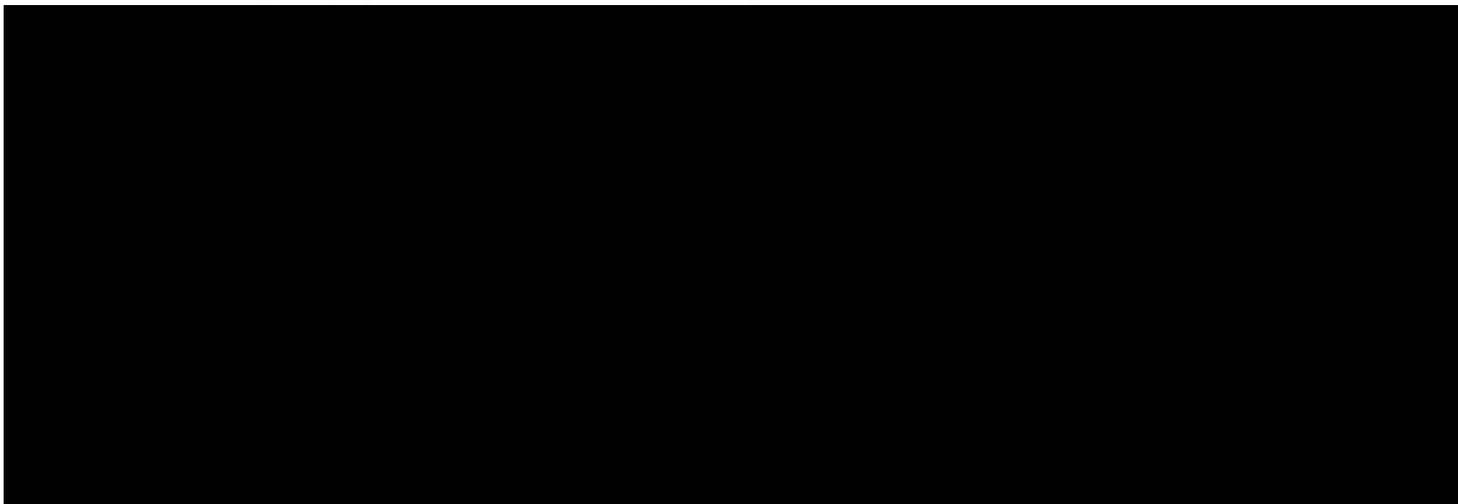
Insurance

HHCo has engaged with an insurance company that has reviewed the existing proposed facility as well as the lease for tenant created by Lessor. Please find the attached quote.

DATE: 03/12/2018
TO: Dina McPherson
CAIS
5054 Robert J Mathews Pkwy, Ste 100
El Dorado Hills, CA 95762

RE: HHCo Enterprises Inc
Renewal of Policy #: NEW

QUOTATION



Locations: 569 Searls Avenue, Suite A, Nevada City, CA, 95959

Commercial General Liability

See Attached

Endorsements/Exclusions: (include, but are not limited to, the following terms, conditions and exclusions.)

See Attached

*BY SIGNING BELOW, YOU ACKNOWLEDGE THAT THE MINIMUM DOWN PAYMENT REQUIRED IN THE AMOUNT ██████████ IS CONSIDERED FULLY EARNED AND WILL NOT BE REFUNDED IN THE EVENT OF CANCELLATION ONCE COVERAGE HAS BEEN BOUND.

X _____ X _____
Insured Signature, Title Date



03/12/18
Page 2 of 2

Conditions: (include, but are not limited to, the following terms, conditions and exclusions.)

25% Minimum Earned Premium

Additional insureds, broker fee, policy fee and inspection fee if applicable, are 100% fully earned at inception.

In addition to the listed conditions, please see the attached carrier quote for additional subjectivities

No Flat Cancellations

Special Payment Terms - please note this account is subject to immediate payment. Payment is due in our office within 15 days of binding, regardless of when you receive the policy. If your office pays by statement - we ask your cooperation in sending payment on this account separately. Carrier has special payment terms on this account that requires payment within the time frame or cancellation will be released.

Subject to favorable inspection & compliance to all recommendations

Subject to receipt of signed and dated D1 to bind

Subject to receipt of the completed and signed SL-2 to bind

Subject to receipt of the signed/complete tria form to bind

Subject to receipt of the signed/completed acord applications

Subject to receipt of the signed/completed supplemental application

Terms, Conditions, Forms, Endorsements, and Exclusions are as per attached company quote.

Please note that is a brokerage account and subject to special payment terms. The full net premium is due within 15 days of binding.

Special Provisions:

This quotation is being offered on the basis indicated. It is incumbent upon you to ascertain the accuracy of the quote, and to review with the insured the terms of the quote carefully, as the coverage, terms and conditions may be different than those on original application. All requests to bind coverage must be received in our office in writing. Coverage cannot be backdated or presumed to be bound without confirmation from an authorized representative. Please advise your client that the policy dictates the actual terms of coverage and in the event of differences, the policy prevails.

Please review and advise if you have any questions. We look forward to hearing from you concerning placement of this coverage.



Kinsale Insurance Company

A. M. Best Company Rating A- (Excellent)
 Financial Size Category: VIII

QUOTE

RE: HCo Enterprises Inc
 111 Bank St #345
 Grass Valley, CA 95945



Coverage Form: Commercial General Liability - Products/Completed Operations Excluded - Occurrence
Policy Period: 03/12/2018 - 03/12/2019
Retro Date: n/a
Description of Operations: Manufacturing Facility - Premises Only

We are pleased to offer the following quote which will remain valid until 03/12/18 unless extended and agreed to in writing by us. Please read carefully as the terms and conditions of coverage may differ from those requested. THIS IS NOT A BINDER OF INSURANCE.

Limits:	LIMITS OF INSURANCE
Each Occurrence Limit	
Damages to Premises Rented to You Limit	
Medical Expense Limit	
Personal & Advertising Injury Limit	
General Aggregate Limit	
Products / Completed Operations Aggregate Limit	
Deductible:	
Per Claim	
** Deductibles apply to all coverages, damages, and expenses.	

Basis of Premium



Classification	Rating basis	Exposure	Rate
Building or Premises - Manufacturing (excluding Products/Completed Operations)	1,000	per 1,000 Square Feet	

Locations

1. 569 Searls Ave Ste A, Nevada City, CA 95959

Estimated Policy Premium (minimum premium applies)

Inspection and audit fee

Total amount due upon binding

Minimum earned premium at binding

Company Fees are fully earned.
 Premium is 100.00% minimum and deposit.
 Minimum Premium applies.
 Taxes, fees and surcharges are the responsibility of the broker.

Contingencies:

This Quote is subject to our receipt and acceptance of the following items:
 1) Subject to currently signed, dated and completed Kinsale Declaration of No Prior Coverage and No Known Loss Letter.
 2) Subject to confirmation there is no aluminum wiring. If there is aluminum wiring, then please confirm it has been "pigtailed" or upgraded with CO/ALR, AlumiConn, or COPALUM connections.

Exclusions and endorsements:

CAS1000-0110 - Commercial General Liability Declarations
 ADF9013-0815 - Notice - Where To Report A Claim
 ADF4001-0110 - Schedule of Forms
 CG0001-1001 - Commercial General Liability Coverage Form
 CAS2004-0110 - Deductible Endorsement
 CAS2007-0817 - Common Conditions - Casualty
 CAS2042-1216 - Limitation of Coverage A and Coverage C to Designated Location(s) or Project(s)
 CG2139-1093 - Contractual Liability Limitation
 ADF4002-0817 - Basis of Premium
 CAS4008-0110 - Waiver of Transfer of Rights of Recovery Against Other to Us(NC Acquisition 569, LLC
 1253 University Ave Ste 1001, San Diego, CA 92103)
 CAS4018-0411 - Minimum Policy Premium
 CAS4029-1212 - Amendment - Premium Audit Conditions
 ADF3003-0110 - Exclusion - Absolute Pollution and Pollution Related Liability
 ADF3010-0110 - Exclusion- Nuclear, Biological or Chemical Materials
 ADF3011-0115 - Exclusion of Other Acts of Terrorism Committed Outside the United States; Exclusion of Punitive Damages Related to a Certified Act of Terrorism; Cap on Losses from Certified Acts of Terrorism



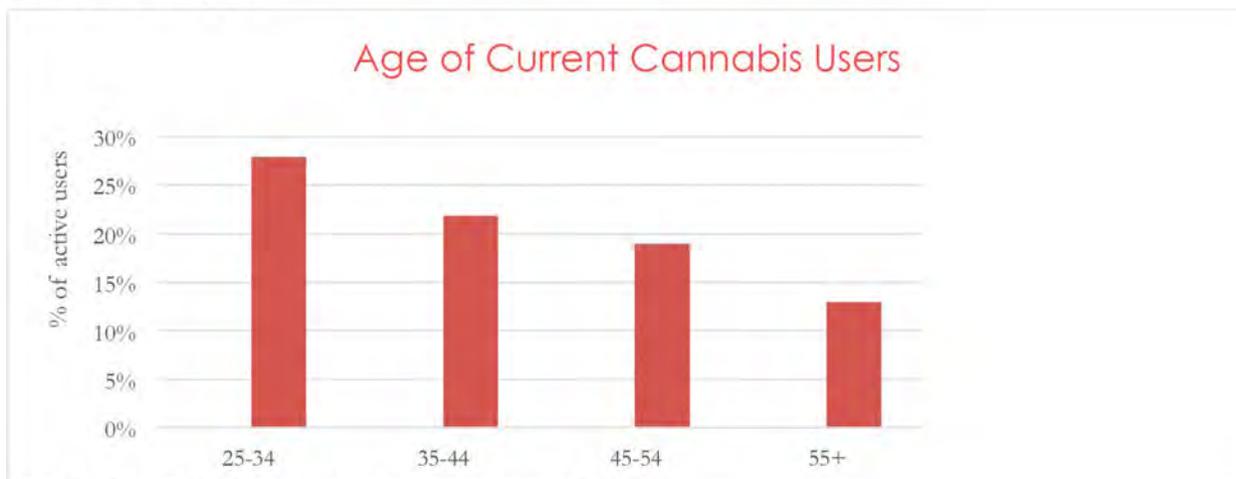
Timeline

Timeline of Proposed Construction: Once we are approved of all required city permits and state licenses, it will take us 1-2 months to buildout our space per our proposed plan. We would like to be permitted within 4 months and operating by Sept 2018.

ADA Compliance: Our space has one permitted ADA compliant bathroom stall. The suite is first level, with ADA access. All corridors are wider than ADA requires and all interiors comply with ADA regulations.

Target Market Analysis

Market Analysis



Source: J Drug Policy Anal. 2011 Feb; 4(1): 1. <https://www.ncbi.nlm.nih.gov/pmc/articles/PMC3673028/>

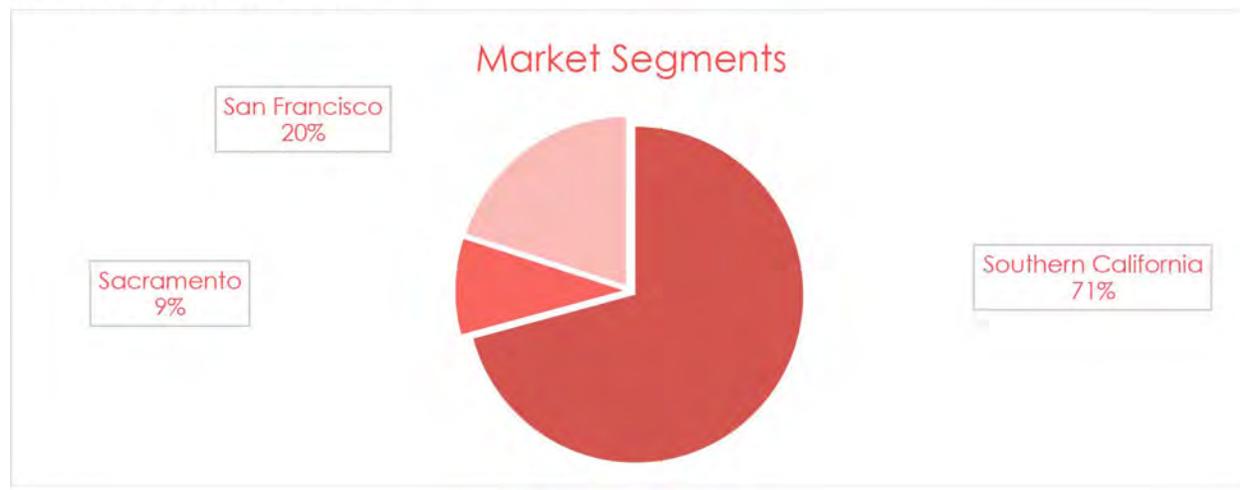
California has had an active and robust medical cannabis market since 1996 with the passage of proposition 215. In January 2017 the Associated Press estimated that the existing market, prior to legalization, was worth \$7 billion dollars and only expected to increase as dispensaries are permitted to sell cannabis and cannabis products recreationally. Starting January 1, 2018 the rules will be in place to support dispensaries that are permitted to sell recreationally by the state and will begin selling to adults 21 and over. (<http://www.latimes.com/local/lanow/la-me-california-pot-20170129-story.html>) We expect that the demand for high quality, pure cannabis vape products will follow this trend. We are perfectly positioned to capitalize on this opportunity.

Per a study published in the US National Library of Medicine, National Institute of Health more than 30% of the existing medical cannabis users are



between the ages of 21 and 35 (J Drug Policy Anal. 2011 Feb; 4(1): 1.). Since the legalization of recreational cannabis in 2016 in California that permits adults older than 21 to purchase and use cannabis products recreationally, these numbers are expected to rise. As seen in other states that have legalized, such as Colorado, Washington, Oregon and Nevada, it is expected the number of cannabis users will skyrocket as soon as the recreational market is open in California.

Market Segmentation



As of the end of 2016 there were 3500 active dispensaries in California. The vast majority of them were in Southern California. With the passage of Prop 64, the legalization of recreational cannabis for adults 21 and older, the number of dispensaries is expected to increase in 2018. We are uniquely positioned because of our location, our established sales team, and supply chain, to capitalize on that expected growth. In the article "Six Predations for the Marijuana Industry in 2017" Forbes, 12/26/16, they predicted that "Los Angeles will become the Marijuana Capital" because of the area's cannabis friendly ordinances and the established medical dispensaries that can easily convert to recreational sales and ample capital investment available to the market.

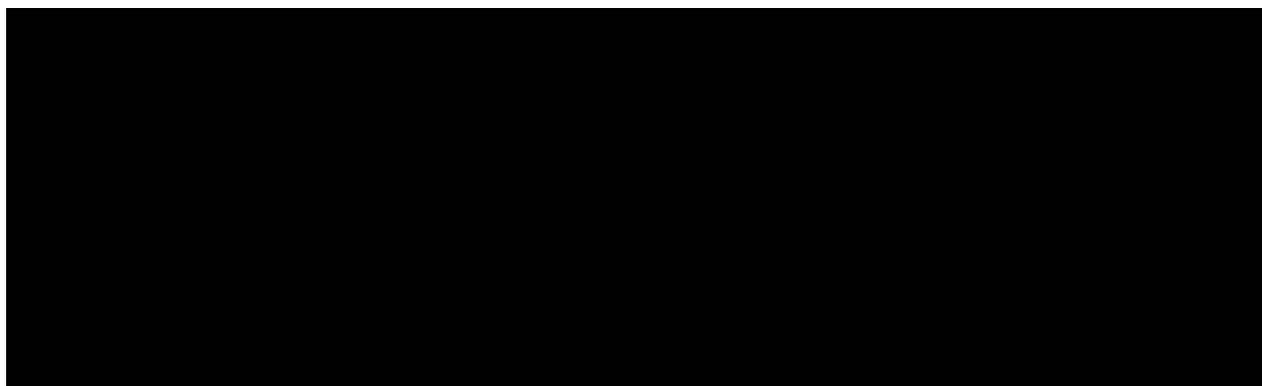
Competition

Absolution Xtracts and MendoCann produce strain specific cartridge that use a CO2 extraction process. They retail for \$30-\$40 1/2g cartridges.

Oakland Organics produces Indica, Sativa and Hybrid cartridges that use a CO2 extraction process. They retail for \$30-\$40 for .55mg.

We are unique in this marketplace because the quality of the raw cannabis product that we require from our farmers, our testing standards, the quality of our distillate, the cartridges that we use, and the power of our brand and distribution network. We expect our product to out-perform our competition as we add production in the new facilities.

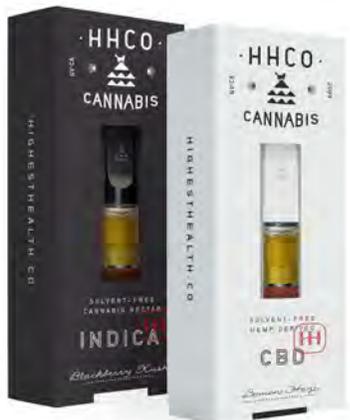
Pricing and Projected Sales



Advertising and Promotion

There are many opportunities in this blossoming industry to advertise and promote our products. Today we participate in many events and community groups to build our brand awareness. As the market matures we will be expanding our promotions into the following areas:

- Sponsored Events
- Samples
- Advertisements
- Brochures
- Education
- Community Outreach



Sustainability Strategy

Sustainability is important to us. This is why our suppliers are required to farm using methods that are kind to the earth, without pesticides or non-organic fertilizers. Our packaging is recyclable and does not use plastics. Our cartridges are made from glass and ceramics and the only plastic is on the protective cap. We expect to introduce a refillable and recycling program for our cartridges as the technology becomes available. In addition, as we



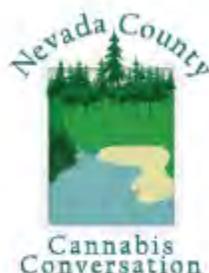
grow, we will be including a carbon offset program to reduce our carbon footprint.

Marketing

Overview: We have established orders and a sales team in the Northern California and San Francisco Bay area. Over the next year, we will be building relationships with our contracted licensed dispensaries, new licensed dispensaries, and will be expanding into other markets.

- Our sales and management team will be attending distribution networks and dispensaries and will be coordinating networking events. In addition, we will be hosting our own events to promote our brand and collaborate with others to connect with other cannabis companies.
- Dispensaries throughout the state have farmer's markets where patients can browse products provided by vendors. Our sales teams will be attending these markets to expand brand awareness.
- Dispensaries are interested in selling branded products, and we will be providing white label wholesale products.
- We are active in several associations and community meetings:
 - Nevada County Cannabis Alliance
 - Nevada County Community Advisory Group meetings
 - Women Grow

NEVADA COUNTY
Cannabis
ALLIANCE

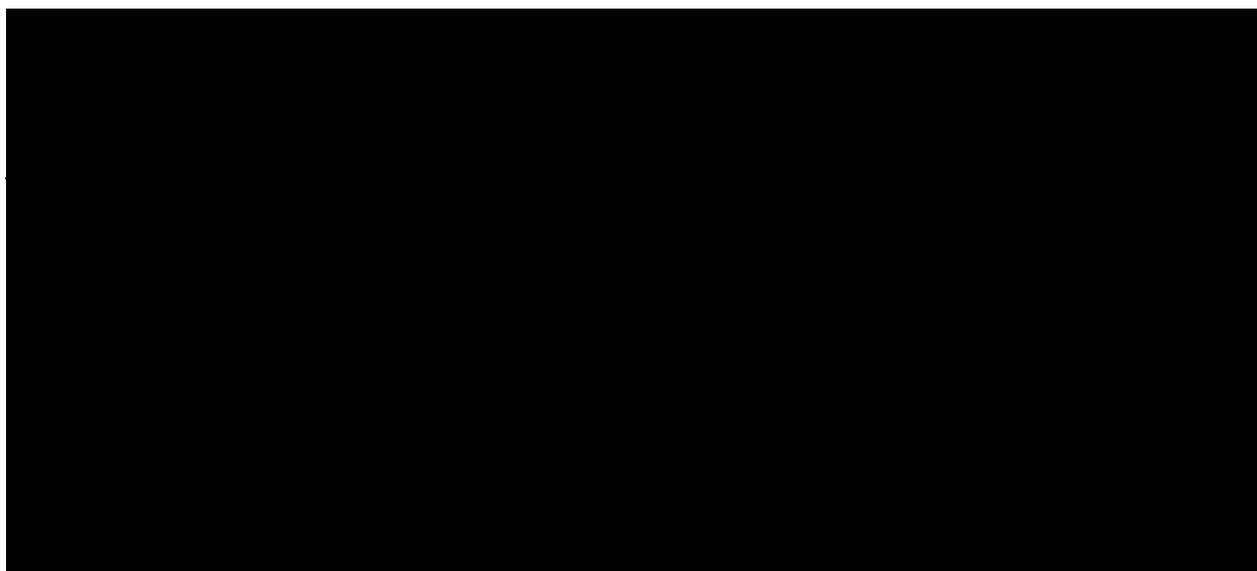


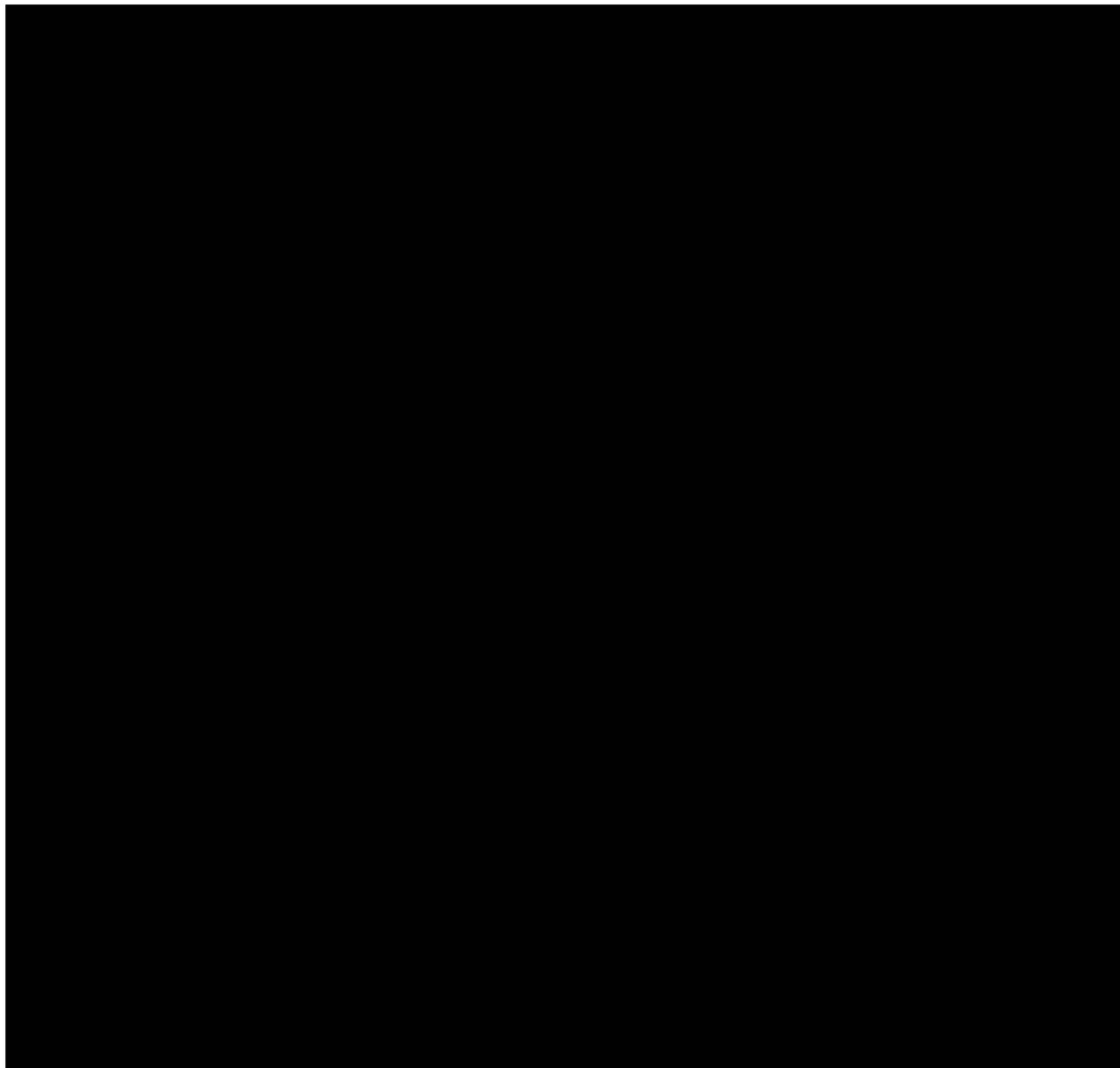
women
GROW 

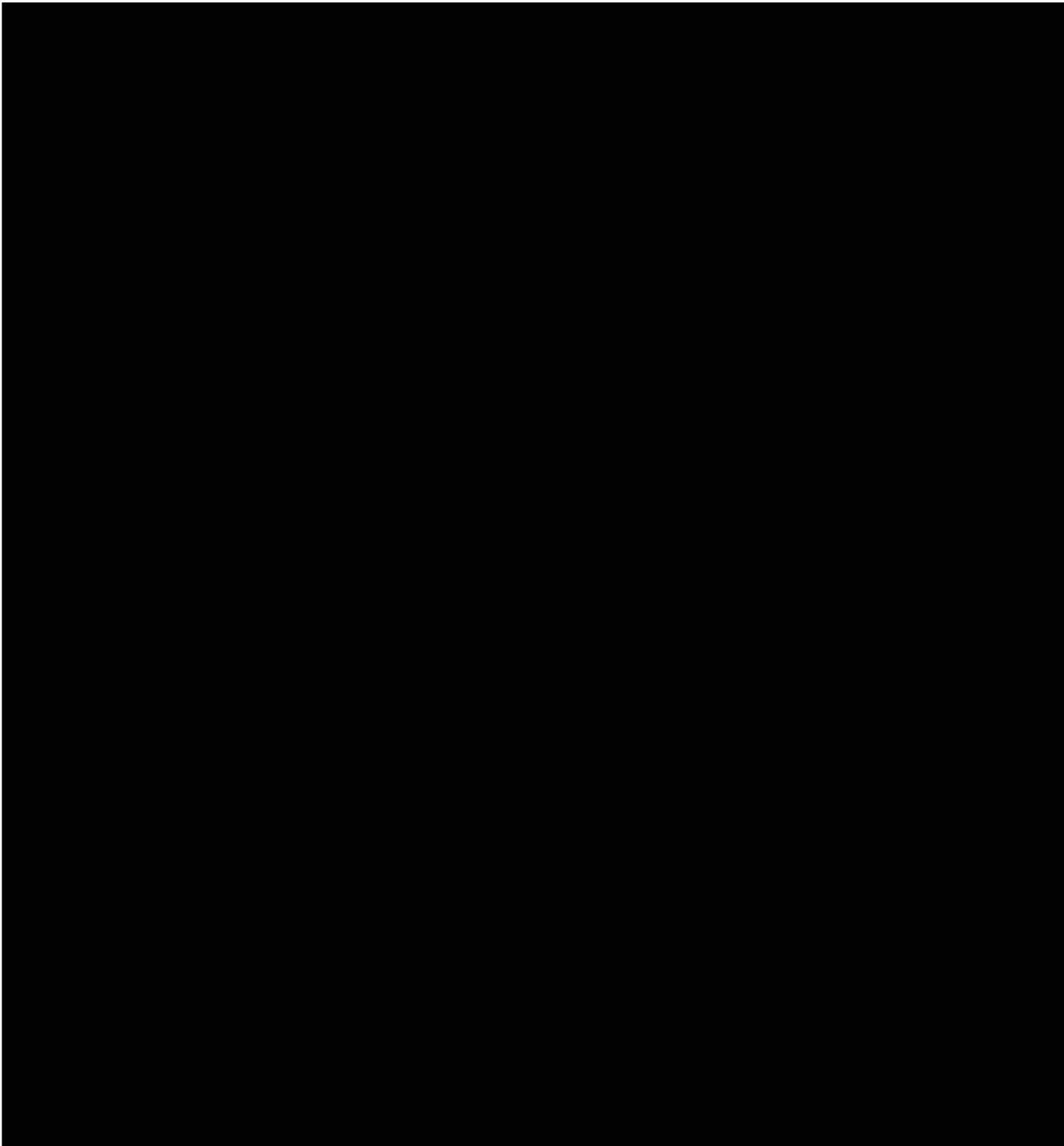
- Target markets:
 - San Francisco Bay area
 - North Bay
 - South Bay
 - Southern California
 - Sacramento
- Our targeted demographic is 21-35 year-old professionals looking for a medical cannabis product that fits their alternative health care needs. This target group prefers to consume medical cannabis in vape form and is more likely to purchase products from a licensed dispensary. Our product has trendy branding that is attractive to this demographic.
- Currently in this industry, there is a \$13M in toll processing contracts already in place (performing beyond proforma). We plan on participating in toll processing through our facility by including either a flat rate or a % split.

Financial Projections

Budget







Parking Plan

As part of HHC's lease agreement with SBMI, we will have three unreserved parking spaces on the property where our facility will be located. Our employee schedule will never require more than three scheduled employees at a time.





NEIGHBORHOOD COMPATIBILITY PLAN

NEIGHBORHOOD COMPATIBILITY PLAN

Our space at 569 Searls Avenue is uniquely positioned to be part of an emerging cannabis business facility. The property is a well-lit, well-ventilated commercial building that will be outfitted to fit the specific needs of our operations. Our space will feature a single secure main entrance in the rear of the building and a secured employee entrance.

Our Safety and Security Plan includes security protocols governing over the exterior areas and surrounding public areas, outlining measures and procedures that will provide additional safety to neighboring businesses and residences, including having security personnel walk the surrounding areas at specific times during operating hours.

Our proposed facility has one main entrance and a secure loading bay/back entrance. All doors (whether interior or exterior) shall have electronic surveillance and sounding alarm equipment to deter and detect unauthorized intrusion and emergency exits.

In accordance with the discrete nature of our business, there will only a small signage on the main entrance with our company name. Warning signs on the main entrance door will advise all entrants that no firearms or dangerous weapons are allowed anywhere in the facility. We will implement strict security measures to ensure that only the main entrance and secure loading bay is used for access to the premises.

The exterior of the building shall be equipped with an automatic electronic alarm, lighting, and video monitoring to detect unwanted and unauthorized intrusion. We will, through planned construction improvements and security equipment installation, ensure that the building, people and product inside are safe from unwanted or negligent harm, and that products are not observable from outside the facility.

All exterior access doors shall be well lit and equipped with door alarms. Real time recording video cameras (with remote viewing screens located in the security office) shall be situated thereabout to ensure visibility of persons accessing or attempting to access the premises. These perimeter and exterior security features, working independently or in concert, shall serve to limit the threat of crime or its success.

Neighborhood Concerns

As part of our commitment to the community, HHCo has delivered letters of intent to every business owner/manager and homeowner within a 300-foot radius to explain our plans, address concerns and extend our assurance that we are committed to being good neighbors.

The neighboring businesses expressed support for our business, and their concerns were immediately addressed:

- **Nevada City Picture Framing** expressed concern about manufacturing waste affecting the environment. After explaining that we hold values to minimize our environmental impact and that as a regulated manufacturing company we will have to dispose of all waste streams per city code, the owner Katy Anderson expressed relief and both welcomed us to the community and expressed her support.
- **Contract Manufacturing** was concerned with odor produced throughout our process and if it would be noxious or noticeable in the neighborhood, and the perceived potential security needed to keep this area safe. However, after we explained our HVAC, which will mitigate odor, will be designed by a professional HVAC company and installed by a contractor, the owner Dale expressed he didn't think it would be an issue for the neighborhood. Further, when we expressed our facility will have video surveillance, alarms, and that we will be keeping a low profile – especially during any and all pick-ups or drop-offs – he further expressed agreeance with our measures taken.
- Kelly at **Cornerstone Accounting** expressed concern that there would be more homeless people using the bathroom outside near her business and also more theft. We explained to her that there would be less of that once the cannabis market became regulated because like alcohol prohibition, making cannabis illegal creates crime. We think she was happy with the explanation and took some comfort when we told her we would have 24 hour surveillance and will be extremely regulated.
- Jill the owner of **Shear Bliss** was concerned that we would blow up the neighborhood. I explained to her that explosions during this process happen as a result of using butane, and that HHco will be using ethanol. She seemed to have some relief that we will be strictly regulated and meet fire code and safety measures.

All the other business owners that we spoke to were encouraged by the news of our planned operations. The following neighbors expressed that they were happy about new business coming to the area.

- Acorn School of Herbal Medicine
- All Season Awards
- Four Paws Animal Clinic
- Gem Store
- Maine Event Salon
- Music in the Mountains
- Old Republic
- Plaza Auto Tire
- Quality Used Furniture
- Riebies
- Shoe Repair & Cleaner
- S.O.A.P.
- Star Dust Salon
- Twist Salon
- Wild Mountain Yoga Center

Letter of Intent



Dear Neighbor,

Our company, HHC Co, is currently leasing a 700 square foot commercial unit at 569 Searls Ave. It is our intent to obtain a non-volatile manufacturing permit under Nevada City's recently approved ordinance 2017-06, which allows for cannabis businesses in Light-Industrial zoning. Our facility is within 300 feet of your business and as your neighbor, we are reaching out to introduce ourselves and address any comments, questions or concerns you might have.

HHC Co uses plant material grown with organic principles to produce high-quality cannabis oil for patients throughout California. Our oils provide a healthier alternative to smoking cannabis and contain no carcinogenic elements or harsh additives. We work hard to create a product that is safe, discreet and provides positive and healthy benefits for our patients

HHC Co has been paying close attention as Nevada City shapes new regulations that will help to ensure the safest practices for the community and the highest quality for the patient while keeping cannabis out of the hands of youth. As we transition into a new industry and landscape here in Nevada City, we want to share a few key points about our business:

- Between local ordinances and state regulations, we are committed to following the most stringent guidelines.
- Our team is comprised of business people, farmers, designers and scientists all of whom have years of experience in the industry.
- Our facility will operate under Good Manufacturing Practices (GMP) and Good Laboratory Practice (GLP).
- There will be absolutely no sales of product from our facility, except to pre-arranged licensed distributors who will take our products to licensed dispensaries.
- Our facility will be equipped with adequate exterior lighting, a security system, and strict protocols on who can enter the premises.
- We will be implementing an air filtration system, installed by licensed contractors, that will allow us to be good neighbors and eliminate any possible odors associated with our operations.

We are a family-run and operated business who has been lucky to call Nevada County our home for many years. As leaders in the industry, we look forward to helping usher our peers into Nevada City's well-thought-out and designed regulations. Our community will be safer and more prosperous as it finds a way to bring this industry into the light.

Please feel free to reach out with any questions or concerns. We look forward to getting to know you better and providing you with any information you'd like during this exciting and transitional time.

Warm Regards,

Daniel, Max, Laurel + HHC Co Team



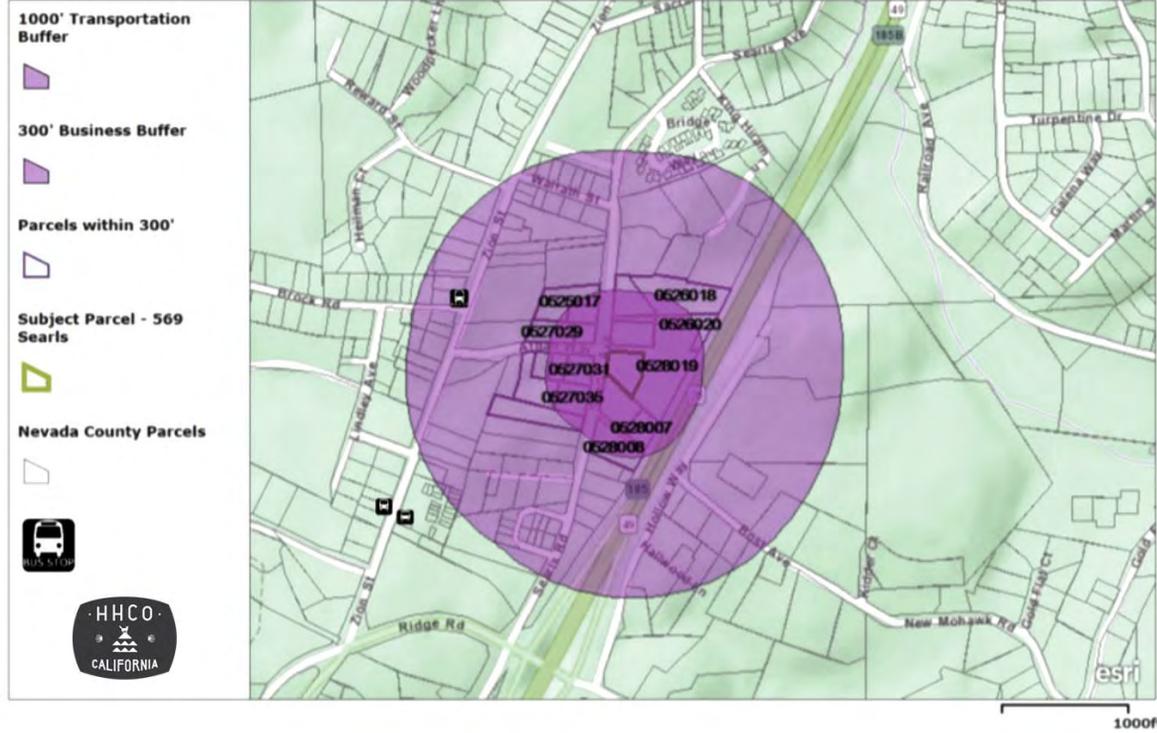
Odor Mitigation

HHC Co is determined to be a good neighbor and avoid nuisances of odor that may be generated by our operations. Our Odor Control Plan features an HVAC system that will mitigate against any possible odors resulting from our operations. The HVAC system will provide adequate ventilation and includes the following features:

- Equipment for adequate control over air pressure, microorganisms, dust, humidity and temperature when appropriate for the manufacture, processing, packaging or holding of cannabis products.
- Filtration systems, including (when appropriate) prefilters and particulate matter air filters, on air supplies to production areas, with the intakes placed in areas of highest anticipated contaminant concentration.
- Our system will include an in-line charcoal filter: Fantech Prioair.
- Exhaust and other systems adequate to control odor and contaminants, with a ventilation rate of at least 15 cfm/occupant based on occupancy of 30 persons at any given time.
- Once odor control has been established, periodic testing shall be conducted to ensure that the odor control systems are operating to maintain the baseline. As the filters age, replacement will be required and will be conducted, as determined by the calibrated sensor on the test equipment.
- Planned, scheduled monitoring on a daily walk-about visit around the exterior of the site, near the exhaust system.

Vicinity Map

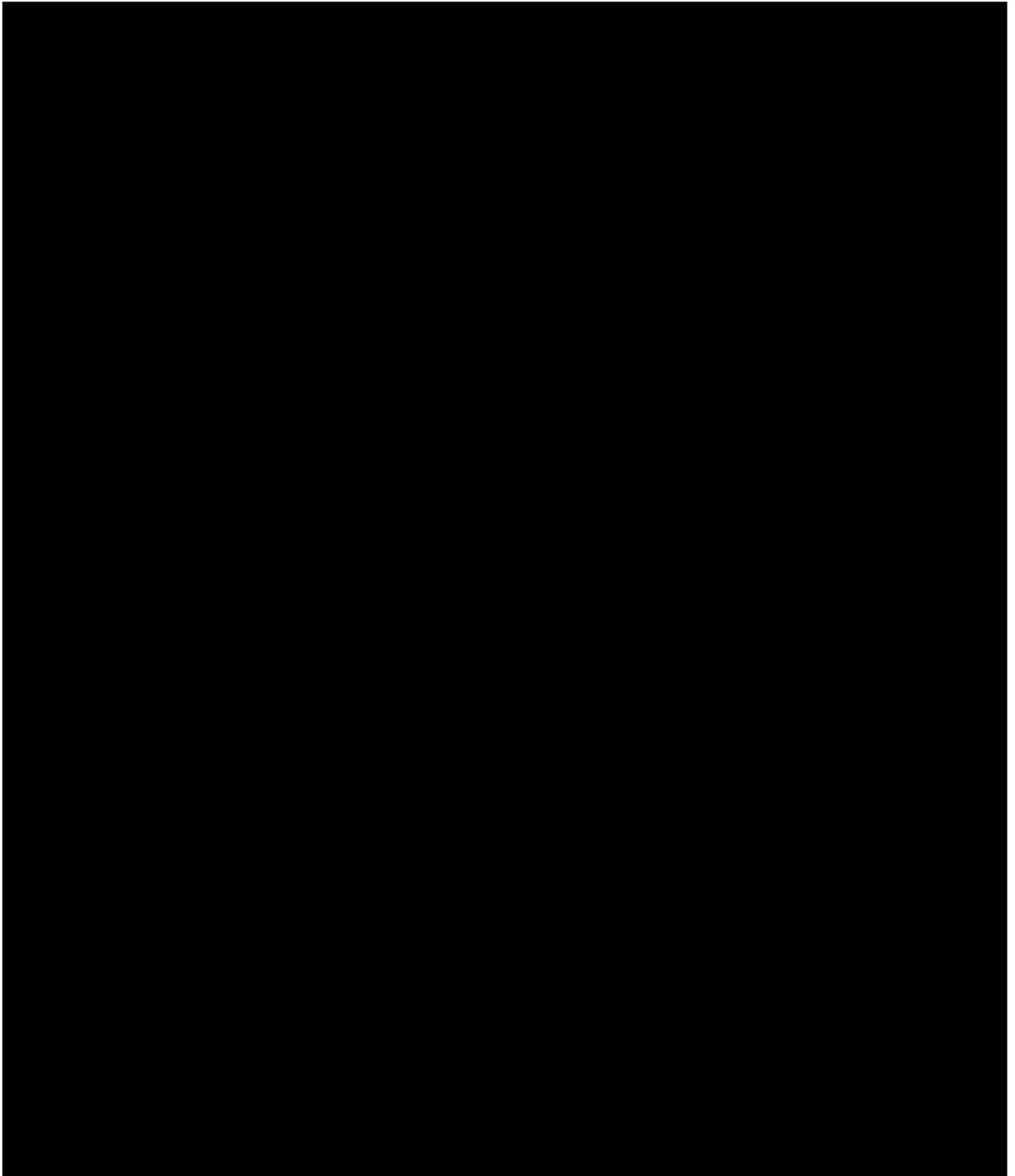
569 Searls





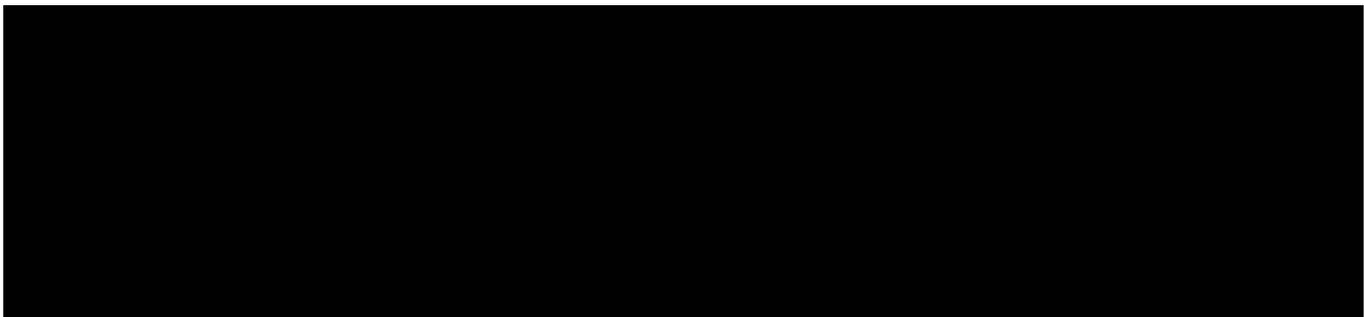
SAFETY AND SECURITY

SAFETY AND SECURITY



Our standard operating procedures are intended to prevent incidents of theft, crime, or diversion of cannabis to the unregulated market, and to provide a safe working environment.

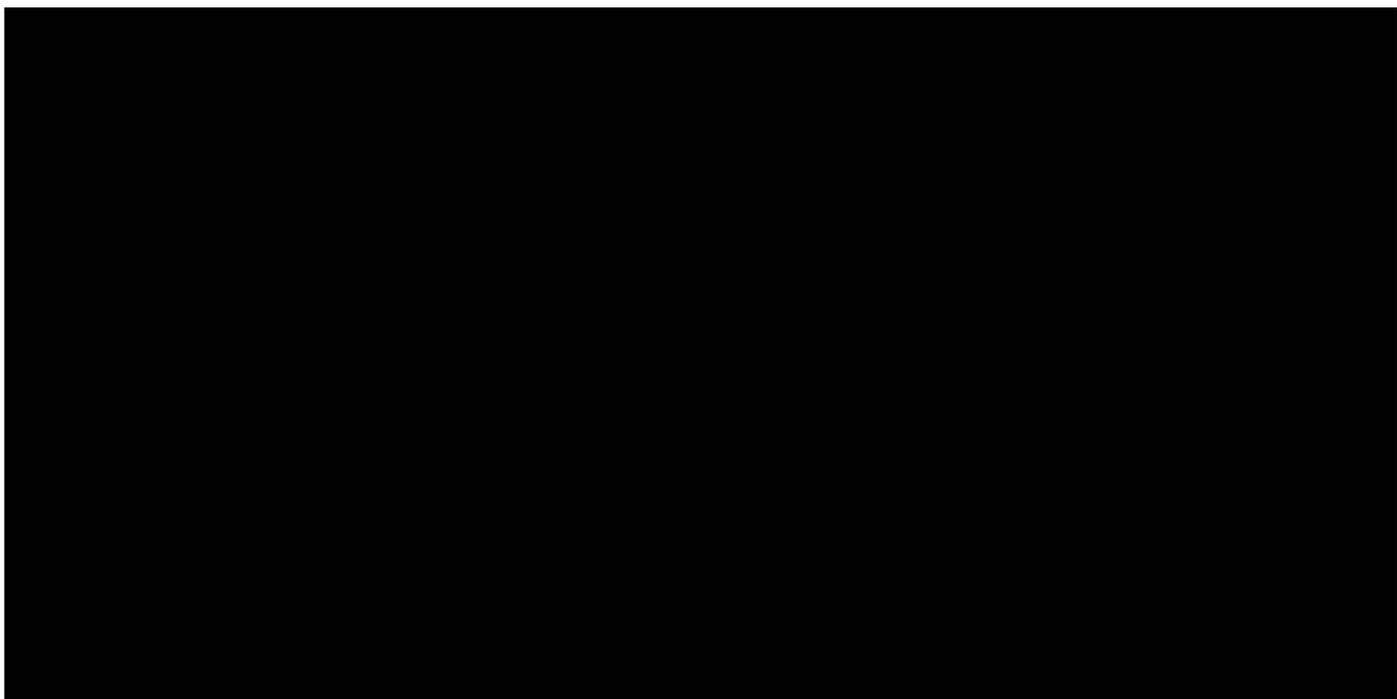
Perimeter Security



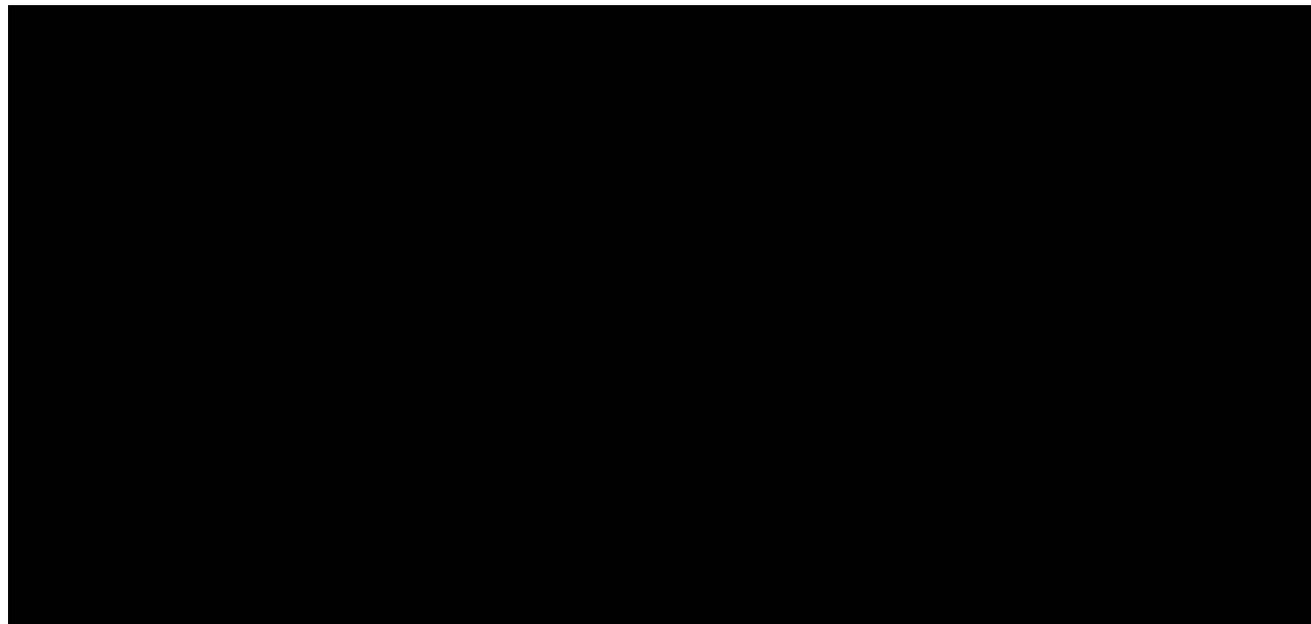
Building Improvements

Our facility will undergo major permitted improvements that include construction materials that resist unlawful entry. The integrity of structures will be maintained by periodic inspection and repair. Our plans for buildout will be submitted to the city upon approval of this application.

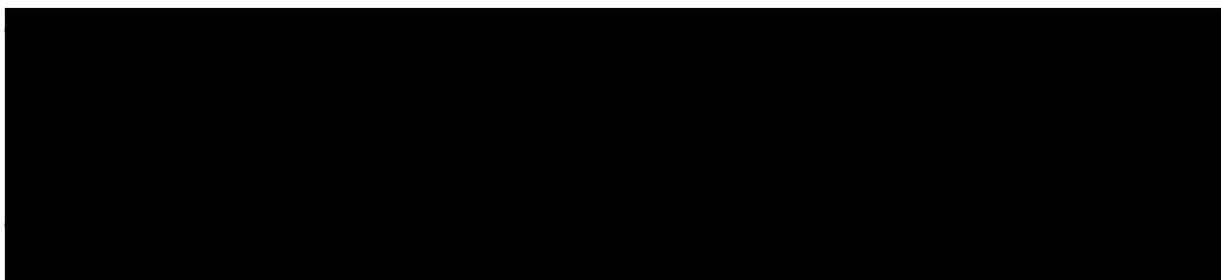
Security Lighting

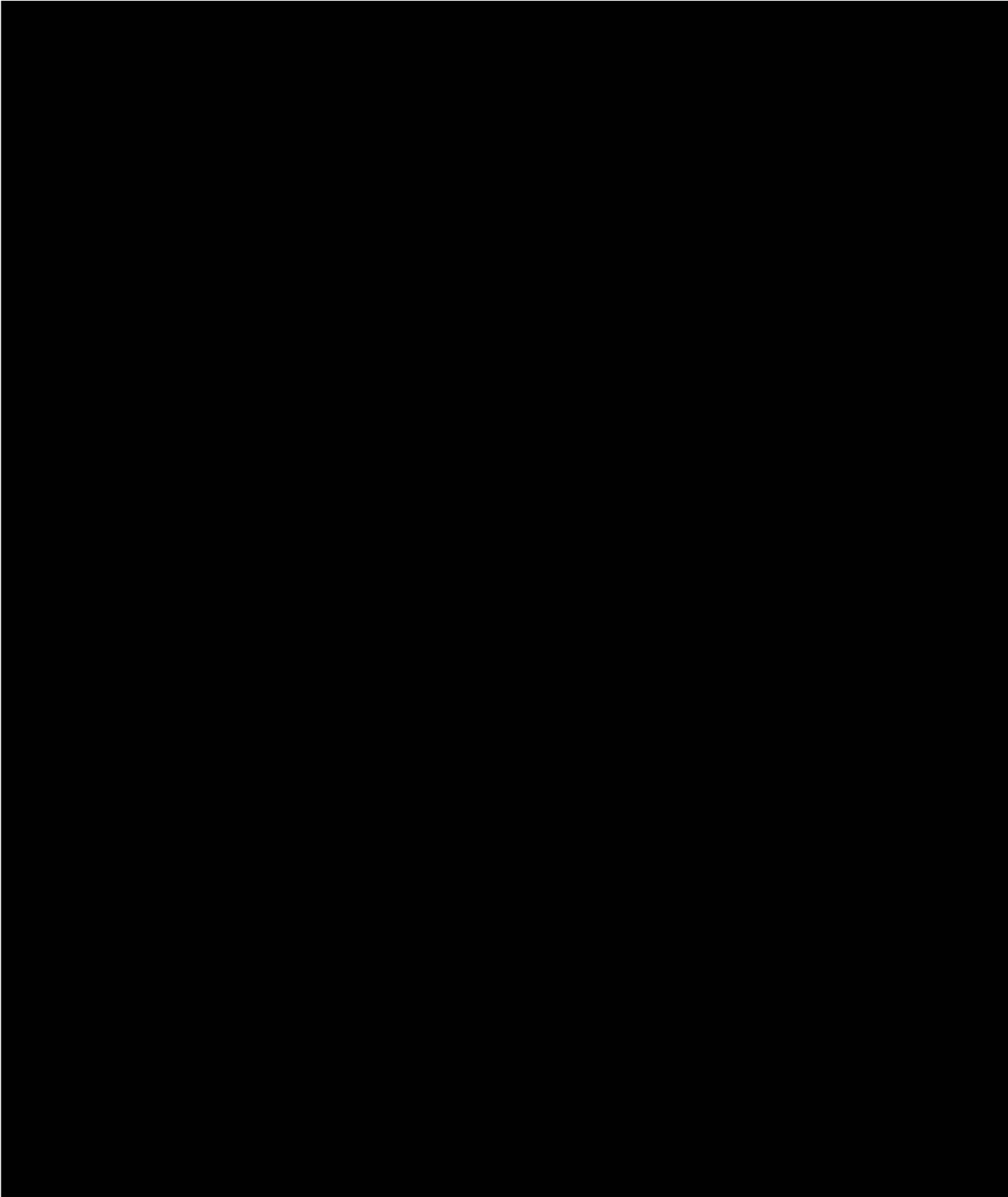


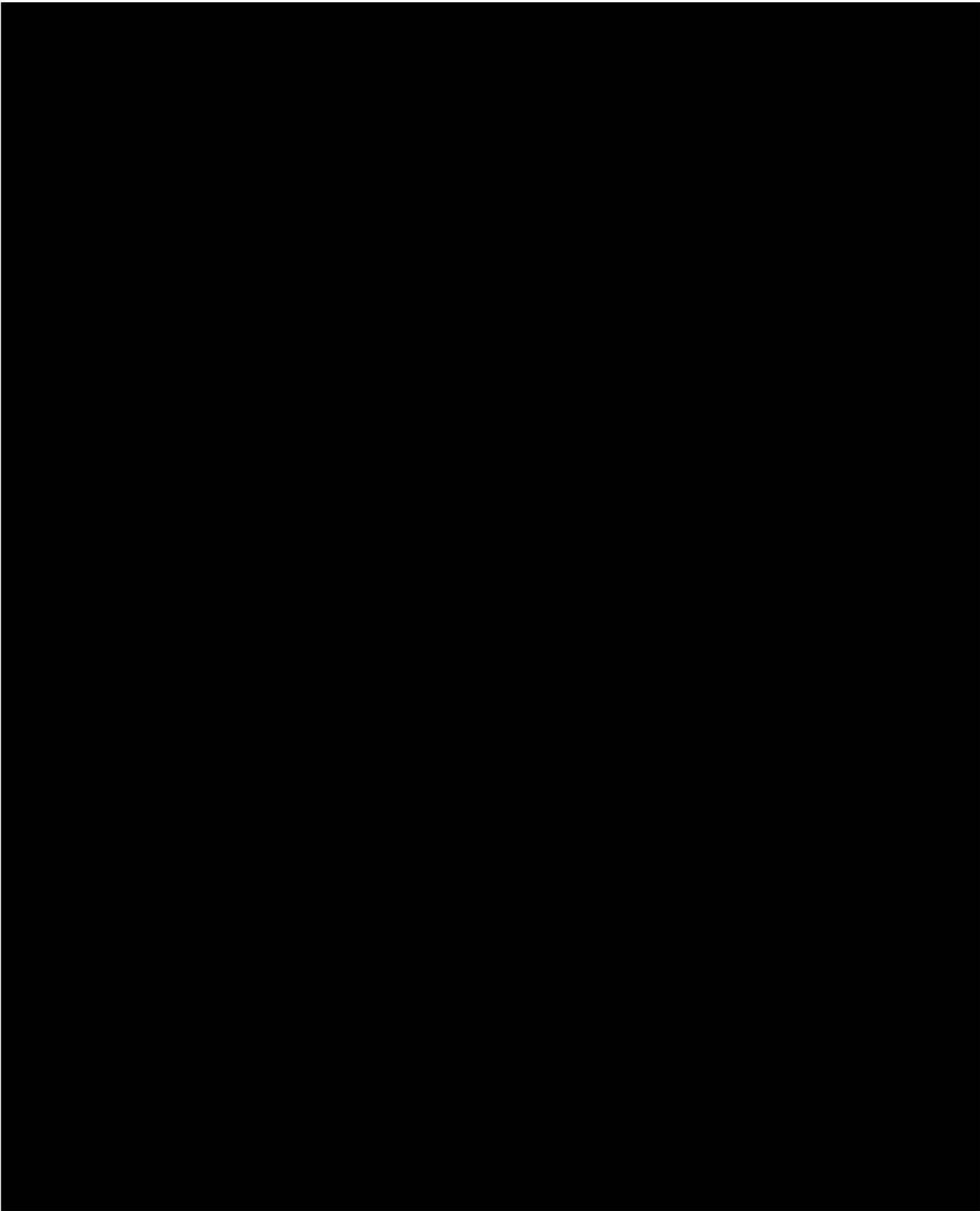
Facility Access Control

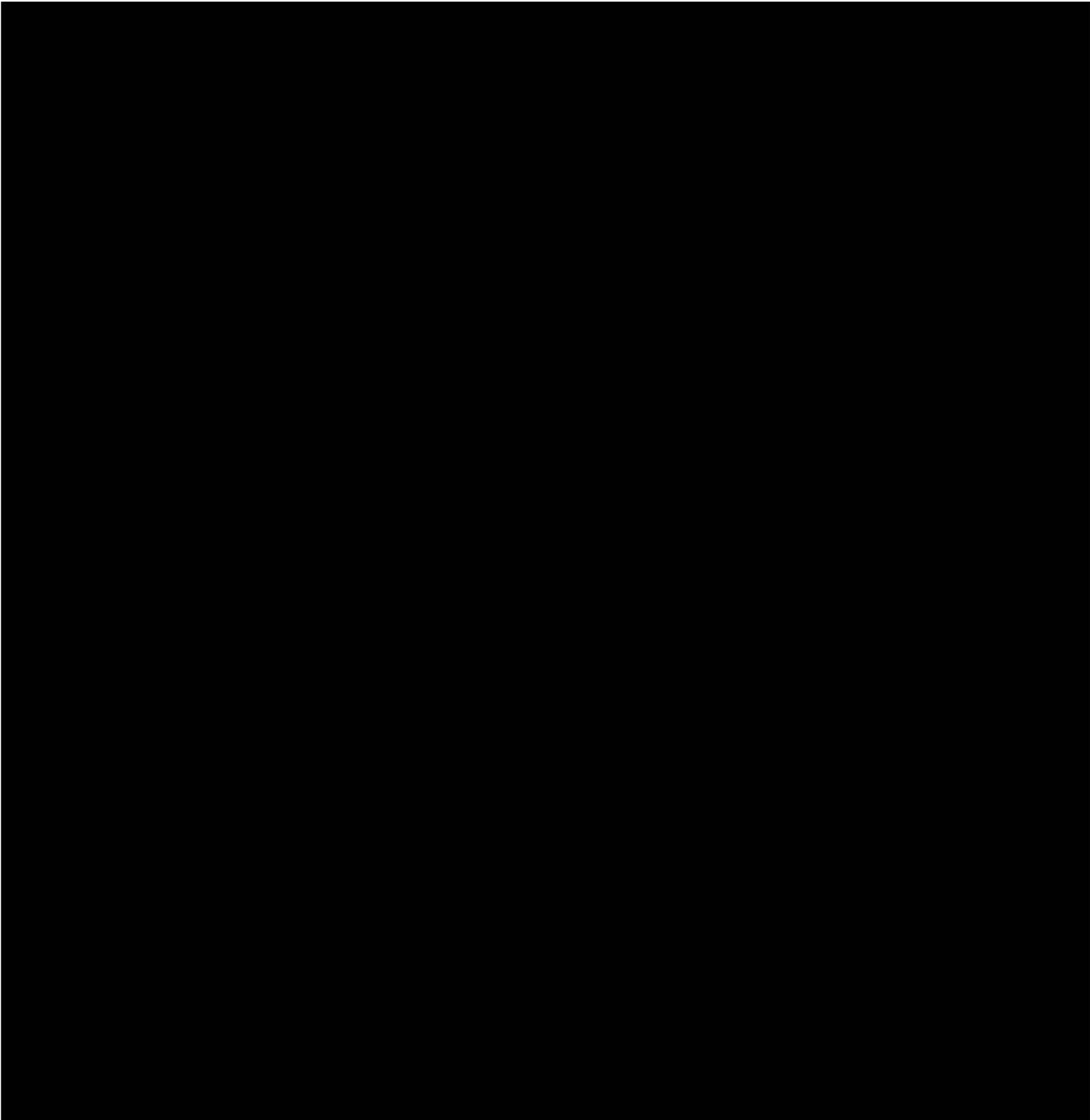


- **Visitor Access.** Vendors and contractors will not be given any access codes to any code-operated doors at the facility, and instead will only be given escorted access within the facility by a manager or employee.
 - **Visitors:** third-party vendors or potential clients must show Government-issued ID, be listed on an appointment or delivery list, and be immediately entered into visitor's log prior to being escorted into the facility.
 - **Official visitors:** Regulatory officials, law enforcement, or other persons as determined by HHC Co must show government-issued ID, appropriate documentation for an unscheduled inspection, or have an appointment. Official visitors will be entered into visitor's log prior to being escorted into the facility.
 - **Unauthorized persons:** Will not be allowed on the premises.









Secure Product Storage

As per state regulations, HHCo will:

- Store unmanufactured and manufactured goods separately in a room with controlled temperature and humidity, not exposed to direct sunlight and in a way that prevents environmental contaminants.



- Batches will be stored separately and distinctly identified
- Finished product shall contain all appropriate and state required labeling.

Security Personnel

HHCo will contract with security guards with appropriate training and certification. Our security guards will be utilized during scheduled delivery or shipment times of cannabis goods for added security. HHCo is currently exploring the option of sharing security resources with neighboring cannabis businesses to enhance the safety and security of our entire facility, employees and neighbors.

Incident Management and Emergency Response

Fire Suppression

HHCo will work closely with Nevada City's Fire Chief and a certified fire suppression company to develop a fire suppression plan that will keep our employees, our facility and the neighborhood safe from the threat of fire.

As required by state regulations, we will be providing a plan that complies with the National Fire Protection Association.

Employee Safety

HHCo will adhere to a strict plan to prevent injury and illness to our employees and properly train them how to respond in the event of an emergency situation.

Our Employee and Facility Safety plan will include:

- Safe and Healthful work practices, also outlined in our Enhanced Product Safety section.
- Hazard Assessment Procedures
- Accident/exposure investigation
- Record Keeping
- Equipment operation and safety procedures



- Emergency response procedures
- Proper Training and instruction
- Strict adherence to CAL-OSHA guidelines

Emergency Contacts

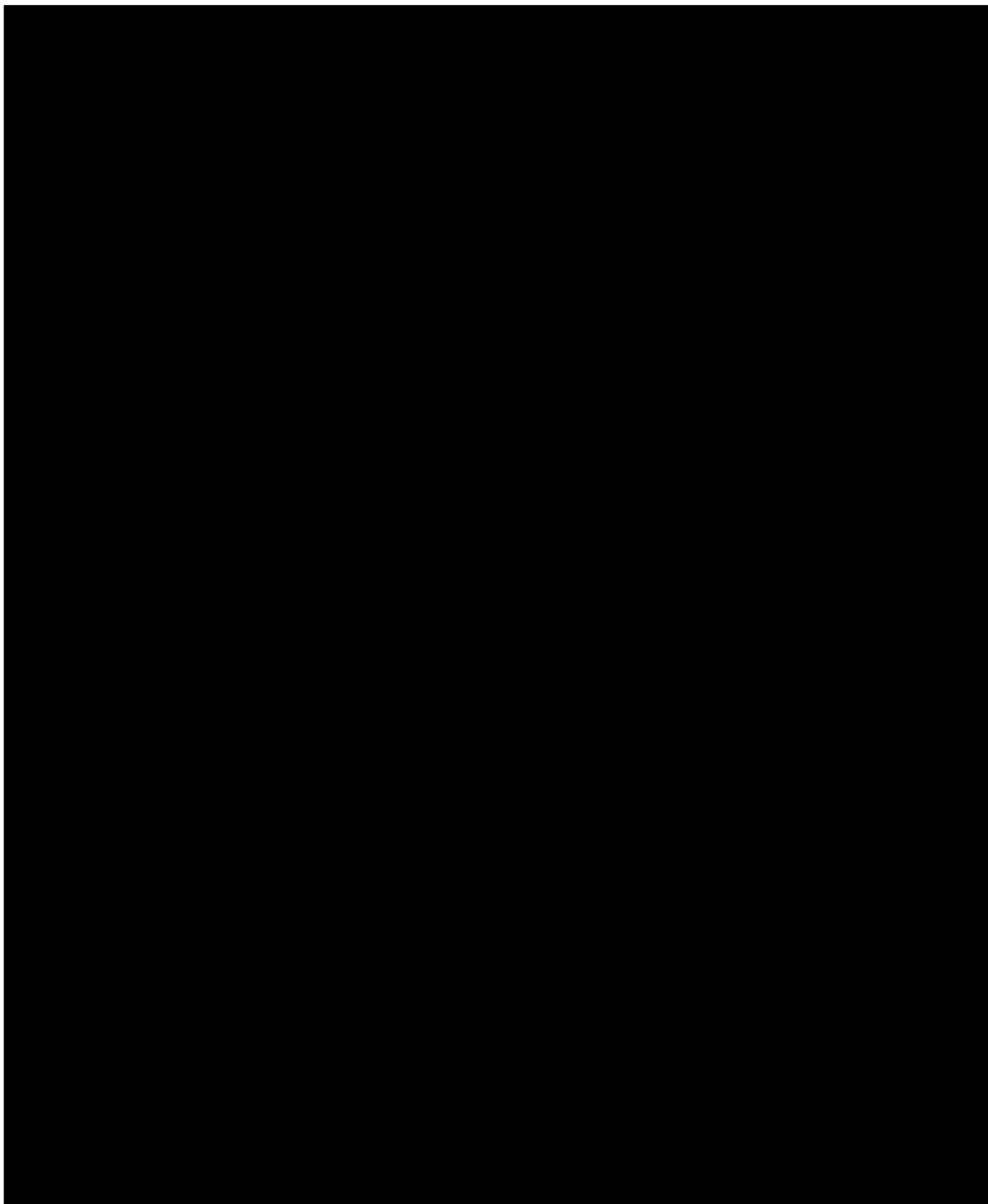
Emergency contact numbers will be posted for the following:

- Type 6 Non Volatile Manufacturing License Principals
- Track-and-Trace System Administrators/ Users
- HHC Co Board of Directors
- Bureau of Cannabis Control Inspectors
- Department of Public Health Inspectors
- Department of Tax and Fee Administration
- METRC
- Inventory Control Software Tech Support
- Fire Department (both emergency and non-emergency)
- Police Department
- Nevada County Department of Environmental Health
- Poison Control Center
- Beam Security Company

Annual Review

HHC Co may be required as appropriate to update and change security measures change over time. The corporate teams will review the entire Security Plan once a year. All local and state authorities will be notified of any changes when and if required.





Beam Vacuums of
California Inc.
SCL #555162

Bid# Q000010891

BEAM "Easy Living" CENTER

422 Henderson St. Grass Valley, CA 95945 530-273-5166 800-273-0966 fax 530-274-3612

Beam Security
Systems Inc.
SCL #555161
ACO #3000
NV #0077351

CUSTOMER NO.

HHCOEN

Proposal To:

HHCO Enterprises

PROPOSAL/CONTRACT

Camera System

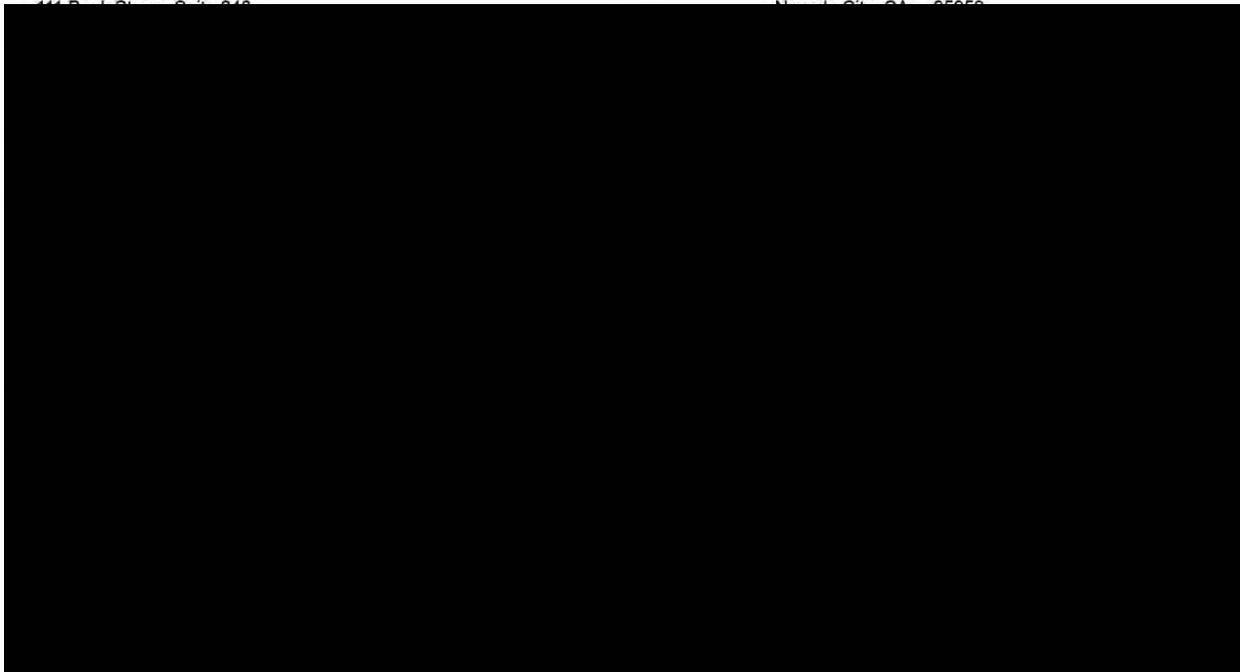
Existing

Page 1 of 1

DATE March 07, 2018

Job Site:

569 Searls Ave, Suite 1A



* Parts cost reflect parts listed only. Additional parts may be added or deleted with customer approval during execution of work.

Under the Mechanics Lien Law, any contractor, sub-contractor, laborer, materialman or other person who helps to improve your property and is not paid for his labor, services, or material, has a right to enforce his claim against your property. Under the law, you may protect yourself against such claims by filing, before commencing such work or improvement, an original contract for the work or improvement or a modification thereof, in the office of the county recorder of the county where the property is situated and requiring that a contractor's payment bond be recorded in such office. Said bond shall be in an amount not less than fifty percent (50%) of the contract price and shall, in addition to any conditions for the performance of the contract, be conditioned for the payment in full of the claims of all persons furnishing labor, services, equipment or materials for the work described in said contract.
In the State of California: Contractors are required by law to be licensed and regulated by the Contractor's State License Board. Any questions concerning a contractor may be referred to the Registrar of the board

Proposal Presented By:

Proposal Accepted By:

X. _____ Date: August 07, 2017

X. _____ Signature: _____ Date: _____

BEAM "Easy Living" CENTER

Representative: Justin Anthney



Office: _____

Invoice terms shall be due upon receipt. Amounts not paid after 30 days shall incur a 1.5% late payment fee per month, prorated until paid.

BEAM BUILT-IN VACUUMS - BURGLAR & FIRE ALARMS - PHONE SYSTEMS - INTERCOMS - STEREO/HOME THEATER - HOME NET



Beam Vacuums of
California Inc.
SCL #555162

Bid# Q000010892

BEAM "Easy Living" CENTER

422 Henderson St. Grass Valley, CA 95945 530-273-5166 800-273-0966 fax 530-274-3612

Beam Security
Systems Inc.
SCL #555161
ACO #3000
NV #0077351

CUSTOMER NO.

HHCOEN

PROPOSAL/CONTRACT

Security System

Page 1 of 1

DATE March 07, 2018

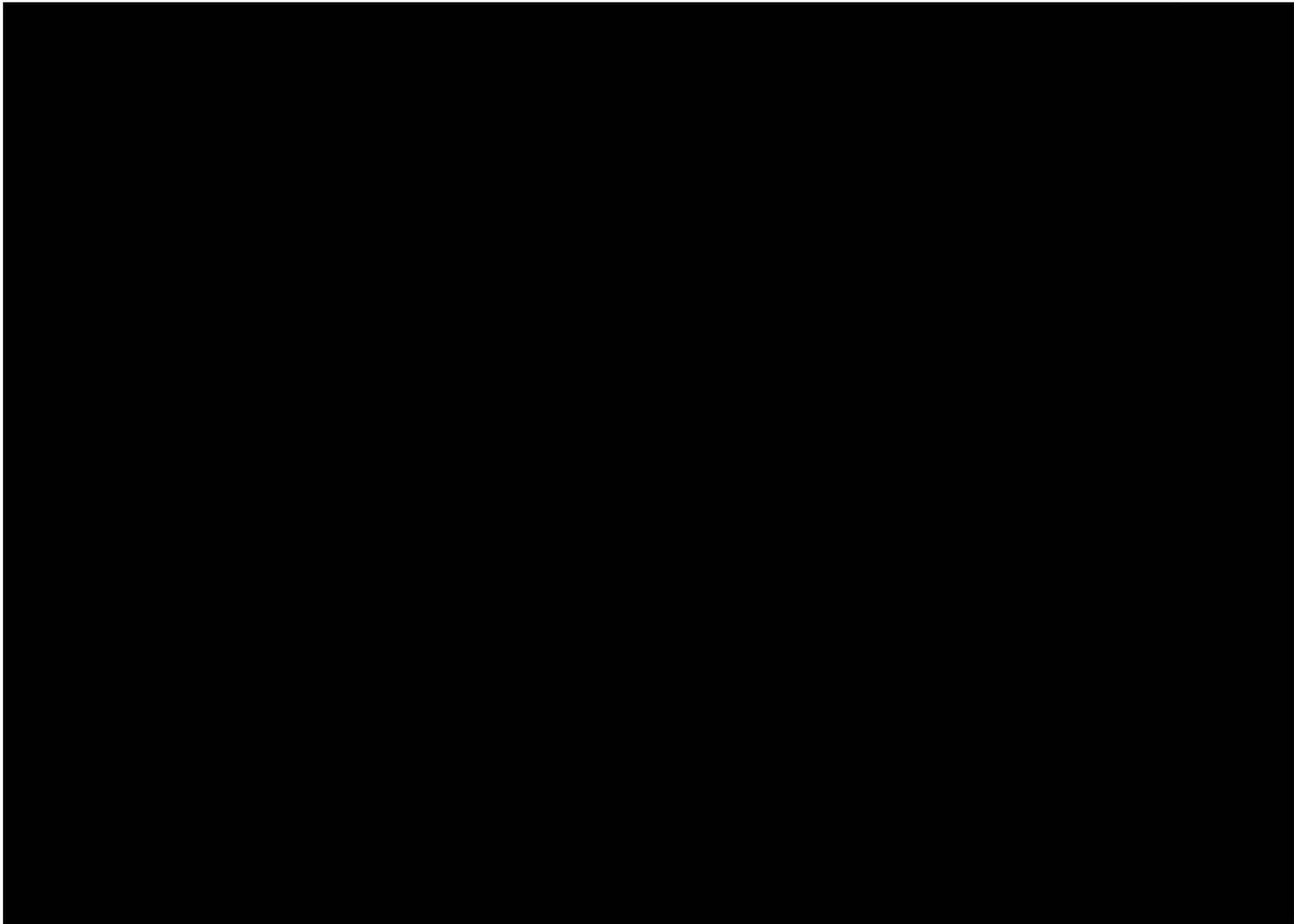
Proposal To:

HHCO Enterprises
111 Bank Streer, Suite 346
Grass Valley CA 95945
laurel@highesthealth.com
Phone:(530) 346-7258 Fax:(970) 209-3674

New

Job Site:

569 Searls Ave, Suite 1A
Nevada City CA 95959



We reserve the right to substitute like quality and kind due to discontinued and/or model changes. Invoice terms shall be due upon receipt. Amounts not paid after 30 days shall incur a 1.5% late payment fee per month, prorated until paid.

BEAM BUILT-IN VACUUMS - BURGLAR & FIRE ALARMS - PHONE SYSTEMS - INTERCOMS - STEREO/HOME THEATER - HOME NET



COMMUNITY BENEFITS

HHC Co strives to provide happiness, health and opportunity for all, starting right here in Nevada City. Community is at the core of our business; we listen, we look out for each other and we believe that the better our neighbors are doing, the better we all do.

Our team is grateful for upbringings that sparked a sense of wonder, created a love for the outdoors and encouraged us to discover our true selves. It is these same things that drew us to Nevada City. HHC Co is committed to keeping these parts of Nevada City alive and supporting organizations that ensure youth feel safe, enjoy a sense of community and can explore the wonder of this magical place.



- **Friendship Club.** We are in conversations with Friendship Club to discuss how HHC Co can best support them in their mission of supporting at-risk teenage girls in Nevada County.
- **Fire Tenders of Camp Fire Golden Empire.** We provide annual support to Camp Fire Golden Empire to help ensure youth and families have a place that fosters leadership skills and a love of the outdoors.
- **Nevada City Chamber of Commerce Membership.** HHC Co is excited to join the businesses and organizations that make up the chamber of commerce.
- **Community Education Series.** HHC Co is committed to providing experiences that empower farmers and consumers on practices and products that provide optimal health benefits with minimal impact on the environment. We are committed to supporting community programs with the same mission, and if necessary carving out our own programs that ensure members of the community feel educated and empowered.

Economic Impacts

- **Local Employment:** Our company will strive to employ qualified local applicants to fill all positions available.
- **Locally Grown, Locally Sourced:** HHC Co is anxiously awaiting the implementation of cannabis cultivation regulations in Nevada County so we can source from licensed and in compliance local farmers.

Community Relations

HHC Co will assign one of our principals as a contact person and representative to interact with neighboring business and residents, elected officials and compliance officers from any applicable agency. We will establish protocols for working to support our community and to resolve community concerns/complaints. We will remain transparent and open about our operations and educate the community about our procedures for expressing concerns or dealing with complaints.

- All inquiries or complaints will be responded within one working day by one of our representatives.
- Our representative will respond via email, seek a face-to-face meeting, or an informal discussion over the phone.





ENVIRONMENTAL BENEFITS

ENVIRONMENTAL BENEFITS

The health of the communities we operate in is as important as our bottom line. As part of our daily operations, HHC Co plans to implement systems and processes that ensure we are responsible to our environment and sustainable in our business goals.

Energy Efficiency

HHC Co's facility will feature all LED Lighting: Energy-efficient light bulbs, automated thermostats and lighting schedules will ensure we minimize our energy consumption.

- **Closed-loop system.** 95 percent of the ethanol used will be reclaimed and reused.
- **Compostable Biomass.** Biomass discarded will be mixed with organic material so that it is easily compostable.
- **Energy Star.** Our building will feature Energy Star rated equipment including controls and energy management systems for HVAC and refrigeration equipment, odor mitigation equipment, surge protectors, appliances and machinery.
- **Water-efficient fixtures.**
- **Light sensors.**
- **Waste Reduction.** Reuse and Recycle programs in our day-to-day operations.
- **Sustainable Packaging Standards.**
- **Renewable Energy:** HHC Co will utilize PG&E's Solar Choice and Regional Renewable Choice programs to purchase up to 100% of our electricity from a universal solar program generated within California.





LABOR AND EMPLOYMENT

LABOR AND EMPLOYMENT

HHCo takes pride in being a local company and as such its goal is to provide employment or independent contracts to locals first.

While our labor pool will be limited to three owners and three or four employees, our company will follow all applicable state regulations in regards to qualifications, employee safety, and background checks. As a medical cannabis facility our employees will be required to be medical cannabis patients with a doctor's recommendation.

The following positions will make up our facility's team:

- **Maxwell Gladish:** CFO. Some of his duties include but are not limited to finances, budgets, projections, coordinating distribution and product purchases, etc.
- **Laurel Gladish:** Marketing strategist, branding direction, day-to-day operations re: green strategies, general bills, regulations, community outreach, and bookkeeping, and competition strategies for the marketplace.
- **Daniel Carter:** Chief Scientific and Technical Officer. Responsibilities include training main technician, product formulation, machinery purchases and reviews, R+D, SOP's, quality control, and competition strategies for the marketplace.
- **Main Laboratory Technician:** Full time employee responsible for:
 - Preparing equipment and plant materials for extraction
 - Operating sophisticated extraction equipment
 - Processing final product
 - Cleaning and maintenance of extraction equipment and laboratory facility.
 - Maintaining strict inventory records of all plant materials, chemicals and equipment used in the laboratory.
 - Maintaining inventory records of supplies, materials, and equipment, and preparing requisitions as needed.
 - Storing supplies and equipment, disposal of waste according to state guidelines, and keeping laboratory, storerooms and working



areas immaculate.

- Washing and sterilizing laboratory glassware.
- Performing clerical work related to laboratory activities such as record keeping, filing.
- Maintaining material safety data sheets for all department chemicals and products
- Other duties as assigned.
- Product Testing
- Requirements:
 - experience as an Extraction Technician with a background in either Cannabis or Organic and Inorganic Chemistry for medical purposes
- Salary: \$20 per hour
- **Assistant Lab technicians (2 positions):**
 - Storing supplies and equipment, disposal of waste according to state guidelines, and keeping laboratory, storerooms and working areas immaculate.
 - Washing and sterilizing laboratory glassware.
 - Cleaning and maintenance of extraction equipment and laboratory facility.
 - Washing and sterilizing laboratory glassware.
 - Fill cartridges,
 - Package product.
 - Salary: \$16.00/hr.
- **Track + Trace consultant:** HHC Co will hire a consultant experienced in the state mandated track and trace protocols, including using the CCTT-METRC system for recording, tracking, and maintaining information about product inventory. She will be hired at an hourly rate on a regular part time position. She will get paid \$60.00/hr.



Employee Expectations and Security Training

HHCo will ensure the safety of its employees by establishing procedures and protocols for safety and security training that include:

- Initial employee safety and security training
- Building orientation and security access, including employee's authorized entry and exit points.
- Employee's locker.
- Restroom facilities.
- Cleanliness and Hygiene.
- Protocols for the prevention of diversion, theft or loss of cannabis and cannabis products.
- Prohibited activities such as entrance into unauthorized access areas.
- Awareness of video monitoring.
- Track and Trace training
- Requirement to report any unusual activity or security concerns.
- Procedures and instructions for responding to an emergency



LOCAL ENTERPRISE

LOCAL ENTERPRISE

Laurel Anne Gladish is an interior designer and trained architect. She worked in Los Angeles for 8 years, 7 of which were spent at a highly competitive architectural firm. Laurel decided to move to Nevada County, specifically Grass Valley, 6 years ago to enjoy a simpler lifestyle and to raise a family.

Laurel and her family are deeply invested in Nevada County. Laurel and her husband, also a co-founder of HHC, invested in, and are part owners of, The Nail Factory, a “creative campus in the woods.” They wanted to create something in the Nevada City/Nevada County area that would give back to the community. This business endeavor is meant to facilitate a space for local artists and craftspeople to come together in one place, to inspire and learn from each other, and to practice their skill and flourish in their livelihood. The future vision is to facilitate artists residency and grant programs.

Laurel and her family are locally active in various community organization such as the Nevada County Cannabis Alliance. She also participates in the democratic parties events and many local benefits and festivities. Laurel and her family live in Nevada County full time, where they grocery shop, work, eat, and play.

Maxwell Robert Gladish studied architecture and community design at University of San Francisco. During the last 15 years he has been applying the knowledge he learned there with his passion for developing community and building. From working to install community gardens in low-income areas to designing and building in impoverished areas of Zambia, he has shown how to improve peoples lives and community. More recently he has been teaching permaculture and organic growing practices.

Besides the love for the beautiful nature and charm of Nevada City Max moved to Grass Valley with because of the large and strong community. Max saw this as the best place to raise a family with his wife Laurel and she gave birth to a beautiful boy Maverick almost two years ago. When the opportunity came to invest with other like-minded individuals that wanted to create a location for local artists to thrive we jumped in and invested our time, and money into The Nail Factory. From shopping at local stores to investing in local people and programs Max has done as much as possible to ensure that his son will grow up in a vibrant and strong community.



Daniel Carter has been spending time in the Nevada County foothills for over a decade; hiking, climbing, biking, and sleeping under the sky that brings us all together. He loves seeing this community grow and develop, and the sense of culture and appreciation for the environment that this area holds. Daniel has been inspired to bring these values into a project he feels is only going to bring more growth in the form of taxes and jobs to the community. With his formal training in the sciences he brings a lot of advanced industry safety, quality control, and rigor to this new budding industry that is such a delicate social sentiment already. Daniel looks forward to helping create and sustain the new cannabis industry in Nevada City, and strives to share his values of creating a safe yet productive workplace and minimizing environmental impact.



QUALIFICATIONS OF PRINCIPALS

QUALIFICATIONS OF PRINCIPALS

Laurel Anne Gladish



WORK EXPERIENCE

HHCo

Co-founder/Marketing/Branding/Company Strategy

- Company mission statement and overall values
- Branding and marketing direction
- Community outreach and local engagement
- Growth strategy and license acquisition

*Nevada City, CA
Dec 2017-Current*

Projects:

|| Highest Health Collective || HHCo Enterprises ||

ELEVATION

Interior Design

- Client meeting and direction
- Concept Design
- Space Planning
- Interior and Exterior Renderings

*Nevada City, CA
Feb 2017-Nov 10*

Projects:

|| Elevation 2477' Dispensary ||

LORALINE DESIGN

Interior Design/Architectural Design-Independent Projects

- Interior Design projects including Conceptual Design, material sourcing, costing and purchasing.
- Involved in bidding and responsible for contractor and sub-contractor selection
- Invoicing and client coordination
- Construction Administration and Project Management
- Coordination and production of a complete Architectural Construction package for single family home, including coordination of MEPS
- Paint Colorist for interior and exterior colors

*Los Angeles, CA
August 2010-Current*

Projects:

|| Environ. Charter High School || 18 Del Mar Berkeley House || Bel-Air Bay Club Cabana || Arbor Skateboard ||

GLADLAND DESIGN

Landscape Design and Fabrication-Independent Projects

- Design presentations including Conceptual Design drawings and plant palette selections
- Construction Drawings and plant sourcing
- Client meeting and direction
- Hardscape sourcing
- Costing and Budgeting
- Plant Purchasing
- Plant installation and Coordination

*Los Angeles, CA
April 2012-Current*

Projects:

|| Goodwin Residence || Gavin Brown Enterprise Gallery in the Downtown Industrial District ||

BIG RED SUN DESIGN + BUILD

Landscape Design/Design Associate

- Responsible for architectural drawings and lead designer under owner
- Drawing packages and construction documentation
- Worked with a "build team" to coordinate design and ensure concept was carried through construction

*Venice, CA
August 2011-August 2012*



- Responsible for client communication, site visits, and business responsibilities such as hiring new employees and reviewing resumes
- Company structuring and internal organization
- Architectural design including guest house structures, pergolas, fountains, and hardscape

Projects:

II Koldyke Residence II Lynch Residence II Rose Residence II Blake St. Project II 512 Rose II

CUNINGHAM GROUP ARCHITECTURE, PA

Architectural and Interior Designer

Los Angeles, CA

September 2005-January 2012

- Designer for architecture and interior projects including retail, restaurants, commercial, residential, and entertainment.
- Worked with large teams to produce Conceptual Design Packages, Construction Documentation, material boards, product info, and presentations
- Collaborated and coordinated design and drawing sets with branches of our company located in different locations, communicating via telephone and video conference
- Trained in "The Natural Step" and USGBC LEED-NC
- Worked in conjunction with other design firms and studios including Disney where I worked alongside one of the lead interior designers to put together the Construction Package for Disneyland Anaheim's California Adventure.

Projects:

II Ruth's Chris Restaurant II Brio Restaurant II Disney California Adventure II Hollywood Park Casino II Holiday Inn Express II Airport Hotel II Rowena Ave II Larchmont Lofts II Sandman Inn II SLO Brewery II

"Laurel's strengths lie in her ability to organize and orchestrate a myriad of information and people. These fundamental skill sets have been applied to a variety of project types from multifamily housing projects, mixed use developments, entertainment and theme park projects. This broad base of experience makes her ideally suited to handle complex, multi-disciplinary projects that require strong coordination and facilitation skills.

She has contributed to a variety of interior design assignments for theme parks, mixed-use developments and housing projects. Laurel is a designer who has experience in color and materials selection as well as involvement in specifications and project documentation. She has been an asset to projects from conceptual design to project completion, contributing to the success of the work.

Laurel is currently working on a LEED rated building, in which she is using her base of knowledge of sustainable design and environmentally conscious materials to design an eco friendly interior space of an office building in Culver City. She is a current member of USGBC-EGB, and has taken extensive courses in permaculture, biomimicry, attended green conferences and lectures, and has an educational background from a university with an emphasis on Environmental Design and Green Building. " Cunningham Group Architecture, PA

PROFESSIONAL SKILLS

Office Package : Microsoft Word, Microsoft Excel, Microsoft PowerPoint.

Adobe CS3 Design Package : Extensive experience with Illustrator, Photoshop, InDesign.

Other programs : Expert in AutoCAD, Revit, SketchUp

EDUCATION

University of Colorado - Boulder

B.A. in Architecture and Environmental Design

GPA 3.7

Boulder, CO

2002-2005

Western State College

Architecture and Liberal Arts

GPA 3.9

Gunnison, CO

2000-2002



Maxwell Robert Gladish

EDUCATION

University of San Francisco B.A. in Architecture and Community Design GPA 3.4	<i>San Francisco, CA</i> <i>2005-2008</i>
College of Marin Architecture and Business Concentration	<i>Kentfield,</i> <i>2003-2005</i>

WORK EXPERIENCE

Quid Pro Quo Investment Group <i>CEO and Founder</i> <ul style="list-style-type: none"> • Raising money and investing capital in large scale farming projects. • Creating investor packages and pitch decks. • Managing investors money. 	<i>Orgeon</i> <i>November 2017-current</i>
Mandala Collective <i>Founder and CEO</i> <ul style="list-style-type: none"> • Consult and manage agricultural properties. • Designed and installed efficient and sophisticated irrigation. • In charge of accounting and projections for all projects • Designed organic feed production to maximize quality and production of crops. 	<i>Nevada County, CA</i> <i>2013-current</i>
Gladland Design <i>Founder and Director</i> <ul style="list-style-type: none"> • Consulted with clients to create a design for outdoor spaces. • Implemented and managed the construction and build out. • Followed up with maintenance and client relationships. 	<i>Nevada County</i> <i>February 2012-current</i>
William Fisher Architecture <i>Architect</i> <ul style="list-style-type: none"> • Hands on experience in a small office where responsibilities encompassed every aspect of the architectural practice. • Produced all 3D computer rendering deliverables with the intent to involve clients and get work published. • Completed working drawings for the Veterans Hall and other city buildings. • In charge of architectural material sourcing and specifications. • Construction Documentation experience. 	<i>Santa Cruz, CA</i> <i>November 2009-March 2010</i>
Geoffrey Collins Living Design <i>Designer/Builder</i> <ul style="list-style-type: none"> • Converted CAD drawings to 3D renderings for builder, client and architect. • Partnered with various groups to resolve design challenges • Designed and built stage and camp for 60 people at a large event. • Construction administration work ensuring contractor built per architectural design 	<i>Los Angeles, CA</i> <i>January 2009-October 2009</i>
Dale Duncan Contracting <i>Lead Consultant/Designer/Builder</i> <ul style="list-style-type: none"> • Partnered with site Architect to renovate multi-million dollar house. • Managed construction team through utilization of bi-lingual communication and mediation skills. • Consulted head contractor with new ways to execute traditional construction practices • Co-Designed and constructed Bodega and strategically innovated traditional Mexican construction practices to reduce both cost and time of process. 	<i>Litibu, Mexico</i> <i>August 2008-January 2009</i>
Bayview Footprints <i>Quesada Gardens Team Leader</i> <ul style="list-style-type: none"> • Responsible for the design and implementation of a series of streetscapes on under-utilized city land. • Developed business model for distributing and increasing food production in low-income areas. • Identified opportunities in existing organization to improve efficiency and distribution process. • Designed raised beds for community farming and managed the building and distribution • Assessed the feasibility of these ventures through analyzing cost and profit scenarios. 	<i>San Francisco, CA</i> <i>September 2007-August 2008</i>
Lubuto Library Project <i>Designer and Builder</i> <ul style="list-style-type: none"> • Designed and constructed the first prototype of 100 for an intrnational non-profit organization. • Gained cultural and interpersonal relationship skills. 	<i>Lusaka, Zambia</i> <i>May 2004-August 2005</i>

PROFESSIONAL SKILLS

Office Package : Microsoft Word, Microsoft Excel, Microsoft PowerPoint.
 Adobe CS3 Design Package : Illustrator, Photoshop, InDesign.
 Other programs : VectorWorks, CAD, Keynote, Powerpoint, SketchUp.



DANIEL B.K. CARTER

EDUCATION:

Biotechnology MS
University of Nevada, Reno

Fall 2011 –
Spring 2013

Biochemistry & Molecular Biology BS
University of Nevada, Reno

Fall 2008 –
Spring 2011

RELEVANT SKILLS:

Biomass Extraction: Cold Ethanol Primary Extraction, High Terpene Extracts, Live Resin/Shatter/Crumble, Alcohol Primary Extraction

Extract Refinement: Winterization, Short Path Distillation, Chromatography, Recrystallization, Ultra/Microfiltration, Pesticide Remediation, Preparative Chromatography

Products Developed: Distillate & Sauce Cartridges, Pain Salve, Edible Formulations, Vape Juice

Analytical Chemistry: IR/UV/Visible Spectroscopy, NMR, GCMS, LCMSMS, GC/HPLC

General Laboratory: Rotary Evaporator & Vacuum Pump (rotary vane, diaphragm, aspirator, piston/belt) Maintenance and Optimization, Hydrocarbon Leak Detection & Prevention, Analytical Pipetting Sanitary/NPT/SAE/JIC/UTS Fittings, Aseptic Technique

Technical Writing: Process Flow Forms and SOPs, One Point Lessons, Gantt Charts

Managerial: Managed 2-5 Employees for 3+ years, Remote Management, Equipment Training, Sourcing

Computer Related: Image J, Office Suit, Social Media Management, Product Photography

INDUSTRY & RESEARCH EXPERIENCE:

Co-Founder / Operations Manager
Highest Health / Artifact Scientific
Reno, NV & Grass Valley, CA

March 2017
– Current

- Managed 3-5 employees and operations supervisor
- Oversaw cold ethanol extraction of 100-300lb biomass per week; 2-6kg distillate
- Designed and optimized distillation, cold ethanol extraction, refinement methods
- Sourced hardware from China
- Formulated terpene and fruit flavors for cartridges
- Managed social media, \$15,000+ analytical testing budget

Extraction Operations Manager
Nevada County Collective
Grass Valley, CA

May 2015 –
Dec 2016

- Managed 2 employees and operations supervisor
- Designed hydrocarbon extraction machine
- Managed production of 2-6lb of shatter/crumble/live sugar a week
- Processed 100-250lb of cannabis a week
- Developed batch tracking system (GMP similar)
- Managed finances
- Formulated pain salve with cannabinoids and natural permeation enhancers

Graduate Researcher
Alex Keene, Ph.D.

Sept 2012 –
May 2013



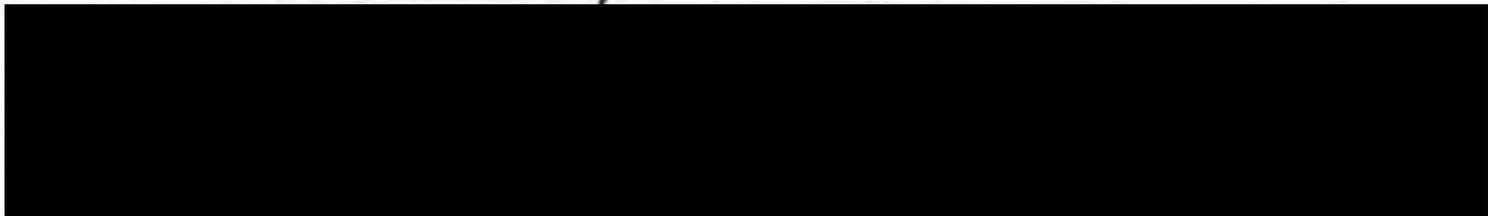
Section A: Principal Background Information (Must be signed by all Principals)

(Add more pages as necessary to accommodate signatures of all Medical Cannabis Business Principals.)

Under penalty of perjury, I acknowledge that I have personal knowledge of the information stated in this application and that the information contained herein is true. I also understand that the information provided in this application, except the Safety and Security Plan in Section C and certain confidential information such as driver's license and social security number, which can be redacted, may be public information and subject to disclosure under the California Public Records Act.

Principal Name: Laurel A Gladish

Principal Title: Co-Founder / owner



Attachments:

If business will operate as a collective/cooperative provide proof of status as a qualified patient or primary caregiver (State card or doctor recommendation)

Receipt from Live Scan check

Picture of applicant (two passport quality photographs 2X2)

Copy of Social Security Card

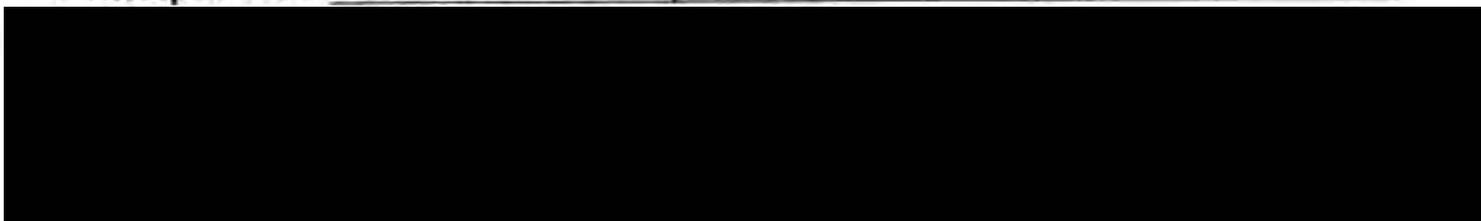
Copy of Driver's License, OMV issued ID Card or Passport

Proof of address (DMV-issued ID/driver's license, and/or recent utility bill under Principal's name)

Staff use only: Pass background check

Principal Name: Maxwell A. Gladish

Principal Title: Co-Founder / owner



Attachments:

If business will operate as a collective/cooperative provide proof of status as a qualified patient or primary caregiver (State card or doctor recommendation)

Receipt from Live Scan check

Picture of applicant (two passport quality photographs 2X2)

Copy of Social Security Card

Copy of Driver's License, OMV issued ID Card or Passport

Proof of address (DMV-issued ID/driver's license, and/or recent utility bill under Principal's name)

Staff use only: Pass background check

Principal/Partner History:

- 1. List whether, the applicant(s) has other licenses and/or permits issued to and/or revoked from the applicant, in the three years prior to the year of the permit application, such other licenses and or permits relating to similar business activities as in the permit application. If yes, please list the type, current status, issuing/denying for each license/permit. (Please attach a separate document explanation if necessary)

None

- 2. List any and all partners who have been found guilty of a violent felony, a felony or misdemeanor involving fraud, deceit, embezzlement, or moral turpitude, or the illegal use, possession, transportation, distribution or similar activities related to controlled substances, as defined in the Federal Controlled Substance Act, with the exception of medical cannabis related offenses for which the conviction occurred after the passage of the Compassionate Use Act of 1996. (Please attach a separate document explanation if necessary)

None

Section B: Business Organization Status

- 1. Describe the Medical Cannabis Business organizational status:

See Attached application.

Attach proof of status, such as articles of incorporation, by-laws, partnership agreements, and other documentation as may be appropriate or required by the City.

Section C: Medical Cannabis Business Description and Location

- 1. Statement of Purpose of Medical Cannabis Business (a separate sheet may be attached, labeled Section C.1):

See attached application

2. Proposed Location of Business: See attached application

3. Name and address of property owner: See attached application

4. Name and address of school(s) and/or public park(s) closest to Proposed Location: _____

See attached application

5. Have you received a Zoning Verification Letter? (Please check the appropriate response)
Yes _____ (If yes, include documentation with this section of the application) No X

6. Description of neighborhood around the proposed location surrounding uses, nearby sensitive uses (such as schools, churches, parks, daycares, or residents), transit access to site, etc. A separate sheet may be attached and labeled Section C.6.

See attached application

7. Site plan must be dimensioned and show the entire parcel including parking and additional structures [recommended scale of 1"= 20']. In addition, please attach elevations and photos of proposed location. If any exterior alterations are proposed for the existing building, also attach a proposed site plan that is accurate, dimensioned and to-scale for each potential location and include elevation details. The scale should accommodate an accurate site plan on a sheet of paper no larger than 11X17.

8. Floor Plans shall be attached and shall be accurate, dimensioned and to-scale [recommended scale of 1/4"= 1'] for each potential location. If any interior alterations are proposed for the existing building, also attach proposed floor plans. The scale should accommodate an accurate floor plan on a sheet of paper no larger than 11X17.

9. Signage Plan.

10. Vicinity Map.

11. Photos of the site and building(s).

Section D: Required supplemental information

This information is required for this application to be considered complete. Attach the following reports to the application.

- Business and Parking Plan**
- Neighborhood Compatibility Plan**
- Safety and Security Plan**
- Environmental Benefits (Water/Energy Efficiency Measures)**
- Community Benefits**
- Labor and Employment**
- Local Enterprise**
- Qualifications of Principals**

STAFF USE ONLY:

Date of initial application: _____

File Number assigned to application:

Date fee received _____

Date application reviewed for completeness:

Complete

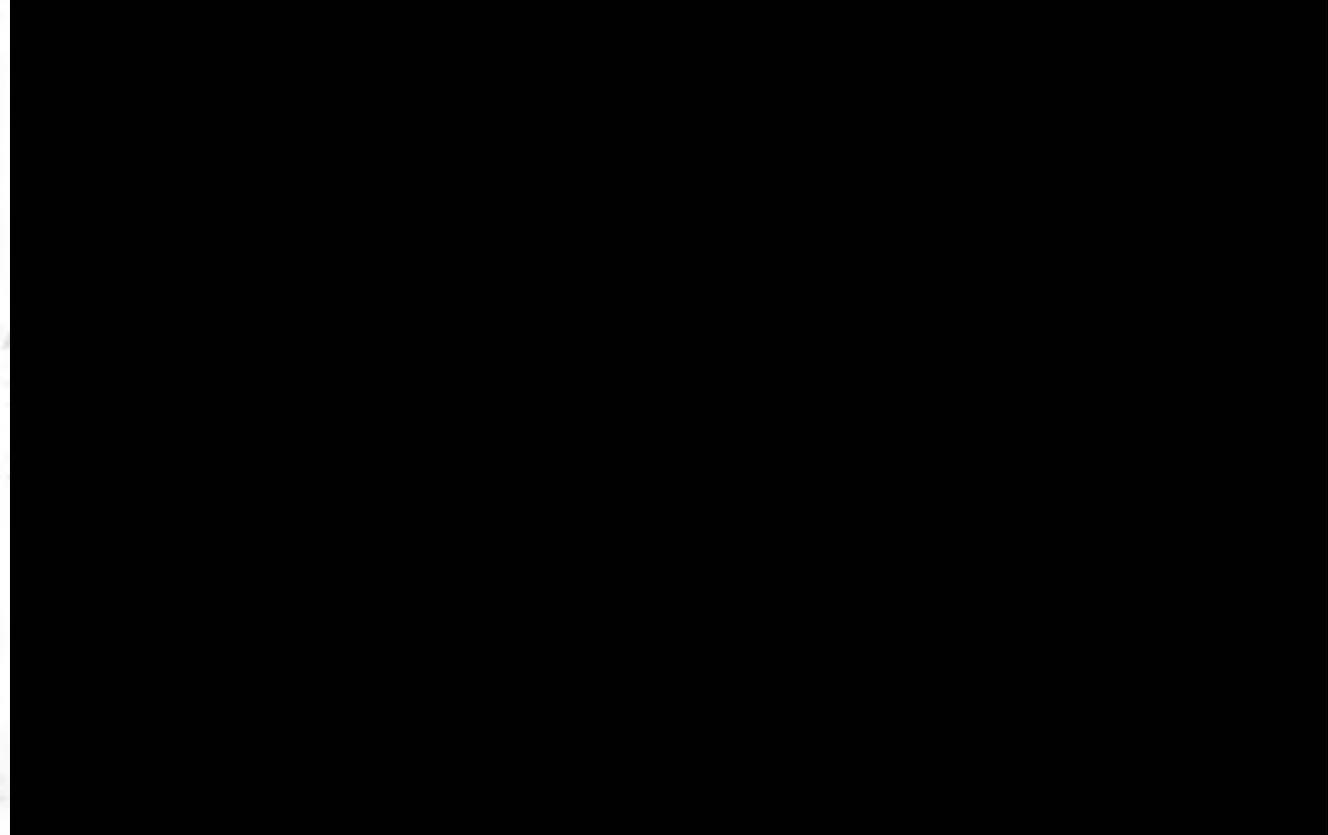
Incomplete

Date Proof of ownership was verified or a signed and
notarized statement from the property owner was received

Date application reviewed by Planning Commission: _____

Approved

Denied



Local Office Address



REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-M.nv-1
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
X	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
	Section 6254, subd. (n)	Licensee's personal financial data
X	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
	Section 6254	General public interest exemption (provide explanation below)
	Other	(Provide explanation below)

Explanation for redaction:
THIS PAGE CONTAINS PERSONAL INFORMATION OF PRINCIPALS

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-M.nv-24
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
_____	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
<u>X</u>	Other	(Provide explanation below)

Explanation for redaction:
Proprietary information concerning internal processes

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-25
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
_____	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
<u>X</u>	Other	(Provide explanation below)

Explanation for redaction:
Proprietary information concerning internal processes

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-31
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
X	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
	Section 6254, subd. (n)	Licensee's personal financial data
	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
	Section 6254	General public interest exemption (provide explanation below)
	Other	(Provide explanation below)

Explanation for redaction:

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-32
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
X	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:
Estimate intended for internal business use containing financial and personal data

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-33
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
X	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:

Estimate intended for internal business use containing financial and personal data

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-35-36
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
X	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:
Estimate intended for internal business use containing financial and personal data

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-39
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
X	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:
Pricing and Projected Sales containing financial data

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-41-43
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
X	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:
ProForma containing personal financial data

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-48
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC

<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
_____	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
_____	Section 6254, subd. (n)	Licensee's personal financial data
X	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

**REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)**

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-52-57
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
X	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
	Section 6254, subd. (n)	Licensee's personal financial data
	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
	Section 6254	General public interest exemption (provide explanation below)
	Other	(Provide explanation below)

Explanation for redaction:
Security Plans and Floor Plan Strategies

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-60-62
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
X	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
_____	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:
Security Plans and Floor Plan Strategies & Security Details

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-60
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
_____	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
X	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
_____	Section 6254, subd. (n)	Licensee's personal financial data
_____	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
_____	Section 6254	General public interest exemption (provide explanation below)
_____	Other	(Provide explanation below)

Explanation for redaction:
Security Plans and Floor Plan Strategies

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-76
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
X	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
	Section 6254, subd. (n)	Licensee's personal financial data
	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
	Section 6254	General public interest exemption (provide explanation below)
	Other	(Provide explanation below)

Explanation for redaction:

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-78-80
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
X	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
	Section 6254, subd. (n)	Licensee's personal financial data
	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
	Section 6254	General public interest exemption (provide explanation below)
	Other	(Provide explanation below)

Explanation for redaction:

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****

REDACTION JUSTIFICATION INSERT
(To be inserted for every instance of redaction)

Nevada City Medical Cannabis Business Name: HHCO ENTERPRISES, INC

The following page(s): HHC-Mnv-85-87
<insert unique page identifier, or identifier range>

has (have) been redacted or withheld from public disclosure, as determined by

MICHELLE CARROLL, MANAGEMENT, HHCO ENTERPRISES, INC
<insert name, professional title, affiliation with applicant>

because the information contained therein is exempt from disclosure under the following Government Code provisions:

Mark with "X" where applicable	Government Code provision:	Examples of information that may be withheld pursuant to each government code section:
X	Section 6254, subd. (c)	Personal, medical, or similar files, the disclosure of which would constitute an unwarranted invasion of privacy
	Section 6254, subd. (f)	Investigatory or security files compiled by a local agency for licensing purposes
	Section 6254, subd. (n)	Licensee's personal financial data
	Section 6255, subd. (a)	Personal contact information (business contacts should not be redacted)
	Section 6254	General public interest exemption (provide explanation below)
	Other	(Provide explanation below)

Explanation for redaction:

*****Please note that if objection is made for the redactions on a public document request, you may be called upon to more thoroughly justify the reason for redaction. Any costs incurred by the city attorney to determine whether items marked for redaction are in compliance with Government Code Sections 6254 and 6255 may be passed on to the applicant.*****