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DIVISION OF
LICENSING & REGULATORY SERVICES

June 25, 2010

Maine Department of Health & Human Services

Application for Operation
of a Medical Marijuana
Dispensary by
Safe Alternatives of
Fort Kent, Maine

Mission Statement:

SAFE ALTERNATIVES is a non-profit medicinal cannabis dispensary dedicated to ensuring holistic, safe, reliable and affordable legal access to the highest quality organic medicinal grade marijuana products to patients in the State of Maine. We advocate for patients first by providing alternative products and services to meet their needs with compassion and care. It is our task to educate both our clients and the general public while providing the purest and most effective products possible while giving back to our local community.

The purpose of Safe Alternatives is to improve the ability of registered patients to access marijuana for medical use. The amount of marijuana grown, cultivated and furnished by Safe Alternatives will be tightly controlled and regulated through strict operational policies and procedures. In addition, Safe Alternatives will promote integral community health in multiple ways: by providing physical, mental, emotional, ecological, social, cultural, and spiritual education as well as medical care, and by creating systems to ensure equal health care access to people of all ages, professions and abilities, lifestyles, and cultural traditions. In addition to dispensing medicinal cannabis, other services will be available such as: naturopathy, homeopathy, yoga, nutrition counseling, mindfulness practice, massage and other holistic and educational endeavors.

Criteria I

Measure 1:

The legal name and mailing address of this Maine registered Non-Profit Corporation is below and the Articles of Incorporation and Bylaws are attached (see Attachment 1).

Safe Alternatives
P.O. Box 267
Fort Kent Mills, Maine 04744
(207) 834-7567

Measure 2:

Safe Alternatives will utilize two facilities, one for the dispensary and one for the cultivation facility. Both facilities are ready to modify for dispensary and cultivating operations upon approval of this application.

The cultivation site is located at:
9 Caron Rd.
St. David, Maine 04773

The cultivation facility is owned by Bruce Lavertu and is zoned agricultural. It meets the code enforcement standards as indicated by the Madawaska Town Manager, Christina Therrien.

The dispensary will be located at:
267 Main Street
Fort Kent, Maine 04743

The dispensary structure is owned by John Naranja who has signed a lease agreement with Safe Alternatives should this application be approved. The location of this facility is zoned commercial and meets the code enforcement standards as indicated by the Fort Kent Town Manager, Donald Guimond.

Measure 3:

Safe Alternatives will utilize two facilities in Northern Aroostook County. The cultivation facility will be located in Madawaska and the dispensary will be located in Fort Kent. The reason these locations were selected is because some of the larger communities in Aroostook County, such as Caribou and Presque Isle, have instituted a moratorium. Should the need arise, a second dispensary may be requested in Central Aroostook, pending rule changes as determined by DHHS.

Safe Alternatives made appointments and visited the town managers from Madawaska and Fort Kent regarding the opening of a cultivation facility and dispensary in their respective towns. Both managers stated that there are no current codes or ordinances prohibiting such operations in their towns. Both openly acknowledged that this is a state law that was passed by the voters which they endorse. Their only concern was that it met all requirements of the state and local law enforcement officials. To rectify this concern, Safe Alternatives invited both town managers to be on the Board of Directors. Both managers declined at this time.

Both facilities are located over 1.5 miles away from the nearest school, thus exceeding the 500 foot minimum as mandated by MMMP. The location of the cultivation facility is zoned agricultural and meets the code enforcement rules as indicated by the Madawaska Town Manager, Christina Therrien. While the dispensary location is zoned commercial and is located on Main St. in downtown Fort Kent, it will remain discrete with minimal storefront and signage.

Measure 4:

Safe Alternatives' growing and cultivating facilities are well over the required 500 feet from the closest school as prescribed by DHHS. This facility is made up of a cultivation facility with ample room for processing and the storage of inventory. The cultivation facility is located on a farm in an extreme rural setting and is not visible from the main road.

Safe Alternatives has secured a long term lease for its cultivation facility which is contingent upon approval of this application. The cultivation facility will utilize a climate controlled potato storage facility for indoor growing, cultivation, processing and storage. This facility will incorporate over 20,000 square feet. This facility is built into the ground and has three, 12 foot

walls respectively on three sides with a Quonset style insulated roof. It is envisioned that this facility will be developed in stages as required by market demand.

There is only one point of access into the cultivating facility which will be secured using four types of measures. These security measures include: physical, photographic, administrative and accounting. First, physical security will include the construction of a sealed structure (grow room) inside the original potato storage structure. A sealed structure within the secured building will provide additional security along with increased quality control for growing the highest grade medical marijuana. Access to this facility will require passing through a front door leading to a storage area/work shop and then again into the growing room. Both doors will be locked and secured at all times except when allowing access into the facility. A state-of-the-art security system will be utilized with a communication configuration notifying law enforcement officials should a break-in or robbery occur. In addition, this facility will house a preparation area which will be a State Inspected Commercial Food Processor Licensed kitchen and a storage vault for keeping inventory. This kitchen will be where product is packaged and processed into edibles, tinctures and applications. The storage vault will be large enough to contain all inventories for security and quality purposes.

Second, the photographic system will be a digital surveillance system that is installed inside and outside the facility. It will incorporate the use of infrared security cameras with digital video recorders. This type of system is advanced and allows for the monitoring of both employees and undesirables with a record of all actions that are taking place day and night. Also, because this type of system is recordable it will allow Safe Alternatives and the monitoring arm of DHHS to view day-to-day operations of employees with the knowledge that adequate measures are in place to secure the facility.

Third, an administrative surveillance system will incorporate an electronic access control security system. This system protects assets by allowing only authorized personnel into sensitive areas. Each authorized employee will have a personal code allowing them access into critically sensitive areas. Through the restriction of business access and the recording of employee's movement, another security management system will be instituted allowing for Safe Alternatives and DHHS's additional oversight.

Finally, an accounting system will be devised to monitor the cannabis that is harvested and processed. This measure will incorporate the overseeing of harvesting by the Chief of Operations and another manager at all times. Managerial and operational data will be acquired on different strains to determine efficiency and effectiveness of the operations being employed. In addition, this will allow management and DHHS to conduct performance audits which should indicate if any fraud is taking place. Included in this system will be a product coding system to identify containers with information pertaining to date of cultivation, date of harvest, variety, and type of

product, quality specifications and weight. This data will allow managerial information to be tracked for security, quality control, and marketing purposes.

Measure 5:

The following is a list of all Board of Directors for Safe Alternatives. Also, see Attachment 4 for a photocopy of each member's Maine State driver's license.

Board of Directors

Name	Address	DOB
Leo Trudel PhD (abd)	[REDACTED]	[REDACTED]
Rep. John Martin	[REDACTED]	[REDACTED]
Diana White PhD (abd) RN	[REDACTED]	[REDACTED]
Dr. Jean English PhD	[REDACTED]	[REDACTED]
Jared Cyr	[REDACTED]	[REDACTED]
Julie Trudel	[REDACTED]	[REDACTED]
Aaron Cyr	[REDACTED]	[REDACTED]

The following is a list of principal officers:

Name	Address	DOB
Leo Trudel PhD (abd)	[REDACTED]	[REDACTED]
Aaron Cyr	[REDACTED]	[REDACTED]
Jared Cyr	[REDACTED]	[REDACTED]

Measure 6:

Safe Alternatives is a non-profit organization whose policies will be developed and approved by the Board of Directors. In addition, its business model is developed on meeting patients needs first. This will be conducted by consistently surveying patients and instituting policies and procedures as approved by the Board of Directors to meet their needs. The following is a list of all persons having direct or indirect authority over the management:

Leo Trudel	Board Member and principal officer	Direct
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Jared Cyr	Director of Quality Assurance and Quality Control	Direct
Aaron Cyr	Patient Outreach and Advocacy Advisor	Direct
Dr. Dustin Sulak D.O.	Medical Advisor	Indirect
Dr. Jean English PhD	Organic Growing & Cultivation Advisor	Indirect

All members who have pledged financial support in excess of 5% are the following:

Leo Trudel
Kenneth Dube
Aaron Cyr
Jared Cyr

These members have committed financial resources and sweat equity in excess of \$300,000.

Measure 7:

There are no outside creditors holding any security interest in Safe Alternatives or its premises.

Measure 8:

Please see the accompanying signed cover letter, and the completed application form as supplied by DHHS.

Measure 9:

The following information is specific to the requirements of this measure as requested by DHHS. For more information, please view the accompanying copy of Safe Alternatives' business plan. This business plan is abbreviated due to proprietary information as it may relate to our competition. We would ask that you look at the sources and uses plan as seen in the financial section of the business plan.

Among the investors listed above, there has been \$300,000 pledged to date with interest bearing 8% per annum. There is no outside debt obligation at this time and the investors have decided that if additional funding is needed, it will either be raised within the organization or obtained through an additional investor.

Current budget projections require approximately \$150,000 for the cultivation facility and an additional \$75,000 for the set up of the dispensary, with the remaining \$75,000 being utilized for working capital. While the cultivation facility is the largest portion, this component of the operation will not be constructed all at once and will be developed in two phases. Thus, there will be a reserve fund available should the need arise or the market not meet the anticipated demands as projected.

The first phases of the growing facility will include the physical construction of four grow rooms, a commercially licensed kitchen, and a storage facility. At this time expenditures will include all security systems; equipment for growing, cultivating and harvesting; and miscellaneous supplies. Supplies will consist of organic fertilizer and other soil amendments, containers, CO₂, tools and miscellaneous sundries. Phase two will include the construction of additional grow rooms as demand arises.

Expenditures for the set up of the dispensary will be used for the construction of offices, waiting rooms, shelves and counters, retail sales, and security purposes. Due to the physical size of Aroostook County (it is larger than Rhode Island and Connecticut combined) and its sparse population of 73,000 people, the dispensary's primary focus will be for the people of Northern Aroostook. It is envisioned that most of the customers will require that their medicine be delivered to them. As a result, Safe Alternatives has implemented a courier service as part of their dispensary model. This will include taking orders from patients and delivering to them within 48 hours.

Working capital is the source of funding that will cover overhead during the start-up period. It is anticipated that it will take three months until medicine is available for sale from the cultivating facility. The capital funds will be used to cover: salaries, leases, utilities, insurance, and other indirect costs associated with production.

As part of its mission, Safe Alternatives will provide a payment plan that enables patients a sliding scale for their medicine. Currently we are consulting with House District legislator, John Martin about this subject; he informed Safe Alternatives to investigate the model that was recently adopted by Fish River Rural Health that is subsidizing medicines for low to moderate income patients at its facility. We see this model as exemplary and ahead of others that we have studied thus far. It will be based on the status as determined by DHHS of the patient's category, be it QMB, SLMB, etcetera. Based on the patient's status, a fee will range on a percentage basis. In addition, Safe Alternatives has instituted a policy that no patient will be turned away due to their financial condition.

Safe Alternatives has made a policy decision that it will accept unused excess medical marijuana from patients solely for the purpose of composting this material and returning the organic material back into the growing and cultivation cycle. Thus, this marijuana will be safe and secured and not allowed to enter into the hands of unregistered individuals. Safe Alternatives will not accept unused excess medical marijuana from patients solely for the purpose of redistribution because Safe Alternatives cannot assure quality control standards and feels this would be compromising the integrity of its patients and its product.

For the three year projected income statements as prescribed by DHHS, please see below. For further financial analysis, please see the accompanying financial P&L Statement.

	Start Up Year 7/1/10 to 6/30/11	First Full Fiscal Year 7/1/11 to 6/30/12	Second Full Fiscal Year 7/1/12 to 6/30/13
Revenue:			
Marijuana sales (in any form) to registered patients and registered caregivers	360000	1496500	2243751
Paraphernalia Sales	10000	15000	17500
Other Sales			
Other Income			
Total Revenue:	370000	1511500	2261251
Expenses:			
Payroll, Taxes and Fringe Benefits	347988	569995	735290
Cultivation	31300	127864	191289
Supplies	23700	96817	144842
Office Expenses	12460	16841	18435
Utilities	24000	98043	146675
Insurance	25500		
Interest	24000	24000	24000
Depreciation/Amortization	7243	9642	12569
Leasehold Expenses	50000	12000	14000
Rent	21000	22500	24000
Bad Debt	0	0	0
Total Expenses:	567191	977702	1311100
Net:	-197191	533798	950151
Personnel Catagories	8	9	10
Administration	3	3	3
Sales	2	3	4
Cultivation	3	3	3
Number of Patients	186	270	445
Estimated Price/Ounce	250	275	300

Criterion 2:

Measure 1:

DHHS has requested that the applicant demonstrate that their proposed dispensary location be convenient for registered patients and caregivers. Due to the size and sparse population density, having only one location in Aroostook County cannot be convenient to all its patients. To serve the patients of the county properly will require delivering products and services to patients' homes. Due to the employees that Safe Alternatives has acquired who are from Aroostook County, we feel this is an advantage that we have over our competition. This is a service that will add value to the patients because we understand their culture. Aroostook County is a small community where most people are known either directly or through circles. It takes time for an outsider, business or individual, to understand this. Safe Alternatives understands this and can provide more than medical marijuana. We can provide compassionate care because we know many of these individuals personally, we know their families, and we know what their lives have entailed.

In addition, since two of the largest cities in the county have established moratoriums, Fort Kent was the site that was selected by the Board of Directors. The specific site is located on downtown Main Street, Fort Kent and offers ample parking and handicap access. In addition, it offers the ability to have a synergistic relationship with the University of Maine at Fort Kent. Safe Alternatives has spoken to the Dean and various departments regarding utilizing components of the dispensary model for experiential learning. Currently there is interest in curriculum development integrating business, nursing, behavioral sciences, and criminal justice. Also, there is a discussion of how a dispensary management model could be developed as the first of its kind to be potentially offered for other organizations that may be in need.

Measure 2:

The start-up of Safe Alternatives should be similar to all other dispensaries in the State of Maine. Since we are not currently growing, there will be a transition of constructing the cultivation site and growing the first crop. Normally there is a typical indoor growing season which takes upwards of three months to mature, yet by using some varieties and methods, a crop can be grown in a shorter timeframe. To meet the needs of its most immediate patients, Safe Alternatives will grow a short seasoned variety in as little time as seven weeks from the 10th of July. Afterward, there will be a short curing process, making product available to our clients the end of August.

During the same timeframe, Safe Alternatives will be working toward the production of 12 strains of marijuana, utilizing 6 initially, each with varying degrees of potency, thus allowing patients the ability to choose their specific medicine based upon their ailment. In an effort to maximize usefulness to the patients of Safe Alternatives, specific strains will be cultivated that

have been proven elsewhere in the country. Below is a list with a short description about its usage:

1. Sour Queen - Tested at 25 percent THC. An incredibly powerful indica with a sandalwood/tangy lemon flavor. Perfect for any chronic pain victim, or treating nausea and wasting syndrome.
2. Hawaiian Snow - Tested at 21 percent THC. This dominantly sativa strain has a rich spicy and earthy flavor. It is a day time medicine, used for pain relief and muscle spasms. A low anxiety strain.
3. Mendocino Madness - Tested at 15 percent THC. This indica/sativa hybrid has a hashy and skunky, though somewhat mild flavor. For patients who enjoy less of a psychoactive effect, and more of a calming body experience, this strain will help control any muscle spasms or nerve pain. Also great for Multiple Sclerosis, and Glaucoma.
4. Jack Herer - Tested at 19 percent THC. An indica/sativa hybrid that is both fruity and spicy, with a very strong, clear sativa presence. Excellent for physical ailments, and general pain relief.
5. Ak-47 - Tested at 18 percent THC. An indica/sativa hybrid with a woody flavor that is soft and very pleasant. The AK-47 high is smooth and strong, yet also clear and uplifting. A positive effect on both Aids and Cancer patients to get them through their roughest of times.
6. Diesel x Mighty Might - Tested at 23 percent THC. A mostly indica mix with a very heavy, mind penetrating quality.
7. Biesel - an indica-dominant strain that is a sedating variety used for pain relief and muscle relaxation.
8. Kalie Mist - a 90% sativa strain which works well for fight chronic pain.
9. OG # 18 - an indica strain used to treat mild pain and glaucoma patients.
10. White Widow – a Brazilian X Indian strain that is recommended for multiple sclerosis and other seizure related illnesses.
11. Silver Haze – An indica X sativa strain that is recommended for multiple sclerosis and other seizure related illnesses.
12. Lavender – An Afghan X Hawaiian strain that is recommended for multiple sclerosis and other seizure related illnesses.

Safe Alternatives believes in organic agriculture and feels it has an exceptional staff with incomparable qualifications. Collectively, the staff has over 100 years of Organic Farming Experience. Leo Trudel and his wife Julie have owned and operated certified organic farms since

1986. Julie has a degree in biology and environmental sciences. Together, they are members of the Maine Organic Farmers and Gardeners Association (MOFGA) and are well aware of the certifying requirements to maintain organic status with the USDA and MOFGA. In addition, there are three other members from the Board of Directors who are organic gardeners, one which is a PhD in botany and on the Board of Directors of MOFGA.

In addition, Safe Alternatives has secured the services of three employees who have been caregivers collectively for over 15 years. These individuals have experience in all phases of care giving and are a tremendous resource for the organization.

As stated in its mission statement, Safe Alternatives will produce only the highest grade organic medicinal grade marijuana products for its patients. It is Safe Alternatives' belief that organics starts in having healthy soil. Therefore, the growing process will commence with purchasing and making premium compost. A pH test and soil analysis of this material will be made to determine what nutrients are required to balance the growing medium. Nutrients to be added for balancing the growing medium will be: bat guano, various manures, worm castings, seabird guano, sea kelp, steamed bone meal, blood meal, fish, and oat bran. In the final stages of production, a flushing of the soil around the plants with water will take place. This will remove any residues and excess nutrients or salts from the soil and eventually the plants, making for a healthier plant for the patient. It is important to note that this process is not followed in typical organic agriculture.

To ensure the highest standards of quality control, Safe Alternatives has researched other organizations currently in the dispensary industry. As it relates to purity, consistency and dose, Safe Alternatives will implement safety protocol measures similar to those of some of the larger medical marijuana dispensary organizations currently operating in California. These will ensure that its patients receive only the highest grade organic medicine available on the market. There are five areas that will be addressed to achieve these standards. First, there is a nomenclature or specific taxonomy that will be used when working at Safe Alternatives. Simply, each word will have a specific meaning (for example, buds come from flowering plants). Thus, labels will represent this terminology and all employees will be required to understand their meanings and uses.

Second, contaminants are ever present in the agricultural industry, organic or conventional. It is important that a contaminant-free environment is maintained. Mold, mildew, bacteria, and other contaminants can cause undesirable health issues which need to be addressed before product reaches the patient. To eradicate such issues, an in-house laboratory will be developed with specific design procedures and quality assurance reports generated on a semi-weekly timeframe. This will ensure that only safe production methodologies have been implemented and that a safe crop is the result.

Third, potency monitoring will be incorporated into the process of determining the analytical THC, CBD, CBN, terpenes and other active ingredients of each crop grown. In addition to determining the analysis of each crop, it is the responsibility of Safe Alternatives to educate each patient about how to safely medicate using various methods. This will be dependent upon the method selected and the level of pain or ailment that is being treated.

Fourth, safe handling protocols are needed to allow patients to know what dosage management standards and environmental measures that need to be implemented before medicating. Simply put, it is important to know when, where and how to titrate.

Finally, research shows that labeling and education are imperative to proper consumption of any medicine and marijuana is not any different. Safe Alternatives will have professional labels on all marijuana and cannabis products. Each package will be labeled "For Medical Use Only, Keep Away From Children." In addition, Safe Alternatives will develop a website, brochures, seminars and other pedagogical avenues for patients to learn not just about marijuana but alternatives that may enhance patients' lives and wellbeing.

Dispensing of marijuana products will be as follows:

Marijuana Products	Quantity
Buds	Grams, ¼ oz, ½ oz and ounces
Tincture	½ & 1 ounce containers
Edibles	Individually and in containers of 3 & 6
Salves	Sold in ½ & 1 ounce containers

Measure 3:

The CEO of Safe Alternatives is Leo Trudel; see resume attached to the business plan. He holds a Masters in Finance, an MBA and is currently a PhD candidate in Business Administration. His current position is as a professor of business at the University of Maine at Fort Kent. He and his wife have owned and operated several organic farms since 1986. He has been employed as a cost accountant, director of economic development, and overseen a federally funded small business development program for the State of Vermont. He acts as an advisor to several boards for non-profit organizations and currently is on the State of Maine Department of Tourism's Marketing Board.

In addition, Safe Alternatives has acquired the services of:

Pamela Ashby CPA, Certified Public Accountant

Toby Jandreau Esq., Attorney at Law

Both Pamela and Todd live and have offices in the Town of Fort Kent, Maine.

In addition, all members of the Board of Directors have entrepreneurial expertise in starting and operating a business in the State of Maine. Currently, there is a private physician, two consultants, a business owner and three multi-business owners.

Measure 4:

Safe Alternatives has implemented a stringent control system that will be put in place via: a point of sale/inventory tracking system; tools and form for accounting and verification; and tasks and processes that will ensure accountability at every stage through the product chain. Safe Alternatives will purchase an industry management database system from MMJMenu. This system will allow Safe Alternatives to strictly enforce the purchasing limits as established by the State of Maine and DHHS to no more than 2.5 ounces twice per month. In addition these purchasing limits will be communicated to each patient verbally during orientation and via the Patient Handbook. Also, employees will be educated on patients' purchasing limits and how to best communicate this to each patient and/or their caregiver. To best monitor the tracking of product to patients, Safe Alternatives will institute a database tracking system which will be automated to determine if a patient is allowed to make a purchase based upon their monthly limitation.

To limit resale of Safe Alternatives product by patients, a price structure will be implemented that is at par with the current market price.

Safe Alternatives will institute a HIPAA Information Security Record (HISR) System within the State of Maine. This will be a secure medical database system fully compliant with the Federal Health Insurance Portability and Accountability Act of 1996, as amended by the HiTech Act. The HISR System will allow real time and dynamic tracking of every transaction by state licensed patients for use and compliance. Special queries can be set up to trigger an alarm on out of bounds purchases or trips made to separate locations on the same day (for example, with secure cross connectivity with all compassion centers to control and track excessive or repetitive transactions that may be indicative of redistribution or sub-dealing by any patient). Also, quick verification of transaction and proof of state license can be verified by law enforcement on a real time basis as well as dynamic updates and alerts for stolen, forged or compromised state licenses.

An accounting system will be devised to monitor the cannabis that is harvested and processed. This measure will incorporate the overseeing of harvesting by the Director of Growing Operations in collaboration with another manager at all times. Managerial and operational data will be acquired on different strains to determine efficiency and effectiveness of the operations being employed. In addition, this will allow management and DHHS to conduct performance audits which should indicate if any fraud is taking place.

To ensure inventory control measures, a barcode system with Radio Frequency Identification Tags (RFID) will be implemented for security and safety. This automated process will provide instant access of any product that has left the facility. The barcode system will be used for small items that have been packaged and are placed in a warehouse inventory management system. An example of this would be: individual grams or ¼ ounces. To maintain freshness, packaging will take place every week. These items will then be recorded in the database system and placed in a secured inventory room. When invoices are generated, each order will be packaged and placed in a sealed container such as a box or shipping envelope. These items will then be placed into a security storage bin with a RFID to track its location. During the entire process of packaging, there will be a minimum of two people who will be present to make certain that procedures are followed properly and to sign-off and witness that all is safe and secure. In addition, this activity will be video recorded to ensure Safe Alternatives and DHHS that the process is secure.

Inventory will not leave the growing and processing facility without being bar-coded and RFID tagged. When delivering to the dispensary or directly to patient's homes, Safe Alternatives will require that a minimum of two employees are present. In the dispensary, all products will be secured after hours in a vaulted safe behind locked doors. Inventory that is sold within the dispensary will be tracked through a Point of Sale system which will automatically transfer information back to the database management system for patient consumption purposes.

As described in Criterion 1: Measure 4, Safe Alternative's cultivation facility is located on a farm in an extreme rural setting and is not visible from the main road. This facility is built into the ground and has three, 12 foot walls respectively on three sides with a Quonset style insulated roof.

There is only one point of access into the cultivating facility which will be secured using four types of measures. These security measures include: physical, photographic, administrative and accounting. The structure will be secured physically in several ways. First, access to this facility will require passing through a door leading to a storage area/work shop and then again into the growing room. Both doors will be locked and secured at all times except when loading and unloading product. A state of the art security system will be utilized with a communication configuration notifying law enforcement official should a break-in or robbery occur. Finally, a TL 15 rated storage vault will be installed to contain all inventories for security and quality purposes.

Second, the photographic system will be a digital surveillance system that is installed inside and outside the facility. It will incorporate the use of infrared security cameras with digital video recorders. This type of system is advanced and allows for the monitoring of both employees and undesirables with a record of all actions that are taking place day and night. Also, because this type of system is recordable it will allow Safe Alternatives and the monitoring arm of DHHS to

view day-to-day operations of employees with the knowledge that adequate measures are in place to secure the facility.

Third, an administrative surveillance system will incorporate an electronic access control security system. This system protects assets by allowing only authorized personnel into sensitive areas. Each authorized employee will have a personal code allowing them access into critically sensitive areas. Through the restriction of business access and the recording of employees' movement, another security management system will be instituted allowing for Safe Alternatives and DHHS's additional oversight.

As explained earlier, to ensure the highest standards of quality control, Safe Alternatives has researched other organizations currently in the dispensary industry. As it relates to purity, consistency and dose, Safe Alternatives will implement safety protocol measures similar to those of some of the larger medical marijuana dispensary organizations currently operating in California. These will ensure that its patients receive only the highest grade organic medicine available on the market. There are five areas that will be addressed to achieve these standards. First, there is a nomenclature or specific taxonomy that will be used when working at Safe Alternatives. Simply, each word will have a specific meaning (for example, buds come from flowering plants). Thus, labels will represent this terminology and all employees will be required to understand their meanings and uses.

Second, contaminants are ever present in the agricultural industry, organic or conventional. It is important that a contaminant free environment is maintained. Mold, mildew, bacteria, and other contaminants can cause undesirable health issues which need to be addressed before product reaches the patient. To eradicate such issues an in-house laboratory will be developed with specific design procedures with quality assurance reports generated on a semi-weekly timeframe. This will ensure that only safe production methodologies have been implemented and that a safe crop is the result.

Third, potency monitoring will be incorporated into the process of determining the analytical THC, CBD, CBN, terpenes and other active ingredients of each crop grown. In addition to determining the analysis of each crop, it is the responsibility of Safe Alternatives to educate each patient about how to safely medicate using various methods. This will be dependent upon the method selected and the level of pain or ailment that is being treated.

Fourth, safe handling protocols are needed to allow patients to know what dosage management standards and the environmental measures that need to be implemented before medicating. Simply put, it is important to know when, where and how to medicate.

Measure 5:

Our Motto is "The Patient Comes First"!
Please see the accompanying Employee Handbook a table of contents is below.

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Measure 6:

Safe Alternatives gives consent to pay for state and federal background checks. These will include fingerprinting for all proposed and future registry cards holders.

Measure 7:

Safe Alternatives is committed to producing educational materials for patients and their families, medical staff and the general public. Due to the stigma that continues to follow the use of medical marijuana, it is imperative that Safe Alternatives maintains a vigilant effort in staying abreast of current events as it pertains to this subject. To accomplish this effort, Safe Alternatives will become a member of the Marijuana Policy Project, NORML and Maine's Medical Marijuana Patients and Caregivers Group. These groups have taken it upon themselves to inform their supporters of the latest occurrences as it relates to marijuana policy.

To accomplish these efforts, Safe Alternatives will implement the following initiatives:

1. Patient Counseling – medical and patient specialists shall be on staff and assigned to aid patients from a new patient basis to recurring patient basis regardless of compassion center location. It is important to realize that most of Northern Aroostook speaks French and English with many only speaking French. Safe Alternatives has a staff that is bilingual and knows the culture of Northern Maine.
2. Patient Education – in person, digital, and online access to educational and informational materials in English and French.
3. Medical Staff Education – staff materials for medical staff familiarization and application to patient conditions. Cross interaction or existing condition with patient prescribed medications.
4. Employee Education – team member training, familiarization, process and certification.
5. Digital Video Materials – automated videos, self paced materials, DVDs, avatar and virtual teachers designed and produced by Cold Zero Films, LLC.
6. Digital Information Materials - automated intranet data and rich content material, self-paced teaching and self education materials, DVDs, content avatar(s) and virtual teacher(s) designed and produced by Cold Zero Films, LLC.
7. Web knowledge base - automated intranet video content, data and rich content material, self-paced materials, DVDs, avatar and virtual teachers designed and produced by Cold Zero Films, LLC.
8. Patient Resources – vetted and applicable patient resource and outreach programs and capability.

STATE OF MAINE
Department of the Secretary of State
Bureau of Corporations, Elections and Commissions
101 State House Station
Augusta, Maine 04333-0101

June 11, 2010

LEO L. TRUDEL



ATTESTED COPIES
WR DCN: 2101611900003

Enclosed please find copies of documents recently placed on file with our office. Each copy has been attested as a true copy of the original and serves as your evidence of filing. We recommend that you retain these permanently with your records.

Charter#: 20100477ND Legal Name: SAFE ALTERNATIVES

ARTICLES OF INCORPORATION

DCN: 2101611900004 Page(s) 3

Total Pages 3

DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

Filing Fee \$40.00

File No 20100477ND Pages 3
Fee Paid \$ 40
DCN 2101611900004 ARTI
----FILED-----
06/09/2010

Julie R. Flynn
Deputy Secretary of State

A True Copy When Attested By Signature

Julie R. Flynn
Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned incorporator(s) execute(s) and deliver(s) the following Articles of Incorporation

FIRST: The name of the corporation is Safe Alternatives

SECOND: ("X" one box only. Attach additional page(s) if necessary.)

- The corporation is organized as a public benefit corporation for the following purpose or purposes
- The corporation is organized as a mutual benefit corporation for all purposes permitted under Title 13-B or if not for all such purposes, then for the following purpose or purposes
Provide medical alternative products and services to patients suffering from debilitating medical conditions

THIRD: The Registered Agent is a (select either a Commercial or Noncommercial Registered Agent)

Commercial Registered Agent CRA Public Number _____

(name of commercial registered agent)

Noncommercial Registered Agent

Leo L. Trudel

(name of noncommercial registered agent)

(physical location, not P.O. Box – street, city, state and zip code)

P.O. Box 267, Fort Kent Mills, ME 04744

(mailing address if different from above)

FOURTH: Pursuant to 5 MRSA §1083, the registered agent as listed above has consented to serve as the registered agent for this nonprofit corporation

FIFTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if the number has been designated or if the initial directors have been chosen, is _____

The minimum number of directors (not less than 3) shall be three and the maximum number of directors shall be SEVEN

SIXTH: Members: ("X" one box only.)

- There shall be no members
- There shall be one or more classes of members and the information required by 13-B MRSA §402 is attached

SEVENTH: (Optional) (Check if this article is to apply)

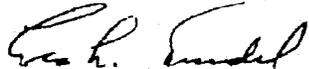
No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

EIGHTH: (Optional) (Check if this article is to apply)

Other provisions of these articles including provisions for the regulation of the internal affairs of the corporation, distribution of assets on dissolution or final liquidation and the requirements of the Internal Revenue Code section 501(c) are set out in Exhibit _____ attached hereto and made a part hereof.

Incorporators*

Dated _____



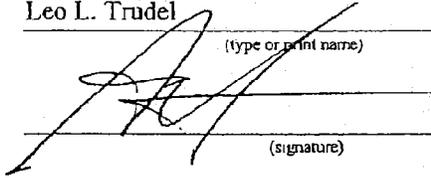
(signature)

Street _____
(residence address)

Leo L. Trudel

(type or print name)

(city, state and zip code)



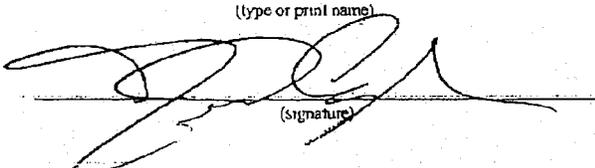
(signature)

Street _____
(residence address)

Aaron Cyr

(type or print name)

(city, state and zip code)



(signature)

Street _____
(residence address)

Jared D. Cyr

(type or print name)

(city, state and zip code)

For Corporate Incorporators*

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

***Articles are to be executed as follows:**

If a corporation is an incorporator (13-B MRSA §-401), the name of the corporation should be typed or printed and signed on its behalf by an officer of the corporation. The articles of incorporation must be accompanied by a certificate of an appropriate officer of the corporation, not the person signing the articles, certifying that the person executing the articles on behalf of the corporation was duly authorized to do so.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to

**Secretary of State
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101
Telephone Inquiries: (207) 624-7752**

Email Inquiries: CEC_Corporations@Maine.gov

Date of this notice: 06-07-2010

Employer Identification Number:
27-2791236

Form: SS-4

Number of this notice: CP 575 B

SAFE ALTERNATIVES
LEO TRUDEL MBR
PO BOX 267
FORT KENT MILLS, ME 04744

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 27-2791236. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1065

04/15/2011

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

A limited liability company (LLC) may file Form 8832, *Entity Classification Election*, and elect to be classified as an association taxable as a corporation. If the LLC is eligible to be treated as a corporation that meets certain tests and it will be electing S corporation status, it must timely file Form 2553, *Election by a Small Business Corporation*. The LLC will be treated as a corporation as of the effective date of the S corporation election and does not need to file Form 8832.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

Google maps

Search Maps Show search options

Get Directions My Maps

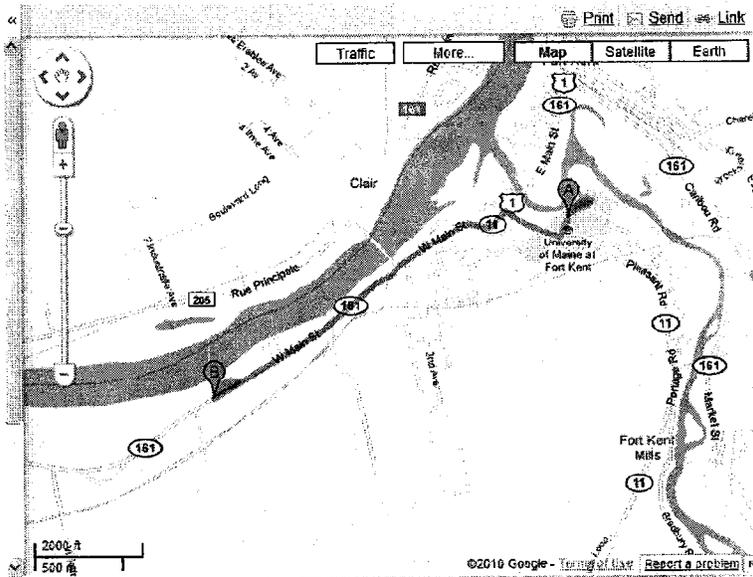
23 University Drive, Fort Kent, ME

267 West Main Street, Fort Kent, ME

[Add Destination - Show options](#)

[Get Directions](#)

- Driving directions to 267 W Main St, Fort Kent, ME 04743**
1.5 mi - about 3 mins
- 23 University Dr
Fort Kent, ME 04743
 - 1. Head south on University Dr toward Aroostook Rd/Pleasant St 0.4 mi
 - 2. Take the 1st right onto Aroostook Rd/Pleasant St
Continue to follow Aroostook Rd 0.2 mi
 - 3. Turn left at ME-161 NW Main St
Destination will be on the left 1.2 mi
 - 267 W Main St
Fort Kent, ME 04743



Google maps

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Get Directions My Maps [Print](#) [Send](#) [Link](#)

caron road, Saint david, ME
Wisdom high school, St agatha, ME
[Add Destination](#) - [Show options](#)

[Get Directions](#)

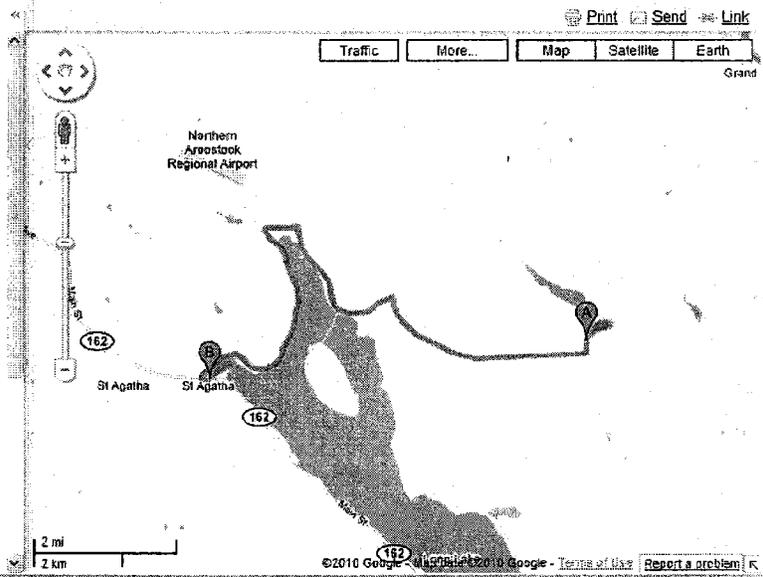
Traffic More... Map Satellite Earth

Driving directions to Wisdom Middle High School

9.4 mi - about 25 mins

Caron Rd
St David, ME 04773

1. Head south on Caron Rd toward Lavertu Rd 0.2 mi
2. Take the 1st right onto Lavertu Rd 3.1 mi
3. Turn left at Beaulieu Rd 2.0 mi
4. Continue onto Cove Rd 0.1 mi
5. Turn left at Fongemie Rd 0.1 mi
6. Continue onto Cleveland Rd 3.7 mi
7. Turn left at ME-162 S/Main St 0.1 mi



Google maps

Search Maps Show search options

Get Directions My Maps

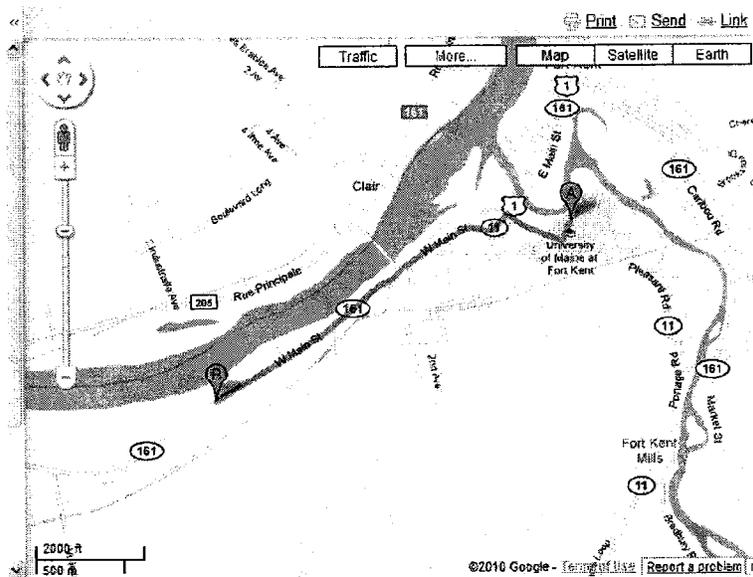
23 University Drive, Fort Kent ME

267 West Main Street, Fort Kent, ME

Add Destination - Show options

Get Directions

- Driving directions to 267 W Main St, Fort Kent, ME 04743**
1.5 mi - about 3 mins
- 1. Head south on University Dr toward Aroostook Rd/Pleasant St 404 ft
 - 2. Take the 1st right onto Aroostook Rd/ Pleasant St Continue to follow Aroostook Rd 0.2 mi
 - 3. Turn left at ME-161 N/W Main St Destination will be on the left 1.2 mi
- 267 W Main St Fort Kent, ME 04743



LEASE FORM

This lease of a store front property, made June 22, 2010, by and between John Naranja whose address is Second Avenue, Fort Kent, Maine, hereinafter called Lessor, and Safe Alternatives, a non-profit corporation, whose address is P.O. Box 267, Fort Kent Mills, Maine, hereinafter called Lessee,

Witnesseth:

1. That Lessor hereby leases to Lessee, and Lessee leases from Lessor, subject to the terms and conditions herein set forth, the following (hereinafter sometimes referred to as the "Property"):

Said property is located at 267 Maine Street, 1st Floor Suite, Fort Kent, Maine

Together with all equipment and accessories attached thereto or used in connection therewith including the following:

All of which are included in the term Property as used herein. Lessee hereby acknowledges delivery and acceptance of the aforesaid Property upon the terms and conditions of this lease.

2. Lessor hereby leases to Lessee said Property for the purpose of an alternative medicine establishment.

3. The term of this lease is 10 years, beginning July 10, 2010 and ending July 09, 2020

4. In consideration of said lease, Lessee covenants and agrees as follows:

(a) To pay to Lessor for the possession and use of said Property for the purpose aforesaid, Six hundred dollars (\$600.00), for the first payable month, followed by one hundred dollar (\$100) incrementally increasing payments, payable monthly, to maximum of one thousand dollars (\$1,000) payable monthly. Said payments are not due for the first three months to allow for the development of the property. Thus the first payment of \$600 is due on October 10, 2010; followed by \$700 due on November 10, 2010; \$800 due December 10, 2010 and so on until monthly payments equal \$1000 per month starting February 10, 2010.

(b) To safely keep and carefully use the Property and not sell or attempt to sell, remove or attempt to remove, the same or any part thereof, except reasonably for the purpose aforesaid.

(c) Lessee shall, during the term of this lease and until return and delivery of the Property to Lessor, abide by and conform to, and cause others to abide by and conform to, all laws and governmental and airport orders, rules and regulations, including any future amendments thereto, controlling or in any manner affecting operation, use or occupancy of said Property or use of airport premises by said Property.

(d) Lessee accepts the Property in its present condition, and during the term of this lease and until return and delivery of the Property Lessor the Lessee shall maintain it in its present condition, reasonable wear and tear occurring despite standards of good maintenance of Property excepted, and shall repair at his own expense any damages to said Property caused by operation or use by lessee or by others during the term of this lease and until delivery of the Property to Lessor.

(e) Lessee shall have the right to incur any mechanic's or other lien in connection with the repair, maintenance or storage of said Property, and Lessee agrees that neither he nor others will attempt to convey or mortgage or create any lien of any kind or character against the same or do anything or take action that might mature into such a lien.

(f) Lessee shall be responsible and liable to Lessor for, and indemnify Lessor against, any and all damage to the Property, which occurs in any manner from any cause or causes during the term of this lease or until return and delivery of the Property to Lessor. Lessee shall be responsible and liable for, indemnify Lessor against, hold Lessor free and harmless from any claim or claims of any kind whatsoever for or from, and promptly pay any judgment for, any and all liability for personal injuries, death or property damages, or any of them, which arise or in any manner are occasioned by the acts or negligence of Lessee or others in the custody, operation or use of, or with respect to, said Property, during the term of this lease or until return and delivery of the Property to Lessor.

(g) Lessee will keep insured from and including this day until return and delivery of the Property to Lessor, in such company or companies as Lessor shall approve, according to applicable standard forms of policy, and for the benefit of Lessor, (1) against loss or damage from any cause or causes to the Property for the full value thereof in the amount of two hundred and fifty thousand dollars, and (2) against liability for personal injuries, death, or property damages, or any of them, arising or in any manner occasioned by the acts or negligence of Lessee or others in the custody, operation or use of, or with respect to said Property, in the amount of one million dollars relative to personal injuries and/or death and one million dollars relative to property damages.

(h) Lessee shall return and deliver, at the expiration of the term herein granted, the whole of said Property to the Lessor in as good condition as the same is, reasonable wear and tear excepted.

(i) It is mutually agreed that in case Lessee shall violate any of the aforesaid covenants, terms and conditions Lessor may at his option without notice terminate this lease and take possession of said Property wherever found. WITNESSES

LESSOR

R. John Naranja 6/22/10

LESSEE

[Signature]

LEASE FORM

This lease of a potato house, made June 22, 2010, by and between Bruce Lavertu of Lavertu Farms whose address is 8 Caron Rd., St. David, Maine, hereinafter called Lessor, and Safe Alternatives, a non-profit corporation, whose address is P.O. Box 267, Fort Kent Mills, Maine, hereinafter called Lessee,

Witnesseth:  6/22/2010

1. That Lessor hereby leases to Lessee, and Lessee leases from Lessor, subject to the terms and conditions herein set forth, the following (hereinafter sometimes referred to as the "Property"):

Said property is located at 9 Caron Road, St. David, Maine

Together with all equipment and accessories attached thereto or used in connection therewith including the following:

All of which are included in the term Property as used herein. Lessee hereby acknowledges delivery and acceptance of the aforesaid Property upon the terms and conditions of this lease.

2. Lessor hereby leases to Lessee said Property for the purpose of indoor cultivation.

3. The term of this lease is 10 years, beginning July 10, 2010 and ending July 9, 2020

4. In consideration of said lease, Lessee covenants and agrees as follows:

(a) To pay to Lessor for the possession and use of said Property for the purpose aforesaid, One thousand dollars (\$1000.00), payable monthly. Said payments are not due for the first three months to allow for the development of the property. Thus the first payment is due on October 10, 2010.

(b) To safely keep and carefully use the Property and not sell or attempt to sell, remove or attempt to remove, the same or any part thereof, except reasonably for the purpose aforesaid.

(c) Lessee shall, during the term of this lease and until return and delivery of the Property to Lessor, abide by and conform to, and cause others to abide by and conform to, all laws and governmental and airport orders, rules and regulations, including any future amendments thereto, controlling or in any manner affecting operation, use or occupancy of said Property or use of airport premises by said Property.

(d) Lessee accepts the Property in its present condition, and during the term of this lease and until return and delivery of the Property Lessor the Lessee shall maintain it in its present condition, reasonable wear and tear occurring despite standards of good maintenance of Property excepted, and shall repair at his own expense any damages to said Property caused by

operation or use by lessee or by others during the term of this lease and until delivery of the Property to Lessor.

(e) Lessee shall have the right to incur any mechanic's or other lien in connection with the repair, maintenance or storage of said Property, and Lessee agrees that neither he nor others will attempt to convey or mortgage or create any lien of any kind or character against the same or do anything or take action that might mature into such a lien.

(f) Lessee shall be responsible and liable to Lessor for, and indemnify Lessor against, any and all damage to the Property, which occurs in any manner from any cause or causes during the term of this lease or until return and delivery of the Property to Lessor. Lessee shall be responsible and liable for, indemnify Lessor against, hold Lessor free and harmless from any claim or claims of any kind whatsoever for or from, and promptly pay any judgment for, any and all liability for personal injuries, death or property damages, or any of them, which arise or in any manner are occasioned by the acts or negligence of Lessee or others in the custody, operation or use of, or with respect to, said Property, during the term of this lease or until return and delivery of the Property to Lessor.

(g) Lessee will keep insured from and including this day until return and delivery of the Property to Lessor, in such company or companies as Lessor shall approve, according to applicable standard forms of policy, and for the benefit of Lessor, (1) against loss or damage from any cause or causes to the Property for the full value thereof in the amount of two hundred and fifty thousand dollars, and (2) against liability for personal injuries, death, or property damages, or any of them, arising or in any manner occasioned by the acts or negligence of Lessee or others in the custody, operation or use of, or with respect to said Property, in the amount of one million dollars relative to personal injuries and/or death and one million dollars relative to property damages.

(h) Lessee shall return and deliver, at the expiration of the term herein granted, the whole of said Property to the Lessor in as good condition as the same is, reasonable wear and tear excepted.

(i) It is mutually agreed that in case Lessee shall violate any of the aforesaid covenants, terms and conditions Lessor may at his option without notice terminate this lease and take possession of said Property wherever found. WITNESSES

LESSOR

Bruce R. Faulstich

6/22/2010

LESSEE

Tom C. Fudell

6/22/2010

2011

Pre-Open 2010

Profit and Loss

	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr
Income	0	5000	\$10,000	\$15,000	\$20,000	\$25,000	\$30,000	\$35,000	\$40,000	\$50,000
Expenses										
Employee Payroll	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166	\$ 24,166
Cost of Goods Sold	\$ 5,000	\$ 2,500	\$ 2,500	\$ 3,000	\$ 4,000	\$ 5,000	\$ 6,000	\$ 7,000	\$ 8,000	\$ 10,000
Advertising and Marketing	\$ 1,000	\$ 1,500	\$ 2,000	\$ 1,500	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Bank Service Charges	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25
Charitable donations	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Entertainment - non food	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 100	\$ 100	\$ 100	\$ 100
Government fees - DDHS Application	\$ 15,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Graphic Design	\$ 1,000	\$ 1,000	\$ 500	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100
Insurance	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125	\$ 2,125
Interest - Loan	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Janitorial	\$ 200	\$ 200	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100
Lab fees	\$ -	\$ -	\$ -	\$ 63	\$ 84	\$ 105	\$ 126	\$ 147	\$ 168	\$ 210
Legal Fees	\$ 2,500	\$ 2,000	\$ 1,500	\$ 1,000	\$ 750	\$ 500	\$ 400	\$ 480	\$ 548	\$ 685
Lobbying & Gov Relations	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100
Meals and Entertainment	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 290	\$ 200	\$ 200	\$ 200	\$ 200
Miscellaneous	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100
Office Supplies	\$ 500	\$ 200	\$ 100	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25
Patient Services	\$ 100	\$ 50	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25
Postage and Delivery	\$ 100	\$ 100	\$ 100	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50
Printing and Reproduction	\$ -	\$ -	\$ -	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50
Professional Fees	\$ 500	\$ 500	\$ 500	\$ 100	\$ 100	\$ 100	\$ 200	\$ 200	\$ 200	\$ 200
Research & Education	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,600	\$ 1,700	\$ 1,800	\$ 1,900	\$ 2,000	\$ 2,100	\$ 2,200
Rent	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833	\$ 4,833
Employee Benefits	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000
Employee Housing Allowance	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Employee Living Allowance	\$ 1,000	\$ 500	\$ 200	\$ 75	\$ 100	\$ 125	\$ 75	\$ 75	\$ 75	\$ 75
Supplies	\$ 250	\$ 300	\$ 100	\$ 100	\$ 100	\$ 100	\$ 150	\$ 150	\$ 150	\$ 150
Ulc. & Regis. + other state & local	\$ 500	\$ 200	\$ 100	\$ 180	\$ 240	\$ 300	\$ 360	\$ 420	\$ 480	\$ 600
Telephone Expenses	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200
Travel & Delivery	\$ 2,500	\$ 500	\$ 500	\$ 75	\$ 125	\$ 125	\$ 150	\$ 175	\$ 200	\$ 250
IT and Software	\$ 300	\$ 100	\$ 50	\$ 50	\$ 80	\$ 100	\$ 120	\$ 140	\$ 160	\$ 200
Utilities	\$ -	\$ 1,500	\$ 1,000	\$ 500	\$ 500	\$ 500	\$ 400	\$ 400	\$ 400	\$ 300
Website	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 242	\$ 242	\$ 242	\$ 242
HR Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Equipment										
Dispensary	\$ 10,000	\$ 5,000	\$ 3,000	\$ 2,000	\$ 500	\$ 250	\$ 200	\$ 200	\$ 200	\$ 200
CEO Office	\$ 1,000	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Patient Services Director Office	\$ 1,000	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Dispensary Manager Office	\$ 2,000	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Security Office	\$ 1,000	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Orientation Room	\$ 1,500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Patient Check in	\$ 1,000	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500
Staff Break Room	\$ 1,000	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200
Conference Room	\$ 1,000	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200
Locker Room	\$ 1,500	\$ 300	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200
Storage	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500
Processing Room	\$ 7,500	\$ 5,000	\$ 3,000	\$ 500	\$ 400	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300
Cultivation Room 1 - Moms	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500
Cultivation Room 2 - Veggie Tales	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000	\$ 3,000
Cultivation Room 3 - Flowering Room	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000
Curing Room, Storage, Vault	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500
Facilities										
Outside Building	\$ 3,000	\$ 2,500	\$ 2,000	\$ 500	\$ 500	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250
Parking, Lighting, Security	\$ 2,500	\$ 1,500	\$ 1,000	\$ 100	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25
Restroom	\$ 2,000	\$ 500	\$ 200	\$ 100	\$ 45,278	\$ 45,769	\$ 47,447	\$ 48,652	\$ 49,947	\$ 52,336
Total Expense	\$ 116,149	\$ 72,899	\$ 59,524	\$ 47,342	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Plus: other income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net Profit	\$ (116,149)	\$ (67,899)	\$ (49,524)	\$ (32,342)	\$ (25,278)	\$ (20,769)	\$ (17,447)	\$ (13,652)	\$ (9,947)	\$ (2,336)
Net profit / Sales	#DIV/0!	-1358%	-495%	-216%	-126%	-83%	-58%	-39%	-25%	-5%

Profit and Loss	May		June		July		Aug		Sept		Oct		Nov		Dec		2011 Total		2012 Total		
		\$60,000	\$70,000	\$80,000	\$90,000	\$100,000	\$110,000	\$120,000	\$130,000	\$140,000	\$150,000	\$160,000	\$170,000	\$180,000	\$190,000	\$200,000	\$210,000	\$220,000	\$2,003,536	\$2,003,536	
Income																					
Expenses																					
Employee Payroll	\$ 24,166	\$ 24,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	\$ 39,166	
Cost of Goods Sold	\$ 12,000	\$ 14,000	\$ 16,000	\$ 18,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	\$ 20,000	
Advertising and Marketing	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	
Bank Service Charges	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	
Charitable donations	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	
Entertainment - non food	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	
Government fees - DDHS Application	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	
Graphic Design	\$ 2,125	\$ 2,125	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	\$ 2,360	
Insurance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Interest - Loan	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Janitorial	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	
Lab fees	\$ 252	\$ 294	\$ 336	\$ 378	\$ 420	\$ 462	\$ 504	\$ 546	\$ 588	\$ 630	\$ 672	\$ 714	\$ 756	\$ 798	\$ 840	\$ 882	\$ 924	\$ 966	\$ 1,008	\$ 1,050	
Legal Fees	\$ 822	\$ 959	\$ 1,096	\$ 1,233	\$ 1,370	\$ 1,507	\$ 1,644	\$ 1,781	\$ 1,918	\$ 2,055	\$ 2,192	\$ 2,329	\$ 2,466	\$ 2,603	\$ 2,740	\$ 2,877	\$ 3,014	\$ 3,151	\$ 3,288	\$ 3,425	
Lobbying & Gov Relations	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	
Meals and Entertainment	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	
Miscellaneous	\$ 102	\$ 119	\$ 136	\$ 153	\$ 170	\$ 187	\$ 204	\$ 221	\$ 238	\$ 255	\$ 272	\$ 289	\$ 306	\$ 323	\$ 340	\$ 357	\$ 374	\$ 391	\$ 408	\$ 425	
Office Supplies	\$ 30	\$ 35	\$ 40	\$ 45	\$ 50	\$ 55	\$ 60	\$ 65	\$ 70	\$ 75	\$ 80	\$ 85	\$ 90	\$ 95	\$ 100	\$ 105	\$ 110	\$ 115	\$ 120	\$ 125	
Patient Services	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	
Postage and Delivery	\$ 30	\$ 35	\$ 40	\$ 45	\$ 50	\$ 55	\$ 60	\$ 65	\$ 70	\$ 75	\$ 80	\$ 85	\$ 90	\$ 95	\$ 100	\$ 105	\$ 110	\$ 115	\$ 120	\$ 125	
Printing and Reproduction	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	\$ 50	
Professional Fees	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	
Research & Education	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	
Rent	\$ 2,300	\$ 2,400	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	\$ 2,500	
Employee Benefits	\$ 4,833	\$ 4,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	\$ 7,833	
Employee Housing Allowance	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	\$ 1,000	
Employee Living Allowance	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	
Supplies	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	\$ 75	
Lic. & Regis. + other state & local	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	\$ 150	
Telephone Expenses	\$ 720	\$ 840	\$ 960	\$ 1,080	\$ 1,200	\$ 1,320	\$ 1,440	\$ 1,560	\$ 1,680	\$ 1,800	\$ 1,920	\$ 2,040	\$ 2,160	\$ 2,280	\$ 2,400	\$ 2,520	\$ 2,640	\$ 2,760	\$ 2,880	\$ 3,000	
Travel & Delivery	\$ 300	\$ 350	\$ 400	\$ 450	\$ 500	\$ 550	\$ 600	\$ 650	\$ 700	\$ 750	\$ 800	\$ 850	\$ 900	\$ 950	\$ 1,000	\$ 1,050	\$ 1,100	\$ 1,150	\$ 1,200	\$ 1,250	
IT and Software	\$ 240	\$ 280	\$ 320	\$ 360	\$ 400	\$ 440	\$ 480	\$ 520	\$ 560	\$ 600	\$ 640	\$ 680	\$ 720	\$ 760	\$ 800	\$ 840	\$ 880	\$ 920	\$ 960	\$ 1,000	
Utilities	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	
Website	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	
HR Fees	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	\$ 242	
Equipment																					
Dispensary	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	
CEO Office																					
Patient Services Director Office																					
Dispensary Manager Office																					
Security Office																					
Orientation Room																					
Patient Check In																					
Staff Break Room																					
Conference Room																					
Locker Room																					
Storage	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	\$ 200	
Processing Room																					
Cultivation Room 1 - Moms	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	
Cultivation Room 2 - Veggie Tales	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	
Cultivation Room 3 - Flowering Room	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	
Curing Room, Storage, Vault	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	\$ 100	
Facilities																					
Outside Building	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	
Parking, Lighting, Security	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	\$ 25	
Restroom	\$ 54,937	\$ 57,453	\$ 78,379	\$ 80,795	\$ 83,211	\$ 85,732	\$ 88,153	\$ 90,574	\$ 92,995	\$ 95,416	\$ 97,837	\$ 100,258	\$ 102,679	\$ 105,100	\$ 107,521	\$ 110,000	\$ 112,479	\$ 114,958	\$ 117,437	\$ 120,000	\$ 122,579
Total Expense	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Plus: other income	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Net Profit	\$ 5,063	\$ 12,547	\$ 16,621	\$ 21,543	\$ 26,465	\$ 31,387	\$ 36,309	\$ 41,231	\$ 46,153	\$ 51,075	\$ 55,997	\$ 60,919	\$ 65,841	\$ 70,763	\$ 75,685	\$ 80,607	\$ 85,529	\$ 90,451	\$ 95,373	\$ 100,295	
Net profit / Sales	8%	18%	2%	10%	17%	22%	27%	30%	33%	36%	39%	42%	45%	48%	51%	54%					

Profit and Loss	2013 Total		2014 Total	
		\$2,487,043		\$3,315,948
Income				
Expenses				
Employee Payroll	\$ 655,486	\$ 753,809		
Cost of Goods Sold	\$ 497,409	\$ 663,190		
Advertising and Marketing	\$ 14,520	\$ 15,972		
Bank Service Charges	\$ 318	\$ 328		
Charitable donations	\$ 24,000	\$ 48,000		
Entertainment - non food	\$ 1,273	\$ 1,311		
Government Fees - DDHS Application	\$ 15,000	\$ 15,000		
Graphic Design	\$ 1,273	\$ 1,311		
Insurance	\$ 32,561	\$ 35,817		
Interest - Loan	\$ 0	\$ 0		
Janitorial	\$ 1,273	\$ 1,311		
Lab fees	\$ 4,077	\$ 4,199		
Legal Fees	\$ 13,808	\$ 14,499		
Lobbying & Gov Relations	\$ 1,273	\$ 1,311		
Meals and Entertainment	\$ 3,174	\$ 3,650		
Miscellaneous	\$ 1,795	\$ 1,849		
Office Supplies	\$ 509	\$ 525		
Patient Services	\$ 3,183	\$ 3,278		
Postage and Delivery	\$ 509	\$ 525		
Printing and Reproduction	\$ 668	\$ 688		
Professional Fees	\$ 3,183	\$ 3,278		
Research & Education	\$ 2,546	\$ 2,623		
Rent	\$ 33,759	\$ 37,135		
Employee Benefits	\$ 131,097	\$ 150,762		
Employee Housing Allowance	\$ 12,731	\$ 13,113		
Employee Living Allowance	\$ 6,365	\$ 6,556		
Supplies	\$ 1,114	\$ 1,147		
Lic. & Regis. + other state & local	\$ 600	\$ 700		
Telephone Expenses	\$ 1,910	\$ 1,967		
Travel & Delivery	\$ 14,521	\$ 16,699		
IT and Software	\$ 5,536	\$ 6,089		
Utilities	\$ 3,883	\$ 3,999		
Website	\$ 4,138	\$ 4,262		
HR Fees	\$ 4,031	\$ 4,152		
Equipment				
Dispensary	\$ 2,904	\$ 3,194		
CEO Office	\$ 500	\$ 500		
Patient Services Director Office	\$ 200	\$ 200		
Dispensary Manager Office	\$ 200	\$ 200		
Security Office	\$ 200	\$ 200		
Orientation Room	\$ 200	\$ 200		
Patient Check In	\$ 200	\$ 200		
Staff Break Room	\$ 200	\$ 200		
Conference Room	\$ 200	\$ 200		
Locker Room	\$ 200	\$ 200		
Storage	\$ 200	\$ 200		
Processing Room	\$ 200	\$ 200		
Cultivation Room 1 - Moms	\$ 3,925	\$ 4,043		
Cultivation Room 2 - Veggie Tales	\$ 300	\$ 300		
Cultivation Room 3 - Flowering Room	\$ 500	\$ 500		
Curing Room, Storage, Vault	\$ 100	\$ 100		
Facilities				
Outside Building	\$ 3,000	\$ 3,500		
Parking, Lighting, Security	\$ 2,000	\$ 2,000		
Restroom	\$ 200	\$ 200		
Total Expense	\$ 1,512,953	\$ 1,835,394		
Plus: other income	\$ -	\$ -		
Net Profit	\$ 322,724	\$ 666,217		
Net profit / Sales	13%	20%		

Leo L. Trudel ABD
P.O. Box 267
Fort Kent Mills, Maine 04744

Objective

To continue educating, learning and promoting business/economic development through the efficient utilization of financial, management and marketing tools.

Education

University Studies:

2009 – Present North Central University, Prescott, AZ, PhD. Studies in Finance
North Central University, Prescott, AZ, Master in Finance
Plymouth State University, Plymouth, NH, MBA Management/Marketing
Franklin Pierce College, Rindge, NH, BA Psychology & Education

Licenses:

NASD Series 55	Limited Representative, Equity Trader
NASD Series 66	Registered Investment Advisor / Combined Uniformed State Law
NASD Series 7	General Securities Registered Representative
State of Maine	Life & Health Insurance Licensed

Employment

Assistant Business Professor, University of Maine, Fort Kent, Maine
Adjunct Professor, Husson University, Bangor, Maine
Registered Trader, Accent Trading, Boston, MA
Registered Investment Advisor, Sunset Financial, Kansas City, MO
Director, Fort Kent Office of Planning & Economic Development
Business Consultant, Trudel Consulting, Fort Kent, Maine
Director, St. Francis Development Corp., St. Francis, Maine
Educator, Fort Kent Continuing Education, Fort Kent, Maine
Asst. Professor of Business, VT Tech. College, Randolph, VT (Adjunct)
Director of Business Development, State of Vermont, Montpelier, VT
Assistant Professor of Business, Johnson State College, Johnson, VT
Small Business Development Program Manager, VAOT, Montpelier, VT
Developer, Sugar Forest Farms, Cabot, VT
Cost/Mgt. Accountant, Robert E. Derecktor Shipyard, Inc., Newport, RI

Summary of Qualifications

Assistant Professor

Responsible for teaching a variety of courses related to a business management degree program. The following courses have been taught to date: Strategic Management, Investment Management, Technical Analysis, Financial Management, Principles of Marketing, Marketing Research, Salesmanship, Consumer Behavior, Accounting I & II, Small Business Management, Managerial Accounting, Micro-Economics, Macro-Economics, Operations Management, and Investment Licensing. Other responsibilities include developing internships for senior business majors, developing courses and curriculum, advising students, participating in division affairs, and engaging in university service and scholarship.

Marketing Management

Responsible for: projected sales based upon historical and market data research, increase efficiency of sales force via development of a new training program; identify areas of customer satisfaction and motivation for repeat business, and successfully initiate changes to improve marketing program accordingly; establish and maintain a cooperative working relationship with radio and print media; deliver numerous presentations and workshops for various products and services; develop and present at various marketing trade shows; design print media, brochures, announcements and promotional proposals for various activities; responsible for increase in revenues over a three year period of \$10M dollars through various marketing initiatives; aided in coordinating and implementing a tag-line marketing campaign; made cold calls and maintained customer relationships by identifying technical and administrative problems, analyzing needs and developing solutions.

Proprietary Trader

I traded equities, FOREX, and options for seven years while teaching and obtaining a PhD at the university. This trader possesses a strong knowledge of agricultural commodities, technical analysis, and statistical modeling. The frequency of trading ranged from low to high with a max of over 1M shares per day. Techniques most used are statistical variance testing, relative strength indexing, tape reading, and other technical indicators. Methods used for trading include both black box and discretionary. One specific model which was designed, tested and implemented has averaged 38% for the past ten years. Last year (2009) this model exceeded 93%.

Software Development

Former member of the National Association of State Highway & Transportation Officials Sub-Committee assigned to design, develop, and implement a \$22M software component for The Federal Highway Administration computerized Construction Management System. Developed and designed several database processing and tracking systems, including a spreadsheet and control management system to monitor and analyze operations while maintaining fiscal responsibility.

Financial and Business Management

Responsible: for all management decisions, from planning through day-to-day operations. Included: financial analysis, contract negotiations, costing, pricing, sales, market planning & development, employee payrolls, staffing, scheduling, budgeting, workmen compensation, budget analysis, insurance, bonding, purchasing, and land use and facilities management.

Cost/Management Accountant

Responsible for all independent job-shops which directly related to a \$350M U.S. Coast Guard contract. This included working directly with supervisors from the following divisions: inside machinists, outside machinists, electricians, sheet-metal workers and carpenters. Managed cost for over 120 employees within these divisions in a 1200 person shipyard. This included: payrolls, supervision, ROI analysis, operations analysis, forecasting, implementing EEO requirements, assisting in conflict resolution, systems planning, quality control, OSHA regulatory compliance, and budgeting.

Program Management

Maintain several Federal regulatory programs with receipts exceeding \$20M. Develop and maintain a small business development program. Responsibilities included: budgeting, grant writing and administration, market research, marketing the State of Vermont, business education and training, public relations, community planning, conducting performance and financial audits, feasibility studies, policy and budget analysis, forecasting, targeting contract opportunities, acquiring bonding and insurance, marketing development, developing financial strategies, implementing fiscal management controls, designing cost analysis, and aid in developing strategic management plans. Act as a direct liaison with federal, state, local, and private agencies to implement various programs for public and private concerns.

Outside Activities

- Humanitarian Aid Advisor to various entities in the country of Jamaica
- Marketing Committee for the State of Maine Department of Tourism
- Advisor to University of Maine at Fort Kent, Marketing Committee
- Advisor to University of Maine Student Investment Club
- UMFK Club Hockey Coach

Jean English Ph.D.



Education

1973 B.A., Psychology, Univ. of Mass., Boston
1979 M.S., Plant and Soil Sciences, Univ. of Mass., Amherst
1982 Ph.D., Plant and Soil Sciences, Univ. of Mass., Amherst

Experience

Spring 2007 to present Adjunct Instructor, Horticulture, Unity College, Unity, Maine

1988-present Editor, *The Maine Organic Farmer & Gardener*, Maine Organic Farmers and Gardeners Association (MOFGA)

1985-present Garden columnist, originally for *The Republican Journal*, then *Bar Harbor Times*, *Kennebec Journal*, *Waterville Sentinel*; now for *Village Soup*, *The Citizen*, *The Republican Journal*

Small farmer, raising nursery stock and organic Christmas trees

1983-1984 Lecturer in Horticulture, Smith College

1982-1983 Extension Specialist in Horticulture, Univ. of Kentucky

1979-1980 Instructor, Organic Gardening and Farming, School of Continuing Education, Univ. of Mass., Amherst

1978-1979 Director, Undergraduate Affairs, Dept. of Plant and Soil Sciences, Univ. of Mass., Amherst

1977-1978 Teaching Assistant, Univ. of Mass., Amherst—Plant Propagation, Plant Nutrition, Principles of Vegetable Crops Production, Greenhouse Vegetable Crops Production, Organic Farming and Gardening

1976 Caretaker, botany greenhouses, Univ. of Akron, Ohio

1973-1975 Research Associate, Portage Family Counseling and Mental Health Center, Ravenna, Ohio

Other

- Served on many committees at universities, in communities and for MOFGA
- Received Maine Media Women's President's Award; Maine Press Association Young Writer of the Year Award, Lotta Crabtree Fellowship, Mass. Federation of Garden Clubs Scholarship
- Published in professional journals and in popular media (*Horticulture Magazine*, *Organic Gardening*, *The Christian Science Monitor*, *Mother Earth News* and others)
- Mother of two grown children

Jared Daniel Cyr

Address.....

[REDACTED]

[REDACTED]

Maine

Phone.....

[REDACTED]

Email.....

[REDACTED]

*Profile

I am a well balanced, clearly dedicated individual who has the ability to excel in any given environment. I am always willing to learn new trades, and add to my ever growing knowledge. From past work experiences, I have eagerly learned to work in a team atmosphere, but also efficiently on my own. I am seeking a position where I can develop and learn new things, while striving to give my best at all times.

*Education

1999 - 2003 High School Diploma
Madawaska High School , Madawaska,
Maine
GPA: 3.55 National Honor Society 2001-2003

*Work Experience

May, 2008 - June 2009 ● Chef/Caterer for Coastal Critters Clambakes (Northport, Maine)

scenes on o Cooked and prepared food both live and behind the
prep days. o Experience with grill and open flame cooking. o
Exceptional knife skills.

May, 2007 - May, 2008 ● Sous Chef for Atlantica Sea food Restaurant (Camden, Maine)

o Worked and trained directly under the executive head chef.

o Experience with oil and butter infusions. o Dessert and pastry and baking experience. o Overall kitchen maintenance and cleanliness skills.

Jun, 2004 - Sept, 2006 ● Certified Nurses Aide for High View Manor (Madawaska, Maine)

o Bathed, Fed, and assisted elderly patients throughout the course of the day. o Experience with charting, or ADL's. o 6 Hours of extra Dementia training. o Familiar with medical dialect, hoists, and other medical machinery.

Nov, 2003 - Feb, 2005 ● Delivery for Jeff's Pizza (Madawaska, Main Street)

o Delivered Pizza o Handled big amounts of money. o Kitchen Experience including pizza making, subs and other hot items.

Jun, 2000 - Aug, 2003 ● Gas Attendant for Dead River Company (Madawaska, Maine)

o Pumped Gas o Ran the station alone, Handled big amounts of money throughout the day o Paperwork

*Additional Skills

I am a striving young artist, who recently attended the University of Maine at Orono for a Studio Art degree. I enjoy keeping myself healthy, going to the gym and eating right. I'm a quick learner in any new environment, always fast and efficient. My fascination with plants and alternative medicine is sometimes a bit overwhelming. Working in a nursing home has brought me a lot of experience in the medical field, and the ability to truly understand compassionate care. I feel I am comfortable with most simple medical terminology or abbreviations, and can understand the needs of patients. In the last four years I have greatly increased my skills in carpentry, electrical work, as well as plumbing. If there is a job that needs to be done, I can do it.

*Achievements

I am excellent with computers, and can type up to 70 words per minute.

Curriculum Vitae
Diana L. White, R.N., M.S.



Employment

Assistant Professor, Division of Nursing, University of Maine at Fort Kent, Fort Kent, Maine, USA. August 2006 to present. See Course Listing for courses, curriculum work, and service. Named Outstanding Faculty Member for 2007-2008 by Student Senate.

Registration: Maine Nursing License Number R17948.

Education

Doctoral Student, Ph.D. in Education program, Walden University, Minneapolis, Minnesota, USA. Areas of interest: student retention and success, curriculum development, application of family systems theory to management and academic settings, use of theory in classroom teaching. Expected graduation December, 2010.

Western Maine Pastoral Counseling Service, Farmington, Maine, USA, courses in family systems theory and leadership, 1998 to 2000.

Harvard University School of Public Health, Boston, Massachusetts, USA, Visiting Scientist in Occupational Health and Safety, 1989 to 1992, supported by NIOSH grant to HSPH.

University of Lowell, College of Engineering, Lowell, Massachusetts, USA, Course in Work Environment Policy, 1990.

University of Southern Maine, Portland, Maine, USA. Degree: M.S. in Nursing Administration, 1987. Final Project was application for funding to train workers in the hazardous materials industry, submitted to the National Institute for Environmental Health Sciences.

Bowling Green State University, Bowling Green, Ohio, USA. Degree: B.S. in psychology, cum laude, 1974. Independent research in psychophysiology and brain damage in infants.

Owens Technical College, Perrysburg, Ohio, USA. Degree: A.D. in nursing, with honors, 1973.

University of Bristol, Bristol, UK. Attended 1970.

New York University, New York City, USA. Attended 1969-1970.

Publications and Reviews

White, D., text book reviewer for Adams (2009), *Pharmacology for Nursing: Connections to Nursing Practice*, Pearson Education.

White, D. (2008). *Curriculum Innovation at the University of University of Maine at Fort Kent*, submitted to the National League for Nursing Innovation project, 2008.

White, D. (2000). Controlling Future Decisions through Dedicated Gifts, Report of the Treasurer to the Annual Sessions of the New England Yearly Meeting of the Religious Society of Friends. New England Yearly Meeting: Worcester, MA.

White, D. (1999). Speaking Truth to the Power of Money, Report of the Treasurer to the Annual Sessions of the New England Yearly Meeting of the Religious Society of Friends. New England Yearly Meeting: Worcester, MA.

White, D. L., & Hamel, P. K. (1986). National Center for Nursing Research: How It Came To Be. *Nursing Economics*, 4(1), 19-22.

Funded Research

Factors Influencing Completion of Advance Directives Documents, 2004, under the auspices of the Western Maine Palliative Care and Hospice Coalition. Funded by the Maine Community Foundation.

Prevalence of Chlamydia and Gonorrhea in a College Population, 2003, with Ellen Grunblatt, M.D., Director of Student Health Services, University of Maine at Farmington. Funded by the State of Maine HIV Program.

Clinical Experience Survey, utilizing the Missoula Demonstration Project's Family After Death Interview Tool, 2001-2003, with Douglas Dunlap, Ed.D. and Cam Bopp, M.D., under the auspices of the Western Maine Palliative Care and Hospice Coalition. Funded by the Maine Health Research Institute.

Journey of Hope: Living with Dying Community Survey, utilizing the Missoula Demonstration Project's survey instrument, 2000-2001, with Douglas Dunlap, Ed.D. and Cam Bopp, M.D., under the auspices of the Western Maine Palliative Care and Hospice Coalition. Funded by the Maine Health Research Institute.

Invited and Peer Reviewed Presentations

The Revivification of Quaker Truth in and for a Postmodern Age, Collaboration with Helene Pollock of Haverford College, and Jeffrey Dudiak of The King's University College, Edmonton, Alberta presented at Woodbrooke, Birmingham, England, on June 20, 2008.

Supporting the Vision of Social Justice in Maine. Presentation at Friends Association for Higher Education conference, Earlham College, June 14-17, 2007.

Living with Prophecy. Presentation at the Friends Association for Higher Education conference, George School, June 22-25, 2006.

A Discourse Analysis of One Community's Efforts to Improve End of Life Care. Presentation at the conference The Social Context of Death, Dying, and Disposal, Bath, England, September 15-18, 2005.

Paired Photographs from the Levant: Image from Israel and Palestine, by Skip Schiel. Remarks at the opening of the exhibit at the UMF Art Gallery, September 16, 2004.

Organizing in a Community: Claiming Power over the End of Life Experience. Presentation at the conference In Sickness and in Health: Ethics, Power and Practice, Reykjavik, Iceland, June 23-25, 2004.

Changes in the Public Health Infrastructure as a Result of the 2001 Terrorist Attacks. University of Maine at Farmington Symposium, April 14, 2004. Presented with UMF student Michael Ward.

Teaching Social Marketing Skills to Teenagers from Northern New England and South Africa. Poster Presentation at the Annual Meeting of the Maine Public Health Association, Augusta, Maine, October 31, 2003. Presented with UMF student Alison Duncan.

Teaching Social Marketing Skills to Community Health Students, Using the Campus as a Classroom. Presentation at the New York/New England College Health Association, Burlington, Vermont, November 2, 2001. Presented with UMF students Claire Turlo and Tony Ward.

Teaching Experience

Lecturer, University of Southern Maine College of Nursing and Health Professions, September, 2004 to December, 2005.

Tenure track instructor, University of Maine at Farmington, College of Education, Health and Rehabilitation, January 2000 to August 2004.

Adjunct Faculty Member, Kennebec Valley Technical College, Fairfield, Maine; clinical instructor in gerontological nursing, maternal-child health nursing, and psychiatric-mental health nursing. January 1994 to May 1997; also, psychiatric and medical-surgical nursing, July to December 1985 and August 1986 to June 1987.

Nursing Work Experience

Clinical Liaison, North Country Associates, Lewiston, Maine, March, 2005 to August, 2006.

Charge Nurse, Sandy River Health and Rehabilitation Center, Farmington, Maine, July 1993 to April 1998.

Augusta Mental Health Institute, Augusta, Maine, worked as day/evening supervisor for five years. Also worked as charge nurse in admissions and rehabilitation units, provided support to forensic unit. Worked on quality assurance, developed privileging system, and provided staff education. February 1977 to August 1985, May 1986 to January 1988, and November 1990 to November 1991.

Management and Consulting Work Experience

Consultant to non-profit organizations, schools, and churches on administration, health policy, community organizing. Skills include grant writing, non-profit management, program development, budgeting, facilitation, and evaluation, September 1993 to September 2000.

Consultant to organizations and residential care facilities serving frail and demented elderly, and people with developmental disabilities, 1996 to 2000.

Consultant, UPIU Local 900, Rumford, Maine, on air quality and health issues in the Northern Oxford County area. Member, Northern Oxford County Coalition, 1994 to 1997.

Executive Director, Maine Labor Group on Health, Inc., Augusta, Maine, September 1985 to September 1992. Position required management of state and federal grant funds, provision of education and training programs, resource development, coordination with agencies and businesses providing services to workers, and worker advocacy.

Principal Investigator in Maine on NIEHS grant for hazardous waste worker training, 1987 to 1992. Principal Investigator in Maine on NIOSH and CDC funded study of ergonomic injuries in wood products workers, 1989 to 1992.

Community Activities

Co-Clerk, Friends Committee on Maine Public Policy, statewide public policy arm of the Religious Society of Friends (Quakers), focusing on criminal justice issues, Maine Indian affairs, and environmental issues, 2009 to present.

Member, Maine Pollution Prevention Advisory Committee, 2004 to present, appointed by Speaker of the House Patrick Colwell.

Volunteer, Seniors Plus, Wilton, Maine, assisting seniors with completion of advance directives documents, 2004 to 2006.

Member, Advisory Committee, and governance consultant, Environmental Health Strategy Center, Bangor, Maine, 2003 to 2009.

President, Board of Trustees, Maine Initiatives, Augusta, Maine, a foundation supporting progressive causes, 2006 to 2008. Trustee, 2001 to present. Formerly Treasurer and Secretary.

Volunteer, Mission at the Eastward, Farmington, Maine, working with MATE Youth Group and other efforts, 1998 to 2006. Camp Nurse, Camp at the Eastward, Starks, Maine, 2000 to 2002. Assisted staff with Ubunye project, a cross-cultural exchange of South African and Maine teens, 2003.

Treasurer and member, Steering Committee, Western Maine Palliative Care and Hospice Coalition, Farmington, Maine, grassroots coalition interested in issues for individuals and families at the end of life, 1999 to present.

President, Parish Nurse Council of Western Maine, representing Farmington Monthly Meeting of the Religious Society of Friends, 2000 to present. Incorporator, 1996.

Member, Religious Society of Friends (Quakers). New England Yearly Meeting Sessions Recording Clerk, 2001 to 2004; Treasurer, 1996 to 2000.

Awards, Honors and Achievements

Recognized as an environmental health nursing leader by the international Luminary Project, a project of Health Care Without Harm, which honors nurses who are active in improving human health by improving the health of the environment, 2009.

Rank of *Shodan*, 1st degree Black Belt in Kung-Fu and Kempo Karate, and Jujitsu, 2002.

Charter member of the Walden University Cyberspace Chapter of *Phi Delta Kappa*, International Education Fraternity, 2000.

Certified as a Clinical Specialist in Gerontological Nursing, ANA, 1995 to 2000.

Sigma Theta Tau, National Nursing Honor Society, 1985.

Certified as a Psychiatric-Mental Health Nurse by the American Nurses Association (ANA), 1984 to 1989.

Distinguished Service Award, Maine State Nurses Association, for work on health care legislation, 1984.

Distinguished Service Award, State of Maine, from Governor Longley, for leading emergency mobilization during disaster at the Augusta Mental Health Institute, 1978.

National Merit Scholar, New York University, 1969.

National Science Foundation, Training Grant Recipient in advanced mathematics, Rutgers University, 1968.

Last revision 1.20.10

Julie-Ann Trudel



Education:

- 2006 - 2010 University of Maine at Fort Kent (UMFK), Fort Kent, Me.
B.S. Biology
Concentration/Specializations –
Bio-medical
Botany
Environmental Toxicology
Minor in Environmental Studies
- 10/2009 MDI Biological Lab, Salisbury Cove,
Maine Molecular Biology Techniques Short Course
- 4/2009 Wilderness Medical Associates, Scarborough,
Maine Wilderness First Aid Certification
- 1998 Homeopathy Short Course - Dr. Horace Reider, M.D.
- 1980 – present Herbalism, Plant Preparations, Tinctures, Growing and
Harvesting – Home Study
- 1979 -1982, 1986 Franklin Pierce College, Rindge, N.H.
B.A. Performing Arts, Music

Work Experience:

- 6/2010- present Lead Botanist and Crew Supervisor,
U.S. Fish and Wildlife Service and Habitat Planning,
Furbish Lousewort Endangered Species Conservation
Project
- 1/2010- present Research assistant to Dr. Kim Borges, Univ. of Maine Fort Kent
Identifying Human Polyomavirus using Real-Time PCR
- 3/08 – 5/10 UMFK tutor (Human Biology, Microbiology, Biochemistry)
- 3/08 – 6/10 Swamp Buck Restaurant, Fort Kent, Me.
- 8/08 Demonstrator/Speaker at Bangor Folk Festival
- 2006 – present Part-time instructor for Fort Kent Community Adult Education

5/06 – 12/07	Teaching and Research Assistant to Dr. Stephen Hansen, UMFK
2001 – 2004	Provider for Senior Farm Share Program, USDA
04/03- 11/2003	Project coordinator and educator for Traditional Rug Braiding Education through a grant by Maine Art Commission
10/99 – 12/99	Wreath-maker – Kelco Tree Farm, St. Francis, Me.
1983 - present	Mother – raised and home-schooled 4 children Farmer – partner on diversified, organic farm Music teacher – private piano, violin, and guitar lessons

Volunteer and Community Service Projects:

2010-	Board of Directors Member of Upper St. John River Organization
2009 – 2010	Volunteer assistant to Brian Kermath, Director of the Center for Rural Sustainable Development, UMFK
2006 - 2010	Instructor of Grow Your Own Organic Garden Workshop for MOFGA, Maine Organic Farmers and Gardeners Assoc. and Fort Kent Community Adult Education
3/2004	IBU Biathlon World Cup event, volunteer
2000 – 2009	Can-Am Sled Dog Race – Dog handler and Security
2000 – 2008	Chewonki's Canoe Trip for Maine Girls, volunteer
1990 – 2009	Nighttime Safety Coordinator at Common Ground Country Fair, Unity, Maine

Research and University Related Projects; Awards

5/2010	Recipient of UMFK Mathematics Science Award
1/09- 12/09	Research on the prevalence of arsenic in drinking water in the Fort Kent, Maine area
5/09- 5/2010	Vice-president and treasurer, UMFK Ecology Committee
2009	Member of UMFK Climate Action Plan Committee

9/2008-5/2009	Treasurer of UMFK Ecology Committee
12/2008	Developed and implemented survey to assess current understanding among UMFK community of GMO's (Genetically Modified Foods) and their health effects
9/2008- 2009	Member of Campus Greening Sub-Committee
2007 - 2010	Recipient of Maine Policy Scholars Grant, from Maine Community Foundation Developed a Sustainable Food System proposal for UMFK
10/2007	UMFK student representative at the Campobello Sustainable Campus Conference, Campobello Island, N.B.
1/07 – 3/07	Recipient of John Sage Grant Water Analysis of Cross Lake
7/2006	Assisted UMFK student with study of Endangered Species, Furbish Lousewort
2006	Assisted UMFK student with study of Fish River Chain of Lakes

**Safe Alternatives
Employee Handbook**

WELCOME TO THE COMPANY

Safe Alternatives has prepared this handbook to provide you with an overview of the Company's policies, benefits, and rules. It is intended to familiarize you with important information about the company, as well as provide guidelines for your employment experience with us in an effort to foster a safe and healthy work environment. Please understand that this booklet only highlights company policies, practices, and benefits for your personal understanding and cannot, therefore, be construed as a legal document. It is intended to provide general information about the policies, benefits, and regulations governing the employees of the company, and is not intended to be an express or implied contract. The guidelines presented in this handbook are not intended to be a substitute for sound management, judgment, and discretion.

It is obviously not possible to anticipate every situation that may arise in the workplace or to provide information that answers every possible question. In addition, circumstances will undoubtedly require that policies, practices, and benefits described in this handbook change from time to time. Accordingly, the company reserves the right to modify, supplement, rescind, or revise any provision of this handbook from time to time as it deems necessary or appropriate in its sole discretion with or without notice to you.

No business is free from day-to-day problems, but we believe our personnel policies and practices will help resolve such problems. All of us must work together to make the company a viable, healthy, and profitable organization. This is the only way we can provide a satisfactory working environment that promotes genuine concern and respect for others including all employees and our customers. If any statements in this handbook are not clear to you, please contact the company president or his designated representative for clarification. This handbook supersedes any and all prior policies, procedures, and handbooks of the company.

COMPANY PHILOSOPHY

OPEN-DOOR POLICY

In keeping with the company's philosophy of open communication, all employees have the right and are encouraged to speak freely with management about their job-related concerns.

We urge you to go directly to your supervisor to discuss your job-related ideas, recommendations, concerns and other issues which are important to you. If, after talking with your supervisor, you feel the need for additional discussion, you are encouraged to speak with the company president.

The most important relationship you will develop at the Company will be between you and your supervisor. However, should you need support from someone other than your supervisor, the entire management team, including the company president is committed to resolving your individual concerns in a timely and appropriate manner.

EQUAL EMPLOYMENT OPPORTUNITY

It is the policy of the Company to provide equal employment opportunity to all employees and applicants for employment and not to discriminate on any basis prohibited by law, including race, color, sex, age, religion, national origin, disability, marital status or veteran status. It is our intent and desire that equal employment opportunities will be provided in employment, recruitment, selection, compensation, benefits, promotion, demotion, layoff, termination and all other terms and conditions of employment. The President of the Company and all managerial personnel are committed to this policy and its enforcement.

Employees are directed to bring any violation of this policy to the immediate attention of their supervisor or the company president. Any employee who violates this policy or knowingly retaliates against an employee reporting or complaining of a violation of this policy shall be subject to immediate disciplinary action, up to and including discharge. Complaints brought under this policy will be promptly investigated and handled with due regard for the privacy and respect of all involved.

HARASSMENT POLICY

The Company will not tolerate harassment or intimidation of our employees on any basis prohibited by law, including race, color, sex, age, religion, national origin, handicap, disability, marital status, or veteran status. Moreover, any suggestions made to any employee that sexual favors will affect any term or condition of employment with the Company will not be tolerated. It is the policy of the Company that any harassment, including acts creating a hostile work environment or any other discriminatory acts directed against our employees, will result in discipline, up to and including discharge. The Company also will not tolerate any such harassment of our employees by our clients or vendors.

For purposes of this policy, sexual harassment is defined as any type of sexually-oriented conduct, whether intentional or not, that is unwelcome and has the purpose or effect of creating a work environment that is hostile, offensive or coercive. The following are examples of conduct that, depending upon the circumstances, may constitute sexual harassment:

- Unwelcome sexual jokes, language, epithets, advances or propositions;
- Written or oral abuse of a sexual nature, sexually degrading or vulgar words to describe an individual;
- The display of sexually suggestive objects, pictures, posters or cartoons;
- Unwelcome comments about an individual's body;
- Asking questions about sexual conduct;
- Unwelcome touching, leering, whistling, brushing against the body, or suggestive, insulting or obscene comments or gestures;
- Demanding sexual favors in exchange for favorable reviews, assignments, promotions, or continued employment, or promises of the same.

Employees must bring any violation of this policy to the immediate attention of their supervisor or the company president. The Company will thoroughly investigate all such claims with due regard for the privacy of the individuals involved. Any employee who knowingly retaliates against an employee who has reported workplace harassment or discrimination shall be subject to immediate disciplinary action, up to and including discharge.

WORKING AND COMPENSATION

EMPLOYMENT ON AN AT-WILL BASIS

All employees of the company, regardless of their classification or position, are employed on an at-will basis. This means that each employee's employment is terminable at the will of the employee or the company at any time, with or without cause and with or without notice. No officer, agent, representative, or employee of the company has any authority to enter into any agreement with any employee or applicant for employment on other than on an at-will basis. Furthermore, nothing contained in the policies, procedures, handbooks, manuals, job descriptions, application for employment, or any other document of the company shall in any way create an express or implied contract of employment or an employment relationship on other than an at-will basis.

ATTENDANCE AND REPORTING TO WORK

Each employee is important to the overall success of our operation. When you are not here, someone else must do your job. Consequently, you are expected to report to work on time at the scheduled start of the workday. Reporting to work on time means that you are ready to start work, not just arriving at work, at your scheduled starting time.

The company depends on its employees to be at work at the times and locations scheduled. Excessive absenteeism and/or tardiness will lead to disciplinary action, up to and including termination. The determination of excessive absenteeism will be made at the discretion of the company. Absence from work for three consecutive days without properly notifying your supervisor will be considered a voluntary resignation. After two days' absence, you may be required to provide documentation from your physician to support an injury- or illness-related absence, and to ensure that you may safely return to work.

If you expect to be absent from the job for an approved reason (e.g., paid time off or a leave of absence), you should notify your supervisor of your upcoming absence as far in advance as possible. If you unexpectedly need to be absent from or late to work, you must notify your supervisor prior to the start of your scheduled workday that you will be late or absent and provide the reason for that absence or tardiness. If your supervisor is not available, you should contact the company's main office prior to the start of your scheduled workday. Leave your number so that your supervisor can return your call. Failure to properly contact us will result in an unexcused absence for disciplinary purposes. Your attendance record is a part of your overall performance rating. Your attendance may be included during your review and may be considered for other

disciplinary action up to and including termination.

Where possible, medical and dental appointments should be scheduled around your assigned work hours; otherwise, they may be considered absences without pay. If you are unable to schedule an appointment before or after your shift, you are required to talk to your supervisor to make special arrangements.

WORKDAY HOURS AND SCHEDULING

The regularly scheduled workday for our growing facility is: Monday through Thursday, 7:00 a.m. to 5:30 p.m. and Friday through Sunday from 6:30 a.m. to 7:00 p.m.. Work schedules are Monday through Friday from 8:00 am to 5:30 pm, and Saturday from 9:00 a.m. to noon for dispensary workers. These start and end times are only guidelines, however, and employees are required to be present for work during the workday established for them by their supervisors or by the company president.

Particularly at jobsites, this regular schedule may vary depending on such factors as weather, materials supply, permit approval, etc. If you are unsure about expected starting times on any particular job assignment, ask your supervisor for clarification.

In case of unplanned conditions, such as bad weather, that may force a schedule change at the last minute, you should contact your supervisor or call the office directly.

The company does not generally schedule rest periods or breaks, other than meal breaks, during the workday. However, if the company does schedule such rest periods or breaks, they will be paid breaks and will usually be for 15 minutes. For lunch or meals, our policy is:

- Field employee meals will be 30 minutes.
- Office employee meals will be 1 hour.
- The meal period is unpaid.
- All employees are required to take a lunch break and no employee is authorized, without prior supervisory approval, to perform work during the lunch period.

RECORDING HOURS WORKED

All hourly employees are required to keep a time sheet. On your time sheet, you must correctly record the job number, job code, and time spent on each job number or code for each day worked. The company will provide you with a time sheet for reporting your hours. Only you are authorized to record your own time.

Completed time sheets are due in the office no later than 8:00 a.m. on the Wednesday following the end of a pay period. Failure to turn in time sheets by this deadline may delay your paycheck for that week.

PAY PERIOD AND PAYDAY

The company issues paychecks each Friday, on a weekly basis. Pay periods start on Wednesday morning and end on Tuesday afternoon. Therefore, each Friday, you will receive a paycheck for all hours worked in the pay period ending the previous Tuesday afternoon. If an employee uses direct deposit, the employee's pay may not be available for withdrawal from his or her bank account until the following Monday.

WORKWEEK & OVERTIME

The company's workweek begins on Wednesday at 12:01 a.m. and ends on Tuesday at 12:00 midnight.

Occasionally it may be necessary for an employee to work beyond his or her normal workday hours. Overtime pay is paid only when work is scheduled, approved, and made known to you in advance by your supervisor. Under no circumstances shall an employee work overtime without the prior approval of his or her supervisor.

Hourly employees will receive overtime pay at a rate of one-and-one-half times their regular hourly rate for all hours worked in excess of 40 in a workweek.

To the extent possible, overtime will be distributed equally among all employees in the same classification and position, provided that the employees concerned are equally capable of performing the available work. Decisions regarding overtime work will be made by the Production Coordinator or his/her representative. Any employee asked to work overtime will be expected to rearrange his/her personal schedule to work the requested overtime.

HOLIDAYS

The company observes the following holidays:

- New Year's Day
- Memorial Day
- Fourth of July
- Labor Day
- Thanksgiving
- Christmas

Full-time employees will be paid for these holidays as long as the employee was present for work on the workdays immediately before and after that holiday, or had an acceptable excuse for being absent on any such days. If a paid holiday falls within an employee's vacation period, the holiday will not be counted as a vacation day.

Part-time employees are not eligible for holiday pay.

EMPLOYMENT CLASSIFICATIONS

Upon being hired by the Company, all new employees must serve a ninety (90) calendar day introductory period. It is especially important that you make your

supervisor aware of any questions or problems you may encounter during this period. Your performance will be carefully monitored during this period. At the end of the introductory period, your performance will be reviewed, and if it has been satisfactory, you will become a Regular Full-Time or Regular Part-Time Employee. Satisfactory completion of the introductory period does not entitle you to employment for any specific term, but does entitle you to participation in many of the Company's employee benefits programs.

For the sole purpose of determining the allowance of certain employee benefits, employees are classified as:

1. Regular Full-Time Employees - An employee who has satisfactorily completed the introductory period and is scheduled to work an average of forty (40) hours per week on a regular and continuous basis.
2. Regular Part-Time Employees - An employee who has satisfactorily completed the introductory period and is usually scheduled to work less than an average of forty (40) hours per week but not less than ten (10) hours per week on a regular and continuous basis.
3. Temporary Employees - An employee whose services are anticipated to be of limited duration falls into this classification. Temporary employees are not eligible for participation in those employee benefits programs made available for the Company Regular Full-Time and Regular Part-Time Employees, although separate benefit plans may be available for certain temporary employees assigned to work at the Company. Any such employees will be separately notified of any such programs. Service as a temporary does not count as service as a Regular Employee for benefit eligibility purposes.

For payroll purposes, employees will be classified as one of the following:

1. Exempt Employees - Certain employees such as executive, administrative, professional and outside sales employees are paid on a salary basis for all hours worked each week. Certain computer professionals may also be exempt, regardless of whether they are paid on a salary or hourly basis. These employees are expected to work whatever hours are required to accomplish their duties, even if it exceeds their normal workweek. No overtime premium pay will be paid to exempt employees in most circumstances.
2. Non-Exempt Employees - All employees who are not identified as exempt employees are considered non-exempt employees. Non-exempt employees are eligible for payment of overtime premium pay.

MAINTAINING YOUR PERSONNEL RECORDS

It is your responsibility to provide current information regarding your address,

telephone number, insurance beneficiaries, change in dependents, marital status, etc. Please use the personnel records form to note any changes in your address, phone number, emergency contact information, marital status, number of dependents, etc. Changes in exemptions for tax purposes will only be made upon the receipt of a completed W-4 form.

PERSONNEL FILES

Employee personnel files are the property of the company, and do not belong to the employee. However, upon request, the company will provide employees with copies of performance evaluations and other performance-related documents that the employee has previously received.

PERFORMANCE EVALUATIONS

Employees may have their job performance reviewed on an annual basis by either their supervisor or by the president of the company.

STANDARDS AND EXPECTATIONS FOR THE WORKPLACE

SAFETY

The company believes in maintaining safe and healthy working conditions for our employees. However, to achieve our goal of providing a safe workplace, each employee must be safety conscious. We have established the following policies and procedures that allow us to provide safe and healthy working conditions. We expect each employee to follow these policies and procedures, to act safely, and to report unsafe conditions to his or her supervisor in a timely manner.

Reporting Unsafe Conditions or Practices

Employees are expected to continually be on the lookout for unsafe working conditions or practices. If you observe an unsafe condition, you should warn others, if possible, and report that condition to your supervisor immediately. If you have a question regarding the safety of your workplace and practices, ask your supervisor for clarification.

If you observe a coworker using an unsafe practice, you are expected to mention this to the coworker and to your supervisor. Likewise, if a coworker brings to your attention an unsafe practice you may be using, please thank the coworker and make any necessary adjustments to what you are doing. Safety at work is a team effort.

Maintaining a Safe Worksite

We expect employees to establish and maintain a safe worksite. This includes but

is not limited to the following applications:

- Maintaining proper fall-protection systems.
- Building and maintaining walkways, handrails, and guardrails.
- Properly lifting and lowering heavy objects.
- Inspecting tools and equipment for defects before use.
- Keeping walkways clear of debris.
- Construction and use of safe scaffolding.
- Inspecting, cleaning, and properly storing tools and equipment after use.
- Following established safety rules.

Using Safety Equipment

Where needed, the company provides its employees with appropriate safety equipment and devices. You are required to use the equipment provided in the manner designated as proper and safe by the manufacturer. Failure to properly use safety equipment may lead to disciplinary action, up to and including termination.

If you require safety equipment that has not been provided, contact your supervisor before performing the job duty for which you need the safety equipment.

Reporting an Injury

Employees are required to report any injury, accident, or safety hazard immediately to their supervisor(s). Minor cuts or abrasions must be treated on the spot. More serious injuries or accidents will be treated accordingly. Serious injuries must be reported on the injury or accident report form available in the office.

Hazard Communications

If you believe that you are dealing with a hazardous material and lack the appropriate information and/or safety equipment, contact your supervisor immediately.

CARE OF EQUIPMENT AND SUPPLIES

All employees are expected to take care of all equipment and supplies provided to them. You are responsible for maintaining this material in proper working condition and for promptly reporting any unsafe or improper functioning of this material to your supervisor.

Neglect, theft, and/or destruction of the company's materials are grounds for disciplinary action, up to and including termination.

SMOKING AT THE WORKPLACE

The company's policy is to provide smoke-free environments for our employees,

customers, and the general public. Smoking of any kind is prohibited inside our office and on our worksites. Employees may smoke on scheduled breaks or during meal times, as long as they do so outside the worksite or office. Employees who take excessive smoke breaks may be required to work longer hours to make up for time lost smoking.

Employees are also responsible to inform all those working on our job sites of this smoke-free policy, and report to their supervisor any violation of this policy.

VIOLENCE AND WEAPONS

The company believes in maintaining a safe and healthy workplace, in part by promoting open, friendly, and supportive working relationships among all employees. Violence or threats of violence have no place in our business. Violence is not an effective solution to any problem. Employees are strictly prohibited from bringing any weapons, including knives, pistols, rifles, stun guns, Mace, etc., to the worksite or office. Neither threats of violence nor fighting will be tolerated. Furthermore, if you have a problem that is creating stress or otherwise making you agitated, you are encouraged to discuss it with your supervisor.

You are expected to immediately report to your supervisor any violation of this policy. Any employee found threatening another employee, fighting, and/or carrying weapons to the worksite will be subject to disciplinary action, up to and including termination.

DRUG-FREE WORKPLACE

The company does not tolerate the presence of illegal drugs or the illegal use of legal drugs in our workplace. The use, possession, distribution, or sale of controlled substances such as drugs or alcohol, or being under the influence of such controlled substances is strictly prohibited while on duty, while on the company's premises or worksites, or while operating the company's equipment or vehicles. The use of illegal drugs as well as the illegal use of legal drugs is a threat to us all because it promotes problems with safety, customer service, productivity, and our ability to survive and prosper as a business. If you need to take a prescription drug that affects your ability to perform your job duties, you are required to discuss possible accommodations with your supervisor. Violation of this policy will result in disciplinary action, up to and including termination.

Prior to employment, each potential employee must undergo a drug test. The company will require employees to take random drug tests during their employment with the Safe Alternatives. A positive result on any such drug test is grounds for immediate termination.

Your receipt of this policy statement and signature on the handbook acknowledgment form signify your agreement to comply with this policy.

Any employee who is convicted of violating criminal drug statutes must notify an appropriate officer or senior official of the company of that conviction within three days

of the conviction. Failure to do so will lead to disciplinary action.

RESPONDING TO CUSTOMER INQUIRIES AND PROBLEMS

At the company, client satisfaction is the measure of our success. It is the responsibility of each employee, within reason, to interact with the client to achieve this goal.

APPEARANCE AND DRESS

To present a business-like, professional image to our customers and the public, all employees are required to wear appropriate clothing on the job. By necessity, the dress standards for the business office are somewhat different than for jobsites.

- For the business office, casual to business-style dress is appropriate. Employees should be neatly groomed and clothes should be clean and in good repair. Leisure clothes such as cut-offs or halter tops are not acceptable attire for the business office. The company will provide employees with shirts bearing the Company's logo, which employees are expected to wear as appropriate in the business office.
- For jobsites, employees are expected to wear work clothes appropriate for work to be done. Employees should be sensitive to the location and context of their work and should be ready to adjust their dress if the circumstances so warrant. Employees at a jobsite should wear clothing that protects their safety (steel-toed shoes, for example) and wear clothing in such a way as to be safe (e.g., shirts tucked in when working around machinery). The company will provide employees with shirts bearing the Company's logo, which employees are expected to wear on the jobsite.

CONFLICTS OF INTEREST

You should avoid external business, financial, or employment interests that conflict with the company's business interests or with your ability to perform your job duties. This applies to your possible relationships with any other employer, consultant, contractor, customer, or supplier.

Violations of this rule may lead to disciplinary action, up to and including termination.

CODE OF ETHICAL CONDUCT

In order to avoid any appearance of a conflict of interest, employees are expected to abide by the following code of ethical conduct. Please consult your supervisor or an

official of the company if you have any questions.

Employees of the company should not solicit anything of value from any person or organization with whom the company has a current or potential business relationship.

Employees of the company should not accept any item of value from any party in exchange for or in connection with a business transaction between the company and that other party.

Employees may accept items of incidental value (generally, no more than \$25) from customers, suppliers, or others as long as the gift is not given in response to solicitation on your part and as long as it implies no exchange for business purposes. Items may include gifts, gratuities, food, drink and entertainment.

If you are faced with and are unsure how to handle a situation that you believe has the potential to violate this code of ethical conduct, notify your supervisor or the company president.

Violations of this code may lead to disciplinary action, up to and including termination.

SOLICITATION AND DISTRIBUTION

For the safety, convenience, and protection of all employees, the company has adopted the following rules concerning solicitation and the distribution of materials:

- The company prohibits solicitation and distribution of non-company materials on Company property or at Company jobsites at all times.

PERSONAL CALLS, VISITS, AND BUSINESS

The company expects the full attention of its employees while they are working. Although employees may occasionally have to take care of personal matters during the workday, employees should try to conduct such personal business either before or after the workday or during breaks or meal periods. Regardless of when any personal call is made, it should be kept short.

Employees should also limit incoming personal calls, visits, or personal transactions. The company's phones should be available to serve the Company's customers, and non-business use of the phones can hurt the company's business. A pattern of excessive personal phone calls, personal visits, and/or private business dealings is not acceptable and may lead to disciplinary action.

BUSINESS EXPENSES

Employees may occasionally incur expenses on behalf of the Company. The company will reimburse employees for typical business expenses, such as mileage (for example, when the Company asks an employee to travel to a different jobsite during the workday) and certain job-related supplies or materials. The company will pay mileage

reimbursements at the end of each month, upon receipt of the employee's mileage record. In order to be reimbursed for job-related supplies or materials, employees must deliver a receipt for the supplies or materials to the company's business office within 7 days of the purchase. Employees may also turn in such receipts by attaching them to the employee's weekly time sheet for the week in which the employee made the purchase.

INSPECTION OF PERSONAL AND COMPANY PROPERTY

The company's employees use the property and equipment the company owns and provides, and may also use the company's materials, information, and other supplies. While employees may decorate their office workspaces with their personal possessions (such as pictures, plants, and the like), employees must remember that property supplied by the company remains the property of the company. The company reserves the right to search any Company property (e.g., personal computers, desks, lockers, or other storage areas) at any time. The company also reserves the right to inspect personal property (e.g., tool boxes, purses, briefcases) during the workday or as employees leave their worksites. Refusal to allow inspection may lead to disciplinary action, up to and including termination.

NETWORK AND ELECTRONIC RESOURCES POLICY

Network and Electronic Resources, such as computers, other hardware, software, e-mail, landline and cellular telephones, fax machines and internet access, are tools that the Company provides its employees to assist them in their work. These Network and Electronic Resources and related access systems are proprietary Company property and subject to review or access by the Company at any time.

All employees who use the Company's Network and Electronic Resources must follow the guidelines below:

1. Use Network and Electronic Resources for Company business purposes only.
2. Messages and communications sent via the Company's Network and Electronic Resources are subject to subpoena and access by persons outside the Company and may be used in legal proceedings. Please consider this before sending any confidential messages or material via the Network and Electronic Resources.
3. E-Mail is not a substitute for face-to-face communication. If you have a conflict with someone or need to discuss an important issue, it should be handled in person or over the telephone if a meeting is not possible.
4. Remember that all of the Company's policies, including but not limited to policies on Equal Employment Opportunity, Harassment, Confidentiality, Personal Conduct and Rules of Conduct, apply to the use of the Company's Network and Electronic Resources. Employees must not

review or forward sexually explicit, profane or otherwise unprofessional or unlawful material through the Company's Network and Electronic Resources.

5. Passwords protecting the use of the Company's Network and Electronic Resources are the Company's property and will be assigned to employees as needed. Employees may not change passwords without the consent of the company president. Employees must notify the company president of all passwords and encryption keys assigned to or used by them, and must notify the company president of any changes to such passwords or encryption keys.
6. Do not install any software or program on any Company computer or other hardware without the express consent of your supervisor or the company president.
7. The company expressly prohibits the unauthorized use, installation, copying or distribution of copyrighted, trademarked or patented material.
8. Employees must not attempt to override or evade any program or measure installed by the Company to protect the security or limit the use of its Network and Electronic Resources.

The Company retains the right to review all communications conducted and data saved, reviewed or accessed via the Company's Network and Electronic Resources, including Company computers, e-mail and internet access. The company does not permit its non-management employees to access or use any Company password, e-mail or internet access other than their own. Inappropriate use of Network and Electronic Resources may result in discipline, up to and including discharge. Employees should be careful to safeguard their passwords, log off their terminals when not in use and not permit others to access Company systems.

CONFIDENTIAL AND PROPRIETARY INFORMATION

The Company considers its confidential and proprietary information, including the confidential and proprietary information of our customers, to be one of its most valuable assets. As a result, employees must carefully protect and must not disclose to any third party all confidential and proprietary information belonging to the Company or its customers. Such protected information includes, but is not limited to, the following: matters of a technical nature, such as computer software, product sources, product research and designs; and matters of a business nature, such as customer lists, customer contact information, associate information, on-site program and support materials, candidate and recruit lists and information, personnel information, placement information, pricing lists, training programs, contracts, sales reports, sales, financial and marketing data, systems, forms, methods, procedures, and analyses, and any other proprietary information, whether communicated orally or in documentary, computerized

or other tangible form, concerning the Company's or its customers' operations and business.

Employees should ensure that any materials containing confidential or proprietary information are filed and/or locked up before leaving their work areas each day. During the workday, employees should not leave any sensitive information lying about or unguarded.

If you have any questions about this policy, consult your supervisor or the company president.

RULES OF CONDUCT AND PROGRESSIVE DISCIPLINARY PROCEDURE

There are reasonable rules of conduct which must be followed in any organization to help a group of people work together effectively. The company expects each employee to present himself or herself in a professional appearance and manner. If an employee is not considerate of others and does not observe reasonable work rules, disciplinary action will be taken.

Depending on the severity or frequency of the disciplinary problems, a verbal or written reprimand, suspension without pay, disciplinary probation, or discharge may be necessary. It is within the company's sole discretion to select the appropriate disciplinary action to be taken. Notwithstanding the availability of the various disciplinary options, the company reserves the right to discharge an employee at its discretion, with or without notice.

The following is not a complete list of offenses for which an employee may be subject to discipline, but it is illustrative of those offenses that may result in immediate discipline, up to and including dismissal, for a single offense:

1. Excessive absenteeism or tardiness.
2. Dishonesty, including falsification of Company-related documents, or misrepresentation of any fact.
3. Fighting, disorderly conduct, horseplay, or any other behavior which is dangerous or disruptive.
4. Possession of, consumption of, or being under the influence of alcoholic beverages while on Company or customer premises or on Company business.
5. Illegal manufacture, distribution, dispensation, sale, possession, or use of illegal drugs or unprescribed controlled substances.
6. Reporting for work with illegal drugs or unprescribed controlled substances in your body.

7. Possession of weapons, firearms, ammunition, explosives, or fireworks on Company or customer premises.
8. Failure to promptly report a workplace injury or accident involving any of the Company's employees, clients, equipment, or property.
9. Willful neglect of safety practices, rules, and policies.
10. Speeding or reckless driving on Company business.
11. Commission of a crime, or other conduct which may damage the reputation of Company.
12. Use of profane language while on Company business.
13. Stealing, misappropriating, or intentionally damaging property belonging to the Company or its customers or employees.
14. Unauthorized use of the Company's or its clients' name, logo, funds, equipment, vehicles, or property.
15. Insubordination, including failure to comply with any work assignments or instructions given by any Company supervisor with the authority to do so.
16. Violation of the Company's Equal Employment Opportunity Policy or its Harassment Policy.
17. Interference with the work performance of other employees.
18. Failure to cooperate with an internal investigation, including, but not limited to, investigations of violations of these work rules.
19. Failure to maintain the confidentiality of trade secrets or other confidential information belonging to the Company or its customers.
20. Failure to comply with the personnel policies and rules of the Company.

RE-EMPLOYMENT

Former employees who are rehired and return to work within three months of their termination will not be required to go through another orientation period, unless the company deems it necessary. Former employees who are rehired and return to work more than three months after their termination will be rehired only as new employees and must complete a new orientation period. They will be considered new employees for any and all benefits. As a general rule, the company will not rehire former employees who:

- Were dismissed by the company
- Resigned without giving two weeks' notice

- Were dismissed for inability to perform job duties
- Had a poor attendance record
- Had a below-average evaluation
- Violated work rules or safety rules

MOONLIGHTING

The company discourages our employees from taking additional outside employment. Employees who wish to take on outside employment must first obtain permission from the company president. Work requirements for the company, including overtime, must take precedence over any outside employment.

The company will not permit any employee to take an outside job with a company in the same or related business as the company, or which is in any way a competitor of the company.

If the company permits an employee to take outside employment, the employee must report to his or her supervisor when the outside job has started. If, as a result of this moonlighting, the employee is unable to work when requested by the company, including overtime, or is unable to maintain a high work performance level at the company, permission to work at the outside job may be rescinded, or the employee may be subject to dismissal.

Employees are not permitted to work for any client of the company outside of the regular working hours as described above, without the express approval of the company president or his designated representative.

The company will not pay medical benefits for injuries or sickness resulting from employment by any employer other than the company.

BENEFITS

MOBILE PHONES

The company will supply employees with mobile telephones as needed. The company's mobile phones are to be used for the company's business purposes only.

PAID TIME OFF

The company provides its full-time employees with paid time off ("PTO") each year as a way to express our appreciation and a way to renew and refresh our employees. Because our business is often very seasonal, the company reserves the right to grant PTO at times that are most suitable for our business conditions and to limit PTO during our busy season.

Full-time employees become eligible for 5 days (40 hours) of PTO per calendar year after 12 months of continuous employment with the company. After 36 months of continuous employment, employees become eligible for 10 days (80 hours) of PTO per

calendar year.

Employees must use all PTO in the calendar year in which it is granted. It should be scheduled and approved by the company at least two weeks in advance. Any unused PTO will be forfeited at the end of each calendar year.

Upon termination of employment for any reason, employees forfeit any accumulated but unused PTO.

Part-time employees are not eligible for PTO.

LEAVES OF ABSENCE

Personal Leave

The company may, at its discretion, grant an employee a leave of absence without pay when sufficient personal reasons necessitate such a leave. However, employees are not eligible for a personal leave of absence until they have been continuously employed as full-time employees of the company for 12 months.

The company may require an employee to provide documentation, such as a doctor's certification of illness or disability, supporting the employee's need for a leave of absence, and the company may periodically require the employee to provide such supporting documentation on basis during the leave of absence. Prior to or upon an employee's return to work from a leave of absence, the company may also require the employee to provide documentation establishing the employee's ability to return to work.

The Company reserves the right to determine the duration of the leave of absence, but no leave of absence shall exceed 12 weeks. If an employee fails to return to work immediately after his or her leave of absence expires, the employee will be considered to have voluntarily resigned his or her position with the company.

Employees may continue their health insurance benefits while on a leave of absence by paying the full cost of the employee portion of their premium to remain covered each month during the leave. Employees who wish to continue their insurance coverage should so advise the office manager before beginning their leave.

Leaves of absence will be without pay except that employees may be required to use any accrued paid time off during a leave. While on a leave of absence, employees will not accrue additional paid time off. Employees may be eligible for benefits during a leave under the Company's short-term and long-term disability plans.

Because operations sometimes require that vacant positions be filled, a leave of absence does not guarantee that the job will be available when the employee returns from a leave. The Company will, however, make an effort to place you in your previous position or a comparable job which you are qualified to perform. If no such position is available, you may be eligible for rehire as a new employee if you apply for an available position for which you are qualified and if your prior work history warrants your rehire.

Bereavement Leave

The company will provide up to three days of paid bereavement leave for an employee upon the death of an immediate family member. For purposes of this policy, "immediate family" is defined as the employee's or the employee's spouse's parents, siblings, children, grandparents, grandchildren, the employee's spouse, or any other relative who resides in the employee's household.

Employees should direct all requests for Bereavement Leave to their supervisors or to the company president.

While on Bereavement Leave, an employee will be paid at straight time for the hours the employee was scheduled to work on the days missed.

Jury Leave

Employees who are called for jury duty will be granted time off with pay to perform this civic duty. Employees must notify their supervisors as soon as they learn they have been summoned as a juror so that work arrangements can be made. In order to be paid for Jury Leave, an employee must provide his or her supervisor with the jury summons and a note from the Clerk of the Court indicating the times the employee was in court for jury duty. The company will pay employees straight time for their regularly scheduled hours of work, minus the compensation they received from the court for their service as jurors, for up to five days of jury service. An employee who is excused from jury duty prior to the end of a regularly scheduled workday must report for work for the remainder of that day, or otherwise notify his or her supervisor of his or her availability to work.

Military Leave

The company will grant employees called into military service an unpaid leave of absence and reemployment rights as provided by the laws of the United States. Employees may use accrued paid time off during a military leave of absence, but are not required to do so.

ACKNOWLEDGEMENT OF RECEIPT OF EMPLOYEE HANDBOOK

I have received the current company employee handbook and have read and understand the material covered. I have had the opportunity to ask questions about the policies in this handbook, and I understand that any future questions that I may have about the handbook or its contents will be answered by the Office Manager or his or her designated representative upon request. I agree to and will comply with the policies, procedures, and other guidelines set forth in the handbook. I understand that the company reserves the right to change, modify, or abolish any or all of the policies, benefits, rules, and regulations contained or described in the handbook as it deems appropriate at any time, with or without notice. I acknowledge that neither the handbook nor its contents are an express or implied contract regarding my employment.

I further understand that all employees of the company, regardless of their classification or position, are employed on an at-will basis, and their employment is terminable at the will of the employee or the company at any time, with or without cause, and with or without notice. I have also been informed and understand that no officer, agent, representative, or employee of the company has any authority to enter into any agreement with any applicant for employment or employee for an employment arrangement or relationship other than on an at-will basis and nothing contained in the policies, procedures, handbooks, or any other documents of the company shall in any way create an express or implied contract of employment or an employment relationship other than one on an at-will basis.

This handbook is the company property and must be returned upon separation.

Signature

Date

Employee Name: Printed

June 22, 2010

To whom it may concern:

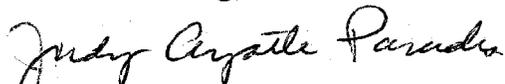
RE: Safe Alternatives

Now that Maine has legalized the use of medical marijuana, prospective companies are trying to satisfy the regulatory demands of incorporation. One such group is Safe Alternatives in the St. John Valley, the crown of Maine. I strongly endorse this business enterprise for several reasons.

I served as chair of the original task force studying this issue. It was an appointment by the legislative leadership of the time that stemmed from my chairing the Health and Human Services Committee when access to medical marijuana was proposed legislation. Committee members heard much compelling testimony as to the effectiveness of medical marijuana to help patients tolerate and better manage a variety of diseases. Formation of the task force was a natural follow-up to bringing the issue to a more diverse population of citizens. Later, a majority of voters saw the benefits when a referendum was held permitting the establishment of providers.

Reading about the management of this process in other states, it's imperative that we have individuals who are known and respected in their communities and surrounding areas. Leo Trudel and Aaron Cyr are Valley men who have deep stakes in their communities as productive workers, parents, and citizens. Leo has the business expertise to make this come to fruition. He has a MBA, a masters in finance is finishing a PhD in business administration. He's worked in economic development developing many businesses in the North East and the Valley. I've known Aaron for most of his life, especially as a student. He's a very intelligent, disciplined, organized, dependable and trustworthy person. He's the very type of person that we want and need for this type of operation. As a veteran of Desert Storm he saw a lot of medically needy people. He 's compassionate and understanding of the suffering of patients. The impeccable credentials of Leo and Aaron make them the very type of people needed to successfully run such an operation.

This product needs to be handled by people who are above reproach as they will be under a microscope by the public. In order to meet the needs of those who are suffering, we have to do this right the first time. We can't mess up.



Judy Ayotte Paradis

Former Maine State Representative and Senator

June 22, 2010

To whom it may concern:

RE: Safe Alternatives, Inc.

Pursuant to Maine statutes legalizing marijuana for medical purposes, organizations are being formed to meet the needs of patients in a controlled environment.

One of these is Safe Alternatives, based in Aroostook County. I am lending my full support to this initiative, based on its mission and the personnel providing the medication.

This is a local business with the expertise to provide quality products for qualifying members of the County. It is a holistic practice in a certified health center. University of Maine campuses plan to include this business in their experiential learning models, including Nursing, Business, Criminal Justice and Behavioral Sciences. It will be an economic development engine in an area that has long suffered from lack of job opportunities and out-migration.

Safe Alternatives will adhere to all state and federal laws and policies, including oversight and regulation to guarantee the safest products for a variety of physical and psychological ailments. The company is fully committed to operate within the parameters of the law and the scope of best medical practices.

The company will make its findings of its clinical research available to the medical community, current and prospective patients, DHHS and policy makers at all levels. It will operate in a transparent mode for the well-being of clients and the credibility of the medical and government sectors.

Finally, I personally know the people involved in the creation of this company and can vouch for their upright character and above board approach to the formation and running of this enterprise.



Ross Paradis, Frenchville
Former Maine State Representative

Safe Alternatives
P.O. Box 267
Fort Kent Mills, ME 04744

June 25, 2010

Maine Department of Human Services
Medical Marijuana Program Division of
Licensing and Regulatory Services
41 Anthony Ave.
11 State House Station
Augusta, Maine 04333

To Whom It May Concern

It is with great enthusiasm that Safe Alternatives submits this application for a license to operate a Medical Marijuana Dispensary in Aroostook County. Safe Alternatives is a Maine registered non-profit located in Fort Kent, Maine.

Please find included in this packet the following:

1. A signed application form
2. supporting documentation for this endeavor
3. 5 photocopies as requested
4. a signed check in the amount of \$15,000.00

Thank you for your time and consideration.

Sincerely,



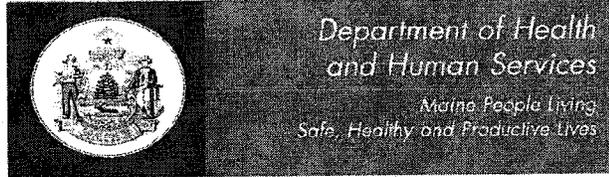
Leo L. Trudel

Attn: Medical Marijuana Program
DHHS Division of Licensing and Regulatory Services
11 State House Station
Augusta, ME 04333



**Medical Marijuana Program
Application/Renewal Form**

This application is for: **Registered Dispensary**



John E. Baldacci, Governor

Brenda M. Harvey, Commissioner

Section 1 IDENTIFICATION INFORMATION

Legal Name of Dispensary Safe Alternatives Charter Number 2101611900004
Date of Incorporation _____

Business Location
(street) 175 Pleasant Street

(city, state, zip code) Madawaska, ME 04756 Telephone: (207) 834-7567

Mailing Address
PO Box 267

(city, state, zip code)
Fort Kent Mills, ME 04744

Section 2 ORGANIZATIONAL INFORMATION

Name of Chief Executive Officer Leo Trudel Telephone number if different than above
(207) -

Mailing Address, if different than above _____

Schedule A, Board of Directors and Officers _____

Schedule B, Employees _____

Schedule C, Bylaws of the Non-Profit Corporation _____

Schedule D, Location of Grow Site, if different than Location of Dispensary _____

Schedule E, Policies and Procedures

- Schedule E-1: Personnel
- Schedule E-2: Growing and Cultivataion
- Schedule E-3: Inventory Control
- Schedule E-4: Food Preparation
- Schedule E-5: Quality Control
- Schedule E-6: Copies of Educational Materials
- Schedule E-7: Critical Incident Reporting

Section 3 DISPENSARY INFORMATION

Distance to the property line of preexisting public or private school: (must be more than 500 feet): _____

Description of food products to be sold or furnished, if any: _____

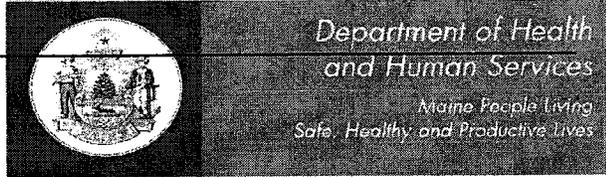
Description of grounds and exterior lighting: _____

Description of intrusion monitoring system: _____

Attn: Medical Marijuana Program
DHHS Division of Licensing and Regulatory Services
11 State House Station

Augusta, ME 04333

Description of interior monitoring and safety features:



John E. Baldacci, Governor

Brenda M. Harvey, Commissioner

Location of growing site:

Provide the names of patients you have identified at this time who plan to designate you as their dispensary: (use additional pages, if necessary)

Declaration: I understand and acknowledge my duties and responsibilities as chief executive officer to patients and primary caregivers in accordance with the provisions of the Maine Medical Use of Marijuana Act. I understand that my board members, officers and employees may not have disqualifying drug offenses. I will notify the Department of Health and Human Services promptly and return the registration cards when there has been a change in status of a registry card holder. I declare under penalty of perjury that the information provided on this form is true and correct. I certify that I will not sell, furnish or give marijuana to a person who is not allowed to possess marijuana for medical purposes. I agree to allow my facility to be inspected by representatives of the Maine Department of Health and Human Services. I agree to provide soil and product samples to representatives of the Maine Department of Health and Human Services for testing pursuant to the rules governing Maine's Medical Use of Marijuana Program. I further agree I will report sales for sales tax purposes related to the sale of marijuana and related product.

Leo H. Toudeh

Printed name of Chief Executive Officer

Leo H. Toudeh

Signature of Chief Executive Officer

Date

6/25/2010

This application shall be accompanied by a non-refundable check made payable to the Treasurer, State of Maine. This application will not be accepted as complete unless all Exhibits are attached. Please mail to:

Attn: Medical Use of Marijuana Program
Department of Health and Human Services
Division of Licensing and Regulatory Services
11 State House Station
Augusta, ME 04333

To check on the status of your application, call (207) 287-9300

	Start Up Year 7/1/10 to 6/30/11	First Full Fiscal Year 7/1/11 to 6/30/12	Second Full Fiscal Year 7/1/12 to 6/30/13
Revenue:			
Marijuana sales (in any form) to registered patients and registered caregivers	360000	1496500	2243751
Paraphernalia Sales	10000	15000	17500
Other Sales			
Other Income			
Total Revenue:	370000	1511500	2261251
Expenses:			
Payroll, Taxes and Fringe Benefits	347988	569995	735290
Cultivation	31300	127864	191289
Supplies	23700	96817	144842
Office Expenses	12460	16841	18435
Utilities	24000	98043	146675
Insurance	25500		
Interest	24000	24000	24000
Depreciation/Amortization	7243	9642	12569
Leasehold Expenses	50000	12000	14000
Rent	21000	22500	24000
Bad Debt	0	0	0
Total Expenses:	567191	977702	1311100
Net:	-197191	533798	950151
Personnel Catagories	8	9	10
Administration	3	3	3
Sales	2	3	4
Cultivation	3	3	3
Number of Patients	186	270	445
Estimated Price/Ounce	250	275	300

Schedule A

Board of Directors

Name	Address	DL #	DOB
Leo Trudel MBA	[REDACTED]	[REDACTED]	[REDACTED]
Rep. John Martin	[REDACTED]	[REDACTED]	[REDACTED]
Diana White RN, MS	[REDACTED]	[REDACTED]	[REDACTED]
Dr. Jean English PhD	[REDACTED]	[REDACTED]	[REDACTED]
Jared Cyr	[REDACTED]	[REDACTED]	[REDACTED]
Julie Trudel	[REDACTED]	[REDACTED]	[REDACTED]
Aaron Cyr	[REDACTED]	[REDACTED]	[REDACTED]

**This page has been
redacted.**

Schedule B

Employees

Leo Trudel

[REDACTED]

[REDACTED]

Jared Cyr

[REDACTED]

[REDACTED]

Julie Trudel

[REDACTED]

[REDACTED]

Aaron Cyr

[REDACTED]

[REDACTED]

Kenneth Dube

[REDACTED]

[REDACTED]



BY-LAWS OF Safe Alternatives

ARTICLE I. OFFICE

The principal office of the corporation in the State of Maine shall be located in Fort Kent, or such other place as the directors may from time to time determine. The corporation may have such other offices, either within or without Fort Kent, as the Board of Directors may designate or as the business of the corporation may require from time to time.

ARTICLE II. MEMBERS

Section 1. Time and Place

The Annual Meeting of the members for the election of Directors and all special meetings of members for that or for any other purpose may be held at such time and place within or without the State of Maine as shall be stated in the notice of the meeting or in a duly executed waiver of notice thereof.

Section 2. Annual Meeting

There shall be an annual meeting of the members entitled to vote, commencing with the year 2010, ~~which shall be held on the second Wednesday of the month of September in each year, if not a legal holiday, and if a legal holiday then on the next business day, at 10:00 a.m., unless a different hour is fixed by the Directors or the President and stated in the notice of the meeting.~~ The purposes for which the annual meeting is to be held, in addition to those prescribed by law, by the Articles of Organization or by these By-Laws, may be specified by the Directors or the President. If no Annual Meeting is held in accordance with the foregoing provisions, a special meeting may be held in lieu thereof, and any action taken at such meeting shall have the same effect as if taken at the annual meeting.

Section 3. Special Meeting

Special meetings of the members may be called by the President or by the Directors and shall be called by the Secretary, or in case of the death, absence, incapacity or refusal of the Secretary, by any other officer at the request in writing of one or more member entitled to vote at the meeting. The call for the meeting shall state the date, hour and place and the purpose of the proposed meeting.

Section 4. Notice of Meeting

Written notice of every meeting of the members stating the place, date and hour thereof, and the purposes for which the meeting is to be held, shall be given by the Secretary or by the person calling the meeting at least seven days before the meeting, to each member entitled to

vote thereat, by leaving such notice with him or at his residence or usual place of business, or by mailing it postage prepaid and addressed to such member at his address as it appears upon the books of the corporation. No notice need be given to any member if a written waiver of notice, executed before or after the meeting by the member or his attorney thereunto authorized, is filed with the records of the meeting.

Section 5. Quorum

Except as otherwise provided by the Articles of Organization, a majority of the members present in person or represented by proxy, and entitled to vote, shall be necessary to and shall constitute a quorum for the transaction of business at all meetings of members. If, however, such quorum shall not be present or represented at any meeting of the members, the members entitled to vote thereat, present or represented by proxy, shall have the power to adjourn the meeting from time to time, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally noticed.

Section 6. Voting and Proxies

At every meeting of the members, every member having the right to vote shall be entitled to vote in person, or by written proxy dated not more than six months before the meeting named therein. Proxies shall be filed with the Secretary, or of any adjournment thereof, before being voted. Except as otherwise limited therein, proxies shall entitle the persons named therein to vote at any adjournment of such meeting but shall not be valid after final adjournment of such meeting. A proxy purporting to be executed by or on behalf of a member shall be deemed valid unless challenged at or prior to its exercise.

Section 7. Action at Meeting

When a quorum is present, a majority of the members present or represented and voting on a matter, except where a larger vote is required by law, the Articles of Organization or the By-Laws, shall decide any matter to be voted on by the members. Any election by members shall be determined by a plurality of the votes cast by the members entitled to vote at the election. No ballot shall be required for such election unless requested by a member present or represented at the meeting and entitled to vote in the election.

Section 8. Action without Meeting

Any action to be taken by members may be taken without a meeting if all members entitled to vote on the matter consent to the action by a writing filed with the records of the meeting of members. Such consent shall be treated for all purposes as a vote at a meeting.

Section 9. Membership

The membership of this corporation shall consist initially of Leo Trudel, Aaron Cyr, and Jared Cyr and subsequently of such additional individuals as designated by unanimous vote of the members serving from time to time. All such members shall have the privilege of voting at all annual and special meetings of the corporation. Any member may resign by delivering his written resignation to the corporation at its principal office or to the President or Secretary. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some event.

ARTICLE III. BOARD OF DIRECTORS

Section 1. Powers of Directors

The business and affairs of the corporation shall be managed by its Board of Directors, which may exercise all the powers of the corporation except such as are conferred upon others by law, the Articles of Organization or these By-laws. The Board of Directors may from time to time delegate any or all of its powers, to the extent allowed by law, to an executive committee, nominating committee or other committee elected from and by the Board of Directors, but any such delegation shall not interfere with the exercise by the Board of Directors of its powers while in session.

Section 2. Nominating Committee

The members shall appoint, by vote of a majority of the members then in office, a nominating committee annually at its first regular meeting each year commencing at the September, 2010 regular meeting of the members, or such other date as may be fixed by the members or the President. The nominating committee shall consist of such number as the members determine. The nominating committee shall be established for the purpose of nominating and recommending directors for election by the members upon the expiration of the term of a director or in the event of a vacancy. A majority of the members on the nominating committee, represented in person, shall constitute a quorum at a meeting of the committee.

Section 3. Number, Tenure, Qualifications and Terms

The number of directors of the corporation shall be not less than three (3) nor more than seven (7) as the members shall from time to time determine. The directors shall be elected at the annual meeting of the members for staggered three (3) year terms (as hereinafter described). Directors need not be residents of Maine and each director shall hold office during the

pleasure of the members and, unless removed by the members, until his or her successor shall be elected and qualified. Any director may be removed at any time by a majority of the members with or without cause whenever in their judgment the best interests of the corporation would be served thereby. Any removal of a director hereunder shall be without prejudice to the contract rights, if any, of the person so removed. At the annual meeting the members shall establish the number of directors which initially is hereby established at three (3), with one (1) director elected for an initial term of three (3) years, one (1) director elected for an initial term of two (2) years, and one (1) directors elected for an initial term of one (1) year; each director shall be elected for a term of three years after the expiration of his or her initial term.

Section 4. Regular and Annual Meetings

The Annual Meeting of the Board of Directors shall be the first regular meeting of the Board of Directors held in any calendar year. A regular meeting of the Board of Directors shall be held, without other notice than provided by these By-laws, at such places and at such times as the Directors may from time to time determine. The Board of Directors may provide, by resolution, the time and place, either within or without the State of Maine, for the holding of additional regular meetings without other notice than such resolution; provided, however, that any director who is absent when such resolution is passed shall be given notice thereof.

Section 5. Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the President or by or at the request of any two (2) directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Maine, as the place for holding any special meeting of the Board of Directors.

Section 6. Telephone Conference Meetings

Regular and special meetings of the Board of Directors may be held by means of a telephone conference circuit or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at such meeting.

Section 7. Notice

Notice of any special meeting shall be given at least two (2) days prior to such meeting by written notice delivered personally or mailed to each director at his or her business address, or by telefax. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. Notice of any special meeting may also be given in person or by telephone at least twenty four hours in advance of the meeting. Notice hereunder shall be given by the Secretary, or in case of the death, absence, incapacity or refusal of the Secretary, by the officer or director calling the meeting. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director protests lack of notice to him or her prior to or at the commencement of such meeting. A director may also waive notice of a meeting by signing a

written waiver thereof either before or after the meeting. To be effective, any such waiver must be filed with the records of the meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need to be specified in the notice or waiver of notice of such meeting.

Section 8. Quorum

A majority of the number of directors determined in accordance with Section 3 of this Article II shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Section 9. Action at Meeting

The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a greater number is required by law or by the Articles of Organization.

Section 10. Vacancies

Any vacancy occurring in the Board of Directors shall be filled by election at an annual meeting or special meeting of the nominating committee called for that purpose. In the event of a vacancy in the Board of Directors, the remaining directors may exercise the powers of the full Board until such vacancy is filled, except as otherwise provided by law.

Section 11. Compensation

By resolution of the members, the directors may be paid their out-of-pocket expenses, if any, incurred in connection with their services as such and may be paid compensation therefor provided that any such expenses or compensation paid is reasonable.

Section 12. Presumption

A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent is entered in the minutes of the meeting or unless he or she files a written dissent to such action with the Secretary or the person acting as such before the adjournment thereof, or unless he or she forwards such dissent by registered mail to the Secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who votes in favor of such action.

Section 13. Informal Action

Any action required or permitted to be taken at a meeting of the directors may be taken without a meeting if a consent in writing, setting forth the action so taken or to be taken, is signed before or after such action by all of the directors of the corporation, and such consent is filed with the records of the meetings of the Board of Directors. Such consent shall have the same effect as a unanimous vote for all purposes, and may be stated as such in any certificate or other document.

ARTICLE IV. OFFICERS

Section 1. Number and Qualifications

The officers of the corporation shall consist of President, Secretary and Treasurer, each of whom shall be elected by the Board of Directors. The Board of Directors also may elect or appoint one or more Vice Presidents, one or more Assistant Treasurers and/or Assistant Secretaries, as it sees fit. Officers need not be directors of the corporation and may hold more than one office at the same time. Any officer may be required by the Board of Directors to give bond for the faithful performance of his or her duties, to be in such amount and with such sureties as the Board of Directors may determine.

Section 2. Election and Term of Office

The officers of the corporation shall be elected annually by the Board of Directors commencing at the first meeting of the Board of Directors. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his or her successor shall have been duly elected and qualified or until such officer's death, or until he or she resigns or is removed in the manner hereinafter provided. Any officer may resign by delivering his written resignation to the corporation at its principal office or to the President or Secretary and such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event.

Section 3. Removal

Any officer or agent elected or appointed by the Board of Directors may be removed from office with or without cause by vote of a majority of the directors then in office whenever the best interests of the corporation would be served thereby; provided, however, that no such officer or agent may be removed for cause unless he or she has been given reasonable notice and an opportunity to be heard before the Board of Directors. Any such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term thereof.

Section 5. President

The President shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall have general supervision and control over the business and affairs of the corporation. He or she may sign in his or her capacity as President any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of the President and such other duties as may be prescribed by these By-laws or by the Board of Directors from time to time.

Section 6. Vice President

In the absence of the President or in the event of his or her death or inability or refusal to act, the Vice President, if any (or in the event there is more than one Vice President, the Vice Presidents in the order designated at the time of their election, or in the absence of any designation, then in the order of their election), shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 7. Secretary

The Secretary shall: (a) keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-laws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents the execution of which, on behalf of the corporation under its seal, is duly authorized;

(d) keep a register of the post office address of each member, if any, which shall be furnished to the Secretary by such member; (e) have general charge of the record books of the corporation; and (f) in general, perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors. The Secretary shall be a resident of the State of Maine unless the corporation has appointed and maintains a resident agent for service of process within the State. The Secretary shall have authority to affix his or her signature in the capacity as Secretary of the corporation whenever the signature of the Secretary is required on any instrument or document or otherwise, by federal law or the laws of any other state.

Section 8. Treasurer

The Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article III of these By-laws; and (b) in general, perform all of the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 9. Assistant Secretaries and Treasurers

Assistant Secretaries and Assistant Treasurers, if any, shall perform such duties as shall be assigned to them by the Secretary or the Treasurer, respectively, or by the President or the Board of Directors.

Section 10. Salaries

The salaries of the officers, and such other key personnel (defined as management) as the corporation may from time to time employ, shall be fixed from time to time by the Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of the corporation. The Board of Directors may enter into contracts of employment with such officers and key employees for a period not to exceed five (5) years, and may in its discretion require bonds with or without surety from any officer, agent or employee of the corporation on such conditions as it shall from time to time determine. All salaries and other compensation paid hereunder shall represent reasonable compensation for services rendered, and shall be reviewed annually or on such other periodic basis as the Board of Directors deems appropriate.

ARTICLE V. FISCAL YEAR

Except as otherwise determined by the Board of Directors, the fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE VI. SEAL

The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization, and the words "Corporate Seal Maine". The seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any manner reproduced.

ARTICLE VII. INDEMNIFICATION

Section 1. Persons Indemnified

The corporation shall, to the extent legally permissible, indemnify each person who serves as one of its directors or officers, or who serves as its request as a member, director or officer of another organization or in a capacity with respect to any employee benefit plan (each such person being herein called a "Person") against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by such Person in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which such Person may be involved or with which such Person may be threatened, while in office or thereafter, by reason of being or having been such a Person, except with respect to any matter as to which such Person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the corporation or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interests of the participants or beneficiaries of such employee benefit plan. For the purposes of the preceding sentence, any Person who at the request of the Corporation serves another organization or an employee benefit plan shall be deemed to have acted in such manner with respect to the Corporation or to the said employee benefit plan, as the case may be.

Notwithstanding the foregoing, as to any matter disposed of by a compromise payment by any Person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interests of the corporation, after notice that it involves such indemnification, (a) by a disinterested majority of the directors then in office; or (b) by a majority of the disinterested directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such Person appears to have acted in good faith in the reasonable belief that his or her action was in the best interests of the corporation.

Expenses, including counsel fees, reasonably incurred by any Person in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the corporation in advance of the final disposition thereof upon receipt of an undertaking by such Person to repay the amount so paid if such Person ultimately shall be adjudicated to be not entitled to indemnification under this section. Such an undertaking may be accepted without reference to the financial ability of such Person to make repayment.

Section 2. Exclusivity

The right of indemnification hereby provided shall not be exclusive. Nothing contained in this section shall affect any other rights to indemnification to which any Person or other corporate personnel may be entitled by contract or otherwise under law.

As used in this section, the term "Person" includes such Person's respective heirs, executors and administrators, and an "interested" director or officer is one against whom in such

capacity the proceeding in question, or another proceeding on the same or similar grounds, is then pending.

ARTICLE VIII. AMENDMENTS

These By-laws may be amended, altered or repealed at any meeting of the Board of Directors called for the purpose by vote of a majority of the directors entitled to vote. Notice of such meeting shall specify the subject matter of the proposed change or addition to the By-laws to be considered and voted on. No notice need be given if all the directors of record are present in person.

Schedule D

Location of Facilities

Safe Alternatives will utilize two facilities, one for the dispensary and one for the cultivation facility. Both facilities are ready to modify for dispensary and cultivating operations upon approval of this application.

The cultivation site is located at:
9 Caron Rd.
St. David, Maine 04773

The dispensary will be located at:
267 Main Street
Fort Kent, Maine 04743

Schedule E-1

Safe Alternatives Employee Handbook

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WELCOME TO THE COMPANY

Safe Alternatives has prepared this handbook to provide you with an overview of the Company's policies, benefits, and rules. It is intended to familiarize you with important information about the company, as well as provide guidelines for your employment experience with us in an effort to foster a safe and healthy work environment. Please understand that this booklet only highlights company policies, practices, and benefits for your personal understanding and cannot, therefore, be construed as a legal document. It is intended to provide general information about the policies, benefits, and regulations governing the employees of the company, and is not intended to be an express or implied contract. The guidelines presented in this handbook are not intended to be a substitute for sound management, judgment, and discretion.

It is obviously not possible to anticipate every situation that may arise in the workplace or to provide information that answers every possible question. In addition, circumstances will undoubtedly require that policies, practices, and benefits described in this handbook change from time to time. Accordingly, the company reserves the right to modify, supplement, rescind, or revise any provision of this handbook from time to time as it deems necessary or appropriate in its sole discretion with or without notice to you.

No business is free from day-to-day problems, but we believe our personnel policies and practices will help resolve such problems. All of us must work together to make the company a viable, healthy, and profitable organization. This is the only way we can provide a satisfactory working environment that promotes genuine concern and respect for others including all employees and our customers. If any statements in this handbook are not clear to you, please contact the company president or his designated representative for clarification. This handbook supersedes any and all prior policies, procedures, and handbooks of the company.

COMPANY PHILOSOPHY

OPEN-DOOR POLICY

In keeping with the company's philosophy of open communication, all employees have the right and are encouraged to speak freely with management about their job-related concerns.

We urge you to go directly to your supervisor to discuss your job-related ideas, recommendations, concerns and other issues which are important to you. If, after talking with your supervisor, you feel the need for additional discussion, you are encouraged to speak with the company president.

The most important relationship you will develop at the Company will be between you and your supervisor. However, should you need support from someone other than your supervisor, the entire management team, including the company president is committed to resolving your individual concerns in a timely and appropriate manner.

EQUAL EMPLOYMENT OPPORTUNITY

It is the policy of the Company to provide equal employment opportunity to all employees and applicants for employment and not to discriminate on any basis prohibited by law, including race, color, sex, age, religion, national origin, disability, marital status or veteran status. It is our intent and desire that equal employment opportunities will be provided in employment, recruitment, selection, compensation, benefits, promotion, demotion, layoff, termination and all other terms and conditions of employment. The President of the Company and all managerial personnel are committed to this policy and its enforcement.

Employees are directed to bring any violation of this policy to the immediate attention of their supervisor or the company president. Any employee who violates this policy or knowingly retaliates against an employee reporting or complaining of a violation of this policy shall be subject to immediate disciplinary action, up to and including discharge. Complaints brought under this policy will be promptly investigated and handled with due regard for the privacy and respect of all involved.

HARASSMENT POLICY

The Company will not tolerate harassment or intimidation of our employees on any basis prohibited by law, including race, color, sex, age, religion, national origin, handicap, disability, marital status, or veteran status. Moreover, any suggestions made to any employee that sexual favors will affect any term or condition of employment with the Company will not be tolerated. It is the policy of the Company that any harassment, including acts creating a hostile work environment or any other discriminatory acts directed against our employees, will result in discipline, up to and including discharge. The Company also will not tolerate any such harassment of our employees by our clients or vendors.

For purposes of this policy, sexual harassment is defined as any type of sexually-oriented conduct, whether intentional or not, that is unwelcome and has the purpose or effect of creating a work environment that is hostile, offensive or coercive. The following are examples of conduct that, depending upon the circumstances, may constitute sexual harassment:

- Unwelcome sexual jokes, language, epithets, advances or propositions;
- Written or oral abuse of a sexual nature, sexually degrading or vulgar words to describe an individual;
- The display of sexually suggestive objects, pictures, posters or cartoons;
- Unwelcome comments about an individual's body;
- Asking questions about sexual conduct;
- Unwelcome touching, leering, whistling, brushing against the body, or suggestive, insulting or obscene comments or gestures;
- Demanding sexual favors in exchange for favorable reviews, assignments, promotions, or continued employment, or promises of the same.

Employees must bring any violation of this policy to the immediate attention of their supervisor or the company president. The Company will thoroughly investigate all such claims with due regard for the privacy of the individuals involved. Any employee who knowingly retaliates against an employee who has reported workplace harassment or discrimination shall be subject to immediate disciplinary action, up to and including discharge.

WORKING AND COMPENSATION

EMPLOYMENT ON AN AT-WILL BASIS

All employees of the company, regardless of their classification or position, are employed on an at-will basis. This means that each employee's employment is terminable at the will of the employee or the company at any time, with or without cause and with or without notice. No officer, agent, representative, or employee of the company has any authority to enter into any agreement with any employee or applicant for employment on other than on an at-will basis. Furthermore, nothing contained in the policies, procedures, handbooks, manuals, job descriptions, application for employment, or any other document of the company shall in any way create an express or implied contract of employment or an employment relationship on other than an at-will basis.

ATTENDANCE AND REPORTING TO WORK

Each employee is important to the overall success of our operation. When you are not here, someone else must do your job. Consequently, you are expected to report to work on time at the scheduled start of the workday. Reporting to work on time means that you are ready to start work, not just arriving at work, at your scheduled starting time.

The company depends on its employees to be at work at the times and locations scheduled. Excessive absenteeism and/or tardiness will lead to disciplinary action, up to and including termination. The determination of excessive absenteeism will be made at the discretion of the company. Absence from work for three consecutive days without properly notifying your supervisor will be considered a voluntary resignation. After two days' absence, you may be required to provide documentation from your physician to support an injury- or illness-related absence, and to ensure that you may safely return to work.

If you expect to be absent from the job for an approved reason (e.g., paid time off or a leave of absence), you should notify your supervisor of your upcoming absence as far in advance as possible. If you unexpectedly need to be absent from or late to work, you must notify your supervisor prior to the start of your scheduled workday that you will be late or absent and provide the reason for that absence or tardiness. If your supervisor is not available, you should contact the company's main office prior to the start of your scheduled workday. Leave your number so that your supervisor can return your call. Failure to properly contact us will result in an unexcused absence for disciplinary purposes. Your attendance record is a part of your overall performance rating. Your attendance may be included during your review and may be considered for other

disciplinary action up to and including termination.

Where possible, medical and dental appointments should be scheduled around your assigned work hours; otherwise, they may be considered absences without pay. If you are unable to schedule an appointment before or after your shift, you are required to talk to your supervisor to make special arrangements.

WORKDAY HOURS AND SCHEDULING

The regularly scheduled workday for our growing facility is: Monday through Thursday, 7:00 a.m. to 5:30 p.m. and Friday through Sunday from 6:30 a.m. to 7:00 p.m.. Work schedules are Monday through Friday from 8:00 am to 5:30 pm, and Saturday from 9:00 a.m. to noon for dispensary workers. These start and end times are only guidelines, however, and employees are required to be present for work during the workday established for them by their supervisors or by the company president.

Particularly at jobsites, this regular schedule may vary depending on such factors as weather, materials supply, permit approval, etc. If you are unsure about expected starting times on any particular job assignment, ask your supervisor for clarification.

In case of unplanned conditions, such as bad weather, that may force a schedule change at the last minute, you should contact your supervisor or call the office directly.

The company does not generally schedule rest periods or breaks, other than meal breaks, during the workday. However, if the company does schedule such rest periods or breaks, they will be paid breaks and will usually be for 15 minutes. For lunch or meals, our policy is:

- Field employee meals will be 30 minutes.
- Office employee meals will be 1 hour.
- The meal period is unpaid.
- All employees are required to take a lunch break and no employee is authorized, without prior supervisory approval, to perform work during the lunch period.

RECORDING HOURS WORKED

All hourly employees are required to keep a time sheet. On your time sheet, you must correctly record the job number, job code, and time spent on each job number or code for each day worked. The company will provide you with a time sheet for reporting your hours. Only you are authorized to record your own time.

Completed time sheets are due in the office no later than 8:00 a.m. on the Wednesday following the end of a pay period. Failure to turn in time sheets by this deadline may delay your paycheck for that week.

PAY PERIOD AND PAYDAY

The company issues paychecks each Friday, on a weekly basis. Pay periods start on Wednesday morning and end on Tuesday afternoon. Therefore, each Friday, you will receive a paycheck for all hours worked in the pay period ending the previous Tuesday afternoon. If an employee uses direct deposit, the employee's pay may not be available for withdrawal from his or her bank account until the following Monday.

WORKWEEK & OVERTIME

The company's workweek begins on Wednesday at 12:01 a.m. and ends on Tuesday at 12:00 midnight.

Occasionally it may be necessary for an employee to work beyond his or her normal workday hours. Overtime pay is paid only when work is scheduled, approved, and made known to you in advance by your supervisor. Under no circumstances shall an employee work overtime without the prior approval of his or her supervisor.

Hourly employees will receive overtime pay at a rate of one-and-one-half times their regular hourly rate for all hours worked in excess of 40 in a workweek.

To the extent possible, overtime will be distributed equally among all employees in the same classification and position, provided that the employees concerned are equally capable of performing the available work. Decisions regarding overtime work will be made by the Production Coordinator or his/her representative. Any employee asked to work overtime will be expected to rearrange his/her personal schedule to work the requested overtime.

HOLIDAYS

The company observes the following holidays:

- New Year's Day
- Memorial Day
- Fourth of July
- Labor Day
- Thanksgiving
- Christmas

Full-time employees will be paid for these holidays as long as the employee was present for work on the workdays immediately before and after that holiday, or had an acceptable excuse for being absent on any such days. If a paid holiday falls within an employee's vacation period, the holiday will not be counted as a vacation day.

Part-time employees are not eligible for holiday pay.

EMPLOYMENT CLASSIFICATIONS

Upon being hired by the Company, all new employees must serve a ninety (90) calendar day introductory period. It is especially important that you make your

supervisor aware of any questions or problems you may encounter during this period. Your performance will be carefully monitored during this period. At the end of the introductory period, your performance will be reviewed, and if it has been satisfactory, you will become a Regular Full-Time or Regular Part-Time Employee. Satisfactory completion of the introductory period does not entitle you to employment for any specific term, but does entitle you to participation in many of the Company's employee benefits programs.

For the sole purpose of determining the allowance of certain employee benefits, employees are classified as:

1. Regular Full-Time Employees - An employee who has satisfactorily completed the introductory period and is scheduled to work an average of forty (40) hours per week on a regular and continuous basis.
2. Regular Part-Time Employees - An employee who has satisfactorily completed the introductory period and is usually scheduled to work less than an average of forty (40) hours per week but not less than ten (10) hours per week on a regular and continuous basis.
3. Temporary Employees - An employee whose services are anticipated to be of limited duration falls into this classification. Temporary employees are not eligible for participation in those employee benefits programs made available for the Company Regular Full-Time and Regular Part-Time Employees, although separate benefit plans may be available for certain temporary employees assigned to work at the Company. Any such employees will be separately notified of any such programs. Service as a temporary does not count as service as a Regular Employee for benefit eligibility purposes.

For payroll purposes, employees will be classified as one of the following:

1. Exempt Employees - Certain employees such as executive, administrative, professional and outside sales employees are paid on a salary basis for all hours worked each week. Certain computer professionals may also be exempt, regardless of whether they are paid on a salary or hourly basis. These employees are expected to work whatever hours are required to accomplish their duties, even if it exceeds their normal workweek. No overtime premium pay will be paid to exempt employees in most circumstances.
2. Non-Exempt Employees - All employees who are not identified as exempt employees are considered non-exempt employees. Non-exempt employees are eligible for payment of overtime premium pay.

MAINTAINING YOUR PERSONNEL RECORDS

It is your responsibility to provide current information regarding your address,

telephone number, insurance beneficiaries, change in dependents, marital status, etc. Please use the personnel records form to note any changes in your address, phone number, emergency contact information, marital status, number of dependents, etc. Changes in exemptions for tax purposes will only be made upon the receipt of a completed W-4 form.

PERSONNEL FILES

Employee personnel files are the property of the company, and do not belong to the employee. However, upon request, the company will provide employees with copies of performance evaluations and other performance-related documents that the employee has previously received.

PERFORMANCE EVALUATIONS

Employees may have their job performance reviewed on an annual basis by either their supervisor or by the president of the company.

STANDARDS AND EXPECTATIONS FOR THE WORKPLACE

SAFETY

The company believes in maintaining safe and healthy working conditions for our employees. However, to achieve our goal of providing a safe workplace, each employee must be safety conscious. We have established the following policies and procedures that allow us to provide safe and healthy working conditions. We expect each employee to follow these policies and procedures, to act safely, and to report unsafe conditions to his or her supervisor in a timely manner.

Reporting Unsafe Conditions or Practices

Employees are expected to continually be on the lookout for unsafe working conditions or practices. If you observe an unsafe condition, you should warn others, if possible, and report that condition to your supervisor immediately. If you have a question regarding the safety of your workplace and practices, ask your supervisor for clarification.

If you observe a coworker using an unsafe practice, you are expected to mention this to the coworker and to your supervisor. Likewise, if a coworker brings to your attention an unsafe practice you may be using, please thank the coworker and make any necessary adjustments to what you are doing. Safety at work is a team effort.

Maintaining a Safe Worksite

We expect employees to establish and maintain a safe worksite. This includes but

is not limited to the following applications:

- Maintaining proper fall-protection systems.
- Building and maintaining walkways, handrails, and guardrails.
- Properly lifting and lowering heavy objects.
- Inspecting tools and equipment for defects before use.
- Keeping walkways clear of debris.
- Construction and use of safe scaffolding.
- Inspecting, cleaning, and properly storing tools and equipment after use.
- Following established safety rules.

Using Safety Equipment

Where needed, the company provides its employees with appropriate safety equipment and devices. You are required to use the equipment provided in the manner designated as proper and safe by the manufacturer. Failure to properly use safety equipment may lead to disciplinary action, up to and including termination.

If you require safety equipment that has not been provided, contact your supervisor before performing the job duty for which you need the safety equipment.

Reporting an Injury

Employees are required to report any injury, accident, or safety hazard immediately to their supervisor(s). Minor cuts or abrasions must be treated on the spot. More serious injuries or accidents will be treated accordingly. Serious injuries must be reported on the injury or accident report form available in the office.

Hazard Communications

If you believe that you are dealing with a hazardous material and lack the appropriate information and/or safety equipment, contact your supervisor immediately.

CARE OF EQUIPMENT AND SUPPLIES

All employees are expected to take care of all equipment and supplies provided to them. You are responsible for maintaining this material in proper working condition and for promptly reporting any unsafe or improper functioning of this material to your supervisor.

Neglect, theft, and/or destruction of the company's materials are grounds for disciplinary action, up to and including termination.

SMOKING AT THE WORKPLACE

The company's policy is to provide smoke-free environments for our employees,

customers, and the general public. Smoking of any kind is prohibited inside our office and on our worksites. Employees may smoke on scheduled breaks or during meal times, as long as they do so outside the worksite or office. Employees who take excessive smoke breaks may be required to work longer hours to make up for time lost smoking.

Employees are also responsible to inform all those working on our job sites of this smoke-free policy, and report to their supervisor any violation of this policy.

VIOLENCE AND WEAPONS

The company believes in maintaining a safe and healthy workplace, in part by promoting open, friendly, and supportive working relationships among all employees. Violence or threats of violence have no place in our business. Violence is not an effective solution to any problem. Employees are strictly prohibited from bringing any weapons, including knives, pistols, rifles, stun guns, Mace, etc., to the worksite or office. Neither threats of violence nor fighting will be tolerated. Furthermore, if you have a problem that is creating stress or otherwise making you agitated, you are encouraged to discuss it with your supervisor.

You are expected to immediately report to your supervisor any violation of this policy. Any employee found threatening another employee, fighting, and/or carrying weapons to the worksite will be subject to disciplinary action, up to and including termination.

DRUG-FREE WORKPLACE

The company does not tolerate the presence of illegal drugs or the illegal use of legal drugs in our workplace. The use, possession, distribution, or sale of controlled substances such as drugs or alcohol, or being under the influence of such controlled substances is strictly prohibited while on duty, while on the company's premises or worksites, or while operating the company's equipment or vehicles. The use of illegal drugs as well as the illegal use of legal drugs is a threat to us all because it promotes problems with safety, customer service, productivity, and our ability to survive and prosper as a business. If you need to take a prescription drug that affects your ability to perform your job duties, you are required to discuss possible accommodations with your supervisor. Violation of this policy will result in disciplinary action, up to and including termination.

Prior to employment, each potential employee must undergo a drug test. The company will require employees to take random drug tests during their employment with the Safe Alternatives. A positive result on any such drug test is grounds for immediate termination.

Your receipt of this policy statement and signature on the handbook acknowledgment form signify your agreement to comply with this policy.

Any employee who is convicted of violating criminal drug statutes must notify an appropriate officer or senior official of the company of that conviction within three days

of the conviction. Failure to do so will lead to disciplinary action.

RESPONDING TO CUSTOMER INQUIRIES AND PROBLEMS

At the company, client satisfaction is the measure of our success. It is the responsibility of each employee, within reason, to interact with the client to achieve this goal.

APPEARANCE AND DRESS

To present a business-like, professional image to our customers and the public, all employees are required to wear appropriate clothing on the job. By necessity, the dress standards for the business office are somewhat different than for jobsites.

- For the business office, casual to business-style dress is appropriate. Employees should be neatly groomed and clothes should be clean and in good repair. Leisure clothes such as cut-offs or halter tops are not acceptable attire for the business office. The company will provide employees with shirts bearing the Company's logo, which employees are expected to wear as appropriate in the business office.

- For jobsites, employees are expected to wear work clothes appropriate for work to be done. Employees should be sensitive to the location and context of their work and should be ready to adjust their dress if the circumstances so warrant. Employees at a jobsite should wear clothing that protects their safety (steel-toed shoes, for example) and wear clothing in such a way as to be safe (e.g., shirts tucked in when working around machinery). The company will provide employees with shirts bearing the Company's logo, which employees are expected to wear on the jobsite.

CONFLICTS OF INTEREST

You should avoid external business, financial, or employment interests that conflict with the company's business interests or with your ability to perform your job duties. This applies to your possible relationships with any other employer, consultant, contractor, customer, or supplier.

Violations of this rule may lead to disciplinary action, up to and including termination.

CODE OF ETHICAL CONDUCT

In order to avoid any appearance of a conflict of interest, employees are expected to abide by the following code of ethical conduct. Please consult your supervisor or an

official of the company if you have any questions.

Employees of the company should not solicit anything of value from any person or organization with whom the company has a current or potential business relationship.

Employees of the company should not accept any item of value from any party in exchange for or in connection with a business transaction between the company and that other party.

Employees may accept items of incidental value (generally, no more than \$25) from customers, suppliers, or others as long as the gift is not given in response to solicitation on your part and as long as it implies no exchange for business purposes. Items may include gifts, gratuities, food, drink and entertainment.

If you are faced with and are unsure how to handle a situation that you believe has the potential to violate this code of ethical conduct, notify your supervisor or the company president.

Violations of this code may lead to disciplinary action, up to and including termination.

SOLICITATION AND DISTRIBUTION

For the safety, convenience, and protection of all employees, the company has adopted the following rules concerning solicitation and the distribution of materials:

- The company prohibits solicitation and distribution of non-company materials on Company property or at Company jobsites at all times.

PERSONAL CALLS, VISITS, AND BUSINESS

The company expects the full attention of its employees while they are working. Although employees may occasionally have to take care of personal matters during the workday, employees should try to conduct such personal business either before or after the workday or during breaks or meal periods. Regardless of when any personal call is made, it should be kept short.

Employees should also limit incoming personal calls, visits, or personal transactions. The company's phones should be available to serve the Company's customers, and non-business use of the phones can hurt the company's business. A pattern of excessive personal phone calls, personal visits, and/or private business dealings is not acceptable and may lead to disciplinary action.

BUSINESS EXPENSES

Employees may occasionally incur expenses on behalf of the Company. The company will reimburse employees for typical business expenses, such as mileage (for example, when the Company asks an employee to travel to a different jobsite during the workday) and certain job-related supplies or materials. The company will pay mileage

reimbursements at the end of each month, upon receipt of the employee's mileage record. In order to be reimbursed for job-related supplies or materials, employees must deliver a receipt for the supplies or materials to the company's business office within 7 days of the purchase. Employees may also turn in such receipts by attaching them to the employee's weekly time sheet for the week in which the employee made the purchase.

INSPECTION OF PERSONAL AND COMPANY PROPERTY

The company's employees use the property and equipment the company owns and provides, and may also use the company's materials, information, and other supplies. While employees may decorate their office workspaces with their personal possessions (such as pictures, plants, and the like), employees must remember that property supplied by the company remains the property of the company. The company reserves the right to search any Company property (e.g., personal computers, desks, lockers, or other storage areas) at any time. The company also reserves the right to inspect personal property (e.g., tool boxes, purses, briefcases) during the workday or as employees leave their worksites. Refusal to allow inspection may lead to disciplinary action, up to and including termination.

NETWORK AND ELECTRONIC RESOURCES POLICY

Network and Electronic Resources, such as computers, other hardware, software, e-mail, landline and cellular telephones, fax machines and internet access, are tools that the Company provides its employees to assist them in their work. These Network and Electronic Resources and related access systems are proprietary Company property and subject to review or access by the Company at any time.

All employees who use the Company's Network and Electronic Resources must follow the guidelines below:

1. Use Network and Electronic Resources for Company business purposes only.
2. Messages and communications sent via the Company's Network and Electronic Resources are subject to subpoena and access by persons outside the Company and may be used in legal proceedings. Please consider this before sending any confidential messages or material via the Network and Electronic Resources.
3. E-Mail is not a substitute for face-to-face communication. If you have a conflict with someone or need to discuss an important issue, it should be handled in person or over the telephone if a meeting is not possible.
4. Remember that all of the Company's policies, including but not limited to policies on Equal Employment Opportunity, Harassment, Confidentiality, Personal Conduct and Rules of Conduct, apply to the use of the Company's Network and Electronic Resources. Employees must not

review or forward sexually explicit, profane or otherwise unprofessional or unlawful material through the Company's Network and Electronic Resources.

5. Passwords protecting the use of the Company's Network and Electronic Resources are the Company's property and will be assigned to employees as needed. Employees may not change passwords without the consent of the company president. Employees must notify the company president of all passwords and encryption keys assigned to or used by them, and must notify the company president of any changes to such passwords or encryption keys.
 6. Do not install any software or program on any Company computer or other hardware without the express consent of your supervisor or the company president.
 7. The company expressly prohibits the unauthorized use, installation, copying or distribution of copyrighted, trademarked or patented material.
 8. Employees must not attempt to override or evade any program or measure installed by the Company to protect the security or limit the use of its Network and Electronic Resources.
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The Company retains the right to review all communications conducted and data saved, reviewed or accessed via the Company's Network and Electronic Resources, including Company computers, e-mail and internet access. The company does not permit its non-management employees to access or use any Company password, e-mail or internet access other than their own. Inappropriate use of Network and Electronic Resources may result in discipline, up to and including discharge. Employees should be careful to safeguard their passwords, log off their terminals when not in use and not permit others to access Company systems.

CONFIDENTIAL AND PROPRIETARY INFORMATION

The Company considers its confidential and proprietary information, including the confidential and proprietary information of our customers, to be one of its most valuable assets. As a result, employees must carefully protect and must not disclose to any third party all confidential and proprietary information belonging to the Company or its customers. Such protected information includes, but is not limited to, the following: matters of a technical nature, such as computer software, product sources, product research and designs; and matters of a business nature, such as customer lists, customer contact information, associate information, on-site program and support materials, candidate and recruit lists and information, personnel information, placement information, pricing lists, training programs, contracts, sales reports, sales, financial and marketing data, systems, forms, methods, procedures, and analyses, and any other proprietary information, whether communicated orally or in documentary, computerized

or other tangible form, concerning the Company's or its customers' operations and business.

Employees should ensure that any materials containing confidential or proprietary information are filed and/or locked up before leaving their work areas each day. During the workday, employees should not leave any sensitive information lying about or unguarded.

If you have any questions about this policy, consult your supervisor or the company president.

RULES OF CONDUCT AND PROGRESSIVE DISCIPLINARY PROCEDURE

There are reasonable rules of conduct which must be followed in any organization to help a group of people work together effectively. The company expects each employee to present himself or herself in a professional appearance and manner. If an employee is not considerate of others and does not observe reasonable work rules, disciplinary action will be taken.

Depending on the severity or frequency of the disciplinary problems, a verbal or written reprimand, suspension without pay, disciplinary probation, or discharge may be necessary. It is within the company's sole discretion to select the appropriate disciplinary action to be taken. Notwithstanding the availability of the various disciplinary options, the company reserves the right to discharge an employee at its discretion, with or without notice.

The following is not a complete list of offenses for which an employee may be subject to discipline, but it is illustrative of those offenses that may result in immediate discipline, up to and including dismissal, for a single offense:

1. Excessive absenteeism or tardiness.
2. Dishonesty, including falsification of Company-related documents, or misrepresentation of any fact.
3. Fighting, disorderly conduct, horseplay, or any other behavior which is dangerous or disruptive.
4. Possession of, consumption of, or being under the influence of alcoholic beverages while on Company or customer premises or on Company business.
5. Illegal manufacture, distribution, dispensation, sale, possession, or use of illegal drugs or unprescribed controlled substances.
6. Reporting for work with illegal drugs or unprescribed controlled substances in your body.

7. Possession of weapons, firearms, ammunition, explosives, or fireworks on Company or customer premises.
8. Failure to promptly report a workplace injury or accident involving any of the Company's employees, clients, equipment, or property.
9. Willful neglect of safety practices, rules, and policies.
10. Speeding or reckless driving on Company business.
11. Commission of a crime, or other conduct which may damage the reputation of Company.
12. Use of profane language while on Company business.
13. Stealing, misappropriating, or intentionally damaging property belonging to the Company or its customers or employees.
14. Unauthorized use of the Company's or its clients' name, logo, funds, equipment, vehicles, or property.
15. Insubordination, including failure to comply with any work assignments or instructions given by any Company supervisor with the authority to do so.
16. Violation of the Company's Equal Employment Opportunity Policy or its Harassment Policy.
17. Interference with the work performance of other employees.
18. Failure to cooperate with an internal investigation, including, but not limited to, investigations of violations of these work rules.
19. Failure to maintain the confidentiality of trade secrets or other confidential information belonging to the Company or its customers.
20. Failure to comply with the personnel policies and rules of the Company.

RE-EMPLOYMENT

Former employees who are rehired and return to work within three months of their termination will not be required to go through another orientation period, unless the company deems it necessary. Former employees who are rehired and return to work more than three months after their termination will be rehired only as new employees and must complete a new orientation period. They will be considered new employees for any and all benefits. As a general rule, the company will not rehire former employees who:

- Were dismissed by the company
- Resigned without giving two weeks' notice

- Were dismissed for inability to perform job duties
- Had a poor attendance record
- Had a below-average evaluation
- Violated work rules or safety rules

MOONLIGHTING

The company discourages our employees from taking additional outside employment. Employees who wish to take on outside employment must first obtain permission from the company president. Work requirements for the company, including overtime, must take precedence over any outside employment.

The company will not permit any employee to take an outside job with a company in the same or related business as the company, or which is in any way a competitor of the company.

If the company permits an employee to take outside employment, the employee must report to his or her supervisor when the outside job has started. If, as a result of this moonlighting, the employee is unable to work when requested by the company, including overtime, or is unable to maintain a high work performance level at the company, permission to work at the outside job may be rescinded, or the employee may be subject to dismissal.

Employees are not permitted to work for any client of the company outside of the regular working hours as described above, without the express approval of the company president or his designated representative.

The company will not pay medical benefits for injuries or sickness resulting from employment by any employer other than the company.

BENEFITS

MOBILE PHONES

The company will supply employees with mobile telephones as needed. The company's mobile phones are to be used for the company's business purposes only.

PAID TIME OFF

The company provides its full-time employees with paid time off ("PTO") each year as a way to express our appreciation and a way to renew and refresh our employees. Because our business is often very seasonal, the company reserves the right to grant PTO at times that are most suitable for our business conditions and to limit PTO during our busy season.

Full-time employees become eligible for 5 days (40 hours) of PTO per calendar year after 12 months of continuous employment with the company. After 36 months of continuous employment, employees become eligible for 10 days (80 hours) of PTO per

calendar year.

Employees must use all PTO in the calendar year in which it is granted. It should be scheduled and approved by the company at least two weeks in advance. Any unused PTO will be forfeited at the end of each calendar year.

Upon termination of employment for any reason, employees forfeit any accumulated but unused PTO.

Part-time employees are not eligible for PTO.

LEAVES OF ABSENCE

Personal Leave

The company may, at its discretion, grant an employee a leave of absence without pay when sufficient personal reasons necessitate such a leave. However, employees are not eligible for a personal leave of absence until they have been continuously employed as full-time employees of the company for 12 months.

The company may require an employee to provide documentation, such as a doctor's certification of illness or disability, supporting the employee's need for a leave of absence, and the company may periodically require the employee to provide such supporting documentation on basis during the leave of absence. Prior to or upon an employee's return to work from a leave of absence, the company may also require the employee to provide documentation establishing the employee's ability to return to work.

The Company reserves the right to determine the duration of the leave of absence, but no leave of absence shall exceed 12 weeks. If an employee fails to return to work immediately after his or her leave of absence expires, the employee will be considered to have voluntarily resigned his or her position with the company.

Employees may continue their health insurance benefits while on a leave of absence by paying the full cost of the employee portion of their premium to remain covered each month during the leave. Employees who wish to continue their insurance coverage should so advise the office manager before beginning their leave.

Leaves of absence will be without pay except that employees may be required to use any accrued paid time off during a leave. While on a leave of absence, employees will not accrue additional paid time off. Employees may be eligible for benefits during a leave under the Company's short-term and long-term disability plans.

Because operations sometimes require that vacant positions be filled, a leave of absence does not guarantee that the job will be available when the employee returns from a leave. The Company will, however, make an effort to place you in your previous position or a comparable job which you are qualified to perform. If no such position is available, you may be eligible for rehire as a new employee if you apply for an available position for which you are qualified and if your prior work history warrants your rehire.

Bereavement Leave

The company will provide up to three days of paid bereavement leave for an employee upon the death of an immediate family member. For purposes of this policy, "immediate family" is defined as the employee's or the employee's spouse's parents, siblings, children, grandparents, grandchildren, the employee's spouse, or any other relative who resides in the employee's household.

Employees should direct all requests for Bereavement Leave to their supervisors or to the company president.

While on Bereavement Leave, an employee will be paid at straight time for the hours the employee was scheduled to work on the days missed.

Jury Leave

Employees who are called for jury duty will be granted time off with pay to perform this civic duty. Employees must notify their supervisors as soon as they learn they have been summoned as a juror so that work arrangements can be made. In order to be paid for Jury Leave, an employee must provide his or her supervisor with the jury summons and a note from the Clerk of the Court indicating the times the employee was in court for jury duty. The company will pay employees straight time for their regularly scheduled hours of work, minus the compensation they received from the court for their service as jurors, for up to five days of jury service. An employee who is excused from jury duty prior to the end of a regularly scheduled workday must report for work for the remainder of that day, or otherwise notify his or her supervisor of his or her availability to work.

Military Leave

The company will grant employees called into military service an unpaid leave of absence and reemployment rights as provided by the laws of the United States. Employees may use accrued paid time off during a military leave of absence, but are not required to do so.

ACKNOWLEDGEMENT OF RECEIPT OF EMPLOYEE HANDBOOK

I have received the current company employee handbook and have read and understand the material covered. I have had the opportunity to ask questions about the policies in this handbook, and I understand that any future questions that I may have about the handbook or its contents will be answered by the Office Manager or his or her designated representative upon request. I agree to and will comply with the policies, procedures, and other guidelines set forth in the handbook. I understand that the company reserves the right to change, modify, or abolish any or all of the policies, benefits, rules, and regulations contained or described in the handbook as it deems appropriate at any time, with or without notice. I acknowledge that neither the handbook nor its contents are an express or implied contract regarding my employment.

I further understand that all employees of the company, regardless of their classification or position, are employed on an at-will basis, and their employment is terminable at the will of the employee or the company at any time, with or without cause, and with or without notice. I have also been informed and understand that no officer, agent, representative, or employee of the company has any authority to enter into any agreement with any applicant for employment or employee for an employment arrangement or relationship other than on an at-will basis and nothing contained in the policies, procedures, handbooks, or any other documents of the company shall in any way create an express or implied contract of employment or an employment relationship other than one on an at-will basis.

This handbook is the company property and must be returned upon separation.

Signature

Date

Employee Name: Printed

Schedule E-2

Growing and Cultivation:

The growth of marijuana indoors consists of many different stages of life over the course of roughly four months indoors. Mainly, mothers, seedlings and cloning, vegetative growth, early flowering, late flowering, harvesting, drying, and curing.

Mother plants play a very crucial role in indoor growing, and save the grower valuable time. Since seedlings take much more time to reach sexual maturity, it is more feasible to take clones from already mature mothers which can be flowered as soon as a root zone develops. This is because the mothers pass on duplicate DNA to the clones, which includes age. By keeping the mothers on 18 hours of light a day, they are able to stay in the vegetative stage of growth for extended periods of time, and only need to be re-cloned yearly. There are both pros and cons when it comes to using seedlings versus clones, and is usually a hot topic amongst growers.

Once clones have established themselves in their medium, they enter vegetative growth. From this point on they are able to enter flowering at any time, but should be grown out to increase the root mass, and prepare for the adult stages of life. Root growth is at its highest point during this phase of life, and is important to overall plant vigor.

Flowering is induced by changing their light schedule from 18 hours on and 6 off to 12 hours on and 12 off. This gives the plant the signal that "fall" is here and they need to bear their fruits before winter comes and they die off. The plant will then begin to extend its stigmas in an attempt to catch pollen which it will never receive. Sinsemilla is a term used to describe marijuana which has not been pollinated; This is the ultimate goal of a grower.

Harvest time is just as vital as the other stages. Once the plants are cut at the stalk, they need to be either hung to dry naturally, or many of the bigger fan leaves and excess foliage can be removed to make drying times a little quicker. After 5 to 7 days of drying, depending on how big the flowers are, buds should be further manicured, and cut down to size. They should be placed in air tight containers so that the moisture remaining may distribute itself evenly, and drying does not occur only on the outside of the bud. This is important to the overall quality, and potency of the finished product. Buds will cure and be ready for patients within four weeks of being jarred, although 8 weeks is optimal.

Facility Maintenance:

The facility will be divided into several different rooms, dedicated specifically to each stage of life and its optimal conditions. Our facility will be run perpetually, meaning we can have a harvest approximately every 30 days, to keep up with the demands of patients. Although the facility will be quite controlled environmentally, there is still a lot of work that needs to be tended to manually on a daily basis by staff members. Before entering the main facility, employees will be required to change their clothes and wash up in a sterile room. This will ensure contaminants cannot enter the

facility. For example molds, pests, bacteria and other unknown substances.

General maintenance will need to be done to all rooms throughout the course of each month. This will include but not limited to; checking for bugs and pests every few days; cleaning and disinfecting the rooms once a week; cleaning watering trays; along with daily general clean up and vacuuming. All tools, measuring devices and water reservoirs will need to be disinfected after each use. Wall, intake, exhaust and light cooling fans will need to be inspected every few days, and all electronics should be checked as well for excess heat, or poor functionality. Efficiency will be of the utmost importance in this facility.

Mother plants and clones will have their own room. This room will stay at 18 hours of light on and 6 off permanently; relative humidity will be kept between 65-70% , and temperatures ranging from 74-77 degrees Fahrenheit. Mothers need to be kept at a decent size so that they can have many clones to be taken each month. It is important that the mother plants be continually potted up to ensure they do not get root bound, and discontinue healthy growth. Among the daily chores of a grower is to keep mothers under control by trimming, or tying and training them. On a monthly basis, new clones will need to be propagated and tended to with care. They will be started hydroponically in an aeroponics cloning system until the first signs of significant root growth. Once roots are established, they will be carefully transplanted into soil and watered thoroughly. Cloning is the single most traumatic experience a plant can go through, and needs to be monitored closely. If clones get too dry, valuable root growth will start to diminish, and may take a while to resume.

Clones will then enter the vegetative room. Entering this room, plants will need to be potted in their final containers which will be 7 gallon smart pots. The room will be lit from 18 to 20 hours a day for maximum growth, with a relative humidity from 60-65%, and temperatures ranging from 77-80 degrees Fahrenheit. At this point, it is very important that all vegetive plants be tied and trained to support maximum bud growth, as well as a create a full even canopy. Also, the lower canopy near the base of the stalk will need to be thinned in order to achieve adequate air flow under the plants. This is crucial so lower leaves do not become stifled, and have a constant new supply of CO2. Plants will stay in this atmosphere for approximately 30 days or until sufficient growth for flowering has been achieved.

Flowering is the most unique stage of Marijuana, and by far the most complicated. The light cycle will be changed from 18 hours on to 12 hours on, which is signals the plant to start flowering. Up until this point, most primary, secondary, and trace nutrients are used in relatively small amounts, since the plants are much smaller and nodes have not begun to stretch. The bigger a plant gets, the more nutrients it needs to sustain high growth levels, and the taller it gets, the farther the plant has to send these nutrients up the stalks. The first few weeks of flowering, or Pre-flowering, are basically an extension of vegetive growth. Relative humidity should be kept between 60-65%, with temperatures ranging from 79-82 degrees Fahrenheit. With the 6 hour drop in light per day, plants normally begin to stretch because they are receiving much less light then before. Once this initial transition has ended, plants go into full blooming mode, and require much care and attention. As buds begin to develop more weight they have a harder time keeping themselves upright. Again, tying and training of buds will help the plant use less energy to stay up, and give them a greater ability to focus on bud

growth.

As buds continue to develop into late flowering is where most growers see their biggest problems. Each strain of Marijuana is very different, and nutrient uptake varies greatly depending on the overall health and vigor of the plant. This is why it is important not to have a particular feeding schedule set in stone. Plant uptake is always different and should be changed accordingly at the first signs of deficiency or overdose. Understanding what your plant needs is an art, and catching problems at their very beginning is of the utmost importance. This is why constant attention is needed during this stage, every plant needs its own analysis daily. Before the crop finishes, it needs to be flushed out with distilled water, so that there are little or no nutrients left in the plant. This makes a huge difference in the overall taste, smell, and quality of the medicine put forth. In order to ensure mold cannot grow inside or around the buds, relative humidity should be lowered to 45-55% during the last few weeks as a precautionary measure.

The final room is the clipping and drying room. It will be kept at a constant 50% relative humidity with temperatures ranging from 64-67 degrees Fahrenheit, and be completely dark except for green lights. Green lights do not trigger growth in plants and will not degrade marijuana like natural light will. That is why all storage and drying rooms must be dark at all times. Manicuring buds is quite the job, and will be a big part of this room. Finished crops will also be stored here, until they have cured long enough, and are ready to be shipped to the dispensary for patients. Daily and even hourly checks will need to be done to ensure curing buds have just the right texture and moisture levels.

Strain List:

1. Sour Queen - Tested at 25 percent THC. An incredibly powerful indica with a sandalwood/tangy lemon flavor. Perfect for any chronic pain victim, or treating nausea and wasting syndrome.
2. Hawaiian Snow - Tested at 21 percent THC. This dominantly sativa strain has a rich spicy and earthy flavor. It is a day time medicine, used for pain relief and muscle spasms. A low anxiety strain.
3. Mendocino Madness - Tested at 15 percent THC. This indica/sativa hybrid has a hashy and skunky, though somewhat mild flavor. For patients who enjoy less of a psychoactive effect, and more of a calming body experience, this strain will help control any muscle spasms or nerve pain. Also great for Multiple Sclerosis, and Glaucoma.
4. Jack Herer - Tested at 19 percent THC. An indica/sativa hybrid that is both fruity and spicy, with a very strong, clear sativa presence. Excellent for physical ailments, and general pain relief.
5. Ak-47 - Tested at 18 percent THC. An indica/sativa hybrid with a woody flavor that is soft and very pleasant. The AK-47 high is smooth and strong, yet also clear and uplifting. A positive effect on both Aids and Cancer patients to get them through their roughest of times.
6. Diesel x Mighty Might - Tested at 23 percent THC. A mostly indica mix with a very heavy, mind penetrating quality.
7. Biesel - an indica-dominant strain that is a sedating variety used for pain relief and muscle relaxation.
8. Kalie Mist - a 90% sativa strain which works well for fight chronic pain.

9. OG # 18 - an indica strain used to treat mild pain and glaucoma patients.
 10. White Widow – a Brazilian X Indian strain that is recommended for multiple sclerosis and other seizure related illnesses.
 11. Silver Haze – An indica X sativa strain that is recommended for multiple sclerosis and other seizure related illnesses.
 12. Lavender – An Afghan X Hawaiian strain that is recommended for multiple sclerosis and other seizure related illnesses.
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Schedule E-3

Safe Alternatives has implemented a stringent control system that will be put in place via: a point of sale/inventory tracking system; tools and form for accounting and verification; and tasks and processes that will ensure accountability at every stage through the product chain. Safe Alternatives will purchase an industry management database system from MMJMenu. This system will allow Safe Alternatives to strictly enforce the purchasing limits as established by the State of Maine and DHHS to no more than 2.5 ounces twice per month. In addition these purchasing limits will be communicated to each patient verbally during orientation and via the Patient Handbook. Also, employees will be educated on patients' purchasing limits and how to best communicate this to each patient and/or their caregiver. To best monitor the tracking of product to patients, Safe Alternatives will institute a database tracking system which will be automated to determine if a patient is allowed to make a purchase based upon their monthly limitation.

To limit resale of Safe Alternatives product by patients, a price structure will be implemented that is at par with the current market price.

Safe Alternatives will institute a HIPAA Information Security Record (HISR) System within the State of Maine. This will be a secure medical database system fully compliant with the Federal Health Insurance Portability and Accountability Act of 1996, as amended by the HiTech Act. The HISR System will allow real time and dynamic tracking of every transaction by state licensed patients for use and compliance. Special queries can be set up to trigger an alarm on out of bounds purchases or trips made to separate locations on the same day (for example, with secure cross connectivity with all compassion centers to control and track excessive or repetitive transactions that may be indicative of redistribution or sub-dealing by any patient). Also, quick verification of transaction and proof of state license can be verified by law enforcement on a real time basis as well as dynamic updates and alerts for stolen, forged or compromised state licenses.

An accounting system will be devised to monitor the cannabis that is harvested and processed. This measure will incorporate the overseeing of harvesting by the Director of Growing Operations in collaboration with another manager at all times. Managerial and operational data will be acquired on different strains to determine efficiency and effectiveness of the operations being employed. In addition, this will allow management and DHHS to conduct performance audits which should indicate if any fraud is taking place.

To ensure inventory control measures, a barcode system with Radio Frequency Identification Tags (RFID) will be implemented for security and safety. This automated process will provide instant access of any product that has left the facility. The barcode system will be used for small items that have been packaged and are placed in a warehouse inventory management system. An example of this would be: individual grams or ¼ ounces. To maintain freshness, packaging will

take place every week. These items will then be recorded in the database system and placed in a secured inventory room. When invoices are generated, each order will be packaged and placed in a sealed container such as a box or shipping envelope. These items will then be placed into a security storage bin with a RFID to track its location. During the entire process of packaging, there will be a minimum of two people who will be present to make certain that procedures are followed properly and to sign-off and witness that all is safe and secure. In addition, this activity will be video recorded to ensure Safe Alternatives and DHHS that the process is secure.

Inventory will not leave the growing and processing facility without being bar-coded and RFID tagged. When delivering to the dispensary or directly to patient's homes, Safe Alternatives will require that a minimum of two employees are present. In the dispensary, all products will be secured after hours in a vaulted safe behind locked doors. Inventory that is sold within the dispensary will be tracked through a Point of Sale system which will automatically transfer information back to the database management system for patient consumption purposes.

By using the mmjmenu, Safe Alternatives will be able to:

- Upload and store patient documents.

- Allow patients to place orders online to save more time.
- Reduce paperwork and save time with custom reports.
- Take control of inventory with custom barcodes & labels.
- Easily manage and set permissions for employees.

Patients information will remain in one secure system which will be easily accessible. This will allow Safe Alternatives a security system to aid patients, employees and DHHS. In addition, detailed reports will allow for better decision making for both the dispensary and patients.

Schedule E-4

Food Preparation

Food preparation for Safe Alternatives will begin with a Maine Certified Commercial Kitchen License. This will instill that the kitchen is processing food products safely and consistently.

All Recipes will be formulated on a weight basis to ensure batch-to-batch consistency. A gram scale will enable the conversion of cups and teaspoon measurements to grams. This will be particularly important when considering volume of marijuana to be added. Testing procedures will include the following:

- water activity (a_w)—to determine the amount of “free” water in baked and canned foods available to support bacterial growth;
- titratable acidity—to measure the actual amount of acids in vinegars;
- Brix—to determine the concentration of dissolved sugars in jams, jellies, and syrups.

To ensure that all foods meet food grade specification, Safe Alternatives will adhere to the State of Maine Food Code. Please see the accompanying copy.

Laboratory services will be secured to provide gas chromatography to determine potency of different strains. This will allow Safe Alternatives the ability to determine the amounts (by weight) in order to sufficiently meet the needs of our customers.

Labeling is critical to all food products. Each product will contain a label that states “This is Medicine and to Keep Away from Children”. In addition the following information will be listed on each food product.

- the statement of identity (name of food product),
- net weight of food product (usually measured in both ounces and grams),
- ingredient listing (listed in descending order by weight of ingredients),
- potential allergens in food product, and
- name and address of the manufacturer, packer, or distributor.

For more information on labeling, Safe Alternatives will follow the Food Labeling Guide published by the FDA.

Schedule E-5

Quality Control

The Standard Operating Procedures (SOPs) that govern Quality Control and Safety include maintaining the integrity of the marijuana plants in order to provide the highest quality medical marijuana to registered qualifying patients. Plants will be harvested in the Cultivation Facility which will be well sanitized and maintained by employees who will be required to follow specific personal hygiene protocols that include wearing: hair nets, protective gloves, and other equipment consistent with appropriate laboratory attire. Similarly, the physical plant will, at all times, be sanitized by use of (preferably organic certified) chemical cleaning agents, appropriate Heating, Ventilating, and Air Conditioning (HVAC) equipment design and implementation. Materials used for the harvest and storage of dried marijuana plants will be consistent with those used in the food industry; for example when necessary, food-grade and/or pharmaceutical grade sieves and plastic containers will be used for processing and storage.

Medical Marijuana Plant Health will be consistently monitored and evaluated. Specifically, plants will be analyzed for macronutrients (for example, nitrogen, phosphorus, potassium, magnesium, sulfur, and calcium), the trace levels of pesticides, presence of pests (e.g., mites, spiders, and insects), as well as (select) mycotoxins which are toxic metabolites produced by some molds. Measures will be taken to eliminate any contaminants and remedy, using products that carry the USDA National Organic Program seal, for any nutritional deficiencies. All additives/supplements used on the medical marijuana plants will be consistent with the products' labels and consistent with the needs of individual plants.

It is essential that registered qualifying patients receive consistent benefits of medical marijuana. As such, we will establish a Plant Registry which will include a unique common

name for each strain of medical marijuana that we cultivate. This name will remain consistent, regardless of any subsequent cuttings grown from the plant. Additionally, we will provide a variety of strains of medical marijuana plants. Also, we will work towards the hybridization of select plants in order to expand the variety of medical marijuana. With each product purchased, patients will receive documents that attest to the plant's common name, its batch or lot number, the date it was cultivated, and the results of any tests relative to the concentration of active ingredients such as THC, CBD, and CBN.

Schedule E-7: Critical Incident Reporting

A critical incident report will include the following:

1. Context of the incident
 2. Details of the incident
 3. Thoughts feelings and concerns
 4. Demands that were imposed on all involved
 5. Impact on the patients affected
 6. Impact on the employees affected
 7. Impact on the overall organization
-

The purpose of developing a critical incident report will be to plan for the future and alleviate past problems from occurring. The process will include three phases, planning, execution and reflection. Each of these phases is important to the overall process and it is imperative that none be left out.

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caron road, Saint david ME

Wisdom high school, St agatha, ME

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Get Directions

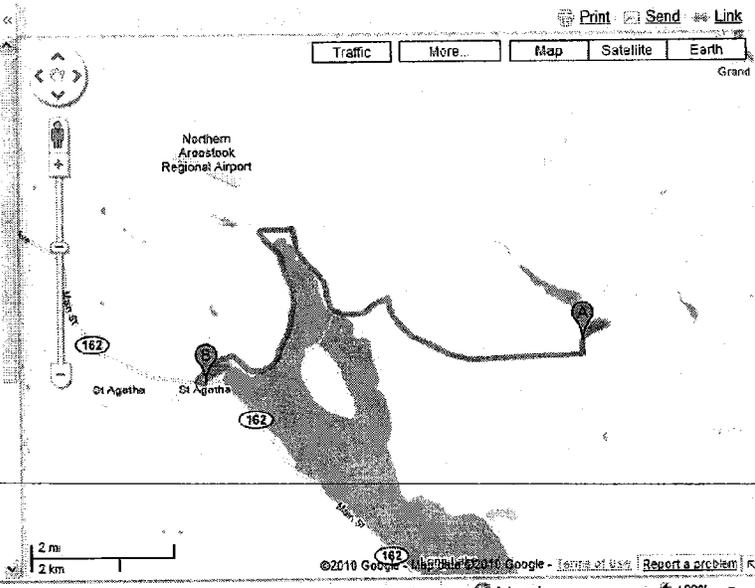
Print Send Link

Traffic More... Map Satellite Earth

Driving directions to Wisdom Middle High School

9.4 mi - about 25 mins

- Caron Rd, St David, ME 04773
- 1. Head south on Caron Rd toward Lavertu Rd 0.2 mi
- 2. Take the 1st right onto Lavertu Rd 3.1 mi
- 3. Turn left at Beaulieu Rd 2.0 mi
- 4. Continue onto Cove Rd 0.1 mi
- 5. Turn left at Fongemie Rd 0.1 mi
- 6. Continue onto Cleveland Rd 3.7 mi
- 7. Turn left at ME-162 S/Main St 0.1 mi



Traffic More Map Satellite Earth

23 University Drive, Fort Kent, ME

267 West Main Street, Fort Kent, ME

Add Destination - Show options

Get Directions

Driving directions to 267 W Main St, Fort Kent, ME 04743

1.5 mi - about 3 mins

23 University Dr
Fort Kent, ME 04743

1. Head south on University Dr toward Aroostook Rd/Pleasant St
2. Take the 1st right onto Aroostook Rd/Pleasant St
Continue to follow Aroostook Rd
3. Turn left at ME-161 NW Main St
Destination will be on the left

267 W Main St
Fort Kent, ME 04743

Description of Grounds and Exterior Lighting And Intrusion Monitoring System

Safe Alternatives' growing and cultivating facilities are well over the required 500 feet from the closest school as prescribed by DHHS. This facility is made up of a cultivation facility with ample room for processing and the storage of inventory. The cultivation facility is located on a farm in an extreme rural setting and is not visible from the main road. There will be four flood lights around the building with 12 cameras positioned in strategic locations to limit blind spots.

Safe Alternatives has secured a long term lease for its cultivation facility which is contingent upon approval of this application. The cultivation facility will utilize a climate controlled potato storage facility for indoor growing, cultivation, processing and storage. This facility will incorporate over 20,000 square feet. This facility is built into the ground and has three, 12 foot walls respectively on three sides with a Quonset style insulated roof. It is envisioned that this facility will be developed in stages as required by market demand.

There is only one point of access into the cultivating facility which will be secured using four types of measures. These security measures include: physical, photographic, administrative and accounting. First, physical security will include the construction of a sealed structure (grow room) inside the original potato storage structure. A sealed structure within the secured building will provide additional security along with increased quality control for growing the highest grade medical marijuana. Access to this facility will require passing through a front door leading to a storage area/work shop and then again into the growing room. Both doors will be locked and secured at all times except when allowing access into the facility. A state-of-the-art security system will be utilized with a communication configuration notifying law enforcement officials should a break-in or robbery occur. In addition, this facility will house a preparation area which will be a State Inspected Commercial Food Processor Licensed kitchen and a storage vault for keeping inventory. This kitchen will be where product is packaged and processed into edibles, tinctures and applications. The storage vault will be large enough to contain all inventories for security and quality purposes.

Second, the photographic system will be a digital surveillance system that is installed inside and outside the facility. It will incorporate the use of infrared security cameras with digital video recorders. This type of system is advanced and allows for the monitoring of both employees and undesirables with a record of all actions that are taking place day and night. Also, because this type of system is recordable it will allow Safe Alternatives and the monitoring arm of DHHS to view day-to-day operations of employees with the knowledge that adequate measures are in place to secure the facility.

Third, an administrative surveillance system will incorporate an electronic access control security system. This system protects assets by allowing only authorized personnel into sensitive areas. Each authorized employee will have a personal code allowing them access into critically sensitive areas. Through the restriction of business access and the recording of employee's movement, another security management system will be instituted allowing for Safe Alternatives and DHHS's additional oversight.

Finally, an accounting system will be devised to monitor the cannabis that is harvested and processed. This measure will incorporate the overseeing of harvesting by the Chief of Operations and another manager at all times. Managerial and operational data will be acquired on different strains to determine efficiency and effectiveness of the operations being employed. In addition, this will allow management and DHHS to conduct performance audits which should indicate if any fraud is taking place. Included in this system will be a product coding system to identify containers with information pertaining to date of cultivation, date of harvest, variety, and type of product, quality specifications and weight. This data will allow managerial information to be tracked for security, quality control, and marketing purposes.
