



Medical Marijuana Dispensary License Application

Department of Health, Office of Health Care Assurance

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▶ #2893

Criteria 1. Ability to operate a business, including but not limited to education, knowledge, and experience

Criteria 2. Plan for operating a medical marijuana dispensary in the county for which the applicant is seeking a license, including but not limited to a timeline for opening a retail dispensing location

Criteria 3. Proof of financial stability and access to financial resources

Criteria 4. Ability to comply with the security requirements of this chapter and section 329D-7, HRS

Criteria 5. Capacity to meet the needs of qualifying patients

Criteria 6. Ability to comply with criminal background check requirements pursuant to this chapter and sections 329D-7, 329D-12, and 846-2.7, HRS

Criteria 7. Ability to comply with the requirements in this chapter and chapters 329 and 329D, HRS, for inventory tracking, security, and dispensing limits for qualifying patients

Criteria 8. Ability to maintain confidentiality of a qualifying patient's medical condition, health status, and purchases of marijuana or manufactured marijuana products

Criteria 9. Ability to conduct or contract for certified laboratory testing on marijuana and manufactured marijuana products pursuant to this chapter and sections 329D-7 and 329D-8, HRS

Criteria 10. Ability to comply with requirements for packaging, labeling, and chain of custody of products

Criteria 11. A plan for secure disposal of marijuana and manufactured marijuana products

Criteria 12. Ability to ensure product safety, in accordance with this chapter and sections 329D-8, 329D-10, 329D-11, HRS

Criteria 13. No history of having a business license revoked.

Total Merit Criteria Points Awarded to Applicant

HELPFUL INFORMATION FOR FILLING OUT THIS FORM:

1. You can save your work on this form by checking the 'Save my progress and resume later' box and then clicking the 'Save form and resume later' button **IMPORTANT: Remember to do this every time you leave your application or you will lose the information you have entered.**
2. To keep your information secure, remember to log out of your application each time you finish working on it.
3. Use a current version of Google Chrome or Firefox browser when completing this form.
4. Save the form every 20 minutes to avoid timing out. When entering information in a spreadsheet, save and exit the form first.
5. Do not include single or double quote marks (' or ") or more than one period (.) in your document names.

INSTRUCTIONS FOR THE MEDICAL MARIJUANA DISPENSARY LICENSE APPLICATION

Before applying for a medical marijuana dispensary license, applicants must acknowledge that they have read the statute and administrative rules on medic be redirected to the statute and administrative rules.

Hawaii Revised Statute (HRS) 329D

✓ I acknowledge that I have read [Chapter 329D, HRS \(http://health.hawaii.gov/m329D-HRS.pdf\)](http://health.hawaii.gov/m329D-HRS.pdf), and I am aware of the application and licensing requirements.

Hawaii Administrative Rules (HAR) Chapter 11-850

✓ I acknowledge that I have read [HAR, Chapter 11-850 \(http://health.hawaii.gov/content/blogs.dir/93/files/2015/12/Dispensary-Rules-Chapter-11-850-signed-by-requirements\)](http://health.hawaii.gov/content/blogs.dir/93/files/2015/12/Dispensary-Rules-Chapter-11-850-signed-by-requirements).

Disclaimer:

✓ I understand that the use and possession of marijuana is illegal under federal law, ; Chapters 329 and 329D, HRS.

MINIMUM REQUIREMENTS

All individual applicants and applying entities must meet the requirements listed below or the application will not be accepted. Applicants must attach proof sections.

INDIVIDUAL APPLICANT

- * Individual applicant shall be at least 21 years old.
- * Shall be a legal resident of the State of Hawaii for at least five (5) uninterrupted years immediately preceding the date of the license application.
- * Shall not have any felony convictions or any other disqualifying background history.
- * Shall be authorized by the applying entity to submit an application for a dispensary license, and act as the primary point of contact with the department.

APPLYING ENTITY

- * The applying entity must be organized under the laws of the State of Hawaii.
- * Have a Hawaii tax identification number.
- * Have a Department of Commerce and Consumer Affairs Business Registration Division number and suffix.
- * Have a federal employer identification number.
- * Not be less than fifty-one percent held by Hawaii legal residents or entities wholly controlled by Hawaii legal residents who have been legal residents for no application was submitted.
- * Have financial resources under its control of not less than \$1,000,000 for each license applied for, plus not less than \$100,000 for each retail dispensing location statements or escrow accounts, and those financial resources shall have been under the control of the applying entity for not less than ninety days immediately
- * Be composed of owners, principals, or members, each of whom is not less than twenty-one years of age and has no felony convictions or any other disqualifying

APPLICATION FEE

The license application fee of \$5,000 by certified check or cashier's check payable to the State of Hawaii, Department of Health, is part of the minimum requirements for Marijuana Dispensary Licensing, Room 337, 601 Kamokila Blvd., Kapolei, HI 96707 or be postmarked by 4:30 pm Hawaii Standard Time on the last day of the application.

Please note the application number on the check. This is found in the heading of the email confirmation you receive upon submittal, and is also visible when you log into the application system.

NOTE: ALL QUESTIONS MUST BE ANSWERED TO SUBMIT YOUR APPLICATION UNLESS OTHERWISE INDICATED.

SECTION A: APPLICATION FOR COUNTY

NOTE: An applicant may apply for a license for more than one county, but may only receive one license. Indicating here that you are applying for a license for one county; separate applications must be submitted. The applicant and applying entity must complete a separate application with all required refundable application fee of \$5,000 for each application. The financial resources required (\$1,000,000 plus not less than \$100,000 for each retail dispensing location) apply toward one license, if granted.

1. For which county are you requesting a license?	County of Maui
2. Are you also applying for a dispensary license in another county?	No
2a. If YES, what other county or counties are you applying for a license? (NOTE: A separate application and check will be required for each county.)	

SECTION B: INDIVIDUAL APPLICANT INFORMATION

GENERAL INFORMATION

3. Legal Name of Applicant	David William Cain
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4. Upload Proof of Legal Name of Applicant

Scan and submit a certified copy of AT LEAST ONE (1) of the following:

- * Certified copy of a birth certificate or marriage certificate filed with a state office of vital statistics or equivalent agency in the individual's state of birth or marriage;
- * Valid, unexpired U.S. passport [inside cover and first page only] or U.S. passport card;
- * Consular report of birth abroad Form FS-240, DS-1350 or FS-545 issued by the U.S. Department of State;
- * Valid, unexpired permanent resident card (Form I-551) issued by the Department of Homeland Security (DHS) or the U.S. Citizenship and Immigration Services (USCIS);
- * Unexpired employment authorization document issued by the DHS, Form I-766 or Form I-688B;
- * Unexpired foreign passport with the following: a valid, unexpired U.S. visa affixed, and an approved I-94 form documenting the applicant's most recent admittance into the United States or a DHS admittance stamp on the passport;
- * Certified copy of the Certificate of Naturalization issued by DHS, Form N-550 or Form N-570;
- * Certificate of citizenship, Form N-560 or Form N-561, issued by DHS;
- * Court-issued, certified copy of a divorce decree;
- * Certified copy of a legal change of name order

4 DWC Birth Cert.pdf [Redacted]

5. Date of Birth (must be at least 21 years old)

[Redacted]

6. Upload Proof of Date of Birth of Applicant

Scan and submit a certified copy of AT LEAST ONE (1) of the following:

- * Certified copy of a birth certificate or marriage certificate filed with a state office of vital statistics or equivalent agency in the individual's state of birth or marriage;
- * Valid, unexpired U.S. passport [inside cover and first page only] or U.S. passport card;
- * Consular report of birth abroad Form FS-240, DS-1350 or FS-545 issued by the U.S. Department of State;
- * Valid, unexpired permanent resident card (Form I-551) issued by the Department of Homeland Security (DHS) or the U.S. Citizenship and Immigration Services (USCIS);
- * Unexpired employment authorization document issued by the DHS, Form I-766 or Form I-688B;
- * Unexpired foreign passport with the following: a valid, unexpired U.S. visa affixed, and an approved I-94 form documenting the applicant's most recent admittance into the United States or a DHS admittance stamp on the passport;
- * Certificate of naturalization issued by DHS, Form N-550 or Form N-570;
- * Certificate of citizenship, Form N-560 or Form N-561, issued by DHS;
- * Valid, unexpired driver's license or government issued photo identification card.

6 DWC Passport.pdf [Redacted]

7. Social Security No. or Identifier No. (last 4 digits only):

[Redacted]

8. Applicant's Address

[Redacted]
United States

9. Daytime Phone No.

[Redacted]

10. Fax No.

[Redacted]

11. Email

[Redacted]

CRIMINAL HISTORY INFORMATION

12. Has the individual applicant ever been convicted of a felony? If YES, STOP, you are not an eligible applicant.

No

13. Has the individual applicant ever been convicted of a crime?

No

13a. If YES, please describe (e.g., conviction, date, disposition, etc.)

14. Has the individual applicant ever been arrested?

No

14a. If YES, please describe (e.g., date, disposition, etc.)

Obtain a Criminal History Report

Copy the Validation code from an eCrim report for the individual applicant generated by the Hawaii Criminal Justice Data Center no earlier than December 12, 2015 at 8:00 a.m. (Hawaii-Aleutian Standard Time).

[REDACTED]

Visit [eCrim.ehawaii.gov \(https://ecrim.ehawaii.gov/ahewa/\)](https://ecrim.ehawaii.gov/ahewa/) to obtain the eCrim report.

15. Enter the eCrim Validation Code here:

16. NOTICE: Pursuant to Chapter 329D HRS and Chapter 11-850 HAR, applicants are required to provide consent to a background check, including fingerprinting, to be conducted by the Department of Health or its designee.

I consent

Further information and instructions will be provided on <http://health.hawaii.gov/medicalmarijuana/>. If the information and instructions are not yet posted, please check the website often.

RESIDENCY INFORMATION 17. Is the Applicant a legal resident of the State of Hawaii for at least five years? If NO, STOP, you are not an eligible applicant. Yes

18. Upload Proof of Hawaii Residency:

Scan and submit AT LEAST ONE (1) of the following source documents as proof of Hawaii state residency for at least five years:

- * State of Hawaii tax return Form N-11 without schedules, worksheets, or attachments, and redacted to remove all financial information and all but the last four digits of the individual's social security number;
- * Evidence of voter registration;
- * Ownership, lease, or rental documents for place of primary domicile;
- * Billing statements including utility bills; or
- * Vehicle registration.

[REDACTED]

19. Authorized to Act on Behalf of Applying Entity

Scan and submit evidence of the authority of the individual to act on behalf of the applying entity, and supporting documentation (e.g. corporate resolution, bylaws, articles of incorporation):

[REDACTED]

SECTION C: APPLYING ENTITY INFORMATION

20. Name of Applying Entity MMMH, Inc.

21. Applying Entity's Business Address 2141 W Vineyard Street
Wailuku, Hawaii 96793
United States

22. Entity Phone # [REDACTED]

23. Entity Email [REDACTED]

24. Entity Fax # [REDACTED]

25. Is the applying entity organized under the laws of the State of Hawaii? If the answer is 'NO', STOP, you are not an eligible applicant. Yes

26. Upload Applying Entity Incorporation or Business Status Documentation:

Upload a certified copy of applying entity's incorporation documents in the State of Hawaii.

[REDACTED]

Visit [Hawaii Business Express \(https://hbe.ehawaii.gov/documents/search.html\)](https://hbe.ehawaii.gov/documents/search.html) for available documents.

27. Provide the entity's Hawaii Department of Commerce & Consumer Affairs Business Registration Division Number & Suffix (file number).

251897 D1

Visit [Hawaii Business Express - Business Name Search \(https://hbe.ehawaii.gov/documents/search.html\)](https://hbe.ehawaii.gov/documents/search.html) to locate your entity's file number.

28. Upload a copy of the entity's Certificate of Good Standing from the Department of Commerce and Consumer Affairs. 

29. Hawaii Tax Identification Number:

Provide the number along with a copy of the State of Hawaii Tax Identification Number (see question immediately below). 

Visit [Tax ID Search \(https://dotax.ehawaii.gov/tls/app\)](https://dotax.ehawaii.gov/tls/app) for this information.

30. Upload a copy of the entity's State of Hawaii Tax Identification document. 

31. Federal Employer Identification Number: Provide the Federal Employer Identification Number. 

32. Upload a copy of the entity's Federal Employer Identification Number document. 

OWNER(S), PRINCIPAL(S), & MEMBER(S) INFORMATION

33. Enter the total number of Owner(s), Principal(s), and Member(s) of the applying entity here: 10

34. Upload Owner, Principal, and Member Information Spreadsheet

INSTRUCTIONS: Download the EXCEL spreadsheet below, enter the following information in the format required, and upload it to attach it to your application.

Information to be provided:

1) List of Owners, Principals, and Members of the Applying Entity

For each Owner, Principal, and Member of the Applying Entity:

- A) Name, Address, Phone number, and Email Address
- B) Each individual's percent interest in the company
- C) State of primary residence
- D) Number of years each person has lived in Hawaii (the most recent, uninterrupted number of years that the person has been a resident), and
- E) A criminal background check for each Owner, Principal, and Member.



Copy the validation code from an eCrim report for the individual generated by the Hawaii Criminal Justice Data Center no earlier than December 12, 2015 at 8:00 a.m. (Hawaii-Aleutian Standard Time).

Visit [eCrim.ehawaii.gov \(https://ecrim.ehawaii.gov/ahewa/\)](https://ecrim.ehawaii.gov/ahewa/) to obtain the eCrim report.

Please include a signed statement by each Owner, Principal, or Member certifying that the information is complete and accurate. Upload the signed statements in the following question (35.)

2) Other Businesses Holding an Interest

If there are businesses that hold an interest in the company, list the business names and percent interest on a separate tab on the spreadsheet.

[Download Owner Principal Member Information Spreadsheet \(mmjdisp/templates/Owner_Principal_Member_Report.xls\)](#)

35. Upload Proof of Name, Date of Birth, and Residency for each Officer, Principal, or Member listed on the spreadsheet

1) Proof of Legal Name of Each Owner, Principal, and Member:

Scan and submit a certified copy of AT LEAST ONE (1) of the following:

- * Certified copy of a birth certificate or marriage certificate filed with a state office of vital statistics or equivalent agency in the individual's state of birth or marriage;
- * Valid, unexpired U.S. passport [inside cover and first page only] or U.S. passport card;
- * Consular report of birth abroad Form FS-240, DS-1350 or FS-545 issued by the U.S. Department of State;
- * Valid, unexpired permanent resident card (Form I-551) issued by the Department of Homeland Security (DHS) or the U.S. Citizenship and Immigration Services (USCIS);
- * Unexpired employment authorization document issued by the DHS, Form I-766 or Form I-688B;
- * Unexpired foreign passport with the following: a valid, unexpired U.S. visa affixed, and an approved I-94 form documenting the applicant's most recent admittance into the United States or a DHS admittance stamp on the passport;
- * Certificate of naturalization issued by DHS, Form N-550 or Form N-570;
- * Certificate of citizenship, Form N-560 or Form N-561, issued by DHS;
- * Court-issued, certified copy of a divorce decree;
- * Certified copy of a legal change of name order;

2) Proof of Date of Birth

Scan and submit a certified copy of AT LEAST ONE (1) of the following:

- * Certified copy of a birth certificate or marriage certificate filed with a state office of vital statistics or equivalent agency in the individual's state of birth or marriage;
- * Valid, unexpired U.S. passport [inside cover and first page only] or U.S. passport card;
- * Consular report of birth abroad Form FS-240, DS-1350 or FS-545 issued by the U.S. Department of State;
- * Valid, unexpired permanent resident card (Form I-551) issued by the Department of Homeland Security (DHS) or the U.S. Citizenship and Immigration Services (USCIS);
- * Unexpired employment authorization document issued by the DHS, Form I-766 or Form I-688B;
- * Unexpired foreign passport with the following: a valid, unexpired U.S. visa affixed, and an approved I-94 form documenting the applicant's most recent admittance into the United States or a DHS admittance stamp on the passport;
- * Certificate of naturalization issued by DHS, Form N-550 or Form N-570;
- * Certificate of citizenship, Form N-560 or Form N-561, issued by DHS;
- * Valid, unexpired driver's license or government issued photo identification card.

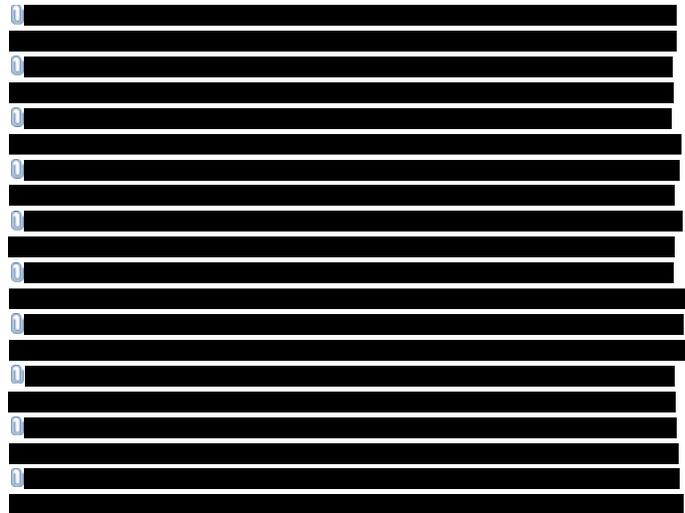
3) Proof of Hawaii Residency:

Scan and submit AT LEAST ONE (1) of the following source documents as proof of Hawaii state residency for at least five years:

- * State of Hawaii tax return Form N-11 without schedules, worksheets, or attachments, and redacted to remove all financial information and all but the last four digits of the individual's social security number;
- * Evidence of voter registration;
- * Ownership, lease, or rental documents for place of primary domicile;
- * Billing statements including utility bills; or
- * Vehicle registration.

Document size limit is 2 MB. Up to 10 documents may be attached.

SECTION D: FINANCIAL INFORMATION



36. FINANCIAL RESOURCES GENERAL INFORMATION

INSTRUCTIONS: Download the EXCEL spreadsheet below, enter the following information in the format required, and upload it to attach it to your application.

Information to be provided:

1) Financial Resources the applying entity has under its control. List each financial resource, amount of the resource (round to nearest dollar, no cents), and verifying information (account type, account number, account name, name of financial institution, applicant contact information) as shown on the spreadsheet

0 [Redacted]

2) Date Resource/Dollar amount under the applying entity's control

[Download Financial Resources General Information Spreadsheet \(/mmjdisp/templates/Financial_Resources_General.xls\)](#)

Upload the completed Financial Resources General Information Spreadsheet

37. Upload Financial Resources General Information Supporting Source Documents

Upload supporting source documents, i.e. bank statements, escrow account information, balance sheets etc. Supporting source documents for Financial Resources General Information must be provided as proof of the financial resources.

0 [Redacted]

Document size limit is 10 MB. Up to 5 documents may be attached.

38. FINANCIAL RESOURCES - RETAIL DISPENSING LOCATION INFORMATION

INSTRUCTIONS: Download the EXCEL spreadsheet below, enter the following information in the format required, and upload it to attach it to your application.

Data to be provided:

1) Financial Resources the applying entity has under its control for each retail dispensing location allowed (2 locations maximum)

2) Dollar Amount (total aggregate for each retail dispensing location shall be not less than \$100,000, or \$200,000 for 2 locations)

0 [Redacted]

3) Date Resource/Dollar amount under the applying entity's control (resources have been under the Applying Entity's control for not less than 90 days)

[Download Financial Resources - Retail Dispensing Location Information Spreadsheet \(/mmjdisp/templates/Financial_Resources_Retail_Dispensing_Location.xls\)](#)

Upload the completed Financial Resources - Retail Dispensing Location Information Spreadsheet

39. Upload Retail Dispensary Location Supporting Source Documents

Upload supporting source documents, i.e. bank statements, escrow account information, balance sheets etc. Supporting source documents for retail dispensary locations must be provided as proof of the financial resources.

0 [Redacted]

Document size limit is 10 MB. Up to 5 documents may be attached.

SECTION E: MERIT INFORMATION - OPTIONAL

Responses for each criteria shall be no longer than specified for each criteria, double spaced, font size no smaller than 12, and margins no less than 1 inch

- (1) Ability to operate a business, including but not limited to education, knowledge, and experience with:
- (A) Regulated industries;
 - (B) Agriculture or horticulture;
 - (C) Commercial manufacturing;
 - (D) Pharmaceutical companies;
 - (E) Operating or working in a medical marijuana dispensary business;
 - (F) Creating and implementing a business plan, including a timeline for opening a business;
 - (G) Creating and implementing a financial plan;
 - (H) Retail sales;
 - (I) Secure inventory tracking and control;
 - (J) Protecting confidential customer information;
 - (K) Owning or managing a business that required twenty four hour security monitoring; and
 - (L) Any other experience the applicant considers relevant;

0 [Redacted]

Response to (1) shall be no longer than five (5) pages.

Upload Response to (1)

- (2) Plan for operating a medical marijuana dispensary in the county for which the applicant is seeking a license, including but not limited to a timeline for opening a retail dispensing location;

0 [Redacted]

Response to (2) shall be no longer than five (5) pages.

Upload Response to (2)

- (3) Proof of financial stability and access to financial resources, including but not limited to:

- (A) Legal sources of finances immediately available to begin operating a dispensary;
- (B) A summary of financial statements in businesses previously or currently owned or operated by the applicant;
- (C) A financial plan for operating a medical marijuana dispensary in Hawaii;
- (D) Good credit history; and
- (E) History of bankruptcy by the applicant or entities owned or operated by the applicant;

0 [Redacted]

Response to (3) shall be no longer than five (5) pages.

Upload Response to (3)

- (4) Ability to comply with the security requirements of Chapter 11-850 and Section 329D-7, HRS;

0 [Redacted]

Response to (4) shall be no longer than five (5) pages.

Upload Response to (4)

- (5) Capacity to meet the needs of qualifying patients, including but not limited to:

- (A) Educating patients on how marijuana can be used to assist patients with debilitating medical conditions and about the marijuana and manufactured marijuana products that will be available in the applicant's retail dispensing locations;
- (B) Producing and maintaining a supply of marijuana that is sufficient to meet the needs of qualifying patients;
- (C) Providing safe, accessible retail dispensing locations; and
- (D) Measuring and improving customer satisfaction;

0 [Redacted]

Response to (5) shall be no longer than five (5) pages.

Upload Response to (5)

- (6) Ability to comply with criminal background check requirements pursuant to Chapter 11-850 and Sections 329D-7, 329D-12, and 846-2.7, HRS;

0 [Redacted]

Response to (6) shall be no longer than three (3) pages.

Upload Response to (6)

(7) Ability to comply with the requirements in Chapter 11-850 and Sections 329 and 329D, HRS, for inventory tracking, security, and dispensing limits for qualifying patients;

[Redacted]

Response to (7) shall be no longer than five (5) pages.

Upload Response to (7)

(8) Ability to maintain confidentiality of a qualifying patient's medical condition, health status, and purchases of marijuana or manufactured marijuana products;

[Redacted]

Response to (8) shall be no longer than three (3) pages.

Upload Response to (8)

(9) Ability to conduct or contract for certified laboratory testing on marijuana and manufactured marijuana products pursuant to Chapter 11-850 and Sections 329D-7 and 329D-8, HRS;

[Redacted]

Response to (9) shall be no longer than three (3) pages.

Upload Response to (9)

(10) Ability to comply with requirements for packaging, labeling, and chain of custody of products;

[Redacted]

Response to (10) shall be no longer than three (3) pages.

Upload Response to (10)

(11) A plan for secure disposal of marijuana and manufactured marijuana products;

[Redacted]

Response to (11) shall be no longer than five (5) pages.

Upload Response to (11)

(12) Ability to ensure product safety, in accordance with Chapter 11-850 and Sections 329D-8, 329D-10, 329D-11, HRS.

[Redacted]

Response to (12) shall be no longer than five (5) pages.

Upload Response to (12)

(13) No history of having a business license revoked.

[Redacted]

Response to (13) shall be no longer than three (3) pages.

Upload Response to (13)

SECTION F: CERTIFICATION AND SUBMITTAL

Certification I hereby certify under penalty of law that the information submitted as part of this ap

By checking the box above and entering the individual applicant's name below, the applicant has electronically signed this application.

Applicant Name David William Cain

If you have previously submitted an application and this is a revision, enter the unique entry number(s) of your previous submission(s) here.

User ID 52925

User Email [Redacted]

Entry Info

Date Created 28 Jan 2016 - 12:11:50 PM

Date Updated

IP Address

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS OF
MMM, INC.

A special meeting of the Board of Directors of MMM, INC., (the "Corporation"), was held at Wailuku, Maui, Hawaii, on the 13th day of January, 2016, for the purpose of appointing an agent for the Corporation.

The meeting was called to order at 11:30am, by the President, who presided.

The following members of the Board of Directors were present:

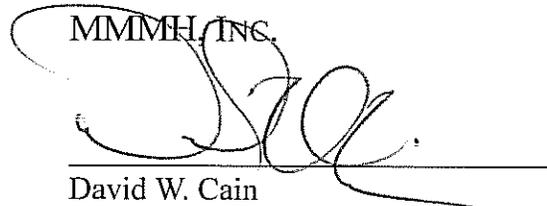
DAVID W. CAIN, Director/President
PATRICIA ADLER, Director
CYNTHIA STEWART, Director
MICHAEL J. COLLINS, Director
STACEY SILLS, Director
J. DAVID MCCREIGHT, Director
BENARD HERREN, Director
RICH LITTLEFIELD, Director

The president presented a resolution to appoint DAVID W. CAIN to act on behalf of MMM, Inc., in all matters, including but not limited to applying for a dispensary license through the Department of Health for the purpose of running a medical marijuana dispensary on Maui.

The resolution was unanimously adopted as proposed, and thus the resolution was adopted by the affirmative vote of a majority of the Board of Directors.

There being no further business, the meeting was declared adjourned.

DATED: January 13, 2016, Wailuku, Maui, Hawaii

MMM, INC.


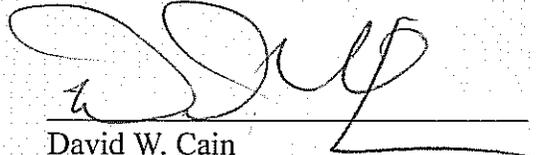
David W. Cain
President

WAIVER OF NOTICE OF SPECIAL MEETING AND RATIFICATION

The undersigned, member and sole director of MMMH, Inc., hereby waives all notice required by the statute and the By-Laws of the corporation of the special meeting of the Board of Directors held at Wailuku, Maui, Hawaii at 11:30 a.m. on January 13, 2016, and I hereby consent to and ratify all the transactions of business at such meeting pertaining to the affairs of the corporation, such transactions of business being evidenced by the foregoing Minutes of Special Meeting of Board of Directors.

DATED: January 13, 2016, Wailuku, Maui, Hawaii

MMMh, INC.

A handwritten signature in black ink, appearing to read 'D. Cain', is written over a horizontal line.

David W. Cain
President

RESOLUTION TO APPOINT REPRESENTATIVE

RESOLVED, that the corporation, MMMH, Inc., appoints DAVID W. CAIN to represent the interests of the corporation, effective upon January 13, 2016, in all matters including but not limited to applying for a dispensary license through the Department of Health for the purpose of running a medical marijuana dispensary on Maui.

I certify that this is a true and correct copy of the resolution adopted by the Board of Directors of MMMH, Inc., at the special meeting duly held on January 13, 2016.

DATED: January 13, 2016, Wailuku, Maui, Hawaii

MMMh, INC.

A handwritten signature in black ink, appearing to read 'DWC', is written over a horizontal line.

David W. Cain
President



STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No.(808) 586-2727

FILED 07/24/2015 01:00 AM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii

ARTICLES OF INCORPORATION
(Section 414-32, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, for the purpose of forming a corporation under the laws of the State of Hawaii, do hereby make and execute these Articles of Incorporation:

I

The name of the corporation shall be :

MMMH, INC.

(The name must contain the word Corporation, Incorporated, or Limited or the abbreviation Corp., Inc., or Ltd.)

II

The mailing address of the corporation's initial principal office is:

[Redacted]

III

The corporation shall have and continuously maintain in the State of Hawaii a registered agent who shall have a business address in this State. The agent may be an individual who resides in this State, a domestic entity or a foreign entity authorized to transact business in this State.

- a. The name (and state or country of incorporation, formation or organization, if applicable) of the corporation's registered agent in the State of Hawaii is:

CAIN & HERREN INC.

HAWAII

228479D1

(Name of Registered Agent)

(State or Country)

- b. The street address of the place of business of the person in State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to is:

[Redacted]

IV

The number of common shares all of the same class which the corporation shall have authority to issue is:

[Redacted]

07/24/201545243

V

The name and address of each incorporator is:

Name

Address

DAVID W. CAIN

[Redacted Address]

I certify that I have read the above statements, I am authorized to sign this Articles of Incorporation, and that the above statements are true and correct to the best of my knowledge and belief.

24

JULY 2015

Signed this _____ day of _____

DAVID W. CAIN

(Type/Print Name of Incorporator)

(Type/Print Name of Incorporator)

DAVID W. CAIN

(Signature of Incorporator)

(Signature of Incorporator)

07/24/201545243

MMMH INC

BY - LAWS

ARTICLE I

STOCKHOLDERS

SECTION 1.01. OWNERSHIP AND TRANSFER OF SHARES. Shares of stock in this corporation may be issued or sold to any person qualified by law to hold such stock, except as provided otherwise in the Articles of Incorporation, these By-Laws, or any stock redemption or purchase agreement executed by the stockholders.

SECTION 1.01A. STOCK OWNERSHIP RESTRICTIONS. Pursuant to Hawaii state law specifically Hawaii Revised Statutes chapter 329D and Hawaii Administrative Rules title 11 chapter 850, ownership of this corporation shall consist of class A stock shares and class B stock shares. Class A stock shares may only be held by residents of the state of Hawaii with more than a five-year continuous residence within the state of Hawaii. Additionally, class A stock shares will consist of a 51% share of all shares and 51% ownership of this corporation. At no time may any other class of stock hereinafter exceed 49% (with the exception of class A stock). Class B stock shall have no restrictions with the exception that class B stock may not exceed a total of 49% of all shares issued.

SECTION 1.02. ANNUAL STOCKHOLDERS' MEETING. The annual meeting of the stockholders, upon notice as hereinafter provided, shall be held during the first three (3) months of the corporation's fiscal year, at a date and time determined by the Board of Directors, at which meeting the stockholders shall elect by plurality vote a Board of Directors, consider reports of the affairs of the corporation, and transact such other business as may properly be brought before the meeting.

SECTION 1.03. SPECIAL MEETINGS. Special meetings of the stockholders, for any purpose or purposes whatsoever, may be called at any time by the President, or by any one (1) or more members of the Board of Directors, or upon the written request of one (1) or more stockholders holding not less than one-tenth (1/10) of all the shares entitled to vote at the meeting, and shall be called by any officer directed to do so by the Board of Directors.

SECTION 1.04. PLACE OF MEETINGS. Meetings of the stock-holders shall be held at the principal office of the corporation in the State of Hawaii, or elsewhere as may be designated for stock-holders' meetings from time to time by the Board of Directors, in which case such meetings may be held, upon notice thereof as hereinafter provided, at such other place or places as the Board of Directors shall have determined, and as shall be stated in such notice.

SECTION 1.05. NOTICE OF MEETINGS. Written notice of each meeting of the stockholders, whether annual or special, shall be given in writing to stockholders entitled to vote by the Secretary or the Assistant Secretary or, if there be no such officer or in case of his/her neglect or refusal, by any director or officer. Such notices shall be mailed to each stockholder's address appearing on the books of the corporation not less than ten (10) days nor more than fifty (50) days before such meeting. Any notice of a stockholders' meeting sent by mail shall be deemed to be delivered when deposited in the United States mail, first class, with postage thereon prepaid, addressed to the stockholder as aforesaid. Notice of stockholders' meetings shall specify the place, the day, and the hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called. When a meeting is adjourned for any reason, notice of the adjourned meeting shall be given as in case of an original meeting.

SECTION 1.06. CONSENT TO STOCKHOLDERS' MEETINGS OR STOCKHOLDER ACTION. The transaction of any meeting of stockholders, however called and noticed and wherever held, shall be valid as though at a meeting duly held after regular call and notice if a quorum be present, either in person or by proxy, and if either before or after the intended effective date of the action all of the stockholders entitled to vote, not present in person or by proxy, sign a written waiver or notice or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Any action which may be taken at a meeting of the stockholders may be taken without a meeting if authorized by a writing signed by all of the stockholders who would be entitled to vote at a meeting for such purpose and filed with the Secretary of the corporation.

SECTION 1.07. QUORUM. The presence in person or through representation by proxy of stockholders entitled to exercise a majority of the voting power of the corporation shall be required and shall constitute a quorum at all meetings of the stockholders for the transaction of business, except as otherwise provided by law, by the Articles of Incorporation, or by these By-Laws. Every decision of a majority in amount of shares of such quorum shall be valid as a corporate act, except in those specific instances in which a larger vote is required by law, by the Articles of Incorporation, or by these By-Laws. If, however, such majority shall not be present or represented at any meeting of the stockholders, the stockholders entitled to vote there at, present in person or by proxy, shall have power to adjourn the meeting from time to time, until such requisite percentage of voting shares shall be present. At such adjourned meeting at which the requisite percentage of voting shares shall be represented, any business may be transacted which might have been transacted at the original meeting.

SECTION 1.08. VOTING RIGHTS. Only persons in whose names shares entitled to vote stand on the stock records of the corporation on the day of any meeting of stockholders, unless some other day be fixed by the Board of Directors for the determination of stockholders of

record, then on such other day, shall be entitled to vote at such meeting. Every stockholder entitled to vote shall be entitled to one (1) vote for each of said shares and shall have the right to cumulate his/her votes as provided by law in effect at the time such votes are cast (presently, Hawaii Revised Statutes §§ 415-33).

SECTION 1.09. PROXIES. Every stockholder entitled to vote or to execute consents may do so, either in person or by written proxy.

ARTICLE II

DIRECTORS

SECTION 2.01. NUMBER OF DIRECTORS. The authorized number of corporate directors shall be the number fixed by the Articles of Incorporation, as increased or decreased at each annual stock-holders' meeting or meetings called for the purpose of electing directors. At least one (1) director shall be a resident of the State of Hawaii.

SECTION 2.02. POWERS OF DIRECTORS. Subject to the limitation of law or the Articles of Incorporation and of the By-Laws as to action to be authorized or approved by the stockholders, all corporate powers shall be exercised by or under authority of, and the business and affairs of this corporation shall be controlled by, a Board of Directors.

SECTION 2.03. ELECTION AND TENURE OF OFFICE. The initial Board of Directors shall be as stated in the Articles of Incorporation, and such directors shall hold office until the first annual meeting of the stockholders and until their successors are elected and qualified. Thereafter, the directors shall be elected by ballot at the first annual meeting of the stockholders and at each subsequent annual meeting, and shall hold office until the next annual meeting and until their successors are duly elected or appointed and qualified; subject, however, to removal by the stockholders. The director's term of office shall begin immediately after election.

SECTION 2.04. VACANCIES. Vacancies in the Board of Directors may be filled by a majority of the remaining directors, though less than a quorum, or by a sole remaining director. Each director so elected shall hold office until his/her successor is elected at a regular meeting of stockholders or at a special meeting called for that purpose. The stockholders may at any time elect a director to fill any vacancy not filled by the directors, and may elect the additional directors at the meeting at which an amendment of the By-Laws is voted authorizing an increase in the number of directors. A vacancy or vacancies shall be deemed to exist in case of the death, resignation, or removal of any director, or if the stockholders shall increase the authorized

number of directors but shall fail at the meeting at which such increase is authorized, or at an adjournment thereof, to elect the additional director so provided for, or in case the stockholders fail at any time to elect the full number of authorized directors. If the Board of Directors accepts the resignation of a director tendered to take effect at a future time, the board or the stockholders shall have power to elect a successor to take office when the resignation shall become effective.

SECTION 2.05. REMOVAL OF DIRECTORS. The entire Board of Directors or any individual director may be removed from office by the stockholders with or without cause.

SECTION 2.06. ANNUAL BOARD OF DIRECTORS' MEETINGS. The annual meeting of the Board of Directors shall be held on the same day as the annual stockholders' meeting, immediately following the stockholders' meeting.

SECTION 2.07. SPECIAL MEETINGS. Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President, or if he/she is absent or unable or refuses to act, by any Vice-President or by any director.

SECTION 2.08. PLACE OF MEETINGS. Meetings of the Board of Directors shall be held at the principal office of the corporation in the State of Hawaii, or such other place as designated for meetings of the Board of Directors from time to time by resolution of the Board or written consent of all of the members of the Board.

SECTION 2.09. NOTICE OF MEETINGS. Written notice of the time and place of each meeting of the Board of Directors, whether annual or special, shall be delivered personally to the directors or sent to each director by letter or by telegram, charges prepaid, addressed to him/her at his/her address as it is shown upon the records of the corporation, or if it is not shown on such records or is not readily ascertainable, at the place in which the meetings of the directors are regularly held. In case such notice is mailed or telegraphed, it shall be deposited in the United States mail, first class, postage prepaid, or delivered to the telegraph company office in the locale in which the principal office of the corporation is located at least five (5) days prior to the time of the holding of the meeting and shall be deemed to be delivered to the director thereupon. In case such notice is delivered as above provided, it shall be so delivered at least four (4) hours prior to the time of the holding of the meeting. Such mailing, telegraphing, or delivery as above provided shall be due legal and personal notice to such director. When a meeting is adjourned for any reason, notice of the adjourned meeting shall be given as in case of an original meeting.

SECTION 2.10. CONSENT TO DIRECTORS' MEETINGS OR DIRECTORS' ACTIONS. The transactions of any meeting of the directors, however called and noticed and wherever held, shall be valid as though at a meeting duly held after regular call and notice if a quorum be present, and if either before or after the intended effective date of the action all of the

directors not present sign a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Any action which may be taken at a meeting of the directors may be taken without a meeting if authorized by a writing signed by all of the directors and filed with the Secretary of the corporation.

SECTION 2.11. MEETING BY CONFERENCE TELEPHONE. Members of the Board of Directors of the corporation, or any committee designated by such Board, may participate in a meeting of such Board or committee by means of conference telephone or similar communications equipment, whereby all persons participating in the meeting can hear each other, and participation in a meeting in such manner shall constitute presence in person at such meeting.

SECTION 2.12. QUORUM AND VOTE. A majority of the directors (present either in person or by means of a conference telephone) shall be necessary to constitute a quorum for the transaction of business, and the action of a majority of the directors present at any meeting at which there is a quorum, when duly assembled, is valid as a corporate act; provided that a minority of the directors, in the absence of a quorum, may adjourn from time to time, but may not transact any business.

SECTION 2.13. COMPENSATION OF DIRECTORS AND COMMITTEE MEMBERS. Directors and members of all committees shall not receive any stated salary or other compensation for their services as such, but by resolution of the Board a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board or committee; provided that nothing herein contained shall be construed to preclude any director or committee member from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE III

OFFICERS

SECTION 3.01. DESIGNATION. The officers shall be a President, one (1) or more Vice-Presidents, a Secretary and a Treasurer, and such other officers as may be designated under Section 3.10 and Section 3.11 below.

SECTION 3.02. ELECTION. The officers shall be elected by the Board of Directors at their first regular meeting of the fiscal year, and at such other times as the directors may from time to time determine.

SECTION 3.03. COMPENSATION. The compensation of all of

the officers of the corporation shall be fixed by the Board of Directors.

SECTION 3.04. REMOVAL AND RESIGNATION. Any officer may be removed, either with or without cause, by a majority of the directors at any regular or special meeting of the Board, or, except in case of any officer chosen by the Board of Directors, by any officer upon whom such power of removal may be conferred by the Board of Directors. Any officer may resign at any time by giving written notice to the Board of Directors or to the President, or to the Secretary of the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 3.05. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification, or other cause shall be filled in the manner prescribed in the By-Laws for regular appointments to such office.

SECTION 3.06. PRESIDENT. The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction, and control of the business and affairs of the corporation. He/She shall preside at all meetings of the stockholders and of the Board of Directors. He/She shall be ex-officio a member of all the standing committees, including the executive committee, if any, and shall have the general powers and duties of management usually vested in the office of President of a corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors or the By-Laws.

SECTION 3.07. VICE-PRESIDENT(S). The Vice-President(s) shall at the discretion of the Board of Directors, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such other duties as the Board of Directors shall prescribe.

SECTION 3.08. SECRETARY. The Secretary shall keep, or cause to be kept, a book of minutes at the principal office, or such other place as the Board of Directors may order, of all meetings of directors and stockholders with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at directors' meetings, the number of shares of stock present or represented at stockholders' meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office of the corporation or at the office of the corporation's transfer agent, a stock register, or a duplicate stock register, showing the names of the stockholders and their addresses, the number and classes of shares of stock held by each, the number and date of certificates issued for the same, and the number and date of cancellation of every certificate surrendered for cancellation. The Secretary shall give, or cause to be given, notice of all the meetings of the stockholders and of the Board of Directors required by the By-Laws or by law to be given; he/

she shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the By-Laws.

SECTION 3.09. TREASURER. The Treasurer shall receive and keep all the funds of the corporation and pay them out only on the check of the corporation, signed in the manner authorized by the Board of Directors.

SECTION 3.10. ASSISTANTS. Any Assistant Secretary or Assistant Treasurer, respectively, may exercise any of the powers of Secretary or Treasurer as directed by the Board of Directors and shall perform such other duties as the Board of Directors may direct.

SECTION 3.11. SUBORDINATE OFFICERS. The Board of Directors may from time to time appoint such subordinate officers, employees, or agents as the business of the corporation may require, fix their tenure of office, and allow them suitable compensation.

SECTION 3.12. EXECUTIVE AND OTHER COMMITTEES. The Board of Directors may appoint an executive committee and such other committees as may be necessary from time to time, consisting of such number of its members and with such powers as it may designate, consistent with the Articles of Incorporation and By-Laws and the laws of the State of Hawaii. Such committees shall hold office at the pleasure of the Board.

ARTICLE IV

CORPORATE RECORDS AND REPORTS

SECTION 4.01. RECORDS. The corporation shall maintain adequate and correct accounts, books, and records of its business and properties and minutes of the proceedings of its stockholders and Board of Directors. All of such books, records, and accounts shall be kept at its principal place of business in the State of Hawaii, as fixed by the Board of Directors from time to time.

SECTION 4.02. INSPECTION OF BOOKS AND RECORDS. As provided by law (presently Hawaii Revised Statutes §§ 415-52), a stock book shall be kept by the Secretary and shall be open at all reasonable times for the inspection of the stockholders. The Secretary shall make a complete record of the stockholders entitled to vote at any stockholder meeting or adjournment thereof, which record shall be made available at such meeting and shall be subject to the inspection of any stockholder.

SECTION 4.03. SIGNING OF CHECKS. All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness issued in the name of or payable to

the corporation shall be signed or endorsed by such person or persons and in such manner as shall be determined from time to time by resolution of the Board of Directors.

SECTION 4.04. EXECUTION OF CONTRACTS. The Board of Directors, except as otherwise provided in the By-Laws, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement, or to pledge its credit, or to render it liable for any purpose or to any amount.

SECTION 4.05. ANNUAL REPORTS. The Board of Directors shall cause an annual report to be delivered to the Director of the Department of Commerce and Consumer Affairs for filing as provided by Hawaii Revised Statutes, §§ 415-125 and 415-126.

ARTICLE V

CERTIFICATES AND TRANSFER OF SHARES

SECTION 5.01. CERTIFICATES FOR SHARES. A certificate for shares shall be of such form as the Board of Directors may designate and shall state the name of the record holder for the shares represented thereby; its number; date of issuance; the number of shares for which it is issued; the par value, if any, or a statement that such shares are without par value; a statement of the rights, privileges, preferences and restrictions, if any, or a statement of the place or places where such information may be obtained; a statement as to redemption or conversion rights, if any, or a statement of the place or places where such information may be obtained; a statement of liens or restrictions upon transferor voting, if any, or a statement of the place or places where such information may be obtained; if the shares be assessable, or if assessments are collectible by personal action, a plain statement of such facts; if the corporation has issued shares of preferred stock, a summary of the preferences, voting powers, restrictions and qualifications of the preferred stock, or a statement of the place or places where such information may be obtained. Every certificate for shares must be signed by the President or a Vice-President and the Secretary or an Assistant Secretary.

SECTION 5.02. TRANSFER ON THE BOOKS. Upon surrender to the Secretary or transfer agent of the corporation of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignment, or authority to transfer, it shall be the duty of the corporation to issue a new certificate to the person entitled thereto, cancel the old certificate, and record the transaction upon its books.

SECTION 5.03. LOST OR DESTROYED CERTIFICATES. Any person claiming a certificate of stock to be lost or destroyed shall make an affidavit or affirmation of that fact and advertise the same in such manner as the Board of Directors may require and shall, if the directors so require, give the corporation a bond of indemnity in form and with one or more sureties satisfactory to the Board, in at least double the market value of the stock represented by said certificate, whereupon a new certificate may be issued of the same tenor and for the same number of shares as the one alleged to be lost or destroyed.

SECTION 5.04. CLOSING STOCK TRANSFER BOOKS. The Board of Directors may close the transfer books at their discretion for a period not exceeding fifty (50) days preceding any meeting, annual or special, of the shareholders or the day appointed for the payment of a dividend.

ARTICLE VI

INDEMNIFICATION OF DIRECTORS AND OFFICERS

(1) The corporation shall indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation), by reason of the fact that he/she is or was a director, officer or employee of the corporation, or is or was serving at the request of the corporation as a director, officer, or employee of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of this corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere, or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he/she reasonably believed to be in or not opposed to the best interest of this corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was unlawful.

(2) The corporation shall indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he/she is or was a director, officer, or employee of the corporation, or is or was serving at the request of the corporation as a director, officer, or employee of the corporation, or is or was serving at the request of the corporation as a director or officer of another corporation, partnership, joint venture, trust, or other enterprise against expenses (including attorneys' fees) actually and

reasonably incurred by him/her in connection with the defense or settlement of such action or suit if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of this corporation and, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his/her duty to this corporation, unless any and only to the extent that the court in which such action or suit was brought or in any other court having jurisdiction in the premises shall determine upon application that, despite the adjudication of liability but in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(3) To the extent that a director, officer, or employee of the corporation or a person serving at the request of the corporation as a director, officer, or employee of another corporation, partnership, joint venture, trust, or other enterprise has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraph (1) or paragraph (2) of this Article VI, or in defense of any claim, issue, or matter therein, he/she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him/her in connection therewith.

(4) Any indemnification under paragraph (1) or paragraph (2) of this Article VI (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, or employee is proper in the circumstances because he/she has met the applicable standard of conduct set forth in paragraph (1) or paragraph (2). Such determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding; or (b) if such a quorum is not obtainable, or even if obtainable if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion to the corporation; or (c) by a majority vote of the stockholders.

(5) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the corporation in advance of the final disposition of such action, suit, or proceeding as authorized by the Board of Directors in a particular case upon receipt of an undertaking by or on behalf of the director, officer, or employee to repay such amount unless it shall ultimately be determined that he/she is entitled to be indemnified by the corporation as authorized in this Article VI.

(6) Any indemnification pursuant to this Article VI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled and shall continue as to a person who has ceased to be a director, officer, or employee and shall inure to the benefit of the heirs, executors, and administrators of such a person.

(7) The corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, or employee of the corporation, or is or was serving at the request of the corporation as a director, officer, or employee of another corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such, whether or not the corporation would have the power to indemnify him/her against such liability under the provisions of this Article VI.

ARTICLE VII

AMENDMENTS TO BY-LAWS

The By-laws of the corporation may from time to time be repealed, amended or altered, or new By-laws may be adopted, subject to repeal or change by action of the stockholders, by a majority vote of the Board of Directors.

CERTIFICATION

BY SECRETARY OF

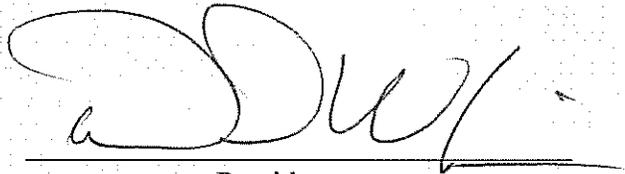
MMMHI INC

I HEREBY CERTIFY that I am the duly elected, qualified, and acting President of the above named corporation and that the attached By-Laws were duly adopted by said corporation and are currently effective.

*January 13, 2016 and effective
retroactively to:*

DATED:

7-25-15



President

MMMHI INC

BY - LAWS

ARTICLE I

STOCKHOLDERS

SECTION 1.01. OWNERSHIP AND TRANSFER OF SHARES. Shares of stock in this corporation may be issued or sold to any person qualified by law to hold such stock, except as provided otherwise in the Articles of Incorporation, these By-Laws, or any stock redemption or purchase agreement executed by the stockholders.

SECTION 1.01A. STOCK OWNERSHIP RESTRICTIONS. Pursuant to Hawaii state law specifically Hawaii Revised Statutes chapter 329D and Hawaii Administrative Rules title 11 chapter 850, ownership of this corporation shall consist of class A stock shares and class B stock shares. Class A stock shares may only be held by residents of the state of Hawaii with more than a five-year continuous residence within the state of Hawaii. Additionally, class A stock shares will consist of a 51% share of all shares and 51% ownership of this corporation. At no time may any other class of stock hereinafter exceed 49% (with the exception of class A stock). Class B stock shall have no restrictions with the exception that class B stock may not exceed a total of 49% of all shares issued.

SECTION 1.02. ANNUAL STOCKHOLDERS' MEETING. The annual meeting of the stockholders, upon notice as hereinafter provided, shall be held during the first three (3) months of the corporation's fiscal year, at a date and time determined by the Board of Directors, at which meeting the stockholders shall elect by plurality vote a Board of Directors, consider reports of the affairs of the corporation, and transact such other business as may properly be brought before the meeting.

SECTION 1.03. SPECIAL MEETINGS. Special meetings of the stockholders, for any purpose or purposes whatsoever, may be called at any time by the President, or by any one (1) or more members of the Board of Directors, or upon the written request of one (1) or more stockholders holding not less than one-tenth (1/10) of all the shares entitled to vote at the meeting, and shall be called by any officer directed to do so by the Board of Directors.

SECTION 1.04. PLACE OF MEETINGS. Meetings of the stock-holders shall be held at the principal office of the corporation in the State of Hawaii, or elsewhere as may be designated for stock-holders' meetings from time to time by the Board of Directors, in which case such meetings may be held, upon notice thereof as hereinafter provided, at such other place or places as the Board of Directors shall have determined, and as shall be stated in such notice.

SECTION 1.05. NOTICE OF MEETINGS. Written notice of each meeting of the stockholders, whether annual or special, shall be given in writing to stockholders entitled to vote by the Secretary or the Assistant Secretary or, if there be no such officer or in case of his/her neglect or refusal, by any director or officer. Such notices shall be mailed to each stockholder's address appearing on the books of the corporation not less than ten (10) days nor more than fifty (50) days before such meeting. Any notice of a stockholders' meeting sent by mail shall be deemed to be delivered when deposited in the United States mail, first class, with postage thereon prepaid, addressed to the stockholder as aforesaid. Notice of stockholders' meetings shall specify the place, the day, and the hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called. When a meeting is adjourned for any reason, notice of the adjourned meeting shall be given as in case of an original meeting.

SECTION 1.06. CONSENT TO STOCKHOLDERS' MEETINGS OR STOCKHOLDER ACTION. The transaction of any meeting of stockholders, however called and noticed and wherever held, shall be valid as though at a meeting duly held after regular call and notice if a quorum be present, either in person or by proxy, and if either before or after the intended effective date of the action all of the stockholders entitled to vote, not present in person or by proxy, sign a written waiver or notice or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Any action which may be taken at a meeting of the stockholders may be taken without a meeting if authorized by a writing signed by all of the stockholders who would be entitled to vote at a meeting for such purpose and filed with the Secretary of the corporation.

SECTION 1.07. QUORUM. The presence in person or through representation by proxy of stockholders entitled to exercise a majority of the voting power of the corporation shall be required and shall constitute a quorum at all meetings of the stockholders for the transaction of business, except as otherwise provided by law, by the Articles of Incorporation, or by these By-Laws. Every decision of a majority in amount of shares of such quorum shall be valid as a corporate act, except in those specific instances in which a larger vote is required by law, by the Articles of Incorporation, or by these By-Laws. If, however, such majority shall not be present or represented at any meeting of the stockholders, the stockholders entitled to vote there at, present in person or by proxy, shall have power to adjourn the meeting from time to time, until such requisite percentage of voting shares shall be present. At such adjourned meeting at which the requisite percentage of voting shares shall be represented, any business may be transacted which might have been transacted at the original meeting.

SECTION 1.08. VOTING RIGHTS. Only persons in whose names shares entitled to vote stand on the stock records of the corporation on the day of any meeting of stockholders, unless some other day be fixed by the Board of Directors for the determination of stockholders of

record, then on such other day, shall be entitled to vote at such meeting. Every stockholder entitled to vote shall be entitled to one (1) vote for each of said shares and shall have the right to cumulate his/her votes as provided by law in effect at the time such votes are cast (presently, Hawaii Revised Statutes §§ 415-33).

SECTION 1.09. PROXIES. Every stockholder entitled to vote or to execute consents may do so, either in person or by written proxy.

ARTICLE II

DIRECTORS

SECTION 2.01. NUMBER OF DIRECTORS. The authorized number of corporate directors shall be the number fixed by the Articles of Incorporation, as increased or decreased at each annual stock-holders' meeting or meetings called for the purpose of electing directors. At least one (1) director shall be a resident of the State of Hawaii.

SECTION 2.02. POWERS OF DIRECTORS. Subject to the limitation of law or the Articles of Incorporation and of the By-Laws as to action to be authorized or approved by the stockholders, all corporate powers shall be exercised by or under authority of, and the business and affairs of this corporation shall be controlled by, a Board of Directors.

SECTION 2.03. ELECTION AND TENURE OF OFFICE. The initial Board of Directors shall be as stated in the Articles of Incorporation, and such directors shall hold office until the first annual meeting of the stockholders and until their successors are elected and qualified. Thereafter, the directors shall be elected by ballot at the first annual meeting of the stockholders and at each subsequent annual meeting, and shall hold office until the next annual meeting and until their successors are duly elected or appointed and qualified; subject, however, to removal by the stockholders. The director's term of office shall begin immediately after election.

SECTION 2.04. VACANCIES. Vacancies in the Board of Directors may be filled by a majority of the remaining directors, though less than a quorum, or by a sole remaining director. Each director so elected shall hold office until his/her successor is elected at a regular meeting of stockholders or at a special meeting called for that purpose. The stockholders may at any time elect a director to fill any vacancy not filled by the directors, and may elect the additional directors at the meeting at which an amendment of the By-Laws is voted authorizing an increase in the number of directors. A vacancy or vacancies shall be deemed to exist in case of the death, resignation, or removal of any director, or if the stockholders shall increase the authorized

number of directors but shall fail at the meeting at which such increase is authorized, or at an adjournment thereof, to elect the additional director so provided for, or in case the stockholders fail at any time to elect the full number of authorized directors. If the Board of Directors accepts the resignation of a director tendered to take effect at a future time, the board or the stockholders shall have power to elect a successor to take office when the resignation shall become effective.

SECTION 2.05. REMOVAL OF DIRECTORS. The entire Board of Directors or any individual director may be removed from office by the stockholders with or without cause.

SECTION 2.06. ANNUAL BOARD OF DIRECTORS' MEETINGS. The annual meeting of the Board of Directors shall be held on the same day as the annual stockholders' meeting, immediately following the stockholders' meeting.

SECTION 2.07. SPECIAL MEETINGS. Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President, or if he/she is absent or unable or refuses to act, by any Vice-President or by any director.

SECTION 2.08. PLACE OF MEETINGS. Meetings of the Board of Directors shall be held at the principal office of the corporation in the State of Hawaii, or such other place as designated for meetings of the Board of Directors from time to time by resolution of the Board or written consent of all of the members of the Board.

SECTION 2.09. NOTICE OF MEETINGS. Written notice of the time and place of each meeting of the Board of Directors, whether annual or special, shall be delivered personally to the directors or sent to each director by letter or by telegram, charges prepaid, addressed to him/her at his/her address as it is shown upon the records of the corporation, or if it is not shown on such records or is not readily ascertainable, at the place in which the meetings of the directors are regularly held. In case such notice is mailed or telegraphed, it shall be deposited in the United States mail, first class, postage prepaid, or delivered to the telegraph company office in the locale in which the principal office of the corporation is located at least five (5) days prior to the time of the holding of the meeting and shall be deemed to be delivered to the director thereupon. In case such notice is delivered as above provided, it shall be so delivered at least four (4) hours prior to the time of the holding of the meeting. Such mailing, telegraphing, or delivery as above provided shall be due legal and personal notice to such director. When a meeting is adjourned for any reason, notice of the adjourned meeting shall be given as in case of an original meeting.

SECTION 2.10. CONSENT TO DIRECTORS' MEETINGS OR DIRECTORS' ACTIONS. The transactions of any meeting of the directors, however called and noticed and wherever held, shall be valid as though at a meeting duly held after regular call and notice if a quorum be present, and if either before or after the intended effective date of the action all of the

directors not present sign a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Any action which may be taken at a meeting of the directors may be taken without a meeting if authorized by a writing signed by all of the directors and filed with the Secretary of the corporation.

SECTION 2.11. MEETING BY CONFERENCE TELEPHONE. Members of the Board of Directors of the corporation, or any committee designated by such Board, may participate in a meeting of such Board or committee by means of conference telephone or similar communications equipment, whereby all persons participating in the meeting can hear each other, and participation in a meeting in such manner shall constitute presence in person at such meeting.

SECTION 2.12. QUORUM AND VOTE. A majority of the directors (present either in person or by means of a conference telephone) shall be necessary to constitute a quorum for the transaction of business, and the action of a majority of the directors present at any meeting at which there is a quorum, when duly assembled, is valid as a corporate act; provided that a minority of the directors, in the absence of a quorum, may adjourn from time to time, but may not transact any business.

SECTION 2.13. COMPENSATION OF DIRECTORS AND COMMITTEE MEMBERS. Directors and members of all committees shall not receive any stated salary or other compensation for their services as such, but by resolution of the Board a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board or committee; provided that nothing herein contained shall be construed to preclude any director or committee member from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE III

OFFICERS

SECTION 3.01. DESIGNATION. The officers shall be a President, one (1) or more Vice-Presidents, a Secretary and a Treasurer, and such other officers as may be designated under Section 3.10 and Section 3.11 below.

SECTION 3.02. ELECTION. The officers shall be elected by the Board of Directors at their first regular meeting of the fiscal year, and at such other times as the directors may from time to time determine.

SECTION 3.03. COMPENSATION. The compensation of all of

the officers of the corporation shall be fixed by the Board of Directors.

SECTION 3.04. REMOVAL AND RESIGNATION. Any officer may be removed, either with or without cause, by a majority of the directors at any regular or special meeting of the Board, or, except in case of any officer chosen by the Board of Directors, by any officer upon whom such power of removal may be conferred by the Board of Directors. Any officer may resign at any time by giving written notice to the Board of Directors or to the President, or to the Secretary of the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 3.05. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification, or other cause shall be filled in the manner prescribed in the By-Laws for regular appointments to such office.

SECTION 3.06. PRESIDENT. The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction, and control of the business and affairs of the corporation. He/She shall preside at all meetings of the stockholders and of the Board of Directors. He/She shall be ex-officio a member of all the standing committees, including the executive committee, if any, and shall have the general powers and duties of management usually vested in the office of President of a corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors or the By-Laws.

SECTION 3.07. VICE-PRESIDENT(S). The Vice-President(s) shall at the discretion of the Board of Directors, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such other duties as the Board of Directors shall prescribe.

SECTION 3.08. SECRETARY. The Secretary shall keep, or cause to be kept, a book of minutes at the principal office, or such other place as the Board of Directors may order, of all meetings of directors and stockholders with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at directors' meetings, the number of shares of stock present or represented at stockholders' meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office of the corporation or at the office of the corporation's transfer agent, a stock register, or a duplicate stock register, showing the names of the stockholders and their addresses, the number and classes of shares of stock held by each, the number and date of certificates issued for the same, and the number and date of cancellation of every certificate surrendered for cancellation. The Secretary shall give, or cause to be given, notice of all the meetings of the stockholders and of the Board of Directors required by the By-Laws or by law to be given; he/

she shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the By-Laws.

SECTION 3.09. TREASURER. The Treasurer shall receive and keep all the funds of the corporation and pay them out only on the check of the corporation, signed in the manner authorized by the Board of Directors.

SECTION 3.10. ASSISTANTS. Any Assistant Secretary or Assistant Treasurer, respectively, may exercise any of the powers of Secretary or Treasurer as directed by the Board of Directors and shall perform such other duties as the Board of Directors may direct.

SECTION 3.11. SUBORDINATE OFFICERS. The Board of Directors may from time to time appoint such subordinate officers, employees, or agents as the business of the corporation may require, fix their tenure of office, and allow them suitable compensation.

SECTION 3.12. EXECUTIVE AND OTHER COMMITTEES. The Board of Directors may appoint an executive committee and such other committees as may be necessary from time to time, consisting of such number of its members and with such powers as it may designate, consistent with the Articles of Incorporation and By-Laws and the laws of the State of Hawaii. Such committees shall hold office at the pleasure of the Board.

ARTICLE IV

CORPORATE RECORDS AND REPORTS

SECTION 4.01. RECORDS. The corporation shall maintain adequate and correct accounts, books, and records of its business and properties and minutes of the proceedings of its stockholders and Board of Directors. All of such books, records, and accounts shall be kept at its principal place of business in the State of Hawaii, as fixed by the Board of Directors from time to time.

SECTION 4.02. INSPECTION OF BOOKS AND RECORDS. As provided by law (presently Hawaii Revised Statutes §§ 415-52), a stock book shall be kept by the Secretary and shall be open at all reasonable times for the inspection of the stockholders. The Secretary shall make a complete record of the stockholders entitled to vote at any stockholder meeting or adjournment thereof, which record shall be made available at such meeting and shall be subject to the inspection of any stockholder.

SECTION 4.03. SIGNING OF CHECKS. All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness issued in the name of or payable to

the corporation shall be signed or endorsed by such person or persons and in such manner as shall be determined from time to time by resolution of the Board of Directors.

SECTION 4.04. EXECUTION OF CONTRACTS. The Board of Directors, except as otherwise provided in the By-Laws, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement, or to pledge its credit, or to render it liable for any purpose or to any amount.

SECTION 4.05. ANNUAL REPORTS. The Board of Directors shall cause an annual report to be delivered to the Director of the Department of Commerce and Consumer Affairs for filing as provided by Hawaii Revised Statutes, §§ 415-125 and 415-126.

ARTICLE V

CERTIFICATES AND TRANSFER OF SHARES

SECTION 5.01. CERTIFICATES FOR SHARES. A certificate for shares shall be of such form as the Board of Directors may designate and shall state the name of the record holder for the shares represented thereby; its number; date of issuance; the number of shares for which it is issued; the par value, if any, or a statement that such shares are without par value; a statement of the rights, privileges, preferences and restrictions, if any, or a statement of the place or places where such information may be obtained; a statement as to redemption or conversion rights, if any, or a statement of the place or places where such information may be obtained; a statement of liens or restrictions upon transferor voting, if any, or a statement of the place or places where such information may be obtained; if the shares be assessable, or if assessments are collectible by personal action, a plain statement of such facts; if the corporation has issued shares of preferred stock, a summary of the preferences, voting powers, restrictions and qualifications of the preferred stock, or a statement of the place or places where such information may be obtained. Every certificate for shares must be signed by the President or a Vice-President and the Secretary or an Assistant Secretary.

SECTION 5.02. TRANSFER ON THE BOOKS. Upon surrender to the Secretary or transfer agent of the corporation of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignment, or authority to transfer, it shall be the duty of the corporation to issue a new certificate to the person entitled thereto, cancel the old certificate, and record the transaction upon its books.

SECTION 5.03. LOST OR DESTROYED CERTIFICATES. Any person claiming a certificate of stock to be lost or destroyed shall make an affidavit or affirmation of that fact and advertise the same in such manner as the Board of Directors may require and shall, if the directors so require, give the corporation a bond of indemnity in form and with one or more sureties satisfactory to the Board, in at least double the market value of the stock represented by said certificate, whereupon a new certificate may be issued of the same tenor and for the same number of shares as the one alleged to be lost or destroyed.

SECTION 5.04. CLOSING STOCK TRANSFER BOOKS. The Board of Directors may close the transfer books at their discretion for a period not exceeding fifty (50) days preceding any meeting, annual or special, of the shareholders or the day appointed for the payment of a dividend.

ARTICLE VI

INDEMNIFICATION OF DIRECTORS AND OFFICERS

(1) The corporation shall indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation), by reason of the fact that he/she is or was a director, officer or employee of the corporation, or is or was serving at the request of the corporation as a director, officer, or employee of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of this corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere, or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he/she reasonably believed to be in or not opposed to the best interest of this corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was unlawful.

(2) The corporation shall indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he/she is or was a director, officer, or employee of the corporation, or is or was serving at the request of the corporation as a director, officer, or employee of the corporation, or is or was serving at the request of the corporation as a director or officer of another corporation, partnership, joint venture, trust, or other enterprise against expenses (including attorneys' fees) actually and

reasonably incurred by him/her in connection with the defense or settlement of such action or suit if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of this corporation and, except that no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his/her duty to this corporation, unless any and only to the extent that the court in which such action or suit was brought or in any other court having jurisdiction in the premises shall determine upon application that, despite the adjudication of liability but in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(3) To the extent that a director, officer, or employee of the corporation or a person serving at the request of the corporation as a director, officer, or employee of another corporation, partnership, joint venture, trust, or other enterprise has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in paragraph (1) or paragraph (2) of this Article VI, or in defense of any claim, issue, or matter therein, he/she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him/her in connection therewith.

(4) Any indemnification under paragraph (1) or paragraph (2) of this Article VI (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, or employee is proper in the circumstances because he/she has met the applicable standard of conduct set forth in paragraph (1) or paragraph (2). Such determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding; or (b) if such a quorum is not obtainable, or even if obtainable if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion to the corporation; or (c) by a majority vote of the stockholders.

(5) Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the corporation in advance of the final disposition of such action, suit, or proceeding as authorized by the Board of Directors in a particular case upon receipt of an undertaking by or on behalf of the director, officer, or employee to repay such amount unless it shall ultimately be determined that he/she is entitled to be indemnified by the corporation as authorized in this Article VI.

(6) Any indemnification pursuant to this Article VI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled and shall continue as to a person who has ceased to be a director, officer, or employee and shall inure to the benefit of the heirs, executors, and administrators of such a person.

(7) The corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, or employee of the corporation, or is or was serving at the request of the corporation as a director, officer, or employee of another corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such, whether or not the corporation would have the power to indemnify him/her against such liability under the provisions of this Article VI.

ARTICLE VII

AMENDMENTS TO BY-LAWS

The By-laws of the corporation may from time to time be repealed, amended or altered, or new By-laws may be adopted, subject to repeal or change by action of the stockholders, by a majority vote of the Board of Directors.

CERTIFICATION

BY SECRETARY OF

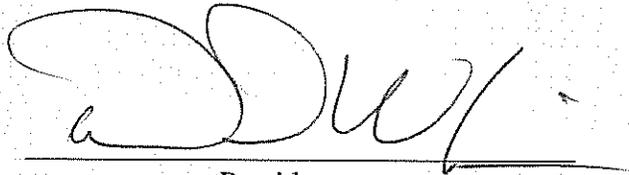
MMMH INC

I HEREBY CERTIFY that I am the duly elected, qualified, and acting President of the above named corporation and that the attached By-Laws were duly adopted by said corporation and are currently effective.

*January 13, 2016 and effective
retroactively to:*

DATED:

7-25-15



President



FILED 07/24/2015 01:00 AM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
335 Merchant Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810
Phone No.(808) 586-2727

ARTICLES OF INCORPORATION
(Section 414-32, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, for the purpose of forming a corporation under the laws of the State of Hawaii, do hereby make and execute these Articles of Incorporation:

I

The name of the corporation shall be :

MMM, INC.

(The name must contain the word Corporation, Incorporated, or Limited or the abbreviation Corp., Inc., or Ltd.)

II

The mailing address of the corporation's initial principal office is:

[Redacted]

III

The corporation shall have and continuously maintain in the State of Hawaii a registered agent who shall have a business address in this State. The agent may be an individual who resides in this State, a domestic entity or a foreign entity authorized to transact business in this State.

- a. The name (and state or country of incorporation, formation or organization, if applicable) of the corporation's registered agent in the State of Hawaii is:

CAIN & HERREN INC.

HAWAII

228479D1

(Name of Registered Agent)

(State or Country)

- b. The street address of the place of business of the person in State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to is:

[Redacted]

IV

The number of common shares all of the same class which the corporation shall have authority to issue is:

[Redacted]

07/24/201545243

V

The name and address of each incorporator is:

Name

Address

DAVID W. CAIN

[REDACTED ADDRESS]

_____	_____
_____	_____
_____	_____
_____	_____

I certify that I have read the above statements, I am authorized to sign this Articles of Incorporation, and that the above statements are true and correct to the best of my knowledge and belief.

24

JULY 2015

Signed this _____ day of _____

DAVID W. CAIN

(Type/Print Name of Incorporator)

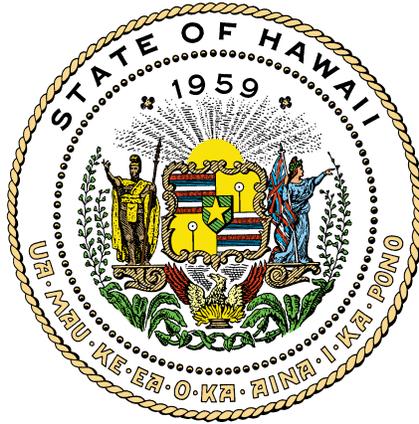
(Type/Print Name of Incorporator)

DAVID W. CAIN

(Signature of Incorporator)

(Signature of Incorporator)

07/24/201545243



Department of Commerce and Consumer Affairs

CERTIFICATE OF GOOD STANDING

I, the undersigned Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that according to the records of this Department,

MMMH, INC.

was incorporated under the laws of Hawaii on 07/24/2015 ; and that it is an existing corporation in good standing, and is duly authorized to transact business.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, Hawaii.

Dated: January 06, 2016

Director of Commerce and Consumer Affairs

Regarding the ability of MMMH, Inc.'s ability to operate a business, including but not limited to education, knowledge and experience, please consider the following:

(A) Regulated industries: The Board of Directors of MMMH, Inc., has extensive familiarity with a number of regulated industries. For example, David W. Cain (B.S. Ohio State University, J.D. New England Law Boston), Ben Herren (B.S. and J.D. Univ. of Iowa), and Michael J. Collins (A.B. Dickenson Univ., J.D. American University), are licensed practicing attorneys, practicing frequently with regulated industries. All three have represented clients before the Department of Commerce and Consumer Affairs (DCCA) and various boards including criminal RICO lawsuits. All have established businesses with various DCCA-RICO related areas. All have extensive practices before Hawaii Administrative law boards, including but not limited to liquor control, zoning, planning, housing, employment, labor, real estate, contractor licensing (A,B, and C), medical, lemon law arbitration, motor vehicle, collection agencies, and other various DCCA industries. Cynthia Stewart (C-Business Parks College Denver) and Richard Littlefield are licensed realtors, a regulated industry. Richard Littlefield (is a Hawaii realtor and licensed marijuana grower in California, a heavily regulated industry. Timothy Lauer (B.S.-R.PH. Ohio State University - registered pharmacist) manages the Maui K-Mart pharmacy and has a deep understanding of regulated industries.

(B) Agriculture or horticulture: Richard Littlefield, a director of MMMH, Inc., is a California licensed grower with over 16 years experience and is familiar with the methodology of growing seed-to-sale medical marijuana. He has years of experience with the legal cultivation and growth of marijuana. He is experienced in both hydroponic and non-hydroponic growth techniques. As master grower, he will be providing expert knowledge and counsel regarding the latest techniques for growing marijuana including: lighting, nutrients and additives, environmental controls, ventilation, propagation, containers, pesticides, wetting agents, grow rooms, pumps and irrigation,

odor control and air filtration, metering necessary to check the pH of the fertilizer mix during preparation, harvesting, and trimming. Additionally David Cain has represented numerous small farming operations and farming Huis on Maui in contracts, zoning, agricultural land use and sales.

(C) Commercial manufacturing: David W. Cain and Michael Collins, Directors of MMMH, Inc., are both practicing attorneys who have represented commercial manufacturers with issues relating to business planning, registration, corporate administration and document drafting, maintenance, contract negotiation, and liquidation. We have represented hundreds of local Maui residents who have run a range of manufacturing businesses, including but not limited to tee shirt, soap and cookie manufacturers.

(D) Pharmaceutical companies: Timothy Lauer, Director, is a Hawaii state licensed pharmacist. He currently manages the pharmacy at the Kahului location of K-Mart. Mr. Lauer established and opened the K-Mart pharmacy on Maui over twenty years ago. He is familiar working with pharmaceutical companies and has extensive knowledge in all areas relating to pharmacies, pharmaceuticals and pharmacy operations and compliance.

(E) Operating or working in a medical marijuana dispensary business: Patti Adler, Ph.D. (A.B. Wash Univ St. Louis, M.A. Univ of Chicago, M.A. UCSD, Ph.D. UCSD), Director, recently moved from Colorado to become a full time Maui resident. In Colorado she worked at a medical marijuana dispensary and bakery business. Dr. Adler's experience included counseling, teaching, sales, tracking, and administration in a baking and dispensing facility. Richard Littlefield, Director, has provided product to medical marijuana dispensary businesses and is familiar with the seed-to-sale grow operations in California.

(F) Creating and implementing a business plan, including a timeline for opening a business: Attorneys David W. Cain and Ben Herren, Directors, have experience creating and im-

plementing a business plan. Together they opened a small practice of two attorneys and over the course of ten years expanded the business to a five attorney law office with thirteen staff members (for the past three years Cain and Herren, ALC has been included in the PBN's State's largest law firms and is the largest law firm on Maui). They have also implemented many business plans and operational timelines for business across the state of Hawaii. *See* timeline also in criteria #2.

(G) Creating and implementing a financial plan: Cynthia Stewart, Director, is an accountant at Cain & Herren, ALC, where she has managed the financial operations of a multimillion dollar law firm within 5% of budget. David Cain has also implemented many business financial plans for business across the state of Hawaii. Additionally, Cain and Herren, ALC is one of the largest Hawaiian law firms that provide legal services in the fields of bankruptcy, debt consolidation and loan modifications services; thus being intimately familiar with financial planning.

(H) Retail sales: Stacey Sills (A.A. Maui Comm. College), Director, has experience promoting and managing retail businesses. Ms. Sills owns and operates her own retail promotional products business. She has been in business over twenty years and started the business on Maui after graduating Maui Community College. Director J. David McCreight (A.B. Muskingum Univ.) owned and operated one of Maui's largest mortgage loan businesses for over thirty years, Four Star Mortgage. Richard Littlefield, Director, has operated a seed-to-sale medical marijuana grow business in California. Pharmacist Timothy Lauer is involved in retail pharmacy sales.

(I) Secure inventory tracking and control: Richard Littlefield, Director, has operated a seed-to-sale medical marijuana grow business in California and is familiar with inventory tracking and control procedures. Patti Adler, Director, has experience working at a dispensary in Colorado and also carries the tracking skill-set. Pharmacist Tim Lauer, RPH, is very familiar with all of these operating procedures, as he utilizes inventory tracking and control at K-Mart Pharmacy.

(J) Protecting confidential customer information: K-Mart pharmacy must comply with all federal, state and local laws regarding pharmacy patient confidentiality (including HIPAA regulations). Tim Lauer is very familiar with all of these operating procedures. Also, as operators of one of the largest law firms on Maui, David Cain and Ben Herren are acutely aware of the importance of maintaining confidential client information. All of our employees are extensively trained and are required to sign a confidentiality agreement and are trained not to discuss client matters outside of the office.

(K) Owning or managing a business that required twenty four hour security monitoring: Cain & Herren, ALC, the law firm managed by David Cain and Ben Herren, Directors, currently has a 24 hour surveillance system run by Soto's Security Solutions on Maui. Surveillance is required not only to protect property, but more importantly to protect valuable client property and legal files and documents. When MMMH, Inc., is granted a license, the surveillance system will more than conform to the requirements of the statute. In that regard, MMMH, Inc., has already secured a quote from Alert Alarm Hawaii, which will include the video surveillance capability contemplated by the statute. *See* also criteria #4.

(L) Any other experience the applicant considers relevant: MMMH stands for "Maui Medical Marijuana Hui" and we are a Hui in every sense of the meaning. All Directors of MMMH, Inc. have a combined excess of two hundred years of business experience. Our Hui has strong Maui roots firmly established in many local business and philanthropic endeavors. Three of the Directors of MMMH, Inc., are licensed Hawaii practicing attorneys. Ben Herren, Director, is a former prosecutor. Attorney Herren is also on the Board of Directors and is Board President of Maui O Keiki Montessori School. Stacey Sills is former President and Board member and long time member of the Rotary Club of Kahului and a former member of the Maui County Panel of Ethics. Two Direc-

tors, Dr. Patti Adler and Dr. Peter Adler (A.B. Wash Univ St. Louis, M.A. Univ of Chicago, M.A. UCSD, Ph.D. Univ. Cal UCSD) are Ph.D.s and former professors with extensive teaching, working, and writing experience in the field of drugs and marijuana sociological behaviors. MMMH also has developed an Advisory Council who are not owner/directors but will assist the Board in important decisions. One of our Advisory Council members, Robert “Bobby” Yeager, has former employment experience with the Department of Health, and has a Master’s in Public Health. Also on the Advisory Council is Dr. Bruce (BJ) L. Miller, Jr. (A.B. Princeton, M.D. UCSD), Harvard Fellow), Clinical Professor of Medicine at University of California, San Francisco and Executive Director of Zen Hospice Project in San Francisco. Dr. Miller is well known throughout the palliative care field. Dr. A. Malia Haleakala (A.B. and M.D. Univ. of Hawaii), a member of the Advisory Council, is MMMH’s local medical expert and native Hawaiian advisor. Applicant and Director David W. Cain has over twenty five years of legal experience with over twenty years of providing legal assistance to the citizens of Maui. He has been honored by the Hawaii State Senate, Hawaii House of Representatives, the Governor, the Maui County Mayor, and the Hawaii State Bar Associations for his contributions to the legal community of Hawaii. He has served on the Board of Directors for the Maui AIDS Foundation, Aloha House Treatment Center, Maui Humane Society, Maui Executive Association (former President) and the Rotary Club of Kahului (former President and Paul Harris Fellow). David W. Cain is additionally a State CAAP Arbitration Judge and Volunteer Special Court Appointed Advocate for Children (CASA). MMMH will have the benefit of all the talents of MMMH, Inc.’s Board of Directors and Advisory Council regarding the opening, managing, and running two dispensary locations to serve the qualifying patients of Maui.

#6-2 MMMH, INC. is a Hawaii medical marijuana grow and dispensary company established in 2015 by David W. Cain, Applicant, and other founding members. MMMH will provide dispensary services for medical cannabis to qualifying patients on the island of Maui. The Company will have one dispensary in [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] MMMH will utilize a “seed to sale” tracking via BioTrackTHC software which will allow DOH interface. Software is designed to label and track all product through growth to sale to patient and will be fully complaint with HAR section 11-850-61. Dispensary employees shall fully comply with HAR section 11-850-34 and 11-850-35, HRS 329D. The dispensary shall require qualifying patients to fill out an intake sheet, produce a valid HRS chapter 329 medical marijuana card and valid government issued identification card, and sign in pursuant to HAR section 11-850-51, before entering the secured premises. Patient/primary caregivers shall be identified, computer scanned, eligibility verified, and be placed in computer by a MMMH patient counselor/coordinator

before being allowed to enter secured sales area. No more than two patients/caregivers per MMMH employee shall be allowed in secured sales area at any time. Patients will not have direct access to product prior to sale pursuant to HAR section 11-850-33. Patient product sale shall not exceed four ounces of marijuana during a period of fifteen consecutive days, and shall not exceed eight ounces of marijuana during a period of thirty consecutive days from MMMH or any other licensee within the state of Hawaii in full compliance with HAR sections 11-850-42 and 11-850-61, HRS 329, 329D. Computer systems shall be installed by BioTrackTHC of Fort Lauderdale, Florida, to meet state specifications using Bio-Tech Medical Software. Local computer maintenance will be performed by Kela Butterfield of Q & A, Inc. Mr. Butterfield has no felony convictions. Laboratory testing of all MMMH products shall be performed by DOH certified laboratories to fully comply with HAR sections 11-850-81 to 11-850-87, HRS 329D-8. Product and product standards shall fully comply with HAR section 11-850-71 to 11-850-75, HRS 329D. Lab samples will be shipped by secured FedEx pharmaceutical packaging and tracking. After lab testing for full compliance, MMMH products will be packaged in opaque, child proof containers, with labels featuring black lettering white background no pictures, etc., all in full compliance with HAR section 11-850-92. Retail sales shall be in full compliance with HAR section 11-850-33 after DOH approval. Dispensary employees shall be over 21 years old and shall be pre-screened for employment by verifying that they have no Hawaii or other state of federal felony or other convictions pursuant to HRS section 329D-12. All MMMH licensees and employees shall be on HD camera view at all times. All MMMH employees shall fully comply with HAR sections 11-850-33 to 11-850-43 (operations), 11-850-51 to 11-850-53 (security), and HRS sections 329D-6 and 7. MMMH shall allow entry and full inspection for state inspection pursuant to HAR section 11-850-37, HRS 329D-20. MMMH shall submit quarterly reports of dispensary entry/exit, amount of product produced and offered for sale, product lists,

financials, lab results, breaches, etc., on specified dates in full compliance with HAR section 11-850-38. MMMH will obtain an independent financial audit annually and provide a copy to DOH in full compliance with HAR section 11-850-39. MMMH shall safeguard and keep confidential from public disclosure any personally identifying information and the medical conditions of all qualifying patients, and prohibit photography or video recording of its facilities pursuant to HAR section 11-850-40. MMMH shall retain for a minimum of six years business operation records and security recording in full compliance with HAR section 11-850-41. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

MMMH is run by a Board of Directors and advised by an Advisory Council. It is important to note that the MMMH Board contains three local attorneys, two Ph.Ds, two long term Maui business persons, an accountant, a registered pharmacist, and a Hawaii long term resident and licensed California Marijuana grower. MMMH Advisory Council contains a California Palliative care medical doctor, and a Hawaii born and raised local Hawaiian (Big Island) Medical Doctor. MMMH considers its mission first and foremost to provide medical marijuana to the qualified local patients of Maui County and then to any legal medical marijuana card holders upon change of the present law. The Company has multiple products in development that will provide medical marijuana therapy to qualifying residents in the County of Maui, State of Hawaii: marijuana flowers and buds, oils, extracts, and edibles. MMMH will be growing and dispensing up to 15 different sativa, indica, and mixed strains of cannabis with varying THC and CBD content in the above forms.

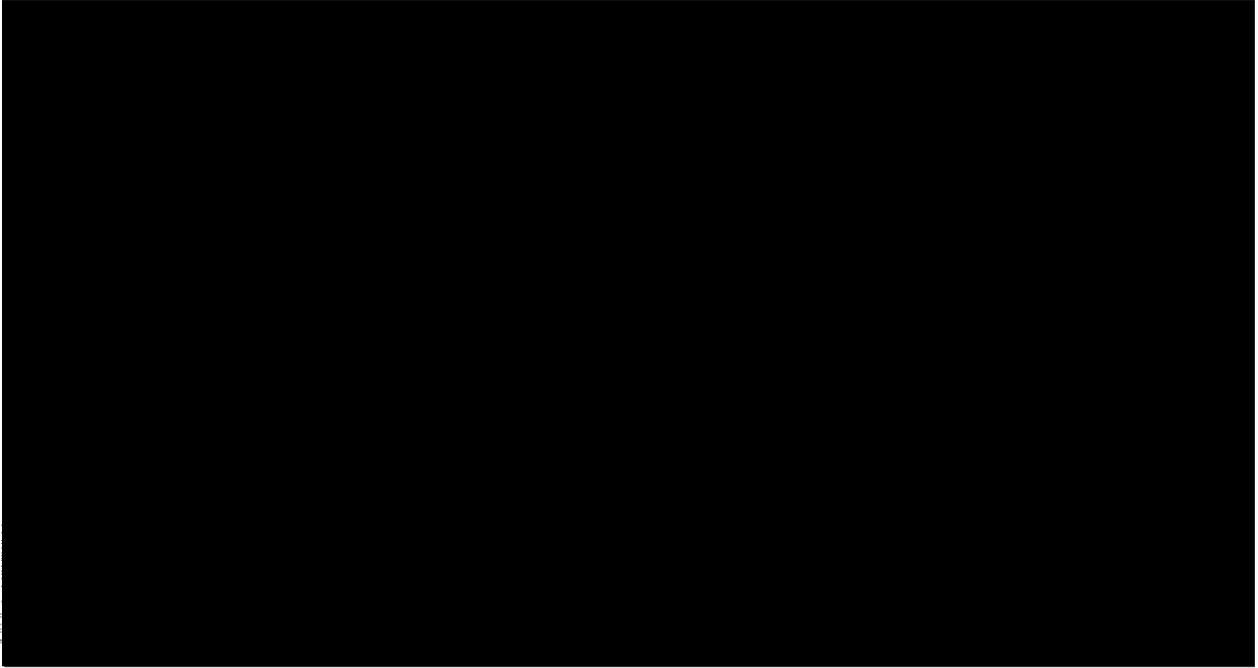
GROWTH TIMELINE: April 15th - After receiving the license from DOH, MMMH will set the fol-

lowing into motion. MMMH will apply for a NED certificate and a DOH inspection of our grow facilities in order to begin growing. Upon DOH approval, MMMH will immediately cut clones from our mothers (grown legally by blue card holders) to create our gardens and begin further seed planting to start new strains. MMMH will place thousands of clones/cuttings into “cloning machines” for a two week root generation period. Low to medium light needed here. May 1-5th clones have rooted and are ready for transplanting into coconut plant medium housed in 1 gallon “root finder” buckets. Nutrient watering and daily maintenance required. Fans, A/C, and proper passive natural air are necessary here, medium to high power on lights. May 25th Plants are ready for transplanting into 3 gallon root finder buckets, full power on lights from now until harvest. May 30, 31st change light cycle to 12 hours dark and 12 hours lights on full power. August 6th first legal harvest arrives. Cutting, hanging, drying, curing total 7 days. August 12th, trimming work begins. Curing, weighing, and testing to begin as well. August 13th samples for lab testing are ready; three day sample testing turnaround required. August 17th flowers will be ready for sale over the counter at dispensary. August 20th cannabis processing for edibles, oils, tinctures, lotions begins. New clones and seedlings will be on a constant cut and germination period to keep new strains and popular current strains supplied for our patients.

FUNDING: [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] All

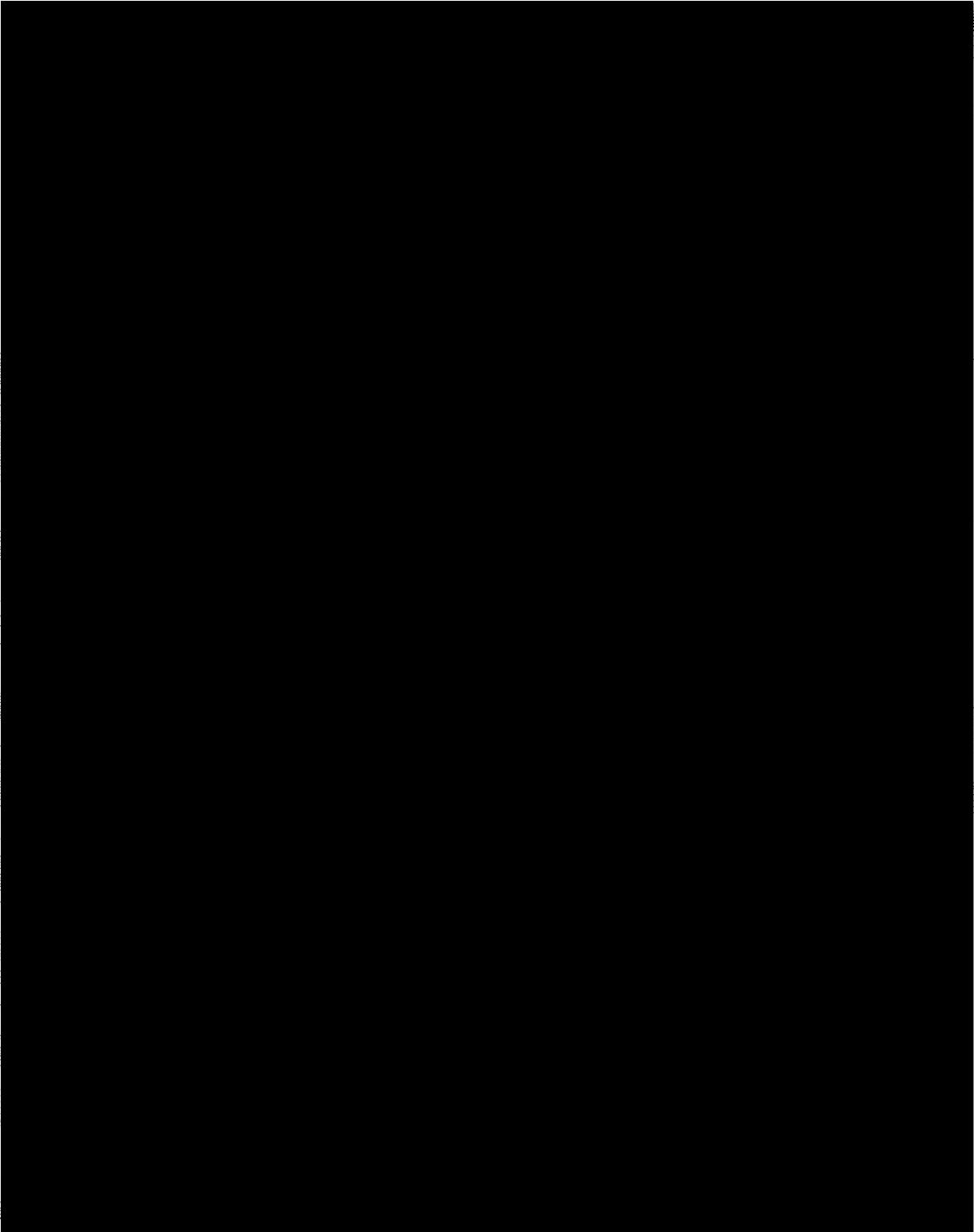
stock sales shall be in full compliance with State and Federal security sales regulations. MMMH plans on donating a portion of its proceeds to local charitable organizations.

(A) **Legal sources of finances immediately available to begin operating a dispensary:** Attached spreadsheet indicates financial resources of shareholders of MMMH, Inc. Financial resources include liquid funds in personal bank accounts, securities accounts, or retirement accounts of members. Account statements have been attached to previous portions of this application.



(B) **A summary of financial statements in businesses previously or currently owned or operated by the applicant:** Attached is a profit and loss statement of CAIN & HERREN, ALC, which is a business owned and operated by David W. Cain, Esq., applicant. See attached Exhibit "A".

(C) **A financial plan for operating a medical marijuana dispensary in Hawaii:** The Table is a simple Profit & Loss of MMMH, Inc. This figure will be revised as the project gets implemented. MMMH, Inc., is appointing an Advisory Council. Rich Littlefield, Director, runs a medical marijuana business in California and is familiar with the cash-flow considerations of such a business. We will also purchase the wegrowstore.com Dispensary Financial Plan to have the ability to run comprehensive 3 year projections.



(D) Good credit history:

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

(E) History of bankruptcy by the applicant or entities owned or operated by the

applicant: Attached is the print-out of PACER (public access to Federal Court records) searches for the applicant, and CAIN & HERREN, ALC, which is the business currently owned and operated by David W. Cain, Applicant. PACER is the bankruptcy search system. This confirms that no Applicant or business associated with Applicant has filed for bankruptcy in the District of Hawaii. It is affirmed by the undersigned that after reasonable investigation it has been determined that no Applicant or business associated with Applicant has filed for bankruptcy in any jurisdiction. See attached Exhibit "B".

EXHIBIT "A"

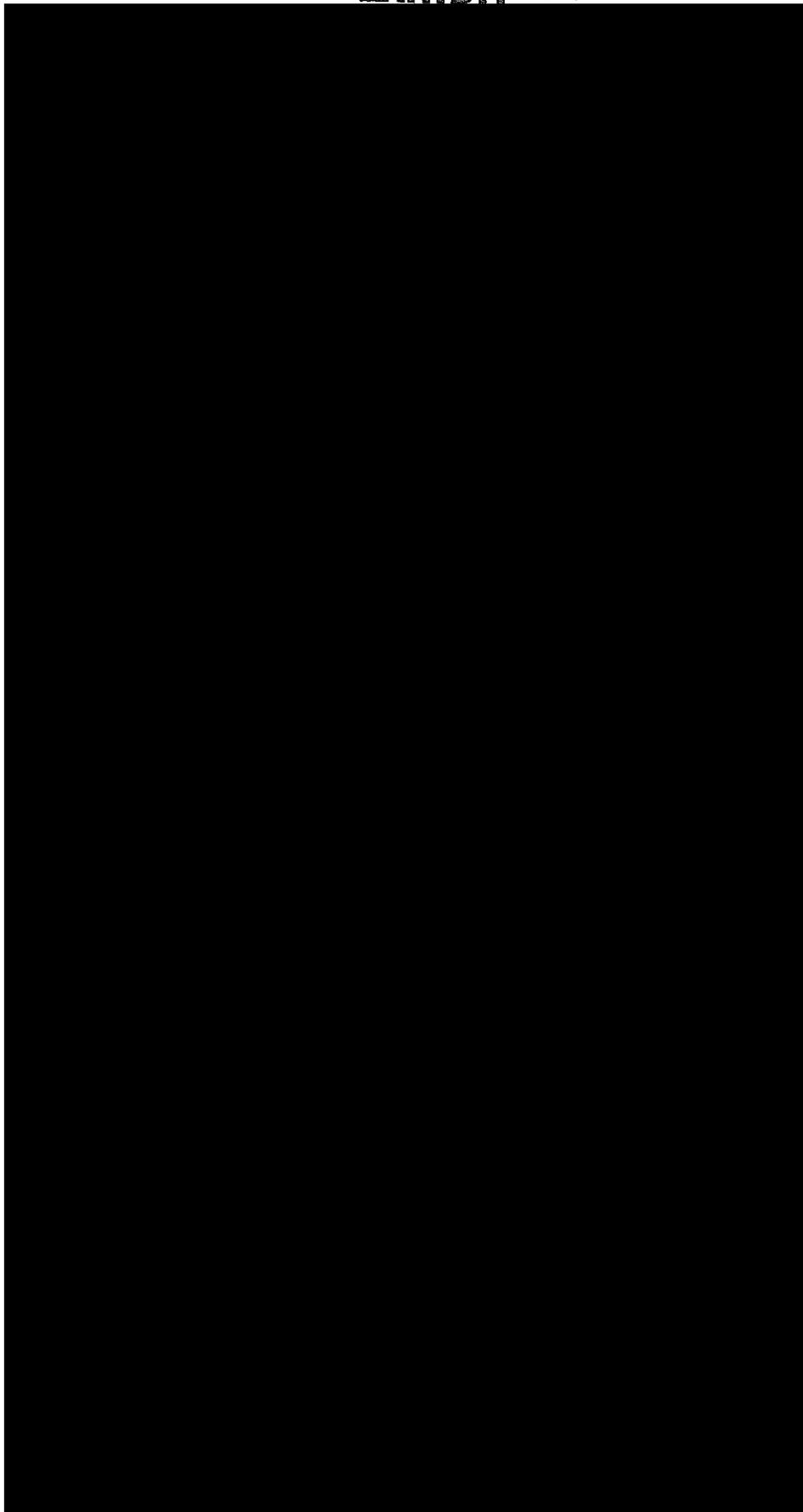
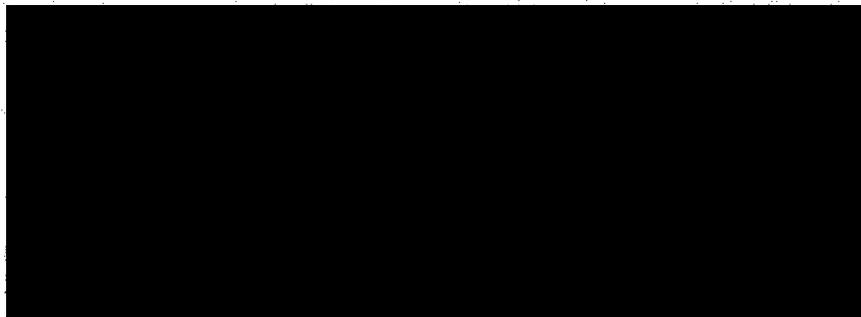


EXHIBIT "B"

No match found

PACER Service Center
Transaction Receipt


No match found

PACER Service Center
Transaction Receipt


[REDACTED]

#6-5 MMMH Inc. brings enormous strength to the criterion of meeting the needs of qualifying patients.

(A) Educating Patients: Several members of the MMMHs Board have considerable expertise in how the debilitating medical conditions prospective patients face can be ameliorated by marijuana. Tim Lauer, RPH, Director, the managing pharmacist of Maui's Kmart, is thoroughly familiar with the pharmacological effects of cannabinoids through the endogenous cannabinoid system consisting of receptors, endogenous ligands, and synthetic and degradative pathways, and has been educating and managing patient care and correct dosage with the drug Marinol for the nausea and vomiting associated with cancer chemotherapy, the loss of appetite and weight loss associated with AIDS, Multiple sclerosis, Parkinson's disease, rheumatoid arthritis, glaucoma, Crohn's disease, epilepsy, and spinal injuries. Several states currently require that a pharmacist be involved in the medical marijuana dispensing process, and others require that dispensaries be run by pharmacists. Mr. Lauer will be intimately involved in providing patient counseling, education, and pharmaceutical advice.

Dr. Patti Adler, Ph.D., Professor Emeritus, University of Colorado, Director, has spent 40 years researching and teaching about drugs in U.S. society, has written numerous articles and two scholarly books on the topic (Wheeling and Dealing; Drugs and the American Dream), has been recognized as a leading scholar in the field (numerous awards, including the Society for the Study of Social Problems), and worked for two years in a medical marijuana dispensary and bakery in Colorado. She has run and attended numerous seminars and extensively read medical journals regarding marijuana's therapeutic uses. In addition to the issues for which Mr. Lauer has been treating people, she notes that the most common problems marijuana medical patients

present include: chronic lower back and neck pain; anxiety, insomnia, and migraine headaches; Alzheimer's disease, Tourette's syndrome, and alcoholism; immune or inflammatory mediated illnesses; psychiatric symptoms such as depression and PTSD; refractory neurological symptoms, such as spasticity, pain, tremor, and sleep disorders; and psoriasis. Marijuana, or cannabis, can help these patients through ingestion via inhalation, sublingual, topical, and oral forms. Medical marijuana avoids some of the serious problems (dizziness, organ damage, addiction) associated with pain management through opioids, and the use of smoke-free vaporized forms are especially recommended because they deliver THC more efficiently and at a more constant titration than smoking, avoiding the health issues associated with inhalation of smoke. Together Dr. Adler and Mr. Lauer will create and regularly update pamphlets available in the waiting room educating patients about FAQs including different strains and their effects, modes of delivery, dosage, and potential problems that could arise from overdosing or combining marijuana with other substances. They will read articles and attend continuing education seminars nationally hosted by the leading scientists and researchers (i.e., the Drug Policy Alliance hosts a conference every other year for this purpose, and Dr. Adler is close colleague with many of these leading researchers, including Dr. Ethan Nadelmann, DPA Executive Director). They will bring ongoing new knowledge to MMMH Inc. patients via patient workshops, flyers, private consultations, and educating the employees. They would also be willing to give "open house" seminars to answer questions posed by members of the community. In all of these areas MMMH members will be assisted with consultation from the two doctors on our Advisory Council, Dr. BJ Miller, Clinical Professor of Medicine at University of California, San Francisco, and Executive Director of Zen Hospice Project in San Francisco, who will advise us about the alleviation of pain and suffering in our medical patients, and Dr. Malia Haleakala,

Emergency Director of the Hilo Medical Center and a specialist in emergency medicine, rehabilitation, and advanced nursing care. Patients will also be educated on alternative therapies such as massage and acupuncture.

(B) Marijuana Supply: Richard Littlefield, Director, has been cultivating marijuana for 24 years. He was granted one of the first commercial grow licenses in California. He has experience in designing, building, and operating a grow operation, and is confident that he can produce enough product and enough strains to keep our supplies varied and fresh and to keep the people on Maui well supplied. He has 15 strains that are already tested and robust, including sativa, indica, and hybrid strains, and those with higher and lower concentrations of THC and CBD. He intends to develop and patent, under our own company brand name, exciting and new cross-bred cannabis strains that will be born and grown exclusively on Maui for our patients, and adjusted specifically to meet their medical needs. He is confident that he can have adequate product in time for a reasonable opening date (see the timeline in application criterion #2). In addition, Mr. Littlefield can produce a range of additional products such as oils and extracts using safe and environmentally-friendly processes. Note that none of these processes violate the provisions of the HAR or HRS. Mr. Littlefield can use cannabis extracts and oils to make lotions and salves, great for patients of MMMH who have arthritic pain and want to avoid any intoxicating feelings or effects from cannabis. He can work with coconut oils and Glycerin to make high quality hand lotions for fighting joint and muscle pain. It is MMMH Inc.'s intent, with permission of the DOH and if permissible, to acquire a machine for refilling the oil cartridges used in O pens, or vape pens, that burn liquid oil so that patients can obtain these more reasonably than by purchasing the standard commercial refill cartridges. Many studies currently show that this is a safer and

healthier alternative to smoking plant product directly. MMMH is fortunate to have a full-time Maui resident with Mr. Littlefield's experience and connections to the California cannabis industry as a Director because he can keep us abreast of the latest medical and product developments on the mainland and bring those to Maui patients in a timely manner. Dr. Patti Adler can make the marijuana-infused butter necessary to making edibles and can produce a variety of orally ingested baked goods such as cookies, brownies, power bars, fruit chews, lozenges, and chocolates that have good shelf life.

Mr. Littlefield will also benefit from MMMH's use of the BioTrackTHC software platform. The BioTrackTHC System provides a platform that allows growers to carefully monitor every step of the cultivation process. From the day the seeds are soaked, the entire germination phase is tracked to view key indicators such as grow mix content, growth rate, feed content, light energy usage, soil pH content and all other data that is or isn't predefined. The system has eliminated the tedious process of moving a plant around throughout different grow phases such as the germination stage, seedling stage, veg stage, denoting sex type, cloning stage and transplant stage. The BioTrackTHC Commercial System also provides a genealogy tracking solution that determines which mother plants produce the highest yields.

The harvesting process is tracked to ensure that every component of the plant is accounted for in the system. The BioTrackTHC Commercial System provides a genealogy tracking solution that determines which mother plants produce the highest yields. MMMH can access the Plant Derivatives Pedigree feature in the system to run a report on any plant, batch, plant derivative, or product. The feature shows all information pertaining to plant harvesting. This is an inventory management feature that gives real-time reports for any inspection.

(C) Dispensing Locations: [REDACTED]

(D) Measuring and Improving Patient Satisfaction: Director Dr. Patti Adler and Advisory Council member Dr. Peter Adler, Ph.D. (Professor Emeritus, University of Denver) will use their sociological knowledge to devise periodic surveys measuring patient satisfaction. These results will be used to modify existing practices to determine if patients' needs are being met, if there are things they do not like, and if there are other services they would appreciate. All survey results will be confidential. As sociologists, they have strong backgrounds in research methodologies, including surveys. MMMH will also use email and texts (if permission is granted by the patient) to improve satisfaction by utilizing confidential surveys and satisfaction forms.

MMM, Inc. strongly concurs with HAR 11-850 and Sections 329D-7, 329D-12 and 846-2.7 of the HRS. We will run our operation with the health, safety and patient welfare as our premier issues. To this end, MMM, Inc. will require all employee applicants, contractors, subcontractors, officers, directors, shareholders (with at least 25% ownership interest) and managers of subcontracted production centers and/or retail dispensing location(s) to provide the Department of Health and/or MMM Inc. with the following security background verification. Additional information/documentation may be required as part of the process to substantiate and authenticate Department of Health and MMM, Inc. requirements and guidelines. The term applicant, in this situation, applies to (but is not limited to) potential employees, contractors, subcontractors officers, directors, shareholders (with at least 25% ownership interest) and managers of subcontracted production centers and/or retail dispensing location(s). MMM will establish and maintain written procedures governing the qualifications, recruitment, hiring, and training of all employees and subcontractors. All applicants shall provide a copy of a current photo ID from a State or Federal office/department. All applicants shall be required to undergo a rigorous background check, including, but not limited to, fingerprinting, and shall provide written consent and agree to pay applicable fees to the Department of Health, MMM, Inc. or their designee(s) in order to conduct a thorough State and Federal criminal background check. All applicants shall be required to provide full name, date of birth, height, weight, eye color, hair color, gender, race and place of birth. All applicants shall provide, at their sole expense, a full credit report, with three credit scores, dated no older than 30 days from date of original employment application.

All applicants will provide to the Department of Health, and MMM Inc., or their designee(s), and at the sole expense of the applicant an eCrim Certified Record, dated no older than 30 days from date of employment application.

MMMh will require all employees and subcontractors to allow MMMh to run state and federal background checks and will require all employees and subcontractors to submit unbroken chain of custody set of fingerprints (taken by Maui Police Department or Sheriff's office).

No person under age twenty-one shall be employed by MMMh. All employees and subcontractors shall wear an identification badge issued by MMMh with the photograph and name of the wearer at all times when on MMMh facilities. MMMh shall provide employee training upon hire and annually in health, safety, sanitation standards, security procedures, prohibitions and enforcement, patient confidentiality, and other items applying to employment. MMMh will perform criminal background checks at time of hire and employment to ensure the reputable and responsible character and fitness of all employees and perspective employees and will continue to run background checks annually on all employees. The FBI's authority to conduct an Identity History Summary check for non-criminal justice (employment) purposes is based upon Public Law (Pub. L.) 92-544. Pursuant to that law, the FBI is empowered to exchange Identity History Summary information with officials of state and local governments for employment and licensing, which includes volunteers, and other similar non-criminal justice purposes, if authorized by a state statute which has been approved by the Attorney General of the United States. The U.S. Department of Justice has advised that the state statute establishing guidelines for a category of employment or the issuance of a license must, in itself, require fingerprinting and authorize the governmental licensing or employing agency to exchange fingerprint data directly with the FBI. An Identity History Summary search obtained pursuant to U.S. Department of Justice Order 556-73 may not meet employment requirements. Governmental licensing or employing agencies covered by federal laws and/or state statutes may refuse to accept identity history record information directly from the subject of the record, as there would be no way to verify that the information contained on the

record had not been altered. Also, an Identity History Summary provided to the subject for personal review contains only information maintained by the CJIS Division and may lack dispositional data and/or arrest records that are maintained only at the state level. Therefore, MMMH's procedures are the most comprehensive. MMMH will additionally submit all prospective employees and subcontractors for review to the FBI database.

As stated above, the Hawaii State eCrim online service will allow MMMH to view an individual's conviction information based on the search criteria provided. The search criteria may include name, social security number, date of birth, and/or gender. The search is conducted on criminal history record files maintained by the Hawaii Criminal Justice Data Center. The search results do not include Hawaii Sex Offender and Other Covered Offender Registration information, which shall additionally be checked by MMMH. MMMH will not hire or be working with any convicted felons, anyone convicted related to use, possession, or distribution of drugs or intoxicating compounds, anyone convicted of a crime of violence, anyone convicted of a crime involving a firearm, anyone convicted of a crime involving theft, business or commercial fraud, or anyone that may pose a risk to health, safety or welfare. This shall protect patients and MMMH as well.

MMMH, Inc. shall keep, on a locked secure computer server, with a secure server backup off-site, all information and documentation gathered as part of the application process for employment, subcontracting of applicable services, members of the corporation, directors, shareholders (with 25% or more interest in the corporation) and all others as they may apply. These records will be made immediately available to the Department of Health or its designee upon written request by the Department or their designee.

Regarding the ability of MMMH, Inc.'s ability to comply with the requirements for inventory tracking, security, and sales limits for qualifying patients:

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] The computer software system is designed to comply with the requirements set forth in HAR section 11-850-61 as well as HRS 329 and 329D.

BiotrackTHC (<https://www.biotrackthc.com/about-us>) has developed the safest and most compliant business model for the medical cannabis industry. The BioTrackTHC Commercial System provides inventory and sales management solutions through a single platform while giving complete visibility to state regulatory agencies via the State Traceability System. The BioTrackTHC B2B model links growers, processors and retail dispensaries together to ensure that the entire supply chain is monitored from seed-to-sale. Furthermore, each business is linked directly to the State Traceability System to provide regulatory agencies with real-time compliance data.

By offering commercial solutions, real-time state traceability solutions, and a patient registry system, BioTrackTHC technology far exceeds every other medical marijuana tracking systems.

The POS (point of sale or transaction) system and dispensary software assigns a unique 16 digit barcode to each plant from the moment cultivation begins. The plant receives a new barcode every time it enters a new stage in the plant life cycle while still being linked to the original barcode. Each plant is scanned every time it needs to be assigned to a different room in the grow house. Multiple rooms can be created in the grow house to designate the various stages of the grow phase, separate plant components, separate clones, or separate plants designated for destruction. The system also

allows growers to determine which mother plants produce the highest yields and to learn which strains have the best production output.

The BioTrackTHC system uses biometric chain of custody tracking for all products in inventory. The system records the name, date and time of the employee who handled the plant, allowing all warehouse activity to be tracked. The POS system tracks all cannabis by-products from harvest. This includes stems, leaves, shake or kief. Our streamline approach allows users to batch plant components together before they are processed to make other products or destroyed. The components are tracked and weighed, ensuring user compliance and real-time visibility with regulatory agencies.

BioTrackTHC monitors the entire transportation process, regulating each plant's compliance before it's shipped to the dispensaries. Before the plant can leave the distribution center, it must pass Quality Assurance testing. The system generates a transportation manifest once QA testing is passed and the shipment is prepared for transport. If the manifest isn't generated, the system will not allow transport to proceed. The manifest contains truck information, driver information, destination routes and additional notes for transport. The shipment is weighed with integrated scales to ensure accurate and consistent data in compliance with HAR section 11-850-81 to 84.

[REDACTED]

[REDACTED]

[REDACTED]

Finally, the BioTrackTHC POS system allows sales managers to enter customized price points for every strain. Based on the weight detected, the system instantly generates the charge to the patient. The "splitting" feature generates the price for multiple strains at a time. Every fraction of a gram is fully accounted for, ensuring full compliance of HAR 11-850-42 for regulatory agencies.

The BioTrackTHC Commercial POS System features smart technology such as barcodes and radio frequency identification that responds to every transaction made. The software is customized to abide with state regulations and business needs. To ensure safety, all data records are vaulted within internal servers which greatly reduces the risk of an information breach.

The BioTrackTHC Commercial POS System allows users to automatically enforce state and patient sales limits. This gives users an instant view on how much or how little product they can sell to a patient according to the state, ensuring full compliance of HAR 11-850-42. The system also offers product label customization in order to comply with HAR section 11-850-92.

The BioTrackTHC Commercial System offers complete dispensing solutions with a customizable Point-Of-Sales System that tracks every transaction made. All products that enter the dispensary, usable marijuana, extracts or edibles, are carefully tracked from the moment they enter the dispensing facility. BioTrackTHC technology allows users to customize the system to fit business needs. [REDACTED]

[REDACTED]

[REDACTED]

The BioTrackTHC Commercial System gives users the assurance that doctors are making the prescription and that registered patients are making the purchase. The system automatically verifies doctor license numbers with the state for patient recommendations. [REDACTED]

[REDACTED]

[REDACTED]

The entire BioTrackTHC System was developed to establish the highest level of security that the medical marijuana industry has ever seen. It comes equipped with multiple features to ensure security, theft protection and compliance diversions. All hardware is managed and maintained

internally. The system links to SSAE 16 certified server locations to ensure the highest level of security. In the event of an automatic failure, BioTrackTHC also works with redundant routers to maintain business records and system functionality. System authentication is encrypted via industry standard SSL with the use of a server based platform.

Transportation manifests are featured in the system to monitor turn-by-turn directions and provide an estimated route time. The entire logistics process is tracked, permitting the surveillance of every order from door to door. The transporter establishes a set route that can be viewed by authorized users. Way-points can be generated just in case the transporter places an audit on the shipment midway through the transport.

[REDACTED]

BioTrackTHC reporting and compliance solutions highlight a complete tracking system that builds reports for accounting, customers, employees, growth house, inventory and sales. The system features ensure that all phases of growth, cultivation, sales and audits exceed regulatory standards. Compliance requirements for all growers and vendors are tailored to the state's specific regulations. The system features internal controls that prevent users from operating against compliance standards while maintaining flexibility to allow for future innovations and changes in regulation. Any report that is required for state or county compliance can be built with BioTrackTHC.

BioTrackTHC's Traceability System generates more than 50 unique reports pertaining to the medical marijuana industry. The state DOH uses the system as a portal to receive direct access to all reports in real-time. Events Reports log marijuana destruction events, pending harvest events, and transportation events. Existing Inventory Reports log inventory, quarantined inventory and plant count. Financial and Tax Reports log purchase prices by seed, plant and plant tissue. Purchase prices are also logged in smaller or larger increments by unit or lot. Other Financial and Tax Reports that are available include purchase reports by producer or processor, purchases by individual retailer, sales report by product type, tax obligation reports, tax obligations for all licensees and status of confirmation, and tax obligations for all licensees by privilege code.

The BioTrackTHC Traceability System also provides reports for all inventory adjustments by a registered licensee or an enforcement district. Each report logs the employee who made the adjustment and the time it was done. Every fraction of a gram is inventoried in the system to prevent theft. History of theft reports are generated by licensed location, parent UBI or in an enforcement district, ensuring full compliance of HAR 11-850-38.

#6-8 Regarding the ability of MMMH, Inc.'s ability to maintain confidentiality of a qualifying patient's medical condition, health status, and purchases of marijuana or manufactured marijuana products:

David Cain, Ben Herren, and Michael Collins, MMMH Board members, currently run and manage Cain & Herren, ALC. Operation of a law firm requires that attorneys and their staff keep confidential any personal client information pertaining to a file. For any work completed by the law firm, such information is protected, even under power of subpoena, pursuant to attorney-client privilege. Our firm has a strict retention and destruction policy. Essentially, after the file is completed, the file's documents get scanned into the system and destroyed. Those documents can only be accessed by computers in our firm's network and our passwords change routinely to ensure security. Our employment policy requires all attorneys and staff to execute a confidentiality agreement. Any breach of said policy is a fireable offense. Felony convictions and convictions for crimes of dishonesty are automatic bases to deny or terminate employment as they evidence conduct that is inconsistent with our firm's prioritization of client trust and confidentiality.

Pharmacist Timothy Lauer, RPH, Board member of MMMH, maintains the confidentiality of several hundred patients' medical conditions and health status daily at K-Mart Pharmacy and is familiar with all aspects of pharmacy patient confidentiality including HIPAA (Health Insurance Portability and Accountability Act). We will utilize his assistance in creating and maintaining confidentiality policy and procedures.

MMMH, Inc. plans to fully utilize BioTrackTHC software. MMMH will place the software on each of its three computer systems. The systems will provide both onsite and offsite encrypted backup. The BioTrackTHC Commercial POS System features smart technology such as barcodes

and radio frequency identification that responds to every transaction made. The software is customized to abide with state regulations and business needs. To ensure safety, all data records are vaulted within internal servers, which greatly reduces the risk of an information breach.

The BioTrackTHC Commercial POS System will allow MMMH authorized users to automatically enforce state and patient sales limits. This gives users an instant view on how much or how little product they can sell to a patient according to the state. The system also offers customizable patient programs, text messaging, and emails, along with product label customization.

The BioTrackTHC Commercial System offers complete dispensing solutions with a customizable Point-Of-Sales System that tracks every transaction made. All products that enter the dispensary, usable marijuana, extracts, or edibles, are carefully tracked from the moment they enter the dispensing facility. BioTrackTHC technology allows users to customize the system to fit patient needs. The BioTrackTHC Commercial POS System gives customers individualized solutions in order to increase sales within the limits of their regulatory agency. Also, unlike total cloud based POS systems, BioTrackTHC resides on MMMH servers. The majority of users utilize a desktop application due to data security concerns about the cloud. This is a testament to the fact that security and patient confidentiality is paramount.

The BioTrackTHC Commercial System gives users the assurance that doctors are making the prescription and that registered patients are making the purchase. The system automatically verifies doctor license numbers with the state for patient recommendations. In the event that a driver's license or medical marijuana ID expires, the system will not allow purchases from that person.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Each MMMH patient will be initially required to fill out a patient intake form. This information will be entered into the BioTrackTHC system and the paper form will be shredded. MMMH employees will be trained and sign a patient confidentiality acknowledgment. This will ensure that all MMMH employees understand the confidentiality status of each patient's medical condition, health status, and purchases. Only MMMH intake counselors and sales counselors will have access (including password protected computer access) to confidential patient records. All passwords will expire every thirty days requiring the renewal of new unused passwords. Records will not be disseminated to any unauthorized personnel. The use of a private patient counseling area in all dispensaries shall also assist counselors, assuring patients have private and confidential areas to discuss private matters. Counselors will undergo specific training as to conditions which lead a patient to seek treatment with medical marijuana as well as sensitivity training. MMMH plans to dedicate a phone line and phone number to primary care providers and physicians who desire more information regarding MMMH products. Patients will be encouraged to educate themselves with MMMH assistance about their treatments as well as alternative therapies such as message and acupuncture. MMMH will always attempt to provide a holistic approach to treatment and patient care.

#6-9 MMMH, Inc., is confident in our ability to comply with the requirements for certified laboratory testing on marijuana and manufactured marijuana products pursuant to HAR section 11-850 and HRS sections 329D-7 and 329D-8.

Not only is laboratory testing and certification required under HAR 11-850-81 (et. seq.) and HRS 329D but is crucial. MMMH, Inc., will be relying on the advice of Pharmacist Timothy M. Lauer, RPH, Director, and Richard Littlefield, Director and legal California grower, as well as the Hui's attorneys, regarding certified laboratory testing which complies with the statute.

Pharmacies are required to comply with the federal Drug Supply Chain Security Act (DSCSA, Public Health Service Act (<http://www.fda.gov/Drugs/DrugSafety/DrugIntegrityandSupplyChainSecurity/DrugSupplyChainSecurityAct/ucm376829.htm>)).

Shipment of pharmaceuticals pursuant to that statute will be via a shipper which complies with the standards and chain of custody of the act. Federal Express is one such shipper. Shipments of marijuana to laboratories for certified testing shall be via FedEx pharmaceutical (<http://www.fedex.com/us/healthcare/product-integrity/security-visibility/transmart.html>), which offers a reliable tool specifically designed to help meet the Drug Supply Chain Security Act (DSCSA) compliance requirements. FedEx TranSmart is a secure, password-protected, third-party-validated online system that helps customers comply with DSCSA requirements. The solution allows MMMH to view Proof of Delivery (POD) signatures for up to seven years after ship date and provides a true link between each POD and its Product Tracing Information (PTI) form. We understand that MMMH will receive a list of certified and Hawaii accredited testing laboratories which comply with the HAR and HRS requirements from the DOH (See HAR

11-850-82). We will be using a laboratory that is independent from any connection to us, our employees, or persons or entities with a financial interest in MMMH.

BioTrackTHC, MMMH's tracking and seed to sale software platform, will allow MMMH to produce a shipping batch sample from each marijuana or marijuana product batch and track the sample upon secure packaging and shipment via FedEx with a manifest and bill of lading. The software will also store compliance analysis and certificates. The MMMH production center will also have access to the analysis in order to adjust our growing procedures as necessary. With BioTrackTHC Commercial System, the entire life cycle of the plant is carefully monitored in order to determine areas that need improvement or are producing high yields. MMMH can also monitor each plant down to the batch where it was originally stored, pinpointing its exact room and location at any time. This is possible because the BioTrackTHC System assigns a unique 16-digit barcode to every seed and plant. Users can access the Plant Derivatives Pedigree feature to run a report on any plant, batch, plant derivative, or product, providing full visibility of plant information for regulatory agencies. The BioTrackTHC System provides a platform that allows growers to carefully monitor every step of the cultivation process. From the day the seeds are soaked, the entire germination phase is tracked to view key indicators such as grow mix content, growth rate, feed content, light energy usage, soil pH content and all other data that is or isn't predefined. The system has eliminated the tedious process of moving around a plant throughout different grow phases such as the germination stage, seedling stage, veg stage, denoting sex type, cloning stage and transplant stage. The BioTrackTHC Commercial System also provides a genealogy tracking solution that determines which mother plants produce the highest yields.

The harvesting process is tracked to ensure that every component of the plant is accounted for in the system. The BioTrackTHC Commercial System provides a genealogy tracking solution that determines which plants produce defective product. MMMH can also access the Plant Derivatives Pedigree feature in the system to run a report on any plant, batch, plant derivative, or product. The feature shows all information pertaining to plant harvesting. This is an inventory management feature that gives real-time reports for any inspection.

The DOH will provide the licensee with a list of certified and Hawaii accredited testing laboratories which comply with the HAR and HRS requirements. *See* HAR 11-850-82. The laboratory also has to be independent from any licensee, licensee employee, or persons or entities with a financial interest in a licensee. HAR 11-850-85 requires that the laboratory test a statistically representative sample from each batch of marijuana or manufactured marijuana product. MMMH will provide the laboratory a sample, shipped via FedEx TranSmart, in a secure tamper-proof container provided by FedEx. The laboratory then shall issue to MMMH and to DOH a certificate of analysis for each batch tested. The certificate shall include data and chemical profiles as set forth in HAR 11-850-85. Any non-conforming batches will be identified, reported to DOH, and the entire batch and/or product shall be destroyed by MMMH pursuant to HAR 11-850-43. MMMH will ensure that each and every sample is tested and analyzed for all items set out in HAR 11-850-85(c) and keep records of all testing results and certificate of analysis. MMMH will quarantine non-conforming batches if re-testing is required and will destroy such batches unless quarantine is lifted by the DOH pursuant to HAR 11-850-85(j).

MMMH feels strongly that product safety and the safety of patients is paramount. We feel that strict compliance to safety is necessary.

#6-10 Signage, Packaging, and Labeling.

MMMH, Inc. shall not post any signage visible from the exterior other than a single sign no greater than one thousand six hundred square inches that bears only MMMH in text without any pictures or illustrations. Note that signage ordinances on Maui would allow such a sign. MMMH shall not display marijuana or marijuana based products in windows or in public view.

After verification of product validity by certified laboratory testing, local packaging for the tested batch of marijuana manufactured products shall meet the following requirements:

1. Product packaging shall be child resistant in accordance with Title 16 C.F.R. 1700 of the Poison Prevention Packaging Act, by using Phillips standard Rx bottles.
2. The containers shall be opaque so the product cannot be seen from outside the packaging.
3. The packaging will protect the product from contamination and from any harmful substance to the manufactured marijuana product and will be child resistant.
4. Each packaging/product will contain no more than 10 mg. THC for one dose, serving or or single wrapped item, or a total of more than 100 mg. THC per pack or container.
5. The packaging will only use black lettering and red for warnings on a white background with no pictures or graphics. The potency and content shall be clearly labeled with net weight in ounces, dosage information, equivalent physical weight and formula, and concentration of THC. The packaging will clearly display the phrase "For medical use only." The packaging will clearly be labelled with the phrase "Not for resale or transfer to another person." The packaging will also indicate instructions for use and "use by date." The packaging insert will contain the following warnings: "This product may be unlawful outside the State of Hawaii and is unlawful to possess or use under federal law. This product has intoxicating effects and may be habit

forming. Smoking is hazardous to your health. There may be health risks associated with the consumption of this product. This product is not recommended for use by women who are pregnant or breast feeding. Marijuana can impair concentration, coordination, and judgment. Do not operate a vehicle or machinery under the influence of this drug. When eaten or swallowed, the effects of this drug may be delayed by two or more hours.” The packaging will contain a disclosure of type of extraction method. The insert packaging will contain information about the contents and potency of the product. The packaging insert will contain the name of the laboratory that performed testing. The packaging will also include the name of the production center where the marijuana in the product was produced, licensing number, including the batch number and date of packaging. The packaging will include a barcode generated by BioTrackTHC tracking software. In the case of a manufactured marijuana product, the packaging will contain a listing of the equivalent physical weight of the marijuana used to manufacture the amount of the product that is within the packaging. MMMH will not label our products as “organic”.

5. MMMH will establish a website that provides only general information showing the dispensary location, contact information, and list of available products. The dispensary licensee shall post one sign which will comply with the county ordinance governing regulations.

6. All products will follow a chain of custody where the grower will package products and fill out a bill of lading stating the contents and weight of the box. Two dispensary personnel, one management and one employee driver, will receive the bill of lading, manifest, and will verify shipment noting time and drive directly to dispensary with no stops. Once at the dispensary, the shipment, manifest, and the bill of lading will be verified by a manager at the dispensary and will

be placed into the secured packaging room for packaging and labeling of the product. Once verified, the product will be ready to dispense to State licensed patients.

MMMh intends to use BioTrackTHC software. The BioTrackTHC system uses a biometric chain of custody tracking for all products in inventory. The system records the name, date and time of the employee who handled the plant, allowing all warehouse and sales activity to be tracked.

BioTrackTHC will assist and verify that each patient receives the proper label and package inserts as part of the patient's therapy.

MMMh will not engage in any media advertising pursuant to HAR section 11-850-93.

The BioTrackTHC system uses transportation manifests that are featured in the system to monitor turn-by-turn directions and provide an estimated route time. The entire logistics process is tracked, permitting the surveillance of every order from door to door. The transporter establishes a set route that can be viewed by authorized users. Way-points can be generated just in case the transporter places an audit on the shipment midway through the transport. *See below for label and package insert examples pursuant to HAR section 11-850-92 (subject to change).*

INSERT WITH
PACKAGING

<p>WARNINGS</p> <p>This product may be unlawful outside the State of Hawaii and is unlawful to possess or use under federal law. This product has intoxicating effects and may be habit forming. Smoking is hazardous to your health. There may be health risks associated with consumption of this product. This product is not recommended for use by women who are pregnant or breast feeding. Marijuana can impair concentration, coordination, and judgement. Do not operate a vehicle or machinery under the influence of this drug. When eaten or swallowed, the effects of this drug may be delayed by two or more hours. Extraction method used _____ Laboratory Tested at _____</p>

Labels

MMMh Lic# ***** Medical Marijuana Strain _____
Net Weight _____ oz _____ grams Equivalent Weight _____ oz _____ grams Batch _____ Package Date _____ Harvest Date _____ Use by Date _____
THC Concentration Levels _____ For medical use only Not for resale or transfer to another person Instructions for use ↓  <small>10123456789</small>

#6-11 MMMH, Inc., is confident that our plan for the secure disposal and destruction of unwanted product will meet Hawaii's DOH requirements in HAR section 11-850-43. This pertains to the strains or crops of flowers that might be compromised by bugs or infection, to the manufactured marijuana products that have not met our exacting quality standards, to the substances we use in growing and manufacturing our products, and to products that are expired or need to be destroyed.

MMMH, Inc. is the environmentally friendly Hui, and it is our ultimate plan to operate a zero waste systems facility. However, before this takes effect, we outline an interim plan that is also environmentally low-impact. Both of these plans involve using environmentally-friendly materials and recycling all that is possible. We will also reduce our dependence on Maui's scarce resources by installing photovoltaic panels, using natural sunlight skylights, and recycling "gray water."

(A) Avoiding Product Contamination: MMMH will comply with all DOH requirements for the storage, securing, and management of cannabis products. We will take great pains to ensure that our crop is free from contamination through the use of "green" fertilizers and soils, eschewing dangerous, environmentally damaging chemicals. We will keep our crops free from bugs, rot, mildew, and other problems in two ways: by using the latest techniques to remove pests and pathogens from any grow space, and by segmentally dividing our grow facility into different rooms and compartments (see diagram in this section) for both the purpose of managing different phases of cultivation (and light exposure) as well as to avert the spread of infection from one segment of our crop to others. We will do regular testing of our own products to catch problems at the earliest opportunity so that we can fix these or scrap the affected products and start over. At the first sign of any contamination, we will dispose of the crop through the procedures outlined in section C-i.

(B) Liquid Waste Disposal: For growing the marijuana, we do not anticipate a liquid waste problem. To the fullest extent possible we will use environmentally “green” nutrients and pesticides, avoiding the harsher, more dangerous products. We will eschew an automated mechanical watering system, which could over-water the crop. Rather, every other day we will be hand mixing the soil nutrients best suited to fertilize to our crop into a 50 gallon bucket and hand feeding it to all of our plants, ensuring negligible liquid runoff. Whatever wastewater does come out at the bottom will be captured in tiny trough reservoirs and will evaporate overnight. Any negligible residue that remains from the evaporation of nutrients or pesticides will then turn into solid waste that can be disposed of as discussed in section C-ii or iii. In addition, we will be using no butane or other dangerous solvents to refine our marijuana, but will be making concentrates and oils etc. using glycerin, oils, isopropyl alcohol (which evaporates after use), and the environmentally friendly method of CO₂ press. CO₂ tanks can be used and refilled at either Sports Authority or Island E-Cig & Vape, both on Dairy Road. Without the use of dangerous chemical solvents to grow or to refine product, and without any significant amount of liquid run-off from our watering, we anticipate having no dangerous liquid waste and no problem regarding liquid waste disposal. However, should one arise, we will handle it like we will our solid waste (*see* section C-iii).

(C) Solid Waste Disposal: There are several kinds of solid waste that may need to face destruction or disposal. Solid waste can be broken down into different categories depending on whether it is dangerous or non-dangerous, and if it is compostable or non-compostable.

(i) Non-dangerous compostable waste: Marijuana plants, usable marijuana, trim, or other plant materials, in themselves, are not considered dangerous waste unless they have been treated or contaminated with a solvent. This category may include used soil, nutrients, crops, or products that

are expired and not otherwise contaminated; marijuana plant waste, including roots, stalks, leaves, and stems that have not been processed with solvent; and solid marijuana sample plant waste possessed by third-party laboratories accredited by the board to test for quality assurance that must be disposed of. It is also unfortunate but possible that some batches of concentrates, oils, salves, tinctures, or edibles may fail to meet the exacting standards of MMMH and the DOH and need to be destroyed. We will use environmentally friendly recycling methods to compost such waste on-site in our secure facility for a period of six months until they are refreshed, rejuvenated, and replenished and can be recycled. Composting may be enabled with an anaerobic digester and/or mixed with food waste, yard waste, vegetable based grease or oils, Bokashi, or other compost activators, or other wastes approved by the Hawai'i DOH.

(ii) Non-dangerous, non-compostable waste: This could potentially include marijuana extract that fails to meet quality testing; discarded plant waste; spent nutrients, pesticides, or laboratory wastes from any marijuana processing or quality assurance testing; waste from marijuana flowers, trim, and solid plant material used to create an extract; solidified nutrients or pesticides used in the marijuana process; or discarded plant waste. Non-dangerous, non-compostable waste may be rendered unusable by grinding and incorporating the marijuana plant waste with other ground materials so the resulting mixture is at least fifty percent non-marijuana waste by volume. Material used to grind with the marijuana falls into two categories: compostable waste and non-compostable waste. Compostable waste is described above, but non-compostable waste that can be ground in with marijuana waste includes paper waste, cardboard waste, plastic waste, soil, coffee grounds, or other materials as approved by the Hawai'i DOH. Disposal of the marijuana waste rendered unusable may be delivered to a permitted solid waste facility or incinerator (possibly at the H-POWER waste-to-

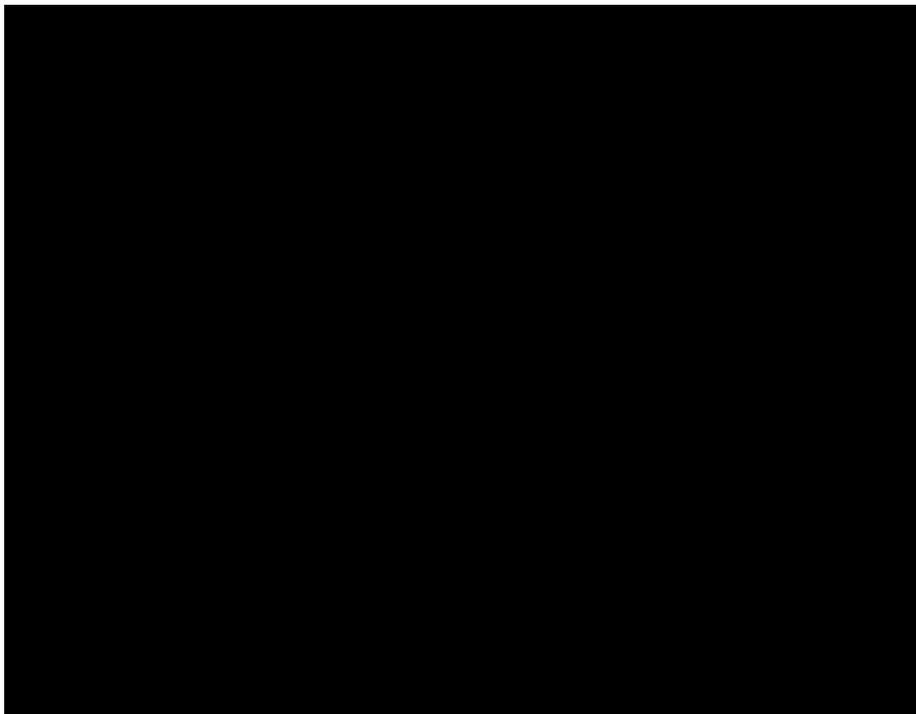
energy plant in Campbell Industrial Park) for final disposition, with the approval of the jurisdictional health department.

(iii) Dangerous, non-compostable waste: Any waste products that do not fall into one of the two above categories must be destroyed and disposed of with more stringent methods. We do not anticipate having any of this kind of waste, however should the need arise, MMMH will engage the services of Cameron Chemical Corp., a full service environmental company specializing in the packaging, transportation, and disposal of chemicals. Bill Cameron, the owner of Cameron Chemical Corp., has no felony convictions. Cameron Chemical, a Maui-based company, has a solid waste management permit #RY-0058-12, a Hazardous Material Certificate # 040612 550 010TU, US DOT # 2279575, and are EPA Certified for the transportation of hazardous waste. In dealing with controlled substances they pack up the material in drums that are then locked down, photographed, sealed, and taken to a location for incineration. If the H-POWER plant on island will not accept the material, they will ship it to the mainland for incineration, checking to ensure that the seal has remained intact throughout.

In addition we will render the waste unusable and unrecognizable by grinding and incorporating the marijuana waste with non-consumable, solid wastes such that the resulting mixture is at least 50 percent non-marijuana waste. Items to be mixed into the marijuana and manufactured marijuana products include: paper waste, plastic waste, cardboard waste, food waste, grease or other compostable oil waste, Bokashi, or other compost activators, soil, and any other wastes approved by the Department of Health which will render the medical marijuana and manufactured marijuana product waste unusable and unrecognizable as marijuana. This will be thoroughly completed prior to removing the product from the licensed premises.

No members of the Board or Advisory Council, no employees, and no consultants or other associated people will be permitted access to the product until its complete destruction is assured. All of the waste from our medical marijuana and manufactured marijuana products will be made completely unusable and unrecognizable prior to leaving our licensed premises.

(D) **Tracking:** MMMH shall dispose of all marijuana and manufactured marijuana product waste in a secured waste receptacle. It will all be identified by the inventory tracking requirements and weighed before leaving our premises in accordance with the measurement standards established by the Hawai'i DOH. MMMH will maintain accurate and comprehensive records regarding waste material that accounts for, reconciles, and evidences all waste activity related to the disposal of marijuana. We will also maintain accurate and comprehensive records regarding any waste material produced through the trimming or pruning of medical marijuana plants prior to harvest, including



w e i g h i n g a n d
documenting all waste.
The destruction or
disposal of all material
will take place under the
full view of security
cameras to ensure that
nothing is improperly
diverted, and waste
disposal containers will

be similarly camera accessible. Diagram above shows production facility.

MMMh, Inc. will thoroughly ensure product safety in accordance with sections HAR and HRS 329D-8, 329D-10, 329D-11. We will strictly adhere to the Department's standards for laboratory-based testing of marijuana and manufactured marijuana products (hereinafter "products") for content, contamination, and consistency, utilizing a DOH-approved laboratory. Fully complying with HAR sections 11-850-81 to 11-850-87, HRS 329D-8, MMMh will test our marijuana and manufactured marijuana products prior to their sale. We will use said testing services to assess the content, contamination, and consistency, of all marijuana and manufactured marijuana products, including but not limited to capsules, lozenges, pills, oils and extracts, tinctures, ointments and skin lotions, and other products as specified by the Department. Product and product standards shall fully comply with HAR section 11-850-71 to 11-850-75, HRS 329D. Lab samples will be shipped by secured FedEx pharmaceutical packaging and tracking. After lab testing for full compliance, MMMh products will be packaged in opaque, child proof containers, with labels featuring black lettering white background no pictures, etc., all in full compliance with HAR section 11-850-92. Retail sales shall be in full compliance with HAR section 11-850-33 after DOH approval. MMMh will establish and maintain written policy, procedures, and training manuals to ensure the safe and appropriate use of equipment, sufficient training of employees and subcontractors, adequate protocols for laboratory testing, safe and appropriate storage and disposal of products at all stages. We will report to DOH the strains of marijuana to be cultivated, and shall be in full compliance with HAR section 11-850-71. We will ensure the safety of our employees in growing marijuana and refining it into manufactured products by eschewing the use of any dangerous chemical fertilizers or chemical solvents. MMMh will adhere to strict OSHA regulations regarding workplace safety. MMMh will determine the manufacturing activities required to produce the products intended for sale and shall obtain and maintain all required state and county permits necessary for the manufac-

turing activity, including under chapter 11-50 for any product that is intended to be ingested orally or chewed and shall provide DOH proof of such permits or licenses. MMMH will post said permits and licenses at MMMH facilities, and shall be in full compliance with HAR section 11-850-73. MMMH will calculate the equivalent physical weight of the marijuana used in each product and make it available to DOH and consumers and the calculations and formulas used, and shall be in full compliance with HAR section 11-850-74. MMMH will ensure that all marijuana and manufactured marijuana products are safe for use or consumption by qualifying patients. As such, MMMH will comply with State and county health, safety, and sanitation regulations and is willing to be subject to inspection of same. MMMH will ensure that any person who has or appears to have an illness, or open lesion including boils, sores, or infected wounds, or any other source of contamination, shall be excluded from any contact with products until the condition is corrected. MMMH will have hand washing facilities that are adequate and convenient, furnished with running water, which provide effective hand cleaning and sanitizing preparations. MMMH will ensure that all persons working in direct contact with products shall conform to hygienic practices while on duty including maintaining adequate personal cleanliness, washing hands thoroughly before starting work and if contaminated. MMMH will ensure that all litter and waste are properly removed and the operating systems for waste disposal are maintained in an adequate manner so that they do not constitute a source of contamination. Sanitation and refuse removal will be performed daily. Floors, walls, and ceilings of all MMMH facilities shall be kept clean and in good repair. MMMH will ensure that there is adequate lighting in all areas as well as where products are sold and stored, and where equipment or utensils are cleaned. MMMH shall provide adequate screening or other protection against the entry of pests and shall dispose of rubbish to minimize the development of odor and the potential for waste to become an attractant, harborage, or breeding place for pests. MMMH will not

allow animals on its facilities except for service animals in accordance with HRS 347-2.5. MMMH will maintain buildings, fixtures, and other facilities in a sanitary condition. MMMH shall use and maintain any toxic cleaning compounds, sanitizing agents, and pest control measures such as bait traps, in a manner that protects against the contamination of products and in a manner that is in accordance with any applicable local, state or federal law, rule, regulation or ordinance. MMMH shall not alter any product to change its appearance, flavor, or smell in a way that would appeal to minors, and shall be in full compliance with HAR section 11-850-75.

MMM, Inc. will conform its product packaging to the Department's standards for the packaging of marijuana and manufactured marijuana products. Marijuana and manufactured marijuana packaging will be child-resistant and opaque so that the product cannot be seen from outside the packaging. The packaging will only use black lettering on a white background with no pictures or graphics (see application criterion #10). The packaging will clearly be labeled with the phrases "For medical use only," and "Not for resale or transfer to another person." The packaging will also indicate instructions for use and "use by date." The packaging will contain information about the contents and potency of the product. The packaging will also include the name of the production center where the marijuana in the product was produced, including the batch number and date of packaging. The packaging will include a barcode generated by tracking software. In the case of a manufactured marijuana product, the packaging will contain a listing of the equivalent physical weight of the marijuana used to manufacture the amount of the product that is within the packaging.

All capsules, lozenges, pills, or other manufactured marijuana products shall be packaged so that one dose, serving, or single wrapped item contains no more than ten milligrams of tetrahydrocannabinol. No manufactured products that are sold in packs of multiple doses, servings, or single wrapped

items, nor any container of oils, shall contain more than a total of one hundred milligrams of tetrahydrocannabinol per pack or container.

In running MMMH, Inc., we are fortunate to be able to draw on the individual skill sets of our Board of Directors and Advisory Council to provide knowledge and expertise relating to product safety about medical marijuana context. For example, Timothy Lauer, RPH, Director, a registered pharmacist with a chemistry background, will assist and supervise MMMH's patient counseling regarding the safest use and most effective dosage of both tetrahydrocannabinol and cannabinoid strains of marijuana. He will also advise and supervise us about some of the consultations we dispense regarding how manufactured marijuana products are beneficial for specific medical conditions, such as tinctures, teas, and other products. He will use his pharmaceutical continuing education and conventions to keep himself abreast of all the latest and ongoing pharmaceutical knowledge about medical marijuana as research in this field expands, thus helping us enhance the health and safety of our patients.

Although to date the FDA has approved only one drug containing a synthetic version of a substance that is present in the marijuana plant (Marinol), and one other drug containing a synthetic substance that acts similarly to compounds from marijuana but is not present in marijuana (Cesamet), the agency is involved in ongoing testing and approval of several compounds not yet on the market that can help patients, particularly cannabidiol and tetrahydrocannabinol. Mr. Lauer is highly familiar with the FDA's ongoing clinical trials of new medications and will bring this knowledge to MMMH patients.

MMMH is very concerned about product safety, dosage, and overdosage. Patients would never take a traditional prescription without talking to their physician, and a responsible physician would never prescribe a drug whose harms outweighed its benefits. The same concept holds true of medical mar-

ijuana. MMMH's strict and highly specific product testing and labeling will help patients better recognize what strains of marijuana and what dosages give them the best effects. This will also help them ensure that they are guaranteed to get the same dosage and the same effects every time they come to our dispensaries to purchase our products. We will also draw on consultants Steven Koskie and Constance Finley, both of Constance Pure Botanical Extracts, <http://www.cbdfarm.org/>, for their expertise in creating medical marijuana extracts for patients with cancer and autoimmune illnesses.

As a currently licensed marijuana and producer of manufactured marijuana products in California, Richard Littlefield, Director, has extensive knowledge and connections to the marijuana industry in that state. He will be able to keep us abreast of the latest developments in strains of marijuana, especially with the cross-breeding and creation of new strains of low-tetrahydrocannabinol/high-cannabinoid varieties. Richard will ensure that the products MMMH grows and manufactures keep current with patient demand nationally, are of the highest possible quality, and conform to the latest developments in medical research and sales.

Dr. Patti Adler, Ph.D., Director, will use her extensive knowledge and connections in the drugs field to stay abreast of the latest developments in medical marijuana. In addition, she will draw on the knowledge and expertise she gained from working in a Colorado dispensary and bakery to create edible goods of the highest possible quality that can be consumed, especially, by patients whose medical condition precludes their smoking the product.

As licensed attorneys, David Cain, Ben Herren, and Michael Collins will ensure that the advice and services our other directors were bringing to the Hui would be in compliance with Department of Health regulations.

MMMh, INC.

MAUI MEDICAL MARIJUANA HUI

David W. Cain
Applicant

2141 WEST VINEYARD STREET
WAILUKU, MAUI, HAWAII 96793

Telephone

Facsimile

Email

Tuesday, December 29, 2015

State of Hawaii
Department of Health
75 Aupuni Street, #105
Honolulu, Hawaii 96761

AFFIDAVIT OF APPLICANT REGARDING BUSINESS LICENSE REVOCATION

(via regular mail)

RE: MMMh, Inc.

Application: Medical Marijuana Dispensary
County: Maui

STATE OF HAWAII)
)
COUNTY OF MAUI) SS.

1. My name is David Cain and I am an Applicant for a medical marijuana dispensary license on Maui;

2. Over the course of my tenure as an attorney licensed to practice law in the Commonwealth of Massachusetts and the State of Hawaii, I have operated a number of small practices providing local residents legal services including but not limited to bankruptcy, business planing and general practice services;

3. At no time have any of my business or professional licenses been revoked;

David W. Cain / MMMh, Inc.
Affidavit of Applicant Regarding Business License Revocation

4. I have personal knowledge of all the foregoing facts unless otherwise stated;

I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF HAWAII THAT THE ABOVE IS TRUE AND CORRECT.

FURTHER AFFIANT SAITH NOT.

[Handwritten Signature]

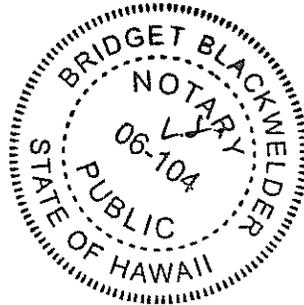
David W. Cain
Applicant

Sworn to and subscribed before me, this the 7th day of January, 2016.

Bridget Blackwelder

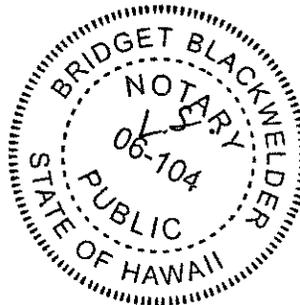
[Handwritten Signature]
Notary Public, State of Hawaii

My Commission expires: 2-26-18

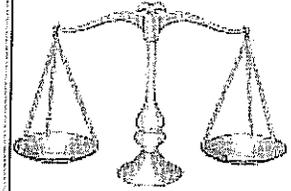


Doc. Date: 1-7-16 # Pages: 2
Bridget Blackwelder Second Circuit
Doc. Description Authority To
Act on Behalf of
MMMH, Inc.

[Handwritten Signature] 1-7-16
Notary Signature Date
NOTARY CERTIFICATION



Massachusetts Board of Bar Overseers
of the Supreme Judicial Court
99 High Street
Boston, Ma. 02110
Attorney Status Report



David W. Cain

Wailuku HI 96793

Admitted to the bar on 12/20/90
Board of Bar Overseers number: 556463
Current status is Retired

Full office addresses
listed for Active,
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