COOPER LEVENSON
ATTORNEYS AT LAW

1125 Atlantic Avenue
Atlantic City, NJ 08401
Phone: 609.344.3161
Toll Free: 800.529.3161
Fax: 609.344.0939
www.cooperlevenson.com

NICHOLAS F. TALVACCHIA
Also Admitted to PA Bar
EMAIL: ntalvacchia@cooperlevenson.com

Direct Phone (609) 572-7544
Direct Fax (609) 572-7545

FILE NO. 61481/00001

June 13, 2022

Via Hand Delivery

Robert L. Reid, AICP, PP
Land Use Regulation Enforcement Officer
Casino Reinvestment Development Authority
15 South Pennsylvania Avenue
Atlantic City, New Jersey 08401

Re: MPX New Jersey, LLC
153 S. New York Avenue (f/k/a 157-159 South New York Avenue)
Block 52, Lot 7

We are the attorneys for the Applicant, MPX New Jersey, LLC. Applicant is currently approved for retail sales of medicinal cannabis and is requesting variance relief to permit adult use retail sales of cannabis at the above referenced property.

We are providing the following to the CRDA and its professionals. Enclosed please find:

1. Original and four (4) copies of the CRDA Land Use Application including Project Narrative;

2. Original and four (4) copies of the d-Variance Checklist;

3. Five (5) copies of the color photographs;

4. One (1) copy of redacted pages of the Lease between owner and iAnthus New Jersey, LLC, the sole member of applicant;

5. One (1) copy of the redacted pages of the Sub-Lease between iAnthus New Jersey, LLC and applicant;

6. One (1) copy of the Operating Agreement of iAnthus New Jersey, LLC;

7. One (1) copy of the Amended and Restated Operating Agreement of MPX New Jersey, LLC;

8. One (1) copy of correspondence dated June 8, 2022 requesting the 200 foot property owners list;

9. One (1) copy of correspondence dated June 8, 2022 requesting proof taxes are paid on the subject site;

10. One (1) copy of the Escrow Setup Information form;

11. One (1) copy of CLUC # 2019-01-2579 issued to property owner January 17, 2019, approving one building with four commercial units on the first floor and eight apartments on the second and third floors.

12. One (1) copy of CLUC # 2019-07-2713 issued to Applicant July 16, 2019, approving retail sales of medicinal cannabis (Alternative Treatment Center) in accordance with N.J.S.A. 24:61-7;

13. One (1) copy of CLUC # 2020-03-2823 issued to Applicant March 26, 2020, approving retail sales of medicinal cannabis (Alternative Treatment Center) in accordance with N.J.S.A. 24:61-1 with wall mounted sign; and

14. One (1) copy of CLUC # 2022-03-3167 issued to Applicant March 22, 2022, approving retail sales of medicinal cannabis (Alternative Treatment Center) in accordance with N.J.S.A. 24:61-1 with business information on door updated and revised and wall sign 5.5' x 1.1' or about 6 sq ft. and the wall elevation is 286 sq ft.;

15. Resolution No. 331 dated May 18, 2022, of the City of Atlantic City, supports the Applicant's proposed location for retail sales of adult use cannabis;

16. Flash drive with a digital copy of the submission; and

17. Checks in the amount of $500.00 and $3,000.00 for the application and escrow fees, respectively.

Please review the enclosed information and contact me if you require additional information.

Thank you for your kind attention to this matter.

Very truly yours,

Cooper Levenson, P.A.

Nicholas F. Talvacchia

NFT/ln
Enclosures
cc: Scott G. Collins, Esquire *(w/Enclosures, via E-mail)*
Christine A. Nazzaro-Cofone, AICP, PP, Cofone Consulting Group, LLC *(w/Enclosures, via E-mail)*
Carolyn A. Feigin, PE, PP, ARH Associates *(w/Enclosures, via E-mail)*
Atlantic City Planning Dept. *(w/ Enclosures, via Hand Delivery)*
Atlantic City Engineering Department *(w/ Enclosures via Hand Delivery)*
MPX New Jersey LLC *(w/ Enclosures, via E-mail)*
Jason T. Sciullo, PE, PP *(w/ Enclosures, via E-mail)*

CLAC 6979237.1

City of Atlantic City
LAND USE APPLICATION

City of Atlantic City: (Check where applicable)

☐ **AC Planning Division Jurisdiction**
City of Atlantic City Planning Board
1301 Bacharach Boulevard
City Hall-Suite 508
Atlantic City, NJ 08401
609-347-5404

CRDA: (Check where applicable)

☒ **NJ CRDA LURED Jurisdiction**
Casino Reinvestment Development Authority
15 S Pennsylvania Avenue
Atlantic City, NJ 08401
609-347-0500

To be completed by staff only.

Date Filed_____ Application No._____
Application Fees: _____ Escrow Deposit_____

Scheduled for:
Review for Completeness _____ Hearing: _____

==========

1. SUBJECT PROPERTY

Location: 153 S. New York Avenue (f/k/a 157-159 S. New York Avenue)

Tax Map Page Sheet 10 Block 52 Lot(s) 7
Page _____ Block _____ Lot(s) _____
Page _____ Block _____ Lot(s) _____

Dimensions Frontage 37 ft. Depth 50 ft. Total Area 1,850 sq. ft.

Zoning District RC

2. APPLICANT

Name MPX New Jersey, LLC
Email c/o ntalvacchia@cooperlevenson.com
Address 420 Lexington Avenue, Suite 414, New York, NY 10170
Telephone Number 609-412-0173
Applicant is a: Corporation ☐ Partnership ☒ Limited Liability Company Individual ☐

3. If Owner is other than the applicant, provide the following information on the Owner(s):
Owner's Name 159 S NY Avenue LLC
Email info@authenticcitypartners.com
Address P.O. Box 1106, Atlantic City, NJ 08401
Telephone Number _____

4. DISCLOSURE STATEMENT

Pursuant to N.J.S 40:55D-48.1 [Application by corporation or partnership; list of stockholders owning 10% of stock or 10% interest in partnership.] Disclosure of owners of organization and property subject to application. [A corporation or partnership applying to a governing body of a municipality]Any organization making an application for development under this act [for permission to subdivide a parcel of land into six or more lots, or applying for a variance to construct a multiple dwelling of 25 or more family units or for approval of a site to be used for commercial purposes] shall list the names and addresses of all members, stockholders or individual partners (collectively, "interest holders")[owning at least 10% of its stock of any class or at least 10% of the interest in the partnership], including any other organization holding at least a 10% ownership interest in the organization, and shall also identify the owner of the property subject to the application, including any organization holding at least a 10% ownership interest in the property [as the case may be]. In accordance with 40:55D-48.2 [Disclosure of 10% ownership interest of corporation or partnership which is 10% owner of applying corporation or partnership.] Listing of names and addresses of interest holders of applicant and owner organization. If [a corporation or partnership] an organization owns an interest equivalent to 10% or more of another organization the stock of a corporation, or 10% or greater interest in a partnership, subject to the disclosure requirements hereinabove described, [pursuant to section 1 of this act that organization shall list the names and addresses of its interest holders holding 10% or greater interest in the [partnership, as the case may be, and] organization. [This requirement shall be followed by every corporate stockholder or partner in a partnership, until the names and addresses of the stockholders and individual partners, exceeding the 10% ownership criterion established in this act, have been listed.] In accordance with recently added 40:55D-48.3 Disclosure of all officers and trustees of a non-profit organization. A non-profit organization filing an application for development under this act shall list the names and addresses of all officers and trustees of the non-profit organization. In accordance with 40:55D-48.4 [Failure to comply with act; disapproval of application.] Approval of application. *a.* No municipal planning board, board of adjustment or [municipal] governing body shall approve the application of any [corporation or partnership] organization or non-profit organization which does not comply with this act. Any approval not in compliance with this act shall be voidable in a proceeding in lieu of prerogative writ in the Superior Court. b. Any party, including any member of the public, may institute a proceeding in lieu of prerogative writ in the Superior Court to challenge any PROPOSED AMENDMENTS TO MUNICIPAL LAND USE LAW approval granted by a municipal planning board, board of adjustment or governing body on the grounds that such action is void for the reasons stated in subsection a. of this section, and if the court shall find that the approval was not in compliance with this act, the court may declare the approval to be void. In accordance with 40:55D-48.5 [Concealing names of owners;] Organization or non-profit organization failing to disclose; fine. Any [corporation or partnership which conceals] organization or nonprofit organization failing to disclose in accordance with this act, [the names of stockholders owning 10% or more of its stock, or of individual partners owning a 10% or greater interest in the partnership, as the case may be,] shall be subject to a fine of $1,000 to $10,000, which shall be [recovered] recoverable in the name of the municipality in any court of record in the State in a summary manner pursuant to the "Penalty Enforcement Law" (N.J.S.A. 2A:58-1 et seq.).

Name iAnthus New Jersey, LLC, Address 420 Lexington Avenue, Suite 414 New York, NY 10170 Interest _____
Name iAnthus Capital Management, LLC Address _____ Interest _____
Name iAnthus Capital Holdings, Inc. Address _____ Interest _____
Name _____ Address _____ Interest _____
Name _____ Address _____ Interest _____

5. PROPERTY INFORMATION:

Restrictions, covenants, easements, association by-laws, existing or proposed on the property:
Yes [attach copies] _____ No X Proposed _____
Present use of the premises: Applicant occupies commercial space in this multi-family/commercial building for retail sales for dispensing of medicinal cannabis (Alternative Treatment Center) in accordance with N.J.S.A. 24:61.

Note: All deed restrictions, covenants, easements, association bylaws, existing and proposed must be submitted for review and must be written in easily understandable English in order to be approved.

6. **Applicant's Attorney** Nicholas F. Talvacchia, Esquire
Email ntalvacchia@cooperlevenson.com
Address Cooper Levenson, P.A., 1125 Atlantic Avenue, Third Floor, Atlantic City, NJ 08401
Telephone Number 609-572-7544
FAX Number 609-572-7545

7. **Applicant's Engineer** N/A
Email _____
Address _____
Telephone Number _____
FAX Number _____

8. **Applicant's Planning Consultant** Jason T. Sciullo, PE, PP
Email jsciullo@sciulloengineering.com
Address Sciullo Engineering Services, LLC, 17 South Gordon's Alley Suite 3, Atlantic City, NJ 08401
Telephone Number 609-300-5171
FAX Number _____

9. **Applicant's Traffic Engineer** N/A
Email _____
Address _____
Telephone Number _____
FAX Number _____

10.List any other **Expert** who will submit a report or who will testify for the Applicant: [Attach additional sheets as may be necessary]

Name N/A

Field of Expertise _____

Email _____

Address _____

Telephone Number _____

FAX Number _____

11. APPLICATION REPRESENTS A REQUEST FOR THE FOLLOWING:

SUBDIVISION:

N/A Administrative Review of Minor Subdivision Plan

_____ Administrative Review of Major Subdivision Plan

_____ Minor Subdivision Approval

_____ Major Subdivision Approval [Preliminary]

_____ Major Subdivision Approval [Final]

Number of lots to be created _____ Number of proposed dwelling units _____ (including remainder lot) (if applicable)

SITE PLAN:

_____ Administrative Review of Minor Site Plan

_____ Administrative Review of Major Site Plan

_____ Minor Site Plan Approval

_____ Major Preliminary Site Plan Approval [Phases (if applicable) ___]

_____ Major Final Site Plan Approval [Phases (if applicable) ___]

_____ Amendment or Revision to an Approved Site Plan

Area to be disturbed (square feet) _____

Total number of proposed dwelling units _____

X Request for Waiver From Site Plan Review and Approval

Reason for request: No changes to building are being proposed.

MISC:

_____ Administrative Review

_____ Appeal decision of an Administrative Officer [N.J.S. 40:55D- 70a]

_____ Map or Ordinance Interpretation of Special Question [N.J.S. 40:55D-70b]

_____ Variance Relief (hardship) [N.J.S. 40:55D-70c(1)]

_____ Variance Relief (substantial benefit) [N.J.S. 40:55D-70c(2)]

X Variance Relief (use) [N.J.S. 40:55D-70d]

_____ Conditional Use Approval [N.J.S. 40:55D-67]

_____ Direct issuance of a permit for a structure in bed of a mapped street, public drainage way, or flood control basin [N.J.S. 40:55D-34]

_____ Direct issuance of a permit for a lot lacking street frontage [N.J.S. 40:55D-35]

12. Section(s) of Ordinance from which a **variance is requested and justification for said request**: [attach additional pages as **needed]** N.J.A.C. 9:66-5.10

13. **Waivers Requested** of Development Standards and/or Submission and justification for request.
Requirements: [attach additional pages as needed] Site plan waiver is requested because no changes to the building are proposed.

14. Attach a copy of the Notice to appear in the official newspaper of the municipality and to be mailed to the owners of all real property, as shown on the current tax duplicate, located within the State and within 200 feet in all directions of the property, which is the subject of this application. The Notice must specify the sections of the Ordinance from which relief is sought, if applicable.
The publication and the service on the affected owners must be accomplished at least 10 days prior to the date scheduled by the Administrative Officer for the hearing. An affidavit of service on all property owners and a proof of publication must be filed before the application will be complete and the hearing can proceed.

15. **Explain in detail the exact nature of the application and the changes to be made at the premises, including the proposed use of the premises:**
[attach pages as needed] See Project Narrative attached.

16. Is a public water line available? Yes
17. Is public sanitary sewer available? Yes
18. Does the application propose a well and septic system? No
19. Have any proposed new lots been reviewed with the Tax Assessor to determine appropriate lot and block numbers? N/A
20. Are any off-tract improvements required or proposed? N/A
21. Is the subdivision to be filed by Deed or Plat? N/A
22. What form of security does the applicant propose to provide as performance and maintenance guarantees? N/A

23. Other approvals, which may be required and date plans submitted:

	Yes	No	Date Plans Submitted
Atlantic City Municipal Utilities Authority		X	
Atlantic County Health Department		X	
Atlantic County Planning Board		X	
Atlantic County Soil Conservation Dist.		X	
NJ Department of Environmental Protection		X	
Sewer Extension Permit		X	
Sanitary Sewer Connection Permit		X	
Stream Encroachment Permit		X	
Waterfront Development Permit		X	
Wetlands Permit		X	
Tidal Wetlands Permit		X	
Potable Water Construction Permit		X	
Other		X	
NJ Department of Transportation		X	
Public Service Electric & Gas Company		X	

24. Certification from the Tax Collector that all taxes due on the subject property have been paid.

25. List of Maps, Reports and other materials accompanying the application (attach additional pages as required for complete listing).

Quantity	Description of Item
	N/A

26. The Applicant hereby requests that copies of the reports of the professional staff reviewing the application be provided to the following of the applicant's professionals:
Specify which reports are requested for each of the applicant's professionals or whether all reports should be submitted to the professional listed.

Applicant's Professional Reports Requested_____

Attorney Nicholas F. Talvacchia, Esquire

Engineer N/A

CERTIFICATIONS

27. I Nicholas F. Talvacchia, Esquire certify that the foregoing statements and the materials submitted are true. I further certify that I am the individual applicant or that I am an Officer of the Corporate applicant and that I am authorized to sign the application for the Corporation or that I am a general partner of the partnership applicant.
[If the applicant is a corporation, this must be signed by an authorized corporate officer. If the applicant is a partnership, this must be signed by a general partner.]

BRIANA M. SIMON
Commission # 50103179
Notary Public, State of New Jersey
My Commission Expires
April 18, 2024

Sworn to and subscribed before me this
13th day of June, 20 22

Briana M. Simon
NOTARY PUBLIC

SIGNATURE OF APPLICANT
Nicholas F. Talvacchia, Esquire
Attorney for Applicant

28. I certify that I am the Owner of the property which is the subject of this application, that I have authorized the applicant to make this application and that I agree to be bound by the application, the representations made and the decision in the same manner as if I were the applicant.
[If the owner is a corporation, this must be signed by an authorized corporate officer. If the owner is a partnership, this must be signed by a general partner.]

BRIANA M. SIMON
Commission # 50103179
Notary Public, State of New Jersey
My Commission Expires
April 18, 2024

Sworn to and subscribed before me this
13th day of June, 20 22

Briana M. Simon
NOTARY PUBLIC

SIGNATURE OF OWNER
Nicholas F. Talvacchia, Esquire
Attorney for Owner

29. I understand that the sum of $ 3,000.00 has been deposited in an escrow account (Builder's Trust Account). In accordance with Land Use Fees and Escrow Deposit Requirements, I further understand that the escrow account is established to cover the cost of professional services including engineering, planning, legal and other expenses associated with the review of submitted materials and the publication of the decision by the Board. Sums not utilized in the review process shall be returned. If additional sums are deemed necessary, I understand that I will be notified of the required additional amount and shall add that sum to the escrow account within fifteen (15) days.

June 13, 2022
Date

SIGNATURE OF APPLICANT
Nicholas F. Talvacchia, Esquire
Attorney for Applicant

PROJECT NARRATIVE

153 S. New York Avenue
(f/k/a 157-159 S. New York Avenue)
Lot 7 in Block 52
City of Atlantic City

MPX New Jersey, LLC (the "Applicant") is currently approved for retail sales for dispensing of medicinal cannabis and proposes to add adult use retail sales of cannabis at the property located at 153 S. New York Avenue (f/k/a 157-159 S. New York Avenue), Lot 7 in Block 52, City of Atlantic City (the "Property") pursuant to Class 5 retail license Applicant seeks to obtain from the State of New Jersey. The Property is located within the Resort Commercial zoning district. The proposed use of adult use retail sales of cannabis is not defined as a permitted use in the CRDA Tourism District Land Development Rules ("CRDA Rules"). However, while this use was never contemplated and, as such, is not currently reflected in the CRDA Rules, there are a number of retail uses permitted in the district that have similar impacts to the proposed use such as pharmacies.

Applicant is a tenant that occupies commercial space on the first floor of the Property. The Property is a multi-family and commercial mixed use building.

Applicant requests: (a) site plan waiver because there are no proposed changes to the building; and (b) a use variance for adult use retail sales of cannabis.

The Applicant also requests any other variances, waivers, exceptions or other relief that the Casino Reinvestment Development Authority, Division of Land Use and Regulatory Enforcement, deems necessary for this application.

CRDA
Casino Reinvestment Development Authority
www.njcrda.com

15 South Pennsylvania Avenue

Atlantic City, NJ 08401

NJ CRDA – City of Atlantic City – "d" Variance Checklist (Form #11)

REQUIRED APPLICATION ITEMS

Project Name: MPX New Jersey, LLC Application # _____

Prepared by: Nicholas F. Talvacchia, Esquire Title Attorney for Applicant date 6/8/2022

Note : Five (5) copies of plans and supporting documents are required as the initial submission. Ten (10) copies of plans are required for final sign-off and distribution.

Item #	Description	REQUIRED	SUBMITTED	WAIVER REQUESTED BY APPLICANT	Waiver Recommended by Reviewer
1	Completed Land Use Application Form	X	X		
2	Payment of Required Application and Escrow Fees (19:66-4.3)	X	X		
3	Name and address, email address of property owner and applicant.	X	X		
4	Proof of real estate taxes and other assessments paid.	X	X		
5	Name, signature, license number, seal and address of each professional consultant, as applicable, involved in preparation of required documents.	X		X	
6	Narrative presenting justification for the "d" Variance relief sought that includes a statement of legal basis for granting of variance which must include: a) A list and explanation of the specific special reason(s) demonstrating that the proposed variance relief would not cause detriment to the intent and purpose of the municipality's zone plan and zoning regulations. b) Explanation of how requested variance would be consistent with goals and provisions of the Master Plan. c) Reasons why proposed development would pose no substantial harm to surrounding properties or the municipality in general.	X	X		
7	Color Photographs of site from four (4) different viewpoints.	X	X		

8	Project narrative describing existing conditions, surrounding uses and the proposed development including list of "c" variance(s) and design waiver relief sought, if applicable.	X	X		
9	Title block denoting type of application, tax map sheet, project address, block and lot, and street location.	X		X	
10	Proof of ownership of property. (Report of title, copy of deed AS FILED with the Atlantic County Clerk's Office, affidavit or other documentation evidencing ownership.)	X	X		
11	Consent of property owner to applicant to development project.	X	X		
12	Zoning Schedule listing: Use, lot area, lot width, lot depth, yard setbacks, floor area ratio, density, building coverage, building height and parking requirements, including existing and proposed with conformity status of each.	X		X	
13	Certified List of Property Owners within 200' Radius of the subject property by City of Atlantic City Tax assessor's Office.	X	X		
14	Public Notice in compliance with NJSA 40:55D-12.	X	X		
15	North arrow, scale and graphic scale.	X		X	
16	Signature blocks for Hearing Officer, Land Use Regulation Enforcement Officer, Engineer and Planner.	X		X	
17	Key map(s) at a legible scale showing location of property with existing structures, uses, streets, public right of ways, municipal boundaries, public parks, beaches, environmental sensitive areas, zoning district boundaries within 200 feet of the subject property. Property tax lots within 200 feet of the subject property taken from the most recent municipal tax map records.	X		X	
18	List of any existing or proposed deed restrictions, easements, covenants, Homeowners Association Agreements, etc. as recorded or in recordable form if proposed.	X		X	
19	List of development stages or phases, if any.	X		X	
20	List of approvals or permits required by other regulatory authorities having jurisdiction and the status of same.	X		X	
21	Land Title Survey and topographic survey depicting existing conditions prepared by New	X		X	

	Jersey licensed professional land surveyor. All elevations shall be based on NAVD 1988. The horizontal datum shall on the NJ State Plane Coordinate System (NAD 1983) Survey shall include all existing conditions, including buildings, structures, parking areas with parking space striping, driveways, walkways, , fences, stoops, stairs, porches, easements, walls, patios, curbs, roof overhangs, overhead wires, bay windows, building setbacks of building on-site and adjoining the site, landscape areas, trees, utility poles, flag poles, directional and identification signs, spot elevations, contours in one foot intervals, FEMA Flood Zone, State Claim areas, utility poles, utilities such as water, sanitary sewer, storm sewer, electric, gas, cable, telephone, etc. Improvements in adjoining right-of-ways / roadways / streets including painted traffic markings.				
22	Site Plan depicting proposed buildings, structures, existing and proposed building setbacks, landscape areas, location of identification signage and directional signs, trash enclosure, building setback lines (dashed) and their dimensions from the property lines, parking area plan showing spaces, size and type, aisle width, curb cuts, drives, driveways, and all ingress and egress areas and dimensions.	X		X	
23	Preliminary architectural plan and elevations, and areas and type of each proposed use.	X		X	
24	Electronic copy of the full application including: application, photos, maps, reports, plans and other exhibits in pdf format. Maximum size of file(s) 4 MB.	X	X		

MPX NJ
Google

MPX NJ
Photo - May 2022
MPXNJ
MPXNJ
Walk Ins Welcome
Order Online
S Kentucky Ave
S Indiana A
Pier
Google

HAYDAY
MPXNJ

Lease Agreement

Business and Commercial

This Agreement is made on October 30, 2019

BETWEEN **159 S NY Avenue LLC**

whose address is **13 Delray Lane**
Absecon, NJ 08201

referred to as the "Landlord,"

AND TENANT TO FILL IN **IAnthus New Jersey LLC**

whose address is **420 Lexington Avenue, Suite 414**
New York, New York 10170

referred to as the "Tenant."

1. Premises. The Landlord does hereby lease to the Tenant and the Tenant does hereby rent from the Landlord, the following described premises: 157-159 New York Avenue in Atlantic City, NJ. (the "Premises"). The Premises is comprised of approximately 1,500 square feet of the building (i.e., combining two (2) existing stores of approximately 750 square feet each, as is depicted on Exhibit A attached hereto and made a part hereof, and the exclusive use of twelve (12) designated striped parking spaces in the parking lot on or adjacent to the Landlord's property.

2. Term. [redacted]

3. Use. [redacted]

4. Rent. [redacted]

5. Repairs and Care. [redacted]

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www.aslegal.com 800.222.0510

IN WITNESS WHEREOF, the parties have signed this Lease, or caused these presents to be signed by their proper officers or other representatives, the day and year first above written.

Witnessed or Attested by:

10/30/19

10/31/2019

Landlord:

159 S NY AVENUE LLC

By: 10/30/19 (Seal)
Patrick Fasano, Managing Member

Tenant:

LANTHUS NEW JERSEY LLC

By: 10/31/2019 (Seal)
Name: HANSEN FIAD
Title: CEO

CLAC 5259388.5
10/30/2019

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SUBLEASE AGREEMENT

THIS SUBLEASE AGREEMENT (this "Agreement") is made as of this 5th day of November, 2019, by and between IANTHUS NEW JERSEY, LLC, a New Jersey limited liability company ("Sublandlord") and MPX NEW JERSEY, LLC, a New Jersey limited liability company ("Subtenant").

Background

A. 159 S NY Avenue LLC, a New Jersey limited liability company ("Prime Landlord") is the owner of a certain parcel of land (the "Leased Premises") located in the City of Atlantic City, County of Atlantic and State of New Jersey as more particularly described in the Master Lease (hereinafter defined).

B. Pursuant to a certain lease agreement, dated October 30, 2019 (the "Master Lease") attached hereto as Exhibit "A", between Prime Landlord and Sublandlord, Sublandlord, as Tenant, leased the Leased Premises from Prime Landlord. Capitalized, undefined terms in this Agreement shall have the same meanings that are ascribed to them in the Master Lease (as defined below).

C. Sublandlord desires to sublet to Subtenant, and Subtenant desires to sublet from Sublandlord, the Leased Premises upon the terms and conditions of this Agreement.

NOW, THEREFORE, in consideration of the promises, terms, covenants and consideration contained herein, the parties hereto, intending to be legally bound, do covenant and agree as follows:

1. Agreement to Sublease. [redacted]

2. Term. [redacted]

3. Terms and Conditions. [redacted]

IN WITNESS WHEREOF, the parties have executed this Agreement to be effective as of the date first above written.

SUBLANDLORD:

IANTHUS NEW JERSEY, LLC

By: _____
Name: Hadley Ford
Title: Authorized Representative

SUBTENANT:

MPX NEW JERSEY, LLC

By: _____
Name: _____
Title: _____

OPERATING AGREEMENT OF
IANTHUS NEW JERSEY, LLC

THIS OPERATING AGREEMENT (the "Agreement") is made as of April 16, 2019, by and between iAnthus New Jersey, LLC, a New Jersey limited liability company (the "Company"), and iAnthus Capital Management, LLC, a Delaware limited liability company (the "Member"), and any members admitted after the date hereof (in such case, each being referred to herein as a "Member" and all being referred to collectively herein as the "Members").

BACKGROUND:

The Member caused the Company to be formed on April 16, 2019 pursuant to, and in accordance with, the New Jersey Revised Uniform Limited Liability Company Act (N.J.S.A. 42:2C-1 *et seq.*), as amended from time to time (the "Act"), by an authorized person, by the filing of a New Jersey Public Records Filing For New Business (the "Public Records Filing") with the Secretary of State of the State of New Jersey;

The Member desires to enter into this Agreement in order to, among other things, ratify the filing of the Public Records Filing, the formation of the Company and all acts taken by the authorized person in connection therewith.

NOW, THEREFORE, in consideration of the covenants, promises and agreements herein contained, and intending to be legally bound hereby, it is agreed as follows:

ARTICLE 1
GENERAL PROVISIONS

Section 1.1 Formation of the Company; Foreign Authority. By execution of this Agreement, the Member hereby ratifies the filing of the Certificate and the formation of the Company in accordance with the Act. In addition, the proper officers and representatives of the Member are hereby authorized and empowered on behalf of the Company, at all times during the term of this Agreement, to execute and file on behalf of the Company such certificates and other instruments as may be necessary to maintain the Company as a limited liability company under the Act, or to establish and maintain its authority to own its properties and/or transact its business lawfully in any other jurisdiction where such authority may be necessary to comply with law. Any acts previously taken by such officers and/or representatives, consistent with the foregoing are hereby ratified and approved in all respects.

Section 1.2 Name of the Company. The name of the Company shall be iAnthus New Jersey, LLC.

Section 1.3 Purposes. The purposes of the Company will be to engage in any lawful business or activities, as determined and directed by the Member, for which a limited liability company may be organized under the Act, and to enter into, make and perform all contracts and other undertakings, and to engage in any other activities or transactions, ancillary, convenient, incidental, necessary or appropriate in order to carry on any of the foregoing.

Section 1.4 Registered Agent and Office of the Company. The registered agent and office of the Company in the state of its formation shall be as set forth in the Public Records Filing; provided that the Member may in its discretion change such agent and office from time to time by the filing of appropriate documentation. The registered agent and office of the Company in any other state in which it

may be or become authorized or registered to transact business shall be as set forth in the Company's filings in such state; provided that the Member may in its discretion change such agent and office from time to time by the filing of appropriate documentation. In addition, the Company may maintain other offices as the Member deems advisable.

Section 1.5 Term. The term of the Company shall begin on the date on which the Company is formed by the filing of the Public Records Filing, as provided in Section 1.01 hereof. The Company shall dissolve on the first to occur the following of events: (a) the decision by the Member to dissolve the Company; or (b) the date the Company may be otherwise dissolved by operation of law or judicial decree.

Section 1.6 Sole Member. The Member is the legal and beneficial owner of one hundred percent (100%) of the total membership interest in the Company.

ARTICLE 2
MANAGEMENT OF THE COMPANY; REPRESENTATIVES

Section 2.1 Management by Manager. The business and affairs of the Company shall be managed by a single manager (the "Manager"), who shall be designated by, and serve at the pleasure of, the Member. The Manager need not be a member of the Company. The Member may at any time remove the Manager; and in the event of such removal, or if the Manager becomes otherwise unavailable, unwilling or unable to serve as Manager, the Member may replace the Manager. The Member may also in its discretion change the management structure of the Company in any manner permitted under the Act. The Member is hereby designated as the Manager of the Company, to serve in such capacity until its removal or replacement by the Member.

Section 2.2 Authorized Signatories, Officers and Other Representatives.

(a) General Authority of Member to Appoint. The Member may from time to time in its discretion delegate to one or more persons, in addition to the Manager, such authority and duties as the Member may deem advisable, including the right, power and authority, acting independently and without the need for consent, co-signature or any further authorization from the Member or the Manager, to execute, acknowledge, seal and deliver any documents on behalf of the Company, or to take such other actions on behalf of the Company as such person may deem necessary or appropriate, consistent with the terms of such person's appointment by the Member.

(b) Further Appointments. Without limiting the right and power of the Member under subsection (a) hereof, the Manager, acting independently and without the need for consent, co-signature or any further authorization from the Member, is hereby authorized and empowered, in his discretion, on behalf of the Member, to appoint and further delegate to one or more other natural persons (regardless of whether such person is also an officer or authorized representative of the Member) such duties, authority and duties with respect to the Company as he may in his discretion deem advisable. Such delegation may (but is not required to) include, without limitation, the assignment of a title to any such person. Unless expressly directed otherwise in connection with such appointment, if the title is one commonly used for officers of a business corporation formed under the New Jersey Business Corporation Act, the assignment of such title shall constitute the delegation to such person of the authority and duties that are normally associated with that office. The authorizations described in this subsection (b) shall be in addition to and not in lieu of: (i) the authority previously granted to any person under subsection (a) hereof; or (ii) the authority of the Manager itself.

(c) Duration. The authorization of a person (other than Manager) under any of subsections (a) or (b) hereof shall continue until the earliest of: (i) such expiration or termination established in connection with the granting of such authorization; (ii) the dissolution of the Company; and (iii) the revocation of such authorization by the person originally granting it (the Member or the Manager, as applicable) in such person's sole discretion.

(d) Binding the Company. Any action taken by the Manager or any other person appointed pursuant to the provisions of this Section 2.2, provided such authorization expressly includes the authority to bind the Company, in each case within the scope of his or her authorization, shall bind the Company and shall be deemed to be the action of the Company. The signature of the Manager or any such authorized person on any agreement, contract, instrument or other document shall be sufficient to bind the Company in respect thereof and conclusively evidence the authority of the Manager or such other person authorized hereunder with respect thereto, and no third party need look to any other evidence or require joinder or consent of any other party with respect thereto. Any person dealing with the Company may rely upon the authority of the Manager or any officer, agent or other person authorized in accordance with this Section 2.2 in taking any action in the name of the Company, without inquiry into the provisions of this Agreement or compliance herewith.

(e) Indemnification. To the fullest extent permitted under the Act, the Company shall indemnify, defend and save harmless the Manager and any other person appointed pursuant to the provisions of this Section 2.2 against any claims or any liability incurred by such person, provided that the acts or omissions giving rise to such claims or liabilities were performed in good faith in the belief that such person was acting within his, her or its authority under this Agreement. Such indemnification shall include all reasonable expenses incurred, including reasonable legal and other professional fees and expenses.

ARTICLE 3
MISCELLANEOUS PROVISIONS

Section 3.1 Amendments. This Agreement may be amended by the written agreement of the Member and the Company at any time and from time to time.

Section 3.2 Construction. As appropriate in context, whenever the singular number is used herein, the same shall include the plural, and the neuter, masculine and feminine genders shall include each other. If any term or provision of this Agreement is found to be illegal, or if the application thereof to any person or any circumstance shall to any extent be judicially determined to be invalid or unenforceable, the remainder of this Agreement, or the application of such term or provision to persons or circumstances other than those to which it is held invalid or unenforceable, shall not be affected thereby, and each covenant, condition, term, and provision of this Agreement shall be valid and enforceable to the fullest extent permitted by law. The article and section headings in this Agreement are inserted for convenience and identification only and do not define or limit the scope, extent, or intent of this Agreement or any of the provisions hereof.

Section 3.3 Governing Law. This Agreement has been executed in and shall be construed and enforced in accordance with, and governed by, the laws of the State of New Jersey.

Section 3.4 No Third Party Beneficiaries. None of the provisions of this Agreement shall be construed for the benefit of or enforceable by any of the creditors of the Company, or any creditors of the Member, or any other third party (other than any person appointed pursuant to the provisions of Section 2.2, solely for purposes of Section 2.2(e)).

Section 3.5 Effect of Agreement; Complete Agreement. This Agreement shall be binding upon and inure to the benefit of the Member, its successors and permitted assigns. This Agreement represents the entire understanding and supersedes and cancels any and all prior negotiations, undertakings and agreements with respect to the subject matter hereof.

[Signatures follow on next page]

IN WITNESS WHEREOF, the parties hereto intending to be legally bound hereby, have executed this Agreement on the day and year above first written.

Company:

IANTHUS NEW JERSEY, LLC
By: iAnthus Capital Management, LLC, its Manager
By: iAnthus Capital Holdings, Inc., its Manager

By: _____
Name: Randy Maslow
Title: President

Member:

IANTHUS CAPITAL MANAGEMENT, LLC
By: iAnthus Capital Holdings, Inc., its Manager

By: _____
Name: Hadley Ford
Title: CEO

AMENDED AND RESTATED
OPERATING AGREEMENT
OF
MPX NEW JERSEY, LLC

This Amended and Restated Operating Agreement (the "**Agreement**") of MPX New Jersey, LLC (the "**Company**"), effective as of February 1, 2022 (the "**Effective Date**"), is entered into by and between the Company and iAnthus New Jersey, LLC, as the single member of the Company (the "**Member**").

WHEREAS, the Company was formed on July 23, 2018, as a limited liability company on by the filing of a certificate of formation (the "**Certificate of Formation**") with the New Jersey Department of the Treasury, Division of Revenue and Enterprise Services ("**DORES**") pursuant to and in accordance with the New Jersey Revised Uniform Limited Liability Company Act, as amended from time to time (the "**Act**");

WHEREAS, on August 15, 2018, the Company and its then-members entered into an Operating Agreement (the "**Original Operating Agreement**")

WHEREAS, this Agreement is intended to amend, restate and supersede the Original Operating Agreement in its entirety;

NOW, THEREFORE, the Member and the Company agree that the membership in and management of the Company shall be governed by the terms set forth herein:

1. **Name**. The name of the Company is MPX New Jersey, LLC.

2. **Purpose**. The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be formed under the Act and to engage in any and all activities necessary or incidental thereto.

3. **Powers**. The Company shall have all the powers necessary or convenient to carry out the purposes for which it is organized, including the powers granted by the Act.

4. **Registered Office and Agent**. The address of the registered office and the name of the agent of the Company in the State of New Jersey for service of process at that address shall be as set forth in the Certificate of Formation or any subsequent filing with DORES. In the event of a change in the registered office or agent of the Company, the Member shall promptly file any required documentation with DORES in the manner provided by the Act.

5. **Sole Member**. The Member is the legal and beneficial owner of one hundred percent (100%) of the total membership interest in the Company.

6. **Management of the Company.**

a. Management by Manager. The business and affairs of the Company shall be managed by a single manager (the "Manager"), who shall be designated by, and serve at the pleasure of, the Member. The Manager need not be a member of the Company. The Member may at any time remove the Manager, and in the event of such removal, or if the Manager becomes otherwise unavailable, unwilling, or unable to serve as Manager, the Member may replace the Manager. The Member may also at its discretion change the management structure of the Company in any manner permitted under the Act. The Member is hereby designated as the Manager of the Company, to serve in such capacity until its removal or replacement by the Member.

b. Election of Officers; Delegation of Authority. Without limiting the right and power of the Member, the Manager may, from time to time, designate one or more officers with such titles as may be designated by the Manager to act in the name of the Company with such authority as may be delegated to such officers by the Manager (each such designated person, an "**Officer**"). Any such Officer shall act pursuant to such delegated authority until such Officer is removed by the Manager. Any action, including any debt contracted or liability incurred by or on behalf of the Company, taken by an Officer designated by the Manager pursuant to authority delegated to such Officer shall constitute the act of and serve to bind the Company. Persons dealing with the Company are entitled to rely conclusively on the power and authority of any Officer as set forth in this Agreement and any instrument designating such Officer and the authority delegated to him or her.

7. **Liability of Member; Indemnification.**

a. Liability of Member. Except as otherwise required by the Act, the debts, obligations, and liabilities of the Company, whether arising in contract, tort, or otherwise, shall be solely the debts, obligations, and liabilities of the Company, and the Member shall not be personally liable for any such debt, obligation, or liability of the Company solely by reason of being or acting as a member of the Company or participating in the management, control, or operation of the business of the Company.

b. Indemnification. To the fullest extent permitted by the Act, the Member (irrespective of the capacity in which it acts) shall be entitled to indemnification and advancement of expenses from the Company for and against any loss, damage, claim, or expense (including attorneys' fees) whatsoever incurred by the Member relating to or arising out of any act or omission or alleged acts or omissions (whether or not constituting negligence or gross negligence) performed or omitted by the Member on behalf of the Company; provided, however, that any indemnity under this Section 7(b) shall be provided out of and to the extent of Company assets or insurance purchased by the Company only, and neither the Member nor any other person shall have any personal liability on account thereof. The Member may elect to advance these funds or reimburse the Member as it shall deem appropriate in each instance.

8. **Term**. The term of the Company shall be perpetual unless the Company is dissolved, liquidated, and terminated in accordance with Section 12.

9. **Capital Contributions**. The Member hereby agrees to contribute to the Company such cash, property, or services as determined by the Member from time to time, or loan funds to the Company, as the Member may determine in its sole and absolute discretion; provided, that absent such determination, Member is under no obligation whatsoever, express or implied, to make any such contribution or loan to the Company.

10. **Tax Status; Income and Deductions.**

a. Tax Status. As long as the Company has only one member, it is the intention of the Company and the Member that the Company be treated as a disregarded entity for federal and all relevant state tax purposes and neither the Company nor the Member shall take any action or make any election which is inconsistent with such tax treatment. All provisions of this Agreement are to be construed so as to preserve the Company's tax status as a disregarded entity.

b. Income and Deductions. All items of income, gain, loss, deduction, and credit of the Company (including, without limitation, items not subject to federal or state income tax) shall be treated for federal and all relevant state income tax purposes as items of income, gain, loss, deduction, and credit of the Member.

11. **Distributions**. Distributions shall be made to the Member at the times and in the amounts determined by the Member.

12. **Dissolution and Liquidation.**

a. The Company shall dissolve, and its affairs shall be wound up upon the first to occur of the following: (i) the written consent of the Member; (ii) the entry of a decree of judicial dissolution; or (iii) any other event or circumstance giving rise to the dissolution of the Company under the Act, unless the Company's existence is continued pursuant to the Act.

b. Upon dissolution of the Company, the Company shall immediately commence to wind up its affairs and the Member shall promptly liquidate the business of the Company. During the period of the winding up of the affairs of the Company, the rights and obligations of the Member under this Agreement shall continue.

c. In the event of dissolution, the Company shall conduct only such activities as are necessary to wind up its affairs (including the sale of the assets of the Company in an orderly manner), and the assets of the Company shall be applied as follows: (i) first, to creditors, to the extent otherwise permitted by law, in satisfaction of liabilities of the Company (whether by payment or the making of reasonable provision for payment thereof); and (ii) second, to the Member.

d. Upon the completion of the winding up of the Company, the Member shall file all forms required by the Act and DORES, including, but not limited to, a certificate of dissolution and a statement of termination.

13. **Miscellaneous.**

a. Amendments. Amendments to this Agreement may be made only with the written consent of the Member.

b. Governing Law. This Agreement and the rights and obligations of the parties hereunder shall be governed by and interpreted, construed, and enforced in accordance with the laws of the State of New Jersey and, without limitation thereof, the Act, without giving effect to principles of conflicts of law.

c. Severability. In the event that any provision of this Agreement is declared to be invalid, illegal, or unenforceable in any jurisdiction, such provision shall survive to the extent it is not so declared, and the validity, legality, and enforceability of the other provisions hereof shall not in any way be affected or impaired thereby, unless such action would substantially impair the benefits to any party of the remaining provisions of this Agreement.

d. No Third-Party Beneficiaries. Nothing in this Agreement, either express or implied, is intended to or shall confer upon any person other than the parties hereto, and their respective successors and permitted assigns, any rights, benefits, or remedies of any nature whatsoever under or by reason of this Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Agreement to be effective as of the Effective Date.

MEMBER:

iAnthus New Jersey, LLC, a New Jersey limited liability company

By: _____
Name: Randy Maslow
Title: President

COMPANY:
MPX New Jersey, LLC, a New Jersey limited liability company
By: iAnthus New Jersey, LLC, its Manager

By: _____
Name: Randy Maslow
Title: President

COOPER LEVENSON
ATTORNEYS AT LAW

1125 Atlantic Avenue – 3rd Floor
Atlantic City, NJ 08401
Phone (609) 344-3161
Toll Free (800) 529-3161
Fax (609) 344-0939
www.cooperlevenson.com

NICHOLAS F. TALVACCHIA
Also Admitted to PA Bar
EMAIL: ntalvacchia@cooperlevenson.com

Direct Phone: (609) 572-7544
Direct Fax: (609) 572-7545

FILE NO. 61481-1

June 8, 2022

Lisa M. D'Alessandro, Board Secretary
Planning & Development Offices
City of Atlantic City
City Hall, Suite 508
1301 Bacharach Boulevard
Atlantic City, New Jersey 08401

Re: 157 and 159 S. New York Avenue
Block 52, Consolidated Lot 7 (Formerly Lots 7, 8, 9, 10)

Dear Ms. D'Alessandro:

We represent MPX New Jersey, LLC in support of a land use application with regard to the above-captioned property and therefore request that you provide this office with a Certified List of Property Owners and Registered Utilities within a 200-foot radius of the subject property.

Enclosed please find our firm check in the amount of $10.00 for the cost of the list. For your convenience, we enclose a self-addressed stamped envelope to send us the requested information.

Please feel free to contact us with any questions.

Thank you for your attention to this matter.

Very truly yours,

Cooper Levenson, P.A.

Nicholas F. Talvacchia

NFT/bms
Enclosures
CLAC 6978681.1

COOPER LEVENSON
ATTORNEYS AT LAW

1125 Atlantic Avenue – 3rd Floor
Atlantic City, NJ 08401
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Direct Phone: (609) 572-7544
Direct Fax: (609) 572-7545

FILE NO. 61481-1

June 8, 2022

City of Atlantic City
Attn: Tax Collector's Office
1301 Bacharach Blvd., 1st Floor, Suite 125
Atlantic City, NJ 08401

Re: 157 and 159 S. New York Avenue
Block 52, Consolidated Lot 7 (Formerly Lots 7, 8, 9, 10)

To Whom it May Concern:

We represent MPX New Jersey, LLC in support of a land use application with regard to the above-captioned property and therefore request that you provide this office with a current Proof of Payment of Taxes.

Please advise if there are any fees associated with this request. For your convenience, we enclose a self-addressed stamped envelope to send us the requested information.

Please feel free to contact me with any questions. Thank you.

Very truly yours,

Nicholas F. Talvacchia

NFT/bms
Enclosures

CLAC 6978686.1

ESCROW SETUP INFORMATION

The Information below is necessary to initially set up your Escrow Account.

Applicant's Name: MPX New Jersey, LLC

Applicant's Address: 420 Lexington Avenue, Suite 414, New York, NY 10170

*Applicant's Signature: _____
Nicholas F. Talvacchia, Esquire, Attorney for Applicant

Applicant's Phone No.: 609-412-0173

Applicant's Email Address: c/o ntalvacchia@cooperlevenson.com

Applicant's Date of Birth: N/A

Tax Identification or Social Security Number: 83-1258286

Assigned Escrow #: _____

Should you require assistance or have any questions, please do not hesitate to contact:

Atlantic City Planning:

Lisa D'Alessandro, Board Secretary
City of Atlantic City Planning
1301 Bacharach Boulevard
City Hall-Suite 508
Atlantic City, NJ 08401
Email: LDAlessandro@cityofatlanticcity.org
609-347-5404

CRDA:

Loreta Acevedo, Project Officer
Casino Reinvestment Development Authority
15 S Pennsylvania Avenue
Atlantic City, NJ 08401
Email: lacevedo@njcrda.com
609-347-0500

CRDA

15 South Pennsylvania Avenue
Atlantic City, NJ 08401

RECEIVED 1/17/19

APPLICATION FOR CERTIFICATE OF LAND USE COMPLIANCE

(PLEASE PRINT CLEARLY)

Fees: Commercial: $50.00. Residential: $32.00*
*Fees in accordance with Resolution 11-60 dated 6/21/11 and Resolution 15-24 dated 3/3/15.
Check or Money Order Payable To "Casino Reinvestment Development Authority". No cash.

BUSINESS NAME:

Applicant's Name: 159 S. NY Avenue LLC Phone: 609-576-6498

Applicant's Address: 13 Delray lane

Applicant's Email: info@authenticCityPartners.com

Applicant's Signature:

PROPERTY INFORMATION (NEW LOT 7, NEW ADDRESS 153 S. NY AVE

Street Address: 153 - 159 S. New York Avenue Unit#

Zoning District: RC Block(s) 52 Lot(s) 7,8,9,10 Condo. Qualifier No.

Prior Use (Include total number of units, number of on-site parking spaces, number of seats if restaurant and /or bar, describe fully.):

4 existing Mixed-use (1 commercial/retail + 2 apts) each

Proposed Use (Fully describe proposed use and/or signage, including total number of units; number of on-site parking spaces, number seats if restaurant and / or bar, attach sheets if necessary.): ONE BUILDING WITH 4 COMMERCIAL UNITS ON FIRST FLOOR AND EIGHT APARTMENTS ON SECOND AND THIRD FLOORS.

CERTIFICATION IN LIEU OF OATH (OWNER/OR AGENT)

Owner Section (To be completed by the owner in fee of the property that is the subject of this application.)

Owner's Name: 159 S. NY Avenue LLC Phone: 609-576-6498

Owner's Address: 13 Delray lane

Owner's Email : info@authenticCityPartners.com

I hereby certify that I am the owner in fee of the property that is the subject of this application.

Property Owner's Signature: Date: 1.16.19

Agent Section (To be completed if owner in fee has authorized an agent for this application.)

Agent's Name: Zenith Shah

Agent's Title: owner/member

Agent's Address: 13 Delray lane

Agent's Email: info@authenticCityPartners.com

I hereby certify that I have been authorized by the owner in fee to make this application as his/her agent.

Agent's Signature: Date: 1.16.19

Notice: 1) THIS CERTIFICATION MAY NOT BE THE ONLY APPROVAL REQUIRED NOR DOES IT SUBSTITUTE FOR A CERTIFICATE OF NON-CONFORMITY, BUILDING PERMIT, PERMITS REQUIRED IN FLOOD HAZARD AREAS, MERCANTILE LICENSE, LICENSE TO OCCUPY PUBLIC PROPERTY, LICENSE TO OCCUPY THE PUBLIC RIGHT OF WAY OR OTHER STATE AND LOCAL PERMITS. 2) THE AGENT BY THEIR SIGNATURE REPRESENTS THAT THE PROPERTY OWNER HAS GRANTED CONSENT TO THE AGENT TO SIGN ON THEIR BEHALF. 3) THE CERIFICATE WILL NOT BE ISSUED IF VIOLATIONS EXIST. 4) THIS CERTIFICATE IS ISSUED BASED ON TRUE AND ACCURATE INFORMATION BEING PROVIDED BY THE APPLICANT AND MAY BE RESCINDED IF IT IS DETERMINED THAT VIOLATIONS EXIST.

FOR OFFICE USE ONLY

Approved ✓ Denied

Conditions of Approval: **Subject to applicant's satisfaction of all applicable requirements of the City of Atlantic City's Code and NJAC 19:66 Land Use Regulations and compliance with all other Federal, State and Local laws.**

SIGNAGE NOT INCLUDED IN APPLICATION. SUBJECT TO PROVIDING COPY OF DEED OF CONSOLIDATION AS FILED WITH CO. CLERK WITHIN 30 DAYS.

Application Number: 2019-01-2579 Fee Received: $50.00 CK# 019

Date Filed: 1/17/2019 Date Issued: 1/17/19

Authorization:

Robert L. Reid, AICP, PP, Land Use Regulation Enforcement Officer

Casino Reinvestment Development Authority APPROVED Land Use Regulation and Enforcement Division

Distribution (City Departments):

Construction Division ____ City Engineer ____ Code Enforcement ____ Fire Department ____
Police Department ____ Mercantile Office ____ Tax Assessor ____ Health Department ____
CDBG Program ____ Other ____

Rev. 5/23/18

CRDA

15 South Pennsylvania Avenue
Atlantic City, NJ 08401

RECEIVED 7/16/19

APPLICATION FOR CERTIFICATE OF LAND USE COMPLIANCE

(PLEASE PRINT CLEARLY)

Fees: Commercial: $50.00. Residential: $32.00*
*Fees in accordance with Resolution 11-60 dated 6/21/11 and Resolution 15-24 dated 3/3/15.
Check or Money Order Payable To "Casino Reinvestment Development Authority". No cash.

BUSINESS NAME: MPX NEW JERSEY LLC

Applicant's Name: MPX NEW JERSEY LLC Phone:

Applicant's Address: 8 Sailors Way, Red Bank, NJ 07701

Applicant's Email: beth@healthforlifeaz.com

Applicant's Signature: Nicholas F. Talvacchia, Esquire ~~on behalf of Applicant~~

PROPERTY INFORMATION

Street Address: 157 & 159 SOUTH NEW YORK AVENUE Unit#

Zoning District: RC Block(s) 52 Lot(s) p/o 7 Condo. Qualifier No.

Prior Use (Include total number of units, number of on-site parking spaces, number of seats if restaurant and /or bar, describe fully.): MIX USE COMMERCIAL/RETAIL VACANT.

Proposed Use (Fully describe proposed use and/or signage, including total number of units, number of on-site parking spaces, number seats if restaurant and / or bar, attach sheets if necessary.): RETAIL SALES WHICH INCLUDE DRUGSTORE FOR DISPENSING MEDICAL MARIJUANA IN ACCORDANCE WITH N.J.S.A 24:6I-7

CERTIFICATION IN LIEU OF OATH (OWNER OR AGENT)

Owner Section (To be completed by the owner in fee of the property that is the subject of this application.)

Owner's Name: 159 S. NEW YORK AVENUE LLC Phone: 609-576-6998

Owner's Address: 13 DELRAY LANE

Owner's Email : info@authenticCityPartners.com

I hereby certify that I am the owner in fee of the property that is the subject of this application.

Property Owner's Signature: Nicholas F. Talvacchia, Esquire on behalf of Owner Date: 7-11-19

Agent Section (To be completed if owner in fee has authorized an agent for this application.)

Agent's Name:

Agent's Title:

Agent's Address:

Agent's Email:

I hereby certify that I have been authorized by the owner in fee to make this application as his/her agent.

Agent's Signature: Date:

Notice: 1) THIS CERTIFICATION MAY NOT BE THE ONLY APPROVAL REQUIRED NOR DOES IT SUBSTITUTE FOR A CERTIFICATE OF NON-CONFORMITY, BUILDING PERMIT, PERMITS REQUIRED IN FLOOD HAZARD AREAS, MERCANTILE LICENSE, LICENSE TO OCCUPY PUBLIC PROPERTY, LICENSE TO OCCUPY THE PUBLIC RIGHT OF WAY OR OTHER STATE AND LOCAL PERMITS. 2) THE AGENT BY THEIR SIGNATURE REPRESENTS THAT THE PROPERTY OWNER HAS GRANTED CONSENT TO THE AGENT TO SIGN ON THEIR BEHALF. 3) THE CERIFICATE WILL NOT BE ISSUED IF VIOLATIONS EXIST. 4) THIS CERTIFICATE IS ISSUED BASED ON TRUE AND ACCURATE INFORMATION BEING PROVIDED BY THE APPLICANT AND MAY BE RESCINDED IF IT IS DETERMINED THAT VIOLATIONS EXIST.

FOR OFFICE USE ONLY

Approved ✓ Denied

Conditions of Approval: **Subject to applicant's satisfaction of all applicable requirements of the City of Atlantic City's Code and NJAC 19:66 Land Use Regulations and compliance with all other Federal, State and Local laws.**

APPROVAL DOES NOT INCLUDE SIGNAGE

Application Number: 2019-07-2713 Fee Received: $50.00 ck #61,2251

Date Filed: 7/16/2019 Date Issued: 7/16/2019

Authorization:
Robert L. Reid, AICP, PP, Land Use Regulation Enforcement Officer

Casino Reinvestment Development Authority
APPROVED
Land Use Regulation and Enforcement Division

Distribution (City Departments):
Construction Division ✓ City Engineer ✓ Code Enforcement ✓ Fire Department
Police Department ✓ Mercantile Office ✓ Tax Assessor Health Department
CDBG Program ✓ Other ✓

Emailed 7/17/2019

CITY OF ATLANTIC CITY
CERTIFICATE OF LAND USE COMPLIANCE

City of Atlantic City: (Check where applicable)
☐ **AC Planning Division Jurisdiction**
City of Atlantic City Planning Board
1301 Bacharach Boulevard
City Hall - Suite 508
Atlantic City, NJ 08401
609-347-5404

Fee:
☐ Residential $25
☐ Commercial $50

CRDA: (Check where applicable)
☒ **NJ CRDA LURED Jurisdiction**
Casino Reinvestment Development Authority
15 S Pennsylvania Avenue
Atlantic City, NJ 08401
609-347-0500

Fee:
☐ Residential Condominium Unit or Single Family $32
X Multi-Family/Commercial $50

Business Name: MPX New Jersey, LLC d/b/a Be. Phone: 732-539-4513
Applicant's Name: Elizabeth Stavola Phone: 732-539-4513
Applicant's Address: P.O. Box 468, Rumson, NJ 07760
E-mail Address: sean.barravecchio@citiva.com
Applicant's Signature

PROPERTY INFORMATION
Street Address of Subject Property: 157-159 S. New York Avenue, Atlantic City, NJ 08401
Zoning District: RC Block(s) 52 Lot(s) 7
Prior Use (include total number of units, describe fully): One (1) building with four (4) commercial units in total on first floor and eight (8) apartments on second and third floors (153, 155, 157 & 159); applicant occupies two (2) commercial units (157 &159).

Proposed Use: (Please provide a description of proposed use and/or signage, including total number of units):
Retail sales which include drug store for dispensing of medicinal marijuana (Alternative Treatment Center) in accordance with N.J.S.A 24:6I-1. WITH WALL MOUNTED SIGN (SEE EXHIBIT A ATTACHED)

CERTIFICATE IN LIEU OF OATH (OWNER OR AGENT)
Owner's Name: 159 S NY Avenue LLC
Owner's Address: 13 Delray Lane Absecon, NJ 08201
Owner's Email: info@authenticcitypartners.com
I hereby certify that I am the owner of the property that is the subject of this application.
Property Owner's Signature:
Agent Section: (To be completed and signed if owner in fee has authorized an agent for this application)
Agent's Name:
Agent's Address:
Agent's Email:
I hereby certify that I have been authorized by the owner in fee to make this application as his/her agent.
Agent's Signature:

Notice:1) THIS CERTIFICATION (Zoning Permit) IS NOT THE ONLY APPROVAL REQUIRED NOR DOES IT SUBSTITUTE FOR A CERTIFICATE OF NON-CONFORMITY, BUILDING PERMIT, PERMITS REQUIRED IN FLOOD HAZARD AREAS, MERCANTILE LICENSE OR OTHER STATE AND LOCAL PERMITS. 2) BY PROVIDNG A SIGNED CONSENT ABOVE THE OWNER ALSO AUTHORIZES THE RELEASE OF THE PROPERTY RECORD CARDS AND ANY OTHER DOCUMENTS TO THE APPLICANT. 3.) THE CERTIFICATE (Zoning Permit) WILL NOT BE ISSUED IF VIOLATIONS EXIST. 4.) THIS CERTIFICATE (Zoning Permit) IS ISSUED BASED ON TRUE AND ACCURATE INFORMATION BEING PROVIDED BY THE APPLICANT AND MAY BE RESCINDED IF IT IS DETERMINED THAT VIOLATIONS EXIST.

FOR OFFICE USE ONLY

Approved ✓ Denied

CONDITIONS OF APPROVAL; SUBJECT TO APPLICANT'S OF ALL APPLICABLE REQUIREMENTS OF THE CITY OF ATLANTIC CITY'S CODE AND NJAC 19:66 LAND USE REGULATIONS AND COMPLIANCE WITH ALL OTHER FEDERAL, STATE, AND LOCAL LAWS.

Application Number: 2020-03-2823 Fee Received: $50.00 CK # 1166
Date Filed: 3/26/2020 Date Issued: 3/26/2020
Authorization:

Distribution:

Construction Division	___	City Engineer	___
Code Enforcement	___	Fire Department	___
Mercantile Office	___	Tax Assessor	___
V.I.P. Program	___	Health Department	___
Police Department	___	Other	___

REV: 1/31/20

Casino Reinvestment Development Authority
APPROVED
Land Use Regulation and Enforcement Division

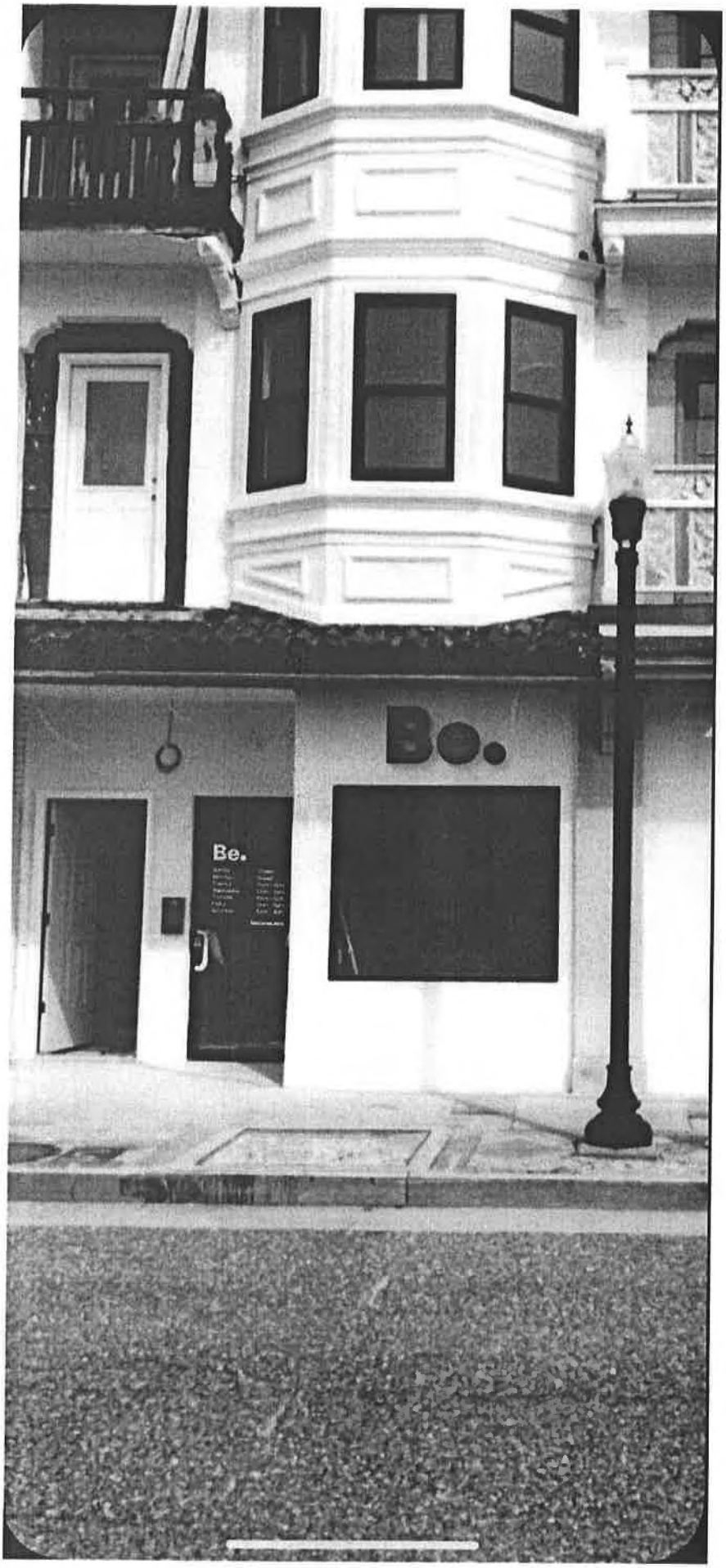


EXHIBIT "A"

CLUC # 2020-03-2823

3/26/2020

CITY OF ATLANTIC CITY
CERTIFICATE OF LAND USE COMPLIANCE (**Zoning Permit**)

City of Atlantic City: (Check where applicable)
☐ **AC Planning Division Jurisdiction**
City of Atlantic City Planning Board
1301 Bacharach Boulevard
City Hall - Suite 508
Atlantic City, NJ 08401
609-347-5404

Fee:
☐ Residential $25
☐ Commercial $50

CRDA: (Check where applicable)
☑ **NJ CRDA LURED Jurisdiction**
Casino Reinvestment Development Authority
15 S Pennsylvania Avenue
Atlantic City, NJ 08401
609-347-0500

Fee:
☐ Residential Condominium Unit or Single Family $32
☑ Multi-Family/Commercial $50

Business Name: MPX New Jersey, LLC
Applicant's Name: MPX New Jersey, LLC Phone: 609-412-0173
Applicant's Address: 420 Lexington Avenue, Suite 414, New York, NY 10170
E-mail Address: c/o ntalvacchia@cooperlevenson.com
Applicant's Signature: Nicholas F. Talvacchia Esquire, Attorney for Applicant

PROPERTY INFORMATION
Street Address of Subject Property: 157-159 S. New York Avenue
Zoning District: RC Block(s) 52 Lot(s) 7 Unit # 157-159

Prior Use (include description of use, signage, total number of units, number of on-site parking spaces, seats if restaurant and or bar, describe fully):
Applicant occupies two (2) commercial units in this multi-family/Commercial building for retail sales which include drug store for dispensing of medicinal marijuana (Alternative Treatment Center) in accordance with N.J.S.A. 24:61-1 with wall mounted sign.

Proposed Use: (include description of use, signage, total number of units, number of on-site parking spaces, seats if restaurant and or bar, describe fully):
Same as above with new wall mounted sign. See Exhibit A attached.
Business information on door has been updated and revised, as well.
The proposed wall sign is approximately 5.5' x 1.1' or about 6 sf and the wall elevation is 286 sf. Therefore the proposed sign is well under the 25% allowance.

CERTIFICATE IN LIEU OF OATH (OWNER OR AGENT)
Owner's Name: 159 S NY Avenue LLC
Owner's Address: P.O. Box 1106, Atlantic City, NJ 08401
Owner's Email: info@authenticcitypartners.com
I hereby certify that I am the owner of the property that is the subject of this application.
Property Owner's Signature: Nicholas F. Talvacchia, Esquire Attorney for Owner

Agent Section: (To be completed and signed if owner in fee has authorized an agent for this application)
Agent's Name:
Agent's Address:
Agent's Email:
I hereby certify that I have been authorized by the owner in fee to make this application as his/her agent.
Agent's Signature:

Notice: 1) THIS CERTIFICATION (Zoning Permit) IS NOT THE ONLY APPROVAL REQUIRED NOR DOES IT SUBSTITUTE FOR A CERTIFICATE OF NON-CONFORMITY, BUILDING PERMIT, PERMITS REQUIRED IN FLOOD HAZARD AREAS, MERCANTILE LICENSE OR OTHER STATE AND LOCAL PERMITS. 2) BY PROVIDNG A SIGNED CONSENT ABOVE THE OWNER ALSO AUTHORIZES THE RELEASE OF THE PROPERTY RECORD CARDS AND ANY OTHER DOCUMENTS TO THE APPLICANT. 3.) THE CERTIFICATE (Zoning Permit) WILL NOT BE ISSUED IF VIOLATIONS EXIST. 4.) THIS CERTIFICATE (Zoning Permit) IS ISSUED BASED ON TRUE AND ACCURATE INFORMATION BEING PROVIDED BY THE APPLICANT AND MAY BE RESCINDED IF IT IS DETERMINED THAT VIOLATIONS EXIST.

FOR OFFICE USE ONLY

Approved ✓ Denied

CONDITIONS OF APPROVAL; SUBJECT TO APPLICANT'S OF ALL APPLICABLE REQUIREMENTS OF THE CITY OF ATLANTIC CITY'S CODE AND NJAC 19:66 LAND USE REGULATIONS AND COMPLIANCE WITH ALL OTHER FEDERAL, STATE, AND LOCAL LAWS (where applicable).

Application Number: 2022-03-3167 Fee Received: $50.00 CK#633463
Date Filed: 3/22/22 Date Issued: 3/22/22
Authorization:

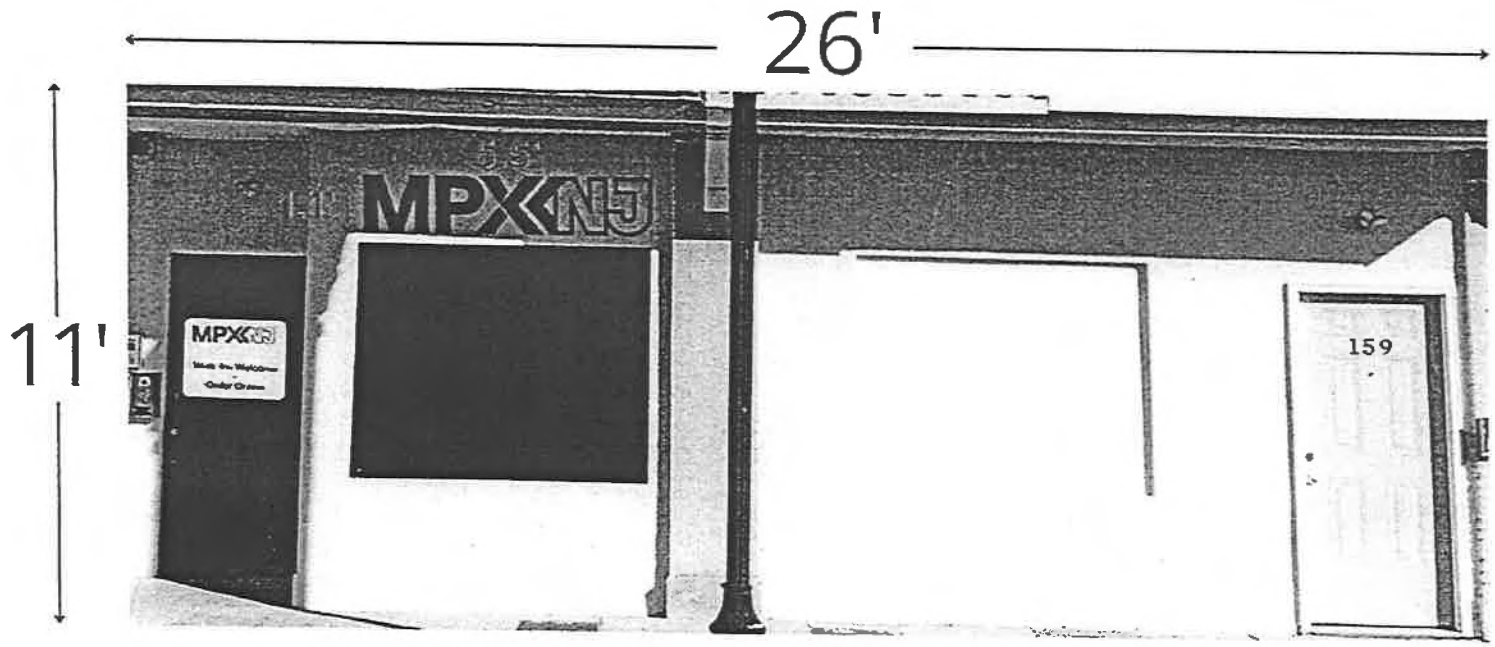
Distribution:

Construction Division	___	City Engineer	___
Code Enforcement	___	Fire Department	___
Mercantile Office	___	Tax Assessor	___
Health Department	___	Other ___	
Police Department	___		

REV: 6/14/2021

Casino Reinvestment Development Authority
APPROVED
Land Use Regulation and Enforcement Division

EXHIBIT A CLUC # 2022-03-3167 3/22/22



Resolution of the City of Atlantic City

No. 331

Approved as to Form and Legality on Basis of Facts Set Forth

Assistant City Solicitor /s/ Karl Timbers

Factual contents certified to by

Barbara Woolley-Dillon /s/ Director Planning & Development

Prepared by City Solicitor's Office

Council Member MARSHALL presents the following Resolution:

RESOLUTION IN SUPPORT FOR SUITABILITY OF CANNABIS BUSINESS
MPX New Jersey LLC

WHEREAS, operators of a proposed cannabis business are required to demonstrate local support for the suitability and appropriateness of its business location from a municipality pursuant to N.J.A.C. 17:30-5.1(g) and/or pursuant to the provisions of N.J.S.A. 24:61-7.2(4); and

WHEREAS, pursuant to the provisions of N.J.S.A. 17:30-5.1, the City of Atlantic City has adopted Ordinance No. 51 of 2021 amending Chapter 163 to license and regulate cannabis businesses in designated zoning districts; and

WHEREAS, the applicant, MPX New Jersey LLC, (the "Licensee-Applicant") has sought such a letter of support to apply for a state license to operate a licensed Class 5 retail cannabis dispensary business, which will include the delivery of cannabis by the Licensee-Applicant to consumers incidental to the Class 5 retail cannabis dispensary license, for its temporary location at the address of 157 S. New York Avenue, located in the Zoning District RC, (the "Temporary Location"); and

WHEREAS, the Licensee-Applicant has sought such a letter of support to apply for a state license to operate a licensed Class 5 retail cannabis dispensary business, which will include the delivery of cannabis by the Licensee-Applicant to consumers incidental to the Class 5 retail cannabis dispensary license, for its permanent location, pending building completion and receipt of all necessary licenses and permits to be located on Block 52, Lots 37-39 the address 120, 122, and 124 St. James Place, located in the Zoning District RC, (the "Permanent Location"); and

WHEREAS, the City of Atlantic City has reviewed and considered the request of the License-Applicant to conduct the cannabis business at the Temporary Location and at the Permanent Location described above; and

WHEREAS, the City of Atlantic City has determined that it has authorized the type of cannabis business license being sought by the License-Applicant to operate within its jurisdiction subject to approval by the CRDA; and

WHEREAS, to the extent the City of Atlantic City has imposed a limit on the number of licensed cannabis businesses within its jurisdiction, the issuance of a license to the License-Applicant by the Cannabis Regulatory Commission would not exceed that limit as of the date of this Resolution; and

WHEREAS, the City of Atlantic City has determined that the both the Temporary Location and Permanent Location are suitable and appropriate for the proposed activity subject to CRDA approval, related to the operations of the proposed cannabis business to be conducted by the License-Applicant; and

NOW, THEREFORE, BE IT RESOLVED, that the City Council of the City of Atlantic City hereby authorizes this Resolution of local support to MPX New Jersey LLC for the purposes described herein.

ew May 26, 2022 12:00 PM

DO NOT USE SPACE BELOW THIS LINE													
RECORD OF COUNCIL VOTE ON FINAL PASSAGE													
COUNCIL MEMBER	AYE	NAY	N.V	A.B.	MOT.	SEC.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	MOT.	SEC.
DUNSTON	X						RANDOLPH		X			X	
KURTZ	X						SHABAZZ	X					
MARSHALL	X						WEEKES	X					
MORSHED	X					X	ZIA	X					
							TIBBITT, PRESIDENT	X					
X-Indicates Vote NV-Not Voting AB-Absent MOT-Motion SEC-Second													

This is a Certified True copy of the Original Resolution on file in the City Clerk's Office.

DATE OF ADOPTION: MAY 18, 2022 Paula Geletei

/s/ Paula Geletei, City Clerk

COOPER LEVENSON, P.A.
1125 ATLANTIC AVENUE • THE THIRD FLOOR
ATLANTIC CITY, NEW JERSEY 08401
IOLTA ATTORNEY TRUST ACCOUNT

1040

CHECK #

Fulton Bank of New Jersey
LISTENING IS JUST THE BEGINNING.®
55-763/312

DATE

AMOUNT

06-13-22

PAY THE AMOUNT OF

$500.00

PAY TO

Five Hundred Dollar and no cents

CASINO REVINVESTMENT DEVELOPMENT AUTHORITY

AUTHORIZED SIGNATURE

Details on back.

61481

⑈001040⑈ ⑆031207636⑆ 0092047803⑈

COOPER LEVENSON, P.A.
1125 ATLANTIC AVENUE • THE THIRD FLOOR
ATLANTIC CITY, NEW JERSEY 08401
IOLTA ATTORNEY TRUST ACCOUNT

1039

CHECK #

Fulton Bank of New Jersey
LISTENING IS JUST THE BEGINNING.®
55-763/312

DATE

AMOUNT

06-13-22

PAY THE AMOUNT OF

$3,000.00

PAY TO

Three Thousand Dollar and no cents

Details on back.