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MECHANIK NUCCIO HEARNE & WESTER

A PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW

INTERNET ADDRESS: <http://www.floridalandlaw.com>

305 SOUTH BOULEVARD
TAMPA, FLORIDA 33606-2150

WILLIAM R. PAUL
E-Mail Address:
wrp@floridalandlaw.com

TEL: (813) 276-1920
FAX: (813) 276-1560

April 9, 2021

RoseAnn Varnadore
Senior Section Administrator
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Metrc LLC

Fourth Amended and Restated Articles of Organization
Document Number L17000097473

Dear RoseAnn:

Enclosed for filing are the Fourth Amended and Restated Articles of Organization of Metrc LLC, a Florida limited liability company.

This letter shall constitute authorization to you and the Division of Corporations to charge all applicable filing and recording fees to our Mechanik Nuccio Hearne & Wester, P.A. Sunbiz file account number 110727003105 and our deposit balance in that account that we maintain with the Florida Department of State.

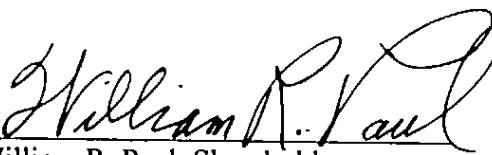
We do not need a certified copy.

Please let me know the amount charged to our account for our client billing and record keeping purposes.

If you have any questions, please call me at (813) 566-1044.

Thank you very much for all your very efficient and gracious assistance.

Sincerely,
Mechanik Nuccio Hearne & Wester, P.A.

By: 
William R. Paul, Shareholder

Enclosure.

**Fourth Amended and Restated
Articles of Organization
of
Metrc LLC**

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The undersigned, in his capacity as Chief Executive Officer and a manager of Metrc LLC, a Florida limited liability company (*the "Company"*), has executed these Fourth Amended and Restated Articles of Organization (*"these Fourth Restated Articles"*), as adopted by the Company effective April 5, 2021, pursuant to the resolutions contained in a written consent adopted and signed as of that same date by all of the members of the Company entitled to vote on the matter. Such action by written consent of such members was sufficient for such adoption.

These Fourth Restated Articles amend, restate, and supersede in the entirety the Company's Third Amended and Restated Articles of Organization (*the "Prior Articles"*), as filed with the Florida Department of State on April 17, 2020, in order to: (i) change the managers of the Company from the four individual managers named in Article V of the Prior Articles, to the six individual managers named in Article V below; (ii) conform the reference in Article III hereof to the above change in Article V so that Article III now refers to six individual managers rather than four; and (iii) incorporate all of the provisions of the Company's Articles of Organization into a single document, for convenient reference.

Article I

The name of the Company is and shall continue to be **Metrc LLC**.

Article II

The street address of the principal office of the Company is 4151 South Pipkin Road, Lakeland, Florida 33811.

The mailing address of the Company is 4151 South Pipkin Road, Lakeland, Florida 33811.

Article III

The Company has been and continues to be a manager-managed company. The six individuals named in Article V below are the managers of the Company and also hold the titles listed in Article V.

Article IV

The name and Florida street address of the registered agent continues to be:

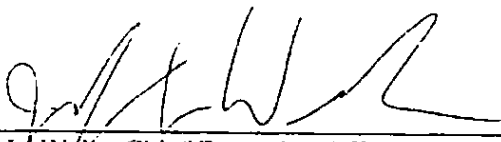
NRAI Services, Inc.
1200 South Pine Island Road
Suite 250
Plantation, Florida 33324

Article V

The names, titles, and addresses of persons authorized to manage the Company are:

<u>Name</u>	<u>Address</u>
Jeffrey L. Wells, Chief Executive Officer and Manager	4151 South Pipkin Road Lakeland, Florida 33811
Michael Johnson, Chief Financial Officer and Manager	4151 South Pipkin Road Lakeland, Florida 33811
Lewis Koski, Chief Operating Officer and Manager	4151 South Pipkin Road Lakeland, Florida 33811
Jesse Naranjo, Chief Technology Officer and Manager	4151 South Pipkin Road Lakeland, Florida 33811
Justin A. Green, Vice President, Finance and Manager	4151 South Pipkin Road Lakeland, Florida 33811
Ernest J. Francise, Jr., Comptroller and Manager	4151 South Pipkin Road Lakeland, Florida 33811

IN WITNESS WHEREOF, the undersigned Chief Executive Officer and Manager of the Company has executed these Fourth Restated Articles as of April 5, 2021.



Jeffrey L. Wells, Chief Executive Officer and Manager