



## AUR Form 1 – General Contact Information, Taxpayer Identification and Affirmations

1	<b>APPLICANT NAME</b>  (legal name, and any d/b/a name(s), if applicable)	JDP Enterprises, Inc. d/b/a Jonnys Joint  You must attach the following documents to this Form: <ul style="list-style-type: none"> <li>Articles of Incorporation filed with RI Secretary of State (SOS)</li> <li>Certificate of Good Standing from the RI SOS</li> <li>Evidence of filing a Fictitious Business Name Statement with the SOS, if applicable</li> </ul>
	<b>APPLICATION ZONE#</b>	2  (Note separate applications and application fees are required to apply in multiple zones)
2	<b>BUSINESS STREET ADDRESS</b>	6 Cedar Street, Suite 106
3	<b>CITY, STATE, ZIP</b>	Providence, RI 02903
4	<b>STREET ADDRESS OF PROPOSED LICENSED PREMISES FOR RETAIL SALES OF CANNABIS</b>	365 Charles Street
5	<b>CITY, STATE, ZIP</b>	Providence, RI 02904
6	<b>PLAT#/LOT# OF PROPOSED LICENSED PREMISES FOR RETAIL SALES OF CANNABIS</b>	Plat 100/Lot 10



7	<b>SQUARE FOOTAGE OF PROPOSED FACILITY FOR RETAIL SALES OF CANNABIS</b>	1,974 Square Feet						
8	<b>FEIN:</b> (Federal Employer Identification Number)	[REDACTED]						
9	<b>TELEPHONE NUMBER</b>	<table border="0"> <tr> <td><b>AREA CODE</b></td> <td><b>NUMBER</b></td> <td><b>EXTENSION</b></td> </tr> <tr> <td>(401) 580 - 6000</td> <td>Ext. N/A</td> <td></td> </tr> </table>	<b>AREA CODE</b>	<b>NUMBER</b>	<b>EXTENSION</b>	(401) 580 - 6000	Ext. N/A	
<b>AREA CODE</b>	<b>NUMBER</b>	<b>EXTENSION</b>						
(401) 580 - 6000	Ext. N/A							
11	<b>TOLL FREE NUMBER</b> (if not applicable, put "N/A")	<table border="0"> <tr> <td><b>AREA CODE</b></td> <td><b>NUMBER</b></td> <td><b>EXTENSION</b></td> </tr> <tr> <td>N/A</td> <td>Ext. N/A</td> <td></td> </tr> </table>	<b>AREA CODE</b>	<b>NUMBER</b>	<b>EXTENSION</b>	N/A	Ext. N/A	
<b>AREA CODE</b>	<b>NUMBER</b>	<b>EXTENSION</b>						
N/A	Ext. N/A							
12	<b>COMPLIANCE OFFICER Identification and Contact Information</b>	<p>The Applicant must appoint a Compliance Officer to whom information, notices, and documents will be sent. The Commission reserves the right to contact and/or send notices and other correspondence to the Applicant by email and/or post mail. It is the Applicant's responsibility to ensure that the Compliance Officer information is correct and up to date at all times following application and throughout licensure.</p>						
	<b>Name:</b>	Jonathon DelPonte						
	<b>Title:</b>	President						
	<b>Mailing Address:</b>	67 Cedar Street, Suite 106, Providence, RI 02903						
	<b>Email Address:</b>	jddelponte@gmail.com						
	<b>Phone Number</b>	<table border="0"> <tr> <td>(401) 580 - 6000</td> <td>Ext. N/A</td> <td></td> </tr> <tr> <td><b>AREA CODE</b></td> <td><b>NUMBER</b></td> <td><b>EXTENSION</b></td> </tr> </table>	(401) 580 - 6000	Ext. N/A		<b>AREA CODE</b>	<b>NUMBER</b>	<b>EXTENSION</b>
(401) 580 - 6000	Ext. N/A							
<b>AREA CODE</b>	<b>NUMBER</b>	<b>EXTENSION</b>						



## TAXPAYER STATUS

All persons and entities applying for or renewing any license, registration, permit, or other authority (hereinafter called “licensee”) to conduct a business or occupation in the state of Rhode Island are required to file all applicable tax returns and pay all taxes owed to the state prior to receiving a license as mandated by R.I. Gen. Laws Ch. 5-76, except as noted below.

**PLEASE CHECK ONE BOX BELOW OR APPLICATION WILL BE CONSIDERED INCOMPLETE**

☒ I hereby declare, under penalty of perjury, that I have filed all required state tax returns and have paid all taxes owed.

☐ I have entered a written installment agreement to pay delinquent taxes that is satisfactory to the Tax Administrator.

☐ I am currently pursuing administrative review of taxes owed to the state.

☐ I am in federal bankruptcy. (Case #\_\_\_\_\_)

☐ I am in state receivership. (Case #\_\_\_\_\_)

☐ I have been discharged from Bankruptcy. (Case #\_\_\_\_\_)

JDP Enterprises, Inc.

\_\_\_\_\_  
Name of Taxpayer/Entity  
Number

\_\_\_\_\_  
Social Security or Federal Tax Identification  
Number



## AFFIRMATIONS

### **Applicant hereby understands and affirms the following:**

1. The burden of proving an Applicant's qualifications rests on the party applying for the license.
2. The Cannabis Control Commission may deny any Application that contains a material misstatement, omission, misrepresentation, or untruth.
3. An Application shall be complete in every material detail.
4. The Cannabis Control Commission may rescind its approval of an Adult-Use Cannabis Retail License if Applicant has not completed the pre-requisites for issuance of the license as described in the Regulations within nine (9) months of their approval.
5. Regarding the location of the licensed premises, Applicant commits to the following:
  - a. The premises is in full compliance with local zoning laws and the Applicant is in receipt of all required zoning approvals.
  - b. The operations of Applicant shall conform to local zoning requirements.
6. Applicant commits to not acquiring cannabis from anyone other than a licensed cultivator or licensed manufacturer in accordance with the Act and the Regulations.
7. Applicant commits to the limitations set forth in the Act and the Regulations and understands that they are limited to possessing cannabis only as permitted in the Act and the Regulations.
8. Applicant understands that the licensed premises may not be within 500 feet of the property line of a preexisting public or private school.
9. Applicant hereby acknowledges it shall enter into, maintain, and abide by the terms of a labor peace agreement, and shall submit to the Commission an attestation by a bona fide labor organization stating that the Applicant meets the requirements of Section 21-28.11-12.2 of the Cannabis Act.
10. Applicant understands that an Adult-Use Cannabis Retail licensee and any interest holders/key persons thereof may not have any material financial interest or control in Licensed Testing Facility or a Licensed Compassion Center and vice versa.
11. Applicant understands that an Adult-Use Cannabis Retail licensee and any interest holders/key persons thereof may not have any material financial interest or control in another Applicant in the same zone and vice versa.
12. Applicant understands that a person shall not be a majority owner in more than one (1) cannabis cultivator, cannabis product manufacturer, cannabis retailer, or compassion center. A person may invest in multiple licensed cannabis establishments provided that the investment does not qualify the person as a controlling person in more than one (1) cannabis establishment.



**SIGNATURE FOR AUR FORM 1**

The undersigned attests that the Applicant understands and will adhere to all requirements of the Act and the Regulations, including but not limited to those listed above, and that the undersigned has the authority to bind the Applicant to all such requirements.

The undersigned Authorized Signatory of the Applicant hereby acknowledges and agrees that the Applicant has a continuing obligation to disclose any changes to the entirety of this Application for an Adult-Use Cannabis Retail License and shall provide written notice to the Commission within sixty (60) days of any change to the information provided herein, including all Forms, Annexes, Exhibits, Documents and Deliverables submitted in connection with or as part of the application process; each such notice shall include an updated Form, Annex, Exhibit, Document or Deliverable, as the case may be.

Under penalty of perjury, the undersigned hereby declares and verifies that all statements and information contained in this Application including all Forms, Annexes, Exhibits, Documents and Deliverables submitted herewith are complete, true, correct and accurate.

**AUTHORIZED SIGNATORY SIGNATURE**

**SIGNATURE:**

Signed by:

27891AC3C55B416...

**Print Name: Jonathon DelPonte**

**Print Title: President**

**DATE:**

12/28/2025

[Click here to enter a date.](#)

### **AUR Form 1 Attachments**

See the following, attached hereto:

- Articles of Incorporation Filed with the RI Secretary of State
- Certificate of Good Standing from the RI Secretary of State
- Evidence of filing a Fictitious Business Name with the RI Secretary of State



**State of Rhode Island  
Office of the Secretary of State**

**Fee: \$230.00**

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

**Business Corporation  
Articles of Incorporation**

(Chapter 7-1.2- of the General Laws of Rhode Island, 1956, as amended)

**ARTICLE I**

The name of the corporation is JDP Enterprises, Inc.

☒ This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended. (Uncheck if inapplicable.)

**ARTICLE II**

The total number of shares which the corporation has authority to issue is:  
(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CNP	\$0.0000	100.00

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

**ARTICLE III**

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 67 CEDAR STREET SUITE 106

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of its initial registered agent at such address is JONATHAN DELPONTE

**ARTICLE IV**

The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

## ARTICLE V

Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

## ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	JONATHAN DELPONTE	67 CEDAR STREET SUITE 106 PROVIDENCE, RI 02903 USA

## ARTICLE VII

These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

**Signed this 15 Day of December, 2025 at 11:29:17 AM by the incorporator(s).** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

<BR> JONATHAN DELPONTE

Form No. 100  
Revised 09/07

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State of Rhode Island

**Department of State | Office of the Secretary of State**

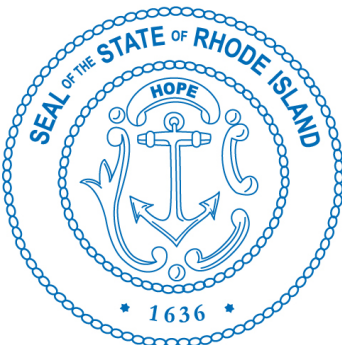
**Gregg M. Amore**, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,  
  
hereby certify that this document, duly executed in accordance with the provisions  
  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this  
  
office on this day:

December 15, 2025 11:26 AM

A handwritten signature in black ink, reading "Gregg M. Amore".

Gregg M. Amore  
*Secretary of State*





State of Rhode Island  
Department of State | Office of the Secretary of State  
Gregg M. Amore, Secretary of State

## CERTIFICATE OF GOOD STANDING

I, Gregg M. Amore, Secretary of State and custodian of the seal and corporate records of the State of Rhode Island, hereby certify that:

### **JDP Enterprises, Inc.**

is a Rhode Island Business Corporation organized on **December 15, 2025**. I further certify that revocation proceedings are not pending; articles of dissolution have not been filed; all annual reports are of record and the corporation is active and in good standing with this office.

This certificate is not to be considered as a notice of the corporation's tax status, financial condition or business practices; such information is not available from this office.



SIGNED and SEALED on

December 26, 2025

Secretary of State

Certificate Number: 25120139360

Verify this Certificate at: <http://business.sos.ri.gov/CorpWeb/Certificates/Verify.aspx>

Processed by: dzainyeh



**State of Rhode Island  
Office of the Secretary of State**

**Fee: \$50.00**

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

**Business Corporation**

**Fictitious Business Name Statement**

(Section 7-1.2-402 of the General Laws of Rhode Island, 1956, as amended)

**SECTION I**

The legal name of the applicant business corporation is: JDP Enterprises, Inc.

**SECTION II**

The fictitious business name to be used is: Jonny's Joint

**SECTION III**

The state or territory under the laws of which it is incorporated is  
State: RI Country: USA

**SECTION IV**

The date of incorporation is 12/15/2025

**SECTION V**

The address of its registered office within Rhode Island is:

No. and Street: 67 CEDAR STREET SUITE 106

City or Town: PROVIDENCE

State: RI Zip: 02903

Name: JONATHAN DELPONTE

**SECTION VI**

The business in which it is engaged

MEDICAL MARIJUANA DISPENSARIES AND RECREATIONAL CANNABIS  
DISPENSARIES

**SECTION VII**

Applicant is otherwise authorized to do business in the state of Rhode Island.

**Signed this 24 Day of December, 2025 at 10:36:00 AM.** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the*

*act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

JDP Enterprises, Inc.

Name of Applicant Corporation

JONATHAN DELPONTE

Signature of Authorized Officer

Form No. 624  
Revised 09/07

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State of Rhode Island

**Department of State | Office of the Secretary of State**

**Gregg M. Amore**, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,  
  
hereby certify that this document, duly executed in accordance with the provisions  
  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this  
  
office on this day:

December 24, 2025 10:33 AM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is fluid and cursive, with the first letters of each word being capitalized and prominent.

Gregg M. Amore  
*Secretary of State*





## AUR FORM 2 – Disclosure of Owners and Other Interest Holders

Name of Applicant: JDP Enterprises, Inc.

### Section I: Owners and Other Interest Holders

List (A.) all persons and/or entities with any ownership interest with respect to applicant, **and** (B.) all officers, directors, members, managers or agents of applicant, **and** (C.) all persons or entities with managing or operational control with respect to applicant, its operations, the license and/or licensed facilities whether they have an ownership interest or not, **and** (D.) all investors or other persons or entities with any financial interest whether they have ownership interest or not, **and** (E.) all persons or entities that hold interest(s) arising under shared management companies, management agreements, or other agreements that afford third-party management or operational control with respect to applicant, its operations, the license and/or the licensed facilities (all persons and entities described in (A)-(E) being hereinafter individually referred to as an “Interest Holder” and collectively referred to as “Interest Holders”).

To the extent that any Interest Holder is an entity (corporation, partnership, LLC, *etc.*), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level. Attach a separate sheet(s) if necessary.

#### A. LIST ALL PERSONS AND/OR ENTITIES WITH ANY OWNERSHIP INTEREST IN APPLICANT (including corporation stockholders, LLC members, and partners if a partnership; this includes parent companies if applicant is a subsidiary of another entity).

To the extent that any Interest Holder is an entity (corporation, partnership, LLC, *etc.*), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level.

Name of person or entity Jonathon DelPonte		SSN/FEIN [REDACTED]		DOB [REDACTED]	Email Address jddelponte@gmail.com
Address (residence if person; business address if entity) [REDACTED]		City [REDACTED]	State [REDACTED]	ZIP [REDACTED]	Phone Number 401-580-6000
Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title President and Sole Shareholder of Applicant JDP Enterprises, Inc.		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.) [REDACTED]			Ownership interest in <b>applicant</b> . [REDACTED]
Name of person or entity <b>No additional persons or entities.</b>		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)			Ownership interest in <b>applicant</b> .
Name of person or entity		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number



Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)		Ownership interest in <b>applicant</b> .	
Name of person or entity		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)		Ownership interest in <b>applicant</b> .	
Name of person or entity		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)		Ownership interest in <b>applicant</b> .	
Name of person or entity		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
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Name of person or entity		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)		Ownership interest in <b>applicant</b> .	
Name of person or entity		SSN/FEIN		DOB	Email Address
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e. Applicant, parent company name or subsidiary name) and Role/Title		Ownership interest in entity listed in preceding box (Ex. ownership percentage, number of shares, etc.)		Ownership interest in <b>applicant</b> .	

**B. LIST ALL OFFICERS, DIRECTORS, MANAGERS, MEMBERS OR AGENTS OF APPLICANT AND ANY OTHER ENTITIES DESCRIBED IN SECTION A.**

To the extent that any such Interest Holder is an entity (corporation, partnership, LLC, *etc.*), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level

Name of person or entity Jonathon DellPonte		SSN/FEIN [REDACTED]		DOB [REDACTED]	Email jddelponte@gmail.com
Address (residence if person; business address if entity) [REDACTED]		City [REDACTED]	State [REDACTED]	ZIP [REDACTED]	Phone Number 401-580-6000
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary) Applicant: JDP Enterprises, Inc.		List your title or role, with respect to the entity listed in the preceding box. President and Sole Shareholder			List your title or role, if any, with respect to the <b>Applicant</b> President and Sole Shareholder
Name of person or entity <b>No additional persons or entities.</b>		SSN/FEIN		DOB	Email



Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		List your title or role, with respect to the entity listed in the preceding box.			List your title or role, if any, with respect to the <b>Applicant</b>
Name of person or entity		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		List your title or role, with respect to the entity listed in the preceding box.			List your title or role, if any, with respect to the <b>Applicant</b>
Name of person or entity		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		List your title or role, with respect to the entity listed in the preceding box.			List your title or role, if any, with respect to the <b>Applicant</b>
Name of person or entity		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		List your title or role, with respect to the entity listed in the preceding box.			List your title or role, if any, with respect to the <b>Applicant</b>
<b>C. LIST ALL PERSONS OR ENTITIES WHO HAVE MANAGING OR OPERATIONAL CONTROL WITH RESPECT TO APPLICANT, ANY OTHER ENTITIES DESCRIBED IN SECTIONS A OR B, ITS OPERATIONS, THE LICENSE, AND/OR LICENSED FACILITIES (WHETHER THEY HAVE AN OWNERSHIP INTEREST OR NOT).</b>					
<p>To the extent that any such Interest Holder is an entity (corporation, partnership, LLC, <i>etc.</i>), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level.</p>					
Name of person or entity Jonathon DelPonte		SSN/FEIN [REDACTED]		DOB [REDACTED]	Email jddelponte@gmail.com
Address (residence if person; business address if entity) [REDACTED]		City [REDACTED]	State [REDACTED]	ZIP [REDACTED]	Phone Number 401-580-6000
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary) Applicant: JDP Enterprises, Inc.		List your title or role, if any, with respect to the entity listed in the preceding box. President and Sole Shareholder			
Name of person or entity <b>No additional persons or entities.</b>		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number



[cccinquiry@ccc.ri.gov](mailto:cccinquiry@ccc.ri.gov)



Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary) Potential funding source for Applicant JDP Enterprises, Inc.		Describe the financial interest in entity listed in preceding box None other than being a potential funding source.		Describe the financial interest in <u>Applicant</u> , if different N/A	
Name of person or entity Shawn Frias		SSN/FEIN [REDACTED]		DOB [REDACTED]	Email secondhalfmgt@gmail.com
Address (residence if person; business address if entity) [REDACTED]	City [REDACTED]	State [REDACTED]	ZIP [REDACTED]	Phone Number 401-274-5560	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary) Second Half Management LLC, Inc.		Describe the financial interest in entity listed in preceding box Incorporator and Sole Shareholder		Describe the financial interest in <u>Applicant</u> , if different None.	
Name of person or entity <b>No additional persons or entities.</b>		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)	City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		Describe the financial interest in entity listed in preceding box		Describe the financial interest in <u>Applicant</u> , if different	
Name of person or entity		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)	City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		Describe the financial interest in entity listed in preceding box		Describe the financial interest in <u>Applicant</u> , if different	
Name of person or entity		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)	City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		Describe the financial interest in entity listed in preceding box		Describe the financial interest in <u>Applicant</u> , if different	
Name of person or entity		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)	City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)		Describe the financial interest in entity listed in preceding box		Describe the financial interest in <u>Applicant</u> , if different	
<b>E. LIST ALL PERSONS OR ENTITIES THAT HOLD INTEREST(S) ARISING UNDER SHARED MANAGEMENT COMPANIES, MANAGEMENT AGREEMENTS, OR OTHER AGREEMENTS THAT AFFORD THIRD-PARTY MANAGEMENT OR OPERATIONAL CONTROL WITH RESPECT TO APPLICANT, ITS OPERATIONS, THE LICENSE AND/OR THE LICENSED FACILITIES.</b>					
To the extent that any such Interest Holder is an entity (corporation, partnership, LLC, <i>etc.</i> ), list all Interest Holders in that entity until all such Interest Holders are identified and disclosed down to the individual person level.					
Name of person or entity <b>None.</b>		SSN/FEIN		DOB	Email
Address (residence if person; business address if entity)	City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest		
Name of person or entity		SSN/FEIN		DOB	Email



Address (residence if person; business address if entity)		City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest			
Name of person or entity		SSN/FEIN		DOB	Email	
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest			
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Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest			
Name of person or entity		SSN/FEIN		DOB	Email	
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest			
Name of person or entity		SSN/FEIN		DOB	Email	
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest			
Name of person or entity		SSN/FEIN		DOB	Email	
Address (residence if person; business address if entity)		City	State	ZIP	Phone Number	
Name of business this person or entity is associated with (i.e., Applicant, parent company or subsidiary)			Describe the management or operational role or interest			

**Section II:** Who, besides the owners and other Interest Holders listed in this Form 2 (including persons, firms, partnerships, corporations, limited liability companies, trusts), will loan, give, or otherwise provide money, property interests, equipment, inventory, furniture, licensing or other proprietary rights to or for use in this business, or hold a security interest therein; or who will receive money, profits, proprietary rights or other interests from this business. Attach a separate sheet if necessary. If any such person is an entity, list all persons with any ownership in or control of that entity.

Name of person or entity	Address	Date of Birth	SSN/FEIN	Email Address	Phone Number	Interest, including dollar value
None.						



**Section III:** List any persons (including, but not limited to, individuals, firms, partnerships, corporations, limited liability companies, trusts) that have entered into any contingent agreement to become an Interest Holder in the Applicant, i.e. an agreement that is not yet effective. This includes, but is not limited to, any agreement that is contingent upon licensure, Commission approval, or any other condition, as well as any agreement that has an effective date after the expected date of licensure. Attach a separate sheet if necessary. If any such person is an entity, list all persons with any ownership in or control of that entity.

Name of person or entity	Address	Date of Birth	SSN/FEIN	Email Address	Phone Number	Describe the Interest
None.						

**Section IV:**

- A. Attach all organizational, governance documents, corporate bylaws, contractual agreements or similar that evidence the relationship between the Interest Holders listed above and the Applicant.
- B. Attach an organizational chart that clearly depicts all Interest Holders identified in this Form 2.
- C. Attach a list of all Interest Holders identified in Section I(A) and I(D) of Form 2 that are individual persons and include the effective ownership percentage and dollar amount of each Interest Holder's interest with respect to Applicant, its operations, the license and/or licensed facilities. List them in order of their effective ownership percentage.
- D. Attach a list of all Interest Holders identified in Section I(A), I(B), I(C) and I(E) of Form 2 and include the dollar amount of annual compensation/remuneration paid/to be paid to such Interest Holders with respect to Applicant, its operations, the license and/or licensed facilities for the last five years.



## CERTIFICATION AS TO AUR FORM 2

The undersigned duly authorized signatory of Applicant, in his/her capacity as such, for and on behalf of Applicant, after due inquiry, hereby certifies to the Cannabis Control Commission (the "Commission") that it/he/she has disclosed to the Commission in this Form 2:

(A) With respect to Applicant, all persons and entities that:

- (i) Are owners, members, officers, directors, managers, or agents of Applicant; and
- (ii) Have/will have managing or operational control with respect to Applicant/Licensee, its operations, the license and/or licensed facilities whether they have an ownership interest or not; and
- (iii) Are investors or have any other financial interest therein; and
- (iv) Hold interest(s) arising under shared management companies, management agreements, or other agreements that afford third-party management or operational control with respect to Applicant, its operations, the proposed license, and/or the licensed facilities (any person or entity in the foregoing (i), (ii) and (iii) being herein individually referred to as an "interest holder" and all such persons and entities in the foregoing (i), (ii), (iii), and (iv) being collectively referred to as the "interest holders"); and

(B) To the extent that any interest holder described in (A) above is an entity, all interest holders in that entity until all such interest holders are identified and disclosed down to the individual person level.

The undersigned hereby acknowledges and agrees that Applicant has a continuing obligation to disclose any proposed changes and shall provide written notice to the Commission at least sixty (60) days prior to any change of the persons/entities/interest holders described and the certifications made in this Form 2 and that each such notice shall include an updated Form 2.

Under penalty of perjury, I hereby declare and verify that all statements on and information submitted with this Form 2 are complete, true, correct, and accurate.

Signed by:  
  
 27891AC3C55B416  
 \_\_\_\_\_  
 Signature of Authorized Signatory

12/28/2025

[Click here to enter a date.](#)

\_\_\_\_\_  
 Date

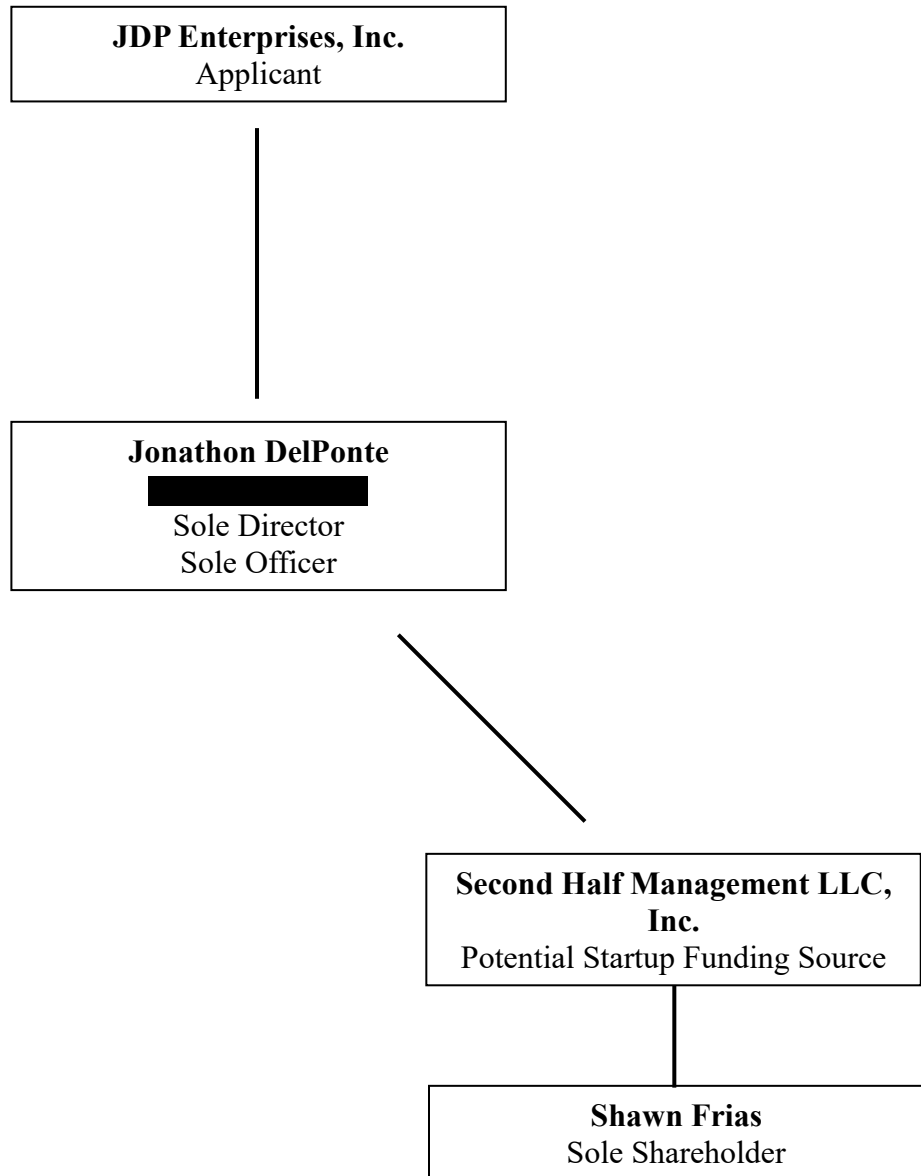
Jonathon DelPonte  
 \_\_\_\_\_  
 Printed Name  
 Print Title: President  
 Print Name of Applicant: JDP Enterprises, Inc.

AUR Form 2 Section IV Attachments

A. Organizational and governing documents

See the organizational and governing documents attached hereto.

B. Organizational chart of individuals and entities listed on Form 2



C. List of Interest Holders that are individual persons identified in Sections I(A) and I(D) of Form 2, with their ownership interest in the Applicant

1. Jonathon DelPonte – Ownership interest in Applicant, JDP Enterprises, Inc.: ■■■%
2. Shawn Frias – Ownership interest in Applicant, JDP Enterprises, Inc.: ■%

D. List of Interest Holders that are individual persons identified in Sections I(A), I(B), I(C), and I(E) of Form 2, with their annual compensation from Applicant over the last five years

1. Jonathon DelPonte – Compensation: N/A. Mr. DelPonte has not yet been paid by the Applicant, as the Applicant corporation was formed as a new company for the purposes of applying for, and obtaining, a cannabis retail sales license through this application process.



**State of Rhode Island  
Office of the Secretary of State**

**Fee: \$230.00**

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

**Business Corporation  
Articles of Incorporation**

(Chapter 7-1.2- of the General Laws of Rhode Island, 1956, as amended)

**ARTICLE I**

The name of the corporation is JDP Enterprises, Inc.

☒ This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended. (Uncheck if inapplicable.)

**ARTICLE II**

The total number of shares which the corporation has authority to issue is:

(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CNP	\$0.0000	100.00

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

**ARTICLE III**

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 67 CEDAR STREET SUITE 106

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of its initial registered agent at such address is JONATHAN DELPONTE

**ARTICLE IV**

The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.



## ARTICLE V

Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

## ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	JONATHAN DELPONTE	67 CEDAR STREET SUITE 106 PROVIDENCE, RI 02903 USA

## ARTICLE VII

These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

**Signed this 15 Day of December, 2025 at 11:29:17 AM by the incorporator(s).** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

<BR> JONATHAN DELPONTE

Form No. 100  
Revised 09/07

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All Rights Reserved



State of Rhode Island

**Department of State | Office of the Secretary of State**

**Gregg M. Amore**, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,  
  
hereby certify that this document, duly executed in accordance with the provisions  
  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this  
  
office on this day:

December 15, 2025 11:26 AM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore  
*Secretary of State*



**BYLAWS  
OF  
JDP ENTERPRISES, INC.**

**ARTICLE I  
OFFICES AND RECORDS**

**Section 1.01. PRINCIPAL AND OTHER OFFICES.**

The principal office of JDP Enterprises, Inc. (the “**Corporation**”) shall be located within or without the State of Rhode Island. The Corporation’s initial principal office shall be located at 67 Cedar Street, Suite 106, Providence, Rhode Island 02903. The Corporation may also have other offices at any places, within or without the State of Rhode Island, as the Board of Directors may designate, as the business of the Corporation may require, or as may be desirable and authorized by the Rhode Island Department of State (the “**RIDS**”).

**Section 1.02. REGISTERED OFFICE AND AGENT.**

The address of the Corporation's registered office and the name of its registered agent at that office shall be as set forth in the Corporation's articles of incorporation (the “**Articles of Incorporation**”) filed with the RIDS on December 15, 2025. The Board of Directors may change the registered office or registered agent at any time by making the appropriate filing with RIDS.

**Section 1.03. BOOKS AND RECORDS.**

Any records maintained by the Corporation in the regular course of its business, including its share ledger, books of account, and minute books, may be maintained on any information storage device or method that can be converted into clearly legible paper form within a reasonable time. The Corporation shall convert any records so kept upon the written request of any person entitled to inspect such records pursuant to applicable law, including any shareholder or director. The Corporation shall also make these records available for inspection during reasonable business hours at its principal office.

**ARTICLE II  
SHAREHOLDERS**

**Section 2.01. NUMBER AND TYPE OF SHAREHOLDERS**

(a) No more than 100 shareholders are permitted at any given time. Any transfer of stock that would cause this Section 2.01(a) to be violated shall be void ab initio.

(b) No person or entity may become a shareholder if doing so would violate the ownership rules for S corporations as specified in Section 1361 of the Internal Revenue Code of 1986, as amended (the “**Code**”) and the Treasury Regulations propagated therefrom. Any transfer of stock that would cause this Section 2.01(b) to be violated shall be void ab initio.

**Section 2.02. PLACE OF MEETING.**

Meetings of the shareholders may be held at any place, within or without the State of Rhode Island, as shall be fixed by the Board of Directors and designated in the notice of the meeting or executed waiver of notice. The Board of Directors may determine, in its discretion, that any meeting of the shareholders may be held solely by means of remote communication in accordance with Section 2.03 of these Bylaws, without designating a place for a physical assembly of shareholders.

**Section 2.03. MEETINGS OF SHAREHOLDERS BY REMOTE COMMUNICATION.**

The Board of Directors may authorize shareholders to participate in a meeting of shareholders by means of remote communication, subject to the conditions imposed by applicable law and any guidelines and procedures adopted by the Board of Directors. At any meeting in which shareholders can participate by means of remote communication, the Corporation shall implement reasonable measures to:

- (a) Verify that each person participating remotely is a shareholder or a shareholder's proxy.
- (b) Provide such shareholders and proxies a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings.

#### **Section 2.04. ANNUAL MEETINGS.**

An annual meeting of shareholders, for the purpose of electing directors and transacting any other business as may be brought before the meeting, shall be held on the third Tuesday of March at the time and in the place designated in the notice of meeting.

Failure to hold the annual meeting of shareholders at the designated time shall not affect the validity of any action taken by the Corporation. If the Board of Directors fails to call the annual meeting of shareholders as required by these Bylaws, any shareholder may make a demand in writing to any officer of the Corporation that an annual meeting be held.

#### **Section 2.05. SPECIAL MEETINGS.**

Special meetings of the shareholders may be called by:

- (a) The President.
- (b) A majority of the Board of Directors.
- (c) By another officer upon the written demand of at least 25% of the voting shares entitled to vote at such meeting..

Notice of such meeting shall state the place, date, hour and purposes of the meeting. Only business within the purpose or purposes described in the meeting notice may be conducted at a special shareholders' meeting.

#### **Section 2.06. SHAREHOLDER NOMINATIONS AND PROPOSALS.**

For business (including, but not limited to, director nominations) to be properly brought before an annual meeting by a shareholder, the shareholder or shareholders of record intending to propose the business (the “**proposing shareholder**”) must have given written notice of the proposing shareholder's nomination or proposal, either by personal delivery or by United States mail to the Secretary no earlier than thirty (30) calendar days prior to the date such annual meeting is to be held. If the current year's meeting is called for a date that is not within thirty (30) days of the anniversary of the previous year's annual meeting, notice must be received no later than ten (10) calendar days following the day on which public announcement of the date of the annual meeting is first made.

In no event will an adjournment or postponement of an annual meeting of shareholders begin a new time period for giving a proposing shareholder's notice as provided above.

For business to be properly brought before a special meeting of shareholders, the notice of the meeting sent by or at the direction of the person calling the meeting must set forth the nature of the business to be considered. A person or persons that have made a written request for a special meeting pursuant to Section 2.05 may provide the information required for notice of a shareholder proposal under this Section 2.06 simultaneously with the written request for the meeting submitted to the Secretary or within ten (10) calendar days after delivery of the written request for the meeting to the Secretary.

A proposing shareholder's notice shall include as to each matter the proposing shareholder proposes to bring before the annual or special meeting:

- (a) the name and address of the proposing shareholder;
- (b) the number of shares of the Corporation held by the proposing shareholder;
- (c) if the notice regards a nomination of a candidate for election as director: (i) the name, age, and business and residence address of the candidate; (ii) the principal occupation or employment of the candidate; and (iii) the number of shares of the Corporation beneficially owned by the candidate; and
- (d) if the notice regards a proposal other than a nomination of a candidate for election as director, a brief description of the business desired to be brought before the meeting, and the material interest of the proposing shareholder in such proposal.

#### **Section 2.07. RECORD DATE FOR SHAREHOLDER ACTION.**

For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, the record date shall be:

- (a) On the date fixed by the Board of Directors in the notice of the meeting.
- (b) The day before the effective date of the notice to shareholders, if no date is fixed by the Board of Directors.
- (c) The date set by law applying to the type of action to be taken for which a record date must be set, if no date is fixed by the Board of Directors and no notice of meeting is mailed to shareholders.

A determination of shareholders entitled to notice of or to vote at a shareholders' meeting is effective for any adjournment of the meeting unless the Board of Directors fixes a new record date, which it shall do if the meeting is adjourned to a date that is more than 120 days after the date fixed for the original meeting.

For shareholder action by consent without a meeting, the record date for determining shareholders entitled to approve the action subject of the consent shall be:

- (x) On the date fixed by the Board of Directors.
- (y) The first date on which a signed written consent is delivered to the Corporation's secretary, if no date is fixed by the Board of Directors and prior board action is not required for the action to be taken without a meeting.
- (z) The close of business on the day the board takes such prior action, if no date is fixed by the Board of Directors and prior board action is required for the action to be taken without a meeting.

A record date fixed by these Bylaws may not be more than 70 days before the meeting or action requiring a determination of shareholders.

#### **Section 2.08. NOTICE OF SHAREHOLDERS' MEETING.**

Written or printed notice of any annual or special meeting of shareholders shall be given to any shareholder entitled to notice not less than 10 nor more than 60 days before the date of the meeting, **except that** at least 25 days' notice shall be given to all shareholders, including shareholders not entitled to vote, to act on an amendment to the articles of incorporation, a plan of merger, share exchange, domestication or entity conversion, a proposed sale of assets that would leave the Corporation without a significant continuing business activity, or the dissolution of the Corporation. Such notice shall state:

- (a) The date and time of the meeting.
- (b) The place of the meeting, if any.

(c) The means of any remote communication, if authorized, by which shareholders may be considered present and may vote at the meeting.

(d) If not made available at the Corporation's principal office, the information required for such shareholders to access the shareholders' list for the meeting as provided by Section 2.09 of these Bylaws.

(e) The purpose or purposes for which the meeting is called if (i) the meeting is a special meeting or (ii) notice of the meeting's purpose is required by the RIDS.

(f) That cumulative voting is authorized, if the election of directors is one of the purposes of the meeting.

The Corporation shall give any notice required under these Bylaws or the RIDS to each such shareholder (x) in physical form by mail, private carrier, or personal delivery to the shareholder's address shown on the Corporation's record of shareholders or (y) by electronic transmission if consented to by the shareholder.

Any person entitled to notice of a meeting may sign a written waiver of notice either before or after the time of the meeting. The participation or attendance at a meeting of a person entitled to notice constitutes waiver of notice, except where the person attends for the specific purpose of objecting to the lawfulness of the convening of the meeting.

#### **Section 2.09. SHAREHOLDERS' LIST FOR MEETING.**

After fixing a record date for an annual or special meeting of shareholders, the Corporation shall prepare an alphabetical list of the names of all its shareholders who are entitled to notice of the meeting. If the Board of Directors fixes a different record date under Section 2.07 of these Bylaws to determine the shareholders entitled to vote at the meeting, the Corporation shall also prepare an alphabetical list of the names of all its shareholders who are entitled to vote at the meeting. A shareholders' list shall show the address of and number of shares held by each shareholder.

Beginning five business days after notice of the meeting is given and continuing through the close of business on the last business day before the meeting and any adjournment, the shareholders' list for notice shall be available for inspection by any shareholder (or the shareholder's agent or attorney) at one or more of the following: (a) the principal office of the Corporation; (b) a place in the county or city in which the meeting will be held as identified in the meeting notice; or (c) on a reasonably accessible electronic network if the information required to gain access to the list is provided with the notice of the meeting. The Corporation may take reasonable steps to ensure that a list on an electronic network is available only to the Corporation's shareholders.

#### **Section 2.10. QUORUM OF SHAREHOLDERS.**

At each meeting of shareholders for the transaction of any business, a quorum must be present to organize such meeting. A quorum shall be present to take action on any matter at a meeting of shareholders if a majority of the votes entitled to be cast on the matter by each separate voting group are represented at the meeting in person, by the use of remote communication, or by proxy.

Once a quorum has been established at a meeting, the shareholders present can continue to do business for the remainder of the meeting and any adjournment of that meeting, notwithstanding the withdrawal of enough shareholders to leave less than a quorum unless a new record date is or must be set for the adjourned meeting.

#### **Section 2.11. CONDUCT OF MEETINGS.**

The Board of Directors may adopt by resolution rules and regulations for the conduct of meetings of the shareholders, as it deems appropriate. At every meeting of the shareholders, the President, or in that person's absence or inability to act, a director or officer designated by the Board of Directors, shall serve as the chair of the meeting. The Secretary or, in the Secretary's absence or inability to act, the person whom the chair

of the meeting shall appoint secretary of the meeting, shall act as secretary of the meeting and keep the minutes thereof.

The chair shall determine the order of business and, in the absence of a rule adopted by the Board of Directors, shall establish rules for the conduct of the meeting. The chair shall announce the close of the polls for each matter voted upon at the meeting, after which no ballots, proxies, votes, changes, or revocations will be accepted. Polls for all matters before the meeting will be deemed to be closed upon final adjournment of the meeting.

#### **Section 2.12. VOTING OF SHARES.**

Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders, unless otherwise provided by the RIDS or the Articles of Incorporation.

If a quorum of a voting group exists, favorable action on a matter, other than the election of directors, is approved if the votes cast within the voting group favoring the action exceed the votes cast opposing the action, unless a greater number of votes is required by the RIDS, the Articles of Incorporation, or a resolution of the Board of Directors as a condition for submission of the proposed action. An abstention or an election by a shareholder not to vote on the action because of the failure to receive voting instructions from the beneficial owner of the shares shall not be considered a vote cast.

Directors are elected by a plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present. In the election of directors, each outstanding share, regardless of class, is entitled to one vote for as many persons as there are directors to be elected at that time and for whose election the shareholder has a right to vote, unless the Articles of Incorporation provide otherwise.

Shareholders have the right to cumulate their votes in the election of directors of the Corporation if the notice for a meeting at which the shareholders will elect directors or proxy statement accompanying the notice states conspicuously that cumulative voting is authorized. In each election of directors of the Corporation, every shareholder entitled to vote shall have the right to multiply the number of votes to which such shareholder may be entitled by the total number of directors to be elected in the same election by the holders of the class or classes of shares of which such shareholder's shares are a part, and such shareholder may cast the whole number of such votes for one candidate or such shareholder may distribute them among any two or more candidates.

#### **Section 2.13. VOTING BY PROXY OR NOMINEE.**

A shareholder may vote either in person or by proxy or proxies appointed in writing signed by the shareholder or its attorney-in-fact. An appointment form sufficient to appoint a proxy includes any transmission that creates a record capable of authentication, including but not limited to an electronic transmission, providing a written statement for the appointment of the proxy, from which it can be determined that the shareholder transmitted or authorized the transmission for the appointment. An appointment of a proxy is effective when received by the Secretary or other officer or agent authorized by the Corporation to tabulate votes before the proxy exercises the proxy's authority under the appointment.

No proxy shall be valid after 11 months from the date of its execution unless otherwise provided in the appointment form. A proxy shall be revocable unless the proxy form conspicuously states that the proxy is irrevocable and the proxy is coupled with an interest.

A person holding shares in a representative or fiduciary capacity may vote such shares without a transfer of such shares into such person's name. However, the Corporation may (a) request that the person provide evidence of this capacity acceptable to the Corporation or (b) establish a procedure by which the beneficial owner of shares that are registered in the name of a nominee is recognized by the Corporation as the shareholder.

#### **Section 2.14. ADJOURNMENTS.**

Any annual or special meeting of the shareholders may be adjourned from time to time to reconvene at the same or some other place, if any, and notice need not be given of any such adjourned meeting if the new date, time, or place, if any, and the means of remote communication, if any, are announced at the meeting at which the adjournment is taken.

If a new record date for the adjourned meeting is or must be fixed under Section 2.07 of these Bylaws, notice of the adjourned meeting shall be given, not less than ten days before the meeting date, to shareholders entitled to vote at such adjourned meeting as of the record date fixed for notice of such adjourned meeting.

At the adjourned meeting at which there is a quorum, the Corporation may transact any business which might have been transacted at the original meeting.

#### **Section 2.15. ACTION BY SHAREHOLDERS WITHOUT A MEETING.**

Any action required or permitted by the RIDS to be taken at a meeting of shareholders may be approved without a meeting if such action is taken by all shareholders entitled to vote on such action. The taking of the action shall be evidenced by one or more written consents bearing the effective date of signature and describing the action taken, signed by all the shareholders entitled to vote on the action, and delivered to the Corporation's Secretary for filing with the corporate records.

No written consent shall be effective to take the action referred to in the consent unless, within 60 days of the earliest date on which a consent delivered to the Corporation's Secretary as required by this Section was signed, written consents signed by the holders of shares having sufficient votes to take the corporate action have been delivered to the Corporation's Secretary. A written consent may be revoked by a writing to that effect delivered to the Corporation's Secretary before unrevoked written consents sufficient in number to take the corporate action are delivered to the Corporation's Secretary.

### **ARTICLE III** **DIRECTORS**

#### **Section 3.01. BOARD OF DIRECTORS.**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except such powers expressly conferred upon or reserved to the shareholders, and subject to any limitations set forth by law, the Articles of Incorporation, or these Bylaws.

Directors need not be residents of the State of Rhode Island or shareholders of the Corporation.

#### **Section 3.02. NUMBER OF DIRECTORS.**

The number of initial directors shall be at least one (1), and thereafter the number of directors shall be at least one (1), provided that the number may be increased or decreased from time to time by an amendment to the Articles of Incorporation or these Bylaws.

#### **Section 3.03. TERM OF OFFICE.**

At the first annual meeting of shareholders and at each annual meeting thereafter, the holders of shares entitled to vote in the election of directors shall elect directors to hold office until the next succeeding annual meeting, the director's successor has been selected and qualified, or the director's earlier death, resignation, or removal. The term of a director elected by the board of directors to fill a vacancy expires at the next shareholders' meeting at which directors are elected.

#### **Section 3.04. REMOVAL.**



Any or all of the directors may be removed at any time, with or without cause, by a majority of the votes entitled to be cast at an election of directors, at any meeting of shareholders called for that purpose. No one director may be removed by the shareholders if the votes cast against removal would be sufficient to elect the director if cumulatively voted.

### **Section 3.05. RESIGNATION.**

A director may resign at any time by delivering a written notice of resignation to the Board of Directors, its chair, or to the Secretary of the Corporation. A resignation is effective as provided by the RIDS unless the notice provides for a delayed effectiveness. Acceptance of the resignation shall not be required to make the resignation effective. The pending vacancy may be filled before the resignation's effectiveness in accordance with Section 3.06 of these Bylaws, but the successor shall not take office until the resignation's effectiveness.

### **Section 3.06. VACANCIES.**

Vacancies and newly created directorships, whether resulting from an increase in the size of the Board of Directors, or due to the death, resignation, disqualification, or removal of a director or otherwise, may be filled by (a) election at an annual or special meeting of shareholders called for that purpose, or (b) the affirmative vote of a majority of the remaining directors then in office, even if less than a quorum.

A vacancy that will occur at a specific later date may be filled before the vacancy occurs, but the new director may not take office until the vacancy occurs.

### **Section 3.07. MEETINGS OF DIRECTORS.**

An annual meeting of directors shall be held immediately and without notice after and at the place of the annual meeting of shareholders. Other regular meetings of the directors may be held at such times as the directors may fix.

Special meetings of the Board of Directors may be called by the chair of the Board of Directors, a majority of the Board of Directors, or the President of the Corporation.

A regular or special meeting of the Board of Directors may be held within or without the State of Rhode Island or by means of remote communication without designating a place.

### **Section 3.08. NOTICE OF DIRECTORS' MEETINGS.**

Regular meetings of the Board of Directors may be held without notice of the date, time, place, or purpose of the meeting.

All special meetings of the Board of Directors shall be held upon not less than two (2) days' notice. Notice of a directors' meeting shall state:

- (a) The time and date of the meeting.
- (b) The place of the meeting, if any.
- (c) The means of any remote communication by which directors may participate at the meeting.
- (d) The business to be transacted at the meeting or the purpose or purposes for which the meeting is called if the meeting is a special meeting.

The Corporation or person calling the meeting shall give notice to each director (x) in physical form by mail, private carrier, or personal delivery to the director's residence or usual place of business or (y) by electronic transmission if consented to by the director.

### **Section 3.09. WAIVER OF NOTICE.**

Any director entitled to notice of a meeting may sign a written waiver of notice either before or after the time of the meeting. The participation or attendance at a meeting of a director entitled to notice constitutes

waiver of notice, except where the director attends for the specific purpose of objecting to holding the meeting or transacting business at the meeting, and the director does not vote for or assent to action taken at the meeting.

### **Section 3.10. QUORUM AND ACTION OF DIRECTORS.**

A majority of the total number of directors holding office as prescribed by these Bylaws shall constitute a quorum for the transaction of business. The affirmative act of the majority of the directors present at a meeting at which a quorum is present at the time of the act shall be the act of the Board of Directors, unless the act of a greater number is required by the RIDS, the Articles of Incorporation, or these Bylaws.

The directors at a meeting for which a quorum is not present may adjourn the meeting until a time and place as may be determined by a vote of the directors present at that meeting. When a meeting is adjourned, it shall not be necessary to give any notice of the adjourned meeting, or of the business to be transacted at the adjourned meeting, other than by announcement at the meeting at which the adjournment is taken.

### **Section 3.11. COMPENSATION.**

Directors shall not receive any stated salary for their services, but the Board of Directors may provide, by resolution, a fixed sum and expenses of attendance, if any, for attendance at any meeting of the Board of Directors or a committee thereof. A director shall not be precluded from serving the Corporation in any other capacity and receiving compensation for services in that capacity.

### **Section 3.12. ACTION BY DIRECTORS WITHOUT A MEETING.**

Unless otherwise provided by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken at a meeting of the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board of Directors, or all committee members then appointed, consent to such action in writing. The written consents must be delivered to the Corporation's Secretary and included in the minutes of the proceedings of the Board of Directors or otherwise filed with the records of the Corporation.

### **Section 3.13. COMMITTEES OF THE BOARD OF DIRECTORS.**

The Board of Directors, by resolution adopted by a majority of the directors, may designate two or more directors to constitute one or more committees, to exercise the authority of the Board of Directors to the extent provided in the resolution establishing the committee and permitted by law. A committee of the Board of Directors does not have the authority to:

- (a) Approve or propose to shareholders corporate action that must be approved by the shareholders.
- (b) Fill vacancies on the Board or any of its committees, except as provided by the RIDS with respect to absent or disqualified committee members.
- (c) Amend the Articles of Incorporation without shareholder approval.
- (d) Adopt, amend, or repeal bylaws.
- (e) Approve a plan or merger that does not require shareholder approval.
- (f) Approve a distribution, except according to a formula or method, or within limits, prescribed by the Board of Directors.
- (g) Approve the issuance, sale, or contract for sale of shares, or determine the designation and rights, preferences, and limitations of a class or series of shares, except that the Board of Directors may authorize (i) a committee to do so subject to such limits, if any, as may be prescribed by the Board of Directors; and (ii) a senior executive officer of the Corporation to do so subject to such limits, if any, as may be prescribed by the Board of Directors or under the RIDS.

The designation of a committee of the Board of Directors and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed by law.

## **ARTICLE IV** **OFFICERS**

### **Section 4.01. POSITIONS AND ELECTION.**

The officers of the Corporation shall be elected by the Board of Directors and shall be a President, a Secretary, a Treasurer, and any other officers, including assistant officers and agents, as may be deemed necessary by the Board of Directors. The Board of Directors may authorize an officer to appoint one or more officers or assistant officers. The same person may simultaneously hold any two or more offices.

Officers shall be elected annually at the meeting of the Board of Directors held after each annual meeting of shareholders. Each officer shall serve until a successor is elected and qualified or until the death, resignation, or removal of that officer. Vacancies or new offices shall be filled at the next regular or special meeting of the Board of Directors. Election or appointment of an officer or agent shall not of itself create contract rights.

### **Section 4.02. REMOVAL AND RESIGNATION.**

Any officer elected or appointed by the Board of Directors may be removed with or without cause by the affirmative vote of the majority of the Board of Directors at any regular or special meeting. Any officer or assistant officer appointed by an authorized officer may be removed at any time with or without cause by the officer with authority to appoint such officer or assistant officer. Removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Any officer may resign at any time by delivering written notice to the board of directors, chairperson, the officer who appointed the officer, or the Corporation's Secretary. Resignation is effective as provided by the RIDS unless the notice provides for a delayed effectiveness. Any vacancies may be filled in accordance with Section 4.01 of these Bylaws.

**Section 4.03. PRESIDENT.** The President shall be the chief executive officer of the Corporation, and subject to the direction of the Board of Directors, shall have active, general supervision and executive management over the business and affairs of the Corporation. The President shall preside at all meetings of all directors, shall see that all orders and resolutions of the Board of Directors are carried out, and shall perform any other duties as the Board of Directors shall assign.

### **Section 4.04. VICE-PRESIDENTS.**

Each Vice President, in order of their rank as designated by the Board of Directors, shall perform the duties and exercise the powers of the President in the absence or disability of the President, and shall perform any other duties as the Board of Directors or President shall assign.

### **Section 4.05. SECRETARY.**

The Secretary shall attend all meetings of the Board of Directors and shareholders, shall record all votes and the minutes of all proceedings, and shall perform like duties for the standing committees when required. The Secretary shall give or cause to be given notice of all meetings of the Board of Directors and shareholders and shall perform any other duties as the Board of Directors or President shall assign. The Secretary shall be the custodian of the records of the Corporation.

In the absence of the Secretary, the minutes of all meetings of the Board of Directors and shareholders shall be recorded by the person designated by the President or the Board of Directors.

### **Section 4.06. TREASURER.**

The Treasurer shall be the principal financial officer of the Corporation, shall have the custody of the corporate funds and securities, shall keep full and accurate accounts of receipts and disbursements of the Corporation, shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in the depositories designated by the Board of Directors, and in general shall perform all duties incident to the office of Treasurer and any other duties as the Board of Directors or President shall assign.

The Treasurer shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for the disbursements. The Treasurer shall keep and maintain the Corporation's books of account and shall render to the President and Board of Directors an account of all transactions as Treasurer and of the financial condition of the Corporation and exhibit the books, records, and accounts to the President or Board of Directors at any time.

## **ARTICLE V** **INDEMNIFICATION**

### **Section 5.01. MANDATORY INDEMNIFICATION.**

The Corporation shall indemnify any director or officer who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation or any of its subsidiaries, against expenses incurred by the director or officer in connection with the proceeding.

For purposes of this Article V, **director**, **officer**, **proceeding**, and **liability** shall have the meanings set forth in Section 7-1.2-814 of the Rhode Island General Laws.

### **Section 5.02. PERMISSIVE INDEMNIFICATION.**

The Corporation may indemnify any individual who is a party to a proceeding because the individual is or was a director or officer of the Corporation or of any of its subsidiaries, against liability incurred in the proceeding. The indemnification provided hereunder shall inure to the benefit of the heirs, executors, and administrators of a director or officer entitled to indemnification hereunder.

### **Section 5.03. NON-EXCLUSIVITY OF INDEMNIFICATION RIGHTS.**

The foregoing rights of indemnification shall be in addition to and not exclusive of any other rights which a director or officer may be entitled to under any agreement with the Corporation or any action taken by the directors or shareholders of the Corporation or otherwise.

## **ARTICLE VI** **AUTHORIZED STOCK**

### **Section 6.01. AUTHORIZED STOCK; ONLY ONE CLASS OF STOCK PERMITTED.**

The amount of the authorized capital stock shall be **100 common shares having no par value**. There shall be only one class of stock permitted.

## **ARTICLE VII** **SHARE CERTIFICATES AND TRANSFER**

### **Section 7.01. CERTIFICATES REPRESENTING SHARES.**

No share shall be issued until the consideration therefor, fixed as provided by law, has been fully paid.

The Board of Directors may authorize the issuance of some or all of the shares of any or all classes or series without certificates. The Corporation shall, within a reasonable time after the issuance or transfer of

uncertificated shares, send to the registered owner of uncertificated shares a written notice containing the information required to be set forth or stated on certificates pursuant to the RIDS. Except as otherwise expressly provided by law, the rights and obligations of the holders of uncertificated shares and the rights and obligations of the holders of certificates representing shares of the same class and series shall be identical.

The Board of Directors may, but is not required to, authorize the issuance of certificates representing shares of the Corporation. In that case, such certificates shall include:

- (a) the name of the Corporation and that the Corporation is organized under the laws of the State of Rhode Island;
- (b) the name of the person to whom the certificate is issued;
- (c) the number and class of shares and the designation of the series, if any, which the certificate represents; and
- (d) a conspicuous statement setting forth restrictions on the transfer of the shares, if any.

Certificates representing shares must also comply with the requirements of Section 7-1.2-608 of the Rhode Island General Laws, or any successor statute thereto.

#### **Section 7.02. TRANSFERS OF SHARES.**

Shares of the Corporation shall be transferable in the manner prescribed by law and in these Bylaws. Transfers of shares shall be made on the books of the Corporation only by the holder of record thereof, by such person's attorney lawfully made in writing and, in the case of certificated shares, upon the surrender of the certificate thereof, which shall be cancelled before a new certificate or uncertificated shares shall be issued. No transfer of shares shall be valid as against the Corporation for any purpose until it shall have been entered in the share records of the Corporation by an entry showing from and to whom the shares were transferred.

#### **Section 7.03. LOST OR REPLACEMENT CERTIFICATES.**

The Corporation may issue a new certificate for its shares in place of any certificate theretofore issued and alleged by its owner of record or such owner's authorized representative to have been lost, stolen, or destroyed if the Corporation, transfer agent, or registrar, if any, is not on notice that such certificate has been acquired by a bona fide purchaser. A replacement certificate may be issued if the owner or the owner's representative:

- (a) Files with the Secretary and the transfer agent or the registrar, if any, a request for the issuance of a new certificate, together with an affidavit in form satisfactory to the Secretary and transfer agent or registrar, if any, setting forth the time, place, and circumstances of the loss.
- (b) Files with the Secretary and the transfer agent or the registrar, if any, a bond with good and sufficient security acceptable to the Secretary and the transfer agent or the registrar, if any, to indemnify and save harmless the Corporation and the transfer agent or the registrar, if any, from any and all damage, liability, and expense of every nature whatsoever resulting from the Corporation, the transfer agent, or the registrar issuing a new certificate in place of the one alleged to have been lost, stolen, or destroyed.
- (c) Complies with such other reasonable requirements as the chair of the Board of Directors, the President, the Secretary, or the Board of Directors and the transfer agent or the registrar, if any, shall deem appropriate under the circumstances.

A new certificate may be issued in lieu of any certificate previously issued that has become defaced or mutilated upon surrender for cancellation of a part of the old certificate sufficient, in the opinion of the Secretary and the transfer agent or the registrar, if any, to identify the owner of the defaced or mutilated

certificate, the number of shares represented thereby, and the number of the certificate and its authenticity and to protect the Corporation and the transfer agent or the registrar against loss or liability. When sufficient identification for such defaced or mutilated certificate is lacking, a new certificate may be issued upon compliance with all of the conditions set forth in this Section in connection with the replacement of lost, stolen, or destroyed certificates.

## **ARTICLE VIII** **DISTRIBUTIONS**

### **Section 8.01. DECLARATION.**

The Board of Directors may authorize, and the Corporation may make, distributions to its shareholders in cash, property, or shares of the Corporation to the extent permitted by the Articles of Incorporation and the RIDS.

### **Section 8.02. RECORD DATE FOR DIVIDENDS AND DISTRIBUTIONS.**

For the purpose of determining shareholders entitled to receive a distribution by the Corporation (other than a distribution involving a purchase or redemption by the Corporation of any of its own shares) or a share dividend, the Board of Directors of the Corporation may, at the time of declaring the dividend or distribution, set a record date no more than 70 days prior to the date of the dividend or distribution. If no record date is fixed for the determination of shareholders entitled to receive a distribution (other than a distribution involving a purchase or redemption by the Corporation of any of its own shares) or a share dividend, the record date shall be the date on which the resolution of the Board of Directors declaring the distribution or share dividend is adopted.

## **ARTICLE IX** **GENERAL PROVISIONS**

### **Section 9.01 FORUM FOR CERTAIN ACTIONS.**

Unless the Corporation consents in writing to the selection of an alternative forum, any or all internal corporate claims shall be brought exclusively in a circuit court or a federal district court in the State of Rhode Island, which shall be the sole and exclusive forum for:

- (a) Any derivative action or proceeding brought on behalf of the Corporation.
- (b) Any action for breach of duty to the Corporation or the Corporation's shareholders by any current or former officer, director, or shareholder of the Corporation.
- (c) Any action asserting a claim arising pursuant to the RIDS, the Articles of Incorporation, or these Bylaws.
- (d) Any action asserting a claim involving the Corporation's internal affairs that is not included in Sections (a), (b) or (c).

### **Section 9.02. SEAL.**

The Corporation may adopt a corporate seal in a form approved by the Board of Directors. The Corporation shall not be required to use the corporate seal and the lack of the corporate seal shall not affect an otherwise valid contract or other instrument executed by the Corporation.

### **Section 9.03. CHECKS, DRAFTS, ETC.**

All checks, drafts, or other instruments for payment of money or notes of the Corporation shall be signed by an officer or officers or any other person or persons as shall be determined from time to time by resolution of the Board of Directors.

**Section 9.04. FISCAL YEAR.**

The fiscal year of the Corporation shall be calendar year.

**Section 9.05. CONFLICT WITH APPLICABLE LAW OR ARTICLES OF INCORPORATION.**

These Bylaws are adopted subject to any applicable law and the Articles of Incorporation. Whenever these Bylaws may conflict with any applicable law or the Articles of Incorporation, such conflict shall be resolved in favor of such law or the Articles of Incorporation.

**Section 9.06. INVALID PROVISIONS.**

If any one or more of the provisions of these Bylaws, or the applicability of any provision to a specific situation, shall be held invalid or unenforceable, the provision shall be modified to the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all other provisions of these Bylaws and all other applications of any provision shall not be affected thereby.

**Section 9.07. EMERGENCY BYLAWS.** The Board of Directors may adopt emergency bylaws, subject to repeal or change by action of the shareholders, which shall be operative during any emergency pursuant to Section 7-1.2-203 of the Rhode Island General Laws.

Emergency bylaws may contain any provisions necessary for managing the Corporation during the emergency, including provisions that may be inconsistent with one or more provisions of the RIDS with respect to: (a) procedures for calling a meeting of the board of directors, (b) quorum requirements for the meeting, and (c) designation of additional or substitute directors.

To the extent not inconsistent with the emergency bylaws so adopted, the Bylaws of the Corporation shall remain in effect during any such emergency and after the emergency ends, the emergency bylaws shall not be effective.

Corporate action taken in good faith in accordance with the emergency bylaws shall bind the Corporation and may not be used to impose liability on any director, officer, employee, or agent of the Corporation.

**ARTICLE X**  
**AMENDMENT OF BYLAWS**

**Section 10.01. BOARD OF DIRECTORS.**

The Board of Directors shall also have the power to adopt, amend, repeal, or otherwise alter these Bylaws with or without shareholder approval, subject to any provision of the RIDS, the Articles of Incorporation, or a bylaw adopted by the shareholders that reserves the power exclusively to the shareholders or otherwise restricts the authority of the Board of Directors. Bylaws so made, amended, repealed, or otherwise altered by the Board of Directors may be further amended, repealed, or altered by the shareholders.



## AUR Form 3 – Owners and Interest Holders Certification Statement Form

On behalf of Applicant, and with respect to Applicant and each of the Interest Holders/Key Persons described in Form 2, the undersigned certifies as follows:

<p>1. Has Applicant or any Interest Holder thereof or any cannabis business entity or its equivalent in which such persons hold or have held an interest or a cannabis license, registration or authorization in another state or jurisdiction, ever been disciplined (discipline includes without limitation any denial, suspension, revocation, fines or other sanction of the license, registration or authorization) by any state or jurisdiction? If “Yes” provide a brief explanation, copies of all documentation and name/address/phone number/contact person for the licensing/registration/ authorization authority.</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p>	<p>Yes <input type="checkbox"/></p>	<p>No <input checked="" type="checkbox"/></p>
<p>2. Has Applicant and/or any Owner or Interest Holder ever been denied a professional license, privilege of taking an examination, or had a professional license or permit revoked or suspended by a licensing authority in Rhode Island or any other state or jurisdiction (discipline includes without limitation any denial, suspension, revocation, fines or other sanction of the license, registration or authorization)? If “Yes” provide a brief explanation, copies of all documentation and name/address/ phone number/contact person for the licensing/registration/authorization authority.</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>_____</p>	<p>Yes <input type="checkbox"/></p>	<p>No <input checked="" type="checkbox"/></p>
<p>3. Is any Owner or Interest Holder employed by the State of Rhode Island? If “Yes” please describe below.</p>	<p>Yes <input type="checkbox"/></p>	<p>No <input checked="" type="checkbox"/></p>
<p>Click or tap here to enter text.</p>		



[cccinquiry@ccc.ri.gov](mailto:cccinquiry@ccc.ri.gov)



The undersigned hereby acknowledges and agrees that Applicant has a continuing obligation to disclose any changes and shall provide written notice to the Commission within sixty (60) days of any change of the information provided and the certifications made in this AUR Form 3 and that each such notice shall include an updated AUR Form 3.

Under penalty of perjury, I hereby declare and verify that all statements on and information submitted with this AUR Form 3 are complete, true, correct, and accurate.

Signed by:  
  
27891AC3C55B416...  
\_\_\_\_\_  
Signature of Authorized Signatory

12/28/2025

[Click here to enter a date.](#)

\_\_\_\_\_  
Date

\_\_\_\_\_  
Jonathon DelPonte  
Printed Name:  
Print Title: President  
Print Name of Applicant: JDP Enterprises, Inc.



## AUR Form 4 – Business License Identification Form

Applicant hereby state(s) as follows:

With respect to Applicant and any Owner or Interest Holders described in Form 2, Section I, such persons are currently or have been previously licensed, registered or authorized to produce or otherwise deal in the manufacture or distribution of cannabis in any form, in the below states or jurisdictions and corresponding agency or authority.

State & Name of Agency	Type of License	Name of Licensee	License or Registration #
None	None	None	None

Applicant disclosed and provided any and all denial, suspension, revocation, fines, or other sanction of the license, registration or authorization listed above as instructed in AUR FORM 3.

Applicant hereby authorizes: (1) the Cannabis Control Commission to contact the agencies indicated above for information regarding Applicant and the licenses/registrations listed above; and (2) such other state agencies to provide any and all information requested by the Commission regarding the licenses/registrations. If requested by the Commission, Applicant will provide any additional authorization required by any of the state agencies to provide information requested by the Commission.

The undersigned hereby acknowledges and agrees that Applicant has a continuing obligation to disclose any changes and shall provide written notice to the Commission within sixty (60) days of any change of the information provided and the statements made in this AUR Form 4 and that each such notice shall include an updated AUR Form 4.

Under penalty of perjury, I hereby declare and verify that all statements on and information submitted with this AUR Form 4 are complete, true, correct, and accurate.

Signed by:  
  
 27891AC3C55B416...  
 Signature of Authorized Signatory

12/28/2025

[Click here to enter a date.](#)

Date

Jonathon DelPonte  
 Printed Name:  
 Print Title: President  
**Print Name of Applicant: JDP Enterprises, Inc.**