

BRIAN SANDOVAL Governor JAMES DEVOLLD Chair, Nevada Tax Commission WILLIAM D. ANDERSON Executive Director

## STATE OF NEVADA DEPARTMENT OF TAXATION

Web Site: https://tax.nv.gov

1550 College Parkway, Suite 115 Carson City, Nevada 89706-7937 Phone: (775) 684-2000 Fax: (775) 684-2020

LAS VEGAS OFFICE Grant Sawyer Office Building, Suite1300 555 E. Washington Avenue Las Vegas, Nevada 89101 Phone: (702) 486-2300 Fax: (702) 486-2373 RENO OFFICE 4600 Kietzke Lane Building L, Suite 235 Reno, Nevada 89502 Phone: (775) 687-9999 Fax: (775) 688-1303

HENDERSON OFFICE 2550 Paseo Verde Parkway, Suite 180 Henderson, Nevada 89074 Phone: (702) 486-2300 Fax: (702) 486-3377

#### NOTICE OF TRANSFER OF INTEREST

(Pursuant to NRS 453A and 453D and the Regulations of the Department of Taxation)

**INSTRUCTIONS:** This form MUST BE TYPEWRITTEN OR PRINTED LEGIBLY and submitted to the MARIJUANA ENFORCEMENT DIVISION (Department of Taxation). The proposed transfer MAY NOT BE EFFECTED until approved by the MARIJUANA ENFORCEMENT DIVISION (Department of Taxation). TRANSFEREE must complete SECTION I; TRANSFEROR must complete SECTIONS II AND III. Attach copies of all documents involved in the proposed transfer of interest, i.e., notes, agreements, corporate minutes, etc. (If additional space is necessary, attach a separate schedule.)

SECTION I
-----------

	Partnership	Corporation	Limited Liability Co	mpany	Limited Partnership	Other				
1.	Name of entity									
2.	Name of the MME and Application ID#(s)									
3.	MME Address									
4.	City/County business license number(s)									
5.	Secretary of Sta	te business regist	ration number							
6.	State business li	cense number								
7.	Full name of TR	ANSFEREE (TO w	hom interest will transfer)							
8.	Residence addre	ess			Contact Phone	#				
9.	Percentage to be	e acquired		Number	of Shares/Units					
			SECTIO	NII						
1.	Full name of TR	ANSFEROR (FRO	M whom interest will transfer)							
2.	Residence addre	ess			Contact phone #	<u> </u>				
3.										
4.										
5.	Reason for the t	ransfer:								

### **SECTION III**

1. List below the ownership of the licensed business as it is BEFORE and will be AFTER the proposed transfer of interest is effected:

Prior to Transfer:	SCHEDULE OF OWNE	RSHIP			
Name			% Held	No. of Sha	res/Units
					<u> </u>
If additional space is needed, please	use a continuation page				
Subsequent to Transfer:					
Name			% Held	No. of Shar	es/Units
If additional space is needed, please	use a continuation page				
<b>T</b> ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) (					
Total number of Shares Authorized		Number of Shares	issued		

2.

## SECTION IV

			, being first duly sworn, depose and
say:	(Print Name of TRANSFEREE)		
I have read the thereof, and that	foregoing document entitled the information contained in th	NOTICE OF TRANSFER	R OF INTEREST and know the contents own knowledge and information.
	TRANSFEREE (Signature	e)	Date
STATE OF			
COUNTY OF		ss.	
SUBSCRIBED AND	SWORN to before me this	day	
of			
	Notary Public		
			being first duly sworn, denses and
say:			, being first duly sworn, depose and
I have read the	(Print Name of TRANSFEROR) foregoing document entitled the information contained in th	NOTICE OF TRANSFER	R OF INTEREST and know the contents own knowledge and information.
	TRANSFEROR (Signatur	e)	Date
STATE OF			
COUNTY OF		ss.	
SUBSCRIBED AND S	SWORN to before me this	day	
of			
	Notony Public		
	Notary Public		



BRIAN SANDOVAL Governor JAMES DEVOLLD Chair, Nevada Tax Commission WILLIAM D. ANDERSON Executive Director

# STATE OF NEVADA DEPARTMENT OF TAXATION

Web Site: https://tax.nv.gov 1550 College Parkway, Suite 115 Carson City, Nevada 89706-7937 Phone: (775) 684-2000 Fax: (775) 684-2020

LAS VEGAS OFFICE Grant Sawyer Office Building, Suite1300 555 E. Washington Avenue Las Vegas, Nevada 89101 Phone: (702) 486-2300 Fax: (702) 486-2373 RENO OFFICE 4600 Kietzke Lane Building L, Suite 235 Reno, Nevada 89502 Phone: (775) 687-9999 Fax: (775) 688-1303

HENDERSON OFFICE 2550 Paseo Verde Parkway, Suite 180 Henderson, Nevada 89074 Phone: (702) 486-2300 Fax: (702) 486-3377

## **ESTOPPEL CERTIFICATE**

#### Medical Marijuana Establishment Registration Certificate #:

Name of the party currently holding the MME Registration Certificate ("Transferor"):

#### Name of the party seeking approval to hold the MME Registration Certificate ("Transferee"):

For good and valuable consideration, the undersigned, a duly authorized representative of Transferee, hereby certifies as follows:

- 1. Transferor, the owner of a medical marijuana establishment ("MME"), currently holds the MME Registration Certificate issued by the Department of Taxation ("Department") and referenced above.
- 2. Pursuant to NRS 453A.334(2), Transferor and Transferee have requested that the Department approve a proposed transfer of the MME Registration Certificate from Transferor to Transferee.
- 3. Transferee recognizes that the Department generally requires any change in the ownership or control of the MME Registration Certificate to be effectuated by way of a transfer of the "entirety of the ownership interest in the [MME]" as contemplated by NRS 453A.334(2).
- 4. In lieu of requiring a transfer of the entirety of the ownership interest in the MME, the Department has agreed to approve the transfer of the MME Registration Certificate from Transferor to Transferee so long as Transferee assumes the Transferor's ownership of all of the MME's liabilities, including, but not limited to, any potential liability to the Department for unpaid taxes and fees; Transferee understands and acknowledges that such an assumption of liabilities is a necessary condition precedent to the transfer of the MME Registration Certificate because it reasonably approximates the continuity of ownership in the MME that would otherwise occur with a conveyance of stock or comparable equity securities in the Transferor.
- 5. Pursuant to its written agreement with Transferor, Transferee will assume the Transferor's ownership of all of the MME's liabilities, including any liability, whether known or unknown, for unpaid taxes or fees owed by the Transferor to the Department as of the date of execution of this Estoppel Certificate.



STATE OF NEVADA DEPARTMENT OF TAXATION

- 6. Upon any lawful demand by the Department, Transferee will pay directly to the Department any liability for unpaid taxes or fees described in paragraph 5 above, and will further comply with all applicable requirements of NRS Chapter 453A.
- 7. Transferee understands and expects that the Department, in approving the transfer of the MME Registration Certificate, will rely upon the statements made in this Estoppel Certificate.

## Signature:

Signature of Transferee	Print Name	Date

# Notary:

State of Nevada

County of \_\_\_\_\_

On \_\_\_\_

(MONTH) (DAY) (YEAR)

(NAME)

personally appeared before me, and in my presence signed the attached document named or described as

, and dated

(NOTARY PUBLIC)

(SEAL)

(DATE COMMISSION EXPIRES)

# **NEVADA BUSINESS REGISTRATION**

		Please	e see instruc	tions reg	arding form de	etail and onlin	e registratio	n options.		
1	I Am Applying Fo * SEND A COPY TO EACH	or:	Unemp	loyment li		Sales/Use Ta		Modified Business		cal Business ense
2	Change in Corporate Officers			Entity	Change in Location  Change in Mailing Address					
3	Business Entity Type:	Change in		Accociatio	2	Add Location		iability Partnership	Coveran	oont Entity
ు	Business Entity Type:	Sole Prop Corporation		Associatio Limited Pa				iability Company	Other	nent Entity
3A	If LLC please check Federal tax filing type	Corporatio		Sole Prop		Partnership Partnership			Other	
4	Corporate/Entity Name						Corporate/Entity	y Telephone 5	Federal Tax Ide	ntification Number
6	(as shown on State Business Lice Corporate/Entity S Address:		Direction (N, S,	E, W ) and N	lame Suite, Unit	or Apt #	City, State, and	Zip Code +4	State of Incorpo	ration or Formation
7	Nevada Name (DBA):							Business Telephone ( )	Fax	
8	E-mail Address:			Website Ad	ldress:	dress: 9 Nevada Business Identification #: (11 digits) NV				
10	Mailing Address:	Street Number,	Direction (N, S,	E, W ) and I	Name Suite, Unit	or Apt #	City, State, and	Zip Code +4		
11	Location(s) of Nevada Susiness Operations:	Street Number,	Direction (N, S,	E, W) and	Name Suite, Unit	or Apt #	City, State, and	Zip Code +4		
12	-	Street Number,	Direction (N, S,	E, W) and	Name Suite, Unit	or Apt #	City, State, and	Zip Code +4	Telephor	ne Number:
13	List All Owners, Partners,	•	,	• •	<i>,</i> ,					heets if Needed.
	Last, First, MI :	* The Depart	ment of Taxa		Address (Street)	irity Division a	re the only ag	gencies to require a		of Birth
	Title	P	ercent Owned	City, State,	Zip +4				Resid	ence Telephone
	Last, First, MI :			Residence	Address (Street)			**SSN	Date	of Birth
	Title	P	ercent Owned	City, State,	Zip +4				Resid	ence Telephone
	Last, First, MI :	L		Residence	Address (Street)			**SSN	Date	of Birth
	Title		ercent Owned	City, State,	•				Resid	ence Telephone
14	Responsible Local Contact ( Last, Date Business Started in Nevada	•	,		Address (Street),			**SSN		ence Telephone
									-	
15			-		CALL THAT	_				
	Mining Domestics Service Agriculture Tobacco Manufacturi Delivery Transportati	Home ng Retai	de Dining e Occupation I Sales—New I Sales—Used	Hazardo	opropriation us Material tion/Erection s	Leasing (Othe	Is/Activity asing Employees er than Employee emporary Worke	es) Gaming	F	egistered Agent inancial Institutions lortgage Brokers anker
	Wholesale Not for Profi		Entertainment	Environn	nental Discharge	Regulated by	Federal/State Pe	ermit Number	Ot	her
16	Marijuana Transportat Describe in Detail the N Anyone selling tobacco prod must also apply with the De application can be found on	lucts (includ	our Busines ing but not lim that particula	nited to cig	arettes, smoke	eless tobacco a	ind or cigars)	as a manufacturer,	wholesale or re	etailer,
17	If You Have Acquired A	A Nevada B	usiness, Cha	nged Ow	nership/Busin	ess Entity, or	Have a New I	Federal Tax Numbe	er, Complete T	his Section:
	Date Acquired/Changed:		Acquired/C	Changed by:	Purchase		her	Portion Acquired/Ch	hanged:	n Whole 🔲 In Part
	Name(s) of Previous Owner(s)					Previous Owner	(s) Business Nar	me		
	Address (Street)				City	I		State	Zip Code +	4
	Enter Your Previous Nevada Sale	s/Use Tax Per		·			Owner(s) ESD Ad	ccount Number:		
18	I declare under penalty of acknowledge that pursual		hat the info	rmation p		ue, correct a	nd complete			and belief and
	*Signature Responsible Party /				Print Name And		-	-		Date
	*Signature Responsible Party /	Original			Print Name And	l Title				Date

## **NEVADA BUSINESS REGISTRATION FORM INSTRUCTIONS**

Important details are included to help you provide the necessary information. It is important to respond to all items. Any omission could cause a delay in processing your registration.

WHO ACCEPTS THIS FORM? The Nevada Department of Taxation and the Nevada Employment Security Division (ESD). Some local governments may accept this form.

**WHAT OTHER INFORMATION MUST I PROVIDE?** When applying with the Department of Taxation: <u>All businesses</u> must complete a Supplemental Application (APP-01.00) to determine correct fees. When applying with the Employment Security Division: <u>If you employ</u> <u>agricultural or domestic workers or are a non-profit agency</u>, you must complete a Supplemental Registration with ESD.

If you haven't yet received or applied for a Nevada State Business License, please contact the Nevada Secretary of State at (775) 684-5708 or complete your registration online at <u>https://www.nvsilverflume.gov</u>.

#### LINE-BY-LINE INSTRUCTIONS FOR COMPLETING THE NEVADA BUSINESS REGISTRATION - PLEASE COMPLETE IN ENGLISH.

- **1. I Am Applying For:** Check the boxes that apply. You are required to submit a copy to each agency that is applicable to your business. Keep a copy for your records.
- 2. Check All Box(es) That Apply.
- 3. Business Entity Type: Indicate entity type as filed with the Secretary of State.
- 3A. If LLC: Indicate type of entity as filed with the IRS.
- 4. Corporate/Entity Name: Enter the name as registered with the Secretary of State for the State Business License. Include a telephone number.
- 5. Federal Tax Identification Number: Enter your Federal Tax Identification Number (FEIN). For information regarding a FEIN, contact the Internal Revenue Service at 1-800-829-4933 or go to <u>http://IRS.gov/businesses</u>. If you have applied for your number and have not received it, write "PENDING." If your FEIN changes, you must complete a new Nevada Business Registration.
- 6. Corporate/Entity Address: Enter the complete address of the corporation and the state of incorporation.
- 7. Nevada Name (DBA): Enter the name as it will be known to the public. Include a business telephone and fax number.
- 8. E-mail Address / Website Address: Enter Email and Website Address information.
- 9. Nevada Business ID Number: Enter the number as shown on your State Business License or exemption issued by the Secretary of State.
- 10. Mailing Address: This address will be used to mail any licenses, reports, tax returns, and correspondence.
- 11. Location(s) of Nevada Business Operations: Enter the physical location of the business including suite numbers, apartment numbers, and street direction (N, S, E, and W). If there are additional locations in Nevada, please attach a list of all locations. You may not use a PO Box.
- 12. Location of Business Records: Enter the physical address where business records are maintained during normal working hours. Include the telephone number of this location, if different from the business telephone number.
- **13.** List All Owners, Partners, Corporate Officers, Managers, Members, etc.: Include the full name, home address (street, city, state, and zip code), Social Security Number, date of birth, title, percentage of business owned, and telephone number. If the business is incorporated, list all corporate officers. If the business is a partnership, list all partners. If the business is comprised of two corporations or other entities, list the officers/members/partners, etc. for each entity. Attach additional sheets if needed.
- 14. Dates and Amounts Regarding Your Nevada Business: Enter the date the business started or will start <u>Nevada</u> operations. If adding a location enter the date your additional location will begin <u>Nevada</u> operations. Enter the date the first worker was hired in <u>Nevada</u>. Enter the date and amount of the first <u>Nevada</u> payroll. If this is a new business, enter the estimated number of employees you will have. If the business is currently operating, list the number of employees on the payroll.
- 15. Please Check All That Apply to Your Business: If you check the box marked "Regulated by Federal/State Permit Number," attach a list that identifies the issuing entity and permit number.
- **16.** Nature of Your Business: Describe your business activities, goods, products, or services in Nevada. State the approximate percentage of sales or revenues resulting from each item. Example: Retail sale of major appliances to public 60%; repair 40%.
- 17. Acquired, Changed, or Have a New Federal Tax Number: On the first line, <u>enter the date</u> the business was acquired; check the boxes that apply to <u>how the business was acquired</u>; and the <u>portion of the business</u> you acquired. On the second line, list the name of the previous owner and the business name of the previous owner. On the third line, indicate the physical address of the business you acquired. On the fourth line, list <u>your</u> previous Nevada Sales/Use Tax Permit Number and the Employment Security Division (ESD) Account Number of the <u>previous owner</u>. If there is more than one previous owner, attach an additional sheet.
- 18. Signature Required: Legal signatures include: sole proprietor-owner, corporate officer, managing member and partners.

Toll Free (In State) for All State of Nevada	800-992-0900
Nevada Department of Taxation: Online Registration: <u>https://www.nevadatax.nv.gov</u> – Website: http://www.ta	x.nv.gov
Call Center Toll Free Taxation Help Desk	(866) 962-3707
Las Vegas 555 E Washington Avenue • Suite 1300 • Las Vegas, • Nevada • 89101	(702) 486-2300
Reno 4600 Kietzke Lane • Building L, Suite 235 • Reno, NV • 89502	(775) 687-9999
Carson City 1550 College Parkway • Suite 115 • Carson City, NV • 89706	(775) 684-2000
Henderson 2550 Paseo Verde • Suite 180 • Henderson, NV • 89074	(702) 486-2300
Nevada Employment Security Division (ESD): Online Registration: <u>https://uitax.nvdetr.org</u> – Website: www.nv	/detr.org
Las Vegas	(702) 486-0250
Reno	(775) 823-6680
Statewide (Mailing) 500 E Third Street • Carson City, NV • 89713-0030	(775) 684-6300
Nevada Department of Wildlife: (Industrial Artificial Pond Permit) – Website: www.ndow.org	(775) 688-1500
Nevada Secretary of State:	(775) 684-5708
For more information regarding local and state business licensing please visit Nevada's online Business Portal at <a href="https://www.nvsilverflume.gov">https://www.nvsilverflume.gov</a> .	

			Fo	or Department Use Only						
NEVA	ADA DEPARTMENT OF TAXATION	N	TID:							
	PPLEMENTAL REGIS Please print clearly — Use black of Please mark applicable type(s) (S	STRATION	Dept. of Taxation Representative accepting application:							
	Sales/Use Permit Consu	mer Use Tax Permit	Certificate of Au	thority Live Entertainment Tax						
1.	DBA (as shown on the Nevada Business F	Registration Form):								
2.	Business telephone number:	3.	List STATE of inc	corporation or formation if applicable:						
4. 5.	Estimated total monthly receipts:	FEES AND SE		OSIT evada monthly TAXABLE receipts:						
7.	Reporting cycle (Please indicate filing freque Sales or purchases exceeding \$10,000 per Sales/Use Tax Use Tax Live Entertainment Tax		must report monthly.	Monthly Quarterly Annual						
8.	Security (See Instructions) Cash		Surety # _							
9.										
11.		OTHER INFORMATION								
	Name of spouse/relative	Address of spouse/rela	tive	Phone number of spouse/relative						
	Name of other contact	Address of other contact	ct	Phone number of other contact						
	Accountant/bookkeeper	Address of accountant/	/bookkeeper	Phone number of accountant/bookkeeper						
	Other employment (If applicable): Company name:		Company nam	le:						
	Name of bank/financial institution – location									
	Business account: Personal account:									
		LY								
	ST/UT No.:		MBT No.:							
	Combine Accts: Yes No	Previous Acct:		Previous Acct Cancelled: Yes No						
	Comments:									
			ank:	Branch:						

\*\*For an introduction to the Department and general information, see our Taxpayer Information Packet Online at <u>www.tax.nv.gov</u> \*

SUPPLEMENTAL APPLICATION

# SUPPLEMENTAL REGISTRATION INSTRUCTIONS

**Sales/Use Tax** — A business which sells tangible personal property at retail or wholesale, and has a physical location in Nevada or enters Nevada to conduct business

**Consumer Use Tax** — This permit allows a Nevada business, not required to hold a Nevada Sales/Use Tax permit, to pay use tax directly to the State on tangible personal property purchased from a vendor not registered to collect Nevada sales tax. Example: Contractors who do not make sales and only purchase building materials for their own use from out of state. All businesses required to register for the State Business License that purchase tangible personal property for storage, use or other consumption in Nevada must also register for use tax. Registering for use tax does not require payment of a fee, nor does it require security.

**Certificate of Authority** — This permit is available to out-of-state businesses having no jurisdiction or nexus in Nevada. The permit allows an out-of-state business, who is not required to hold a Nevada Sales/Use Tax permit, to voluntarily register in order to collect and remit use tax as a convenience for its Nevada customers. This permit does not require payment of a fee, nor does it require security.

**Live Entertainment Tax (LET)** — Monthly tax is based on admission charges for non-gaming facilities providing live entertainment. If the maximum occupancy is under 200, no tax liability exists. Maximum occupancy that meets or exceeds 200 must register for the Live Entertainment Tax. Maximum occupancy means the maximum occupancy of the facility as determined by the State Fire Marshal or local governmental agency.

- 1. DBA Name doing business as
- 2. Business Telephone Number please include area code
- 3. State of Incorporation or Formation foreign corporations must be registered with the Nevada Secretary of State's Office to do business in Nevada
- 4. Fees and Security Deposit
- 5. Estimated Total Monthly Receipts this is the total of all gross receipts including wholesale sales, services necessary to complete the sale, exempt sales, etc
- 6. Estimated total Nevada monthly TAXABLE receipts this is the total of taxable sales only of tangible personal property. Do not include wholesale sales, labor, exempt sales, etc
- **7. Reporting Cycle** Please indicate filing frequency desired. Sales or purchases exceeding \$10,000 require monthly reporting. Options may not apply to certain tax types.
- 8. Security Check off type of security deposited. A Sales/Use Tax permit will not be issued until applicable security is submitted. In order to determine the security requirement, compute your average monthly taxable sales. Multiply taxable Nevada sales by the highest tax rate in Nevada, which is 8.265% as of 04-01-17. This is your estimated average monthly tax liability. Security is required equal to three times your monthly tax liability for monthly reporting or six times monthly tax liability for quarterly reporting. A security deposit will not be required if the amount calculated does not exceed \$1,000. There is no maximum security. After three full years of perfect reporting, you may apply for a waiver of the security requirement.
- 9. Sales Tax Fee A \$15.00 permit fee for EACH in-state business location is required. If the business does not have a physical location in Nevada, it must still pay a minimum fee of \$15.00. Total number of locations (#10) should be multiplied by the Sales Tax fee (example: 3 Nevada Business Locations times (x) \$15.00 fee = \$45.00).
- 10. Total Nevada Business Locations number of physical locations in Nevada
- **11. Other Information** please include other authorized contacts.

Note: Modified Business Tax (MBT) – General Business (MBT GB) / Modified Business Tax - Financial Institutions (MBT FI) / Modified Business Tax - Mining (MBT MI) is a Quarterly tax based on gross wages reported to the Employment Security Division. There is an allowable deduction for qualified health insurance plan and wages paid to certain veterans. Exceptions include non-profit 501c organizations, Indian tribes, political subdivisions per NRS 612.055, and any person who does not supply a product/service but consumes a service. Contact the Employment Security Division to determine if you are required to register with that agency.

#### ORIGINAL SIGNATURES REQUIR ED BY AGENCIES - KEEP A COPY FOR YOUR RECORDS.

## THIS FORM MUST BE SUBMITTED WITH YOUR NEVADA BUSINESS REGISTRATION FORM