

ARTICLES OF INCORPORATION
OF

Simply-Cannabis, Inc.

KNOW ALL MEN BY THESE PRESENTS:

Simply-Cannabis, Inc. (sometimes the "Corporation"), is hereby formed as a for profit corporation pursuant to Kentucky Revised Statutes Chapter 271B.

ARTICLE I - NAME

The name of the Corporation is Simply-Cannabis, Inc.

ARTICLE II - AUTHORIZED SHARES

The Corporation is authorized to issue 100 shares of common stock of no par value. Each share shall have equal voting power.

ARTICLE III - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 7046 State Route 94 West, Murray, KY 42071, and the name of its initial registered agent at that office is Terry Workman.

ARTICLE IV - PRINCIPAL OFFICE

The mailing address of the Corporation's principal office is 7046 State Route 94 West, Murray, KY 42071.

ARTICLE V - INCORPORATOR

The name and mailing address of the Incorporator is:

Terry Workman
7046 State Route 94 West
Murray, KY 42071

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and mailing address of the initial Director is:

Terry Workman
7046 State Route 94 West
Murray, KY 42071

ARTICLE VII - PURPOSE

The Corporation's principle purpose is to produce and market Cannabis in all forms. Ancillary to the principle purpose, the Corporation is authorized to purchase, acquire, deal in, hold, own, improve, exchange, lease, sell, convey, option, mortgage, pledge, encumber and otherwise deal in real estate, lands, buildings, equipment, vehicles, fixtures, stocks, bonds and securities, and any and all other kinds and types of property, real, personal and mixed, tangible and intangible, and any and all interests therein; to transact any and all lawful business for which corporations may be organized under KRS Chapter 271B or any subsequent law; to borrow money, with or without surety; and to do any and all acts, and to execute and perform any and all other powers, necessary, proper, incident or convenient in carrying out the purposes above set forth, as fully as any natural person might do.


ARTICLE VIII - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IX - LIABILITY

The shareholders in the Corporation shall not be personally liable for the debts and obligations of the Corporation. To the extent permitted by KRS 271B.2-020(2)(d) the Corporation's director(s) shall not be personally liable for monetary damages for a breach of duties owed as a director.

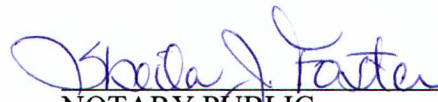
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26th day of September, 2018.

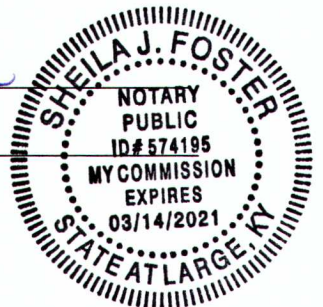

Terry Workman, Incorporator

STATE OF KENTUCKY
COUNTY OF CALLOWAY

The foregoing Articles of Incorporation of Simply-Cannabis, Inc., were subscribed, sworn and acknowledged to before me this 26th day of September, 2018, by Terry Workman, Incorporator.

S E A L

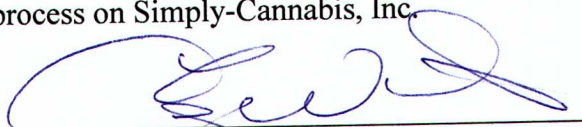

NOTARY PUBLIC
My Commission Expires: _____



CONSENT OF REGISTERED AGENT

The undersigned, having been named in the Articles of Incorporation of Simply-Cannabis, Inc., a Kentucky corporation, as the registered agent of the corporation and having a

principal place of business at 7046 State Route 94 West, Murray, KY 42071, hereby agrees and consents to serve as registered agent for service of process on Simply-Cannabis, Inc.

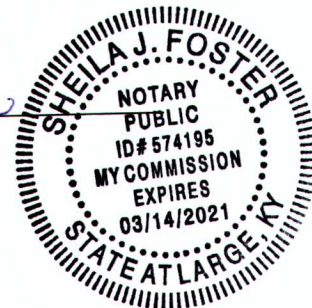

Terry Workman

STATE OF KENTUCKY
COUNTY OF CALLOWAY

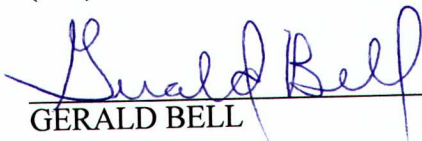
The foregoing Consent of Registered Agent was acknowledged, signed and sworn to before me this 26th day of September, 2018.

S E A L


NOTARY PUBLIC



THIS INSTRUMENT PREPARED BY:
HAVERSTOCK, BELL & PITMAN
211 South 12th Street
P.O. Box 1075
Murray, KY 42071
(270) 753-1694


GERALD BELL