

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS  
COUNTY DEPARTMENT, CHANCERY DIVISION**

GRI Holdings, LLC, )  
)  
Plaintiff, )  
)  
v. )  
)  
Illinois Department of Financial )  
and Professional Regulation, )  
)  
Defendant, )  
)  
and )  
)  
Bio-Pharm, LLC, )  
)  
Necessary Party. )

Case No. 23 CH 2023CH09098

**COMPLAINT FOR DECLARATORY AND INJUNCTIVE RELIEF**

NOW COMES Plaintiff, GRI Holdings, LLC (“Green Rose”), by and through its undersigned counsel, and for its Complaint for Declaratory and Injunctive Relief against the Illinois Department of Financial and Professional Regulation (“IDFPR”), alleges as follows:

**NATURE OF THIS ACTION**

1. The Cannabis Regulation and Tax Act (405 ILCS 705, et. seq., hereinafter the “CRTA”) prohibits all adult-use cannabis dispensaries from operating within 1,500 feet of any pre-existing social equity adult use dispensary. Plaintiff Green Rose is a fully licensed social equity cannabis dispensary that became a preexisting dispensary and began operations on November 9, 2022 when it was granted full licensure by the IDFPR. Necessary party Bio-Pharm, LLC (“Bio-Pharm”) is a social equity dispensary seeking approval from the IDFPR to operate a cannabis dispensary within 1,500 feet of Green Rose’s 612 N. Wells Street location. Notwithstanding the CRTA’s prohibition against allowing a cannabis dispensary to operate within 1,500 feet of a fully

FILED DATE: 10/30/2023 10:48 AM 2023CH09098

licensed pre-existing social equity adult-use dispensary, the IDFPR has indicated, in both guidance and email correspondence, that it will grant Bio-Pharm a license to open a cannabis dispensary within 1,500 feet from Green Rose’s 612 N. Wells Street location. Green Rose thus brings this action for declaratory and injunctive relief against IDFPR to prevent it from granting an Illinois Adult Use Dispensing Organization License to Bio-Pharm in violation of the plain language of the CRTA.

**PARTIES**

2. Green Rose is an Illinois limited liability company which holds an Illinois Adult Use Dispensing Organization License. Green Rose operates an adult-use cannabis dispensary at 612 N. Wells Street in Chicago, Illinois. Green Rose is a Social Equity Applicant, as defined by the CRTA.

3. Defendant, IDFPR, is an agency in the State of Illinois.

4. Bio-Pharm is an Illinois company which holds a Conditional Illinois Adult Use Dispensing Organization License. Bio-Pharm is a Social Equity Applicant, as defined by the CRTA, seeking to obtain an Illinois Adult Use Dispensing Organization License to open an adult-use cannabis dispensary at 605 N. Clark Street in Chicago, Illinois.

**JURISDICTION & VENUE**

5. This Court has jurisdiction over this dispute pursuant to 735 ILCS 5/2-209 because all parties conduct business in Illinois and because this dispute arises out of a proposed transaction in Cook County.

6. Venue is proper pursuant to 735 ILCS 5/2-101 because (i) IDFPR’s offices are located in Cook County; (ii) acts giving rise to the cause of action set forth in this complaint arose in Cook County; and (iii) necessary party Bio-Pharm is a resident of Cook County.

## GENERAL ALLEGATIONS

### **A. The Enactment of the CRTA.**

7. Governor Pritzker signed the CRTA into law on June 25, 2019. The CRTA sets forth the procedures for cannabis dispensaries to obtain licensure to acquire and sell cannabis to adults in Illinois.

8. The CRTA grants the IDFPR authority to enforce its provisions relating to the oversight, licensing and registration of cannabis dispensaries.

9. The CRTA sets forth a two-step process for cannabis dispensaries to become fully licensed in Illinois.

10. First, applicants must apply for a Conditional Adult Use Dispensing Organization License (“Conditional License”). A Conditional License “does not entitle the recipient to begin purchasing or selling cannabis or cannabis-infused products.” 410 ILCS 705/1-10. The Conditional License phase is intended to allow licensees to prepare to become fully operational by building out its dispensary and then passing a final inspection by the IDFPR. A Conditional License is a contingent license awarded to applicants that reserves the right to an Adult Use Dispensing Organization License if the applicant meets certain conditions described in the CRTA, including various zoning requirements.

11. The CRTA defines a “dispensing organization” as “a facility operated by an organization or business that is licensed by the Department of Financial and Professional Regulation to acquire cannabis from a cultivation center, craft grower, processing organization, or another dispensary for the purpose of selling or dispensing cannabis, cannabis-infused products. . .” 410 ILCS 705/1-10. Because a Conditional License “does not entitle the recipient to begin purchasing or selling cannabis or cannabis-infused products,” (*id.*) Conditional Licensees are not “dispensing organizations” under the CRTA.

12. Second, if a Conditional Licensee satisfies all the criteria in the CRTA, it may apply for and be approved as an Adult Use Dispensing Organization License (“Full Adult Use License”). Only after a Conditional Licensee is issued a Full Adult Use License pursuant to an application under Section 15-36 of the CRTA may it begin buying cannabis products from licensed Illinois suppliers and making sales to purchasers. 410 ILCS 705/15-36. There are no additional steps required to become a fully operational dispensary after successfully applying for and being awarded a Full Adult Use License. Once an applicant obtains its Full Adult Use License, it becomes a “dispensing organization” under the CRTA. 410 ILCS 705/1-10 (defining a Full Adult Use License as “a license issued by the [IDFPR] that permits a person to act as a dispensing organization”).

13. The CRTA authorized the IDFPR to issue seventy-five (75) Conditional Licenses on or before May 1, 2020. Under the CRTA, an applicant who received a Conditional License was given 180 days from the date of award to identify a physical location for the dispensing organization retail storefront.

14. Critically, for a Conditional Licensee to become eligible for a Full Adult Use License, it must “provide a statement of reasonable assurance that the issuance of a license will not have a detrimental impact on the community.” 410 § 705/15–25(e), P.A. 101-27 (2019). To avoid oversaturation of cannabis dispensaries in certain neighborhoods, this requirement includes an obligation that the Conditional Licensee “shall also provide evidence that the location is not within 1,500 feet of an existing dispensing organization.” *Id.*

15. Under this so-called “1,500 Feet Rule,” no dispensaries were allowed to operate within 1,500 feet from a pre-existing dispensary:

“A dispensing organization shall not . . . [b]e located within 1,500 feet of the property line of a pre-existing dispensing organization.”

410 ILCS 705/15-70(n)(15), P.A. 101-27 (2019).

**B. The IDFPR's Initial Guidance on the 1,500 Feet Rule.**

16. The IDFPR issued its first guidance regarding the 1,500 Feet Rule on August 26, 2019. In its guidance, the IDFPR stated that “the conditional approval the [IDFPR] is required to make pursuant to [the CRTA] has no bearing on whether the applicant will ultimately receive final approval.” Instead, the IDFPR instructed that:

. . . the applicant who receives a license first will be the one permitted to operate. IDFPR will not grant a license for a secondary site until the applicant's facility has passed final inspection by the [Cannabis Control Section], which will occur after receipt of the necessary zoning approval. IDFPR will also not grant a license if it has granted another dispensing organization a license at a location within 1,500 feet of the applicant's proposed location. In this situation, IDFPR will require the applicant to amend its application with a different location, and if the applicant does not do so, it will deny the application.

17. The IDFRP interpreted the 1,500 Feet Rule to prevent two Full Adult Use Licensees from operating within 1,500 feet from one another under any circumstance. If two entities holding Conditional Licenses sought approval for dispensary locations within 1,500 feet of each other, then only the first dispensary to receive its Full Adult Use License would be able to operate at its proposed location. At that point, the Full Adult Use Licensee became a “pre-existing dispensing organization” under the CRTA, which prevented the remaining Conditional Licensee from obtaining approval to operate a dispensary within 1,500 feet of the Full Adult Use Licensee.

18. The remaining Conditional Licenses could not obtain a Full Adult Use License if there was a Full Adult Use Licensee – *i.e.* a pre-existing dispensing organization – operating within 1,500 feet of the Conditional Licensee's proposed location. Under the IDFPR's guidance, the “IDFPR will require the applicant to amend its application with a different location.”

19. For the next several years, the IDFPR applied the 1,500 Feet Rule by determining whether there was a “pre-existing dispensing organization” – *i.e.*, a Full Adult Use License dispensary – operating within 1,500 feet of the Conditional Licensee’s proposed location on the date at which the Conditional Licensee would become a Full Adult Use License dispensary.

**C. The 2021 Amendment to the CRTA.**

20. An amendment to the CRTA was signed into law on July 15, 2021. The amended CRTA provided for the creation of 110 additional dispensary licenses for Social Equity Applicants, which were reserved for Illinois dispensary applicants disproportionately impacted by the War on Drugs.

21. By the time the CRTA was amended to offer additional licenses to Social Equity Applicants, the IDFPR had already approved 110 adult use licenses to numerous non-social equity dispensing organizations. Unsurprisingly, these dispensaries chose to operate at the most sought-after and profitable locations in Illinois.

22. To create a more even-playing field for Social Equity Applicants, the amended CRTA created an exception to the 1,500 Feet Rule which allowed Social Equity Applicants to open dispensaries within 1,500 feet of certain previously licensed dispensaries classified as (i) Early Approval Adult Use Dispensaries; and (ii) Same Site or Early Approval Secondary Site. See 410 ILCS 705/15-15; 410 ILCS 705/15-20.

23. The amended 1,500 Feet Rule provides:

An applicant who receives a Conditional Adult Use Dispensing Organization License under this Section has 180 days from the date of award to identify a physical location for the dispensing organization retail storefront. The applicant shall provide evidence that the location is not within 1,500 feet of an existing dispensing organization, ***unless the applicant is a Social Equity Applicant or Social Equity Justice Involved Applicant located or seeking to locate within 1,500 feet of a dispensing organization licensed under Section 15-15 or Section 15-20.***

410 ILCS 705/15-25(e) (Emphasis added).

24. This amendment is reflected elsewhere in the CRTA as follows:

“A dispensing organization shall not . . . Be located within 1,500 feet of the property line of a pre-existing dispensing organization, unless the applicant is a Social Equity Applicant or Social Equity Justice Involved Applicant located or seeking to locate within 1,500 feet of a dispensing organization licensed under Section 15-15 or Section 15-20.”

410 ILCS 705/15-70(p)(15).

25. The revised 1,500 Feet Rule allows Social Equity Applicants to operate within 1,500 feet of pre-existing dispensing organizations that are Early Approval Adult Use Dispensary Same Site or Early Approval Secondary Site. See 410 ILCS 705/15-15; 410 ILCS 705/15-20.

26. The CRTA does not allow Social Equity Applicants to be located within 1,500 feet of any other type of pre-existing dispensary. Nor does the CRTA permit multiple Social Equity Applicants to be located within 1,500 feet of each other.

27. Had the General Assembly intended the CRTA to allow multiple Social Equity Applicants to operate within 1,500 feet of one another, it could have included language clearly expressing that intent. No such language was approved in the amended CRTA.

**D. The IDFPR’s Amended Guidance on the 1,500 Feet Rule.**

28. The IDFPR revised its guidance related to the 1,500 Feet Rule on July 1, 2022. In its revised guidance, the IDFPR states:

The Department cannot issue a Conditional Use License or [Full] Adult Use License to a Social Equity or Social Equity Justice Involved Applicant at a location within 1,500 feet of another Social Equity or Social Equity Justice Involved Applicant that has already been granted a [Full] Adult Use License.

\* \* \* \* \*

. . . an exception exists for Social Equity Applicants to operate within 1,500 feet of another, pre-existing dispensary licensed as an Early Approval Same Site or Early Approval Secondary Site. However, the CRTA does not create such an exception for a

Social Equity Applicant to operate within 1,500 feet of another pre-existing Social Equity Applicant. (Emphasis in original).

29. While the IDFPR recognized that the “CRTA does not create such an exception for a Social Equity Applicant to operate within 1,500 feet of another pre-existing Social Equity Applicant,” it nevertheless revised its application of the word “pre-existing” such that it would allow multiple Social Equity Applicants to operate within 1,500 of each other. The IDFPR’s revised guidance provides:

For determining whether a dispensary is “pre-existing” such that it would prevent another applicant from being within 1,500 feet, the Department will consider whether a Dispensary was issued a full Adult Use License at the time the applicant was issued its Conditional License.

30. In a drastic departure from the language in the CRTA, its past public practices and its past public guidance, the IDFPR’s revised guidance purports to apply the 1,500 Feet Rule by determining whether there was a “pre-existing dispensing organization” – *i.e.*, a Full Adult Use License dispensary – within 1,500 feet of the applicant’s proposed location on the date at which the applicant became a Conditional Licensee – not on the date in which the Conditional Licensee would be approved for a Full Adult Use License.

31. The IDFPR’s revised guidance is contrary to the plain language of the CRTA, which provides that “[a] dispensing organization shall not . . . Be located within 1,500 feet of the property line of a pre-existing dispensing organization.” 410 ILCS 705/15-70(p)(15). Under IDFPR’s interpretation of the CRTA, Green Rose and similarly situated Social Equity Applicant dispensaries are not “pre-existing dispensing organizations” despite being fully licensed, operational and open to the public. By not categorizing Green Rose as a “pre-existing dispensing organization,” the IDFPR purports to apply the 1,500 Feet Rule by allowing dozens of dispensaries



approved for a Conditional License on the same day as Green Rose to open dispensaries next door to its dispensary location.

32. The IDFPR's position that fully licensed and operational Social Equity Applicant dispensaries like Green Rose are not "pre-existing dispensing organizations" under the 1,500 Feet Rule is manifestly contrary to the text of the CRTA. The CRTA defines a Full Adult Use License as "a license issued by the Department of Financial and Professional Regulation that permits a person to act as a dispensing organization under this Act." 410 ILCS 705/1-10. By its own terms, a recipient of a Full Adult Use License becomes an existing "dispensing organization" on the date it receives its Full Adult Use License.

33. The IDFPR's classification of Full Adult Use Licensees like Green Rose as non-existing entities also defeats the purpose of the 1,500 Feet Rule. The IDFPR's revised guidance, if upheld, would theoretically permit dozens of Social Equity Applicants to open dispensaries next door to one another, which explained below, is contrary to the express purposes of the CRTA.

34. The CRTA was amended to allow for an additional 110 licenses to be issued to Social Equity Applicants via two additional lotteries. All three lotteries occurred within days of each other and virtually all Conditional Licenses were issued to Social Equity Applicants on the same day. As a result, nearly all Social Equity Applicants became Conditional Licensees at the exact same time.

35. The IDFPR's revised guidance looks only to whether a dispensing organization possessed a Full Adult Use License at a location at the time the Conditional License was approved. Because nearly all Social Equity Applicants were approved for Conditional Licenses simultaneously, none of them could have obtained or been eligible for a Full Adult Use License before the Conditional Licenses were issued.

36. Under the IDFPR's guidance, none of these Social Equity Applicants could possibly qualify as "pre-existing dispensing organizations" because they all received Conditional Licenses within days of each other.

37. Because none of these Social Equity Applicants qualify as "pre-existing dispensing organizations," all such applicants within the Chicago-Naperville-Elgin region (*see* 410 ILCS 705/15-25(c)) could open dispensaries next door to one another under the IDFPR's revised interpretation of the 1,500 Feet Rule. The Social Equity Applicants could do this notwithstanding the IDFPR's admission that "the CRTA does not create such an exception for a Social Equity Applicant to operate within 1,500 feet of another pre-existing Social Equity Applicant."

38. The 1,500 Feet Rule was designed to avoid situations where numerous dispensaries overtake a neighborhood or city block. The CRTA was amended in a very limited fashion to allow *one* Social Equity dispensary to move into areas otherwise precluded due to the presence of an Early Approval Adult Use Dispensary or a Secondary Site Dispensary that had years head start in finding its location. The IDFPR's application of the 1,500 Feet Rule defeats the General Assembly's intent by potentially allowing dozens of dispensaries to operate within 1,500 feet of each other.

39. The 1,500 Feet Rule was also designed to afford dispensaries some economic protection while Illinois legalized cannabis for adult use. The licensees under the initial CRTA were afforded this protection by the IDFPR strictly enforcing the 1,500 Feet Rule as written. Under the IDFPR's revised application of the 1,500 Feet Rule, Social Equity Applicants are deprived of the same protections because other Social Equity Applicants are entitled to open dispensaries next door to their locations. This places Social Equity Applicants at a competitive disadvantage.

40. Finally, the 1,500 Feet Rule was designed to prevent situations where areas disproportionately impacted by the War on Drugs have no dispensaries nearby. The State of Illinois has an interest in allowing all residents to have reasonable access to cannabis and included language in the CRTA to prevent dispensaries from locating too close to one another. The IDFPR's revised guidance undermines this objective by purporting to allow Social Equity Applicants to open next-door to each other.

**E. The IDFPR's pending approval of BioPharm's dispensary.**

41. On July 15, 2022, Green Rose received zoning approval from the Chicago Zoning Board of Appeals for its proposed dispensary located at 612 N. Wells Street in Chicago, Illinois.

42. On July 19, 2022, Green Rose emailed the IDFPR regarding its July 1, 2022, guidance seeking confirmation that a Social Equity Applicant that receives a Full Adult Use License will not have to worry about another dispensary subsequently obtaining a Full Adult Use License at a location within 1,500 feet of it.

43. On July 21, 2022, the IDFPR responded to Green Rose's email by stating that it will award Full Adult Use Licenses to Social Equity Applicants within 1,500 feet of each other if they received Conditional Licenses on the same day.

44. On July 22, 2022, the IDFPR issued the first round of Conditional Licenses for Social Equity Applicants. Green Rose and BioPharm both received Conditional Licenses as Social Equity Applicants. More than 100 Social Equity Applicants received Conditional Licenses on the same day as Green Rose.

45. On July 22, 2022, BioPharm sent the IDFPR correspondence stating that it intends to locate within 1,500 feet of Green Rose's 612 N. Wells Street location. In its correspondence, BioPharm sought assurances from the IDFPR that Green Rose would not be considered a "pre-

existing” dispensing organization under the CRTA in the event that Green Rose obtained its Full Adult Use License before BioPharm.

46. On November 9, 2022, Green Rose was awarded a Full Adult Use License to operate as a dispensary at its 612 N. Wells Street location. BioPharm did not have a Full Adult Use License as of November 9, 2022 and still does not possess a Full Adult Use License.

47. Green Rose became a “pre-existing dispensing organization” under the CRTA upon receipt of its Full Adult Use License. The Full Adult Use License awarded to Green Rose affords it all rights and privileges available to dispensing organizations under Illinois law.

48. Notwithstanding the fact that Green Rose received its Full Adult Use License, on November 18, 2023, the Chicago Zoning Board of Appeals approved zoning for BioPharm’s dispensary at its 605 N. Clark Street location.

49. On March 17, 2023 the IDFPR informed BioPharm that it is comfortable approving its application for a Full Adult Use License following an inspection. See Exhibit A.

**Count I – Declaratory Judgment (735 ILCS 5/2-701)**

50. Green Rose realleges all allegations of this Complaint as if fully set out herein.

51. Green Rose is a fully licensed pre-existing dispensing organization.

52. Green Rose is not licensed under licensed under Section 15-15 or Section 15-20 of the CRTA.

53. BioPharm’s proposed dispensary at its 605 N. Clark Street location is within 1,500 feet of Green Rose’s existing dispensary location at 612 N. Wells Street.

54. The CRTA provides that “[a] dispensing organization shall not . . . Be located within 1,500 feet of the property line of a pre-existing dispensing organization. . . .” 410 ILCS 705/15-70(p)(15); 410 ILCS 705/15-25(e).

55. Under guidance issued by the IDFPR, as well as statements made in its emails, the IDFPR intends to grant BioPharm a Full Adult Use License within 1,500 feet of the property line of Green Rose's pre-existing dispensing organization.

56. Green Rose contends that granting BioPharm a Full Adult Use License within 1,500 feet of the property line of Green Rose's existing dispensary violates the 1,500 Feet Rule under the plain language of the CRTA. 410 ILCS 705/15-70(p)(15); 410 ILCS 705/15-25(e).

57. An actual and justiciable controversy exists as to whether the CRTA permits the IDFPR to award a Full Adult Use License to a Social Equity Applicant, BioPharm, within 1,500 feet of the property of another Social Equity Applicant, Green Rose, who already holds a Full Adult Use License.

58. Allowing another Social Equity Applicant to operate within 1,500 feet of Green Rose's existing dispensing operation jeopardizes Green Rose's business and harms its protectible property interests and legal rights under the CRTA and under its Full Adult Use License.

WHEREFORE, pursuant to 735 ILCS 5/2-701, Green Rose respectfully requests that this Court enter an Order declaring and finding:

- a. dispensaries who possess an Illinois Adult Use Dispensing Organization License are "pre-existing dispensing organizations" under the Cannabis Regulation and Tax Act as of the date in which the dispensary receives its Illinois Adult Use Dispensing Organization License;
- b. Green Rose is a "pre-existing dispensing organization" under the Cannabis Regulation and Tax Act, 410 ILCS 705/15-70(p)(15); 410 ILCS 705/15-25(e);
- c. Green Rose became a "pre-existing dispensing organization" on November 9, 2022;
- d. under the Cannabis Regulation and Tax Act, the IDFPR cannot issue an Illinois Adult Use Dispensing Organization License to a Social Equity or Social Equity Justice Involved Applicant at a location within 1,500 feet of another Social Equity or Social Equity Justice Involved Applicant that has already been granted an Illinois Adult Use Dispensing Organization License;

- e. the Cannabis Regulation and Tax Act prohibits the IDFPR from granting Social Equity Applicants, including BioPharm, LLC, an Illinois Adult Use Dispensing Organization License to operate an adult-use cannabis retail dispensary within 1,500 feet from Green Rose’s dispensary located at 612 N. Wells Street in Chicago, Illinois;
- f. the IDFPR is enjoined from approving an Illinois Adult Use Dispensing Organization License to a dispensary whose property is located within 1,500 feet of Green Rose’s dispensary located at 612 N. Wells Street in Chicago, Illinois; and
- g. granting Green Rose such other and further relief as this Court deems just and proper under the circumstances.

**Count II – Declaratory Judgment (735 ILCS 5/2-701)**

59. Green Rose realleges all allegations of this Complaint as if fully set out herein.

60. The IDFPR is an administrative agency subject to the Illinois Administrative Procedure Act (“IAPA”), 5 ILCS 100/1-1 *et seq.*

61. The IAPA defines a “rule” as each agency statement of general applicability that implements, applies, interprets, or prescribes law or policy.

62. The IAPA excludes from the definition of a “rule” the following: (i) statements concerning only the internal management of an agency and not affecting private rights or procedures available to persons or entities outside the agency, (ii) informal advisory rulings issued under Section 5-150 of the IAPA, (iii) intra-agency memoranda, (iv) the prescription of standardized forms, (v) documents prepared or filed or actions taken by the Legislative Reference Bureau under Section 5.04 of the Legislative Reference Bureau Act, or (vi) guidance documents prepared by the Illinois Environmental Protection Agency under Section 39.5 or subsection (s) of Section 39 of the Environmental Protection Act.

63. Under the IAPA, any agency that adopts a “rule” as defined in the IAPA must comply with the rulemaking procedures outlined in Article 5 of the IAPA, such as providing the public with notice of the proposed rule, allowing interested persons to comment on the proposed

rule, and subjecting the proposed rule to review and approval by the Joint Committee on Administrative Rules.

64. Rules adopted without compliance with Article 5's rulemaking procedures are invalid, void, and have no legal effect.

65. The IDFPR has held out its guidance as a "rule."

66. The IDFPR's revised guidance does not fall within any of exclusions to the definition of a "rule" outlined in the IAPA.

67. In issuing the proposed guidance, the IDFPR did not follow any of the rulemaking procedures outlined in the IAPA, including, but not limited to, its notice-and-comment requirements. Instead, it simply published the revised guidance on its website.

68. An actual and justiciable controversy exists as to the validity of the revised guidance because, under the revised guidance and in violation of the CRTA, the IDFPR has awarded a Full Adult Use License to a Social Equity Applicant, BioPharm, within 1,500 feet of the property of another Social Equity Applicant, Green Rose, who already holds a Full Adult Use License.

WHEREFORE, pursuant to 735 ILCS 5/2-701, Green Rose respectfully requests that this Court enter an Order declaring and finding that:

- a. in issuing the revised guidance, the IDFPR failed to follow the rulemaking procedures required by the IAPA;
- b. the revised guidance is invalid, void, has no legal effect;
- c. the IDFPR is enjoined from approving an Illinois Adult Use Dispensing Organization License to a dispensary whose property is located within 1,500 feet of Green Rose's dispensary located at 612 N. Wells Street in Chicago, Illinois, based on the revised guidance; and
- d. Green Rose is entitled the reasonable expenses of its litigation, including reasonable attorneys' fees, under section 10-55(c) of the IAPA.

Respectfully Submitted,

By: /s/Collin Bruck  
*One of Plaintiff's Attorneys*

Michael D. Frisch, Esq.  
Collin M. Bruck, Esq.  
CROKE FAIRCHILD DUARTE & BERES  
191 N. Wacker Dr., 31st Floor  
Chicago, Illinois 60606  
(312) 641-0881 (phone)  
[mfrisch@crokefairchild.com](mailto:mfrisch@crokefairchild.com)  
[cbruck@crokefairchild.com](mailto:cbruck@crokefairchild.com)



# EXHIBIT A

**From:** [REDACTED]  
**To:** [REDACTED]; [Bentley, Vaughn](#); [Walsh, Kit](#)  
**Subject:** [External] RE: BioPharm/PTS  
**Date:** Monday, March 20, 2023 11:01:48 AM  
**Attachments:** [REDACTED]

---

I echo David's sentiments. Thank you. Feel free to reach out directly to BioPharm for further scheduling.

Bryna



Bryna Dahlin  
Chair | Cannabis Industry Group  
Benesch Friedlander Coplan & Aronoff LLP

t: 312.624.6340 | m: 312.286.4628

E [REDACTED] | [www.beneschlaw.com](http://www.beneschlaw.com)

71 South Wacker Drive, Suite 1600, Chicago, IL 60606-4637

Confidentiality Notice to Incorrect Addressee: [www.beneschlaw.com/confidentialitynotice](http://www.beneschlaw.com/confidentialitynotice)

---

**From:** David S. Ruskin [REDACTED]  
**Sent:** Friday, March 17, 2023 11:33 AM  
**To:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>; Dahlin, Bryna [REDACTED]; Walsh, Kit <[Kit.Walsh@illinois.gov](mailto:Kit.Walsh@illinois.gov)>  
**Subject:** RE: BioPharm/PTS

Thank you Vaughn and Kit! We know you are being pulled in many directions and we appreciate your continued focus on the issues at hand and patience with us as we try to navigate our new industry in Illinois.

If Bryna or I can be helpful to you in any way, please do not hesitate to reach out. Have a great weekend.

Best,  
David



**DAVID S. RUSKIN**

500 West Madison Suite 3700  
Chicago IL 60661

O [312.606.3235](tel:312.606.3235)

F [312.267.2194](tel:312.267.2194)

E [REDACTED]  
[hmblaw.com](http://hmblaw.com)

**Confidentiality Notice**

This electronic transmission and any documents accompanying it may contain confidential information belonging to the sender which is protected by the attorney-client privilege. The information is intended only for the use of the individual named above. If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution, or the taking of any action in reliance on the contents of this message is strictly prohibited. If you have received this transmission in error, please immediately notify us by telephone and permanently delete this message.

We inform you that any U.S. federal tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

FILED DATE: 10/30/2023 10:48 AM 2023CH09098

---

**From:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>  
**Sent:** Friday, March 17, 2023 11:04 AM  
**To:** David S. Ruskin [REDACTED] Dahlin, Bryna [REDACTED] Walsh, Kit  
<[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Subject:** RE: BioPharm/PTS

**HMB CLASSIFICATION: EXTERNAL**

---

Good morning and thank you again for the patience, it's very much appreciated. At this time I feel comfortable approving the application with full licensure to follow an inspection. Please communicate any additional changes between now and the inspection request just so that we can update documents as appropriate. I will set up a time for final floor plan review as well with Tony Correa to answer questions and go over that piece one-on-one. Bryna would you prefer I reach out to you to schedule that or communicate with your clients directly? I'm fine either way.

## VAUGHN G. BENTLEY | DEPUTY DIRECTOR OF CANNABIS CONTROL

Illinois Department of Financial and Professional Regulation

Pronouns: He/Him/His

555 West Monroe Street, 5<sup>th</sup> Floor | Chicago, IL 60661

(C) 773-782-0127 | (E) [vaughn.bentley@illinois.gov](mailto:vaughn.bentley@illinois.gov)

<https://idfpr.illinois.gov/>



---

**From:** David S. Ruskin [REDACTED]  
**Sent:** Wednesday, March 15, 2023 3:52 PM  
**To:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>; Dahlin, Bryna [REDACTED]; Walsh, Kit  
<[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Subject:** [External] RE: BioPharm/PTS

Thanks for the update, Vaughn...hope you feel better soon!

Best,  
David



### DAVID S. RUSKIN

500 West Madison Suite 3700  
Chicago IL 60661

O [312.606.3235](tel:312.606.3235)

F [312.267.2194](tel:312.267.2194)

E [REDACTED]  
[hmblaw.com](http://hmblaw.com)

#### Confidentiality Notice

This electronic transmission and any documents accompanying it may contain confidential information belonging to the sender which is protected by the attorney-client privilege. The information is intended only for the use of the individual named above. If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution, or the taking of any action in reliance on the contents of this message is strictly prohibited. If you have received this transmission in error, please immediately notify us by telephone and permanently delete this message.

We inform you that any U.S. federal tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

**From:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>  
**Sent:** Wednesday, March 15, 2023 3:37 PM  
**To:** Dahlin, Bryna [REDACTED] Walsh, Kit <[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Cc:** David S. Ruskin [REDACTED]  
**Subject:** RE: BioPharm/PTS

**HMB CLASSIFICATION: EXTERNAL**

Sorry, I was out sick the past couple of days and still playing some catch up/finishing up recovering, but this is top of my list!

**VAUGHN G. BENTLEY | DEPUTY DIRECTOR OF CANNABIS CONTROL**

Illinois Department of Financial and Professional Regulation

Pronouns: He/Him/His

555 West Monroe Street, 5<sup>th</sup> Floor | Chicago, IL 60661

(C) 773-782-0127 | (E) [vaughn.bentley@illinois.gov](mailto:vaughn.bentley@illinois.gov)

<https://idfpr.illinois.gov/>



---

**From:** Dahlin, Bryna [REDACTED]  
**Sent:** Tuesday, March 14, 2023 2:14 PM  
**To:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>; Walsh, Kit <[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Cc:** David S. Ruskin [REDACTED]  
**Subject:** [External] RE: BioPharm/PTS

Following up on this. Thank you!

Bryna



Bryna Dahlin  
Chair | Cannabis Industry Group  
Benesch Friedlander Coplan & Aronoff LLP

t: [312.624.6340](tel:312.624.6340) | m: [312.286.4628](tel:312.286.4628)

[REDACTED] | [www.beneschlaw.com](http://www.beneschlaw.com)

71 South Wacker Drive, Suite 1600, Chicago, IL 60606-4637

Confidentiality Notice to Incorrect Addressee: [www.beneschlaw.com/confidentialitynotice](http://www.beneschlaw.com/confidentialitynotice)

---

**From:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>  
**Sent:** Friday, March 10, 2023 12:20 PM  
**To:** Dahlin, Bryna [REDACTED] Walsh, Kit <[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Cc:** David S. Ruskin [REDACTED]  
**Subject:** RE: BioPharm/PTS

Thank you, let me take the weekend to review and circle back.

**VAUGHN G. BENTLEY | DEPUTY DIRECTOR OF CANNABIS CONTROL**

**Illinois Department of Financial and Professional Regulation**

Pronouns: He/Him/His

555 West Monroe Street, 5<sup>th</sup> Floor | Chicago, IL 60661

(C) 773-782-0127 | (E) [vaughn.bentley@illinois.gov](mailto:vaughn.bentley@illinois.gov)

<https://idfpr.illinois.gov/>



---

**From:** Dahlin, Bryna [REDACTED]  
**Sent:** Friday, March 10, 2023 12:05 PM  
**To:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>; Walsh, Kit <[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Cc:** David S. Ruskin [REDACTED]  
**Subject:** [External] BioPharm/PTS

Vaughn and Kit,

Please see the attached economic disclosure statements filed for the three entities at the 605 N. Clark St. location: landlord 605 N. Clark LLC; Lessee PTS and Sublessee BioPharm.

Bryna

Can we see the actual documentation that was submitted? That would clear this all up.

**VAUGHN G. BENTLEY | DEPUTY DIRECTOR OF CANNABIS CONTROL**

**Illinois Department of Financial and Professional Regulation**

Pronouns: He/Him/His

555 West Monroe Street, 5<sup>th</sup> Floor | Chicago, IL 60661

(C) 773-782-0127 | (E) [vaughn.bentley@illinois.gov](mailto:vaughn.bentley@illinois.gov)

<https://idfpr.illinois.gov/>



Bryna Dahlin  
Chair | Cannabis Industry Group  
Benesch Friedlander Coplan & Aronoff LLP

t: [312.624.6340](tel:312.624.6340) | m: [312.286.4628](tel:312.286.4628)

[REDACTED] | [www.beneschlaw.com](http://www.beneschlaw.com)

71 South Wacker Drive, Suite 1600, Chicago, IL 60606-4637

Confidentiality Notice to Incorrect Addressee: [www.beneschlaw.com/confidentialitynotice](http://www.beneschlaw.com/confidentialitynotice)

**From:** Dahlin, Bryna <[BDahlin@beneschlaw.com](mailto:BDahlin@beneschlaw.com)>  
**Sent:** Wednesday, March 8, 2023 11:06 AM  
**To:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>; David S. Ruskin [REDACTED] Walsh, Kit <[Kit.Walsh@Illinois.gov](mailto:Kit.Walsh@Illinois.gov)>  
**Subject:** [External] Re: Bio-Pharm 15-36 follow up

Vaughn,

Yes. The owner of the property was also disclosed, as required.

Bryna

Get [Outlook for iOS](#)



Bryna Dahlin  
Chair | Cannabis Industry Group  
Benesch Friedlander Coplan & Aronoff LLP

t: [312.624.6340](tel:312.624.6340) | m: [312.286.4628](tel:312.286.4628)

[www.beneschlaw.com](http://www.beneschlaw.com)

71 South Wacker Drive, Suite 1600, Chicago, IL 60606-4637

Confidentiality Notice to Incorrect Addressee: [www.beneschlaw.com/confidentialitynotice](http://www.beneschlaw.com/confidentialitynotice)

---

**From:** Bentley, Vaughn <[Vaughn.Bentley@illinois.gov](mailto:Vaughn.Bentley@illinois.gov)>

**Sent:** Wednesday, March 8, 2023 10:34 AM

**To:** Dahlin, Bryna [REDACTED]; David S. Ruskin [REDACTED]; Walsh, Kit <[Kit.Walsh@illinois.gov](mailto:Kit.Walsh@illinois.gov)>

**Subject:** RE: Bio-Pharm 15-36 follow up

Hi Bryna,

Were any additional ownership disclosure filed? They are mentioned on page 6, same paragraph you've cited to.

Thanks,  
Vaughn

## VAUGHN G. BENTLEY | DEPUTY DIRECTOR OF CANNABIS CONTROL

Illinois Department of Financial and Professional Regulation

Pronouns: He/Him/His

555 West Monroe Street, 5<sup>th</sup> Floor | Chicago, IL 60661

(C) 773-782-0127 | (E) [vaughn.bentley@illinois.gov](mailto:vaughn.bentley@illinois.gov)

<https://idfpr.illinois.gov/>



State of Illinois - CONFIDENTIALITY NOTICE: The information contained in this communication is confidential, may be attorney-client privileged or attorney work product, may constitute inside information or internal deliberative staff communication, and is intended only for the use of the addressee. Unauthorized use, disclosure or copying of this communication or any part thereof is strictly prohibited and may be unlawful. If you have received this communication in error, please notify the sender immediately by return e-mail and destroy this communication and all copies thereof, including all attachments. Receipt by an unintended recipient does not waive attorney-client privilege, attorney work product privilege, or any other exemption from disclosure.