

REQUEST FOR PROPOSALS

for

CLASS 5 RETAIL CANNABIS LICENSE

**TOWNSHIP OF EAST WINDSOR
16 LANNING BOULEVARD
EAST WINDSOR, NEW JERSEY 08520**

Issue Date: September 12, 2025

Proposals Due Date: October 23, 2025, by 12:00 Noon

**TOWNSHIP OF EAST WINDSOR
16 LANNING BOULEVARD
EAST WINDSOR, NEW JERSEY 08520**

**PROPOSAL COVER SHEET FOR
CLASS 5 RETAIL CANNABIS LICENSE**

Section 1: Proposer Information:

Business/Entity Name:

Trade Name (if different):

Proposed East Windsor Retail Cannabis Business Name:

Business Street Address:

City: _____ State: _____ Zip: _____

Phone: _____ Email: _____

Primary Contact Person: Name: _____

Phone: _____ Email: _____

Website Address: _____

NJ CRC application number (if applicable)

_____ NJCRC Conditional License _____ NJCRC Annual License

NJ Business Registration Number:

**Section 2: Proposed Retail Cannabis Business
Property and Ownership Information**

Business Street Address:

Block _____, Lot _____ Zoning District: _____

Property Owner (if different from proposer)

Property Owner Address: _____

City: _____ State: _____ Zip: _____

Property Owner: Phone _____ Email _____

Section 3: Affirmation and Signature

I certify that the information provided in this proposal is true and complete to the best of my knowledge. I understand that providing false or incomplete information may result in the denial or rejection of this proposal or of a cannabis license.

Signature of authorized representative: _____

Print Name: _____ Title: _____

Dated: _____

State of _____

County of _____

Sworn to and subscribed before me this ____ day of _____, 2025

Notary Public of NJ

Stamp/Seal:

SECTION 1: PROPOSAL REQUIREMENTS AND EVALUATION CRITERIA

1.1 PROPOSAL REQUIREMENTS

- (1) **Cover Letter**. A cover letter setting forth the background and history of the proposer, the experience of the proposer in the operation of retail or medical cannabis establishments, key personnel qualifications and relevant experience, the proposer's approach to the operation, and its commitment and ability to perform the cannabis business operations.
- (2) **Ownership**. The proposer shall provide a list of every person with any ownership interest in the proposed cannabis business, with each person's percentage of ownership, a copy of its Certificate of Formation or Incorporation, a copy of its Operating Agreement or By-Laws, and a copy of its organizational chart showing the identity of all persons in the organization and their roles. As used here and throughout this RFP, "person" shall mean any individual, as well as any corporation, limited liability company, firm, partnership, association, organization, and any other group or entity acting as a unit.
- (3) **Qualifications, Experience and Responsibility**. The proposer shall provide sufficient information to demonstrate its qualifications, experience and responsibility. The following, at a minimum, shall be submitted:
 - a. A summary of the proposer's qualifications and experience operating in the cannabis industry, as well as other highly regulated industries, healthcare, and retail pharmacies within the State of New Jersey and in other states.
 - b. A description of the proposer's experience operating a retail cannabis business, as well as the relevant prior experience of its owners and principals.
 - c. Assurances that the proposer is in compliance with all qualifications and background check requirements for its owners, principals, employees, and volunteers as set forth in N.J.A.C. 17:30-6.6, N.J.A.C. 17:30-7.11 and N.J.A.C. 17:30-7.12.
 - d. At least three signed references in support of its proposal, which shall include the basis for the recommendation, the reference's relationship to the proposer and the reference's contact information. All reference letters shall be dated within six months prior to the submission of the proposal.
- (4) **Site Control**. The proposer shall submit proof that the proposer has or will have lawful possession of the premises proposed for the Cannabis Dispensary if approved by the New Jersey Cannabis Regulatory Commission for a Class 5 Licensed Retail Business, which proof may consist of: a deed, a lease, a real estate contract contingent upon successful licensing, or a binding letter of intent by the owner of the premises indicating an intent to lease the premises to the proposer contingent upon successful licensing.

(5) **Proposed Location.** The location proposed for licensing by the proposer shall be within the HC and HC-2 Zones, located along US Route 130, between Conover Road and Route 133, where the property has frontage on US Route 130 and shall comply with all applicable conditional use and bulk regulations within those Zones, including but not limited to parking, loading and lighting. In addition, the following restrictions shall apply:

- a. Cannot be located within one thousand (1,000) feet of a child daycare facility or an elementary, middle or high school.
- b. Cannot be located within five hundred (500) feet of a public park.
- c. Cannot be located within two hundred (200) feet of a house of worship.
- d. Distances shall be measured as line of site.
- e. A floor plan shall be submitted showing the extent of the use contained in the enclosed building, location of products, storage of products, and all security measures in place.
- f. Pedestrian queuing plan submission shall be required.
- g. Exterior lighting plan submission shall be required.
- h. Exterior signage plan submission shall be required; provided that such signage shall not include a cannabis plant leaf or other symbols or caricatures glorifying cannabis consumption.
- i. No cannabis products, plants, accessories, or paraphernalia shall be visible from outside the premises or from any public places, including public sidewalks, streets or rights-of -way.
- j. Hours of operation shall be no earlier than 9:00 am and no later than 9:00 pm, daily.

(6) **Exterior and Interior Plans.** The proposer shall submit documents such as photographs, surveys, architectural renderings and/or floor plans that illustrate the existing conditions of the property and exterior of any building(s) on the premises, along with currently proposed plans for the interior and exterior of the building or storefront.

(7) **Financials.** The proposer shall submit, to the satisfaction of the Township, proof of its financial capability to open and operate the retail cannabis establishment for which the proposer is seeking a license. The proposer shall provide evidence of the source(s)

and amount(s) of funds from each source (including cash) to do open and operate the proposed retail cannabis establishment.

(8) **Application Fee.** The proposer shall submit a non-refundable application fee in the amount of \$10,000.00, by bank check or certified check payable to East Windsor Township.

(9) **Previous Licensing and Compliance.** In addition to complying with any state requirement related to good character and criminal background, any person proposed to have an ownership interest in the license shall not have had any cannabis license or permit revoked for a violation affecting public safety in the State of New Jersey or a subdivision thereof within the preceding five years.

(10) **Compliance with State and Local Laws.** The proposer and the proposal shall otherwise comply with any, and all qualification standards set forth in the State and Township laws or regulations.

(11) **Employment of Township Residents.** The proposer shall provide a written commitment and describe the recruitment and hiring procedures to be used to maximize local hiring.

(12) **Community Support.** The proposer shall describe its plan to provide community benefits to the East Windsor Township community. Areas to consider include but are not limited to:

- a. Financial and in-kind contributions to the Township drug and alcohol prevention programs, social work and mental health intervention initiatives, and other Township and localized health related and educational activities
- b. Financial and in-kind contributions to Township and localized community, civic, cultural and business associations/organizations

(13) **Complaint Resolution Plan.** The proposer shall describe how they will make good faith efforts to promptly resolve all complaints, including those related to noise, light, odor, litter, vehicle traffic and pedestrian traffic.

(14) **Security Plan.** The proposer shall fully describe its proposed security procedures, which shall comply with the requirements of N.J.A.C. 17:30-9.10.

(15) **Odor/Noise/Waste Control.** The proposer shall fully describe its odor control, noise control and waste management plan for the proposed location.

(16) **Fair Employment Practices.** The proposer shall submit an affidavit and documentary proof of compliance with all State and local laws regarding affirmative action, anti-discrimination and fair employment practices. The proposer shall also certify

under oath that they will not and shall not discriminate based on race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations.

(17) **Disclosure of Legally Barred Persons.** The proposer shall identify whether any individual listed in this proposal fails to qualify for ownership of the license because of age, criminal conviction, or prohibited interest in another license? Include details, including the name(s) of the individual(s) and addition relevant information.

(18) **Proposal Cover Sheet and Checklist.** The submission shall include the completed and signed Proposal Cover Sheet and completed Checklist included in this RFP, together with all forms listed in the Checklist, fully completed or marked N/A where appropriate.

1.2. EVALUATION AND CRITERIA

(1) **Criteria for Evaluation of Proposals.** The Township shall evaluate all proposals and may issue a Resolution of Support and Award of Local License after consideration and evaluation of the following criteria:

(i) Proposer's, owners' or principals' qualifications and experience operating in the cannabis industry, as well as other highly regulated industries, healthcare, and retail pharmacies within the State of New Jersey and in other states. **(thirty-five percent);**

(ii) Proposer's qualifications and experience related to public safety and security, including any of the proposer's, owners' or principals' experience in law enforcement, and proposer's plans for storage and delivery of products and currency, physical security, video surveillance, security personnel, and visitor management. **(ten percent);**

(iii) Proposer's proposed location and the suitability or advantages of the location, the parking/ingress/egress for the proposed location, and the proposed interior and exterior design, appearance and proposed signage for the proposed location. **(thirty percent).**

(iv) Proposer's plan to provide community benefits to the East Windsor Township community, including proposer's commitment to: recruit and employ Township residents to fill full-time and part-time positions in an effort to create well-paying jobs with employee benefits in the Township, financial contributions to the Township drug and alcohol prevention and intervention programs and to other community and educational organizations. **(ten percent)**

(v) Proposer's financial capability to open and operate the retail cannabis establishment for which the proposer is seeking a license and compliance with all federal and state financial and disclosure requirements. **(fifteen percent)**

SECTION 2: RESOLUTION OF SUPPORT AND AWARD OF LOCAL LICENSE.

- (1) **Resolution/Award.** The award shall be by Resolution of Support. Any Resolution of Support and Award of Local License issued to a proposer will be awarded by a majority vote of the Township Council, based upon the most advantageous proposal, applying the factors specified in this RFP, or shall reject all proposals, in its discretion, at a public meeting of the Township Council. Any local license awarded in accordance with this RFP shall be conditioned on and subject to the proposer's receipt of a State Class 5 license and compliance with all Township zoning and site plan requirements.
- (2) **Right to Reject Submissions and Waive Deficiencies.** The Township reserves the right to reject any and all submissions, to waive any deficiencies which in the Township's judgment serves its best interests and do not prejudice other proposers, and to suspend or abandon this process at any time.
- (3) **Duration of Resolution/Award.** Notwithstanding the foregoing competitive proposal process, a Resolution of Support shall entitle the recipient proposer to pursue a State license for up to twelve (12) months, which may be extended in the Township's discretion for an additional six (6) months if good cause is shown. No local license shall be issued until the proposer has received a State license and satisfied other prerequisites of municipal licensure. If the recipient of a Resolution of Support and Award of Local License has not received a State license within twelve (12) months from issuance, unless extended for good cause as provided above, the Township may rescind its Resolution of Support and Award of Local License and initiate a new RFP process.

SECTION 3: SUBMISSION PROCEDURE

3.1. RECEIPT AND OPENING OF SUBMISSIONS

- (1) **Completion of Submissions.** Each submission must be provided in typewritten form, signed by the entity or principal thereof and shall contain the name, address and telephone number of the entity. Each signatory to the submission must initial all erasures or corrections. Each submission shall be contained in a sealed envelope addressed to the Municipal Clerk's Office, East Windsor Township, East Windsor Municipal Building, 16 Lanning Boulevard, East Windsor, NJ 08520. The submission is to be clearly marked "Proposal for Local License for one Class 5 Retail Cannabis Business" and must be delivered at the place and time required in the advertised Request for Proposals. Submissions received after the time required in the advertised Request for Proposals or in unsealed envelopes shall not be considered.
- (2) **No Multiple Submissions.** More than one submission from any person, individual, a firm or partnership, a corporation or association of principals under the same or different names shall not be considered.

- (3) **No Faxed Signatures.** Under no circumstances, on submission documents requiring authorized signatures, will the Township accept documents provided through facsimile machine.
- (4) **Time and Place of Submission Openings.** The Municipal Clerk will receive submissions at the time and place mentioned in the Public Notice Requesting Proposals.
- (5) **Submissions Not in Compliance.** The Township may waive any informality or reject any and/or all submissions, in accordance with the Fair and Open Public Solicitation Process pursuant to P.L. 2004, c.19 (N.J.S.A.19:44A-20.4, et seq.)
- (6) **Modification of Submissions.** Any entity may modify its submission by mail, courier or hand delivery at any time prior to the scheduled closing time for receipt of submissions, in the same manner as provided in this RFP for submission of its original proposal.
- (7) **Withdrawing Submissions.** Submissions forwarded to the Municipal Clerk before the time of opening of submissions may be withdrawn upon written application of the entity who or which shall be required to produce evidence showing that he/she is or represents the principal or principals involved in the submission. Submissions may not be withdrawn within twenty-four (24) hours before the stipulated time for opening of submissions.
- (8) **Effect of Failure to Receive Submissions.** The Township will not be responsible for submissions forwarded through the United States Mail or any delivery service if lost in transit at any time before submission opening, or if hand delivered to an incorrect location.
- (9) **Township's Right to Investigate.** The Township reserves the right to conduct its own independent investigation of a Proposer's responses and of the entirety of its submission.

SECTION 4: CHECKLIST AND FORMS

TOWNSHIP OF EAST WINDSOR CHECKLIST FOR PROPOSALS FOR CLASS 5 RETAIL CANNABIS LICENSE

The following checklist must be completed and submitted with the proposal in response to this RFP:

Completed Proposal Cover Sheet.....	_____
Cover Letter per Section 1.1(1).....	_____
Ownership and Entity Formation Documents per Section 1.1(2)	_____
Organizational Chart per Section 1.1(2).....	_____
Operating Agreement or By-Laws per Section 1.1(2).....	_____
Statement of qualifications and experience per Section 1.1(3) (a, b and c)	_____
Three references per Section 1.1(3)(d).....	_____
Proof of site control per Section 1.1(4).....	_____
Proposed location and measured distances from restricted uses per Section 1.1(5) (a – d).....	_____
Floor plan per Section 1.1(5) (e).....	_____
Pedestrian queuing plan per Section 1.1(5)(f).....	_____
Exterior lighting plan per Section 1.1(5)(g).....	_____
Exterior signage plan per Section 1.1(5)(h).....	_____
Photographs, surveys, architectural renderings and/or floor plans, etc. Per Section 1.1(6).....	_____
Statement of financial capacity per Section 1.1(7).....	_____

Application fee in the amount of \$10,000.00
per Section 1.1(8)..... _____

Plan to recruit and hire Township residents per Section 1.1(11)..... _____

Plan to provide community benefits per Section 1.1(12)(a-c)..... _____

Complaint resolution plan per Section 1.1(13)..... _____

Security plan per Section 1.1(14)..... _____

Odor/Noise/Waste control and management plan per Section 1.1(15)... _____

Affidavit and proof of compliance per Section 1.1(16)..... _____

Disclosure of legally barred persons per Section 1.1(17)..... _____

A copy of your New Jersey Business Registration Certificate (NJBRC) .. _____

A copy of your W-9 _____

Non-Collusion Affidavit (copy enclosed) _____

A Statement of Ownership Disclosure (copy enclosed)..... _____

Disclosure of Investment Activities in Iran..... _____

Certification Of Non-Involvement In Prohibited Activies
In Russia Or Belarus..... _____

**EAST WINDSOR TOWNSHIP
NON-COLLUSION AFFIDAVIT**

County of _____)

ss

State of _____)

The undersigned proposer or agent, _____
upon his/her oath deposes and says that he/she has not, either directly or indirectly entered into any
agreement, participated in any collusion, or otherwise taken any action in restraint of free competition in
connection with proposal submitted to East Windsor Township on the _____ day of _____,
20____.

Signature: _____

Title: _____

Sworn to and subscribed before me this _____ day of _____ 2025

My commission expires: _____

Notary Public: _____

Stamp/seal:

EAST WINDSOR TOWNSHIP
STATEMENT OF OWNERSHIP DISCLOSURE
(P.L. 1977, c.33, as amended by P.L. 2016, c.43)

This statement shall be completed, certified to, and included with all proposal submissions. Failure to submit the required information is cause for automatic rejection of the bid or proposal.

Name of Organization: _____

Organization Address: _____

Part I Check the box that represents the type of business organization:

- ☐ Sole Proprietorship (skip Parts II and III, execute certification in Part IV)
- ☐ Non-Profit Corporation (skip Parts II and III, execute certification in Part IV)
- ☐ For-Profit Corporation (any type) ☐ Limited Liability Company (LLC)
- ☐ Partnership ☐ Limited Partnership ☐ Limited Liability Partnership (LLP)
- ☐ Other (be specific): _____

Part II

- ☐ The list below contains the names and addresses of all stockholders in the corporation who own 10 percent or more of its stock, of any class, or of all individual partners in the partnership who own a 10 percent or greater interest therein, or of all members in the limited liability company who own a 10 percent or greater interest therein, as the case may be. **(COMPLETE THE LIST BELOW IN THIS SECTION)**

OR

- ☐ No one stockholder in the corporation owns 10 percent or more of its stock, of any class, or no individual partner in the partnership owns a 10 percent or greater interest therein, or no member in the limited liability company owns a 10 percent or greater interest therein, as the case may be. **(SKIP TO PART IV)**

(Please attach additional sheets if more space is needed):

Name of Individual or Business Entity	Address

Part III DISCLOSURE OF 10% OR GREATER OWNERSHIP IN THE STOCKHOLDERS, PARTNERS OR LLC MEMBERS LISTED IN PART II

If a proposer has a direct or indirect parent entity which is publicly traded, and any person holds a 10 percent or greater beneficial interest in the publicly traded parent entity as of the last annual federal Security and Exchange Commission (SEC) or foreign equivalent filing, ownership disclosure can be met by providing links to the website(s) containing the last annual filing(s) with the federal Securities and Exchange Commission (or foreign equivalent) that contain the name and address of each person holding a 10% or greater beneficial interest in the publicly traded parent entity, along with the relevant page numbers of the filing(s) that contain the information on each such person. Attach additional sheets if more space is needed.

Website (URL) containing the last annual SEC (or foreign equivalent) filing	Page #'s

Please list the names and addresses of each stockholder, partner or member owning a 10 percent or greater interest in any corresponding corporation, partnership and/or limited liability company (LLC) listed in Part II other than for any publicly traded parent entities referenced above. The disclosure shall be continued until names and addresses of every noncorporate stockholder, and individual partner, and member exceeding the 10 percent ownership criteria established pursuant to N.J.S.A. 52:25-24.2 has been listed. Attach additional sheets if more space is needed.

Stockholder/Partner/Member and Corresponding Entity Listed in Part II	Address

Part IV Certification

I, being duly sworn upon my oath, hereby represent that the foregoing information and any attachments thereto to the best of my knowledge are true and complete. I acknowledge: that I am authorized to execute this certification on behalf of the bidder/proposer; that the Township of East Windsor is relying on the information contained herein and that I am under a continuing obligation from the date of this certification through the completion of any contracts with Township of East Windsor to notify the Township of East Windsor in writing of any changes to the information contained herein; that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I am subject to

criminal prosecution under the law and that it will constitute a material breach of my agreement(s) with the, permitting the Township of East Windsor to declare any contract(s) resulting from this certification void and unenforceable.

Full Name (Print):		Title:	
Signature:		Date:	

**EAST WINDSOR TOWNSHIP
DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN**

Person or Entity

Part 1: Certification

COMPLETE PART 1 BY CHECKING EITHER BOX BELOW.

Pursuant to Public Law 2012, c. 25, any person or entity that is a successful bidder or proposer, or otherwise proposes to enter into or renew a contract, must complete the certification below to attest, under penalty of perjury, that neither the person or entity, nor any parent entity, subsidiary, or affiliate is identified on the State Department of Treasury's Chapter 25 list as a person or entity engaging in investment activities in Iran. The list is found on Treasury's website at www.state.nj.us/treasury/purchase/pdf/Chapter25List.pdf.

The Chapter 25 list must be reviewed prior to completing the below certification. If a vendor or contractor is found to be in violation of law, action may be taken as appropriate and as may provided by law, rule or contract, including but not limited to imposing sanctions, seeking compliance, recovering damages, declaring the party in default and seeking debarment or suspension of the party.

☐ *I certify, pursuant to Public Law 2012, c. 25, that neither the person or entity listed above, nor any parent entity, subsidiary, or affiliate thereof is listed on the N.J. Department of the Treasury's list of entities determined to be engaged in prohibited activities in Iran pursuant to P.L. 2012, c. 25 ("Chapter 25 List"). I further certify that I am the person listed above, or I am an officer or representative of the entity listed above and am authorized to make this certification on its behalf. I will skip Part 2 and sign and complete the Certification below.*

OR

☐ *I am unable to certify as above because the person or entity and/or a parent entity, subsidiary, or affiliate thereof is listed on the N.J. Department of the Treasury's Chapter 25 list. I will provide a detailed, accurate and precise description of the activities in Part 2 below sign and complete the Certification below.*

Part 2: Additional Information

PLEASE PROVIDE FURTHER INFORMATION RELATED TO INVESTMENT ACTIVITIES IN IRAN.

You must provide a detailed, accurate and precise description of the activities of the person or entity, or a parent entity, subsidiary, or affiliate thereof engaging in investment

activates in Iran below and, if more space is needed, on additional sheets provided by you.

Part 3: Certification of True and Complete Information

I, being duly sworn upon my oath, hereby represent and state that the foregoing information and any attachments there to the best of my knowledge are true and complete. I attest that I am authorized to execute this certification on behalf of the above-referenced person or entity.

I acknowledge that the Township of East Windsor is relying on the information contained herein and thereby acknowledge that I am under a continuing obligation from the date of this certification through the completion of any contracts with the Township of East Windsor to notify the Township of East Windsor in writing of any changes to the answers of information contained herein.

I acknowledge that I am aware that it is a criminal offense to make a false statement or misrepresentation in this certification, and if I do so, I recognize that I am subject to criminal prosecution under the law and that it will also constitute a material breach of my agreement(s) with the Township of East Windsor and that the Township of East Windsor at its option may declare any contract(s) resulting from this certification void and unenforceable.

Full Name (Print): _____

Title: _____

Signature: _____

Date: _____

**EAST WINDSOR TOWNSHIP
CERTIFICATION OF NON-INVOLVEMENT IN
PROHIBITED ACTIVITIES IN RUSSIA OR BELARUS**

Pursuant to N.J.S.A. 52:32-60.1, et seq. (L. 2022, c. 3) any person or entity (hereinafter “Vendor”*) that seeks to enter into or renew a contract with a State agency for the provision of goods or services, or the purchase of bonds or other obligations, must complete the certification below indicating whether or not the Vendor is identified on the Office of Foreign Assets Control (OFAC) Specially Designated Nationals and Blocked Persons list, available here: <https://sanctionssearch.ofac.treas.gov/>.

If the Department of the Treasury finds that a Vendor has made a certification in violation of the law, it shall take any action as may be appropriate and provided by law, rule or contract, including but not limited to, imposing sanctions, seeking compliance, recovering damages, declaring the party in default and seeking debarment or suspension of the party.

I, the undersigned, certify that I have read the definition of “Vendor” below, and have reviewed the Office of Foreign Assets Control (OFAC) Specially Designated Nationals and Blocked Persons list, and having done so certify:

(Check the Appropriate Box)

☐

That the Vendor is not identified on the OFAC Specially Designated Nationals and Blocked Persons list on account of activity related to Russia and/or Belarus.

OR

☐

That I am unable to certify as to “A” above, because the Vendor is identified on the OFAC Specially Designated Nationals and Blocked Persons list on account of activity related to Russia and/or Belarus.

OR

☐

That I am unable to certify as to “A” above, because the Vendor is identified on the OFAC Specially Designated Nationals and Blocked Persons list. However, the Vendor is engaged in activity related to Russia and/or Belarus consistent with federal law, regulation, license or exemption. A detailed description of how the Vendor’s activity related to Russia and/or Belarus is consistent with federal law is set forth below.

(Attach additional pages if necessary).

Signature of Vendor's Authorized Representative

Date

Print Name and Title of Vendor's Authorized Representative

Vendor's FEIN

Vendor's Name
Number

Vendor's Phone

Vendor's Address (Street Address)

Vendor's Fax Number

Vendor's Address (City/State/Zip Code)

Vendor's Email Address

*Vendor means: (1) A natural person, corporation, company, limited partnership, limited liability partnership, limited liability company, business association, sole proprietorship, joint venture, partnership, society, trust, or any other nongovernmental entity, organization, or group; (2) Any governmental entity or instrumentality of a government, including a multilateral development institution, as defined in Section 1701(c)(3) of the International Financial Institutions Act, 22 U.S.C. 262r(c)(3); or (3) Any parent, successor, subunit, direct or indirect subsidiary, or any entity under common ownership or control with, any entity described in paragraph (1) or (2).