

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Ascend Wellness Holdings, Inc.
(Name of Issuer)

Class A common stock, \$0.001 par value per share
(Title of Class of Securities)

04351N106
(CUSIP Number)

December 31, 2023
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No 04351N106

1. NAME OF REPORTING PERSONS

Beehouse, LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

17,224,855

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

17,224,855

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

17,224,855

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.3%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IA, OO

CUSIP No 04351N106

1. NAME OF REPORTING PERSONS

Beehouse Manager, LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

17,224,855

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

17,224,855

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

17,224,855

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.3%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

HC, OO

CUSIP No 04351N106

1. NAME OF REPORTING PERSONS

Beehouse Partners, LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

13,399,855

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

13,399,855

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

13,399,855

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.5%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

CUSIP No 04351N106

1. NAME OF REPORTING PERSONS

Beehouse Partners GP, LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

13,399,855

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

13,399,855

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

13,399,855

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.5%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No 04351N106

1. NAME OF REPORTING PERSONS

Gregory Heyman

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

17,224,855

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

17,224,855

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

17,224,855

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.3%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN, HC

CUSIP No 04351N106

Item 1. (a). Name of Issuer:
Ascend Wellness Holdings, Inc.

(b). Address of Issuer's Principal Executive Offices:
1411 Broadway, 16th Floor
New York, New York 10018

Item 2. (a). Name of Person Filing:
Beehouse, LLC
Beehouse Manager, LLC
Beehouse Partners, LP
Beehouse Partners GP, LLC
Gregory Heyman

(b). Address of Principal Business Office, or if None, Residence:
Beehouse, LLC
152 W 57th Street, 48th Floor
New York, New York 10019

Beehouse Manager, LLC
152 W 57th Street, 48th Floor
New York, New York 10019

Beehouse Partners, LP
152 W 57th Street, 48th Floor
New York, New York 10019

Beehouse Partners GP, LLC
152 W 57th Street, 48th Floor
New York, New York 10019

Gregory Heyman
152 W 57th Street, 48th Floor
New York, New York 10019

(c). Citizenship:
Beehouse, LLC – Delaware
Beehouse Manager, LLC – Delaware
Beehouse Partners, LP – Delaware
Beehouse Partners GP, LLC – Delaware
Gregory Heyman – United States of America

(d). Title of Class of Securities:
Class A common stock, \$0.001 par value per share

(e). CUSIP Number:
04351N106

If This Statement is filed pursuant to ss.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

Item 3. (a) Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78c).

- (b) Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
 - (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
 - (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
 - (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) Group, in accordance with s.240.13d-1(b)(1)(ii)(J).
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Item 4.

Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

17,224,855 shares deemed beneficially owned by Beehouse, LLC
 17,224,855 shares deemed beneficially owned by Beehouse Manager, LLC
 13,399,855 shares deemed beneficially owned by Beehouse Partners, LP
 13,399,855 shares deemed beneficially owned by Beehouse Partners GP, LLC
 17,224,855 shares deemed beneficially owned by Gregory Heyman

(b) Percent of class:

8.3% deemed beneficially owned by Beehouse, LLC
 8.3% deemed beneficially owned by Beehouse Manager, LLC
 6.5% deemed beneficially owned by Beehouse Partners, LP
 6.5% deemed beneficially owned by Beehouse Partners GP, LLC
 8.3% deemed beneficially owned by Gregory Heyman

(c) Number of shares as to which Beehouse, LLC has:

(i)	Sole power to vote or to direct the vote	0 ,
(ii)	Shared power to vote or to direct the vote	17,224,855 ,
(iii)	Sole power to dispose or to direct the disposition of	0 ,
(iv)	Shared power to dispose or to direct the disposition of	17,224,855 .

Number of shares as to which Beehouse Manager, LLC has:

(i)	Sole power to vote or to direct the vote	0 ,
(ii)	Shared power to vote or to direct the vote	17,224,855 ,
(iii)	Sole power to dispose or to direct the disposition of	0 ,
(iv)	Shared power to dispose or to direct the disposition of	17,224,855 .

Number of shares as to which Beehouse Partners, LP has:

(i)	Sole power to vote or to direct the vote	0 ,
(ii)	Shared power to vote or to direct the vote	13,399,855 ,
(iii)	Sole power to dispose or to direct the disposition of	0 ,
(iv)	Shared power to dispose or to direct the disposition of	13,399,855 .

Number of shares as to which Beehouse Partners GP, LLC has:

(i)	Sole power to vote or to direct the vote	0 ,
(ii)	Shared power to vote or to direct the vote	13,399,855 ,
(iii)	Sole power to dispose or to direct the disposition of	0 ,
(iv)	Shared power to dispose or to direct the disposition of	13,399,855 .

Number of shares as to which Gregory Heyman has:

(i)	Sole power to vote or to direct the vote	0 ,
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(ii)	Shared power to vote or to direct the vote	<u>17,224,855</u> ,
(iii)	Sole power to dispose or to direct the disposition of	<u>0</u> ,
(iv)	Shared power to dispose or to direct the disposition of	<u>17,224,855</u> .

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

N/A

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

All of the securities reported in this Schedule 13G are owned by advisory clients of Beehouse, LLC.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

N/A

Item 8. Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to §240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to §240.13d-1(c) or §240.13d-1(d), attach an exhibit stating the identity of each member of the group.

N/A

Item 9. Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2024

(Date)

Beehouse, LLC*

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Sole Member of the Manager

(Name/Title)

Beehouse Manager, LLC*

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Sole Member

(Name/Title)

Beehouse Partners, LP*

By: Beehouse Partners GP, LLC, its general partner

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Managing Member

(Name/Title)

Beehouse Partners GP, LLC*

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Managing Member

(Name/Title)

/s/ Gregory Heyman*

Gregory Heyman

* The Reporting Persons disclaim beneficial ownership in the Shares reported herein except to the extent of their pecuniary interest therein.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

AGREEMENT

The undersigned agree that this Schedule 13G dated February 14, 2024 relating to the Class A common stock, \$0.001 par value per share of Ascend Wellness Holdings, Inc., shall be filed on behalf of the undersigned.

Beehouse, LLC

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Sole Member of the Manager

(Name/Title)

Beehouse Manager, LLC

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Sole Member

(Name/Title)

Beehouse Partners, LP

By: Beehouse Partners GP, LLC, its general partner

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Managing Member

(Name/Title)

Beehouse Partners GP, LLC

By: /s/ Gregory Heyman

(Signature)

Gregory Heyman, Managing Member

(Name/Title)

/s/ Gregory Heyman

Gregory Heyman