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OTC Markets Group
304 Hudson Street, 3rd Floor
New York, NY 10013

April 9, 2015

RE: Bioforce Nanosciences Holdings, Inc.

This letter is written on behalf of my client, Bioforce Nanosciences Holdings, Inc., a Nevada corporation ("Company" or "Issuer") to prepare this legal opinion letter ("Opinion Letter") regarding the Company's Annual Report for 2014 for the period ending December 31, 2014). OTC Markets Group is entitled to rely on this letter in determining if the Company has made adequate public disclosure of current information within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended, hereinafter referred to as the "Securities Act". I am a resident of the United States and have been retained by the Company as outside general counsel. One part of my duties is to ensure that regular disclosure is made to the public pursuant to the Securities Act and related rules and regulations.

I have examined such current corporate records and other documents and questions of law, as I consider necessary for the issuance of this letter. I have relied on information obtained from public officials, officers of the issuer and other sources. I represent that all such sources are believed by me to be reliable. I am authorized to practice law in the State of California, United States District Court Southern District of California, United States District Court Western District of Michigan, and am in good standing. I am permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder.

It is my understanding that the financials were prepared in accordance with GAAP standards by CS&S Enterprises, Inc. ("CS&S") a business consulting firm employed by the Company, and Richard Kaiser ("Kaiser"). Kaiser holds a Bachelor of Arts degree in economics from Oakland University in Michigan, was employed by a certified public accounting firm for five years, and has thirty years experience in business and accounting. The 2014 year end statement were not audited.

I have relied on and reviewed the following reports available on the OTCMARKET.COM website located at http://www.otcmarkets.com/stock/BFNH/filings:

- Annual Report for 2014 for the period ending December 31, 2014, submitted to OTC Markets on March 25, 2015
- First Amended Quarterly Report for the period ending September 30, 2014, submitted to OTC Markets on November 7, 2014
- Quarterly Report for the period ending September 30, 2014, submitted to OTC Markets on November 7, 2014
- Quarterly Report for the period ending June 30, 2014, submitted to OTC Markets on August 11, 2014

This information constitutes (i) “adequate current public information” concerning the Securities and the Issuer and "is available" within the meaning of Rule 144(c)(2) under the Securities Act of 1934, (ii) includes the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 ("Exchange Act"), (iii) complies as to form with the OTC Markets Group's OTC Pink Disclosure Guidelines, which are located on the Internet at www.otcmarkets.com , and (iv) has been posted through the OTC Disclosure and News Service.

The Issuer's transfer agent is Transfer Online, located at Island Stock Transfer, located at 512 SE Salmon Street, Portland Oregon 97124. The transfer agent is registered with the Securities Exchange Commission. I reviewed the Company's public filings to confirm the number of outstanding shares.

I have (i) personally met with management and a majority of the directors of the Issuer, (ii) reviewed the Information, as amended, published by the Issuer through the OTC Disclosure & News Service and (iii) discussed the Information with management and a majority of the directors of the Issuer.

To the best of my knowledge, and after discussion with the Company's director, neither the Company, any 5% or more shareholder, nor counsel for the Company is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

No person other than OTC Markets Group is entitled to rely on this letter. I give OTC Markets Group permission to publish this letter in the OTC Disclosure and News Service for viewing by the public and regulatory bodies.

Very truly yours,

Robert W. Wright, Esq.
Associated Counsel

cc: Richard Kaiser
CS&S Enterprises Inc.

U.S. Treasure Department Regulations now require that either we (i) include the following disclaimer in written correspondence or (ii) undertake significant due diligence that we have not performed (but can perform on request).

ANY STATEMENTS CONTAINED HEREIN ARE NOT INTENDED OR WRITTEN BY THE UNDERSIGNED TO BE USED, AND NOTHING CONTAINED HEREIN CAN BE USED BY YOU OR ANY OTHER PERSON, FOR THE PURPOSE OF AVOIDING PENALTIES THAT MAY BE IMPOSED UNDER FEDERAL TAX LAW.

Robert W. Wright, Esq.
Associated Counsel