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May 13, 2015

OTC Markets Group, Inc.
304 Hudson Street, Second Floor
New York, New York 10013

VIA EMAIL TO:
info@pinkotc.com

Re: Dig-It Underground, Inc.

Gentlemen:

The purpose of this letter is to provide an opinion of counsel to OTC Markets Group , Inc. ("OTC Markets Group ") upon which OTC Markets Group may rely in determining whether to permit quotations in the Issuer's common stock (the "Securities") in the OTC Markets Group quotation venue. Further, OTC Markets Group is entitled to rely on this letter in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act.

The undersigned was retained by the Issuer under a written fee agreement dated November 18, 2011 providing in part, provision to provide this legal opinion to OTC Markets Group. Prior thereto, the undersigned assisted the Issuer with general corporate matters as requested from time to time.

In forming my opinion, I have examined such corporate records and other documents that I considered necessary or appropriate to provide this opinion to OTC Markets Group , including:

a. The Issuer's Annual Financial Report for the year ended December 31, 2014, certified by the Issuer April 17, 2015 and posted on the OTC Disclosure and News Service on April 28, 2015.
b. The Issuer's Information and Disclosure Statement dated April 17, 2015, certified by Issuer April 17, 2015 and posted on the OTC Disclosure and News Service on April 28, 2015.
c. The Issuer's Information and Disclosure Statement dated November 14, 2014, certified by Issuer November 14, 2014and posted on the OTC Disclosure and News Service on November 14, 2014.
d. The Issuer's Quarterly Financial Report for the quarter ended September 30, 2013, certified by the Issuer on November 14, 2014, and posted on the OTC Disclosure and News Service on November 14, 2014.
e. The Issuer's Information and Disclosure Statement dated August 14, 2014, certified by Issuer August 14, 2014and posted on the OTC Disclosure and News Service on September 23, 2014.
f. The Issuer's Quarterly Financial Report for the quarter ended June 30, 2013, certified by the Issuer on August 14, 2014, and posted on the OTC Disclosure and News Service on August 14, 2014.

g. The Issuer's Information and Disclosure Statement dated May 15, 2014, certified by Issuer May 15, 2014and posted on the OTC Disclosure and News Service on May 15, 2014.
h. The Issuer's Quarterly Financial Report for the quarter ended March 31, 2013, certified by the Issuer on May 15, 2014, and posted on the OTC Disclosure and News Service on May 15, 2014.

i. The Issuer's Annual Financial Report for the year ended December 31, 2013, certified by the Issuer March 3, 2014 and posted on the OTC Disclosure and News Service on March 4, 2014.
j. The Issuer's Information and Disclosure Statement dated March 3, 2014, certified by Issuer March 3, 2014and posted on the OTC Disclosure and News Service on March 4, 2014.
k. The Issuer's Information and Disclosure Statement dated February 4, 2014, certified by Issuer February 4, 2014 and posted on the OTC Disclosure and News Service on February 4, 2014.
l. The Issuer's Quarterly Financial Report for the quarter ended September 30, 2013, certified by the Issuer on February 4, 2014, and posted on the OTC Disclosure and News Service on February 4, 2014.
m. The Issuer's Information and Disclosure Statement dated October 28, 2013, certified by Issuer October 28, 2013 and posted on the OTC Disclosure and News Service on October 28, 2013.
n. The Issuer's Quarterly Financial Report for the quarter ended June 30, 2013, certified by the Issuer on October 28, 2013, and posted on the OTC Disclosure and News Service on October 28, 2013.
o. The Issuer's Information and Disclosure Statement dated September 27, 2013, certified by Issuer September 27, 2013 and posted on the OTC Disclosure and News Service on September 27, 2013.
p. The Issuer's Quarterly Financial Report for the quarter ended March 31, 2013, certified by the Issuer on September 27, 2013, and posted on the OTC Disclosure and News Service on September 27, 2013.
q. The Issuer's Information and Disclosure Statement dated August 28, 2013, certified by Issuer August 27, 2013 and posted on the OTC Disclosure and News Service on August 28, 2013.
r. The Issuer's Annual Financial Report for the year ended December 31, 2012, certified by the Issuer August 27, 2013 and posted on the OTC Disclosure and News Service on August 28, 2013.
s. The Issuer's Information and Disclosure Statement dated May 9, 2012, certified by Issuer May 9, 2012 posted on the OTC Disclosure and News Service on May14, 2012.
t. The Issuer's Quarterly Financial Report for the quarter ended March 31, 2012, certified by the Issuer on May 9, 2012, and posted on the OTC Disclosure and News Service on May14, 2012.
u. The Issuer's Information and Disclosure Statement dated March 23, 2012, certified by Issuer March 23, 2012 and posted on the OTC Disclosure and News Service March 27, 2012.
v. The Issuer's Annual Financial Report for the year ended December 31, 2011, certified by the Issuer March 22, 2012 and posted on the OTC Disclosure and News Service on March 26, 2012.
w. The Issuer's Information and Disclosure Statement dated November 15, 2011, certified by Issuer November 15, 2011and posted on the OTC Disclosure and News Service November 16, 2011.

x. The Issuer's Quarterly Financial Report for the quarter ended September 30, 2011, certified by the Issuer November 15, 2011 and posted on the OTC Disclosure and News Service on November 16, 2011
y. The Issuer's Information and Disclosure Statement dated August 3, 2011, certified by Issuer August 3, 2011and posted on the OTC Disclosure and News Service August 3, 2011.
z. The Issuer's Quarterly Financial Report for the quarter ended June 30, 2011, certified by the Issuer August 3, 2011 and posted on the OTC Disclosure and News Service on August 3, 2011.
aa. The Issuer's Information and Disclosure Statement dated May 16, 2011, certified by Issuer May 16, 2011and posted on the OTC Disclosure and News Service May 17, 2011. The Issuer's Quarterly Financial Report for the quarter ended March 31, 201, certified by the Issuer May 16, 2011, and posted on the OTC Disclosure and News Service on May 17, 2011.
bb. The Issuer's Information and Disclosure Statement dated March 22, 2011, certified by Issuer March 22, 2011and posted on the OTC Disclosure and News Service March 22, 2011.
cc. The Issuer's Annual Financial Report for the year ended December 31, 2010, certified by the Issuer March 22, 2011, and posted on the OTC Disclosure and News Service on March 22, 2011.
dd. Attorney letter from previous counsel, Michael E. Kulwin, regarding and attesting to the issuer's Information and Disclosure Statements prior to March 22, 2011, as posted on the OTC Disclosure and News Service.
ee. Attorney letter from previous counsel, Michael E. Kulwin, regarding and attesting to the issuer's Financial Reports prior to December 31, 2011, as posted on the OTC Disclosure and News Service.
ff. The Issuer's Articles of Incorporation, as amended, bylaws and corporate minutes.

Moreover, I have resolved such questions of law, if any, as I deemed necessary to provide this opinion to OTC Markets Group. I have relied upon information of fact obtained from public officials, officers of the Issuer and other sources. I believe all such sources to be reliable.

On November 18, 2011 and prior thereto, I, the undersigned, met in person with management of the Issuer and the Issuer's Board of Directors to discuss the Issuer's most recent Information and Disclosure Statement. Additionally, On May 13, 2015, I spoke with a member of the Issuer's Board of Directors by telephone. We discussed and confirmed the Issuer's most recent information and disclosure statement.

At present, "adequate public information" is available concerning the securities, as that term has been defined in Rule 144(c)(2) of the Securities Act Rules and this information has been posted on the OTC Disclosure and News Service and consists of the Information and Disclosure Statement of Dig-It Underground, Inc., dated April 17, 2015, certified by Robert Wodarczyk, President of Issuer. The Issuer's Information and Disclosure Statement includes all of 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 of the Exchange Act Rules and complies with the OTC Markets Group Guidelines for Providing Adequate Current Information.

The financial statements contained in the Issuer's Information and Disclosure Statements are not audited. Robert Wodarczyk, President of Issuer, is responsible for the preparation of the financial statements included in the Information and Disclosure Statement. Robert Wodarczyk is not a Certified Public Accountant.

The Issuer's transfer agent is Nevada Agency and Transfer Company, 50 West Liberty Street, Suite 880, Reno, NV. 89501, telephone: (775) 322-0626; fax: (775) 322-5623. The transfer agent is registered with the SEC. In order to confirm the number of outstanding shares, I asked the Issuer to cause the transfer agent to send a current stockholder's list and to confirm in writing the number of shares outstanding. Nevada Agency and Transfer Company provided a current shareholder's report of March, 31, 2015 and confirmed there were 1,889,812,000 shares outstanding.

To the best of my knowledge, information and belief, formed after inquiry of management, neither the Issuer, any 5% holder of the Issuer's securities, nor the Issuer's counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

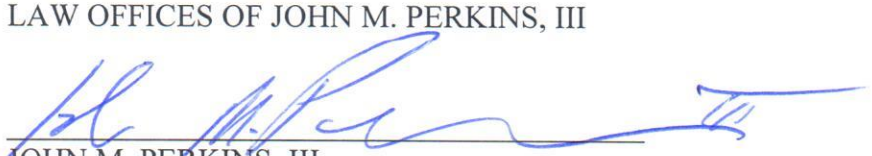
I am an attorney duly licensed to practice law in the State of Texas and am a resident of the United States. I am permitted to practice before the Securities and Exchange Commission and neither I, nor any member of this firm has been prohibited from practice thereunder. I do not express any opinion
herein concerning any law other than the laws of the United States and the jurisdiction where I am permitted to render opinions as of the date hereof. I furnish this opinion solely for the benefit of OTC Markets Group and the Issuer.

This opinion is not to be used, circulated, quoted or otherwise referred in whole or in part for any other purpose.

Further, I undertake no obligation to update this opinion based upon any changes occurring or matters that come to our attention after the date of this letter. This firm and I grant OTC Markets Group permission to post this legal opinion on the OTC Disclosure and News Service for viewing by the public and regulators.

Very truly yours,

LAW OFFICES OF JOHN M. PERKINS, III



JOHN M. PERKINS, III

CC: Dig-It Underground, Inc.
Attn: Robert Wodarczyk, President