Lorin A. Rosen, Esq.
Admitted in NY
Managing Attorney



July 08, 2015

OTC Markets Group, Inc.
304 Hudson Street - 2nd Floor
New York, NY 10013

Re: Attorney Letter for TOCCA Life Holdings, Inc. ("TLIF")

Ladies and Gentlemen:

This office has been retained as special securities counsel to TOCCA Life Holdings, Inc., a Nevada corporation (the "Company"). The Company requested that I review the Company's Information & Disclosure Report and Financial Statements for periods ending March 31, 2014, December 31, 2014 and March 31, 2015 posted through OTC Disclosure and News Service (the "Service") on July 8, 2015, as well as other documents submitted in connection therewith and discussed below. The OTC Markets Group, Inc. is entitled to rely on this letter in determining whether the Company has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. OTC Markets Group, Inc. has full and complete permission and rights to publish this letter with the Service for viewing by the general public and regulators, but no person other than OTC Markets Group, Inc. may rely upon this Opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933.

This Attorney Letter relates to the laws of the United States, including the Securities Act of 1933 and the corporate laws of the state of Nevada. The undersigned is a resident of the United States, and a member in good standing of the bar of the State of New York since 1995. The undersigned is permitted to practice before the Securities and Exchange Commission (the "SEC") and has not been prohibited from practice thereunder.

To render this opinion I have examined such corporate records and other documents and such questions of law as I deemed necessary. In examining the documents, I have assumed the genuineness of signatures (both manual and conformed), the authenticity of documents submitted as originals, the conformity with originals of all documents furnished as copies, and the correctness of the facts set forth in such documents. During the course of my investigation, nothing came to my attention that led me to conclude that any such documents were not genuine or authentic or that the facts set forth therein were not true. This opinion is expressed solely on the facts and assumptions as set forth herein and is specifically limited to the investigations and examinations I deemed necessary. After such investigations I know of no facts which lead me to conclude that any opinion set forth below is not correct. With respect to matters of a factual

nature, I have relied on information obtained from directors and officers of the Company as well as other sources, and these sources are believed to be reliable.

The following list represents those documents that have been made publicly available, including the date this information was posted with the Service, and further represents those documents I reviewed in connection with the preparation of this letter of opinion (the "Information"):

1. Company Information and Disclosure Statement for period ending June 30, 2013, posted August 29, 2013;
2. Financial Report (unaudited) for period ending June 30, 2013, posted August 21, August 27 and August 29, 2013;
3. Company Information and Disclosure Statement and Financial Report (unaudited) for period ending March 31, 2013, posted June 11 and June 13, 2013 respectively;
4. Initial Company Information and Disclosure Statement for period ending March 31, 2015, posted July 8, 2015;
5. Financial Report (unaudited) for period ending March 31, 2014, posted July 8, 2015;
6. Financial Report (unaudited and consolidated) for period ending December 31, 2014 (including subsidiary Xirxi's operations for period ending March 31, 2015), posted July 8, 2015;
7. Financial Report (unaudited and consolidated) for period ending March 31, 2015, posted July 8, 2015 and
8. Restated and Amended Articles of Incorporation filed with the Nevada Secretary of State on December 31, 2014, posted July 8, 2015.

I have no reason to believe that at the time such information listed above was published to the Service, that any of the information contained an untrue statement of material fact or omitted to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.

I have personally reviewed the Information as contained in the Initial Company Information and Disclosure Statement for period ending March 31, 2015 and the Annual Report and Financial Statements for periods ending March 31, 2014, December 31, 2014 and March 31, 2015 posted on July 8, 2015, that include Consolidated Financial Statements. I have also personally met with and discussed this information with Director, Chief Executive Officer, President, and Chief Financial Officer of the Company, Mr. Tyler Cornell, and deemed him to be reliable sources of information as it relates to the information discussed and disclosed. The Company's unaudited financial statements were prepared by Ms. Beth Corson, CPA of Boardwalk Advisors LLC under GAAP using information collected and provided to her by Mr. Cornell for financial data relating to the operating subsidiary TOCCA Life Coaching, Inc. and from members of the former management team for financial data relating to the Company's subsidiary Xirxi Co., Ltd. Ms. Corson has over twenty years of experience as a controller and as a chief financial officer for public companies and has extensive knowledge and experience preparing financial statements.

The Company's transfer agent is OTC Stock Transfer, Inc.., an SEC registered transfer agent. The method used to obtain the number of outstanding shares of common stock as of June 15, 2015 of 85,019,840 was via a written request to the transfer agent and their subsequent response denoting the date of such records.

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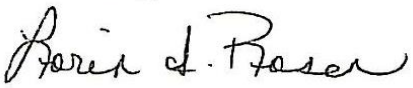
After such limited examination, and other such investigation that I deemed necessary, I am of the opinion that:

Adequate current public information is now available concerning the Company within the meaning of Rule 144(c)(2) under the Securities Act, and the information includes all of the information that a broker-dealer would be required to obtain from the company to publish a quotation for the Securities pursuant to Rule 15c2-11 under the Securities Exchange Act of 1934, as amended. Further, this information as posted through the OTC Disclosure and News Service, complies as to form with the OTC Markets Group, Inc. Guidelines for Providing Adequate Current Information.

To the best of my knowledge neither the Company, any 5% holder of the Company's common stock, nor counsel is currently under investigation by any federal or state regulatory authority for an violation of federal or state securities laws.

No person other than OTC Markets Group, Inc. is entitled to rely on this opinion, and I assume no obligation to update or supplement this opinion letter to reflect any change in fact or law which may hereafter occur.

Sincerely,



Lorin A. Rosen

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