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September 16, 2015

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

Re: Millenium Energy Corp. ("MENC")

Dear Sir or Madam:

This law firm has been retained by Millenium Energy Corp. (the "Company") for the purpose of rendering this opinion as to whether there is adequate current information available on the OTC Disclosure and News Service regarding the Company. OTC Markets Group, Inc. is entitled to rely on this opinion 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. We also confirm that each member of our law firm is a U.S. resident and that we have been retained by the Company for the purpose of rendering this opinion.

We have examined such corporate records and other documents and such questions of law as counsel considered necessary or appropriate for purposes of rendering this letter. We are authorized to practice law in the State of Florida. Our law firm is permitted to practice before the Securities and Exchange Commission (the "SEC") and has not been prohibited from practice thereunder.

In preparing this letter, I have examined such corporate records and other documents and such questions of law as I considered necessary or appropriate for the purposes of rendering this letter, including the amended and restated Articles of Incorporation and Bylaws as well as the Quarterly Report and Interim Financial Report, encompassing the unaudited Financial Statements as of June 30, 2015, filed with the OTC Markets Group, Inc. on August 19, 2015. I also reviewed the Amended Quarterly Report which was filed on August 24, 2015, which adequately disclosed the resignation of Irvin Richter as an

officer and director of the Company effective August 15, 2015 and the resignation of William D. Daily as an officer and director of the Company effective July 27, 2015. I also reviewed the Quarterly Report and Interim Financial Report, encompassing the unaudited Financial Statements as of March 31, 2015, filed with the OTC Markets Group, Inc. on May 20, 2015. Additionally, I have reviewed the Issuer's Disclosure and Financials for the year ended December 31, 2014 filed on April 14, 2015 as well as the the Issuer's Financial Statements as of September 30, 2014 filed on November 1`2, 2104 and the Issuer's Financial Statements as of June 30, 204 filed on August 18, 2104.

As to matters of fact in this letter, I have relied upon information from officers of the Issuer and other sources, which sources I believed to be reliable. In such examination, I have assumed the genuineness of all signatures set forth on each document, the authenticity of all original documents and the conformity to original documents of all copies of such documents as may have been supplied to us during the course of my examination.

In issuing this letter, I represent as follows:

1. That the Issuer Disclosures, as amended, posted on the OTC Disclosure and News Service and publicly available with regard to the Issuer (I) constitutes "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, (ii) 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 under the Securities Exchange Act of 1934 (the "Exchange Act"),(iii) complies as to form with the OTC Markets Guidelines for Providing Adequate Current Information, which are located on the Internet at www.OTCMarkets.com.

2. That the financial statements of the Issuer contained in the Interim Financial Reports were not audited and were prepared by Fred Schiemann, CPA, who is qualified to produce the financial statements by virtue of being a licensed CPA and familiar with GAAP and standard accounting & bookkeeping procedures. By email dated August 21, 2015, Mr. Schienmann confirmed that he prepared the financial statements based upon information provided to him by the Company and its representatives.

3. That the Issuer's transfer agent is Clear Trust, LLC, 16540 Point Village Drive, Suite 210, Lutz, Florida, 33558 and its telephone number is: (813) 235-4490. By email dated August 19, 2015, Clear Trust confirmed that there were 359,118,112 shares of common stock issued and outstanding as of June 30, 2015. In addition, by email dated June 2, 2015, Clear Trust confirmed that there were 307,118,112 shares of common stock issued and outstanding as of December 31, 2014.

4. That I have (I) personally met with the Issuer's CEO an CFO and a majority of its Board of Directors via Skype, (ii) reviewed the Issuer Disclosure, as amended, published by the Issuer on the OTC News Service and (iii) discussed the Issuer Disclosure with management.

5. That to the best of my knowledge, after inquiry of management and the Board of Directors of the Issuer, that neither the Issuer, nor any of its officers and/or directors, or any 5% shareholder is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

The opinions set forth herein are expressed as of the date hereof and remain valid so long as the documents, instruments, records and certificates I have examined and relied upon as noted above, are unchanged and the assumptions I have made, as noted above, are valid. While this letter is intended exclusively for use by OTC Markets Group, Inc., the same is hereby granted full and complete rights and permission without any future request to publish this letter as part of "OTCMarkets.com" for viewing by the public and regulatory agencies.

We have assumed that (I) all information contained in all documents reviewed by us is true and correct; (ii) all signatures on these documents reviewed by this firm are genuine; (iii) all documents submitted to this firm as originals are true and complete; (iv) all documents submitted to this firm as copies are true and complete copies of the originals thereof; and (v) each natural person signing any document reviewed by me had the legal capacity to do so.

As corporate securities counsel to the Company, we are familiar with its management and have (I) met with management of the Issuer, (ii) reviewed the Issuer's Disclosures published by the Issuer on the OTC Disclosure and News Service, and (iii) discussed the Information with management.

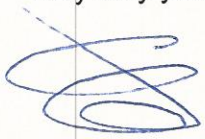
It is our belief that there is current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended, and such documents were posted in the OTC Disclosure and News Service, and includes all of the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 (the "Exchange Act") and complies as to form with the OTC Markets, Inc. Guidelines for Providing Adequate Current Information.

To the best knowledge of counsel, after inquiry of management and the directors of

the Issuer, neither the Issuer of the Securities, any stockholder, or our law firm is currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

No entity other than OTC Markets Group, Inc. is entitled to rely on it. However, the OTC Markets, Group, Inc. has full and complete permission and rights to publish this letter in the OTC Disclosure and News Service for viewing by the public and regulators.

Very truly yours,



Eric P. Littman
EPL/ica