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May 3, 2016

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

Re: Helix TCS, Inc.

Opinion of Counsel regarding Adequate Current Information and Continuing Disclosure Requirements for the year ended December 31, 2015.

Dear Sir or Madam:

I am legal counsel for Helix TCS, Inc. ("HLIX" or "the Company") and have been retained by the issuer for the purpose of preparing this Opinion of Counsel, applying the applicable laws of the United States, regarding its corporate operations and level of disclosure of corporate information.

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) under the Securities Act of 1933.

I have examined such corporate records and other, documents and such questions of law as I have considered necessary or appropriate for purposes of rendering the letter.

In the course of preparing this opinion, I have reviewed the following documents relating to the Company (together with the date they were posted through the OTC Disclosure and News Service as part of the reports posted with OTC Markets, as and if applicable):

- Articles of Incorporation: For Helix TCS, Inc., as amended and reorganized and for the original Colorado predecessor (Spicy Pickle Franchising, Inc.), Corporation is in good standing with the State of Delaware as of the date above; and all amendments to Articles, Merger for Redomicile and Reorganization into Holding Company Documents;
- Various Amendments to the Articles of Incorporation and all pertinent Merger documents;
- Corporate Bylaws for Helix TCS, Inc. and predecessors;
- Other related corporate information as were necessary and provided by the corporation's management for the purposes of this letter, including Board Minutes and Stockholder

lists; and

- Issuer's Annual Report for the year ended December 31, 2015 filed on April 14, 2016, and the Information and Disclosure Statement as of December 31, 2015, filed on April 19, 2016.

The opinions and conclusions contained in this Opinion Letter are based upon documentation and facts made available to this firm and discussions with Helix TCS, Inc.'s management and its Board of Directors, and are solely based on the accuracy of those documents and facts. Further, counsel has reviewed all prior disclosures posted by Helix TCS, Inc. with various New Services, as amended. All such amended information is believed to be accurate and reliable. In the event that the facts and information in any or all of such documents are determined not to be true, this opinion is rescinded and to be deemed null and void. Counsel has discussed the above documentation and the underlying assumptions this firm is relying upon, with the Management of Helix TCS, Inc.

Helix TCS, Inc. ("Company") was redomiciled in February 2014 in Delaware as Capital Franchising, Inc. (predecessor), which executed a holding company Reorganization of corporate structure in 2014, pursuant to Delaware General Corporation Laws, Section 251 (g), resulting in the former subsidiary, Jubilee4Gold, Inc. (now "Helix TCS, Inc.") being the holding company. Prior to Capital Franchising, Inc., the company name was Spicy Pickle Franchising, Inc. incorporated in Colorado. The Fiscal Year End for the corporation is December 31st.

The Company's most recent Quarter End is March 31, 2016. At March 31, 2016, the company had 26,833,211 common shares issued and outstanding with approximately 75 stockholders of record. Of this amount, approximately 321,703 shares are freely tradable and the remainder are "restricted securities" as the term is used under the Securities Act of 1933. Helix TCS, Inc. is currently authorized to issue 200,000,000 total shares of common stock with $0.001 par value, and 20,000,000 shares of Preferred Stock with $0.001 par value. At March 31, 2016, the Company has 1,000,000 preferred shares authorized and outstanding.

The party responsible for the preparation of the unaudited financial statements of Helix TCS, Inc. is Ben Borgers, a licensed Certified Public Accountant who provides services in the areas of audit and business consulting..

The party acting as the transfer agent for Helix TCS, Inc. is:

Corporate Stock Transfer
3200 Cherry Creek Drive South
Suite 130
Denver, CO 80209
Phone: 303-282-4800

Corporate Stock Transfer is registered as a Transfer Agent with the Securities & Exchange Commission. An inquiry to the transfer agent as of the Company was the source of confirmation of the common shares, issued and outstanding.

Further, upon inquiry of management and directors of the corporation, and to the best of my

knowledge, neither the management, officers nor Board of Directors or any person or entity holding at least five percent (5%) of the corporation's stock is currently under investigation by any Federal or State regulatory authority for any violation of Federal or State securities law.

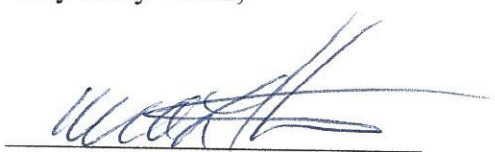
As to matters of fact, I have relied on information obtained from public officials, officers of the Issuer and other sources, and all such sources are believed to be reliable.

I have (i) conferred 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.

The opinions and conclusions contained in this Opinion Letter are based upon documentation and facts made available to me and discussions with Helix TCS, Inc.'s management and its' Board of Directors, and are solely based on the accuracy of those documents and facts. Further, I have reviewed all prior disclosures posted by Helix TCS, Inc. with various News Services, as amended. All such amended information is believed to be accurate and reliable subject to Subsequent Events where noted. In the event that the facts and information in any or all of such documents are determined not to be true, this opinion is rescinded and to be deemed null and void. I have discussed the above documentation, and the underlying assumptions this firm is relying upon, with the Management of Helix TCS, Inc.

No person or entity other than OTC Markets Group, Inc. is entitled to rely upon this opinion. OTC Markets Group, Inc. however, is granted full and complete permission and rights to publish this document via the OTC Disclosure and News Service for viewing by the general public and regulators. The public and OTC Markets Group, Inc. December rely on the above in determining whether has made adequate current information publicly available within the meaning of Rule 144(c) (2) of the Securities Act of 1933. The information which has been posted via OTC Disclosure News Service constitutes adequate current public information, is available within the meaning of S.E.C. Rule 144(c)(2) of the Securities Act, and includes all the information that a broker-dealer would be required to obtain from an issuer in order to publish a quotation for its securities pursuant to Rule 15c2-11 under the Securities Exchange Act of 1934, and complies as to form with the OTC Market Group's Guidelines for Providing Adequate Current Information. The author of this Opinion of Counsel is licensed in the State of Colorado. Counsel is a United States citizen, is permitted to practice before the Securities and Exchange Commission and has not been prohibited from such practice.

Very Truly Yours,



Michael A. Littman

Cc: Helix TCS, Inc.