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May 13, 2016

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

Re: Sonasoft Corp. Annual Reports and Publicly Available Information

To Whom It May Concern:

We have been retained as legal counsel by Sonasoft Corp., a California corporation (the "Company") and an issuer of securities (the "Securities") expected to be quoted on the OTC Markets, Inc. (the "OTC"), for purposes of rendering this letter. The OTC may rely upon this opinion letter in determining whether the Company has made current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933 (the "Act"). In the preparation of this letter and with regard to matters of fact, we have relied upon information obtained from public officials, officers and directors of the Issuer and other sources. We believe that all sources of relied upon information are reliable.

We have examined and are familiar with the Articles of Incorporation, as amended to date, of the Company filed with the Secretary of State of the State of California, the Bylaws of the Company, transfer agent records, and such other records and documents of the Company officials and such other documents as we have deemed appropriate as a basis for the opinion set forth below, including but not limited to the information posted on the OTC Disclosure and News Service and provided to the Securities and Exchange Commission and available on their online record of company filings. The relied upon disclosures include, but are not limited to, the disclosures listed below, which are publicly available and all publicly available information is referred collectively as the "Information":

- Filing 1-A/A Amendment No. 14 to Regulation A Offering Statement, Filed 3/28/2016

- Filing 1-A/A Amendment No. 13 to Regulation A Offering Statement, Filed 8/20/2014
- Filing 1-A/A Amendment No. 12 to Regulation A Offering Statement, Filed 8/4/2014
- Filing 1-A/A Amendment No. 11 to Regulation A Offering Statement, Filed 7/7/2014
- Filing 1-A/A Amendment No. 10 to Regulation A Offering Statement, Effective 2/24/14

In connection with the preparation of this letter, we have reviewed the following documents that contain information concerning the Issuer and the Securities. These documents were made publicly available through the OTC Disclosure & News Service as of the posted date:

Posted Date	Report Title	Period End Date	Status
May 11, 2016	Annual Report - Annual Financial Statements & Notes Dec 31, 2015	Dec. 31, 2015	Active
Mar 14, 2016	Annual Report - Unaudited Statement of Cash Flow FYE Dec 31, 2015	Dec 31, 2015	Active
Mar 14, 2016	Annual Report - Unaudited Balance Sheet Dec 31, 2015	Dec 31, 2015	Active
Mar 14, 2016	Annual Report - Unaudited Income Statement FYE Dec 31, 2015	Dec 31, 2015	Active
Mar 14, 2016	Annual Report - Company information and disclosure statement	Dec 31, 2015	Active
Nov 18, 2015	Quarterly Report - Company Information and Disclosure Statement Sept. 30, 2015	Sept 30, 2015	Active
Nov 17, 2015	Quarterly Report - UNaudited Statement of Cash Flows Q3, 2015	Sept 30, 2015	Active
Nov 17, 2015	Quarterly Report - Unaudited Balance Sheet as of Sept 30, 2015	Sept 30, 2015	Active
Nov 17, 2015	Quarterly Report - Unaudited Income Statement Q3, 2015	Sept 30, 2015	Active
Oct 28, 2015	Annual Report - Audited Financial Statements YE Dec 31, 2013 & Dec 31, 2014	Dec 31, 2014	Active
Aug 18, 2015	Quarterly Report - Company Information and Disclosure Statement June 30, 2015	Jun 30, 2015	Active
Aug 17, 2015	Quarterly Report - Balance Sheet as of June 30, 2015	Jun 30, 2015	Active
Aug 17, 2015	Quarterly Report - Statement of Cash Flow June 30, 2015	Jun 30, 2015	Active
Aug 17, 2015	Quarterly Report - Income Statement Quarter Ending June 30, 2015	Jun 30, 2015	Active
Jun 8, 2015	Attorney Letter with Respect to Current Information - Attorney Opinion Letter Year 2014 Annual Report	Dec 31, 2014	Active
May 27, 2015	Annual Report - Company Information and Disclosure Statement (Annual Report)	Dec 31, 2014	Active
May 27, 2015	Annual Report - Notes to Financial Statements (Unaudited)	Dec 31, 2014	Active

May 15, 2015	Quarterly Report - Unaudited Statement of Cash Flows March 31, 2015	Mar 31, 2015	Active
May 15, 2015	Quarterly Report - Unaudited Balance Sheet March 31, 2015	Mar 31, 2015	Active
May 15, 2015	Quarterly Report - Unaudited Income Statment Q1, 2015	Mar 31, 2015	Active
May 15, 2015	Quarterly Report - Company Information and Disclosure Statement March 31, 2015	Mar 31, 2015	Active

After our review of the Information and the Company, which included communications with and personally meeting with the officers and a majority of the directors of the Company to discuss the Information, we are of the opinion that the Information constitutes adequate current public information concerning the Securities and the Company within the meaning of the Act, including all information that a broker-dealer would be required to obtain from the Company to publish a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act. The Information also complies with the Pink OTC Market Guidelines, located on the Internet at *www.OTCMarkets.com*, for providing adequate current information. Please be advised that the financial statements contained in the disclosures listed above, which were prepared by Subash Sachdeva, the Company's acting Chief Financial Officer, are unaudited.

The Issuer's transfer agent is Corporate Stock Transfer, Inc. an entity registered as a transfer agent with the SEC. In order to confirm the number of outstanding shares the transfer agent's certification of the outstanding number of shares as of December 31, 2015 was relied upon and compared with the Information. The number of outstanding shares as of December 31, 2015 accords with the Information of the Company, particularly Annual Report – Financial Statements and Notes Dec. 31, 2015 and is 276,275,566 shares as of December 31, 2015.

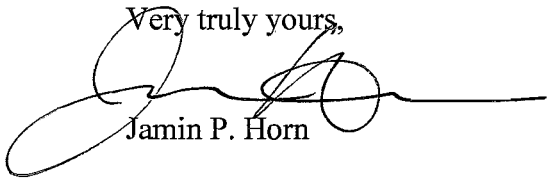
To our actual current knowledge, after inquiry with management of the Company, neither (i) counsel, (ii) the Company, or (iii) any 5%+ holder of the Securities is currently under investigation by any federal or state regulatory authority for any actual or alleged violation of federal or state securities laws.

I am a citizen of the United States of America and authorized to practice by the State of California. I am permitted to practice before the Securities and Exchange Commission and have never been prohibited from practice thereunder. Neither I nor this firm expresses any opinion with respect to the applicable laws, or the effect or applicability of the laws, of any jurisdiction other than those of the securities laws of the United States of America and the

State of California. In particular, but without limitation, we do not express any opinion with respect to the Blue Sky or securities laws of any state other than California or other jurisdiction.

This opinion is furnished by us solely for the benefit of, and may be relied upon only by, the issuer Sonasoft Corp. and OTC Markets Group Inc., to whom this letter is addressed. This letter may not be relied upon by any other person, firm or other entity without my express prior written consent. Pink OTC Markets Group Inc. is granted full and complete permission and rights to publish the letter through the OTC Disclosure and News Service for viewing by the public and regulators. We are not assuming any professional responsibility to any other person by rendering this opinion. It is understood that this opinion speaks as of the date given, notwithstanding any delivery as contemplated above on any other date.

Very truly yours,



Jamin P. Horn