whitesummers

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805 SW Broadway, Suite 2440
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Telephone: (503) 419-3000 | Facsimile: (503) 419-3001
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May 4, 2016

Via Facsimile (212) 652-5920

Issuer Services
OTC Markets Group
304 Hudson Street, 3rd Floor
New York, NY 10013

Re: Attorney Letter Agreement for Merger Mines Corporation

Dear Sir/Madam:

I have enclosed the attorney letter agreement on behalf of our client Merger Mines Corporation, together with a photocopy of my driver's license.

Please feel free to contact me if you require any additional information.

Very truly yours,
WHITE SUMMERS CAFFEE & JAMES LLP

William H. Caffee

WHC/ab

Enclosures

whitesummers

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May 4, 2016

Via UPS

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

Re: Attorney Letter for Merger Mines Corporation

Dear Sir/Madam:

I have been asked by Merger Mines Corporation ("***MERG***") to provide OTC Markets Group, Inc. ("***OTC Markets***") a letter with respect to the information publicly disclosed by MERG and published in the OTC Markets Disclosure & News Service. OTC Markets is entitled to rely on this letter in determining whether MERG has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933.

I am a United States resident and have been retained by MERG for the purpose of providing this letter and related matters. White Summers Caffee & James, LLP is general counsel for MERG. I have examined such corporate records and other documents and such questions of law as I considered necessary or appropriate for purposes of rendering this letter.

I am authorized to practice law in the United States and the state of Oregon, and in the United States District Courts for Oregon. I am permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder.

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

In connection with the preparation of this letter, I reviewed MERG's Annual Report for the twelve months ended December 31, 2015, as posted on OTC Markets Disclosure & News Service on March 2, 2016, and MERG's Annual Report for the twelve months ended December 31, 2014, as posted on OTC Markets Disclosure & News Service, on September 22, 2015. I also reviewed MERG's Interim Financial Report for the 3 months ending September 30, 2015, as posted on OTC Markets Disclosure & News Service on November 12, 2015, as well as Supplemental Information as posted on OTC Markets Disclosure & News Service on March 2, 2016 (collectively the "***Information***"). All of the foregoing reports have accompanying notes which are integral to such statements and are to be considered by interested parties.

The Information (i) constitutes "adequate current public information" concerning the securities and MERG and "is available" within the meaning of Rule 144(c)(2) under the Securities Act of 1933, (ii) includes all of the information that a broker-dealer would be required to obtain from MERG to publish a quotation for the securities under Rule 15c2-11 under the Securities Exchange Act of 1934, (iii) complies as to substance with the OTC Markets OTC Pink Disclosure Guidelines, which are located on the Internet at www.otcmarkets.com, and (iv) has been posted through the OTC Disclosure & News Service.

None of the Information has been audited. The person responsible for the preparation of the financial statements contained in the Information is MERG's Controller Scott Beggs. Mr. Beggs has experience with reporting financial statements through his education and business experience and is believed to be qualified in preparing GAAP financial statements. Mr. Beggs received his B.A. in Accounting from Northwest Nazarene College in 1980, and has over 27 years of accounting experience in public accounting, consulting and private industry. Mr. Beggs has served as Controller for multiple companies and his industry experience includes mining, retail trades, real estate management, restaurants and professional services.

MERG's transfer agent is Northwest Stock Transfer. The transfer agent is registered with the Securities and Exchange Commission. I have communicated directly with the transfer agent to confirm the number of shares outstanding.

I have personally met with management and a majority of the directors of MERG, reviewed the Information published by MERG through the OTC Disclosure & News Service and discussed the Information with management and a majority of the directors of MERG. To the best of my knowledge, after inquiry of management and a majority of the board of directors of MERG, neither MERG, nor any 5% shareholder of MERG, nor undersigned counsel 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, is unchanged. No person other than OTC Markets is entitled to rely on this letter. OTC Markets has permission to publish this letter through the OTC Disclosure & News Service for viewing by the public and regulators.

Very truly yours,
WHITE SUMMERS CAFFEE & JAMES, LLP

William H. Caffee

WHC/ab

cc: Merger Mines Corporation—via email