



February 13, 2017

Via OTC Disclosure and News Service

OTC Markets Group, Inc.  
304 Hudson Street, 2<sup>nd</sup> Floor  
New York, New York 10013

**Re: Opinion Letter Regarding Current Public Information  
Halitron, Inc. (OTC Pink: HAON)**

Dear Sir or Madam,

Please be advised that I have been retained by Halitron, Inc. ("HAON") a Nevada corporation (the "Issuer"), to provide this opinion to you. In connection therewith, the OTC Markets Group, Inc. ("OTC Markets") is entitled to rely on the contents herein in determining whether the Issuer has made adequate current public information within the meaning of Rule 144(c)(2) promulgated under the Securities Act of 1933 (the "Act"). Notwithstanding the foregoing, OTC Markets has complete and unrestricted permission to publish this opinion letter via the OTC Disclosure and News Service ("OTC Disclosure") for viewing by the general public, however, no persons other than OTC Markets may act in reliance thereupon.

I am a citizen of, and reside in, the United States of America and am an attorney licensed to practice before the Supreme Court of Illinois, the United States Tax Court and various United States District Courts. Accordingly, no attempt is made herein to provide an opinion with regards to the laws of any jurisdiction other than the aforementioned. Moreover, I have not been prohibited or otherwise enjoined from practicing before the Securities and Exchange Commission ("SEC") or any other government or self-regulatory agency. The Issuer has retained me as General Counsel for the purpose of reviewing the current information disclosed by it as well as all legal matters pertaining to the Issuer.

In connection with the opinion contained herein, I have reviewed applicable federal laws, rules and regulations, including, specifically, the Securities Act of 1933 and Securities Exchange Act of 1934 (the "Exchange Act"). Moreover, I have examined originals or copies, certified or otherwise identified to my satisfaction, of such documents, certificates or records provided to me by Issuer as I have deemed necessary or appropriate bases for the opinion set forth herein; such documents, certificates and records being, to the best of my knowledge and belief, reliable. This includes,

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specifically, the Issuer's: (A) Quarterly Report for the period ending March 31, 2016, filed with the OTC Disclosure on May 15, 2016 and the unaudited financial statements of even date made part therewith; (B) Quarterly Report for the period ending June 30, 2016, filed with OTC Disclosure on August 30, 2016 and the unaudited financial statements of even date made part therewith; and (C) Quarterly Report for the quarter ending September 30, 2016, filed with the OTC Disclosure on November 14, 2016 and the unaudited financial statement of even date made part therewith (A, B, and C collectively, the "2016 Quarterly Reports"), and (D) Annual Report for the fiscal year ending December 31, 2016, filed with OTC Disclosure on February 13, 2016 and the unaudited financial statements of even date made part therewith (together, the "2016 Annual Report").

In my examination, I have assumed the legal capacity of all natural persons, the genuineness of all signatures, the authenticity of all documents submitted to me as originals, the conformity to original documents of all documents submitted to me as certified or photostatic copies and the authenticity of the originals of such copies.

Based upon the foregoing, I am of the opinion that the information contained in the 2016 Quarterly Reports and 2016 Annual Report (a) constitute "adequate current public information" concerning the securities of the Issuers and "is available" within the meaning of Rule 144(c)(2) of the Act; (b) include all of the information that would be required by a broker-dealer so as to enable the same to publish a quotation for the securities of the Issuer under Rule 15(c)2-11 of the Exchange Act; (c) complies as to form with the OTC Markets Group's Guidelines for Providing Adequate Current Information, which are found on the internet at [www.otcmarkets.com](http://www.otcmarkets.com), and (d) has been posted through OTC Disclosure.

In accordance with the foregoing opinion, the following additional information is provided:

- a. The transfer agent of the Issuer is First American Stock Transfer, Inc. 4747 N. 7<sup>th</sup> Street Suite 170 Phoenix, AZ 85014 (Transfer Agent). The Transfer Agent is registered with the SEC. A shareholder list provided by the Transfer Agent as of February 13, 2017 is relied upon as the source of information providing for the equity capitalization of the Issuer. As of February 13, 2017, the equity capitalization is as follows:

<u>Class</u>	<u>Authorized</u>	<u>Outstanding</u>
Common	650,000,000	418,427,373
Preferred	20,000,000	20,000,000

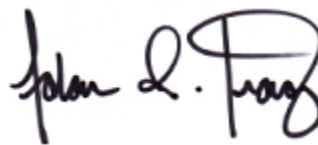
- b. Counsel has personally met with Mr. Bernard Findley, Chief Executive Officer, President, and Director of the Issuer. Moreover, Counsel has had further occasion to discuss and review the Information Statement and 2016 Annual Report with the aforementioned individual. Upon discussion therewith, and on the basis of further independent review, it is my belief that neither Mr. Findley nor any Directors of the

Issuer, or any shareholder of the Issuer holding at least five (5%) percent of the issued and outstanding shares of the Issuer, or counsel, are currently under investigation by the SEC or any other federal or state regulatory authority in connection with any alleged violations of securities statutes;

- c. The Issuer's fiscal year end is December 31<sup>st</sup>. The unaudited financial statements made part of the 2016 Annual Report are prepared in accordance with the Generally Accepted Accounting Principles (the "Financial Statements"). I have specifically reviewed copies of the Financial Statements and discussed the same with the Issuer. The Financial Statements were prepared internally by management who have extensive experience in the areas of accounting and finance, and who are familiar with the business affairs of the Issuer.

The opinions contained in this Letter are limited to the date hereof and I do not in any event undertake to advise you of any facts or circumstances occurring or coming to my attention subsequent to the date hereof.

Yours very truly,

A handwritten signature in black ink, appearing to read "Adam S. Tracy". The signature is fluid and cursive, with the first name "Adam" and last name "Tracy" being clearly legible, and "S." in the middle.

Adam S. Tracy, Esq.

cc: Mr. Bernard Findley