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September 18, 2017

Issuer Services

OTC Markets Group, Inc.

304 Hudson Street

New York, NY 10013

Re: UMF Group, Inc., a Colorado corporation (UMFG) (the "Company" or "Issuer")

Gentlemen and Ladies:

Please be advised as follows:

1. OTC Markets Group, Inc. is entitled to rely on this letter in determining whether the Issuer has made current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933.
2. I am a United States resident and have been retained by the Issuer for the purpose of rendering this letter and other matters; specifically, I am an attorney acting as Special Counsel to the Issuer.
3. I have examined such corporate records and other documents and such questions of law as I considered necessary or appropriate under the circumstances for the purpose of rendering this letter.
4. I am authorized to practice law in the state of Arkansas. This letter applies to laws of the United States of America and to all jurisdictions therein. This letter does not rely on the work of other counsel.
5. I am permitted to practice before the United States Securities and Exchange Commission (the "SEC") and have not been prohibited from practicing thereunder.
6. 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. In my examination, I have assumed the genuineness of all signatures on all documents, the legal capacity of all natural persons, the authenticity of all document submitted to us as originals, the conformity to original documents of all documents submitted to us as photostatic copies, and authenticity of the originals of such latter documents.

7. I have reviewed the following reports published by OTC Markets Group:

- Supplemental Information, as published on OTC Markets Group by the Company on September 14, 2017 and May 13, 2017, respectively, applicable to the periods ended June 30 and March 31, 2017, respectively;
- The Annual Report for December 31, 2016, as published on OTC Markets Group on January 17, 2017, and purports to cover the periods of December 31, 2016 and December 31, 2015, as balances are shown for those periods;
- Interim Financial Report for the Period December 31, 2016, as published on OTC Markets Group by the Company on January 17, 2017 (this was most likely, and is listed as, the Initial Disclosure;
- Quarterly Reports for the Periods Ended June 30, and March 31, 2017, as published on OTC Markets Group by the Company on August 31, 2017 and May 13, 2017, respectively;
- Attorney Letter with Respect to Current Information for the period ended December 31, 2016, as published on January 25, 2017;
- Quarterly Reports for the Periods Ended September 30, June 30, and March 31, 2017, all as published on OTC Markets Group by the Company on January 17, 2017;

It is my opinion that said documents are accurate, up-to-date and contains the most current information available on the Issuer.

8. The information referred to above (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 of 1933, (ii) includes all of the information that a broker-dealer would require 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 Group, Inc.’s Guidelines for Providing Adequate Current Information, which are located on the Internet at www.otcmarket.com, and (iv) has been posted through the OTC Disclosure and News Service.

9. The person responsible for the preparation of the Company’s financial statements is Sean Ross, and they were prepared internally. Mr. Ross has extensive experience in the oil and gas industry for 20 years. Mr. Ross worked with multiple private Oil & Gas companies as a consultant of Business Development to develop and manage fundraising in the Shale plays. Mr. Ross also focused on the midstream and service side of the energy business. He began his career with Shell

Exploration & Production as a surveyor in their West Coast division. Subsequently, he held positions of increasing responsibility within Shell Exploration & Production and was named the Area Manager for their Rocky Mountain exploration assets. Mr. Ross is familiar with all material aspects of reporting and of the operations. He is, in my opinion, qualified and competent to prepare the financial statements and disclosures. The financial statements have not been audited.

10. The Issuer's transfer agent is Action Stock Transfer Corporation, and is registered with the SEC. The contact information for the transfer agent is:

2469 E. Fort Union Blvd., Suite 214
Salt Lake City, UT 84121
Telephone: (801) 274-1088

I have confirmed the number of outstanding shares in the information by reviewing the shareholder list and communicating with the transfer agent.

11. I have (i) telephonically met with management of the Issuer and its directors, (ii) reviewed the Information, published by the Issuer through OTC Disclosure and News Service and (iii) discussed pertinent information with its management and directors.

12. To the best of my knowledge, after inquiry of management and the directors, neither the Issuer, any 5% shareholder, nor counsel is under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

13. This letter is given solely to you, and may not be released to or relied upon by, nor is it intended to benefit, any other person or for any other purpose without our prior written consent; provided, however, OTC Markets Group, Inc., has full and complete permission to publish this letter through the OTC Disclosure and News Service for viewing by the public and regulators.

Sincerely,

A handwritten signature in cursive script that reads "John T. Root, Jr.".

John T. Root, Jr