

**JONATHAN D. LEINWAND, P.A.**

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May 10, 2019

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

**Re: MedX Holdings, Inc.**  
Opinion of Counsel regarding Adequate Current Information

Dear Sir or Madam:

This firm has acted as legal counsel for MedX Holdings Inc. (“*MedX*” or the “*Company*”) and has been retained 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 with regard to the Pink OTC Markets Disclosure Guidelines.

In the course of preparing this opinion, counsel has reviewed the following documents relating to the Company (together with the date they were posted through the OTC Disclosure and News Service, if applicable):

PUBLISH DATE	TITLE	PERIOD END DATE
05/05/2019	Annual Report - MEDH - Annual Report for the Year ended December 31, 2018	12/31/2018
11/29/2018	Quarterly Report - Amended Disclosure	09/30/2018
11/21/2018	Quarterly Report - Quarterly Report	09/30/2018
11/14/2018	Notification of Late Filing - Notification of Late Filing	09/30/2018
10/14/2018	Quarterly Report - Amended Disclosure	06/30/2018
10/09/2018	Quarterly Report - Amended Disclosure	06/30/2018
09/27/2018	Quarterly Report - Quarterly Report	06/30/2018
08/15/2018	Notification of Late Filing - Notification of Late Filing	06/30/2018
06/05/2018	Quarterly Report - Quarterly Report	03/31/2018

Counsel has also examined other related corporate information as necessary and information provided by the Company’s management for the purposes of this letter.



Additionally, counsel has personally conferred with Mark Miller, the Company's sole officer and director and discussed the information contained in the Company's disclosure statements.

The opinions and conclusions contained in this Opinion Letter are based upon documentation and facts made available to this firm and are solely based on the accuracy of those documents and facts. Further, counsel has reviewed all prior disclosures posted by the Company with OTC Disclosure and News Service, as amended and the Company. All such 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the event that the facts and information in any or all of such documents are determined not to be true, this opinion is rescinded to and to be deemed null and void.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 the corporation.

The Company has 200,000,000 (Two Hundred Million) authorized common shares and 7,000,000 (Seven Million) Preferred Shares of which: 143,611,216 shares of common stock and 400,000 shares of Preferred Shares are issued and outstanding as of the date hereof. The Company's fiscal year end is December 31.

The party responsible for the preparation of the unaudited financial statements of the Company is Erwin Vahlsing, Jr. Mr. Vahlsing provides outsource accounting services including interim and part-time CFO services with a focus on small to mid-size public companies and the preparation of their SEC filings. He was previously the CFO at ICOA, Inc. and Sungro Minerals, Inc. He has an MBA from the University of Rhode Island and a BS in accounting and finance from the University of Connecticut School of Business.

The Company's Transfer Agent is:

Corporate Stock Transfer, Inc.  
3200 Cherry Creek Drive South  
Suite 430  
Denver, CO 80209

An inquiry to the transfer agent was the source of confirmation of the Company's shares outstanding. Additionally, a search of the SEC's EDGAR system confirmed that Corporate Stock Transfer is a registered transfer agent

Further, to inquiry of management and directors of the corporation, to the best of this firm's knowledge, neither the Company nor 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.

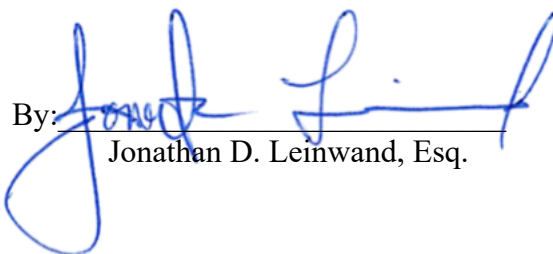
The Company asserts that it is not now and has never been a shell company as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Securities Exchange Act of 1934.



No person or entity other than OTC Markets is entitled to rely upon this opinion. OTC Markets, 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 may rely on the above in determining whether the Company 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 and News Service constitutes adequate current public information, is available within the meaning of S.E.C. Rule 144(c)(2) of the Securities Act, 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 Markets Guidelines for Providing Adequate Current Information.

The author of this letter has been admitted to practice in the State of Florida and is resident of the United States. The opinions expressed herein are in reference to the laws of the United States. Counsel is permitted to practice before the Securities and Exchange Commission and has not been prohibited from practice before the Commission, nor has been so at any time during the last 5 years and is not currently under investigation by any federal or state regulatory authority. Counsel does not own any of the Company's securities and has no agreement to receive any of the Company's securities in the future.

Very Truly Yours,  
JONATHAN D. LEINWAND, P.A.

By:   
Jonathan D. Leinwand, Esq.