

# MAILANDER LAW OFFICE, INC.

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September 27, 2019

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

RE: Eco Innovation Group, Inc.  
Ticker Symbol: "ECOX"

To Whom It May Concern:

This letter amends our letter dated September 26, 2019 to include corrected upload dates referencing the Eco Innovation Group's filings on the OTC Disclosure & News Service on page 2 hereof.

OTC Markets Group, Inc. is entitled to rely on this letter in determining whether Eco Innovation Group, Inc. ("Company") has made adequate current public information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933.

The undersigned is a U.S. resident. The Company retained this law firm as special counsel solely to review the current information provided by the Company, and for the purpose of rendering this letter and related matters.

This firm does not beneficially own any shares of the Company's common stock, and has not agreed to receive, or has an agreement to receive in the future, shares of the Company's common stock in payment for services.

I have examined such corporate records and other documents and such questions of law as I considered necessary or appropriate for purposes of rendering the legal opinions in this letter.

I am an attorney at law, duly licensed and in good standing by the State Bar of California to practice law before all of the Courts in the State of California. Additionally, I am a member of the bar and am qualified to practice before the United States District Court for the Southern District of California, and the U.S. Ninth Circuit Court of Appeals. I am eligible to practice before the U.S. Securities and Exchange Commission and have not been prohibited from doing so. My licensed practice as noted above, in conjunction with the opinions expressed in this letter, directly involves the application of the laws of the United States of America. I am solely responsible

for the investigation and opinions expressed in this letter, and have not relied upon other counsel. I am not currently, nor for the previous 5 years, been suspended or barred in any state or jurisdiction or charged in a civil or criminal case.

Regarding matters of fact concerning this letter, I have relied upon information obtained from public officials, officers of the issuer, and other sources as I have seen fit. Regarding any and all other sources, I believe the sources were reliable.

In preparing this letter, I reviewed the following specific documents containing information about the issuer and the securities that are publicly traded through the OTC Disclosure & News Service. The following specific documents were posted on the OTC Disclosure & News Service, referencing the publication dates:

- A. Quarterly report of the issuer for the quarter ended June 30, 2019 filed on September 26, 2019.
- B. Quarterly report of the issuer for the quarter ended March 31, 2019 filed on September 26, 2019.
- C. Annual report of the issuer for the year ended December 31, 2018 filed on September 26, 2019.
- D. Quarterly report of the issuer for the quarter ending September 30, 2018, filed on November 26, 2018.
- E. Quarterly report of the issuer for the quarter ending June 30, 2018, filed on September 12, 2018, and as amended on September 14, 2018.
- F. Quarterly report of the issuer for the quarter ending March 31, 2018, filed on April 25, 2018.
- G. Annual report of the issuer for the year ended December 31, 2017 filed on March 6, 2018.

Rule 144(c)(2) specifies the information concerning an issuer that must be publicly available before the issuer will be deemed to have satisfied the public information requirement of the Rule (SEC Release 6099, at \*8, Item 19). The “information” referred to in Rule 144(c)(2) is “the information concerning the issuer specified in paragraphs (a)(5)(i) to (xiv), inclusive, and paragraph (a)(5)(xvi) of § 240.15c2-11” under the Exchange Act. The information that must be disclosed consists of:

- The exact name of the issuer and its predecessors (if any);
- The address of the principal executive offices;
- The state of incorporation;
- The exact title and class of securities;
- The par or stated value of the securities;
- The number of shares outstanding as of the end of the issuer’s most recent fiscal year;
- The name and address of the issuer’s transfer agent;
- The nature of the issuer’s business;
- The nature of the issuer’s products or services offered;
- The nature and extent of the issuer’s facilities;
- The name of the issuer’s Chief Executive Officer and of the members of the issuer’s Board of Directors;
- The issuer’s most recent balance sheet; profit and loss statement; and retained earnings statement; and,



- Similar financial information for that part for the preceding fiscal year that the issuer or its predecessor has been in existence.

After reviewing the aforementioned documents and analyzing the information contained in them against the above legal standards, the information (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; (ii) includes all the information that a broker-dealer would be required to obtain from the issuer to publish a quotation for the Securities under Rule 15c2-11 under the Securities and Exchange Act of 1934 (the “Exchange Act”); (iii) complies as to form with the OTC Markets Group’s Pink Basic Disclosure Guidelines, which are located at [www.otcmarkets.com](http://www.otcmarkets.com); and, (iv) has been posted through the OTC Disclosure and News Service.

The person responsible for preparing the issuer’s financial statements was Jesus Quintero, CPA. The financial statements are not audited. From January, 2013 to September, 2014, Mr. Quintero served as the Chief Financial Officer of the Brazil Interactive Media, Inc. Mr. Quintero is the current CFO for Mass Roots Inc (OTC: MSRT ). From 2011 to the present, Mr. Quintero has served as a financial consultant to several multi-million dollar businesses in South Florida. He has extensive experience in public company reporting and SEC/SOX compliance, and held senior finance positions with Avnet, Inc. (NYSE: AVT), Latin Node, Inc., Globetel Communications Corp. (AMEX: GTE) and Telefonica of Spain. His prior experience also includes tenure with Price Waterhouse and Deloitte & Touche. Mr. Quintero earned a B.S. in Accounting from St. John’s University and is a certified public accountant.

The issuer’s transfer agent is Nevada Agency and Transfer Company and is registered with the SEC. Counsel confirmed the total number of outstanding securities by direct communication and confirmation with the transfer agent.

We have (i) personally met with management and the sole director of the issuer, Mr. John English; (i) reviewed the information, as amended, published by the issuer through the OTC Disclosure and News Service; and, (iii) discussed the information with management and the sole director, Mr. English.

To the best knowledge of the undersigned, and after inquiry of management and the sole director Mr. John English, neither the issuer, Mr. English, any 5% beneficial owner of the issuer’s securities, or counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

No person other than OTC Markets Group, Inc. is entitled to rely upon this letter. The undersigned grants OTC Markets Group, Inc. full and complete permission and rights to publish the letter through the OTC Disclosure and News Service for public viewing.

Based upon our review of the Company’s current OTC Markets filings, and including public filings with the Secretary of State of Nevada, internal minutes and board resolutions of the issuer’s board of directors, and direct communications with current management, it is our legal opinion that the Company is not currently a

shell company. The facts supporting this opinion include, but are not limited to: (i) the Company's research and development efforts and operations focused on the creation of sustainable products, including an affordable, fire, hurricane and earthquake resilient steel framing system for residential and commercial structures; and, (ii) the Company's announcement of a partnership on 2-3 acres of land in Santa Barbara, California, which will serve as a platform for establishing and promoting its eco-friendly single family and multi family structures, using carbon negative hemp-based products in conjunction with a more affordable and resilient steel framing system.

Regarding the issuer's former operations, and based on my review of its historical data, meeting with former management and reviewing such documents as were prudent, my opinion is that the issuer was not formerly a shell company. The facts supporting this opinion includes, but are not limited to: (i) the issuer's previous operations from 2001 (inception) until 2010, focused on providing infrastructure installation and maintenance services to the telecommunications industry. The issuer's principal office was located at 6406 Willow Rd., Mandan, ND 58554, with additional operations in Granby Colorado. The Issuer had 2 full-time employees and 3 part-time employees. The Issuer owned cable burying equipment with a total value of approximately \$132,081 and had operations during this period. The Issuer's primary and significant customer was Bell Telephone, a company that prior to its break up, maintained market dominance in telecommunications delivery nationwide. In September, 2008, the issuer entered into a share exchange agreement and acquired the business of Hayden Group Enterprises. Additionally, in January 2016, the issuer entered into a share exchange agreement and acquired the business of Expressions Chiropractic & Rehab, PA and Expressions Property Limited, LP, the issuer's wholly owned subsidiaries, located in Dallas and Cedar Hill, Texas. The issuer operated two chiropractic and rehab centers in the Dallas-Fort Worth Metroplex. The issuer also acquired Split Endings, the issuer's wholly owned subsidiary, is an Upscale Beauty Salon, located in Cedar Hill, Texas.

Based essentially on the foregoing, my legal opinion is that the issuer is not currently nor was it ever a shell company, as defined in Rule 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934.

Very truly yours,



Tad Mailander