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July 17, 2020

OTC Markets Group, Inc.
304 Hudson Street, Third Floor
New York, New York 10013

Re: Strategic Asset Leasing, Inc.; Shell Status

Dear Ladies and Gentlemen:

We have been asked to opine with respect to the shell status of Strategic Asset Leasing, Inc., a Wyoming corporation (the “Issuer”). The discussion with respect to such opinion is set forth below.

Factual Background:

Issuer was incorporated on February 27, 2006 under the laws of the State of Nevada with the aim of pursuing lithium mining. Prior to being domiciled in Nevada, Issuer was a Canadian corporation known as Technigen Corporation.

In March of 2013, management decided to change the domicile of Issuer to Wyoming by filing articles of continuance on March 5, 2013, subsequently dissolving the Nevada corporation. On November 12, 2014, certain corporate actions taken by the board of directors and a majority of shareholders became effective. These actions included a change of name to Strategic Asset Leasing, Inc., a first step in moving the principal activity of Issuer toward a service oriented business. On January 7, 2015, Issuer acquired the assets of Strategic Canada Leasing, Inc. as a wholly owned subsidiary. On April 1, 2016, Issuer announced it had entered into an agreement with Northern Tool to handle leasing at 5 locations. Due to Issuer’s inability to raise the capital required, Issuer was unable to move forward with the agreement.

On June 5, 2016, Issuer issued to Universal Marketing Concepts (Denis Bolbat) a \$25,000 note for investments in Issuer. On May 9, 2017, William Lieberman appointed Mr. Bolbat as Sole Director and resigned as CEO and Director of Issuer. Mr. Lieberman remained majority shareholder of 1,000,000 Preferred C shares. In August, 2017, Issuer decided to discontinue operations in the equipment rental sector and develop opportunities in the luxury automobile rental sector. On August 7, 2017, Issuer entered into an memorandum of understanding (“MOU”) with The New Auto Toy Store, a Pompano Beach, Florida company engaged in luxury automobile rentals, to explore joint venture opportunities of expanding into the Canadian market through the Strategic Canada Leasing subsidiary.

On February 6, 2018, due to regulatory restrictions in Canada and the expiry of the MOU, Issuer abandoned the proposed joint venture with The New Auto Toy Store and instead entered into a letter of intent (“LOI”) to acquire The New Auto Toy Store and its Florida operations. On August 3, 2018, after a due diligence period, the company submitted a definitive agreement to acquire The New Auto Toy Store. On February 4, 2019 Mr. Lieberman issued 1,000,000 Preferred

C shares to settle the June 5, 2016 note to Universal Marketing Concepts, making Mr. Bolbat majority shareholder and effecting a change of control. In March of 2019, Issuer and The New Auto Toy Store mutually agreed to forego the acquisition. The decision to cancel the transaction was due in part to a third party finder, with knowledge of the pending acquisition, taking to social media and message boards throughout March and April and adversely impacting the transaction.

On April 3, 2019, Issuer entered into a MOU with Marijuana Business and Marketing Network, a Southeast Asia company, to joint venture on sourcing and importing hemp based products to the US. In January 2020, due to regulatory and taxation hurdles, Issuer abandoned the proposed joint venture to source and import hemp based products from Southeast Asia.

On February 6, 2020, Mr. Bolbat appointed Jason Tucker as CEO of Issuer and resigned his position. Mr. Tucker owns intellectual property for a cash app “Add-On” source code that can be installed into existing applications, allowing inner circle friends to share currency and cryptocurrency amongst one another in a fee-free environment. In addition, Mr. Tucker is developing software, hardware, and source code, which is being reviewed for patenting. Moreover, the patents issued in connection with Mr. Tucker’s intellectual property will be owned by, and the intellectual property under development is owned by, Issuer.

Importantly, however, Issuer has never engaged in, or even proposed, a reverse merger. Moreover, Issuer, under Mr Tucker’s leadership and business acumen, has developed a business plan to implement the Add-On source code to install into existing financial technology applications, develop additional financial technology applications and a hardware device, which when proof of concept has been achieved, the cumulative effect will be that Issuer presents a meaningful addition to the financial technology sector.

Shell Companies: SEC Rules 12b-2, 144(i)(2) and 405:

Rule 12b-2 of the Securities Exchange Act of 1934, and Rule 405 of the Securities Act of 1933, define a shell company as one with no or nominal operations, and either, (i) no or nominal assets, (ii) assets consisting solely of cash and cash equivalents, or (iii) assets consisting of any amount of cash and cash equivalents and nominal other assets. In this regard, the SEC intentionally did not define the term “nominal,” because the SEC believed that the term embodied the principle the SEC sought to apply and was not inappropriately vague or ambiguous. The SEC premised its decision on the fact the such a definition would make circumventing the intent of the regulations and the fraudulent misuse of shell companies easier. As such, because the SEC encourages the use of simple language and plain meaning, the meaning of a nominal asset should be an item that lacks intrinsic value, and so is not considered a real asset. This definition is most commonly ascribed to currency.

Per Rule 144(i) of the Securities Act of 1933, shell companies do not include development stage companies pursuing an identified actual business plan. However, an issuing company that engages in what would be described as a “classic shell company transaction”, a reverse merger, will be subject to additional scrutiny regarding uninterrupted continuity of business activities.

Development Stage Entities: FASB 915:

The most recent updates to FASB 915 remove the financial reporting distinction between development stage entities and other reporting entities from U.S. GAAP. In addition, the amendments eliminated the requirements for development stage entities to, (i) present inception-to-date information in the statements of income, cash flows, and shareholder equity, (ii) label the financial statements as those of a development stage entity, (iii) disclose a description of the development stage activities in which the entity is engaged, and (iv) disclose in the first year in which the entity is no longer a development stage entity that in prior years it had been in the development stage.

Applying the Issuer's factual background to the legal premises results in the following conclusions: (i) Issuer has never undertaken a "classic shell company transaction"; (ii) as set forth on its most recent disclosures, Issuer has cash, office assets and intellectual property that is being considered for patent approval, which has intrinsic value; (iii) Issuer has a business plan to develop a product and service, qualifying it as a development stage company; and (iv) Issuer described its developmental stage status in its disclosures, which is required under FASB 915.

In connection with the factual and legal background provided hereinabove, Counsel has examined such corporate records and other documents and such questions of law as Counsel considered necessary or appropriate for the purposes of rendering this Letter. Counsel has reviewed specific documents concerning the Issuer (the "Information") in connection with the preparation of this Letter, including the following: (i) Information, as amended posted to the through the OTC Disclosure and News Service on July 16, 2020; (ii) corporate minutes of the meetings of its Board of Directors and shareholders; (iii) other related corporate information as were necessary and provided by the Issuer's management; and (iv) personally met with management and a majority of the directors of the Issuer, specifically Jason Tucker, and discussed the Information.

The opinions and conclusions contained in this Opinion Letter are based upon the information and facts made available to Counsel, and are solely based on the accuracy of such Information and facts. Counsel has discussed the above Information and the underlying assumptions Counsel is relying upon, with the management of the Issuer.

This Opinion Letter is governed by and shall be interpreted in accordance with the Legal Opinion Accord (the "Accord") of the American Bar Association Section of Business Law (1991). As a consequence, it is subject to a number of qualifications, exceptions, definitions, limitations on coverage and other limitations, all as more particularly described in the Accord, and this Opinion Letter should be read in conjunction therewith. The law relevant to the opinions expressed herein is limited to the laws of the United States of America.

Based upon the foregoing and subject to the qualifications hereinafter set forth, we are of the opinion that the issuer is not a "shell company" as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934.

The undersigned is licensed in the State of Texas and resides in that state. Counsel is a United States resident and has been retained by the Issuer for the purpose of rendering this Letter and related matters. Counsel is an outside law firm acting as special securities counsel. Counsel does not own any of Issuer's shares and no current agreement exists related to accepting stock as

payment for services in the future. The undersigned is not currently and has never been suspended or barred from practicing in any state or jurisdiction. The undersigned is not currently, or has in the past five years, been the subject of an investigation, hearing, or proceeding by the SEC, the U.S. Commodity Futures Trading Commission (CFTC), the Financial Industry Regulatory Authority (FINRA), or any other federal, state, or foreign regulatory agency.

Counsel has relied on information obtained from public officials, officers of the Issuer, and other sources. Counsel has no reason to believe that the records, certificates, or other documents of the Issuer (that we have reviewed) are not accurate, authentic, or reliable. The opinion expressed above is subject to the following assumptions, exceptions and qualifications:

(a) We have assumed that (i) all information in all documents reviewed by us is true and correct, (ii) all signatures on all documents reviewed by us are genuine, (iii) all documents submitted to us as originals are true and complete, (iv) all documents submitted to us as copies are true and complete copies of the originals thereof, and (v) each natural person signing any document reviewed by us had the legal capacity to do so.

(b) We have made no independent investigation as to the accuracy or completeness of any factual matters contained in the records, documents and certificates that we have reviewed in connection with the foregoing opinion.

(c) We are admitted to practice law in the State of Texas. The opinion expressed above is limited to the federal laws of the United States of America and the laws of the state of Wyoming. No other opinion is expressed regarding the law of other jurisdictions, choice of law, or conflict of law and this Opinion Letter does not rely on the work of other counsel.

(d) Counsel is permitted to practice before the SEC and has not been prohibited from practice thereunder.

OTC Markets Group, Inc. ("OTC Markets Group") is entitled to rely on this Opinion Letter. No person or entity other than the OTC Markets Group is entitled to rely upon this Opinion Letter. We express no opinion as to any matter other than as expressly set forth above, and no opinion on any other matter may be inferred or implied from this Opinion Letter. The opinions expressed herein are given as of the date of this Opinion Letter, and we disclaim any obligation to advise you of any change in any matter set forth herein.

Very truly yours,

Anthony F. Newton

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