

**SAYID AND ASSOCIATES, LLP**  
**Attorneys and Counselors at Law**  
**408 West 57th Street, Suite 8E**  
**New York, NY 10019**  
**Tel: (212) 262-1166, Fax: (212) 247-7535**  
**Efax: (917) 463-0890**  
**Email: sayidlaw@aol.com**

June 11, 2010

Issuer Services  
Pink OTC Markets Inc.  
304 Hudson Street  
Second Floor  
New York, NY 10013

Re: Spectrum Acquisition Holdings Inc., a Nevada corporation  
(Trading symbol:SPAH)

Dear Sir or Madam:

Please be advised that this law firm, Sayid and Associates LLP ("Counsel") has been retained by Spectrum Acquisition Holdings Inc., a Nevada corporation, (trading symbol:SPAH), to provide this opinion letter ("Opinion") to you.

In connection therewith, the Pink OTC Markets, Inc. (hereinafter, "Pink OTC Markets"), is entitled to rely on the contents of this letter in determining whether the Issuer has made adequate current Information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. Pink OTC Markets Inc. has full and complete permission and rights to publish this letter with Pink Sheets News Service for viewing by the general public and regulators but no person other than Pink OTC Markets Inc. may rely upon said Opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933.

We have reviewed and examined the information contained in the Quarterly Report for the period ending June 30, 2009, posted July 29, 2009. On or about July 29, 2009, the information posted was considered "adequate current public information".

We have reviewed and examined the information contained in the Quarterly Report for the period ending September 30, 2009, posted November 11, 2009. On or about November 11, 2009, the information posted was considered "adequate current public information".

Simultaneous to this letter, we have reviewed the Company's Annual Report for the year ending December 31, 2009, posted on April 2, 2010. This information constitutes "adequate current public information" concerning the securities of the Issuer and "is available" within the meaning of Rule 144(c)(2) under the Securities Act, it includes all of 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 Exchange Act of 1934 and complies as to form with the Pink Sheet Guidelines for Providing Adequate Current Information which are located at [Pinksheets.com.etc/guide/disclosure.guidelines](http://Pinksheets.com.etc/guide/disclosure.guidelines) and, the information has been posted in the Pink Sheets News Service.

Subsequent to this letter, we have reviewed the Company's Quarterly Report for the period dated March 31, 2010 and posted with PinkSheets on May 20, 2010.

Therefore, in accordance with your SPAH disclosure requirements, the following is provided: Counsel is a resident of New York and resides in that State in the United States of America, Counsel has been retained by the Issuer for the purpose of rendering this letter and related matters. I am authorized to practice law in the State of New York, Commonwealth of Massachusetts, Commonwealth of Pennsylvania, before the United States Supreme Court, and before the United States Court of Appeals for the Second Circuit. Counsel is permitted to practice before the Securities and Exchange Commission and has not been prohibited from practice there under.

In connection therewith, I have examined such corporate records and other documents and such questions of law as counsel considered necessary or appropriate for purposes of rendering the letter including:

- a) Quarterly Report for the period ending June 30, 2009 and posted July 29, 2009;
- b) Quarterly Report for the period ending September 30, 2009 and posted November 11, 2009;
- c) The Company's Annual Report for the period ending on December 31, 2009, filed on April 2, 2010; and
- d) Company's Quarterly Report for the period ending March 31, 2010 and posted on May 20, 2010.

Spectrum Acquisition Holdings Inc. is a Nevada corporation and was incorporated in the State of Nevada on March 16, 1987 as First American Railways Inc. and changed its name to Spectrum Acquisition Holdings Inc. on September 18, 2007. The corporate offices of the Issuer are located at 4301 West William Cannon, Ste. B150, #253, Austin, TX 78749, and the Company's corporate records, as of December 31, 2009, the authorized capital of the Company is 100,000,000 shares of common stock, par value \$0.001 per share. Based upon the Transfer Agent's records, as of March 31, 2010, 47,013,080 common shares were issued and outstanding.

The Quarterly Report for the period ending on March 31, 2010, said financials contained in the Quarterly Report for the Company are unaudited. Financials contained in the Quarterly Report are unaudited and were prepared by management.

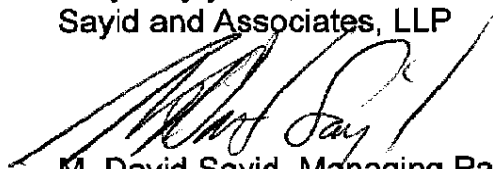
The Transfer Agent of the Issuer is: Transfer On Line, Inc., 512 South East Salmon Street, Portland, OR 97214. The Transfer Agent is registered with the Securities and Exchange Commission. A shareholders list provided by the Transfer Agent as of December 31, 2009 is the source of the outstanding stock of the Issuer.

The information contained in the Quarterly Report for the period ending June 30, 2009 and posted July 29, 2009; the Quarterly Report for the period ending September 30, 2009 and posted November 11, 2009; the Company's Annual Report for the period ending on December 31, 2009, filed on April 2, 2010; and Quarterly Report for the period ending March 31, 2010 and posted on PinkSheets on May 20, 2010, constitute "adequate current public information", (ii) includes all of 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 Exchange Act of 1934 (the "Exchange Act"), (iii) complies as to form with the Pink OTC Markets' Guidelines for Providing Adequate Current Information, which are located on the Internet at [www.PinkOTCMarkets.com](http://www.PinkOTCMarkets.com), and (iv) has been posted through the OTC Disclosure and News Service.

This Opinion and conclusions herein are based upon documentation and facts made available by the Company and are based on the assumption of accuracy of those documents and facts. All such information is believed to be true. In the event the facts and information in all such documents and or other information provided by management are determined not to be true, this opinion shall be null and void. For purposes of this Opinion as to matters of fact we have relied upon information of public officials, officers of the Issuer and other sources and believe all such information to be reliable.

Thank you for your consideration of this matter, and please, do not hesitate to contact me should you have any further questions at 212-262-6188.

Very truly yours,  
Sayid and Associates, LLP



M. David Sayid, Managing Partner

cc. Dale Henry, President  
Spectrum Acquisition Holdings Inc.