

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

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August 21, 2012

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

**Re: Tytan Holdings, Inc.**  
Opinion of Counsel regarding Adequate Current Information and  
Continuing Disclosure Requirements for period ending June 30, 2012

Dear Sir or Madam:

This firm has acted as special counsel for Tytan Holdings Inc. (TYTN 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 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):

- Quarterly Report (for the Quarter ended June 30, 2012, posted August 16, 2012)
- Quarterly Report (for the quarter ended March 31, 2012, posted May 16, 2012)
- Annual Report (for the year ended December 31, 2011, posted May 8, 2012)
- Quarterly Report (for the quarter ended September 30, 2011, posted November 29, 2011)
- Quarterly Report (for the quarter ended June 30, 2011, posted August 15, 2011)
- Quarterly Report (for the quarter ended March 31, 2011, posted June 3, 2011)
- Attorney Letters with Respect to Current Information by David L. Kahn (posted April 29, 2011 and June 8, 2011)
- Initial Company Disclosure Statement (posted September 24, 2010)
- Other related corporate information as were necessary and provided by the corporation's management for the purposes of this letter.

Additionally, counsel has personally met with management and a majority of the directors of the Company.

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. 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the event that the facts and information in any or all of such documents are determined not to be true, this opinion is rescinded to and to be deemed null and void.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 43,333,333 authorized common shares of which: 37,364,395 shares of common stock issued and outstanding as of August 20, 2012. The Company's fiscal year end is December 31.

The unaudited financial statements are prepared internally and reviewed by Mark Leonard, the CEO. Mr. Leonard earned a degree in Economics from the University of Washington in Seattle in 1970. Mr. Leonard worked in the fishing and boating accessories industries prior to creating Rhino Tractors, which imported tractors from China. Mr. Leonard subsequently sold that business and began Tytan once his non-compete was over.

The Company's Transfer Agent is:

Transfer Online, Inc.  
512 SE Salmon Street  
Portland, OR 97214  
Phone: 503.227.2950

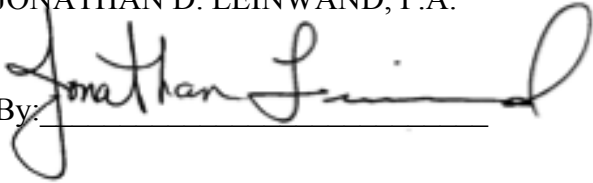
An inquiry to the transfer agent was the source of confirmation of the Company's shares outstanding. Additionally, a search of the SEC's EDGAR system confirmed that Transfer Online is a registered transfer agent.

Further, to inquiry of management and directors of the corporation, to the best of this firm's knowledge, neither TYTN 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.

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 Pink OTC Markets may rely on the above in determining whether TYTN has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933. However, 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. Counsel is permitted to practice before the Securities and Exchange Commission and has not been prohibited from practice thereunder.

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

By: \_\_\_\_\_