## **ASG LAW OFFICES**

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June 25, 2012

OTC Markets Group Inc. 304 Hudson Street, 2<sup>nd</sup> Floor New York, NY 10013

Re: Andiamo Corporation
Quarterly Report for Quarter Ended April 30, 2012

## Ladies and Gentlemen:

I have been requested to render an opinion regarding whether the Information (as defined below), filed by Andiamo Corporation ("ANDI" or "the Issuer") through the OTC Disclosure and News Service, constitutes "adequate current public information", as well as opine on other related matters.

The Issuer has published the following materials through the public OTC Disclosure and News Service:

Quarterly Report for Q3 FY2012
 Financial Statements for Q3 FY2012
 Posted date: June 14, 2012
 Posted date: June 25, 2012

which I have reviewed (the "Information").

In rendering my opinions I have reviewed such matters of law as I have deemed appropriate and have examined originals, counterparts or copies of the Note and such other certificates, records, documents or other instruments, as I have deemed necessary or appropriate to enable me to render the opinions expressed above. The jurisdictions covered by this letter are the state of Nevada, and the laws of the United States of America.

I have personally met with ANDI management, including all officers and directors, I have reviewed the Information (as listed/defined above), published by ANDI through the OTC Disclosure and News Service, and I have discussed the Information with ANDI management.

The person responsible for the preparation of the financial statements in the Annual Report, which are unaudited, is Carol McAtee, CPA, of McAtee and Associates, a CPA firm located at 5401 Central Avenue in St. Petersburg, Florida.

ANDI's transfer agent as of the end of Q3 was New York Stock Transfer, LLC (NYST), a transfer agent registered with the SEC. NYST was purchased in May 2012 by Issuer Direct, which currently operates its transfer agent operations under the name "iTransfer". The method I used to confirm the number of outstanding shares set forth in the Annual Report was to check the figures provided by ANDI against the figures provided in the transfer agent shareholder lists and Articles of Incorporation, as appropriate.

I am of the opinion that the Information, as filed through the OTC Disclosure and News Service on June 14, 2012, (i) constitutes "adequate current public information" concerning the common stock of ANDI, as well as ANDI itself, and "is available" within the meaning of Rule 144(c)(2) promulgated under the Securities Act of 1933, as amended, except for Title 17, Chapter II, section 240.15c2-11(a)(5)(xvi), which is not applicable in this circumstance; (ii) includes all of the information that a broker-dealer would be required to obtain from ANDI to publish a quotation for ANDI's common stock under Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended; (iii) complies as to form with the OTC Markets Group' Guidelines for Providing Adequate Current Information, which are located on the Internet at www.otcmarkets.com; and (iv) has been posted through the OTC Disclosure and News Service.

The opinions expressed in this letter are based solely upon my review of the documents listed above and such other documents as may be specifically referred to in this opinion letter as having been reviewed by me. With respect to factual matters underlying my opinions, I have relied on information obtained from officers of ANDI and other sources, but I represent that all such sources were believed by me to be reliable.

To the best of my knowledge – and after inquiry of ANDI management, including its Board of Directors – neither ANDI, nor any person holding 5% or more of any class of ANDI's stock, nor any recent or current counsel of ANDI, is currently under investigation by any federal or state regulatory authority for any violation of any federal or state securities laws.

I am a U.S. resident and am authorized to practice law in the state of California. I am permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder. I have been retained solely for the purpose of reviewing the current information supplied by the issuer and issuing this opinion letter in connection with such review.

The various statutory provisions and interpretations thereunder by administrative authorities and courts having jurisdiction over the matters on which the foregoing opinion is based are necessarily subject to change from time to time. The opinion expressed herein is based upon the facts as stated above, which have been provided to me by ANDI and is based on my understanding that these facts are accurate and complete. Any alteration in the facts may affect the opinion stated herein. I assume no obligation to supplement this opinion if any applicable law changes after the date hereof or if I become aware of any fact that might change the opinion expressed herein after the date hereof.

This opinion is furnished by me solely for the benefit of, and may be relied upon only by, the issuer ANDI and OTC Markets Group Inc., to whom this letter is addressed, and solely with respect to the opinions referred to in the letter and may not be relied upon by any other person, firm or other entity without my express prior written consent. OTC Markets Group Inc. is granted full and complete permission and rights to publish the letter through the OTC Disclosure and News Service for viewing by the public and regulators. I am not assuming any professional responsibility to any other person by rendering this opinion. It is understood that this opinion speaks as of the date given, notwithstanding any delivery as contemplated above on any other date.

Very truly yours,

**ASG LAW OFFICES** 

AARON S. GOLDBERG