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July 8, 2013

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

RE: Attorney Letter with Respect to Quarterly Report for Bayside Corporation  
(BYSD)

Dear Sir or Madam,

You are entitled to rely on this letter in determining whether Bayside Corporation (“BYSD” or the “Issuer”) has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933.

I am a resident of the United States and have been engaged as special counsel by BYSD. My services include but are not limited to reviewing the current information supplied by the Issuer.

I have personally met with or spoken with the management and the directors of the Issuer and examined such corporate records and other documents and have asked such questions of law as I have considered necessary or appropriate for the purpose of writing this letter. I have relied upon filings made with the Secretary of State of the State of Wyoming and information obtained from officers and directors of the Issuer. I believe the sources I have relied on are reliable.

I am authorized to practice law in the State of New York, as well as the United States District Courts for the Eastern and Southern Districts of New York, which includes the laws of the United States. I am permitted to practice before the Securities and Exchange Commission (the “SEC”) and I have not been prohibiting from practice thereunder.

In preparing this letter, I have reviewed the Issuer’s Quarterly Report and Unaudited Financial Statements for the period ending March 31, 2013, which was posted to the OTC Markets Group News Service on June 12, 2013. As to matters of fact, I have relied on information obtained from public officials, officers of the Company (including documents and records submitted to me by the Company, of which I assumed the authenticity and the truthfulness of all statements of facts set forth therein) and other sources. I have no reason to believe that all such information, documents and records from all such sources are not accurate, authentic and reliable.

The information supplied and reviewed concerning the Issuer's Quarterly Report, posted June 12, 2013, constitutes, in my opinion, adequate current public information concerning the Issuer's securities and is available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. 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 15c 2-11 under the Securities Exchange Act of 1934(the "Exchange Act"); complies as to form with the OTC Markets Groups Guidelines for Providing Adequate Current Information, which are located on the Internet at [www.otcmarkets.com](http://www.otcmarkets.com); and has been posted through the OTC Disclosure and News Service.

The person responsible for the preparation of the Quarterly Report is Gordon H. Johnson, President and Treasurer of Issuer. Mr. Johnson compiled the information for the Issuer and prepared the unaudited financial statements contained in the Quarterly Report. Mr. Johnson minored in accounting at the University of Texas and has had years of experience in the preparation of financial statements for companies with which he has been associated and is qualified to prepare financial statements.

The Issuer's transfer agent is Corporate Stock Transfer, Inc., which is registered with the SEC. The method used to obtain the number of outstanding shares set forth in the Initial Disclosure was to contact the Issuer's transfer agent and receive confirmation as to the outstanding shares.

I have specifically inquired of management to provide me with the identities of all executive officers, directors, general partners or control persons of the issuer. There are two such parties and they are as follows:

Gordeon H. Johnson, Chariman, President and Chief Executive Officer, 15400 Knoll Trail, Suite 501, Dallas, Texas 75248. Mr. Johnson is a Trustee of the Leasu Trust, which is the Managing Member of DZ Energy, LLC that owns 19,904,757 shares of Common Stock and 1 share of Series A Preferred Stock. Mr. Johnson is considered a "Control Person".

H. G. Hurtt, Director, 15400 Knoll Trail, Suite 501, Dallas, Texas 75248. Mr. Hurtt owns 1,440,000 shares of Common Stock.

I have also inquired of management as to the identities of any promoters, finders, consultants or any other advisors of the issuer that assisted, prepared or provided information with respect to the Issuer's disclosure or who received securities as consideration for services rendered to the Issuer. Based upon my investigation and the representations of management, I am satisfied that, to the best of my knowledge, no such persons have been involved in the preparation or providing of information with respect to the Issuer's disclosures. Furthermore, based on my investigation and the representations of management, I am satisfied that the Issuer has not, either directly or indirectly through its officers, directors or control persons or agents, engaged or compensated (or agreed to engage or compensate) any individual or entity to promote market

awareness about its securities or otherwise compensated any individual or entity for public relations or investor relations or promotional activity for the past two years.

However, I have identified the following parties who have received consideration in the form of securities for consulting services rendered:

David Dischiavo, 857 County Road 1178, Sulphur Springs, Texas 75482, was issued 2,000,000 shares of stock on December 29, 2011. This stock was issued as consideration for consulting services related to shareholder relations. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Barton Oil, LLC, 15400 Knoll Trail, Suite 501, Dallas, Texas 75248, was issued 2,000,000 shares of stock on December 29, 2011. This stock was issued as consideration for consulting services related to engineering services and operations oversight on the Issuer's properties. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Joe Foor, 10764 Villager Road, Dallas, Texas, 75320, was issued 2,000,000 shares of stock on December 29, 2011. This stock was issued as consideration for consulting services related to acting as assistant shareholder relations consultant. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Ron Irwin, 1317 N. San Fernando Boulevard, Burbank California 91504, was issued 500,000 shares of stock on December 29, 2011. This stock was issued as consideration for consulting services related to serving as public relations consultant. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Robert Millstone, 1499 Copper Basin Road, Prescott, Arizona 86303, was issued 250,000 shares of stock on March 15, 2012. This stock was issued as consideration for consulting services related to services as a market consultant. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Premier Media Services, Inc., 1046 E. University Drive, Mesa, Arizona 85203, was issued 400,000 shares of stock on April 12, 2012. This stock was issued as consideration for consulting services related to services as a marketing consultant. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

BFS Financial, Inc., 1045 Wyndham Lakes Drive, Suite B, Odessa, Florida 33556, was issued 35,000 shares of stock on May 25, 2012. This stock was issued as consideration for consulting services related to fund raising. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Mauricia Vega III, 14910 Ridge Hill, San Antonio, Texas 78233, was issued 250,000 shares of stock on May 28, 2012. This stock was issued as consideration for consulting services related to services as a marketing consultant and for fund raising. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

A.S. Austin Co., 3990 Old Town Ave, Suite A-112, San Diego, California 92110, was issued 200,000 shares of stock on June 18, 2012. This stock was issued as consideration for consulting services related to fund raising. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Pinnacle Capital Partners, LLC, 2216 E. 24<sup>th</sup> Street, Tulsa, Oklahoma 74114, was issued 1,500,000 shares of stock on June 19, 2012. This stock was issued as consideration for consulting services related to services as a marketing consultant and fund raising. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

Newport Capital Consultants, Inc., 980 Noble Champions Way, Bartonville, Texas 76226, was issued 6,000,000 shares of stock on November 21, 2012. This stock was issued as consideration for consulting services related to services as a marketing consultant and investment banking. This stock has not been registered under the Securities Act, as amended and may not be sold or transferred without registration under said Act or an applicable exemption therefrom.

I have made specific inquiry of each of the persons listed above, persons engaged in promotional activities regarding the Issuer, and persons owning more than ten percent (10%) of the Securities (collectively, the "Insiders"), and based upon such inquiries and other information available to me, any sales of the Securities by Insiders within the twelve-month period prior to the opinion have been made in compliance with Rule 144, including, without limitation, any required filings of Form 144, and nothing has come to my attention indicating that any of the Insiders is in possession of any material non-public information regarding the Issuer or the Securities that would prohibit any of them from buying or selling the Securities under Rules 10b-5 or 10b5-1 under the Exchange Act.

I have reviewed the Information published by the Issuer through the OTC Disclosure and News Service, personally met with management and a majority of the directors of the Issuer, and discussed the Information with management and a majority of the directors of Issuer.

To the best of my knowledge, after inquiry of management and the directors of Issuer, neither the Issuer, nor any 5% holder, nor Counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

No person other than OTC Markets Group is entitled to rely on this letter. However, I hereby grant the OTC Markets Group full and complete permission and rights to publish this letter in the OTC Markets Groups News Service for viewing by the public and regulators.

Very Truly Yours,

A handwritten signature in blue ink that reads "William G. Goode". The signature is written in a cursive, slightly slanted style.

William G. Goode, Esq. MBA