



INTERNATIONAL MONETARY SYSTEMS
Changing the way the world does business.™

April 7, 2017

OTC Markets Group, Inc
304 Hudson St, 2nd Floor
New York, NY 10013

Re: International Monetary Systems, Ltd.

Gentlemen,

I have been retained by International Monetary Systems, Ltd., a Wisconsin corporation (the “Issuer”), to render an opinion as to whether the Annual Report published by the Issuer on the OTD Disclosure and News Service on March 24, 2017 (the “Information”) constitutes adequate current information for purposes of Rule 144(c)(2) promulgated under the Securities Act of 1933. I am employed by the Issuer as general counsel.

OTC Marketing Group, Inc. may rely on this opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Act.

In rendering this legal opinion, I have reviewed certain documents and information furnished by the Issuer including but not limited to the Issuer’s Articles of Incorporation, Bylaws, and minutes of meetings and actions of its Board of Directors and such other documents as I deemed relevant and necessary as a basis for the opinion set forth. In such examinations, I have assumed the genuineness of all signatures set forth on each document, the authenticity of all original documents and the conformity to original documents of all copies of such documents as may have been supplied during the course of my examination.

The person responsible for preparing the financial statements of the Issuer contained in the Information is David Powell, who is qualified to prepare financial statements by virtue of professional certification, experience and education. The financial statements have not been audited.

The Issuer’s transfer agent is Computershare (the “Agent”). The Agent is registered with the SEC as such under the Securities Act. We have confirmed the number of outstanding shares of the Issuer set forth in the information with the Agent.

I have (i) personally met with management and a majority of the directors of the Issuer, (ii) reviewed the Information posted by the Issuer on the OTD Disclosure & News Service, and (iii) discussed the Information with the majority of the directors of the Issuer.

To my knowledge, after inquiry of management and the directors of the Issuer, the Issuer, no holder of five percent (5%) or more of its securities, nor the Issuer's counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

As a result of the foregoing, I am of the opinion that:

1. The Information constitutes adequate current public information concerning the Issuer's securities and the Issuer within the meaning of Rule 144(c)(2).
2. The Information is available within the meaning of Rule 144(c)(2)
3. The Information includes all of the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Issuer's securities under Rule 15c2-11 under the Exchange Act.
4. The information complies as to form with the Pink OTC Markets Guidelines for Providing Adequate Current Information.
5. The Information has been posted through the OTC Disclosure & News Service.

I am a resident of the United States and am admitted to practice law in the State of Wisconsin. I am permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder.

This opinion is limited solely to the laws of the United States of America. This opinion speaks only of the above date and is based solely on the facts and circumstances known to me as of such date. In rendering this opinion, I assume no obligation to revise, update or supplement this opinion in response to any subsequent factual or legal developments.

This opinion is rendered solely to OTC Markets and no person other than OTC Markets is entitled to rely upon it. However, I grant OTC Markets full and complete permission and rights

to publish this opinion through the OTC Disclosure & News Service for viewing by the public and regulators.

Sincerely,



Martin Sklapsky, Atty.
General Counsel
International Monetary Systems, Ltd.