

# MORGAN E. PETITTI

## ATTORNEY AT LAW

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April 2, 2017

OTC Markets Group Inc.  
304 Hudson Street, Second Floor  
New York, NY 10013

Re: AppSwarm, Inc., a Nevada corporation (the "Company" or "Issuer").

Subj.: Letter with Respect to Adequate Current Information for the Issuer, Annual  
Report for the Period Ended December 31, 2016.

Dear Ladies and Gentlemen:

I write to provide the OTC Markets Group Inc. with an opinion with respect to the Company. OTC Markets Group Inc. is entitled to rely on such opinion in determining whether to permit quotations in the Issuer's securities (the "Securities") in the OTC Markets Group Inc. quotation venue and in deciding whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended (the "Securities Act"). I also confirm that I am a U.S. resident and that I have been retained by the Issuer as general counsel for the purpose of rendering this opinion and related matters.

I have examined such corporate records, e.g. Articles of Incorporation, Bylaws, corporate minutes and other documents and such questions of law as I have considered necessary or appropriate for purposes of rendering this letter. I am authorized to practice law in the State of Ohio. I am permitted to practice before the Securities and Exchange Commission (the "Commission") and have not been prohibited from practice thereunder.

On the 31<sup>st</sup> day of March, 2017, the Issuer is posting on the OTC Disclosure and News Service its Annual Report for the period ending December 31, 2016, prepared in accordance with Rule 15c2-11(a)(5) promulgated under the Securities and Exchange Act of 1934 (the "Exchange Act"). I have reviewed all such documents (the "Information") in connection with the preparation of this letter and find them to be suitable for public disclosure.

It is my belief that the Information (i) constitutes "adequate current public information" concerning the Securities and the Issuer and "is available" within the meaning of Rule 144(c)(2) under the Securities Act, (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 Exchange Act, (iii) complies as to form with the OTC Markets Group Inc. Guidelines for Providing Adequate Current Information, which are located on the Internet at [www.otcm Markets.com](http://www.otcm Markets.com), and (iv) has been posted on the OTC Disclosure and News Service.

The opinion and conclusions herein are based upon documentation and facts made available to me by the Company and are based on the accuracy of those documents and facts. The documentation that was provided to me was believed to be true and reliable in its contents. The following information was posted to the OTC Disclosure and News Service on March 31, 2017:

1. Annual Report period ended December 31, 2016.
2. Balance Sheet as of December 31, 2016 and December 31, 2015 (Unaudited).
3. Statement of Operations for years ended December 31, 2016 and 2015 (Unaudited).
4. Statement of Stockholders' Deficit for the years ended December 31, 2016 and 2015 (Unaudited).
5. Statement of Cash Flows for the years ended December 31, 2016 and 2015 (Unaudited).
6. Notes to Financial Statements (Unaudited).

In the event that the facts and information in all such documents are determined not to be true, this opinion shall be null and void. I have personally met with and discussed the above documentation with management of the Issuer and with a majority of the Board of Directors.

The party responsible for preparation of the financial statements of the Issuer is:

John Rabbitt, CFO  
401 South Boston, Suite 500  
Tulsa, Oklahoma 74103  
Phone: 888.886.8583

The Fiscal Year End for the corporation is December 31.

The Transfer Agent for the Issuer is:

First American Stock Transfer, Inc.  
4747 N. 7<sup>th</sup> Street, Suite 170  
Phoenix, Arizona 85014  
Phone: 602.485.1346  
Fax: 602.788.0423

The Transfer Agent is listed with the Commission and also has Depository Trust Corporation approval.

As of December 31, 2016 there were 50,014,851 shares of Common Stock issued and outstanding of the Issuer. The Company was the source of confirmation of the common shares outstanding of the Issuer.

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

The OTC Markets Group Inc. is entitled to rely on the opinion set forth hereinabove when determining whether to permit quotations in the Issuer's Securities in the OTC Markets Group Inc. quotation venue

and the OTC Markets Group Inc. is hereby granted permission to post this letter on the OTC Disclosure and News Service for viewing by the public and regulators. However, this letter and the opinions set forth herein may not be quoted in whole or in part, relied upon by any other person or entity, filed with any government agency or otherwise referred to or utilized for any other purpose, without, in each instance, my prior written consent.

Respectfully submitted,

A handwritten signature in black ink, appearing to be 'MP' or similar initials, written in a cursive style.

**Morgan E. Petitti, Esq.**