Lorin A. Rosen, Esq. Admitted in NY Managing Attorney



Rachel A. Collins Executive Legal Assistant

September 29, 2015

OTC Markets Group, Inc. 304 Hudson Street - 2nd Floor New York, NY 10013

Re: <u>Attorney Letter for Telecorp Inc.</u>

Ladies and Gentlemen:

This office has been retained as special securities counsel to Telecorp Inc., a Canadian corporation (the "Company"). The company requested that I review the Company's Annual Disclosure and Financial Statements through period ending March 31, 2015 and Quarterly Report for period ending June 30, 2015 posted through OTC Disclosure and News Service (the "Service") on June 14 & 29, 2015 and August 15, 2015 respectively, as well as other documents submitted in connection therewith and discussed below. OTC Markets Group, Inc. is entitled to rely on this letter in determining whether the Company has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. OTC Markets Group, Inc. has full and complete permission and rights to publish this letter with the Service for viewing by the general public and regulators, but no person other than OTC Markets Group, Inc. may rely upon this Opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933.

This Attorney Letter relates to the laws of the United States, including the Securities Act of 1933 and the corporate laws of the state of Wyoming. The undersigned is a resident of the United States, and a member in good standing of the bar of the State of New York since 1995. The undersigned is permitted to practice before the Securities and Exchange Commission (the "SEC") and has not been prohibited from practice thereunder.

To render this opinion I have examined such corporate records and other documents and such questions of law as I deemed necessary. In examining the documents, I have assumed the genuineness of signatures (both manual and conformed), the authenticity of documents submitted as originals, the conformity with originals of all documents furnished as copies, and the correctness of the facts set forth in such documents. During the course of my investigation, nothing came to my attention that led me to conclude that any such documents were not genuine or authentic or that the facts set forth therein were not true.

This opinion is expressed solely on the facts and assumptions as set forth herein and is specifically limited to the investigations and examinations I deemed necessary. After such

investigations I know of no facts which lead me to conclude that any opinion set forth below is not correct. With respect to matters of a factual nature, I have relied on information obtained from directors and officers of the Company as well as other sources, and these sources are believed to be reliable. The following list represents those documents that have been made publicly available, including the date this information was posted with the Service, and further represents those documents I reviewed in connection with the preparation of this letter of opinion (the "Information"):

- 1. Annual Report (Audited) Consolidated Financial Statement for year ending March 31, 2012 posted December 17, 2012;
- 2. Interim Financial Report for period ending September 30, 3023 posted December 17, 2012:
- 3. Articles of Incorporation of the Company posted December 17, 2012;
- 4. Attorney Letter with Respect to Current Information Legal Opinion posted December 17, 2012;
- 5. Annual Report (Unaudited) for year ending March 31, 2011 posted January 7, 2013;
- 6. Interim Financial Report Company Information and Disclosure Statement for period ending December 31, 2012 posted January 10, 2013;
- 7. Interim Financial Report Quarterly Report for period ending December 31, 2012 posted January 11, 2013;
- 8. Annual Report (Unaudited) including Disclosure Statement, Cash Flow, Balance Sheet and Income Statement for period ending March 31, 2013 posted July 3, 2013;
- 9. Annual Report Disclosure Statement as amended for period ending March 31, 2013, and posted July 19, 2013;
- 10. Supplemental Information (Business Plan and Presentation) posted August 28, 2013;
- 11. Quarterly Report and Disclosure Statement for periods ending June 30, 2013, September 30, 2013 and December 31, 2013 posted August 20, 2013, November 10, 2013 and February 3, 2014 respectively;
- 12. Supplemental Information (Business Plan and Presentation) posted February 12, 2014;
- 13. Annual Disclosure and Financial Report (mis-labeled as "Quarterly Report") for period ending March 31, 2014 posted May 15, 2014;
- 14. Quarterly Report and Financial Report for period ending June 30, 2014 posted August 16, 2014;
- 15. Amended Annual Disclosure and Quarterly Report for periods ending March 31, 2013 and June 30, 2014 posted October 1, 2014;
- 16. Annual Disclosure Statement and Financial Reports for period ending March 31, 2015; posted June 14, 2015 and June 29, 2015; and
- 17. Quarterly Statement and Financial Report for period ending June 30, 2015, posted August 15, 2015.

I have no reason to believe that at the time such information listed above was published to the Service, that any of the information contained an untrue statement of material fact or omitted to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading. I have personally reviewed the Information as contained in the Canadian Articles of Incorporation and the Legal Opinion provided by Barrister & Solicitor Margaret Tunney Haig dated February 22, 2010 which confirms the "paid in capital" of the Company and that there were no restrictions to the business objectives of the Company pursuant to the terms of the Articles of Incorporation under Canadian law; the unaudited Annual and Quarterly Reports and Information and Disclosure Statements for

the above listed periods, and the recently posted Annual Report for period ending March 31, 2015 and Quarterly Report for period ending June 30, 2015. I have personally met with and discussed this information with the Directors comprising the Board, as well as the Chief Executive Officer, Chief Financial Officer, Treasurer and Secretary of the Company and deemed these sources of information to be reliable as it relates to the information discussed and disclosed.

The Company began in Canada as a sole proprietorship under the name Euphorik Fuel Technologies on March 22, 2006. The Company subsequently acquired Telecorp Inc., a Wyoming corporation on April 18, 2008, which is now a wholly owned subsidiary and subsequently changed its name in Canada to Telecorp, Inc. on April 13, 2009. The Company also acquired Bytexit, a Finland company and other wholly owned subsidiary, in January 2012. The Company is currently traded on the DAX, initially under the symbol "3TL" and currently as "3TLN", and began trading in U.S. Markets with the symbol TLNUF:PK in 2013.

Integral Transfer Agency, based in Canada, is the Company's main custodian for company shareholders, and operates as the Company's transfer agent along with Issuer Direct LLC (aka Direct Transfer LLC) pursuant to a Co-Processing Agreement. Issuer Direct LLC is an SEC registered transfer agent. The method used to obtain the number of outstanding shares as set forth in the Annual Report for period ending June 30, 2015 posted was via a written request to the transfer agent and their subsequent responses denoting the date of such records. The Annual Report for year ending March 31, 2014 and Quarterly Report for period ending June 30, 2014 as well as the amended reports for these periods were prepared by the Company's accountant under the direction of Chief Financial Officer Les Frolinger. Mr. Frolinger assisted with the preparation of prior financial reports as the Company's CFO, and has had extensive accounting experience. Mr. Frolinger graduated with a B.A. and a Chartered Accountants Degree in 1975 from the University of Toronto and began his own public accounting firm in 1985. He has worked with several public companies in an advisory or interim CFO capacity prior to bringing his experience to the Company.

After such limited examination, and other such investigation that I deemed necessary, I am of the opinion that:

Adequate current public information is now available concerning the Company within the meaning of Rule 144(c)(2) under the Securities Act, and the information includes all of the information that a broker-dealer would be required to obtain from the company to publish a quotation for the Securities pursuant to Rule 15c2-11 under the Securities Exchange Act of 1934, as amended. Further, this information as posted through the OTC Disclosure and News Service, complies as to form with the OTC Markets Group, Inc. Guidelines for Providing Adequate Current Information. To the best of my knowledge neither the Company, any 5% holder of the Company's common stock, nor counsel is currently under investigation by any federal or state regulatory authority for an violation of federal or state securities laws.

No person other than OTC Markets Group, Inc. is entitled to rely on this opinion, and I assume no obligation to update or supplement this opinion letter to reflect any change in fact or law which may hereafter occur.

Sincerely,

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