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June 28, 2010

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

Re: Mammoth Energy Group Inc. – MMTE.PK  
Sufficiency of Adequate Current Information

To Whom It May Concern:

Please be advised that I am securities counsel for Mammoth Energy Group Inc., a corporation organized under the laws of the State of Nevada (the “Issuer”). I have been requested as securities counsel to the Issuer to render a sufficiency of adequate current information opinion (the “Opinion”) in connection with the filing by the Issuer of an initial information and disclosure statement, as amended (the “Information and Disclosure Statement”) pursuant to Rule 15c2-11(a)(5) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and Rule 144(c)2 under the Securities Act of 1933, as amended (the “Securities Act”).

This Opinion opines that the Information and Disclosure Statement and all other documents as filed with Pink Sheets: (i) constitutes adequate current public information concerning the shares of common stock of the Issuer (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 shares of common stock of the Corporation (the “Securities”), under Rule 15c2-11 of the Exchange Act; (iii) complies as to form with the Pink Sheets Guidelines for Providing Adequate Current Information, which are located on the Internet at \_\_\_\_\_; and (iv) has been posted in the Pink Sheets News Service. Please be advised that Pink OTC Markets Inc. (“Pink Sheets”) is entitled to rely on the Opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act.

In rendering the Opinion, I have reviewed such corporate records and other documents as I deemed necessary regarding the filing of the Initial Information Statement. In addition, I have made such investigations and have considered such questions of law as I deemed necessary and appropriate for the purposes of rendering this Opinion. In all such examinations, I have assumed the genuineness of all signatures, the authenticity of all documents submitted to me as originals, the conformity to original documents of all documents submitted to me as copies and the authenticity of all originals of such documents submitted as copies. Further, in all such examinations, I may have relied on information obtained from public officials, officers of the Issuer and other sources and represent that all such sources are believed to be reliable.

The person responsible for the preparation of the unaudited financial statements and notes thereto contained in the Initial Information Statement and in the Quarterly Report (the "Financial Statements") is Executive Support and Services Group Corp. ("ESSG"), which is staffed by attorneys, certified public accountants, accountants and management consultants. It provides third-party administrative services to small and emerging corporation. Mr. Andre da Parma, CPA, supervises accounting services and his license is current and active. Mr. da Parma has extensive experience in the preparation of financial statements having been an audit manager for Ernest and Young and vice president of Bank of American for internal audit of the wealth management division (formerly Merrill Lynch). The Financial Statements are not audited. ESSG compiled the balance sheets of the Issuer and the related statements of operations, stockholders' equity and cash flows in accordance with the Statements of Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The compilation is limited to presenting information that is the representation of management. The financial statements herein are certified by an officer of the Issuer to present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States of America, consistently applied. In the opinion of management, all adjustments considered necessary for fair presentation have been included in the financial statements.

The Issuer's transfer agent (the "Transfer Agent") is Transfer Online Inc., telephone number 503.227.2950. The Transfer Agent is registered with the Securities and Exchange Commission. All quotes of the Issuer's Securities in this production were made by the undersigned from verbal communication with the Transfer Agent during the process of production, ensuring the most accurate and timely information. The method used by counsel to confirm the number of outstanding shares of common stock of the Issuer was receipt of a shareholders' list dated as of March 31, 2010.

The documents containing the information concerning the Issuer and the Securities that are publicly available as of the date of filing of approximately September 4, 2009 and subsequent dates and that I have reviewed in connection with the preparation of this Opinion (the "Information") are as follows:

- Quarterly Report of Mammoth Energy Group, Inc. consisting of balance sheet as of March 31, 2010, Statement of Income as of March 31, 2010, Statement of Cash Flows as of March 31, 2010 and Statement of Changes in Shareholders' Equity as of March 31, 2010 and notes thereto as filed with Pink Sheets on June 11, 2010.
- Initial Company Information and Disclosure Statement Pursuant to Rule 15c2-(11)(a)(5) under the Securities Exchange Act of 1934 of Mammoth Energy Group Inc. dated December 31, 2009 as filed with Pink Sheets on February 12, 2010.
- Articles of Incorporation of Mammoth Energy Group, Inc. as filed with Pink Sheets on September 4, 2009.
- Bylaws of Mammoth Energy Group, Inc. as filed with Pink Sheets on September 4, 2009.

I have personally reviewed the Initial Information Statement together with all exhibits and it is my legal opinion that the Initial Information Statement comports with all necessary requirements of Rule 144(c)(2) under the Securities Act, and that the Initial Information Statement is accurate, up to date, and contains the most current information available on the Issuer, and that an interested investor would find current information therein which could help him objectively determine corporate and financially relevant information better enabling him to make an informed and educated and intelligent decision. I have also personally met and discussed with management and a majority of the directors of the Issuer the Initial Information Statement, and reviewed the information provided in the Initial Information Statement, and received management's approval of this Opinion and all filings hereunder. Moreover, to the best of my knowledge, after inquiry of management and the members of the Board of Directors of the Issuer, neither the Issuer nor its Board of Directors nor any 5% or greater shareholder is currently under investigation by any Federal or state regulatory authority for any violations of federal or state securities laws.

The Issuer is a Nevada corporation and was incorporated in 2006. The corporate officers of the Issuer are located at 545 Eighth Avenue, Suite 401, New York, New York 1018. Based on the records of the Secretary of State of Nevada, and the Issuer's corporate records, the authorized capital of the Issuer is 5,000,000,000 shares of common stock, par value \$0.00001. Based upon the Transfer Agent's records, as of March 31, 2010, 2,461,479,891 shares of common stock were issued and outstanding. Based on the foregoing, that the Shareholders herein were not an affiliate of the Issuer at the time of the proposed sale and have not been an affiliate during the preceding three months and furthermore based upon Section c(1) and e(1) of Rule 144, it is the opinion that said shares have met the requirements of Rule 144(d)(1)(i) and that certificates may be issued without a restrictive legend pursuant to said Rule.

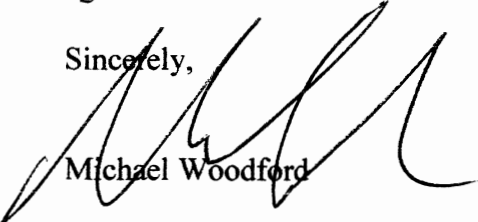
Furthermore, based on and subject to the foregoing, it is my opinion that the Issuer does not fall under Rule 144(i)(1)(i) as it has not been a "shell" during the past twelve months and that the un-restricted shares (free-trading) of 1,498,630,168 shares, as of March 31, 2010, may be sold pursuant to the holding periods as set forth in Rule 144(d). Furthermore, the Issuer does not identify itself as a shell on its periodic filings with the Securities and Exchange Commission due to the fact that the Issuer is not a reporting company.

The Issuer also has three classes of common stock: Class "A", Class "C1" and Class "C2". Each of these classes have exactly the same rights. Based upon my personal discussions with the Board of Directors and officers of the Issuer, these classes of common stock are a devise to identify shareholders of the Canadian company, which is the predecessor company. In addition to the classes of common stock, the Issuer has authorized 1,000,000 shares of Class "C" preferred stock at a par value of \$0.001. The Class C preferred shares have super voting rights and held of record by Joseph Overcash. Of the 1,000,000 shares of Class C preferred stock, 49,000 shares of Class C preferred stock have been sold and transferred to Mark A. Wiles ("Wiles") in accordance with that certain stock purchase agreement dated May 18, 2010 (the "Stock Purchase Agreement") between Joseph Overcash, as the seller, and Wiles as the purchaser. Wiles has converted the 49,000 shares of Series C preferred stock into 245,000,000 shares of common stock of the Company effective approximately May 19, 2010.

I am a resident of the State of Colorado, USA, and admitted to practice law in the State of Colorado. I have been retained by the Issuer for the purpose of rendering this Opinion and related matters. My relationship as counsel to the Issuer is solely as a law firm serving as securities counsel and retained solely for the purpose of reviewing the current information provided by the Issuer. I have never been prohibited from practicing before the Securities and Exchange Commission.

The opinions set forth herein are expressed as of the date hereof and remain valid so long as the documents, instruments, records and certificates I have examined and relied upon, as noted above, are unchanged and the assumptions I have made, as noted above, are valid. While this Opinion is intended exclusively for use by Pink Sheets, the same is hereby granted full and complete rights and permission without any future request to publish this Opinion as part of "pinksheets.com" for viewing by the public and regulatory agencies.

Sincerely,



Michael Woodford

cc: Mammoth Energy Group Inc.