# **Brinen & Associates, LLC**

ATTORNEYS AT LAW

Joshua D. Brinen ◆\*∇†

Milan Saha ΔV Martha Thrush Δ

Stephanie L. Gruenhagen av† Daniel S. Makoski ¢v† Bianca E. Gracanin җ†

JOHN R. DIEKMAN, PH.D.  $\Delta$  LINDA A. RUSSO  $\Lambda$ 

7 DEY STREET SUITE 1503 NEW YORK, NEW YORK 10007

TELEPHONE (212) 330-8151 FACSIMILE (212) 227-0201 E-MAIL: info@brinenlaw.com WEB: WWW.BRINENLAW.COM ♦ Member New York & New Jersey Bar \* Member California & Florida Bar A Member New York Bar ▼ Member Ohio Bar

▼ Admetted United States Tax Court † LL.M in Taxation

ELECTRONIC MAIL: jbrinen@brinenlaw.com DIRECT EXTENSION: 1947

October 20, 2010

### **VIA FACSIMILE ONLY**

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

Fax: 212-652-5920

Re: Lighthouse Petroleum, Inc. Pink Sheets Attorney Letter

Pink Sheets: LHPT Our File No.: LHPT.00

#### To Whom It May Concern:

I am a citizen and resident of the United States and I have acted as counsel for Lighthouse Petroleum, Inc., (the "Company" or the "Issuer") in regard to its corporate governance and securities compliance. As regular disclosure counsel to the Company, I have been asked to execute this opinion letter regarding the statements and disclosure documents provided by the Company to Pink Sheets for posting.

The Company is not a reporting company and, therefore does not file annual or other reports with the Securities and Exchange Commission ("SEC"). In connection with this Opinion, I have discussed, reviewed and examined the corporate books and records of the Company with the management of the Company including, Chief Executive Officer, Mr. D. Glen Kennedy. I have reviewed the revised Initial Disclosure document received by Pink Sheets on October 20, 2010. I have also reviewed the Notes to the Financial Statements for the quarters ending March 31, 2010, June 30, 2010 and September 30, 2010, all of which were received by Pink Sheets on October 20, 2010.

### Brinen & Associates, LLC

October 20, 2010 Page 2

Additionally, I have reviewed the Articles of Incorporation, received by Pink Sheets on March 31, 2009, and corporate resolutions. As to matters of fact, I have relied on the disclosures and comments of the sole Director and Officer of the Company.

I have personally met with the sole Director and Officer of the Issuer in Houston, Texas.

The documents that have been posted on Pink Sheets News Service and reviewed by me, in my opinion constitute 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 of 1933. The information includes the material that a broker-dealer would be required to obtain from the Issuer to publish a quotation for Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 and complies with Pink Sheets guidelines for providing Adequate Current Information.

To the best of my knowledge, after inquiry of management and the director of the Issuer, neither, counsel nor any officer, director or Five Percent (5%) holder of the securities of the Company is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities law.

Mr. Robert Malphurs, CPA, was responsible for preparing the financial statements of the Company as of March 31, 2010, June 30, 2010 and September 30, 2010. The financial statements of the Issuer, as reviewed and as posted on the Pink Sheets are unaudited.

The Company's transfer agent is Madison Stock Transfer ("MST") located at 1688 East 16th Street, Suite 7, Brooklyn, NY 11229. I confirmed the transfer agent is registered with the SEC via correspondence with Michael Ajzenman, President of MST dated October 12, 2010. As of the date of this correspondence, the Company had Two Hundred Eighty Million Three Hundred Sixty-Six Thousand Four Hundred Twenty-Six (280,366,426) issued and outstanding common shares. The Company has authorized Ten Billion (10,000,000,000) common shares.

The list below includes all persons who provided assistance, prepared or provided information with respect to the Company's disclosures or who received securities as consideration for services rendered to the Company or who is defined as a "control person," including: their (i) full name; (ii) business address; (iii) the number and class of securities of the Company beneficially owned by each of them; (iv) whether or not the certificate or other document that evidences the securities contains a restrictive legend; (v) a complete description of the consideration received by the Company in connection with each issuance of shares to any of them including, without limitation, the nature of any services performed for or on behalf of the Company. The amount of shares owned by each person below, is as of October 12, 2010.

## Brinen & Associates, LLC

October 20, 2010 Page 3

- (i) Mr. D. Glen Kennedy, CEO and Chairman of the Board of Directors
- (ii) Address: 14683 Midway Road, Suite 204, Addison, Texas 75001
- (iii) Number of Shares Beneficially Owned: 20,000,000
- (iv) Restricted: YES
- (v) Shares were issued in consideration for his service to the Company.

Pink Sheets OTC is entitled to rely upon this opinion in its determination whether the Company has made adequate current information available within the meaning of rule 144(c)(2) under the Securities Act of 1933, and may publish it accordingly.

THIS OPINION MAY NOT BE RELIED UPON BY ANY PERSON EXCEPT THE ADDRESSEE HEREOF WITHOUT THE EXPRESS WRITTEN CONSENT OF THIS FIRM.

I am admitted to practice in California, New Jersey, New York and Florida. I have never been proscribed from practicing before the Securities & Exchange Commission or any other regulatory or administrative Court or agency.

Should you have any questions, please do not hesitate to contact me at the above number or via electronic mail at jbrinen@brinenlaw.com.

Yours Truly,

Brinen & Assogiates, LLC

Joshua D. Brinen

cc: Client

JDB:slg