

Law Offices of David E. Wise, P.C.
Attorney at Law
9901 IH-10 West, Suite 800
San Antonio, Texas 78230
(210) 558-2858

December 1, 2010

Pink OTC Markets, Inc.
Attn: Issuer Services
304 Hudson Street
Second Floor
New York, NY 10013

Re: Attorney Letter With Respect to Adequate Current Information on Videolocity International, Inc.

Dear Sir or Madam:

Please be advised that Videolocity International, Inc., a Nevada corporation ("Issuer"), an issuer of securities ("Securities") quoted on the Pink Sheets, has retained the Law Offices of David E. Wise, P.C. ("Firm") as its special securities counsel for the purpose of (i) reviewing its Initial Issuer Information and Disclosure Statement received by the OTC Disclosure and News Service on November 30, 2010 ("Disclosure Statement"), financial statements and other information about the Issuer disclosed by the Issuer and published through OTC Disclosure and News Service and related matters and rendering a legal opinion with respect to such disclosures. This Firm does not represent, and has not previously represented, the Issuer on any other matters.

Pink OTC Markets, Inc. will be entitled to rely on this letter in determining whether the Issuer has made current information publicly available within the meaning of Rule 144 (c) under the Securities Act of 1933, as amended ("Act").

I am a United States citizen and am licensed to practice in the State of Texas. I received my law license in September 1973 from the Supreme Court of Texas. I am authorized to practice before the United States District Courts for the Northern District of Texas and the Northern District of California. I am permitted to practice before the Securities and Exchange Commission ("Commission") and have never been prohibited from practice before the Commission. I have never been disciplined by the State Bar of Texas.

In connection with providing this letter, we have examined the following documents (collectively, the "Information"):

1. Information and Disclosure Statement for Pink OTC Markets dated as of September 30, 2010, and received by the OTC Disclosure and News Service on November 30, 2010 ("Disclosure Statement");
2. The Issuer's Quarterly Financial Statements dated September 30, 2010, and received by the OTC Disclosure and News Service on November 8, 2010 (these financial statements were also included as an exhibit to the Disclosure Statement);
3. The Issuer's Quarterly Financial Statements dated June 30, 2010, and received by the OTC Disclosure and News Service on July 14, 2010; and
4. The Issuer's Financial Statements for the period ended December 31, 2009, included as an exhibit to the Disclosure Statement received by the OTC Disclosure and New Service on November 29, 2010.

The financial statement documents referenced above are unaudited financial statements and were prepared by Keith Roberts through Comprehensive Accounting, 2655 Ulmerton Road, #338, Clearwater, FL, 33762. Mr. Roberts is a Certified Management Accountant, which is a Canadian accounting designation.

The Issuer has not previously posted annual or quarterly financial statements for the 2008 fiscal year due to the fact that the Issuer had been dormant for some time prior to November 30, 2007, when it went into default status with the State of Nevada. The issuer was the subject of a statutory custodianship as described in Item VIII. A. 4. of the Disclosure Statement.

I have also examined (i) the Issuer's Articles of Incorporation and related amendments ("Articles") and By-Laws, (ii) certain resolutions of the Board of Directors, and (iii) the Issuer's original shareholder list prepared by its transfer agent, Transfer Online, Inc., and I have examined such questions of law as I deemed necessary and appropriate for purposes of rendering this opinion.

I have also made such examination of law and have examined originals or copies, certified or otherwise, of such corporate records and documents of the Issuer, such agreements, certificates of officers or representatives of the Issuer, and such other records, certificates, including certificates of public officials, and documents as we have deemed relevant and necessary as a basis for the opinions hereinafter expressed, all of which we believed to be reliable. In such examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with authentic original documents of all documents submitted to us as copies. As to any facts relevant to the opinions expressed below, we have relied upon certificates and written and/or oral representations of officers of the Issuer and

public officials. I have not examined or reviewed any communication, instrument, agreement, document or other item or conducted any independent inquiry or investigation of any matter except as otherwise expressly set forth above.

In rendering the statements set forth in this letter, we assume the following:

- a) legal capacity of each natural person;
- b) the power and authority of each person other than the Issuer or person(s) acting on behalf of the Issuer to execute, deliver and perform each document executed and delivered and to do each other act done or to be done by such person;
- c) the authorization, execution and delivery by each person other than the Issuer or person(s) acting on behalf of the Issuer of each document executed and delivered or to be executed and delivered by such person;
- d) that there have been no undisclosed modification of any provision of any document reviewed by us in connection with the rendering of the statements set forth in this letter;
- e) the genuineness of each signature, the completeness of each document submitted to us, the authenticity of each document reviewed by us as an original, the conformity to the original of each document reviewed by us as a copy and the authenticity of the original of each document received by us as a copy;
- f) the truthfulness of each statement as to all factual matters otherwise not known to us to be untruthful contained in any document encompassed within the due diligence review undertaken by us; and
- g) the accuracy on the date of this letter, as well as on the date stated in all governmental certifications, of each statement as to each factual matter contained in such governmental certifications.

The qualification of any statement with respect to the existence or absence of facts by the phrase "to our knowledge" or "known to us" means the actual knowledge of the attorneys at this Firm involved with the review and negotiation of the information reviewed. I have not conducted an independent audit of the Issuer or its files. Aside from assisting the Issuer with the preparation of this Disclosure Statement and the preparation of this legal opinion, I have not been engaged or consulted with on any of the acquisitions, transactions, the preparation of any agreements, the issuance of any shares of stock or the preparation or review of any other supplemental information posted by the Issuer on the OTC Disclosure and New Service, other than this Disclosure Statement

I have personally met with management of the Issuer and all of the directors of the Issuer, in Phoenix, Arizona, and with the management and senior faculty of Tactician University in Shenzhen, Peoples Republic of China, have reviewed the Information published by the Issuer on the OTC Disclosure and News Service and discussed the Information with management and all of the directors of the Issuer. I have not met with any management personnel of Avtar Singh Construction Co. in Mohali, India because the Issuer only acquired that entity on October 7, 2010. Avtar Singh Construction Co.'s financial statements were not included in the Disclosure Statement which was dated

for the period ended September 30, 2010. However, I do intend to meet with the Avtar Singh management before the Issuer posts additional disclosures for the fiscal year ending December 31, 2010, which will necessarily include financial statements of Avtar Singh.

I call your attention to the fact that I am an attorney admitted to practice in the State of Texas. I do not express any opinion with respect to the applicable laws, or the effect or applicability of the laws, of any jurisdiction other than those of the State of Texas and the securities laws of the United States of America. I am quite familiar with the corporation laws of the State of Nevada and have reviewed those laws to determine the Issuer's compliance therewith. In particular, but without limitation, I do not express any opinion with respect to the blue sky or securities laws of any state or other jurisdiction (other than the federal securities laws of the United States of American).

Based upon and subject to the foregoing, we are of the opinion that:

1. 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 of 1933, as amended ("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 Securities Exchange Act of 1934, as amended ("Exchange Act"), (iii) complies as to form with the Pink Sheets Guidelines for Providing Adequate Current Information, and (iv) has been posted in the OTC Disclosure and News Service.

2. To the best of my knowledge, and after inquiry of management and the directors of the Issuer, neither the Issuer, nor its officers, directors, 5% holders or counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

3. The Issuer's Transfer Agent is Transfer Online, Inc., 317 SW Alder Street, 2nd Floor, Portland, Oregon, 98204, telephone number (503) 227-2950. Transfer Online, Inc. is registered with the Securities and Exchange Commission as its appropriate regulatory authority. We confirmed the number of outstanding shares set forth in the Disclosure Statement by contacting Transfer Online, Inc. via telephone. Ms. Holly Boswell of Transfer Online, Inc. also confirmed to us that Transfer Online, Inc. is a transfer agent duly registered with the Securities and Exchange Commission.

With respect to the requirements set forth in Exhibit B of the Firm's Attorney Letter Agreement, see Exhibit I attached hereto and incorporated by reference.

This letter is limited to the date hereof and we do not in any event undertake to advise you of any facts or circumstances occurring or coming to our attention subsequent to the date hereof.

This letter is being furnished to Pink OTC Markets, Inc. and Pink OTC Markets, Inc. is hereby completely and fully entitled and permitted (i) to rely on this letter in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2), and (ii) to publish the letter in the OTC Disclosure & News Service for viewing by the public and regulators. This letter may not be used for any other purpose or relied upon by any

other person or entity other than Pink OTC Markets, Inc. without our prior written consent

Sincerely,

Law Offices of David E. Wise, P.C.

By: David E. Wise

David E. Wise, Attorney

Exhibit I

The following persons and/or entities are (A) the executive officer, directors, general partners and other control persons of the Issuer and (B) promoters, finders, consultants or other advisors of the Issuer that assisted, prepared or provided information with respect to the Issuer's disclosure or who received securities as consideration for services rendered to the Issuer:

- (i) *Marc Pintar*
 - (ii) 2360 Corporate Circle, Suite 400
Henderson, Nevada 89074
 - (iii) Beneficial owner of 1,000,000 shares of Issuer's common stock
 - (iv) Stock certificate issued to Mr. Pintar bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
 - (v) Mr. Pintar received said 1,000,000 shares of common stock in exchange for his services as President, Chief Executive Officer and Director of the Issuer. The shares issued to Mr. Pintar were valued at \$1,000 or \$.001 per share.
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- (i) *Mina Mar Corporate Management, Inc.*
 - (ii) 5155 Spectrum Way, Unit 5
Mississauga, ON Canada L4W 5A1
 - (iii) Beneficial owner of 2,941,176 shares of Issuer's common stock
 - (iv) Stock certificate issued to Mina Mar Corporate Management, Inc. bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
 - (v) Mina Mar Corporate Management, Inc. received said 2,941,176 shares of Issuer's common stock in exchange for providing administrative services to the Issuer. The shares issued to Mina Mar Corporate Management, Inc. were valued at \$25,000 or \$.0085 per share.

Mina Mar Corporate Management, Inc. is an Ontario company. Keith Roberts and Garr Winters share dispositive and voting control over the shares held by Mina Mar Corporate Management, Inc. Mr. Winters has a business office at 5155 Spectrum Way, Unit 5, Mississauga, ON Canada L4W 5A1. The financial statement documents referenced or included as exhibits to the Initial Disclosure Statement of the Issuer are unaudited financial statements and were prepared by Keith Roberts through Comprehensive Accounting, 2655 Ulmerton Road, #338, Clearwater, FL, 33762. Mr. Roberts is a Certified Management Accountant, which is a Canadian accounting designation.

- (i) *Emry Capital Group, Inc.*
- (ii) 1007 North Federal Hwy. 275
Fort Lauderdale, Florida 33804
- (iii) Beneficial owner of 5,882,353 shares of Issuer's common stock
- (iv) Stock certificate issued to Emry Capital Group, Inc. bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
- (v) Emry Capital Group, Inc. received said 5,882,353 shares of Issuer's common stock in exchange for providing consulting services and advancing certain expenses to the Issuer. The shares issued to Emry Capital Group, Inc. were valued at \$50,000 or \$.0085 per share.

Emry Capital Group, Inc. is a Texas corporation, and Hugo Rubio, its President and sole Director, has sole dispositive and voting control over the shares held by Emry Capital Group, Inc. Mr. Rubio's business address is 1007 North Federal Hwy. 275, Fort Lauderdale, FL 33804.

- (i) *Minuco Tradex, DDO*
- (ii) London City Point, 9th Floor
Suite 1800
1 Ropemake Street
33394 UK
- (iii) Beneficial owner of 2,792,000,000 shares of the Issuer's common stock. These shares of common stock, although considered issued and outstanding in the stock transfer records of the Issuer, represent shares held in trust for the Issuer's treasury for future issuances and acquisitions.
- (iv) Stock certificate issued to Minuco Tradex bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
- (v) The shares of common stock held by Minuco Tradex in trust were issued for no consideration and not for any services rendered to the Issuer.

Minuco Tradex is a UK Company. Zoran Cvetojevic is the Manager of Minuco Tradex and has sole dispositive and voting control of the shares held by Minuco Tradex. Mr. Cvetojevic's business address is the same as Minuco Tradex's business address above.

- (i) *Far Niente Venture Capital, Inc. SA*
- (ii) Plaza Roble, Edificio El Patio
San Jose, Costa Rica
- (iii) Beneficial owner of 1,000,000 shares of the Issuer's Convertible Preferred C Stock, which are entitled to vote 1,000 share per share for a total of 1,000,000,000 votes in the

- aggregate.
- (iv) Stock certificate issued to Far Niente Venture Capital, Inc. SA bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
 - (v) The shares of preferred stock held by Far Niente Venture Capital, Inc. SA were purchased from Minaco Tradex and were not issued for any services rendered to the Issuer.

Far Niente Venture Capital, Inc. SA is a Costa Rica company and Rafael Ortiz, its Manager, has sole dispositive and voting control of the shares of preferred stock held by it.

- (i) *Tactician University Shareholders*
- (ii) Jin Tian Road
Futian District
Shenzhen Luen Building
4018 No. 23
Layer A03, A04
Shenzhen, China
- (iii) Beneficial owner of 1,000,000,000 shares of the Issuer's common stock.
- (iv) Stock certificate issued to Tactician University Shareholders bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
- (v) The shares of common stock held by the Tactician University Shareholders were issued in consideration for the acquisition by the Issuer of Tactician University and not for any services rendered to the Issuer.

Tactician University is a China company and wholly-owned subsidiary of the Issuer. Aixian Zhou, Chairman of Tactician University, has sole dispositive and voting control over the shares held by the Tactician University Shareholders.

- (i) *Go 800, LLC*
- (ii) 475 Park Avenue South, Suite 3001
New York, N.Y. 10016
- (iii) Beneficial owner of 25,000,000 shares of the Issuer's common stock.
- (iv) Stock certificate issued to Go 800, LLC bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale,

transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.

- (v) The shares of common stock held by Go 800, LLC were issued for consulting services (telecom and IP related) rendered to the Issuer. The shares were valued at \$.001 per share for an aggregate value of \$25,000.

Go 800, LLC is a New York limited liability company and Isaac H. Sutton is its Chief Executive Officer and has sole dispositive and voting control over the shares held by Go 800, LLC.

- (i) *Shareholders Advocates, LLC*
- (ii) 28248 North Tatum Blvd., Suite B-1-434
Cave Creek, Arizona 85331
- (iii) Beneficial owner of 10,000,000 shares of the Issuer's common stock.
- (iv) Stock certificate issued to Shareholder Advocates, LLC bears a restrictive legend stating that the shares have not been registered under the Securities Act of 1933, as amended, and that the shares may not be sold, transferred or assigned unless an opinion of counsel satisfactory to the company has been received by the company to the effect that such sale, transfer or assignment will not be in violation of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder or applicable state securities laws.
- (v) The shares of common stock held by Shareholders Advocates, LLC were issued in exchange for consulting services rendered to the Issuer. These services included prosecuting a custodianship action in the State of Nevada, reinstating the Issuer in the State of Nevada, dealing with the transfer agent, working with accountants and attorneys, calling and conducting a special meeting of the shareholders of the Issuer. The shares were valued at \$.001 per share for an aggregate consideration of \$10,000.

Shareholder Advocates, LLC is a Nevada limited liability company. David W. Keaveney is the Manager and has sole dispositive and voting control over the shares held by Shareholder Advocates, LLC.

I have made specific inquiry of each of the persons listed in this Exhibit I, above, persons engaged in promotional activities regarding the Issuer, and persons owning more than 10% of the Issuer's securities ("Insiders"), and based upon such inquiries and other information available to me (including transaction reports from Transfer Online, Inc., the Issuer's transfer agent), any sales of the Securities by Insiders within the 12 month period prior to the date of this opinion have been made in compliance with Rule 144, including, without limitation, any required filings of Form 144, and nothing has come to my attention indicating that any of the Insiders is in possession of any material non-public information regarding the Issuer or the Securities that would prohibit any of them from buying or selling the Securities under Rule 10b-5 or 10b5-1 under the Exchange Act.