



MANLY, P.A.
ATTORNEY AND COUNSELOR AT LAW

January 7, 2011

Pink OTC Markets
304 Hudson Street
2nd Floor
New York, New York 10013

Re: **Legal Opinion As To Adequate Current Information Available for WatchItTechnology, Inc. ("WTCT") for Year-End Period Ending September 30, 2010**

Ladies and Gentleman:

WatchIt Technology, Inc. ("WTCT"), a Nevada Corporation, (hereinafter the "Issuer") has requested this law firm to issue an opinion as to its compliance with the Guidelines for Providing Adequate Current Information as published by Pink OTC Markets. As such, Pink OTC Markets is entitled to rely on such opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c).

To begin, I, the undersigned attorney, am a U.S. resident, and my firm has been retained by the Issuer for the purpose of rendering this opinion and related matters. This law firm has been retained for the purpose of reviewing the current information supplied by the Issuer, but may be retained as regular disclosure counsel. Furthermore, I am licensed to practice law in the State of Florida, and this opinion is limited to the laws of the United States of America. I am permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder.

In rendering this opinion, I have examined such corporate records, correspondence, and other documents and such questions of law as counsel considered necessary or appropriate for purposes of rendering this opinion, including but not limited to the following documents and correspondence:

- (a) The Issuer's company's information and filings published on the Pink OTC Markets including:

- i) Initial Company Information and Disclosure Statement-Financial Statements FY 2009 and 2010 for Period End date September 30, 2010 posted as published January 6, 2011;
 - ii) Corporate Bylaws of the Issuer posted as published January 6, 2011;
 - iii) Articles of Incorporation of the Issuer posted as published January 6, 2011; and
 - iv) Initial Company Information and Disclosure Statement for Period End date September 30, 2010 posted as published January 7, 2011.
- (b) The Issuer's company's SEC Filings published on the Pink OTC Markets including:
- i. Form 4 for period end date October 22, 2010 posted as received December 13, 2010;
 - ii. Schedule 13D/A posted as received December 13, 2010;
 - iii. Form 8K for period end date November 3, 2010 posted as received November 3, 2010;
 - iv. Form 8K for period end date October 22, 2010 posted as received October 22, 2010;
 - v. Form SC13/D posted as received August 24, 2010; and
 - vi. Form 8K for period end date June 27, 2010 posted as received June 30, 2010.¹
- (c) Correspondence between the Issuer and the State of Nevada Secretary of State including, but not limited to:
- i. Certificate of Existence With Status in Good Standing;
 - ii. Corporate Charter;
 - iii. Filing Acknowledgements;
 - iv. Articles of Incorporation; and
 - v. Certificates of Amendment.
- (d) The Issuer's Shareholders' List as of December 9, 2010 as confirmed with the Issuer's Transfer Agent Bay City Transfer Agency & Registrar on December 8, 2010 and December 29, 2010 via email transmission with Thomas Curtis of Bay City Transfer Agency & Registrar;

¹ Additional SEC Filings of the Issuer is posted on the Pink OTC Markets dated back to May of 1993.

- (e) Correspondence between the Issuer and the State of North Carolina Secretary of State including an Application for Certificate of Authority;
- (f) Corporate documents of the Issuer including Board of Directors Resolutions, Directors Consent Actions, Factual Certificate and Stock Resolution Agreements;
- (g) Major contracts of the Issuer including Stock Agreements,
- (h) Legal Opinions written on behalf of the Issuer;
- (i) The information provided on the Nevada's Secretary of State's website as well as the Issuer's website; and
- (j) News releases and other substantive materials which document the operations of the Issuer.

I have assumed that (i) all information contained in all documents reviewed by me is true and correct, (ii) all signatures on all documents reviewed by me are genuine, (iii) all documents submitted to me as originals are true and complete, (iv) all documents submitted to me as copies are true and complete copies of the originals thereof, and (v) each natural person signing any document reviewed by me had the legal capacity to do so. As to matters of fact, I have relied on information obtained from public officials, officers and directors of the Issuer and other sources, and these sources are believed to be reliable.

The Issuer has posted its most recent *Information Statement pursuant to Rule 15c2-(11) under the Securities Exchange Act of 1934* to the Pink OTC Markets for Period End Date September 30, 2010 along with its Initial Company Information and Disclosure Statement- Financial Statements FY 2009 and 2010 for Period End date September 30, (hereinafter the "Information"). I have reviewed the Information published by the Issuer on the Pink OTC Markets, and, after a reasonable investigation, including meeting personally with the Issuer's officers to discuss the Information and the majority of the Issuer's Directors, I have no reason to believe that, at the time such Information was published on the Pink OTC Markets, the Information contains an untrue statement of material fact or omits 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.

It is my opinion that the Information (i) constitutes "adequate current information" concerning the Issuer's securities is "publicly available," within the meaning of Rule 144(c) under the United States Securities Act of 1933, as amended, (ii) the Information includes all of the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for such issuer's securities under Rule 15c2-11 under the United States Securities Exchange Act of 1934, as amended, (iii) the Information complies in all material respects with the *Pink Sheets Guidelines for Providing Adequate*

Current Information, and (iv) the Information has been posted on the Pink Sheets News Service.

Other related matters relating to this opinion as required are as follows:

1. The person responsible for preparation of the unaudited financial statements contained in the Information is Gary Musselman, Secretary and Director of the Issuer who has over thirty (30) years of accounting and finance experience. Gary Musselman has been the Chief Financial Officer of the Issuer since July 2007, has prepared the financial statements of the Issuer since July 2007 under US GAAP Standards and personally maintains the financial records of the Issuer.
2. The Issuer's transfer agent is Bay City Transfer Agency and Registrar, which is registered with the Securities Exchange Commission; and
3. To the best of my knowledge, after inquiry of management and the directors of the Issuer, neither the Issuer of the securities, any 5% holder of the security, officer, director, nor counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

Our opinion letter speaks only to the date hereof. We assume no responsibility for updating our opinion letter or any information posted on the Pink OTC Markets, which is and remains the obligation of the Issuer.

No person other than Pink OTC Markets is entitled to rely on this opinion, and I hereby grant Pink OTC Markets full and complete permission and rights to publish this opinion on the Pink OTC Markets for viewing by the public and regulators.

Very truly yours,

/s/ Wani Manly

Wani Iris Manly, Esq.
W. Manly, P.A.
For The Firm

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