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February 22, 2012

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

*RE: Adequate Current Information for CompuMed, Inc. Amended
Quarterly Report for the Quarter Ending December 31, 2011*

Dear Sir/Madam:

I am writing on behalf of CompuMed, Inc. (the "Issuer") in connection with the posting of their amended quarterly report for the quarter ending December 31, 2011 (the "Information"), which was posted to *otcmarkets.com* on Wednesday, February 22, 2012 through the OTC Disclosure and News Service.

OTC Markets Group, Inc. (hereinafter, "OTC Markets") may rely on this letter in assessing the Issuer's compliance with the disclosure requirements set forth in OTC Markets' *Guidelines for Providing Adequate Current Information*. OTC Markets may publish this letter in the OTC Markets News Service for viewing by the public and regulators, but no person or entity other than OTC Markets may rely upon the opinion set forth herein.

I am a resident of the United States of America and am employed by the law firm serving as general counsel to the Issuer.

In rendering the opinion set forth below, I have:

1. examined such corporate records and other documents and considered such questions of law which I deemed necessary for the purpose of rendering this opinion;
2. personally met with management of the Issuer and with members of the Board of Directors of the Issuer;
3. reviewed the Information; and
4. discussed the Information with management and with members of the Audit Committee of the Board of Directors, which together represent a majority of the full Board of Directors.

I am licensed to practice law in the state of Oklahoma. I am permitted to practice before the Securities Exchange Commission.

In rendering my opinion, I have relied upon representations made by Mr. Maurizio Vecchione, Chief Executive Officer of the Issuer, and upon the Issuer's Chief Accounting Officer, Ms. Phuong Dang, and I believe these sources to be reliable.

It is my opinion that, as of the date of this letter, the Information:

1. complies with the disclosure requirements prescribed by OTC Markets' *Guidelines for Providing Adequate Current Information*; and
2. constitutes adequate current public information and includes all information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for securities of the Issuer, in so far as the disclosure requirements prescribed by OTC Markets' *Guidelines for Providing Adequate Current Information* satisfy the requirements of Rule 144(c)(2) of the Securities Act and Rule 15c2-11 of the Securities Exchange Act.

The information set forth herein is as of the date of this letter, and I disclaim any undertaking to advise OTC Markets of changes that hereafter may be brought to my attention.

The Information contains unaudited financial statements prepared by the Issuer's Chief Financial Officer, Ms. Phuong Dang, and reviewed and approved by the Issuer's Chief Executive Officer, Maurizio Vecchione. Ms. Dang has an Associate of Arts in Accounting. She has over 30 years of accounting and auditing experience. Mr. Vecchione has 12 years' experience as a Chief Executive Officer.

The transfer agent of the Issuer is:

Computershare
250 Royall Street
Canton, MA 02021
Phone: 303-262-067

The Issuer's transfer agent is registered with the SEC. The transfer agent provided to the Issuer and me and the number of outstanding shares set forth in the Information. I then confirmed the number of outstanding shares set forth in the Information.

Finally, I am not currently subject to an investigation under any federal or state regulatory authority for violation of federal or state securities laws. Likewise, after consultation with management, I am not aware that any 5% holder of securities of the Issuer is currently subject to an investigation under any federal or state regulatory authority for violation of federal or state securities laws.

Sincerely,



Tamara R. Wagman

cc: Maurizio Vecchione, CEO
Phuong Dang, CFO