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May 16, 2012

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

Re: PanGenex Corp. (the "Issuer")
Quarterly Report for period ended March 31, 2012 (the "Information")

Gentlemen:

We have been asked to provide you an opinion with respect to the Information publicly disclosed by the Issuer and published in the Pink Sheets News Service. This opinion is solely for the information of the addressee hereof and Pink OTC Markets, Inc. is entitled to rely on such letter in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. The undersigned grants Pink OTC Markets, Inc. full and complete permission and rights to publish the letter in the Pink Sheets News Service for viewing by the public and regulators.

The undersigned is a U.S. resident and was retained by the Issuer for the purpose of rendering this opinion and related matters. We currently serve as general counsel and regular disclosure counsel for the Issuer. This opinion is based on our knowledge of the law and facts as of the date hereof. The undersigned has examined such corporate records and other documents and such questions of law as we deemed appropriate for the purposes of rendering this opinion.

The undersigned was admitted to the Bar of the State of Oklahoma in 2000. The undersigned is permitted to practice before the Securities and Exchange Commission ("SEC") and has never been barred from practice in any of the foregoing jurisdictions.

In connection with the opinion set forth below, we have examined such corporate records and documents including but not limited to the Issuer's Certificate of Incorporation, By-Laws and, minutes of meetings and actions of its Board of Directors and such other documents as we deemed relevant and necessary as a basis for the opinion hereinafter set forth. In such examination, we have assumed the genuineness of all signatures set forth on each document, the authenticity of all original documents and the conformity to

original documents of all copies of such documents as may have been supplied to us during the course of our examination.

For the purposes of rendering this opinion, we have assumed that no person or entity has engaged in fraud or misrepresentation regarding the inducement relating to, or the execution or delivery of, the documents reviewed. Furthermore, we express no opinion as to the validity of any of the assumptions, form or content of any financial or statistical data contained therein. The terms used in this opinion shall have the meaning ascribed to them in the documents relied upon in rendering our opinion.

Regarding the common stock of the Issuer, par value \$.001 (the "Securities"), in the opinion of the undersigned, the Quarterly Report for the period ended March 31, 2012 (filed May 14, 2012) as published on the Pink Sheet News Service (i) constitutes "adequate current public information" concerning the Securities of 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 Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 (the "Exchange Act"), (iii) complies as to form with the Pink OTC Markets' Guidelines for Providing Adequate Current Information, which are location on the Internet at www.pinksheets.com, and (iv) has been posted through the OTC Disclosure and News Service. Furthermore, after reasonable investigation I have no reason to believe that such information contained an untrue statement of a material fact or omitted to state a material fact in order to make the statements made, in light of the circumstances under which they were made, not misleading.

John Stanton, Chief Executive, Chairman and Chief Financial Officer of the Issuer, was responsible for the preparation of the unaudited financial statements through September 30, 2011. The qualifications of Mr. Stanton are outlined in his biographical information set forth in the Information and in the Company's Information and Disclosure Statement (filed October 4, 2011) as published on the Pink Sheet News Service.

The Company's transfer agent is ClearTrust, LLC and to the best of my knowledge is registered with the SEC. I have reviewed a copy of the shareholder list prepared by the transfer agent as of the current date to confirm that the number of outstanding shares set forth in the Information is correct.

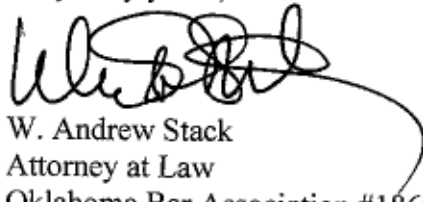
The undersigned has (i) previously personally met with the Issuer's management and a majority of its directors, (ii) reviewed the Information published by the Issuer on the Pink Sheets News Service, and (iii) discussed the Information with management and a majority of the directors of the Issuer. To the best of our knowledge, and after reasonable inquiry of the Issuer's management and directors, there is no officer, director, 5% holder, or counsel currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

This opinion is solely for the information of the addressee hereof and the other parties specifically identified in the first paragraph hereof, and is not to be quoted in whole or in

part or otherwise referred to, nor is it to be filed with any governmental agency or other person without our prior written consent. Other than the addressee hereof and such other parties, no one is entitled to rely on this opinion. This opinion is based on my knowledge of the law and facts as of the date hereof. I assume no duty to communicate with you with respect to any matter which comes to my attention hereafter.

Thank you for your consideration and attention.

Very truly yours,

A handwritten signature in black ink, appearing to read 'W. Andrew Stack', with a long, sweeping underline that extends to the right and then loops back down towards the text below.

W. Andrew Stack
Attorney at Law
Oklahoma Bar Association #18606