

LAW OFFICES  
**LANAHAN**  
**REILLEY** LLP



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October 16, 2007

Pink Sheets LLC  
304 Hudson Street, 2<sup>nd</sup> Floor  
New York, NY 10013

**RE: Ameramex International, Inc., a Nevada corporation (the "Issuer")  
Common Stock, \$0.001 par value of the Issuer (the "Securities")  
Trading Symbol "AMMX"**

Ladies and Gentlemen:

This letter is provided to Pink Sheets LLC ("Pink Sheets") to assist it 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.

We have examined originals or copies, certified or otherwise identified to our satisfaction, of such records, agreements and documents of the Issuer and other persons, certificates of public officials, certificates of officers or other representatives of the Issuer and others, and such other documents, certificates and records as we have deemed necessary or appropriate as a basis for the views set forth herein.

In our examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as certified or photostatic copies, and the authenticity of the originals of such latter documents. As to any facts material to the views expressed herein, which we did not independently establish or verify, we have relied upon oral and written statements and representations of the Issuer.

Based upon and subject to the limitations, qualifications, exceptions and assumptions set forth herein, and assuming and in reliance upon the accuracy of the representations and warranties of the Issuer, we advise you that:

1. On \_\_\_\_\_, 2007, the Issuer filed with Pink Sheets [see immediately below] (the "Information") and on August 24, 2007, such documents were posted in the Pink Sheets News Service.

Articles of Incorporation  
Corporate Bylaws

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Initial Company Information and Disclosure Statement  
Interim Financial Report  
Management Discussion and Analysis

2. We are not able to state that the Information (i) constitutes “adequate current public information” concerning the Securities and the Issuer 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 Sheets Guidelines for Providing Adequate Current Information.

3. The person responsible for the preparation of the financial statements contained in the Information is Warren Murphy, the Chief Financial Officer. The financial statements are not audited. The qualifications of Mr. Murphy are attached hereto.

4. The transfer agent for Issuer is Pacific Stock Transfer Company (“Pacific”) with an address of 500 E. Warm Springs Road, Suite 240, Las Vegas, NV 89119; Telephone: 702-361-3033. Pacific is registered with the Securities and Exchange Commission. We have confirmed the number of outstanding shares set forth in the Information with Pacific.

5. We have reviewed the Information published by the Issuer on the Pink Sheets News Service and personally met with the Chief Financial Officer but have not otherwise met with management and the majority of the directors of the Issuer to discuss the Information.

6. To the best of our knowledge, after inquiry of management of the Issuer, we are not aware that the issuer of the Securities, any 5% holder, or the undersigned is currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

The attorneys employed by this firm are U.S. residents. This firm serves as general counsel to the Issuer and has been retained by the Issuer for the purpose of rendering this letter and general corporate matters.

We are admitted to practice law in the State of California. Accordingly, we can only advise as to the laws of the State of California. We are not members of the State Bar of Nevada, the State in which the Issuer is incorporated. To the extent this letter relates to the laws of Nevada we advise that we have examined certain statutes and annotations thereto related to business formation and have considered the effect thereof but we cannot advise as the laws of that State.

This opinion letter is being furnished to you solely for the benefit of Pink Sheets and their respective successors, assigns and attorneys, and only with respect to the transactions recited herein. Accordingly, it may not be relied upon by, quoted in any manner to, or delivered to any

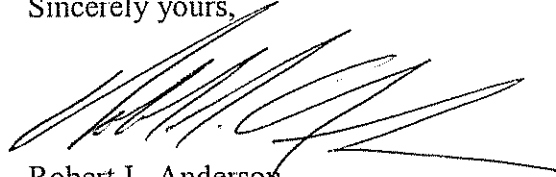
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other person or entity without, in each instance, our prior written consent, except that Pink Sheets may publish it in the Pink Sheets News Service.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Robert L. Anderson", with a long horizontal flourish extending to the right.

Robert L. Anderson

RLA:cih

## Warren L. Murphy

Private Investments, 9988 Troon Court, Windsor, CA. 95492

### EXPERIENCE:

July 2005  
To Present

AmeraMex International, Inc. U CFO

Positions held during this period

MCP San Diego, Inc U Chairman of the Board

St. Joseph & Redwood Memorial Hospital U Trustee,  
Chairman Finance Committee

Larabee Ranch U General Manager

Cinco Maderas U Owner/operator maquiladora

- ◆ Merger and Acquisition
- ◆ Conversion of private to public corporation
- ◆ Negotiate sale of skateboard plant
- ◆ Rebuild & relocate manufacturing facility

June 1994  
To June 2005

Private Investments (Consultant)- Sole Proprietor

Positions held during this period

MCP San Diego, Inc. U

Chairman of the Board

St. Joseph & Redwood Memorial Hospital U Trustee,  
Chairman Finance Committee

Six Rivers National Bank U Director, Chairman Loan  
Committee

Larabee Ranch U General Manager

- ◆ Funding and formation of holding company
- ◆ Management and financial consulting for venture capital
- ◆ Design and implement production improvements for manufacturing
- ◆ Implement expansion of lumber manufacturing into Mexico
- ◆ Review and recommendations for new business enterprises
- ◆ Design and build flood control levee and fish habitat enhancement

November 1989  
To May 1994

Hamre Equipment Co. U CFO

Positions held during this period

Six Rivers National Bank U Director, Chairman

Compensation

Committee

Larabee Ranch U General Manager

- ✦ Negotiate and secure new equipment dealerships
- ✦ Arrange lines of credit for and manage equipment inventory
- ✦ Supervise implementation of new computerized network for cost accounting and inventory control
- ✦ Personnel ∪ compensation, benefits, and union contracts

May 1987

To October 1989

Creative Custom Cabinets ∪ Managing Partner

Position held during this period

Larabee Ranch ∪ General Manager

- ✦ Formation of partnership
- ✦ Implementation of computerized cabinet design system and panel optimizer
- ✦ Layout and design of 10,000sq ft cabinet shop
- ✦ Job bidding and progress billing
- ✦ Cabinet design, drawing and installation
- ✦ Personnel ∪ compensation, benefits and employment contracts

January 1977

To March 1986 The Pacific Lumber Company (TPL) ∪ Manager of Lumber

Operations

Positions held during this period

TPL Woods ∪ Choker sorter through truck scaler

TPL Mill ∪ Pondman through green chain grader

TPL Remanufacture ∪ Chop saw through block sorter

TPL Drying ∪ Kiln operator through dry sorter

TPL Finishing ∪ Grade inspector through assistant planer

Operator

TPL Sales ∪ Shipping through assistant sales coordinator

- ✦ Natural Resource Management, Sustained Yield
- ✦ Coordinate the construction and startup of douglas fir mill (200M/day)
- ✦ Establish policies for the timely replacement of older equipment
- ✦ Coordinate production and maintenance
- ✦ Interview and recommend replacement of managers and supervisors
- ✦ Develop anti-fungi treatment system for young growth redwood
- ✦ Arrange and give guided tours for investors and large educational groups

## EDUCATION:

San Diego State University, 1975 to 1976 ∪ Post Graduate Finance

University of Puget Sound, 1971 To 1975 ∪ B.A. in Business

Administration