# JACKSON L. MORRIS

## Attorney at Law

Admitted in Florida and Georgia (emeritus) May 2, 2019

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

Re: Profile Solutions, Inc.
Trading symbol: PSIQ

### Ladies and Gentlemen:

I have been engaged as special counsel Profile Solutions, Inc., a Delaware corporation with its headquarters office located at Suite 201, 8411 West Oakland Boulevard, Sunrise, Florida 33351 ("Issuer"), to provide this letter with respect to the information ("Information") publicly disclosed by the Issuer and published through the OTC Disclosure and News Service, including all information published at https://www.otcmarkets.com/stock/PSIQ/profile and related pages. The Issuer's common stock ("Securities") is quoted on OTCMarkets and is traded in the over-the-counter market. Please be advised that OTC Markets Group, Inc. is entitled to rely on this letter in determining whether the Issuer has made adequate current public information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933 ("Securities Act"). It should be noted that Rule 144(c)(2) does not define or provide a standard for public availability of information. In using this term, I refer to any information which is available to the public from any source, including information which requires payment of a fee to a public official or agency. In particular, the Rule does not require publication of information on or through the OTC Disclosure & News Service.

The Information covered by this opinion includes and is limited to information under the Issuer's control on the "Company Info" tab and the items of information indexed on the "Filings and Disclosure" tab, as follows:

Information Item	Period End Date	Publish Date
Annual Report - 2018 year end report	December 31, 2018	April 3, 2019
Supplemental Information - 2018 Information	December 31, 2018	April 3, 2019
and Disclosure Statement		

I am a citizen and resident of the United States of America. From time to time, I expect to provide legal services to the Issuer in the areas of corporate, business transactions and securities law. I now have and have had no other relationship with the Issuer. I am licensed to practice law in Florida and Georgia. The subject matter of this letter covers the corporation law of the State of Delaware (the Issuer's state of incorporation) and the securities laws of the United States of America. I have not relied on the work of any other attorney in rendering the opinions set forth below. I am permitted to practice before the U.S. Securities and Exchange Commission and am not prohibited from such practice.

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I do not own any securities of the Issuer and I do not have any agreement to receive securities of the issuer for as compensation for services.

For the purpose of this letter, I have reviewed, to the extent I deem relevant to the matters covered by this letter, and relied upon the following:

#### Documents publicly available -

- a. a true copy of the Issuer's Articles of Incorporation filed June 13, 2006, as amended through November 13, 2017;
- b. Bylaws (predecessor name YaFarm Technologies, Inc. filed on the EDGAR System as Exhibit 3.3 to registration statement on Form SB-2.
- c. registrations and reports filed under the Issuer's predecessor name YaFarm Technologies, Inc. pursuant to the Securities Act of 1933 and the Securities Exchange Act of 1934 beginning February 16, 2007 and ending September 15, 2011 (Commission File No. 000-52739) and a registration statement on Form S-1 filed October 19, 2018 and an amendment thereto (Commission File No. 333-227917);
- c. information published by the Issuer through the OTC Disclosure & News Service on OTCMarkets at the Internet address of https://www.otcmarkets.com/stock/PSIQ/profile and related pages, in particular, the documents listed on the "Filings and Disclosure" page in the active category;
- d. a list of all transfer agents registered as of June 2, 2011 with the U.S. Securities and Exchange Commission ("Commission") pursuant to Section 17A of the Securities Exchange Act of 1934, as amended, as provided by the staff of the Commission;
- e. the Issuer's web site at http://www.profilesolutionsinc.com.

### Documents not publicly available -

- a. selected proceedings of the board of directors of the Issuer's predecessor approving the appointment of Action Stock Transfer Corporation as the Issuer's transfer agent ("Transfer Agent") and the Issuer's agreement with the Transfer Agent dated July 23, 2013:
- b. Stockholder Report as of December 31, 2018 ("Position Report") received by email from the Transfer.

I have also reviewed and relied upon such other documents and certificates of the Issuer and of public officials as I have deemed necessary and relevant to the subject matter this letter. I have assumed the due and proper election or appointment of all persons signing and purporting to sign the documents in their respective capacities, as stated therein, the genuineness of all signatures, the conformity to authentic original documents of the copies of all such documents submitted to me as certified, true, conformed and photocopied, including the quoted, extracted, excerpted and reprocessed text of such documents. As to matters of fact, I have relied on information obtained from public officials, officers of the Issuer and other sources, which I believe to be reliable.

I have also reviewed and am familiar with Rule 144 under the Securities Act and Rule 15c2-11 under the Securities Exchange Act of 1934 (the "Exchange Act"). It should be noted that the only information required by Rule 144(c)(2) that is required to be publicly available is limited to the information identified in paragraphs (a)(5)(i) to (xiv) and (a)(5)(xvi) of Rule 15c2-11. The required information is less extensive than the

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information identified in OTC Pink Basic Disclosure Guidelines Version 1.1, April 25, 2013.

The Information (i) constitutes "adequate current public information" concerning the Securities and the Issuer and "is available" within my understanding of 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 <u>from the Issuer</u> to publish a quotation for the Securities under Rule 15c2-11 (see Appendix "A", hereto), (iii) complies <u>as to form</u> with OTC Pink Basic Disclosure Guidelines Version 1.1, April 25, 2013, and (iv) has been published through the OTC Disclosure & News Service.

I have been advised by the Issuer that Anna Berman, founder and president of Access CFO, Inc. of Boca Raton, Florida is responsible for the preparation of the financial statements contained in the Information. The financial statements are not audited. Access CFO, Inc. provides accounting and tax preparation services.

The Transfer Agent's address is Suite 214, 2469 E. Fort Union Boulevard, Salt Lake City, UT 84121. According to information obtained from the Commission, the Transfer Agent was registered with the Commission pursuant to Section 17A of the Exchange Act as of June 2, 2011 and I have no reason to believe such registration has been terminated. The Position Report states that the number of issued and outstanding shares of common stock at December 31, 2018 was 774,596,085 shares.

I have (i) personally met with a majority of directors and executive officers of the Issuer named in the table following this paragraph, (ii) reviewed the Information published by the Issuer through the OTC Disclosure & News Service and (iii) discussed the Information with a majority of directors and executive officers of the Issuer.

Dan Oran, Director and Chief Executive Officer

Eddie Nurieli, Director

To the best of my knowledge, after inquiry of management and a majority of the directors of the Issuer, neither of the Issuer, any five percent holder of the Issuer's securities is, nor am I, currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

At one or more times since inception, the Issuer was, but is not now, a "shell company" as defined in Rules 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934.

No person other than OTC Markets Group is entitled to rely on this letter. Notwithstanding this limitation of reliance, I hereby grant OTC Markets Group full and complete permission and right to publish this letter through the OTC Disclosure & News Service for viewing by the public and regulatory agencies; provided, that such permission to publish and the publication hereof shall not be deemed a waiver of the limitations of reliance set forth in this paragraph.

Very truly vours

Jackson L. Morris

Dan Oran, Chief Executive Officer

Profile Solutions, Inc.