

Via OTC News & Disclosure Service

May 10, 2024

OTC Markets Group, Inc. – Issuer Services

304 Hudson Street, 3rd Floor

New York, NY 10013

Tel: (212) 896-4400

Fax: (212) 868-3848

Re: Adequacy of Current Public Information

Dear Sir or Madam:

I, the undersigned, am an attorney licensed to practice law in the state of California and before the courts of the United States. I am permitted to practice before the Securities and Exchange Commission (“SEC”) and have never been prohibited from practice thereunder. I am United States resident and citizen with a law practice in San Francisco, California. This legal opinion is limited to matters of Federal Securities Law.

I represent that neither myself, nor my firm, is not now, any time prior to, including the past five years, been under investigation for any violation(s) of federal or state securities laws, by agencies such as SEC, FINRA, CTFC or state securities regulators; nor suspended nor barred from practice in any jurisdiction; nor charged in any criminal or civil action. Neither my firm, nor am I the undersigned, directly or indirectly, a shareholder, beneficial interest, or creditor of, the Issuer, nor is there any agreement to receive in the future, shares of the issuer’s stock, in payment for services, or otherwise.

My firm has been retained by GivBux, Inc. (“GBUX” or the “Company”) in a limited retainer to perform legal services related to compliance with federal securities laws and for the purpose of providing a legal opinion on the adequacy of current information available to the public in relation to the filing of an “Information Statement and Disclosure” pursuant to Rule 15c2-11(a) (5) of the Securities Exchange Act of 1934 as amended (the “Exchange Act”), and Rule 144(c)(2) of the Securities Act of 1933 as amended, (the “Securities Act”). The Company is incorporated under the laws of the state of Nevada.

1. Facts & Assumptions

In rendering this opinion, I have reviewed various corporate records and other documentation necessary and proper for an opinion in conjunction with the filing of the

Company's Information & Disclosure Statements for the period ending December 31, 2023. Additionally, I have made further inquiry and investigation into the laws, regulations, and commentary available for such filings. With respect to corporate documentation examined, I have presumed the genuineness of all signatures thereon; the authenticity of all documents provided as originals; conformity of all copies to the original documents; and the authenticity of all original documents submitted as copies.

I have also relied upon information available on the Internet, from records with the SEC, FINRA, the OTC Markets Group, Inc. ("OTC"), and from officers of the Company in addition to other sources deemed reliable, such as records on file with the Nevada Secretary of State. Nothing came to my attention during the course of my investigation that led me to conclude that any such documents were not genuine or authentic or that the facts contained therein were not true.

2. Inquiry & Investigation

I have reviewed the Annual Report and the Quarterly Report for the periods ending March 31, 2023 (posted on September 19, 2023); June 30, 2023 (posted on September 20, 2023); September 30, 2023 (posted on November 20, 2023); and December 31, 2023 (posted on April 16, 2024).

The financial statements although unaudited were prepared by Joy Stuart, of Newport Beach, CA who has extensive accounting experience with public companies and preparing financial statements in the United States for almost 30 years. The financial statements although unaudited were also prepared by Nanuk Warman, a licensed CPA in Vancouver, British Columbia, who has extensive accounting experience with public companies in the United States and Canada.

The Company's transfer agent is Olde Monmouth Stock Transfer Company, I have confirmed via email that this transfer agent is registered with the SEC and that the number of issued and outstanding shares reflected in the Annual and Quarterly Disclosure Reports are accurate. Information regarding the accuracy of the shareholder's list and the issued and outstanding shares of the Company can be confirmed with, Olde Monmouth Stock Transfer Company 200 Memorial Pkwy, Atlantic Highlands, NJ 07716, Tel: (732) 872-2727 or matt@oldemonmouth.com.

Additionally, I have met (*via Telephone Conference*) with the officers and directors to discuss the Annual and Quarterly Report, the information contained therein, and specifically its adequacy for these purposes. Attending the video conference was the sole officer/director, Robert Thompson. An interested investor could readily find current information available regarding the Company by which s/he could objectively make a determination pertaining to the corporate financial status and relevant financial information thereby enabling such investor to make an informed and intelligent decision regarding the stock of the company by searching for

the Company on the OTC Markets, Inc. website at:
<https://www.otcmarkets.com/stock/GBUX/disclosure>.

Among the officers and directors of the Company none hold more than 5% of any outstanding class of securities. There is no evidence of any investigation of any of these persons or entities by state or federal securities regulators. Regarding other >5% shareholders, the Company in order to proceed with the reverse split, symbol and name change, was required by FINRA to place the shares held by Kenyatto Jones (“Jones”) and Bear Bull, Inc. into a shareholder voting trust, which removes Jones from any voting majority over the Company. There is evidence of a Washington State Securities investigation resolved in or about August 2019 related to Jones and GivBux Global Partners, Inc. unauthorized sales of securities in the state. Additionally, there is evidence of a criminal securities case against Jones in Orange County, California related to untrue statements made in the purchase/sale of securities (unrelated to GivBux, Inc. or GivBux Global Partners, Inc.) which was resolved via restitution and a three-year probation term for Jones. By virtue of the Voting Trust Jones has divested voting rights, but remains a beneficial owner.

3. Legal Conclusions

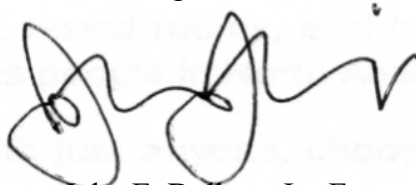
The legal opinion as expressed in this letter is that the Annual and Quarterly Report and filings for the periods ending March 31, 2023, June 30, 2023, September 30, 2023 and December 31, 2023 as filed via the OTC Markets Group News and Disclosure Service constitutes: (1) adequate information about the Company which is available to the public regarding the shares of common stock and is available within the meaning of Rule 144(c)(2) of the Securities Act of 1933; which (2) includes all of the information that a broker-dealer would be required to obtain from the Company to publish a quotation for the shares of common stock of the Corporation under Rule 15c2-11 of the Exchange Act of 1934; that (3) complies with the OTC Markets, Group Inc. Alternative Reporting Guidelines as they pertain to providing adequate and current information about the Company; and (4) the statement has been posted in the OTC Markets Group, Inc. News and Disclosure Service. OTC Markets Group, Inc. is entitled to rely on this opinion in determining whether the Company has made adequate current information available to the public pursuant to Rule 144(c)(2) of the Securities and Exchange Acts, and may publish this opinion on its website, www.otcmarkets.com, for such limited purposes.

Additionally (5) the Company is not now a “shell company” as such term is defined at Rule 405 of the Securities Act, and 12b-2 of the Exchange Act, however as the Company has never previously filed pursuant to Exchange Act mandatory reporting obligations, and does not audit its financial statements, it is impossible to determine conclusively from the unaudited statements whether it may have been a shell company at some prior point in time since such time. However, the Issuer appears to have had continuous material operations and business plans despite inconsistent filings prior to 2019, the Company thereafter filed with the OTC Markets Group, Inc. Other than brief periods as a start-up company or in transitional business plans, it has maintained sufficient assets and operations to not qualify as such. In revisions to Rule 144 and

145 the SEC has stated an intention not to relegate start-up companies or companies with limited operations to shell status. Notably, none of the Company's filings with OTC Markets Group, Inc. have indicated so much on the cover page of such filings.

The statements and opinions set forth herein reflect observations and results of inquiries up to the date hereof, and shall remain valid for as long as the documents, instruments, records and other information I have reviewed and examined remain unchanged, and the assumptions relied upon continue to be valid. This opinion is intended solely for the use and application of OTC Markets Group, Inc. as it deems appropriate for use and publication on its website.

Kind Regards,

A handwritten signature in black ink, appearing to read 'John E. Dolkart, Jr.', with a stylized, cursive script.

John E. Dolkart, Jr., Esq.