



Securities Counselors, Inc.
The Securities Professionals
for Private and Public Issuers, Shareholders and Funding Sources

March 30, 2017

VIA TELECOPIER FOR FILING ON OTC MARKETS/PINK

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

Re: PotNetwork Holding, Inc.; Attorney Letter with Respect to Adequate Current Information;
Annual Disclosure Statement for the Annual Period Ended December 31, 2016

Dear Sirs:

This letter is written on behalf of PotNetwork Holding, Inc., formerly Sign N Drive Auto Mall Inc., and prior thereto PotNetwork Holdings Inc. and United Treatment Centers, Inc., now a Colorado corporation (as of March 2017), previously a Wyoming Corporation (the “Company” or the “Issuer”). OTC Markets Group, Inc. (“OTC Markets”) 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 with regard to Issuer’s common stock (the “Securities”). This law firm (hereafter “Firm”) is a professional corporation, incorporated in the state of Illinois and the undersigned counsel (hereafter “Counsel”) is a U.S. resident and have been retained by the Issuer for the purpose of rendering this letter and related matters. We serve as corporate and securities counsel to the Issuer. This Firm has no relationship with the Issuer other than as attorney-client and, other than its members, has no existing or prior relationship with any prior counsel of Issuer. This Firm is not currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws. However, since 2009, the undersigned, Randall Goulding has been in civil litigation with the SEC for Investment Advisers Act matters, principally books and records alleged violations, none of which were intentional or material, and all of which were immediately corrected following the routine on-site examination of The Nutmeg Group, LLC, a Registered Investment Adviser, and prior to the litigation. In the history of Nutmeg, there was never an investor complaint. Within the context of the litigation, all other (non-books and records) allegations have been proven to be false. Moreover, the SEC is subject to binding admissions that its own allegations are false. The Court ruled that neither the SEC’s responses to discovery nor its Rule 26 submission is “sufficient to secure the just, speedy and inexpensive determination of [the] action and proceeding (Fed.R.Civ.P. 1) and it does not comport with the letter and spirit of Rule 26(a)(1)(A)(iii).”

Without relying on the work of other counsel, we have examined such corporate records and other documents and such questions of law as considered necessary or appropriate for purposes of rendering the letter and have relied on information obtained from public officials, officers of the Issuer and other sources believed to be reliable. In connection with rendering this opinion, we have investigated such matters and examined such documents as deemed necessary. In examining the documents, we have assumed the genuineness of signatures (both manual and conformed), the authenticity of documents submitted as originals, the conformity with originals of all documents furnished as copies and the correctness of facts set forth in such documents.

Counsel is authorized to practice law in the state of Illinois and is permitted to practice before the Securities and Exchange Commission (the “SEC”) and has not been prohibited from practice before such

agency. In connection with the preparation of this letter, we have reviewed the following documents in connection with the preparation of the letter (the “Information”), the dates that such documents were posted on OTC Disclosure and News Service (“OTC News Service” and formerly “Pink Sheets News Service”) reflected therein:

~ Issuer was originally incorporated in or about September 26th 1988, as H.P. Capital Corp., operating in the recycling industry, Mr. Hans J. Meuller serving as President and CEO for the period from 1988 through the end of 1996. The Company became public on October 19, 1994 via a 15c-211 filing, as HP Capital Corp. For the period from 1996 through the end of 2000, the Company operated as Araldica Wineries Ltd., Frank Landis as President and CEO. It operated as a wholesale distributor of Italian wines and owned a vineyard in Italy. From 2000 through the end of 2004, R. Harold Alvarez, as the President and CEO, operated the Company with the name Interactive Solutions Corp., a software development company in the gaming industry. For the period 2004 through the end of 2007, James Hogan Esq. then president and C.E.O., operated the Company with the name MyMedicalCD, Ltd., a medical device company that developed a way for individuals to keep their personal medical history on a CD. From the end of 2007 to July 31, 2012, Frank Ottaviani, as President and CEO operated the Company with the name United Treatment Centers Inc., which operated as a mobile dental company and developer of a waterless Toothbrush that was patented in the US. From July 31, 2012 until January 2014, it operated with Charles Vaccaro as President and CEO, and the name was thereafter changed to Element Trading Holding Inc. (on February 4, 2013), operating as a developer of a subscription based online Day Trading Business, with operations headquartered 157 Sands Point Road, Port Washington, N.Y. 11050. Starting in 2014, the Company operated under the authority of Chris Seminatore, CEO, changing its name back to United Treatment Centers Inc. Thereafter, its name was changed to PotNetwork Holdings Inc. and in 2016 change to Sign N Drive Auto Mall Inc. and now PotNetwork Holding Inc., and recently redomiciled to Colorado.

~ The following Information and documents were reviewed in relation to the Issuer:

All material contracts associated with Issuer;
Articles of incorporation and Corporate By-Laws;

| Date Posted | Report Title | Period End Date |
|--------------------|---------------------|------------------------|
| March 30, 2017 | Annual Report | December 31, 2016 |
| March 27, 2017 | Financial Statement | December 31, 2016 |

The information, as of the periods covered by this letter, in our opinion, having so reviewed the above enumerated documents, (i) constitutes “adequate current public information” concerning the Securities and the Issuer and “is available” within the meaning of Rule 144(c)(2) under the Securities Act, including its dissemination on OTC Markets’ disclosure platform; (ii) includes all of the substantive 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 OTC Markets Guidelines for Providing Adequate Current Information (current version dated April 25, 2013) which are located on the Internet at www.otcmarkets.com; and (iv) has been posted on the OTC Markets News Service.

~ Please be advised that:

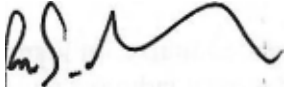
- The Financial Statement documents referenced above are unaudited and were prepared for Potnetwork Holdings, Inc. by its management with the assistance of William Tynan, an

independent accountant. Mr. William Tynan, in coordination with management, has drafted the business plan and the associated management's discussion and analysis ("MD&A") which, emphasizes proper revenue recognition. Gary Blum, Esq., CEO and president, and Mr. Tynan have each confirmed that, while unaudited, all information for the December 31, 2016 annual reports has been provided, to the best of their ability, in accordance with GAAP standards, fairly representing in his view the financial position of the Company.

- The Issuer's transfer agent is ClearTrustLLC, 16540 Pointe Village Dr, Ste 206 | Lutz, FL 33558 (the "Transfer Agent"). This Firm has confirmed by a report from the Transfer Agent the number of outstanding shares as of December 31, 2013, set forth in each respective Disclosure Statement for Issuer, as well as further confirmed that the Transfer Agent is registered with the SEC.
- This Firm has, for the period covered by this report, (i) personally met with management, using face time, and the sole member of the Board of Directors of the Issuer as of the date of this Information, (ii) reviewed the Information, as amended, published by the Issuer on the OTC Disclosure and News Service and (iii) discussed the Information with management and the director of the Issuer.
- To the best of our knowledge, after inquiry of management and the directors of the Issuer, neither the issuer nor any holder of 5% of the Issuer's Securities, is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

No person other than OTC Markets is entitled to rely on this letter but grants OTC Markets full and complete permission and rights to publish the letter in its OTC Markets Disclosure and News Service for viewing by the public and regulators. We express no opinion as to the applicability to or compliance with any state securities or "blue-sky" laws. In addition, this letter is given as of the date set forth above and is restricted to the stated facts and circumstances presented to us and described herein, and that any other or different facts and circumstances might require a different letter, and we assume no, and hereby disclaim any, obligation to update or supplement this letter to reflect any facts or circumstances that may hereafter come to our attention or any changes in laws that may hereafter occur or which occurred prior to the date hereof, the occurrence of which we had no knowledge.

Very truly yours,



/s/ Randall S. Goulding, Esq.

cc: Gary Blum, Esq.