

eilers law group p.a.

149 S. Lexington Ave.
Asheville, North Carolina 28801

Phone:786.273.9152
www.eilerslawgroup.com

June 12, 2019

OTC Markets Group, Inc.
304 Hudson Street, 3rd Floor
New York, NY 10013

Re: Legal Opinion for Visual Healthcare Corp.

Dear Sir or Madam:

This letter is in response to the request that we express our opinion as to the accuracy and current nature of information provided by Visual Healthcare Corp., (“VSHC” or “the Issuer”). This opinion letter is intended only to be relied on by OTC Markets Group 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. Accordingly, we grant OTC Markets Group full and complete permission and rights to publish this letter through their OTC Disclosure and News Service for viewing by the general public and requisite regulators.

In connection with the rendering of this opinion, we have investigated such matters and examined such corporate records and other documents as we deemed necessary and relevant as a basis for the opinion hereinafter set forth. This opinion is expressed solely on the facts and assumptions set forth herein and is specifically limited to the investigation and examinations stated.

In our examination of the documents, we have assumed the genuineness of all signatures, the legal capacity of all natural persons, authenticity of documents submitted to us as originals, the conformity with originals of all documents delivered as copies, and the correctness of the facts set forth in such documents when the facts were found to be outside the scope 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. We have gathered and relied on information obtained from public records, officers of the Issuer, and other sources. We also find the following documents, due to their nature and source, to be self-authenticating: certified records of regularly conducted foreign and domestic business activity, public records and reports, domestic public documents under seal, foreign public documents, official publications, and other acknowledged documents.

We acknowledge that the Issuer has provided an annual report and financial statements for the period ended June 30, 2018, published on June 12, 2019, the financial statements for the year ended June 30, 2017, published on June 12, 2019, as well as quarterly reports for the periods ended

September 30, 2018, December 31, 2018, and March 31, 2019, and published on May 15, 2019, May 15, 2019, and June 12, 2019, respectively. In our opinion, the Issuer's Disclosure Statement and Annual Report for the period ending June 30, 2018, and accompanying unaudited financials and separately filed financial statements for the year ended June 30, 2017, both published on the OTC Disclosure and News Service on June 12, 2019, as well as the Issuer's subsequent Disclosure Statements and Quarterly reports for the periods ended September 30, 2018, December 31, 2018, and March 31, 2019, and accompanying unaudited financials published on the OTC Disclosure and News Service on May 15, 2019, May 15, 2019, and June 12, 2019, respectively:

- (i) constitutes "adequate current public information" concerning the securities of the Issuer and "is publicly available" within the meaning of Rule 144(c)(2) under the Securities Act of 1933;
- (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 OTC Markets Group Guidelines for Providing Adequate Current Information, which is available at: <http://www.otcm Markets.com/content/doc/DisclosureGuidelines.pdf>; and
- (iv) has been posted on the OTC Disclosure and News Service.

In our review, we have been cautious to the presence of any information that reasonably indicates the existence of material inaccuracies or any information that would indicate the source of the materials to be unreliable. We cross-referenced the documents listed on the OTC Disclosure and News Service with other documents and information made available to us, as well as with other information we obtained independently from outside sources. Through the exercise of reasonable diligence, nothing came to our attention during the course of the examination that led us to believe that any documents presented to us were not genuine or authentic or that the facts set therein were untrue.

The financial statements disclosed by the Issuer have been prepared by Daisy Aronce. Ms. Aronce joined CFO Oncall, Inc. ("CFO Oncall") since 2006 and has been a Vice-President of CFO Oncall, Inc. ("CFO Oncall") since 2009. CFO Oncall provides chief financial officer services to various public and private companies. From November 2004 to July 2006 Ms. Aronce was an Audit Manager at Sherb & Co., LLP in Boca Raton, Florida where her responsibilities included supervising, training and evaluating accounting staff members, work paper review, auditing, maintaining client relations, and reviewing financial statements. From July 2002 to November 2004, Ms. Aronce was employed by Bluegreen Corp. as Senior Accountant where her responsibilities included month end closings of accounting books of various subsidiaries of Bluegreen Corp. Ms. Aronce is a member of the American Institute of Certified Public Accountants. Ms. Aronce holds a Bachelor of Science Degree in Accounting from University of Santo Tomas in Manila, Philippines.

The Issuer's Transfer Agent is Olde Monmouth Stock Transfer, located at 200 Memorial Pkwy, Atlantic Highlands, NJ 07716. Olde Monmouth Stock Transfer is a registered Transfer Agent with

the Securities and Exchange Commission. A shareholders list provided by the Transfer Agent as of May 5, 2019, was cross-referenced with the other information provided to us by the Issuer to determine the number of outstanding shares set forth in the Information and Disclosure Statement.

We have personally met, via video teleconference, with the Issuer's President, Luis Beita, and have had numerous correspondences with the Issuer's management and directors. We have also reviewed the information published by the Issuer through the OTC Disclosure and News Service and discussed the contents of the information with the Issuer's management and directors. We have not discovered any instances that would indicate that any officer, director, 5% holder, or counsel of the Issuer is currently under investigation by any governmental authority for violation of federal or state securities law.

It is our opinion that the information contained in documents the Issuer has listed on the OTC Disclosure and News Service satisfies the requirements of OTC Markets. Accordingly, based on our review, it is our opinion that there is reasonable basis to support the belief that the information provided by VSHC is current and accurate, the sources of the aforementioned information are reliable and otherwise in compliance with the requirements of Rule 15c2-11 and OTC Markets Group's Guidelines for Providing Adequate Current Information.

The Issuer has filed its continuing disclosure obligations with OTC Markets since May 2019. Cherry Tree Capital Corp. ("Cherry Tree Capital"), a Florida corporation, incorporated on October 4, 1996 and its wholly owned subsidiary, Nextmaximizer.com, Inc. ("Nextmaximizer"), a Nevada corporation, incorporated on January 28, 1999, did a reverse merger with Netmaximizer on February 16, 1999, with Netmaximizer as the surviving entity. No amendments were made in the Articles of Incorporations of Nextmaximizer after the reverse merger. On April 20, 1999, Nextmaximizer.com, Inc., a Nevada corporation, filed a Certificate of Amendment of Certificate of Incorporation, with the Secretary of State of the State of Nevada, to change its name back to Cherry Tree Capital, Corp. On April 25, 2000, Cherry Tree Capital Corp., a Nevada corporation, filed a Certificate of Amendment of Certificate of Incorporation, with the Secretary of State of the State of Nevada, to change its name to VisualMed Clinical Systems Corp. On December 8, 2004, VisualMed Clinical Systems Corp., a Nevada corporation, filed a Certificate of Amendment of Certificate of Incorporation, with the Secretary of State of the State of Nevada, to change the its name to Visual Healthcare Corp. On October 25, 2018, International Venture Society LLC, a shareholder, served a demand to the Company, at last address of record, to comply with the Nevada Secretary of State statues N.R.S. 78.710 and N.R.S. 78.150. However, the shareholder was unable to locate prior management of the Company. On December 14, 2018, a petition was filed against Visual Healthcare, Corp. in the District Court of Clark County, Nevada, entitled "In the Matter of Visual Healthcare Corp., a Nevada corporation" under case number A-18-786091-P by International Venture Society LLC, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company's Nevada charter, which had been revoked. On January 22, 2019, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of International Venture Society LLC (the "Order"), as Custodian of the Issuer. Pursuant to the Order, the International Venture Society, LLC (the "Custodian") has the authority to take any actions on behalf of the Company, that are reasonable,

prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Issuer. In addition, the custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter. On February 20, 2019, the Custodian granted to itself, 1 share of preferred stock, Special 2019 Series A Preferred Stock (“2019 Series A Preferred”) at par value of \$0.001. The 2019 Series A Preferred has 51% voting rights over all classes of stock and convertible into 600,000,000 shares of the Issuer’s common stock. On February 20, 2019, in a private transaction, the custodian entered into a Securities Purchase Agreement (the “SPA”) with LTN Capital Ventures, LLC, a Texas limited liability company, to sell the 2019 Series A Preferred. Upon closing of the SPA on March 4, 2019, LTN Capital Ventures, LLC acquired 51% control of the Issuer. As of May 6, 2019, the custodianship was terminated and the custodian was discharged. The Company currently has \$0 in assets.

We have determined that the custodianship is factual evidence to the lack of operations and assets of the Issuer. In reviewing the current financial statements and the representations of management of the Issuer, we have determined that the Issuer is a shell company as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934.

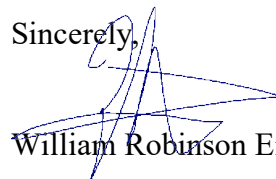
This opinion letter is based on our knowledge of the law and facts as of the date hereof. This letter has been drafted based upon our interpretation of the laws of the United States and the rules and regulations promulgated by the Securities and Exchange Commission of the United States. We assume no duty to communicate with you with respect to any matter that comes to our attention hereafter this Opinion Letter is filed. We have been retained by VSHC for the purposes of reviewing the current information supplied by the issuer and to express our opinion as to the accuracy and current nature of information in relation to filing of current unaudited financials and disclosures by the Issuer.

The undersigned owns no shares of the Issuer. The undersigned has not received, nor has any agreement to receive in the future, shares of the Issuer’s stock as payment for any services rendered.

The undersigned is a resident of Asheville, North Carolina. The undersigned is authorized to practice law in the State of Florida and the United State of America. The undersigned is permitted to practice before the Securities and Exchange Commission and has never been barred from practice in any of the foregoing jurisdictions.

Thank you for your time and attention.

Sincerely,



William Robinson Eilers, Esq.