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September 12, 2017

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

Re: AVEW Holdings, Inc., trading symbol "AVEW" – Annual Report and Disclosure Statement dated December 31, 2016, Quarterly Reports and Disclosure Statements dated June 30, 2016, September 30, 2016, March 31, 2017 and June 30, 2017

Ladies and Gentlemen:

This letter is written on behalf of our client AVEW Holdings, Inc., a Nevada corporation, (the "Company"). OTC Markets Group Inc. is entitled to rely on this letter in determining if the Company has made adequate public disclosure of current information within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended (the "Securities Act"). We are attorneys admitted to the bar of the State of Nevada and resident in the State of Nevada. We are permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder. We act as outside securities counsel to the Company. One part of our duties is to insure that regular disclosure is made to the public pursuant to the Securities Act and related rules and regulations.

We have examined such current corporate records and other documents and questions of law as we consider necessary for the issuance of this letter. We have relied on information obtained from public officials, officers of the issuer and other sources. We represent that all such sources are believed to be reliable.

The financial statements included in the December 31, 2016 Annual Report and Disclosure Statement and the September 30, 2016 June 30, 2016, March 31, 2017 and June 30, 2017 Quarterly Reports and Disclosure Statements were prepared by Hannah Merrill of HE Merrill

Advisory. Ms. Merrill is a trained accountant and has had extensive experience preparing financial statements for public companies. None of the December 31, 2016 annual financial statements, or the June 30, 2017, March 31, 2017, June 30, 2016 or September 30, 2016 quarterly financial statements, were audited.

We have relied on the Annual Report and Company Information and Disclosure Statement dated December 31, 2016 and posted March 30, 2017, the Quarterly Report and Disclosure Statement dated June 30, 2017 and posted July 19, 2017, the Quarterly Report and Disclosure Statement dated March 31, 2017 and posted May 24 and 27, 2017, the Quarterly Report and Disclosure Statement dated June 30, 2016 and posted August 31, 2016, the Quarterly Report and Disclosure Statement dated September 30, 2016 and posted November 21, 2016, and the Supplemental Information posted September 4, 2017. Each of these reports was posted on the OTC Disclosure and News Service on the date indicated. This information constitutes (i) “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, (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’ Guidelines for Providing Adequate Current Information, which are located on the internet at www.otcm Markets.com and (iv) has been posted through the OTC Disclosure and News Service. However, our opinion does not alleviate the professional responsibilities of brokers, dealers and investors to conduct their own due diligence.

In examining the foregoing documents, we have assumed the authenticity 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. We have also assumed all oral representations in connection with this matter to be accurate. Nothing came to our attention during the course of our investigation that led us to conclude that any of such documents were not genuine or authentic or that the facts set forth therein were not true.

The Issuer’s transfer agent is Transfer Online, 512 SE Salmon Street, Portland, OR 97214. The transfer agent is registered with the Securities and Exchange Commission. The method used by us to confirm the number of outstanding shares was a review of the issuer’s filings.

We have reviewed the information published by the Company through the OTC Disclosure and News Service, met in person with the Company’s management and a majority of the Board of Directors to discuss the information and quality assurance with respect to such information.

After personal consultation with the Company's management and a majority of the Board of Directors, we are satisfied that neither the Company, any individual officer or 5% shareholder, nor this law firm, is currently under investigation in any jurisdiction.

14. Set forth below, for each (A) executive officer, director, general partner and other control person of the Issuer and (B) promoter, finder, consultant or any other advisor of the Issuer that assisted, prepared or provided information with respect to the Issuer's disclosure or who received securities as consideration for services rendered to the Issuer, (i) their full name, (ii) their business address, (iii) the number and class of the Issuer's securities beneficially owned by each of them, (iv) with respect to each of the securities described in the preceding clause (iii), whether or not the certificate or other document that evidences the securities contains a legend stating that the securities have not been registered under the Securities Act and setting forth or referring to restrictions on transferability and sale of the securities and (v) a complete description of the consideration received by the Issuer in connection with each issuance of shares to any of them including, without limitation, the nature of any services performed for or on behalf of the Issuer. For purposes of this paragraph 14, the term "control person" includes (i) any person controlling, under common control with, or controlled by, the Issuer or (ii) any person who obtained securities of the Issuer in connection with a negotiation with the Issuer within the three-year period prior to the date of the opinion. With respect to any of the Issuer's control persons that is an entity and any parent entity of any control person, the opinion must provide the information described in the first sentence of this paragraph 14 for each control person of such entity or parent entity.

15. Counsel has made specific inquiry of each of the persons listed in paragraph 14 above, persons engaged in promotional activities regarding the Issuer, and persons owning more than ten percent (10%) of the Securities (collectively, the "Insiders"), and based upon such inquiries and other information available to counsel, any sales of the Securities by Insiders within the twelve-month period prior to the opinion have been made in compliance with Rule 144, including, without limitation, any required filings of Form 144, and nothing has come to the attention of counsel indicating that any of the Insiders is in possession of any material non-public information regarding the Issuer or the Securities that would prohibit any of them from buying or selling the Securities under Rules 10b-5 or 10b5-1 under the Securities Exchange Act of 1934.

The executive officers, directors and control persons are Jose Chavez, Jay Ling and Joe Wooten. They each own the following number of shares of our common stock as of the date hereof and that none of them have sold any stock during the 12 month period prior to the date of this opinion. We are informed that each of the relevant certificates bears a restrictive legend and that the shares listed below were issued in respect of their services as officer and / or director of the Company.

Jose Chavez, 711 N. Bell, Suite A, Cedar Park, TX 78613 – 500,000,000 shares of common stock, 60,000 shares of Series A Preferred Stock

Jay Ling, 711 N. Bell, Suite A, Cedar Park, TX 78613 - 3,666,667 shares of common stock

Joe Wooten, 711 N. Bell, Suite A, Cedar Park, TX 78613 – 0- shares of common stock, 40,000 shares of Series A Preferred Stock

We are also informed that no person is authorized by the Company to promote the Company's stock but that the following persons were retained to provide consulting services related to increasing market awareness. Specifically, each of the following persons were engaged under contract to perform consulting services, business plan development, business valuations, growth strategies, mergers and acquisitions, supply and distribution networks, joint ventures, partnerships, market awareness, corporate exposure and perception management. All such persons were compensated in cash and not with stock:

New Age Consultants, LLC, 4 George St, Milford, NH 03055 – paid \$25,000 - August 29, 2016. Contract cancelled by issuer for non-performance.

Circadian Group, 3270 Electricity Dr., Ste 213, Windsor, ON N8W 5J1 Canada – paid \$25,000 - 11/21/2016. Contract cancelled by issuer for non-performance. 80% refund to issuer.

Media Capital Partners LLC, 1421 Dallas Parkway, Dallas, TX 75254 – paid \$5,000 - 12/19/2016.

Sunrise Media, 6726 Seinfeld Ct., Houston, TX 77069 – paid \$15,000 - 06/07/2017.

The principal purpose for which these persons were engaged was to promote the market awareness for the Company. Media Capital Partners and Sunrise Media did provide some input on the wording of Company press releases. New Age Consultants and Circadian Group did not appear to provide any services under their agreements and the Company, therefore, terminated their agreements.

Neither the Company nor this firm can claim to know the ownership details as to these four consulting firms. We are informed that the following individuals represented the four consulting firms in their dealings with the Company:

New Age Consultants, LLC: Kris Kent, Kevin Kent and Eric Cousins
Circadian Group: Kevin Wright
Media Capital Partners LLC: Matt Vrabel
Sunrise Media: Ted Dudley

None of the four consulting companies assisted the Company with business planning, mergers or acquisitions, or fund raising.

THE FOREGOING OPINIONS ARE SUBJECT TO THE FOLLOWING ASSUMPTIONS, EXCEPTIONS, LIMITATIONS AND QUALIFICATIONS.

The opinions expressed in this letter are rendered as of the date hereof and are based on our understandings and assumptions as to present facts, and on the application of applicable law as the same exists on the date hereof. We assume no obligation to update or supplement this opinion letter after the date hereof with respect to any facts or circumstances that may hereafter come to our attention, or to reflect any changes in the facts or law that may hereafter occur or

take effect. We give OTC Markets Group Inc. permission to publish this letter in the OTC Disclosure and news Service for viewing by the public and regulators.

Very truly yours,

BAUMAN & ASSOCIATES LAW FIRM

By 

Frederick C Bauman

Nevada Bar No. 8370