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File No. 3025-1

August 25, 2011

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

Nuvonyx, Inc.

Attorney Letter for Initial Company Information and Disclosure Statement

Gentlemen:

Please be advised that we have been retained by Nuvonyx, Inc., a Nevada corporation (the “Issuer”), for the purpose of rendering this letter to the OTC Markets Group Inc. (“OTC Markets”) and related matters. Our opinion has been requested solely for the purpose of reviewing the reporting of adequate current information within the meaning of Rule 144(c)(2) under the Securities Act of 1933 of the Issuer.

In rendering this opinion, we have examined such corporate records and other documents and such questions of law as we consider necessary or appropriate for purposes of rendering our opinion, including, but not limited to, Articles of Incorporation, By-laws, the Issuer’s Initial Information and Disclosure Statement (the “Initial Disclosure Statement”) dated July 1, 2011 posted on July 26, 2011 with interim financials through March 31, 2011 posted on July 27, 2011, and the Quarterly Report for the quarter ended June 30, 2011 posted on August 12, 2011 (the “Quarterly Report”), and the financial statements attached to the Initial Disclosure Statement and the Quarterly Report. The aforementioned documents are all available to the public through the Disclosure Statement posted June 27, 2011 and the Quarterly Report posted on August 12, 2011, as amended and posted on August 23, 2011 and August 25, 2011, respectively (the “Information”). In all such examinations, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as copies and the authenticity of all originals of such documents submitted as copies. As to all questions of fact relevant to this opinion, we have relied on representations from public officials, officers of the Issuer and other sources, and we represent that such sources were believed to be reliable.

For purposes of preparing this letter, we do not express any opinion with respect to the applicable laws, or the effect or applicability of the laws, or any jurisdiction other than those

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of the State of California and the securities laws of the United States. As to matters of fact, we have relied upon information from William P. Mountanos and Douglas Verner, which we believe to be reliable.

The trading symbol for the Company is NVNX.

The undersigned is a United States resident and is admitted to practice law in the State of California and permitted to practice before the Securities and Exchange Commission (the "SEC") and has not been prohibited from practice before the SEC. The undersigned has been retained by the Issuer for the purpose of rendering this letter and related matters.

Interwest Transfer Company, Inc., the Issuer's transfer agent, is registered with the SEC. The undersigned has confirmed via e-mail with the transfer agent the number of shares outstanding.

The undersigned has personally met with the Issuer's principal officer and director, reviewed the information provided in the Disclosure Statement and the Quarterly Report, and discussed the information contained therein with management and the directors of the Issuer.

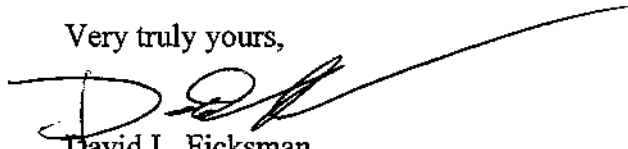
The unaudited financial statements included in the Disclosure Statement and Quarterly Report were prepared by Chris Thebedou, Controller, and reviewed by Doug Paulin, Chief Financial Officer.

Based upon and subject to all of the foregoing statements, we are of the opinion that the Information (i) constitutes "adequate current public information" with respect to the Issuer and the securities quoted on OTC Markets "is available" within the meaning of Rule 144(c)(2) promulgated pursuant to the Securities Act of 1933, (ii) includes all of the information which a broker-dealer would be required to obtain from the Issuer in order to publish a quotation for the securities pursuant to Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended, (iii) complies as to form with the OTC Markets Group Inc.'s Guidelines for Providing Adequate Current Information, which are located on the Internet at [www.otcmarkets.com](http://www.otcmarkets.com), and (iv) has been posted through the OTC Disclosure and News Service. After inquiry of management and the directors of the Issuer, we have no knowledge that Issuer or any of Issuer's 5% or greater shareholders is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

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This letter may be relied upon by OTC Markets in determining whether Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. This letter may not be relied upon by any other person or entity other than OTC Markets. However, OTC Markets has full and complete permission and rights to publish this letter for viewing by the public and regulators. We hereby expressly disclaim any duty to update any of the statements through the OTC Disclosure and News Service. This opinion speaks only as of the date above written and is limited to laws and regulations now in effect, and in all respects is subject to any, and may be limited by, future legislation, made in this letter.

Very truly yours,



David L. Ficksman  
of  
TroyGould PC

cc. William P. Mountanos  
Douglas Verner