

ROBERT J. FLYNN, Jr., Esq.

1629 K Street, N.W.

Suite 300
Washington, D.C. 20006

TEL : (703)-217-6419

FAX : (202)-331-3759

E MAIL: rojynn@comcast.net

April 7, 2022

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

RE: Suggestion Box, Inc (Trading Symbol
SGTB Required Disclosure Period: Annual
Disclosure period ended 12/31/2021

Dear Sir/Madame:

The undersigned has acted as Special Counsel to Suggestion Box, Inc. (the "Company") concerning certain securities law issues, corporate issues, general business issues, and possible other securities regulatory issues, and was retained, inter alia, for the purpose of reviewing the gamut of current information supplied by the Company. I am domiciled in the United States, am a resident of the United States, and am licensed to practice in the District of Columbia, the First, Third, Fourth, and Sixth Circuit Courts of Appeal, and the Supreme Court of the United States. I have been retained by the Issuer for the purpose of providing this Amended Attorney Letter, and my relationship to the Issuer is that of Special Counsel, acting, inter alia, for the purposes set forth above and, for the purpose of reviewing current information provided to OTC by the Company (the "Issuer") to ensure that the Company has made adequate and accurate current information publicly available within the meaning of Rule 144 (c) (2) of the Securities Act of 1933, as amended. I own no shares of the Company.

In conformance with the requirements placed upon me by OTC, and in conformance with my obligations as a "gatekeeper" in this regard I wish to state that I thoroughly reviewed and examined the corporate records, corporate documents, and public records available to me in preparing this Amended Attorney Letter, and I have

further reviewed all questions and issues of law necessary for the complete and thorough rendering of this Amended Attorney Letter.

As indicated, the undersigned is authorized to practice in the District of Columbia, and has had no formal disciplinary actions or disciplinary suspensions since his admission in 1969, and is permitted to practice before the Securities and Exchange Commission (and has done so), and has never been the subject of any investigation by the Commission, the CFTC, FINRA, or any other state, federal, or foreign regulatory authority.

The jurisdictions covered by this Amended Attorney Letter are all those found within the bounds of United States jurisdiction for formal reference, and for ancillary purposes, unrelated hereto the jurisdictions of the United Kingdom, and the (EU), in conjunction with local foreign counsel, if needed. Undersigned counsel has never, in the past five years, been suspended or barred from practicing in any other state and has often done so pro hac vice, nor has he been charged in a criminal case nor been a defendant in any completed or contemplated civil case. The undersigned shall not rely on the work done by other counsel for the preparation of the forthcoming disclosure document. but shall inquire of other persons in reference to verification of factual matters.

The undersigned has interviewed via telephonic conference (1) the management team and all directors of the Company, more specifically David Olund being the officers and directors of the Company and has also investigated the personal status of Benjamin Berry, Leon Frenkel, Howard R. Bauer, Krishna Sudheendra and Kae Y. Parker, finding no issues with any of them and (ii) has reviewed the annual financials for the period ended December 31, 2021 and filed with OTC Disclosure News Service on March 29, 2022, and posted on March 29, 2022, and (iii) discussed the information contained with management and the directors of the Company.

To the best of my knowledge, after inquiry of management, including the Chief Executive Officer, and the Chief Financial Officer, neither the Issuer, the 5% securities holder of the Company, nor corporate counsel are currently under investigation by any federal or state regulatory authority for violation of any federal or state securities laws. In previous filings with the Pink Basic Disclosure Guidelines for the Company it was reflected that the Company reflected that the Company has 128,788,922 Common Shares outstanding as of June 30, 2021 and the Company has 20 Special 2021 Series A Preferred Shares issued and 2 Special Series B Preferred Shares issued and outstanding. This was verified with Issuer Direct, the Company's Transfer Agent, on April 7, 2022. There are no family relationships or related party transactions with the Company to disclose in its filings or in this Amended Attorney Letter.

This letter covers the laws of the United States and does not depend on any other law firm's opinion or letter. A representative of the Company, its CFO, Chuck Ragland, is responsible for the supervision of the Company's financial statements in

accordance with GAAP, and the actual preparation of the financial statements is the responsibility of Juan Diego Turrubitates who verified the accuracy of the financial statements made in OTC filings on behalf of the Company.

The undersigned may rely on information obtained from public officials, officers of the Company and believes these sources are reliable. In rendering this Attorney Letter. The following have been examined and are relied upon:

Corporate records and other documents:

Financial documents including: Balance Sheet, Statement of Operations, Statement of Cash Flows, Consolidated Statements of Stockholders Deficiency (Statement of Changes in Shareholder Equity) and notes to the financial statements for the year ending December 31, 2019, December 31, 2020, the first quarter of 2021, ending March 31, 2021, and the second quarter or 2021, ending June 30, 2021. Information obtained from public officials have been relied upon, as well as statements from the officers of the Company which statements are believed to be reliable. In rendering this Attorney Letter, the following have been relied upon:

Corporate records and other documents of the Company

Financial documents including: Balance Sheet, Statement of Operations, Statement of Cash Flows, Consolidated Statements of Stockholders Deficiency (Statement of Changes in Shareholder Equity) and notes to financial statements for the year ending December 31, 2021 were prepared by Juan Diego Turrubiartes who is the Company's financial consultant and someone who has a long history of preparing financial records for the Company

Representations made by the officers and directors of the Company are deemed to be both accurate and reliable.

A review of the Shareholders List prepared by the Company's Transfer Agent: Issuer Direct Stock Transfer, U S Global HQ, One Glenwood Ave, Suite 1001, Raleigh, N.C. 27603. Issuer Direct is a registered transfer agent under the Securities and Exchange Act of 1934, and verified inquiries as to the number and class of shares issued and outstanding.

This Attorney Letter is governed by and shall be interpreted in accordance with the Legal Opinion Accord (the "Accord") of the American Bar Association Section of Business Law (1991). Therefore, it is subject to a number of qualifications, exceptions, definitions, limitations on coverage, and other limitations, all more particularly described in the

Accord, and this Attorney Letter should be read in conjunction therewith. The law relevant to the opinions expressed herein is that of the United States of America.

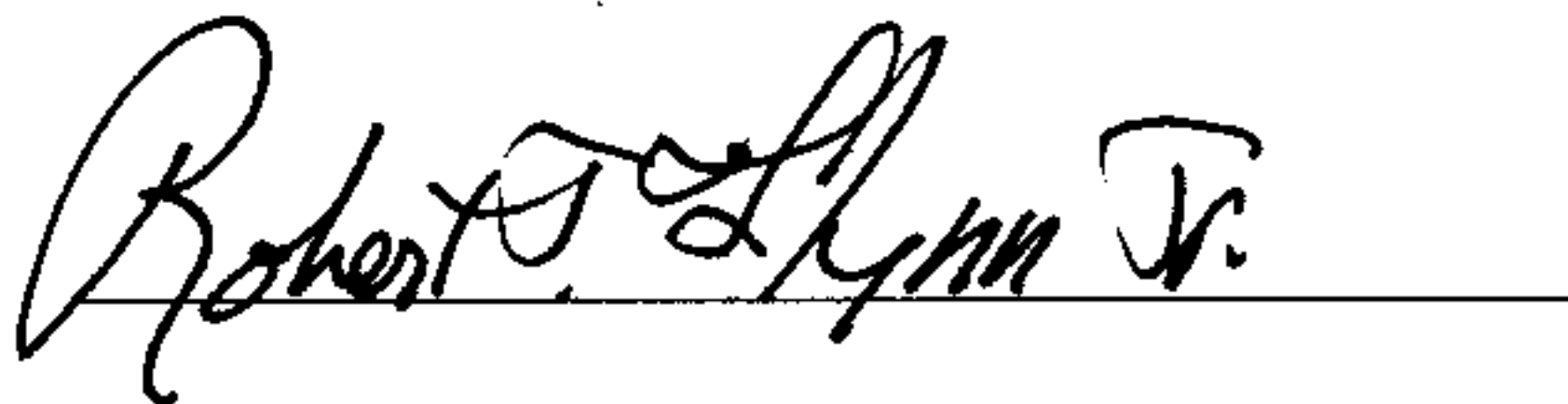
Based upon the foregoing and subject to the qualifications hereinafter set forth, the undersigned is of the opinion that the Company Information and Disclosure Statement:

1. Constitutes “adequate current public information” concerning the securities involved herein, and that the “Company’s information is available” within the meaning of Rule 144 (c) (2) under the Securities Act of 1933.
2. Includes all the information that a broker-dealer would be required to obtain from the Company to publish a quotation for the securities under Rule 15c2-11 under the Securities Exchange act of 1934.
3. Complies as to form with the OTC Market Group’s Pink Basic Disclosure Guidelines for providing adequate Current Information, which are located on the internet at
4. Has been posted through the OTC Disclosure and News Service; and
5. Issuer Direct, the Company’s Transfer Agent, is registered under is registered under the Securities and Exchange Act of 1934,
6. The Company is currently a shell company as defined by Rule 405 of the Securities Act of 1933 and the Securities and Exchange Act of 1934. In the initial Attorney Letter of September 21, 2021, to which this is a formal amendment, the undersigned had misread the box which the Company’s Disclosure Statement had set forth, reflecting “yes” as to shell status.
7. As earlier indicated, the financial documents listed on behalf of the Company were prepared by Mr. Juan Turrubiarres, who is the Company’s Financial Consultant, and in preparing these financial documents Mr. Turrubiarres received input from the Company’s officers and directors.
8. Although reviewed by the Company’s Chief Financial Officer, Chuck Ragland, the financial statement prepared by Juan Diego Turrubiarres are not audited.
9. In preparing this Amended Attorney Letter, in addition to the above, the undersigned relied upon certain OTC documents published on the internet, most notably: OTC Disclosure and News Service Company press releases (all from 6/17/20 to 5/04/21), the Trade Data, Short Interest, the Company’s Security Details, Corporate Actions, and Short Selling Data most recently reflected by OTC for the Company, as well as all information reflected in the Company’s most recent Profile, and the Annual Report for the year ended 12/31/2020, as well as the Financial Statements relating thereto and recent other filings.

10. Other than the listed officers and directors and the 5% plus owners listed in filed documents, with whom the undersigned had telephonic contact or conducted an investigative review, there are no other insiders and/or control persons of the Company. These listed individuals would constitute "insiders" of the Company, and upon inquiry by the undersigned it is clear that no sales of securities have taken place by insiders within the 12- month period prior to this Amended Attorney Letter. It is also clear that if there are to be any sales by these insiders, such sales will be made in full compliance with Rule 144, or its equivalent, and any and all required filings relating thereto will be made. The Company and the listed insiders are both aware of and pledge to act in full compliance with Rules 10b-5 and/or 10b5-1 of the Securities and Exchange Act of 1934.

This Amended Attorney Letter may be relied upon by OTC Markets, Inc., but may not be used or relied upon by other persons for any purpose whatsoever, without the prior written consent of the undersigned in each instance. OTC Markets may publish this letter through OTC Disclosure and News Service for viewing by the public or regulators.

Sincerely,

A handwritten signature in black ink, reading "Robert J. Flynn, Jr.", written over a horizontal line.

Robert J. Flynn, Jr., Esq.