



Law Office of Clifford J. Hunt, P.A.

Reply to:
cjh@huntlawgrp.com

April 24, 2023

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

**Re: Prom Resources, Inc. (PRMO):
Annual Report for period ended December 31, 2022**

Dear Sir or Madam:

This law firm serves as special securities counsel to Prom Resources, Inc., a Florida corporation (as of May 2022) (hereinafter the "Company" or "Issuer") and has been retained by the Company for the purposes of (a) entering into the Attorney Letter Agreement with OTC Markets Group, Inc. (hereinafter "OTC Markets") and (b) posting this letter on the OTC Disclosure and News Service in accordance with the requirements set forth in the Attorney Letter Agreement. OTC Markets is entitled to rely on this letter in determining whether the Company has made adequate current information publicly available within the meaning of Securities and Exchange Commission Rule 144(c)(2), promulgated under the Securities Act of 1933, as amended.

This law firm has been retained solely for the purpose of reviewing the current information supplied by the Issuer. The undersigned Attorney is a resident of the United States of America. The undersigned Attorney is licensed to practice law in the state of Florida and this letter covers the jurisdiction of Florida and the applicable laws of the United States of America. The undersigned Attorney is permitted to practice before the United States Securities and Exchange Commission ("SEC") and has not been prohibited from practice thereunder. Undersigned counsel is not currently and has not been in the past five years, suspended or barred from practicing in any state or jurisdiction, and has not been charged in a civil or criminal case. Undersigned counsel is not currently, and has not been in the past five years, the subject of an investigation, hearing, or proceeding by the SEC, the U.S. Commodity Futures Trading Commission ("CFTC"), the Financial Industry Regulatory Authority ("FINRA"), or any other federal, state, or foreign regulatory agency.

As of the date of this letter, the undersigned Attorney is not the beneficial owner of any shares of the Company's common stock. No member of this law firm has any agreement with the Company to receive any shares of its securities in payment for services presently or in the future.

In rendering this letter, I have examined the Annual Report for the period ending

December 31, 2022 (as revised); and the unaudited financial statements for the period ending December 31, 2022, (hereinafter collectively referred to as the "Report"), which were posted by the Company on the OTC Disclosure and News Service on March 22, 2023. I also reviewed the following reports of the Company posted on OTC Markets:

- Quarterly Report for period ending March 31, 2022, filed May 26, 2022;
- Quarterly Report for period ending June 30, 2022 filed August 14, 2022;
- Quarterly Report for period ending March 31, 2022 filed November 13, 2022; and
- Annual Report for period ending December 31, 2021 filed May 26, 2022.

I also have relied upon filings with the Secretary of State of Florida, filings with the state of Florida and information obtained from the officer of the Company. I also have examined such other Company records, certificates of officers, and other instruments and documents and such questions of law as I have considered necessary and appropriate as a basis for the opinions expressed herein and for purposes of rendering this letter. As to matters of fact, I have relied upon information obtained from public officials, officers the issuer and other sources. All of the sources noted above are deemed to be reliable.

The Company headquarters are located at 13935 Lynmar Blvd., Tampa, Florida 33626. Mr. Saeb Jannoun is Chief Executive Officer and sole director for the Company. I personally interviewed Mr. Jannoun via a video call to discuss the Report. His address is 13935 Lynmar Blvd., Tampa, Florida 33626, (813) 240-4086. His email address is saebj@ix.netcom. Mr. Jannoun has a business administration degree with an emphasis in finance; earned the Certified Financial Planner designation in 1990; and has been involved with public companies since approximately 2008.

In rendering this letter, the undersigned Attorney has personally met with management, consisting of Mr. Saeb Jannoun, who is the Chief Executive Officer and sole director of the Company and has reviewed the Report published by the Company through the OTC Disclosure & News Service and I personally discussed the Report with Mr. Jannoun.

In my opinion, the Report constitutes "adequate current information" concerning the Company and its securities and that "is available" within the meaning of SEC Rule 144(c)(2) under the Securities Act of 1933 as a result of such Report being posted in the OTC Disclosure and News Service on March 22, 2023, and that the Report includes all of the information that a broker-dealer would be required to obtain from the Company to publish a quotation for the common stock of the Company under SEC Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, and that the Report complies as to form with the OTC Markets Group's OTC Pink Basic Disclosure Guidelines.

The un-audited financial statements contained within the Report were prepared by Ms. Rachel Boulds, CPA who serves as an outside consultant for the Company. Ms. Boulds is a licensed CPA in the state of Utah and has over 20 years' experience providing auditing and accounting services to both public and private companies utilizing GAAP accounting principles.

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The transfer agent for the Company is Transfer Online, located at 512 SE Salmon St., Portland, Oregon 97217. Transfer Online is registered with the SEC. The undersigned Attorney personally confirmed with Mr. Jannoun and verified with Transfer Online the number of outstanding shares set forth in the Report as of the date of this letter.

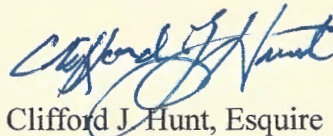
To the best knowledge of this law firm, after inquiry of management and the sole Director of the Company, neither the Company nor any 5% holder, or the undersigned Attorney, is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

Regarding whether the Company is or has ever been a "shell company" as such term is defined in SEC Rule 12b-2 and SEC Rule 144, undersigned counsel has been advised by present management that the Company is no longer a "shell company" and the Report also has designated that the Company is not a "shell company."

OTC Markets is hereby granted full and complete permission and rights to publish this letter through the OTC Disclosure and News Service for viewing by the public and regulators. This letter is rendered solely to OTC Markets and may not be relied upon by any other person or for any other purpose without the prior written consent of this law firm.

Sincerely,

LAW OFFICE OF CLIFFORD J. HUNT, P.A.



Clifford J. Hunt, Esquire

cc: Saeb Jannoun, CEO
Prom Resources, Inc.