

100013 N.E. Hazel Dell Avenue  
Suite 317  
Vancouver, WA 98685

Telephone: (503) 806-3533

Email: [jevic321@aol.com](mailto:jevic321@aol.com)

September 27, 2024

OTC Markets Group, Inc.  
300 Vesey Street  
New York, NY 10282

RE: Enterra Corporation ("The Issuer")

Dear Sir or Madam:

I represent Enterra Corporation Symbol: ETER), a Delaware corporation (the "Issuer") as its legal counsel. My client has requested that I render a legal opinion as to whether there is adequate current information available on the OTC Disclosure and News Service for the Issuer and related matters relative to its Annual Disclosure Statement for the year ended May 31, 2024. I am not an employee of the Issuer nor do I have an agreement to receive, in the future, shares of the issuer's stock, in payment for services.

This opinion is meant to apply to the laws of the United States. I am a resident of the United States and licensed to practice in the state courts of Oregon and Washington and am also admitted to practice in the U.S. District Court for the District of Oregon and in the U.S. Tax Court. I am also permitted to practice before the Securities and Exchange Commission ("SEC"), and have not been prohibited from practice thereunder. I am not now nor have I ever been 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. I am not now nor have I ever been suspended or barred from practicing in any state or jurisdiction nor have I ever been charged in a civil or criminal case.

This opinion does not rely on the work of other counsel.

I have examined the corporate records, documents and such questions of law that I consider necessary or appropriate for purposes of rendering this Opinion Letter. In my review I have met with the Board of Directors and management of the Issuer and have relied upon the representations of management and officers whom I believe to be reliable sources. I have reviewed the Issuer's corporate records including the following:

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- Annual Report (as amended)- Company Information and Disclosure Statement for the year ended May 31, 2023, (posted September 26, 2023)
- Quarterly Report - Company Information and Disclosure Statement for the quarter ended August 31, 2023 (posted October 20, 2023)

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- Quarterly Report - Company Information and Disclosure Statement for the quarter ended November 30, 2023 (posted January 24, 2024)
- Quarterly Report (as amended) - Company Information and Disclosure Statement for the quarter ended February 29, 2024 (posted May 14, 2024)
- Annual Report - Company Information and Disclosure Statement for the year ended May 31, 2024, (posted September 13, 2024)

In my review I have relied upon the representations of management and officers of the Issuer and on publicly available information regarding the Issuer including financial statements listed above.

I have previously met with and communicated with Peter Lachapelle, the CEO and sole member of the Board of Directors and have reviewed the Disclosure Statements referenced herein, as published through the OTC Disclosure & News Service, and discussed the information contained therein with him and confirmed, to my satisfaction, the truthfulness and accuracy of said information. All of the information I requested as a basis for this opinion has been provided to me and I believe the sources of information reviewed are reliable. In addition, I have reviewed the definition of current information set forth in SEC Rule 144(c)(2) under the Act ("Other Public Information") as well as the relevant provisions of Rule 15c2-11 of the Securities Exchange Act of 1934 (the "Exchange Act"), and the OTC Markets Group's Pink Basic Guidelines for Providing Adequate Current Information, In my opinion, the information provided:

(A) constitutes "adequate public information" concerning the Securities and the Issuer and "is available" within the meaning of Rule 144(c)(2) of the Act;

(B) 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 Exchange Act;

(C) complies as to form with the OTC Markets Group's Pink Basic Guidelines for Providing Adequate Current Information, which is located at:

[www.otcmarkets.com](http://www.otcmarkets.com)

and

(D) has been posted through the OTC Disclosure and News Service.

The Issuer represents that it is not a "shell" corporation as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934 as of the Quarterly Disclosure Statement for the period ended February 28, 2023. This position is explained by the Issuer in a Supplemental Information Statement filed March 6, 2023. Prior to that period, the Issuer had reported that it was a "shell" corporation.

The financial statements for the Issuer for these periods were the ultimate responsibility of Peter Lachapelle, CEO. They were prepared by him with assistance by Meru Accounting, New York, New York, a commercial accounting firm with clients in many countries and many years of

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experience in preparing financial statements for a wide variety of clients.

The transfer agent for the Issuer is Issuer New Horizons Transfer, Inc., 215-515 West Pender Street, Vancouver, British Columbia, Canada V6B 6H5. The transfer agent is registered with the SEC. I have requested and obtained a copy of the shareholders' list provided to me by management and have confirmed that the number of shares issued is consistent with the corporate records of the Issuer. I have reviewed the disclosure documents currently published on otcmarkets.com for this Issuer, and have personally reviewed the information published by the Issuer on OTC Markets News Service, and have discussed the information with management.

I have confirmed with management that management is not aware of any investigation of the Issuer or of any beneficial owner, officer, director or legal counsel of the Issuer by any federal or state regulatory authority, including the SEC. After a review of documents as set forth above, and consultation with management, it is my opinion that the information presently being provided by the Issuer to OTC Markets Disclosure and News Service in the Financial Reports and Disclosure Information constitutes adequate current public information concerning the Issuer within the meaning of Rule 144(c)(2) of the Act.

OTC Markets, Inc., is entitled and authorized to rely upon this letter in determining whether the Issuer has made adequate information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. No person other than OTC Markets, Inc., is entitled to rely on this letter, but full permission is granted to OTC Markets, Inc., to publish this letter through the OTC Disclosure and News Service for viewing by the public and regulators.

Sincerely,



Vic Devlaeminck  
Attorney for Enterra Corporation  
VD/wp