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Attorney at Law

*Admitted to practice in Florida

October 7, 2024

Delivered via electronic upload

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

Re: Attorney Representation Letter for Flowerkist Skin Care & Cosmetics, Inc.

To Whom It May Concern:

Flowerkist Skin Care & Cosmetics, Inc., a Nevada corporation (the “Company”), requested that I provide this representation letter to OTC Markets Group, Inc. (“OTC Markets”) concerning current information relating to the Company that has been made publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933 (the “Act”) and other matters.

This letter will include representations of all matters required by OTC Markets with respect to the Company. Based on the foregoing, the undersigned avers and affirms that OTC Markets may rely on the information contained in this letter relating to the Company’s disclosure of public information within the meaning of the Act and further avers and affirms as follows:

About the Undersigned

The undersigned is a U.S. resident and has been retained by the Company for the purpose of rendering this letter and related matters. The undersigned has provided legal services for the Company as outside legal counsel in the areas of securities law, general corporate law and other matters. This letter does not include the work of other counsel. The undersigned is authorized to practice before all the courts in the State of Florida. This letter is provided pursuant to the laws of the jurisdictions of the United States and Florida. The undersigned is permitted to practice before the Securities and Exchange Commission (the “SEC”) and has not been prohibited from practice thereunder. The undersigned is not currently, nor has been in the past five years, suspended or barred from practicing in any state or jurisdiction, and has not been charged in any civil or criminal case in any state or jurisdiction.

I have examined such corporate records and other documents and such questions of law as to

considered necessary and appropriate for purposes of rendering this letter. As to matters of fact, I have relied on information obtained from public officials, officers of the Company and other sources and represent that all such sources are believed to be reliable.

<u>Information</u>	<u>Date Filed</u>
Information and Disclosure Statement; Amended Quarterly Report, Financial Statements for the period ended June 30, 2024.	September 20, 2024
Information and Disclosure Statement; Amended Quarterly Report, Financial Statements for the period ended March 31, 2024.	September 20, 2024
Information and Disclosure Statement; Amended Annual Report, Financial Statements for the period ended December 31, 2023.	September 20, 2024
Information and Disclosure Statement; Annual Report, Financial Statements for the period ended December 31, 2022.	May 2, 2023

Furthermore, the undersigned has:

- Personally met with the Company’s Chief Executive Officer, Alka Badshah, and a majority of the board of directors, specifically consisting of three of the Company’s four directors: Rowland Hanson, Francis Heitkamp, and Chuck Hirsch;
- Reviewed the information, published by the Company through OTC (Disclosure & News Service); and
- Discussed the information with the Company’s Chief Executive Officer, Alka Badshah, and a majority of the board of directors, specifically consisting of three of the Company’s four directors: Rowland Hanson, Francis Heitkamp, and Chuck Hirsch.

Adequacy of Public Information

It is my opinion that the information currently available concerning the Company:

- Constitutes adequate current public information concerning the Securities and the Issuer that is available within the meaning of Rule 144(c)(2) under the Securities Act;
- 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”);
- Complies as to form with the OTC Markets Group’s OTC Pink Disclosure Guidelines, which are located on the Internet at www.otcm Markets.com; and

- Has been posted through the OTC Disclosure & News Service.

Financial Reporting

The Company's Chief Executive Officer, Alka Badshah, is the person primarily responsible for the preparation of the financial statements contained in the Disclosure Statements. Alka Badshah is a professional corporate executive and financial controller with 40 years of corporate tax preparation and accounting experience.

Transfer Agent

The Company's transfer agent is Securities Transfer Corporation with its office at 2901 N. Dallas Parkway, Ste. 380, Plano, TX 75093. Securities Transfer Corporation is registered with the SEC. I have reviewed the transfer agent's written confirmation of the number of shares currently issued and outstanding by the Company, as set forth in the Disclosure Statement.

SEC Investigation

To the best of the undersigned's knowledge, after inquiry of the Company's management and the directors, neither the Company nor any shareholder owning more than five percent (5%) of its outstanding shares of common stock nor any officer, director or counsel of the Company is currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

Reliance

No person other than OTC Markets is entitled to rely on the information contained in this letter; and the undersigned hereby grants to OTC Markets full and complete permission and rights to publish the letter through the OTC Disclosure & News Service for viewing by the public and regulators.

Shell company

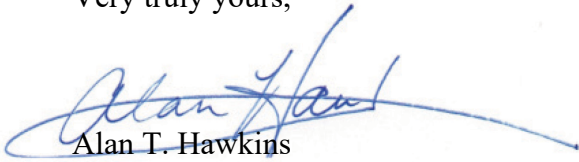
The Company is not considered a "shell company" as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934. The Company operates an active business and has greater than nominal assets and is actively pursuing its business plan, and should be considered a development stage enterprise. Prior to March 20, 2023, the Company was considered a shell company. On March 20, 2023, the Company completed the purchase of the Flowerkist business in conjunction with the Company adopting its name, Flowerkist, as described in the Company's amended quarterly report for the reporting period ending March 31, 2023 (filed with OTC Markets on May 18, 2023: <https://www.otcmarkets.com/otcapi/company/financial-report/371334/content>).

A review of the Company's financial statements, as disclosed in the Company's amended annual report for the reporting period ending December 31, 2023 (filed with OTC Markets on May 9, 2024: <https://www.otcmarkets.com/otcapi/company/financial-report/401562/content>), indicates a significant increase in operating expenses and net losses subsequent to the Flowerkist acquisition, indicating that the Company is incurring costs in active pursuit of its business plan. Also, the Company owns assets related to its Flowerkist business, specifically its active revenue sharing

agreement, valued at \$3,865,000.

If you have any further questions regarding the Company, please feel free to contact me at the above address.

Very truly yours,



Alan T. Hawkins