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October 8, 2009

Pink Sheets, LLC  
304 Hudson Street 2<sup>nd</sup> Floor  
New York, New York 10013

RE: Legal Opinion, Adequate Current Information, Continuing Disclosure  
Requirements, Everybody's Phone Company (EVPH.pk)  
Financial operations as of June 30, 2009

Counsel has been retained by Everybody's Phone Company (the "Company"), a Texas Corporation, to issue this opinion and analysis with respect to the information publicly disclosed by them to you and published in the Pink Sheet News Service. Pink Sheets is entitled to rely on this opinion in determining whether the Company had made adequate disclosure of current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933 ("the Act"). This letter also includes all information that a broker-dealer would be required to obtain from the Issuer to publish a quotation under the Securities and Exchange Act of 1934, Rule 15c2-11. The information made available by EVPH also complies, as to form, with the Pink Sheets Guidelines for Providing Adequate Current Information. Any required information that may not be included in this letter may be viewed at [www.pinksheets.com](http://www.pinksheets.com), search EVPH, click on the "Filings" section, then "Initial Company Financial Information and Disclosure Statement".

For Purposes of this opinion, counsel has personally met with Company's management and directors to review and examine the following:

1. Articles of Incorporation of the Company
2. By-Laws of the Company
3. Corporate Minutes of the Board of Directors and Shareholders
4. Such other corporate records as necessary and provided by management for purposes of this letter
5. Met with management and reviewed operations of the company

The opinion and conclusions herein are based upon documentation and facts made available to the undersigned by the Company. Counsel has assumed the genuineness of all signatures (both manual, digital, or conformed), the authenticity of documents submitted as originals, and the conformity with original documents which were submitted as copies. The documentation provided

to counsel is believed to be true and reliable in its content. Counsel has reviewed all prior disclosures posted by the Issuer with Pink Sheets News Service as amended, and referenced above. All such information is also believed to be true and is relied on as such. The information posted to Pink Sheets News Service is:

Posted 10-12-09	The Financial Statements of EVPH as of the Quarter ending 6/30/09
Posted 10-12-09	EVPH's Annual Report ending 12/31/08
Posted 10-12-09	EVPH's Annual Company Information and Disclosure Statement as of 06/30/09

Everybody's Phone Company was incorporated September 3, 2003. The authorized capital of the Company is 100,000,000 shares of common stock at \$ .001 par value. As of 6/30/09 and the date of this opinion, the Company's transfer agent has provided confirmation that shares outstanding total 25,990,000.

The Party responsible for preparation of the financial statements of the issuer is:

Norman George – VP/CFO  
Everybody's Phone Company  
6666 Harwin, Suite 664  
Houston, TX 77036

The Fiscal Year End for the corporation is December 31.

The Transfer Agent for EVPH is:

Empire Stock Transfer, Inc.  
2470 St. Rose Parkway, Suite 304  
Henderson, NV 89074

The transfer agent is listed with the Securities and Exchange Commission and has Depository Trust Corporation approval. After inquiry of management and directors of the Issuer, and to the best of counsel's knowledge, neither the Issuer nor any person holding 5% or more of the company's stock is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities law.

Everybody's Phone Company is a non-reporting company, with steady growth that currently exceeds its business plan, without incurring liabilities, and where its assets cannot be considered nominal versus its operations. The Company is not a "shell company" and would not be a shell company within the meaning of SEC Rule 405. It is the opinion of the undersigned that EVPH has never fit the definition of shell company. This determination was made pursuant to an analysis of EVPH's financial and operating reports as compared to the SEC's definition of a "shell company" pursuant to SEC Release No. 33-8587 (*a "shell company" is defined as a company that has no or nominal operations and either no or nominal assets, assets consisting solely of cash and cash*

*equivalents, or assets consisting of any amount of cash and cash equivalents and nominal other assets); as well as Footnote 172 to Release 33-8869 (confirming that a company with a limited operating history does not meet the condition of having "no or nominal operations").*

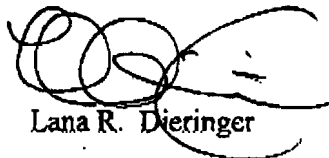
Counsel has reviewed the Worm-Wulff letter, dated January 21, 2000, and has considered the manner in which the Shares were issued to all shareholders as well as their current intentions to sell the Shares through quotations in the Pink Sheets trading venue. Based on my review, counsel is of the opinion that (i) none of the scenarios described in the Worm-Wulff letters (or similar scenarios) are being used by the issuer of the Shares, any promoter of the issuer, the current holders of the Shares, or any affiliate of any of them, to distribute the Shares in violation of the registration requirements of the Securities Act and (ii) any sales of such Shares as intended would not be part of a plan by any of such persons to distribute or redistribute securities to the public in violation of the registration requirements of the Securities Act.

After a personal meeting conducted by counsel with management and a majority of directors to discuss financial documentation as well as the content of adequate current disclosures, counsel is of the opinion that (1) the information publicly disclosed constitutes adequate current public information concerning the securities and the issuer and "is available" within the meaning of Rule 144(c)(2) under the Act, (2) includes all 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 SEC Act of 1934, as amended, (3) complies as to form with the Pink Sheet Guidelines for providing Adequate Current Information.

No person, party or entity other than Pink Sheets, LLC is entitled to use, circulate, quote, refer to or rely upon this opinion, other than for viewing by the public and regulators as it may be published in the Pink Sheets News Service. This Opinion does not include any assumption or expression regarding compliance with any state securities law, is given as of its date, and does not include any facts or circumstances which have occurred since that date. The undersigned counsel is authorized to practice law in the State of Texas, is permitted to practice before the Securities and Exchange Commission ("SEC") and has not been prohibited from that practice. (SEC Release No. 33-8185).

Very truly yours,

*Dieringer Law Firm*



Lana R. Dieringer