CYBER
Harnessing the Future of Light

June 24, 2011

OTC Disclosure and News Service
304 Hudson Street, Second Floor
New York, NY 10013

RE: Cyberlux Corporation
Quarterly Report for the Year Ended March 31, 2011

Dear Sir or Madam:

I have been requested by Cyberlux Corporation, a Nevada Corporation (the "Issuer"), to provide an opinion with respect to the Issuer's Quarterly Report for the quarter ended March 31, 2011 (the "Report") publicly disclosed by the Issuer and published in the OTC Disclosure and News Service on June 24, 2011. This opinion is solely for the information of the OTC Disclosure and News Service, which is entitled to rely on this letter in determining whether the Issuer has made adequate information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933, as amended (the "Act"). I hereby consent to having this letter posted by the Issuer, and to have it published, accompanying its disclosure in the OTC Disclosure and News Service.

I am a United States resident and currently serve as corporate counsel of the Issuer. This opinion is based on my knowledge of the law and facts as of the date hereof. I have examined such corporate records and other documents and such questions of law as deemed appropriate for the purpose of rendering this opinion. I am licensed to practice law in the United States in the States of Georgia and Kentucky and I am permitted to practice before the Securities and Exchange Commission (the "SEC"). I have not been prohibited from practicing in any of the foregoing jurisdictions.

As to matters of fact upon which I have relied and obtained from officer and directors of the Issuer and other sources, I have believed and obtained from officers and directors of the Issuer and other sources, I have believed such sources to be reliable. I have examined such corporate records and other documents and asked such questions as I deemed necessary or appropriate for purposes of rendering this letter. Based upon such investigation, to the best of my knowledge, neither the Issuer, its officers and directors, any holder of 5% or more of the securities of the Issuer, nor counsel for the Issuer, is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

For the purposes of rendering this opinion, I have assumed that no person or entity has engaged in fraud or misrepresentation regarding the inducement relating to, or execution or delivery of, the documents reviewed. Furthermore, I express no opinion as to the validity of any of the assumptions, form or content of any financial or statistical data contained therein.

Regarding the Issuer's common stock, par value $0.0001 (the "Securities"), based on the examination and inquiry set forth above, I am of the opinion that the Quarterly Report for the

quarter ended March 31, 2011, as published on the OTC Disclosure and News Service on June 14, 2011 (the "Information") (i) constitutes "adequate current public information" concerning the Securities of the Issuer and "is available" within the meaning of Rule 144(c)(2) under the Securities Act, (ii) 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 Securities Exchange Act of 1934, as amended (the "Exchange Act"), (iii) complies ass to form with the Pink OTC Marker Guidelines for Providing Adequate Current Information, which are located on the Internet at www.pinksheets.com, and (iv) has been posted in the OTC Disclosure and News Service.

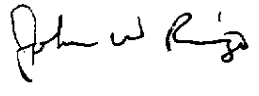
The Issuer's unaudited financial statements were prepared by and under the direction of David D. Downing, the Issuer's Chief Financial Officer. The Issuer has represented that the unaudited financial statements were prepared in accordance with generally accepted accounting principles.

The Issuer's transfer agent is Standard Registrar & Transfer Company, Inc., and to the best of my knowledge, it is registered with the SEC. I have reviewed a copy of the stockholder list prepared by the transfer agent as of March 31, 2011, to confirm that the number of outstanding shares is consistent with the Issuer's information.

I have (i) personally met with the Issuer's management and a majority of its directors, (ii) reviewed the Information published by the Issuer on the OTC Disclosure and News Service, and (iii) discussed the Information with management and a majority of the directors of the Issuer.

This opinion is solely for the information of the addressee and the other parties specifically identified in the first paragraph hereof, and is not to be quoted in whole or in part or otherwise referred to, nor is it to be filed with any governmental agency or other person without my prior written consent. Other than the addressee hereof and other such parties, no one is entitled to rely on this opinion. This opinion is based on my knowledge of the law and facts as of the date hereof. I assume no duty to communicate with you with respect to any matter which comes to my attention hereafter.

Sincerely,



John W. Ringo
Corporate Counsel, Secretary and Chairman of the Board