



January 26, 2016

Board of Directors
Onawa Racing, Inc.
903 10th St.
Onawa, IA 51040

RE: Opinion of Counsel Regarding Legality of Shares

Dear Directors:

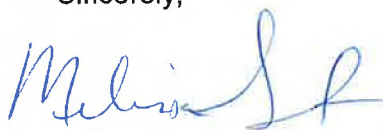
In connection with the proposed offer and sale of up to 840 shares of the Onawa Racing, Inc.'s (the Company's) Class B Common Stock, we have made such legal examination and inquiries as we have deemed advisable or necessary for the purpose of rendering this opinion and have examined originals or copies of the following documents and corporate records:

1. The Company's Articles of Incorporation, as amended,
2. The Company's Bylaws,
3. The Company's resolutions of the Board of Directors authorizing the issuance of stock, and
4. The application for registration, including the Disclosure Document, as filed by Onawa Racing, Inc. with the Securities Administrator of the State of Iowa on or about January 28, 2016.

Based on our examination and inquiry, we are of the opinion that, upon effectiveness of the registration, and when issued and sold in the manner referred to in the registration and under the applicable subscription agreement, the Shares of Class B Common Stock will be duly authorized, fully paid and nonassessable.

We consent to the filing of this opinion as an exhibit to the application for registration filed with the Securities Administrator.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Melissa Grant', is written over a light blue horizontal line.

Melissa Grant
Attorney

