



December 13, 2012

VIA SEDAR

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission, Securities Division
Ontario Securities Commission
TSX Venture Exchange

Dear Sirs/Mesdames:

**Re: CMX Gold and Silver Corp. (the "Corporation")
Final Long Form Prospectus dated December 13, 2012 (the "Final Prospectus")**

We refer to the Final Prospectus of the Corporation dated December 13, 2012 relating to the distribution of units of the Corporation.

We hereby consent to the use of our firm name as counsel to the Agent on the second page of the Final Prospectus and under the heading "Experts" and to the reference to our opinions under the headings "Eligibility for Investment" and "Certain Canadian Federal Income Tax Considerations" in the Final Prospectus.

We confirm we have read the Final Prospectus and have no reason to believe that there are any misrepresentations in the information contained in it that are derived from our opinions referred to above, or that are within our knowledge as a result of the services we performed in connection with such opinions.

This letter is solely for the information of the addressees and is not to be referred to in whole or in part in the Final Prospectus or in any other similar document and is not to be relied upon for any other purpose.

Yours truly,

(signed) "*Burstall Winger LLP*"