

April 27, 2022

Re: Validity of Action by Written Consent of Shareholders

Dear Shareholders of Fionnachtain, Inc.:

We are writing on behalf of the board of directors of Fionnachtain, Inc. DBA Revlar Labs (the “Company”) regarding the recent vote called by Tony Materna to remove and replace the board of directors of the Company (the “Board”). We understand that Mr. Materna claims to have effected a removal of certain members of the Board pursuant to a “Unanimous Consent of a Majority of the Shareholders of Fionnachtain, Inc.” (the “Consent”), a copy of which is attached hereto as Exhibit A. Despite this Consent and the authority claimed by Mr. Materna, Mr. Materna did not have the requisite authority to remove members of the Board and the new slate of directors appointed by Mr. Materna does not have any legal authority to bind or make decisions for the Company. The current Board properly continues to consist of Bruce Culver, John Garcia, Laura Owen, Thomas Smith and Tony Materna.

Pursuant to the Bylaws of the Company, directors may be removed by a majority of the shareholders of the Company at a meeting by the shareholders called for such purpose. Section 228 of the Delaware General Corporations Law permits actions that may be taken at a meeting of the shareholders of a corporation to be effected by written consent. Mr. Materna alleges to have obtained the written consent of a majority of the shareholders of the Company to remove certain directors pursuant to the calculation attached hereto as Exhibit B (the “Calculation”). It is clear that Mr. Materna lacked the votes necessary to replace certain directors and that the Board remains unchanged. As reflected in the Calculation, the vote of the 10,000,000 shares of the Phillips W. Smith Trust dated August 18, 2020 (the “Trust”) was indicative of the outcome of the vote. Mr. Materna claims that at the time of the shareholder vote he held a proxy that entitled him to vote the shares of the Trust. However, as outlined in detail in a letter from Snell & Wilmer, a law firm engaged by Thomas Smith, a copy of which is attached hereto as Exhibit C, the proxy was invalid and/or did not entitle Mr. Materna to vote 10,000,000 shares.

The letter concludes that the proxy is not valid for multiple reasons. First, the 10,000,000 shares owned by Phillips Smith were not transferred to the Trust. The proxy contemplated to permit Mr. Materna to vote the shares held by the Trust but in fact, the Trust did not hold any shares. As such, the proxy would not entitle Mr. Materna to vote the shares. Second, even if the shares were properly transferred to the Trust, the proxy would have required the signature of both trustees of the Trust. However, the proxy is signed by Phillips Smith alone and not Carol Swanson, who was required to sign as a co-trustee.

Since the proxy is not valid, the Consent is clearly not valid as it falls short of the majority vote required to remove members of the Board. Because the slate of directors appointed by Mr. Materna was not properly appointed, any actions taken by those directors in the interim would be without legal merit. Pursuant to the Company Bylaws, the Board plans to call a shareholder meeting in May in order to communicate the status of Company operation and plans for additional fundraising.

Yours truly,



K&L GATES LLP

Exhibit A
(attached)

**UNANIMOUS CONSENT
Of
A MAJORITY OF SHAREHOLDERS
OF**

**FIONNACHTAIN, INC.
A Delaware Corporation**

The undersigned, being a majority of the shareholders ("**Shareholders**") of FIONNACHTAIN, INC., a Delaware corporation (the "**Company**" or "**Corporation**"), hereby adopts the following resolutions of the Company ("**Resolution**"):

WAIVER OF NOTICE

WHEREAS, pursuant to the Bylaws, dated January 27, 2020 of the Company ("**Bylaws**"), Section 2.3, a special meeting may be called at any time by the President, a majority of the Board of Directors, by designated Officers of the Corporation, or by Shareholders together holding at least 51 % of the number of issued shares of the Corporation at the time outstanding and entitled to vote with respect to the business to be transacted.

WHEREAS, The Shareholders wish to elect new Directors to the company's Board of Directors.

WHEREAS, We the undersigned Shareholders of the Corporation holding at least 51% of the outstanding and issued shares, and entitled to vote, at the time of this Resolution.

WHEREAS, Tony Materna is voting his 10 million Shares.

WHEREAS, Tony Materna voting his February 8, 2021 proxy agreement with Phil Smith votes Phil Smith's 10 million Shares.

WHEREAS, notice as required under Section 3.7 of the Bylaws is hereby waived.

WHEREAS, This Resolution may be signed in parts by the Shareholders, the votes counted and representing at least 51% of the outstanding and issued shares, and entitled to vote, at the time of this Resolution.

WHEREAS, the Shareholders signing this Resolution wish to appoint Tony Materna as their proxy holder for the purpose of this election of new Directors.

ELECTION OF NEW DIRECTORS AS BOARD MEMBERS

WHEREAS, the Shareholders seek to elect three new members to the Board of Directors;

WHEREAS, the Shareholders seek to re-elect two existing members to the Board of

Directors;

RESOLUTIONS

RESOLVED, that the number of directors is to remain at five (5), pursuant to the Bylaws.

RESOLVED, that Anthony L. Privitera, Rosana Privitera Biondo and Jim McHood are hereby elected Directors on the Board with immediate effect as of the date of this Resolution and Brue Culver, John Garcia and Laura Owen are removed as Directors with immediate effect as of the date of this Resolution at this Special Meeting provided that in the event the Bylaws are construed to permit election of a director only at an annual meeting, such requirement is hereby waived;

RESOLVED, that Tony Materna and Tom Smith are re-elected Directors on the Board with immediate effect as of the date of this Resolution.

RESOLVED, that Tony Materna is authorized by the Shareholders to amend and restate the Bylaws of the Corporation to conform to this Resolution;

RESOLVED, that Tony Materna is authorized by the Shareholders signing this Resolution to act as their proxy in the election of these new and returning Directors to the Board;

The foregoing action was taken pursuant to Bylaws of the Company and the applicable Delaware Corporation laws, on **April 6, 2022**.

The foregoing **RESOLUTION**, having been read and consented to in its entirety is hereby approved by a majority of the Shareholders of the Corporation.

To be signed in parts,

SHAREHOLDER, 10 MILLION SHARES

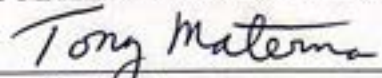
TONY MATERNA,



Signature

SHAREHOLDER PROXY, 10 MILLION SHARES

TONY MATERNA VOTING THE SHARES OF PHIL SMITH



Signature

SHAREHOLDER, _____ SHARES

NAME: _____

Print

Signature

Exhibit B
(attached)

Fionnachtain, Inc. DBA Revlar Labs

Unanimous Consent of a Majority of
Shareholders of Fionnachtain, Inc,
DBA Revlar Labs - April 6, 2022

Tabulation of Share Votes - Election of New Board

Douglas Charles Albers Trust Agreement	666,667
Douglas Charles Albers Trust Agreement	166,667
Rosana Privitera Biondo Revocable Trust	333,333
Carl J. Privitera II Revocable Trust	333,333
Anthony L. Privitera II Revocable Trust	333,333
Joseph A. Privitera Revocable Trust	333,333
Paul Palmer	24,000
Juliane & Josef Eiberger	83,333
Matt Clermont	200,000
Terra Morales	83,333
Gert Von Stenaecker	150,000
Marcel Madar	100,000
Jeff Wang	2,633,332
Anne and Steve Lisemby	156,250
Mattew Sperling	33,333
Jade and Ronald McClendon	203,333
Marc van der Avoird	33,333
Anne B. Voshel Revocable Trust	1,666,666
Jeroen Fabri	62,499
James Roland	133,333
Tony Materna	10,000,000
Tony Materna Voting Phil Smith's Proxy	10,000,000
Total	27,729,411

Needed for 51% Majority 25,580,923

As of April 12, 2022 Total Issued Voting Shares 50,158,673

	27,729,411
Divided By	50,158,673
Is	55.28%

Exhibit C
(attached)

Snell & Wilmer

ONE ARIZONA CENTER
400 E. VAN BUREN, SUITE 1900
PHOENIX, AZ 85004-2202
602.382.6000 P
602.382.6070 F

Daniel M. Mahoney
(602) 382-6206
dmahoney@swlaw.com

April 22, 2022

Fionnachtain, Inc.
3130 Alpine Road, Suite 288-491
Portola Valley, CA 94028

Re: Proxy between Materna and Phil Smith

To Whom It May Concern:

We represent Thomas Smith. We understand there may be a misunderstanding relative to the proxy for Fionnachtain, Inc., DBA Discovery DX. Below are our views on the subject:

1. On August 18, 2020, the date of the Trust, Phil Smith was married to Patricia Smith and she was likely incapacitated at that time. The governing law of the Trust and the law of the Smith's residence is Arizona, which is a community property state. Community property means that spouses equally share ownership of anything purchased, acquired, or paid for during the marriage no matter who uses the property, who paid for the property, or whose name is on the title to the property. Ms. Smith had community marital property rights to any asset acquired during marriage and had to consent to any transfer of marital property to the Trust. Since Phil acquired this stock while married to Patty and she did not consent to the transfer, or if she was incapacitated and no court order appointing personal representative and approving the transfer, the transfer and any proxy of that stock did not include her marital rights.
2. Appendix A is a list of Assets transferred to the Trust. Appendix A is blank and Phil's stock was not transferred to the Trust.
3. The cover letter to Phil from his estate planning law firm on August 18, 2020 specifically advised Phil that the Trust will not become effective until assets are transferred to the Trust. It also stated that this required funding is his responsibility and they could help if requested. The law firm also sent some fairly complicated funding instructions requiring new documentation which may not have been followed. There is no documentation that any assets were ever transferred to the Trust.
4. The Trust Agreement as well as the trust Certificate define the "Trustee" (singular not plural) as both Phil and Carol "collectively". Only Phil signed the Proxy, not Carol, and he did not have authority to bind the Trust to this Proxy with only his signature. Had the designation of the Trustee been "collectively or individually" either Phil or

Snell & Wilmer

Gregory Rutchik
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Carol could sign a document and bind the Trust. But that is not the case here, both signatures are required and the proxy is invalid.

5. Since Phil's stock was never formally transferred to the Trust prior to the date of the Proxy, the Proxy is invalid on that basis alone and Phil's estate owned the stock, not his Trust. When Phil passed, that stock was equally distributed to Carol Swanson, Rick Smith and Tom Smith, along with all voting rights.

Based on the information provided above, since the proxy is not valid, Anthony Materna could not vote Phil's shares.

Very truly yours,

Snell & Wilmer

A handwritten signature in black ink that reads "Dan Mahoney". The signature is written in a cursive, flowing style with a long, sweeping tail on the letter "y".

Daniel M. Mahoney, P.C.