

OTCQB Certification

I, Toni Rinow, Chief Financial Officer of SANUWAVE Health, Inc. ("the Company"), certify that:

1. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (mark the box below that applies with an "X"):

REGISTERED or REPORTING WITH THE SEC:

- Company is registered under Section 12(g) of the Exchange Act
 Company is reporting under Section 15(d) of the Exchange Act.
 Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
 Company is reporting under Regulation A (Tier 2)
 Other (describe) _____

EXEMPT FROM SEC REGISTRATION/NO SEC REPORTING OBLIGATIONS:

- Company is exempt from registration under Exchange Act Rule 12g3-2(b)
 Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
 Company is reporting under the Alternative Reporting Company Disclosure Guidelines and is otherwise exempt from registration and not required to file periodic reporting

2. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.
3. The company is duly organized, validly existing and in good standing under the laws of Nevada in which the Company is organized or does business.
4. The share information below is for the primary OTCQB traded security as of the latest practicable date:

US Trading Symbol		<u>SNWV</u>	<u>As of (date):</u>
Shares Authorized	(A)	<u>2,500,000,000</u>	<u>04/28/2023</u>
Total Shares Outstanding	(B)	<u>558,637,651</u>	<u>04/28/2023</u>
Number of Restricted Shares ¹	(C)	<u>224,548,470</u>	<u>04/28/2023</u>
Unrestricted Shares Held by Officers, Directors, 10% Control Persons & Affiliates	(D)	4,726,045	<u>04/28/2023</u>
Public Float: <i>Subtract Lines C and D from Line B</i>	(E)	219,882,425	<u>04/28/2023</u>
% Public Float: <i>Line E Divided by Line B (as a %)</i> ²	(F)	39%	<u>04/28/2023</u>
Number of Beneficial Shareholders of at least 100 shares ³	(G)	1,896	<u>04/28/2023</u>

¹ Restricted Shares means securities that are subject to resale restrictions for any reason. Your transfer agent should be able to provide the total number of restricted securities.

² Public Float means the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "10 percent Control Person"), or any Affiliates thereof, or any Family Members of officers, directors, and control persons. Family Member shall mean a Person's spouse, parents, children, and siblings, whether by blood, marriage or adoption, or anyone residing in such Person's home. OTCQB traded securities are required to have a freely traded public float of at least 10% of the shares outstanding unless an exemption applies.

³ Beneficial Shareholder means any person who, directly or indirectly has or shares voting power of such security or investment power, which includes the power to dispose, or to direct the disposition of, such security. OTCQB traded securities are required to have at least 50 beneficial shareholders unless an exemption applies.

5. Convertible Debt:

The following is a complete list of all promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities that were issued or outstanding at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification. **(If the note is no longer outstanding as of the current date, but was outstanding during the previously described timeframe, the note must still be disclosed in the table below.)**

Check this box if there were no promissory notes, convertible notes, or other convertible debt arrangements issued or outstanding at any point during this time period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) ⁴	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed), ⁶	Reason for Issuance (e.g., Loan, Services, etc.)
9/3/2021	\$108,000	\$0	Settled August 2022	Addressed by settlement agreement in August 2022	0	0	LGH Investments, LLC (Lucas Hoppel)	Loan
4/20/2021	Up to \$4,217,217	\$0	Settled August 2022	Addressed by settlement agreement in August 2022	0	0	Leiston Resources LLC (Roman Rogol)	Loan
9/3/2021	\$100,000	\$0	Settled August 2022	Addressed by settlement agreement in August 2022	0	0	David S. Nagelberg 2003 Revocable Trust (David Nagelberg)	Loan
9/3/2021	\$50,000	\$0	Settled August 2022	Addressed by settlement agreement in August 2022	0	0	Jeffery Benton	Loan
9/3/2021	\$150,000	\$0	Settled August 2022	Addressed by settlement agreement in August 2022	0	0	Karl W. Brewer	Loan
9/3/2021	\$108,000	\$0	Settled August 2022	Addressed by settlement agreement in August 2022	0	0	Quick Capital, LLC (Eilon D. Natan)	Loan
8/6/2020	\$223,511	\$0	8/6/2021	Conversion price of \$0.10, 12% interest	0	0	A. Michael Stolarski	Loan

⁴ The Outstanding Balance is to include accrued interest.

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

⁶ International Reporting Companies may elect not to disclose the names of noteholders who are non-affiliates of the company. "Affiliate" is a Person that directly, or indirectly through one or more intermediaries, controls or is controlled by, or is under common control with, an officer, a director, or a shareholder beneficially owning 10 percent or more of the Company's outstanding shares.

8/6/2020	\$1,372,743	\$1,880,443	8/6/2021	Conversion price of \$0.10, 12% interest	0	18,804,431	HealthTronics, Inc. (Bill Linder)	Loan
8/5/2022	\$100,000	\$111,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,776,042	Andrew O Davis TTEE U/A DTD 07/09/1999 (Andrew Davis)	Loan
8/5/2022	\$50,000	\$55,521	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,388,021	Andrew O Davis TTEE U/A DTD 12/14/2007 (Andrew Davis)	Loan
8/5/2022	\$50,000	\$55,521	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,388,021	Andrew O Davis TTEE U/A DTD 12/28/2005 (Andrew Davis)	Loan
8/5/2022	\$200,000	\$222,083	8/5/2023	Conversion price of \$0.04, 15% interest	0	5,552,083	Andrew Overall Davis & John Whitaker Davis Gdn Christopher Baldwin Davis (Andrew Davis)	Loan
8/5/2022	\$1,344,966	\$1,493,473	8/5/2023	Conversion price of \$0.04, 15% interest	0	37,336,817	Anthony Michael Stolarski	Loan
8/5/2022	\$25,000	\$27,760	8/5/2023	Conversion price of \$0.04, 15% interest	0	694,010	Anthony Showen	Loan
8/5/2022	\$350,000	\$388,646	8/5/2023	Conversion price of \$0.04, 15% interest	0	9,716,146	Bigger Capital Fund, LP (Michael Bigger)	Loan
8/5/2022	\$2,418,441	\$2,685,477	8/5/2023	Conversion price of \$0.04, 15% interest	0	67,136,930	Blackwell Partners LLC - Series A (Jannine M. Lall)	Loan
8/5/2022	\$100,000	\$111,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,776,042	Chris Berntsen	Loan
8/5/2022	\$500,000	\$555,208	8/5/2023	Conversion price of \$0.04, 15% interest	0	13,880,208	Christopher Davis	Loan
8/5/2022	\$100,000	\$111,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,776,042	Davis Family Charitable Trust UA 07-09-1999 (Andrew Davis)	Loan
8/5/2022	\$200,000	\$222,083	8/5/2023	Conversion price of \$0.04, 15% interest	0	5,552,083	Dirk Horn	Loan
8/5/2022	\$350,000	\$388,646	8/5/2023	Conversion price of \$0.04, 15% interest	0	9,716,146	District 2 Capital Fund LP (Michael Bigger)	Loan

8/5/2022	\$25,000	\$27,760	8/5/2023	Conversion price of \$0.04, 15% interest	0	694,010	Dr. Michael McGrail	Loan
8/5/2022	\$20,000	\$22,208	8/5/2023	Conversion price of \$0.04, 15% interest	0	555,208	George Feiss	Loan
8/5/2022	\$50,000	\$55,521	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,388,021	Giovanna Todini	Loan
8/5/2022	\$105,000	\$116,594	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,914,844	Ian Miller	Loan
8/5/2022	\$45,000	\$49,969	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,249,219	James Tyler	Loan
8/5/2022	\$143,847	\$159,731	8/5/2023	Conversion price of \$0.04, 15% interest	0	3,993,265	John F. Nemelka	Loan
8/5/2022	\$100,000	\$111,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,776,042	John M. Fay	Loan
8/5/2022	\$52,500	\$58,297	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,457,422	John Schlechtweg	Loan
8/5/2022	\$25,000	\$27,760	8/5/2023	Conversion price of \$0.04, 15% interest	0	694,010	Justin Mason	Loan
8/5/2022	\$400,000	\$444,167	8/5/2023	Conversion price of \$0.04, 15% interest	0	11,104,167	Kestrel Flight Fund LLC (Albert Hanser)	Loan
8/5/2022	\$171,780	\$190,747	8/5/2023	Conversion price of \$0.04, 15% interest	0	4,768,684	Kevin A. Richardson II	Loan
8/5/2022	\$25,000	\$27,760	8/5/2023	Conversion price of \$0.04, 15% interest	0	694,010	Kevin Gregory Butler	Loan
8/5/2022	\$107,500	\$119,370	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,984,245	Lawrence J Wert	Loan
8/5/2022	\$300,000	\$333,125	8/5/2023	Conversion price of \$0.04, 15% interest	0	8,328,125	Leviston Resources LLC (Roman Rogol)	Loan
8/5/2022	\$306,000	\$339,788	8/5/2023	Conversion price of \$0.04, 15% interest	0	8,494,688	Lucas Ventures, LLC (Lucas Hoppel)	Loan
8/5/2022	\$50,000	\$55,5821	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,388,021	Lynsey Harvey Valencia	Loan

8/5/2022	\$2,500,000	\$2,779,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	69,401,042	Manchester Explorer, L.P. (James Besser)	Loan
8/5/2022	\$995,000	\$1,104,865	8/5/2023	Conversion price of \$0.04, 15% interest	0	27,621,615	Michael Nemelka	Loan
8/5/2022	\$300,000	\$333,125	8/5/2023	Conversion price of \$0.04, 15% interest	0	8,328,125	Millenium Park Capital LLC (George Johnson)	Loan
8/5/2022	\$250,000	\$277,604	8/5/2023	Conversion price of \$0.04, 15% interest	0	6,940,104	Morgan C Frank	Loan
8/5/2022	\$2,500,000	\$2,776,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	69,401,042	Opaleye, L.P. (James Silverman)	Loan
8/5/2022	\$500,000	\$555,208	8/5/2023	Conversion price of \$0.04, 15% interest	0	13,880,208	Pepper Grove Holdings Limited (Simon E. Haggiag, Gary E. Sousa and Edward Allanby)	Loan
8/5/2022	\$50,000	\$55,521	8/5/2023	Conversion price of \$0.04, 15% interest	0	1,388,021	Quick Capital, LLC (Elion D Natan)	Loan
8/5/2022	\$20,000	\$22,208	8/5/2023	Conversion price of \$0.04, 15% interest	0	555,208	Robert Alexander Pezzulo	Loan
8/5/2022	\$100,000	\$111,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,766,042	Rostislav Raykov	Loan
8/5/2022	\$150,000	\$166,563	8/5/2023	Conversion price of \$0.04, 15% interest	0	4,164,063	Samuel Davis Marital Tr FBO Alma DTD 5/5/86-IA Agree DTD 5/22/08 (Andrew Davis)	Loan
8/5/2022	\$25,000	\$27,760	8/5/2023	Conversion price of \$0.04, 15% interest	0	694,010	Satyan Shah	Loan
8/5/2022	\$204,332	\$226,894	8/5/2023	Conversion price of \$0.04, 15% interest	0	5,672,341	Solas Capital Partners, LP (Tucker Golden)	Loan
8/5/2022	\$377,227	\$418,879	8/5/2023	Conversion price of \$0.04, 15% interest	0	10,471,979	Solas Capital Partners II, LP (Tucker Golden)	Loan
8/5/2022	\$300,000	\$333,125	8/5/2023	Conversion price of \$0.04, 15% interest	0	8,328,125	THE SCD JR RESIDUARY TR FBO JOHN W DAVIS (Andrew Davis)	Loan

8/5/2022	\$32,000	\$35,533	8/5/2023	Conversion price of \$0.04, 15% interest	0	888,333	Thomas Charles Varvaro Trust Dated July 16, 2018 (Thomas Vavaaro)	Loan
8/5/2022	\$75,000	\$83,281	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,082,031	Tyler Anderson	Loan
8/5/2022	\$100,000	\$111,042	8/5/2023	Conversion price of \$0.04, 15% interest	0	2,776,042	William J Febbo	Loan
11/14/2022	\$100,000	\$100,699	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,517,466	Christopher Davis	Loan
11/14/2022	\$400,000	\$427,667	11/14/2023	Conversion price of \$0.04, 15% interest	0	10,691,667	Opaleye L.P. (James Silverman)	Loan
11/14/2022	\$400,000	\$427,667	11/14/2023	Conversion price of \$0.04, 15% interest	0	10,691,667	JEB Partners L.P. (James Besser)	Loan
11/14/2022	\$100,000	\$106,917	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Konrad Von Habsburg	Loan
11/14/2022	\$90,000	\$96,225	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,405,625	Anthony Michael Stolarski	Loan
11/14/2022	\$30,000	\$32,075	11/14/2023	Conversion price of \$0.04, 15% interest	0	801,875	Anthony Showen	Loan
11/14/2022	\$200,000	\$213,833	11/14/2023	Conversion price of \$0.04, 15% interest	0	5,345,833	John Taylor	Loan
11/14/2022	\$200,000	\$213,833	11/14/2023	Conversion price of \$0.04, 15% interest	0	5,345,833	JOJ Holdings, LLC (Justin Schreiber)	Loan
11/14/2022	\$100,000	\$106,863	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,671,580	Bertrand Velge	Loan
11/14/2022	\$250,000	\$267,292	11/14/2023	Conversion price of \$0.04, 15% interest	0	6,682,292	Kremer Trust General (Gary Tryer)	Loan
11/14/2022	\$150,000	\$160,375	11/14/2023	Conversion price of \$0.04, 15% interest	0	4,009,375	Tariq Masood	Loan
11/14/2022	\$100,000	\$106,917	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Kestrel Flight Fund LLC (Albert Hanser)	Loan
11/14/2022	\$50,000	\$53,458	11/14/2023	Conversion price of \$0.04, 15% interest	0	1,336,458	Christopher Ferguson	Loan

11/14/2022	\$250,000	\$267,292	11/14/2023	Conversion price of \$0.04, 15% interest	0	6,682,292	Michael Nemeika	Loan
11/14/2022	\$50,000	\$53,458	11/14/2023	Conversion price of \$0.04, 15% interest	0	1,336,458	Lloyd Berhoff Revocable Trust (Lloyd Berhoff)	Loan
11/14/2022	\$100,000	\$106,617	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Nicholas Carosi	Loan
11/14/2022	\$100,000	\$106,617	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Jeffrey Tucker	Loan
11/14/2022	\$25,000	\$26,729	11/14/2023	Conversion price of \$0.04, 15% interest	0	668,229	William Hancock	Loan
11/14/2022	\$100,000	\$106,617	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Daryl Olsen	Loan
11/14/2022	\$25,000	\$26,729	11/14/2023	Conversion price of \$0.04, 15% interest	0	668,229	George Feiss	Loan
11/14/2022	\$100,000	\$106,617	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Francis W.K. Smith Jr. and May C.M. Pian-Smith JTWROS	Loan
11/14/2022	\$32,000	\$34,213	11/14/2023	Conversion price of \$0.04, 15% interest	0	855,333	Dennis Holman	Loan
11/14/2022	\$25,000	\$26,729	11/14/2023	Conversion price of \$0.04, 15% interest	0	668,229	Michael Allen Smith	Loan
11/14/2022	\$90,000	\$96,225	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,405,625	John F. Nemeika	Loan
11/14/2022	\$90,000	\$96,225	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,405,625	Kevin A. Richardson II	Loan
11/14/2022	\$100,000	\$106,617	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	John D. Toomey Trust u/a/d 10/2/20 (John Toomey)	Loan
11/14/2022	\$25,000	\$26,729	11/14/2023	Conversion price of \$0.04, 15% interest	0	668,229	John Paulsen	Loan
11/14/2022	\$100,000	\$106,617	11/14/2023	Conversion price of \$0.04, 15% interest	0	2,672,917	Lawrence J Wert	Loan
11/14/2022	\$50,000	\$53,458	11/14/2023	Conversion price of \$0.04, 15% interest	0	1,336,458	John J Dvorak	Loan

11/14/2022	\$50,000	\$53,458	11/14/2023	Conversion price of \$0.04, 15% interest	0	1,336,458	Jon Cayson Thomas II and Brittany Hennessey Thomas Joint Living Trust (John Cayson Thomas II)	Loan
11/14/2022	\$200,000	\$213,833	11/14/2023	Conversion price of \$0.04, 15% interest	0	5,345,833	Cory Taylor	Loan
11/14/2022	\$300,000	\$320,750	11/14/2023	Conversion price of \$0.04, 15% interest	0	8,018,750	Todd Q. Swanson	Loan
Total Outstanding Balance:		\$24,119,447	Total Shares:		0	574,779,537		

Use the space below to provide any additional details, including footnotes to the table above:

N/A

6. The following is a complete list of any law firm(s) and attorney(s) that acted as the Company's primary legal counsel in preparing its most recent annual report. **Include the firm and attorney(s) name if outside counsel, or name and title if internal counsel.** (If no attorney assisted in putting together the disclosure, identify the person(s) who prepared the disclosure and their relationship to the company.) Please also identify any other attorney, if different than the primary legal counsel, that assisted the company during the prior fiscal year on any matter including but not limited to, preparation of disclosure, press releases, consulting services, corporate action or merger assistance, etc.

Faegre Drinker Biddle & Reath LLP – Ben A. Stacke

7. The following is a complete list of third-party providers, engaged by the Company, its officers, directors or controlling shareholders, at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification, to provide investor relations services, public relations services, marketing, brand awareness, consulting, stock promotion, or any other related services to the Company. **Please include the following items in this list: firm name, firm address, primary contact name and description of services provided.** If none, please state "None".

The following persons/entities provided consulting services to the Company:

Customized Medical LLC – 36 Farmstead Lane, Trumbull, CT 06611
James Terwilliger – 2014 Oak Springs Drive, Cordova, TN 38016
Jay Shah – 11495 Vallew View Road, Eden Prairie, MN 55311
Howard Todd Horberg Trust UA 11-8-1994 – 915 McCormick Drive, Lake Forest, IL 60045
Michael Nemelka – 3164 Upland Terrace NW, Washington, DC 20015
Millenium Park Capital LLC – 1817 Prairie Avenue, Chicago, IL 60616
Encode LLC – 404 Headrick Road, Holly Springs, NC 27540

8. Officers, Directors and 5% Control Persons:

The following is a complete list of Officers, Directors and 5% Control Persons (control persons are beneficial owners of five percent (5%) or more of any class of the issuer's equity securities), including name, address, and number of shares owned. Preferred shares, options, warrants that can be converted into common shares within the next 60 days should be included in the shareholdings listed below. **If any of the beneficial shareholders are corporate entities, provide the name and address of the person(s) owning or controlling such corporate entities. If the corporate entity owning 5% or more does not have a person(s) owning or controlling it, provide a note explaining why. For nominee accounts owning 5% or more, provide the name of the 5% beneficial shareholder for this**

account. If there are no beneficial shareholders of 5% or more behind a nominee account, add a note confirming this.

Name (First, Last)	Position/company affiliation (ex: CEO, 5% control person)	City and State (and Country if outside US)	Number of Shares Owned (list common, preferred, warrants and options separately)	Class of shares owned	Percentage of Class of Shares Owned (undiluted)
Kevin A. Richardson, II	Director, Chief Executive Officer	Eden Prairie, MN	Common Stock: 10,887,875 Warrants: 14,089,000 Options: 4,044,300 Convertible Notes: 7,337,922:	Common Stock	2%
Lisa Sundstrom	Chief Talent Officer	Eden Prairie, MN	Common Stock: 0 Warrants: 0 Options: 2,849,500 Convertible Notes: 0	Common Stock	
Morgan Frank	Director, Chairman of the Board	Eden Prairie, MN	Common Stock: 38,085,646 Warrants: 14,000,000 Options: 0 Convertible Notes: 7,947,917	Common Stock	7%
Anthony Michael Stolarski	Director	Eden Prairie, MN	Common Stock: 17,011,490 Warrants: 72,748,310 Options: 1,019,800 Convertible Notes: 40,639,295	Common Stock	3%
James Tyler	Director	Eden Prairie, MN	Common Stock: 1,250,000 Warrants: 2,250,000 Options: 0 Convertible Notes: 1,277,344	Common Stock	*
Ian Miller	Director	Eden Prairie, MN	Common Stock: 6,780,825 Warrants: 5,250,000 Options: 0 Convertible Notes: 2,98,469	Common Stock	1%
Toni Rinow	Chief Financial Officer	Eden Prairie, MN	Common Stock: 0 Warrants: 0 Options: 0 Convertible Notes: 0	Common Stock	
Peter Stegagno	Chief Operating Officer	Eden Prairie, MN	Common Stock: 759,863 Warrants: 0 Options: 2,874,500 Convertible Notes: 0	Common Stock	*
Iulian Cioanta	Chief Science and Technology Officer.	Eden Prairie, MN	Common Stock: 3,636,146 Warrants: 0	Common Stock	*

			Options: 2,874,500 Convertible Notes: 0		
Jeffrey Blizzard	Director	Eden Prairie, MN	Common Stock: 0 Warrants: 0 Options: 0 Convertible Notes: 0	Common Stock	*
James E Besser	5% control person	San Juan, PR	Common Stock: 41,335,646 Warrants: 149,250,000 Options: 0 Convertible Notes: 81,905,208	Common Stock	7%
Opaleye Management Inc. Opaleye, L.P. (James Silverman)	5% control person	Boston, MA	Common Stock: 31,428,554 Warrants: 145,000,000 Options: 0 Convertible Notes: 81,905,208	Common Stock	6%
Manchester Management PR, LLC (James Besser)	5% control person	San Juan, PR	Common Stock: 36,085,646 Warrants: 126,750,000 Options: 0 Convertible Notes: 70,963,542	Common Stock	6%
Manchester Management Company, LLC (James Besser)	5% control person	San Juan, PR	Common Stock: 36,085,646 Warrants: 126,750,000 Options: 0 Convertible Notes: 70,963,542	Common Stock	6%
Manchester Explorer, L.P. (James Besser, Morgan Frank)	5% control person	San Juan, PR	Common Stock: 36,585,646 Warrants: 126,750,000 Options: 0 Convertible Notes: 70,963,542	Common Stock	6%

Use the space below to provide any additional details, including conversion terms of any class of the issuer's equity securities:

* Denotes less than 1% of beneficial ownership.

The shares of common stock, warrants and convertible notes beneficially owned by James Besser, Manchester Management PR, LLC, Manchester Management Company, LLC and Manchester Explorer, L.P. are subject to significant overlap. In the aggregate, such holders beneficially own 41,335,646 shares of common stock, warrants exercisable for 149,250,000 shares of common stock and notes convertible into 89,001,563 shares of common stock.

The ownership percentages in the table above are calculated assuming that (i) each person or entity converts or exercises all of the derivative securities it beneficially owns and (ii) no other person or entity converts or exercises any of the derivative securities it beneficially owns. If multiple beneficial owners convert or exercise their derivative securities, the ownership percentages in the preceding table would be reduced accordingly.

9. Certification:

Date: May 4, 2023

Name of Certifying CEO or CFO: Toni Rinow

Title: Chief Financial Officer

Signature: /s/ Toni Rinow

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Rinow