OTC Markets

OTCQB Certification

I, Angelle Judice, Chief Financial Officer of Sibling Group Holdings, Inc. ("the Company"), certify that:

a. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (check one):
- ☒ Company is registered under Section 12(g) of the Exchange Act
- ☐ Company is relying on Exchange Act Rule 12g3-2(b)
- ☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
- ☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
- ☐ Company is reporting under Section 15(d) of the Exchange Act.
- ☐ Other (describe) _____

b. 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.

c. The Company Profile displayed on www.otcmarkets.com is current and complete as of October 23, 2015 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Armstrong Teasdale LLP

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

Broadstreet Ventures
735 Broad Street, Suite 400
Chattanooga, TN 37402

The Chesapeake Group
305 Washington Avenue, Suite 100
Towson, MD 21204

Dawson James Securities, Inc.
1 North Federal Highway, Suite 500
Boca Raton, FL 33423

FleishmanHillard
P. O. Box 71733
St. Louis, MO 63177

Quality Stocks
3370 N. Hayden Road, Suite 123-591
Scottsdale, AZ 85251

Radius
400 Andrews Street
Harro East Bldg #212
Rochester, NY 14604

OTC Markets

V3 Capital Partners
205 East 42nd Street
New York, NY 10017

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Shenzhen City Qianhai Xinshi Education Management Co., Ltd. Xiaoqiong (David) Dai, Director	Shenzhen, P.R., China	63.3%
Scot Cohen	New York, NY	9.5%
Maurine Findley (deceased)	San Antonio, TX	0%
David Saba	Dallas, TX	.97%
Brian OliverSmith (no longer with the Company	Sacatepequez, Antigua Guatemala	4.9%
Angelle Judice	Gonzales, LA	.49%
Jed Friedrichsen (no longer an officer)	Columbia, MO	.74%
Anthony Richard Marshall (no longer with the Company) Robert Todd Jones Julie Young	Milton, GA Orlando, FL Orlando, FL	.53% 0% 0%

"Beneficial ownership" generally means any person who, directly or indirectly, has or shares voting or investment power with respect to a security or has the right to acquire such power within 60 days. Shares of common stock subject to options or warrants that are currently exercisable or exercisable within 60 days of September 30, 2015 are deemed outstanding for computing the ownership percentage of the person holding such options, but are not deemed outstanding for computing the ownership percentage of any other person. Restricted stock is included in the beneficial ownership amounts. The beneficial ownership percentages reflected in the table below are based on 202,509,291 shares of our common stock as of September 30, 2015.

Date: October 27, 2015

Name of Certifying CEO or CFO: Angelle Judice

Title: Chief Financial Officer

Signature: /s/ ANGELLE JUDICE
(Digital Signatures should appear as "/s/ [OFFICER NAME]")