

SK3 GROUP, INC.
(a Delaware Corporation)

TRADING SYMBOL:

CUSIP NUMBER:

SKTO

78440L107

SHAREHOLDERS

OF RECORD: 43

ISSUER'S EQUITY SECURITIES:

Common Equity Voting Shares

Issued and Outstanding Common Shares: 28,191,303

Issued and Outstanding Preferred Shares: None

TRANSFER AGENT:

Interwest Transfer Company, Inc.
1981 Murray Holladay Road, Suite 100
Salt Lake City, UT 84117

Information provided pursuant to the Pink Sheets, LLC
Guidelines for Providing Adequate Current Information

SK3 GROUP, INC.
(a Delaware Corporation)

CUSIP NUMBER:

78440L107

ISSUER INFORMATION FILE

AS OF

June 30th, 2009

No dealer, salesman or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer. Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and:

Delivery of this information file does not at any time imply that the information contained herein is correct as of any time subsequent to the date first written above.

INFORMATION AND DISCLOSURE STATEMENT

*THIS STATEMENT HAS NOT BEEN FILED WITH THE NASD OR ANY OTHER
REGULATORY AGENCY

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

Item 1: The Exact Name of the Issuer.

SK3 Group, Inc.
(hereinafter referred to as the "Company" or "SK3")

SK3 Group, Inc. ("SK3") is a holding company merged under the laws of the State of Delaware on January 7, 2005. SK3 was formed by the merger of Slabsdirect.com, Inc. and CTT International Distributors Inc. Slabsdirect.com, Inc. was incorporated under the laws of the State of Delaware on January 14, 2000 ("Slabsdirect"). CTT International Distributors Inc. was incorporated under the laws of the State of Delaware on November 1, 2004. As part of the merger, the Articles of Slabsdirect.com, Inc. were adopted as the Articles of SK3. On May 23, 2007, the Company changed its name from "CTT International Distributors, Inc." to "SK3 Group, Inc."

Item 2: The Principal Executive Office of the Issuer.

SK3 Group, Inc.
1925 Palomar Oaks Way, Suite 107, Carlsbad, CA 92008

Investor Relations Contact for the Issuer:

SK3 Group, Inc.
Peter Bell
1925 Palomar Oaks Way, Suite 107, Carlsbad, CA 92008

Item 3: The State and Date of Incorporation.

SK3 Group, Inc. ("SK3") is a holding company merged under the laws of the State of Delaware on January 7, 2005. SK3 was formed by the merger of Slabsdirect.com, Inc. and CTT International Distributors Inc. Slabsdirect.com, Inc. was incorporated under the laws of the State of Delaware on January 14, 2000 ("Slabsdirect"). CTT International Distributors Inc. was incorporated under the laws of the State of Delaware on November 1, 2004. As part of the merger, the Articles of Slabsdirect.com, Inc. were adopted as the Articles of SK3. On May 23, 2007, the Company changed its name from "CTT International Distributors, Inc." to "SK3 Group, Inc."

Item 4. The Exact Title and Class of the Security.

Security Symbol: SKTO
CUSIP Number – **78440L107**
Common Stock - \$0.0001 par value
Preferred Stock – None authorized

Item 5. The Par or Stated Value of the Security.

Twenty Eight Million One Hundred and Ninety One Thousand Three Hundred and Three (28,191,303), par value \$.0001 shares of common stock authorized in the company's Articles of Incorporation filed within the State of Delaware on January 14th, 2000. The company did not authorize any preferred shares.

Item 6. The Number of Shares Outstanding.

A. The Number of Shares Outstanding for the period ending : June 30, 2009 is 28,191,303

B.

- (i) SK3 is currently authorized by the Articles of Incorporation of the company to issue Thirty Million (30,000,000) shares of common stock, par value \$.0001 and Zero (0) shares of preferred stock.
- (ii) There are currently Twenty Eight Million One Hundred and Ninety One Thousand Three Hundred and Three (28,191,303) shares of common stock outstanding and Zero (0) shares of preferred stock of the company outstanding.
- (iii) Twenty one Million Seven Hundred and Two Thousand Five Hundred and Four (21,702,504) shares of the outstanding common stock in SK3 are designated as non-Restricted shares. There are currently no preferred shares outstanding.
- (iv) As of June 30, 2009 there are 43 common stock shareholders of record in SK3 and Zero (0) preferred stock shareholders.

Same as paragraph A above. There has been no change since June 30, 2009.

Item 7. The Name and Address of the Transfer Agent.

Interwest Transfer Company, Inc.
1981 Murray Holladay Road, Suite 100
Salt Lake City, UT 84117

Phone: (801)272-9294
Fax: (801)277-3147

Interwest Transfer Company, Inc. is currently registered under the Exchange Act and is an SEC approved transfer agent.

Item 8. The Nature of the Issuer's Business.

(A) SK3 Group, Inc. owns Nurses On-Line a subscription service for employers who are seeking pre-screening of workers' compensation injuries by a registered nurse prior to disposition of medical treatment - first aid, clinical referral, or emergency hospital. The purpose of this service is to assist employers with managing the ongoing risk associated with workers' compensation claims and their relationship to premiums and reserves charged by insurance carriers.

1. The form of organization of the issuer; SK3 is a Delaware Corporation
2. The year that the issuer (or any predecessor) was organized:
SK3 was organized by the filing of the Articles of Incorporation with the Secretary of State Delaware on January 14th, 2000
3. Issuer's fiscal year end date:
The fiscal year end date is December 31.

4. Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership or any similar proceeding;

The company has not and is not in the process of filing bankruptcy, receivership or any similar proceeding.

5. Whether the Issuer has made a material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business;

The company has not made any material reclassifications, mergers, consolidations, or purchases or sales of any significant amount of assets.

6. Has the Company had any default of any terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments:

No.

7. Has the Issuer had a change of control?

The company has not had any change of control but will notify Pinksheets if any changes occur.

8. Has there been an increase of 10% or more of the same class of outstanding equity securities;

The company has not had an increase of 10%

9. Describe any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;

N/A

10. Whether the Issuer has been de-listed by any securities exchange or NASDAQ.

SK3's securities have not been de-listed and are not in the process of being de-listed by the Securities and Exchange Commission or the NASD.

11. Are there any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. State the names of the principal parties, the nature and current status of the matters, and the amounts involved:

No, there are no current, past, pending or threatening legal proceedings or administrative actions.

(B) Business of Issuer.

SK3 Group, Inc. owns Nurses On-Line a subscription service for employers who are seeking pre-screening of workers' compensation injuries by a registered nurse prior to disposition of medical treatment - first aid, clinical referral, or emergency hospital. The purpose of this service is to assist employers with managing the ongoing risk associated with workers' compensation claims and their relationship to premiums and reserves charged by insurance carriers.

1. Please indicate the issuer's primary and secondary SIC Codes;
The Primary SIC Code for the company is 7381

2. If the issuer has never conducted operations, is in the development stage or is currently conducting operations;

The company is currently conducting operations.

3. State the names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document;

Not applicable.

4. The effect of existing or probable governmental regulations on the business;

The company does not foresee any substantial changes that could adversely affect the business of the company at this time.

5. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers;

The company does not invest in Research & Development other than in the course of managing day-to-day operations and marketing.

6. Costs and effects of compliance with environmental laws (federal, state and local);

Not applicable. The company is exclusively service based.

7. Number of total employees and number of full time employees.

The company currently has a total of one employee, of which 1 employee of the company are considered full time.

(B) Investment Policies

The Company plans to fund its efforts and all assets that will possibly be acquired will be used to generate income for the company. The company does not own any property and does not plan to invest in any of the following.

1. Investments in real estate or interests in real estate.

The company has no real estate interests has does not invest in real estate.

2. Investments in real estate mortgages.

The company has no real estate mortgages interests has does not invest in real estate mortgages.

3. Securities of or interests in persons primarily engaged in real estate activities.

The company has no real estate interests has does not engage in real estate activities.

Item 9: The nature of products or services offered.

1. Principal products or services, and their markets;

SK3 Group, Inc. owns Nurses On-Line a subscription service for employers who are seeking pre-screening of workers' compensation injuries by a registered nurse prior to disposition of medical treatment - first aid, clinical referral, or emergency hospital. The purpose of this service is to assist employers with managing the ongoing risk associated with workers' compensation claims and their relationship to premiums and reserves charged by insurance carriers.

2. Distribution methods of the products or services;

The Company markets its services through outside salespeople and through its website www.sk3groupinc.com

3. Status of any publicly announced new product or service;

The company has not recently announced any new products or services.

4. Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

Please see paragraph 2 directly above which describes this in detail.

5. Sources and availability of raw materials and the names of principal suppliers;

The company's suppliers of services, are Solvis Healthcare Group, Inc.

6. Dependence on one or a few major customers;

The services provided are available to the general public. There is no specific reliance on any specific customer.

7. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration;

The Company currently does not own rights to any patents, trademarks, licenses, franchises, concessions, royal agreements or labor contracts.

8. The need for any government approval of principal products or services. Discuss the status of any requested government approvals.

The company complies with any regulations that it is required to follow. Currently there are none that it needs to comply with.

Item 10: The nature and extent of the issuer's facilities.

SK3 has its corporate offices at 1925 Palomar Oaks Way, Suite 107, Carlsbad, CA 92008 for \$2,000 per month as part of its services contract and as such there is not a head or sub lease.

Item 11: The name of the chief executive officer, members of the board of directors, as well as counsel, accountant and public relations consultant.

A. Executive Officers:

The following list sets forth the name, address and position of each executive officer and director of the Issuer as of the date hereof:

Peter Bell, President and Director SK3 Group, Inc. As of August 31, 2009

The sole director of the Company and its president is Peter Bell, who resides in Boca Raton, Fl. He is a sales and marketing professional with over 27 years experience.

The following table sets forth the ownership for each class of equity securities of the Issuer owned beneficially and of record by all directors and officers of the Issuer.

Name and Position	Common Stock Owned	Percentage Owned
Peter Bell President	0	0%

B. Directors;

The list is as set forth above.

C. General Partners;

This does not apply to the company.

D. Promoters;

This does not apply to the company.

E. Control Persons;

There are no persons or entities that would be considered controlling entities.

F. Counsel;

Owen Naccarato
Naccarato & Associates
1100 Quail Street, Ste 100
Newport Beach, California 92660
Phone: [949-851-9261](tel:949-851-9261)
Fax: [949-851-9262](tel:949-851-9262)

G. Certified Public Accountant.

AP Data Processing
Allan Smethers
607 South Ashland Street
Cambridge, MN 55008
Phone: ____612-390-9702____ Fax: ____206-202-4967____ Email:
asmethers@sherbtel.net

*The company's accountant is a certified CPA accountant. The firm works with the company on tax filings.

H. Public Relations Consultant.

This does not apply to the company.

I. Any other advisor (s) that assisted, advised, prepared or provided information with respect to this disclosure documentation:

None

Please also identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;

None.

3. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None.

Attached herein as Exhibit "A" is a list of shareholders as of June 30, 2009 for SKTO that discloses all shareholders that currently hold more than 5% of the common stock of the company's issued and outstanding shares.

The shareholders that currently own more than 5% of the common stock are:

Gallimore, Kingston 8, Kingston, Jamaica, who owns two Million six hundred thousand Shares (2,600,000) of common stock or 9% of the total issued and outstanding shares. He neither is or has been a director or officer of the company and has no business relationship with the company.

Please describe any affiliations or relationships between the former Officers and Directors of the company and the current Officers and Directors of the company.

There are no affiliations between the old officers and directors and the new director and officer.

There is only one Officer and Director of the Company Peter Bell.

Item 12: The issuer's most recent balance sheet and profit and loss and retained earnings statements.

The most recent financial statements are separately attached on the Pinksheets website as Exhibit "B". The company intends to post all reports on the Pinksheets website every quarter to disclose the financial condition of the company and any changes that have occurred since this statement.

Item 13: Similar financial information for such part of the 2 preceding fiscal years as the issuer or its predecessor has been in existence.

The company was a reporting issuer and filed its last Form 10Q as of March 31, 2008.

The financial statements for the period March 31st, 2008 through June 30, 2009 are Attached as Exhibit C.

Item 14: Whether any quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, or at the request of any promoter for the issuer, and, if so, the name of such person, and the basis for any exemption under the federal securities laws for any sales of such securities on behalf of such person.

To the best of Company's knowledge, information and belief, quotations with respect to the Issuer's common stock are not being submitted or published, directly or indirectly, on behalf of the Issuer or on behalf of a director, officer or beneficial owners of more than ten 10% percent of the common stock that is issued and outstanding.

Item 15: Outside Providers

N/A to Items 1, 2, 3 5, 6, 7

4 CPA Contact Information

AP Data Processing
Allan Smethers
607 South Ashland Street
Cambridge, MN 55008
Phone: ____612-390-9702_____
Fax: ____206-202-4967_____
Email: asmethers@sherbteel.net

Item 16: Management's discussion and analysis

Management's discussion and analysis of SK3's financial condition and the results of its operations and other sections of this report contain forward looking statements that are based upon the current beliefs and expectations of management, as well as assumptions made by, and information currently available to, management. Because these statements involve risks and uncertainties, actual actions and strategies and the timing and expected results may differ materially from those expressed or implied by the forward-looking statements. As well, SK3's future results, performance or achievements could differ materially from those expressed in, or implied by, any forward-looking statements due to a number of uncertainties including, but not limited to, those discussed in this section. Factors that could cause SK3's future results to differ from these expectations include general economic conditions, particularly as they affect SK3's business operations and its ability to raise sufficient working capital. As a result, the identification and interpretation of data and other information and their use in developing and selecting assumptions from and among reasonable alternatives requires the exercise of judgment. To the extent that the assumed events do not occur, SK3's outcome may vary substantially from its anticipated or projected results, and accordingly, SK3 expresses no opinion on the achievability of those forward-looking statements and gives no assurance that any of the assumptions relating to the forward-looking statements are accurate.

All forward-looking statements are made as of the date of filing of this Information Disclosure Statement and SK3 disclaims any duty to update these statements.

Overview

SK3 is a start-up, development stage company and has not generated significant revenues from its e-commerce business operations.

SK3 was incorporated under the laws of the State of Delaware on January 14, 2000 as Slabsdirect.com, Inc. On January 7, 2005, the former sole director and officer of SK3 resigned and the current sole director and officer, Amit Sankhala was appointed. Until January 7, 2005, Slabsdirect.com, Inc. was an online auction marketplace for natural stone products, equipment and related items with no operations, no revenues, no financial backing and few assets. On January 7, 2005, SK3 merged with Slabsdirect.com, Inc. and became the parent company to SK3 Distributors Ltd.

On December 29, 2004, Slabsdirect.com, Inc. agreed to issue 455,001 shares of common stock in exchange for all of the issued and outstanding shares of common stock of SK3 Distributors Ltd. See Exhibit 10.1 – Share Exchange Agreement for more details. The acquisition was considered a reverse acquisition for accounting and financial reporting purposes. The consolidated financial statements include the accounts of

SK3 since the reverse merger (December 29, 2004) and the historical accounts of CTT Distributors Ltd. since the date of its inception, May 17, 2004. All significant intercompany balances and transfers have been eliminated in consolidation.

Prior to the acquisition of CTT Distributors Ltd., Slabdirect.com, Inc.'s sole asset consisted of ownership of a 100% interest in the issued and outstanding capital stock of Slabsdirect.com Online (BC) Ltd., a company incorporated in the Province of British Columbia, Canada. SlabsOnline has been unsuccessful in the business of establishing a vertical trade portal on the Internet for the natural stone industry. SK3 disposed of its interest in Slabsdirect.com Online (BC) Ltd. to the former president of Slabsdirect.com, Inc. pursuant to the stock purchase agreement dated December 29, 2004. See Exhibit 10.2 – Stock Purchase Agreement for more details.

During the fiscal year ended December 31, 2007, SK3 focused its efforts on the e-commerce operations of its business, including the development of the website and its strategic alliances for marketing.

During the next 12 months, SK3 has no current plan to (1) buy any specific additional plant or equipment, (2) conduct any significant research or development activities, or (3) to hire any employees, other than what will be required as part of SK3's plan of operation. See "Plan of Operation" below for more information. Other than as described in this section, SK3 has no other financing plans.

Proposed Merger with Reliablecom, Inc.

SK3 entered into an Agreement and Plan of Merger (the "Merger Agreement") dated April 16, 2007 with Reliablecom Acquisition Corp., a wholly-owned subsidiary of the Company incorporated on April 16, 2007 ("Acquisition"), Reliablecom, Inc. ("Reliablecom"), and Kapadia Holdings, Inc., the sole shareholder of Reliablecom ("Holdings"). Pursuant to the terms of the Merger Agreement, Acquisition will merge with and into Reliablecom, which will become a wholly-owned subsidiary of the CTT (the "Merger"). SK3 will issue an aggregate of 14,625,000 post-dividend shares of common stock and 292,500 shares of series A Preferred stock (the "Preferred Stock") to Holdings at the time of the closing of the merger. Each share of Preferred Stock will be convertible into 50 post-dividend shares of the Company's common stock, upon effectuation of an increase in SK3's authorized shares of common stock to 100,000,000 shares.

Upon execution of the Merger Agreement, SK3's former President Amit Sankhala ("Sankhala") resigned as an officer and a member of the Board of Directors of SK3. Sankhala also agreed to the return and cancellation of 8,000,000 pre-dividend shares of SK3's common stock owned by him.

Prior to the closing of the Merger Agreement, CTT agreed to change its name to SK3 Group, Inc., and declare a two-for-one dividend on outstanding shares of common stock.

The closing of the Merger Agreement is subject to customary closing conditions. In the event the Merger Agreement has not closed by June 30, 2007, the Merger Agreement shall be terminated unless otherwise agreed to by the respective parties. On June 26, 2007, the parties entered into Amendment No. 1 to the Merger Agreement pursuant to which the termination date of the Merger Agreement was extended to July 31, 2007. On August 10, 2007, the parties entered into Amendment No. 2 to the Merger Agreement pursuant to which the termination date of the Merger Agreement was extended to September 30, 2007.

As of the date, the Company had not received or sent a termination notice to Reliablecom, Inc.

Proposed Acquisition of Sohel Distributors, Inc.

On May 9, 2007, SK3, Reliablecom and Sohel Distributors Inc. (SDI"), and Sohel Kapadia, the sole shareholder of SDI ("Seller"), entered into a Stock Purchase Agreement (the "Sohel Purchase Agreement"). Pursuant to the terms of the Sohel Purchase Agreement, Reliablecom will acquire 100% of the issued and outstanding capital stock of SDI in exchange for (i) 85,000 shares of series A preferred stock of SK3 (the "Preferred Stock"), and (ii) an earn-out of additional compensation for three years from the closing. The seller will receive 50% of the quarterly profits in excess of \$37,500, together with 50% of the annual profits in excess of \$150,000 plus the quarterly profit payments. The purchase price is subject to adjustment in the event the working capital of SDI is less than zero at closing. Each share of Preferred Stock has a liquidation preference of \$0.01 and will be convertible into 50 post-dividend shares of the Company's common stock, upon effectuation of an increase in SK3's authorized shares of common stock to 100,000,000 shares.

Upon closing of the Sohel Purchase Agreement, Sk3, Reliablecom and the Seller will enter into an Escrow and Lock-up Agreement, subject to various terms, and pursuant to which the Seller will place the Preferred Stock into escrow.

Upon closing of the Sohel Purchase Agreement, the Seller will enter into an employment agreement with SDI, pursuant to which the Seller will serve as President of SDI. For the first three years of the term of the employment agreement, the seller will be paid \$150,000 per year. The agreement has a term of three years, and will automatically be renewed for additional one year terms unless terminated by either party at least 90 days prior to expiration.

The closing of the Sohel Purchase Agreement is subject to customary closing conditions. The Sohel Purchase Agreement may be terminated prior to closing at the election of the Seller or Reliablecom, in the event the Purchase Agreement has not closed by June 30, 2007. On June 26, 2007, the parties entered into Amendment No. 1 to the Sohel Purchase Agreement pursuant to which the termination date of the Sohel Purchase Agreement was extended to July 31, 2007. On August 2, 2007, the parties entered into Amendment No. 2 to the Sohel Purchase Agreement pursuant to which the termination date of the Sohel Purchase Agreement was extended to September 30, 2007.

Proposed Acquisition of The Phone Card Warehouse, Inc.

On May 25, 2007, SK3, Reliablecom, The Phone Card Warehouse, Inc. ("TPC"), Kaushika Patel, the sole shareholder of TPC (the "Seller") and Pradip Patel ("Patel"), entered into a Stock Purchase Agreement (the "TPC Purchase Agreement"). Pursuant to the terms of the TPC Purchase Agreement, Reliablecom will acquire 100% of the issued and outstanding capital stock of TPC in exchange for:

□

- 30,000 shares of series A preferred stock of SK3, which shares shall not be transferable for a period of one year from closing;
- 30,000 shares of series A preferred stock of SK3 to be held in escrow (the "Escrow Shares"). Of the Escrowed Shares, 10,000 shall be released to the Seller if TPC's earnings before interest taxes, depreciation and amortization ("EBITDA") for the first year after closing are at least \$1,500,000, 10,000 shall be released to the Seller if TPC's EBITDA for the second year after closing are at least \$1,600,000, and 10,000 shall be released to the Seller if TPC's EBITDA for the second year after closing are at least \$2,000,000. In the event that the first and second year targets are not met, but the total annual EBITDA for the first three years exceeds \$5,100,000, all of the shares remaining in escrow would be released to the Seller. Any Escrowed Shares which are not released to the Seller as set forth above will be cancelled without consideration payable to the Seller;
- \$7,000,000, of which \$3,000,000 will be paid upon closing and \$4,000,000 (the "Post-Closing Cash") will be paid as set forth below. The Post-Closing Cash will be subject to adjustment equal to the amount of accounts receivable outstanding as of closing, collected within 45 days from closing, plus inventory on hand, less accounts receivable or inventory outstanding for more than 45 days. Such amounts shall only be paid to the Seller after all accounts payable outstanding as of the Closing have been paid; and
- An earn-out of additional cash compensation for three years from the closing date. The Seller will receive 50% of the quarterly profits in excess of \$62,500, together with 50% of the annual profits in excess of \$250,000 plus the quarterly profit payments.

Each share of Preferred Stock has a liquidation preference of \$0.01 per share and will be convertible into 50 shares of the Company's common stock, upon effectuation of an increase in the Company's authorized shares of common stock to 100,000,000.

Upon closing of the TPC Purchase Agreement, each of the Seller and Pradip Patel will enter into an employment agreement with TPC, pursuant to which Mr. Patel and Seller will serve as chief executive officer and controller of TPC, respectively. For the first three years of the term of Mr. Patel's employment agreement, Mr. Patel will be paid

\$175,000 per year. For the first three years of the term of Seller's employment agreement, Seller will be paid \$75,000 per year. Mr. Patel's employment agreement has a term of three years and shall automatically be renewed for additional one year terms unless terminated by either party at least 90 days prior to expiration. Seller's employment agreement has a term of three years and shall automatically be renewed for additional one year terms unless terminated by either party at least 90 days prior to expiration.

The closing of the TPC Purchase Agreement is subject to customary closing conditions. The TPC Purchase Agreement may be terminated prior to closing at the election of the Seller or Reliablecom, in the event the TPC Purchase Agreement has not closed by June 30, 2007. On June 26, 2007, the parties entered into Amendment No. 1 to the TPC Purchase Agreement pursuant to which the termination date of the TPC Purchase Agreement was extended to July 31, 2007. On August 2, 2007, the parties entered into Amendment No. 2 to the TPC Purchase Agreement pursuant to which the termination date of the TPC Purchase Agreement was extended to September 30, 2007.

As of the date, the Company had not received or sent a termination notice to The Phone Card Warehouse, Inc.

Financial Condition

SK3 is a development stage company and SK3's ability to continue as a going concern is dependent on raising additional capital to fund future operations and ultimately to attain profitable operations. This means that SK3's auditors believe there is substantial doubt that SK3 can continue as an on-going business for the next twelve months unless SK3 obtains additional capital to pay its bills. SK3's auditors' report on its 2006 financial statements contained an explanatory paragraph that states that due to recurring losses since inception and negative cash flows substantial doubt exists as to SK3's ability to continue as a going concern. Accordingly, SK3's financial statements contained in this annual report have been prepared on a going concern basis, which assumes that SK3 will be able to realize its assets and discharge its obligations in the normal course of business. SK3 incurred net losses for the period from inception of May 17, 2004 to December 31, 2007 of \$308,144.

SK3 had net loss of \$112,221 during the year ended December 31, 2007. As of December 31, 2007, SK3 had a cash balance of \$0, current assets of discontinued operations of \$261, accounts receivable of \$0, prepaid expenses of \$0, and inventory of \$0. When these current assets were offset against SK3's current liabilities of \$196,165, in accounts payable of \$67,986, in accrued liabilities of \$10,290, in amounts due to related parties of \$55,473, in a note payable of \$41,000 and current liabilities of discontinued operations of \$21,416, SK3 was left with a working capital deficit of \$195,906 at December 31, 2007.

SK3 had net loss of \$66,287 during the year ended December 31, 2006. As of December 31, 2006, SK3 had a cash balance of \$16,928, accounts receivable of \$936,

and prepaid expenses of \$429. When these current assets were offset against SK3's current liabilities of \$109,513, in accounts payable of \$37,793, in accrued liabilities of \$290, and in a note payable of \$49,736, SK3 was left with a working capital deficit of \$91,220 at December 31, 2006.

SK3's financial statements included in this annual report have been prepared without any adjustments that would be necessary if SK3 becomes unable to continue as a going concern and would therefore be required to realize upon its assets and discharge its liabilities in other than the normal course of its business operations.

Current Operations

SK3 Group, Inc. owns Nurses On-Line a subscription service for employers who are seeking pre-screening of workers' compensation injuries by a registered nurse prior to disposition of medical treatment - first aid, clinical referral, or emergency hospital. The purpose of this service is to assist employers with managing the ongoing risk associated with workers' compensation claims and their relationship to premiums and reserves charged by insurance carriers.

The monthly cost of operations is approximately \$25,000 and the company has secured enough cash and credit facilities to ensure that it can meet its burn rate without any profit for two years.

The company is in the process of hiring 4 outside sales reps to bolster its sales efforts for Q4 2009.

Item 17: Issuance History

The company did not issue any securities for services from its last 10Q filed on March 31, 2008 through June 30, 2009. The company has never issued stock for services.

Item 18: Material Contracts

The company has no material contracts which pertain to its business or securities issuances as identified in A B and C.

Item 19: Articles of Incorporation and Bylaws

Attached as an exhibit

Item 20: purchases of equity securities by the issuer and Affiliated purchasers.

The company has not entered into any purchases of securities or has knowledge of any affiliated party purchase.

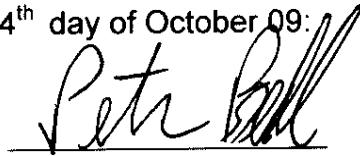
CERTIFICATION

I, Peter Bell, hereby certify that

- 1) I have reviewed the Information and Disclosure statement, Exhibits, and all notes thereto of SK3 Group, Inc.
- 2) Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
- 3) Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated this 14th day of October 09:

Certified by:

A handwritten signature in black ink, appearing to read "Peter Bell", written over a horizontal line.

Peter Bell, President

Exhibit "A"

Common stock shareholders that own more than 5% of the outstanding common stock of the company

<u>Shareholder's Name</u>	<u>Shares</u>	<u>Approx. Percentage</u>
Richard Gallimore Kingston 8 Kingston, Jamaica	2,600,000	9%

Exhibit "B"
Current Fiscal Year
Financial Statement Statements
Please refer to financial statements on:
www.pinksheets.com
Stock Symbol "SKTO"
Quarterly Reports Ending June 30, 2009

Exhibit "C"
Previous Fiscal Year's
Financial Statements
Please refer to financial statements on :
www.pinksheets.com
Stock Symbol "SKTO"
Annual Reports Ending 31 December 2008

Exhibit "D"
Articles of Incorporation
And
Bylaws