

ISSUER INFORMATION DISCLOSURE

January 3, 2011

SK3 Group, Inc.

(a Delaware Corporation)

TRADING SYMBOL: SKTO
CUSIP NUMBER: 78440L 10 7

ISSUER'S EQUITY SECURITIES:

Voting Common Stock, \$0.0001 par value

Authorized Common Shares: 500,000,000

Issued and Outstanding Common Shares: 139,991,303

Authorized Preferred Shares: 5,000,000

Issued and Outstanding Preferred Shares: 0

TRANSFER AGENT:

InterWest Transfer Company, Inc.
1981 Murray Holladay Road
Suite 100
P.O. Box 17136
Salt Lake City, UT 84117
Telephone 801-272-9294
Facsimile 801-277-3147

We are not a reporting company under the Securities & Exchange Act of 1934; therefore the exemption offered pursuant to Rule 144 is not available unless substantially equivalent public information regarding the company is otherwise available. Anyone who purchased securities directly or indirectly from us or any of our affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.

SK3 Group, Inc.

January 3, 2011

Information required for compliance with the provisions of the Pink Sheets, LLC,
Guidelines for Providing Adequate Current Information

ISSUER'S INITIAL DISCLOSURE OBLIGATIONS

PART A GENERAL COMPANY INFORMATION

Item I: The exact name of the Issuer and its predecessor (if any) and the dates of any name changes.

Name of Issuer: SK3 Group, Inc.

Predecessor Entities:

CTT International Distributors, Inc. (until May, 2007)

Item II: The address of its principal executive offices.

1365 N. Courtenay Parkway
Suite A
Merritt Island, FL 332953

- i. Telephone Number: (321) 452-9091
Fax Number: (321) 452-9093
- ii. Website URL: www.sk3group.com
- iii. Person responsible for Issuer's investor relations:

Hongshin Pan
1365 N. Courtenay Pkwy., Ste. A
Merritt Island, FL 332953
Telephone: (321) 452-9091
E-Mail: info@sk3groupinc.com

Item III: The state and date of incorporation, if it is a corporation.

SK3 Group, Inc. is a Delaware Corporation, which was formed by the filing of Articles of Incorporation on January 14, 2000.

Item IV: The exact title and class of securities outstanding.

Common Stock, par value \$0.0001

Item V: Par or stated value and description of the security.

Common Stock, Par Value \$0.0001

Item VI: Number of shares or total amount of the securities outstanding for each class or securities authorized.

(i)	Period end date:	December 31, 2010
(ii)	Number of shares authorized:	500,000,000
(iii)	Number of shares outstanding:	139,991,303
(iv)	Freely tradable shares (public float):	77,357,135
(v)	Total number of beneficial shareholders:	125
(vi)	Total number of shareholders of record:	32

There are also 5,000,000 shares of \$0.0001 par value preferred shares authorized, but none are issued.

Item VII: The name and address of the transfer agent, if the security is not listed on any exchange, the transfer agent must be registered under the Exchange Act.

InterWest Transfer Company, Inc.
1981 Murray Holladay Road, Suite 100
P.O. Box 17136
Salt Lake City, UT 84117

This transfer agent is registered under the Exchange Act. The regulatory authority of this transfer agent is the Securities and Exchange Commission.

Item VIII: The nature of the Issuer's business.

A. Business Development

1. The form of the organization of the Issuer;

SK3 Group, Inc. is a Delaware corporation.

2. The year the Issuer (or any predecessor) was organized;

SK3 Group, Inc. was incorporated in Delaware on January 14, 2000 as Slabsdirect.com, Inc. and changed its corporate name to CTT International Distributors, Inc. on January 7, 2005, and again changed its corporate name to SK3 Group, Inc. on May 14, 2007.

3. The Issuer's fiscal year end date:

The Issuer's fiscal year end date is December 31.

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

Neither the Issuer nor any predecessor has been in bankruptcy, receivership or any similar proceeding.

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

In March 2010, SK3 Group, Inc. agreed to acquire two healthcare providers, Medical Billing Specialists, Inc. and Angels of the Valley Hospice Care, LLC, both based in the Los Angeles, CA area.

In December 2010, SK3 Group, Inc. agreed to acquire PRN Staffing Services, Inc. ("PRN") from Healthcare of Today, Inc. for 100,000,000 shares of common stock and 5,000,000 shares of voting preferred stock with a non-dilutive vote of 51 percent of total votes of all classes of stock.

6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the Issuer to make payments;

None

7. Any change of control;

In March 2010, Healthcare of Today, Inc. acquired 60,000,000 shares of SK3 Group, Inc., representing majority control. Currently, the remaining portion of those shares still held by Healthcare of Today, Inc. represent only 15.4 percent of the outstanding common shares. When additional shares are issued as a result of the acquisition of PRN, expected to close in January 2011, Healthcare of Today will hold 160,000,000 million common shares, or 32.7 % of the common shares then issued, and all of the preferred shares.

8. Any increase of 10% or more of the same class of outstanding equity securities;

In December 2010, the Board agreed to issue 100,000,000 shares of common stock to Healthcare of Today, Inc., which will represent 20.4 percent of the resulting common stock outstanding when issued.

In March, 2010, the Board issued 60,000,000 shares of common stock to Healthcare of Today, Inc.

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

May 30, 2007 - 100 to 1 reverse stock split;
March 7, 2008 - 50 to 1 reverse stock split, and

As described immediately above in item 8 to the extent any such issuance is considered to be in connection with an acquisition.

10. Any delisting of the Issuer's securities by any securities exchange or deletion from the OTC Bulletin Board;

The company previously was a fully reporting company under Section 12(g) of the Securities Exchange Act of 1934. It was deregistered as of October 2009.

11. 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 and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

None

B. Business of Issuer

Health services.

1. The Issuer's primary and secondary SIC Codes:

Primary – 8000
Secondary – 8082, 8090

2. Whether the Issuer has never conducted operations, is in the development stage, or is currently conducting operations:

The Issuer's operations currently consist of seeking health care service companies to acquire and managing subsidiaries actively engaged in home health, health staffing and related health services..

3. Whether the Issuer is or has at any time been a "shell company":

The Issuer filed a Form 15 terminating its reporting obligations in October 2009. It was not a shell corporation and did not report its status as a shell corporation on its last periodic filing before filing the Form 15.

4. The names of any parent, subsidiary, or affiliate of the Issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement:

The company plans to close on the acquisition of PRN in early 2011 and will include its operating results in the next update to this current information.

5. The effect of existing or probable governmental regulations on the business:

None

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

None

7. Costs and effects of compliance with environmental laws (federal, state and local):

Not applicable

8. The number of total employees and number of full-time employees:

The Company presently employs one part-time employee, but will employ approximately 15 employees when it completes the acquisition of PRN.

Item IX: The nature of products or services offered.

A. Principal products or services and their markets:

The Issuer has signed an agreement to acquire PRN Staffing Services, Inc. and plans to close the transaction in January of 2011. Upon closing the transaction, the Issuer will file, an amendment to this Disclosure. The issuer also plans to acquire additional medical services companies in 2011.

B. Distribution methods of the products or services:

Not applicable

C. Status of any publicly announced new product or service:

None publicly announced.

D. Competitive business conditions, the Issuer's competitive position in the industry, and methods of competition:

There is substantial competition in the health services industry. Existing and new competitors may continue to improve their services and to introduce new services with competitive price and performance characteristics. Our competitors may be more highly capitalized than we are. We may enter additional competitive markets in our industry, and/or additional competitors may enter our existing markets.

E. Sources and availability of raw materials and the names of principal suppliers:

Not applicable

F. Dependence on one or a few major customers:

None

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration:

None

H. The need for any government approval of principal products or services and the status of any requested government approvals:

The health services industry is highly regulated.

Item X: The nature and extent of the Issuer's facilities.

The assets:

SK3 Group, Inc.

Issuer Information Disclosure

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The Issuer has minimal assets aside from an equity interest acquired in Medical Billing Specialists, Inc., and Angels of the Valley Hospice Care, an executed agreement to purchase a medical professional staffing company, which the issuer intends to close in January of 2011.

Properties or facilities:

The Issuer has no owned properties or facilities. The Issuer leases office space in Merritt Island, Florida.

Location of principal plants and other property of the Issuer:

Not applicable

Description of the condition of the property(ies):

Not applicable

If the issuer does not have complete ownership or control of the property, (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership:

The Issuer leases office space in Merritt Island, Florida.

Item XI The name of the Chief Executive Officer. Members of the Board of Directors, as well as control persons.

A. Officers, Directors and Control Persons. Include the following for each such person:

Hongshin Pan is the Issuer's sole officer and director. The Issuer has signed an agreement to acquire PRN Staffing Services, Inc. and plans to close the transaction in January of 2011. Upon closing that transaction, the Issuer will name additional officers and directors and will file an update to this Disclosure.

Director, Board Chairman, and Chief Executive Officer

1. *Full Name:* Hongshin Pan

2. *Business Address:*

1365 N. Courtenay Pkwy., Ste. A
Merritt Island, FL 32953

3. *Employment History (include previous employers for the past 5 years, positions held, responsibilities and employment dates):*

Omnis Student Loans, Inc.,
President, October 2004 – January 2006

Priority Student Loans, Inc.
Director of Operations, October 2003 – October 2004

4. *Board memberships and other affiliations:*

None

5. *Compensations by the Issuer:*

None

6. *Number and class of the Issuer's securities beneficially owned:*

.

None

B. Legal/Disciplinary History. List whether any of the foregoing persons have, in the last 5 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 Securities and Exchange Commission, the Commodity Futures Trading Commission, 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

- 4. 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

- C. Disclosure of Family Relationships. Describe any relationships among and between the Issuer's directors, officers, persons nominated or chosen by the Issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the Issuer's equity securities:**

Hongshin Pan also serves as Chief Operating Officer of Healthcare of Today, Inc., a major shareholder of the Company.

- D. Disclosure of Related Party Transactions.**

None

- E. Disclosure of Conflicts of Interest. Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.**

None

Item XII. Financial information for the Issuer's most recent fiscal period. The Issuer shall provide the following financial statements for the most recent fiscal period (whether fiscal quarter or fiscal year):

- 1) Balance sheet;**

See attached Exhibit A (fiscal year end 12-31-2010)

- 2) Statement of income;**

See attached Exhibit A (fiscal year end 12-31-2010)

- 3) Statement of cash flows;**

See attached Exhibit A (fiscal year end 12-31-2010)

4) Statement of changes in stockholders' equity;

To be filed as a supplement

5) Financial notes;

To be filed as a supplement

6) Audit letter, if audited. Such financial statements are incorporated by reference.

N/A

Item XII. Similar financial information for such part of the two preceding fiscal years as the Issuer or its predecessor has been in existence.

Financial information for the fiscal years ended 12-31-2007 and 2008 will be filed as a supplement.

Item XIV. Beneficial Owners.

All persons beneficially owning more than five percent (5%) of any class of the Issuer's equity securities are as follows:

Healthcare of Today, Inc. holds 60 million shares of common stock, representing 43 percent of the shares issued and outstanding.

Item XV. The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:

1. Investment Banker

None

2. Promoters

None

3. Counsel

William Haseltine
Haseltine Law Offices
1629 K St. NW, Suite 300
Washington, DC 20006

4. Accountant or Auditor

Berman & Company, PA
Boca Raton, FL

5. Public Relations Consultant(s)

None

6. Investor Relations Consultant

None

7. Any other advisor(s)

None

Item XVI Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation.

1. Describe the Issuer's plan of operation for the next twelve (12) months including:

i. Cash requirements;

\$ 500,000 Short Term Working Capital Needs which are expected to be raised through issue of convertible debt

ii. Research and development;

None

iii. Expected purchase or sale of plant and significant equipment;

The Issuer has signed an agreement to acquire PRN Staffing Services, Inc. and plans to close the transaction in January of 2011. Upon closing the transaction, the Issuer will file, within the allowable time frame, the appropriate disclosure forms with the SEC or as a supplement to this disclosure.. The issuer also plans to acquire additional medical services companies in 2011.

iv. Expected significant changes in the number of employees.

The Company presently employs one part-time employee, but will employ approximately 15 employees when it completes the acquisition of PRN. The Issuer intends to continue acquiring companies in the medical field and, as those acquisitions take place, the number of employees employed by the Issuer will increase.

B. Management's discussion and analysis of financial condition and results of operations.

1. Trends, events or uncertainties likely to have a material impact on the Issuer's short-term or long-term liquidity;

It is uncertain that we will be able to raise capital to effect additional acquisitions.

2. Internal and external sources of liquidity;

Proposed acquisitions are expected to generate positive cash flow during 2011.

3. Material commitments for capital expenditures and the expected sources of funds for such expenditures;

It is uncertain that we will be able to raise capital to effect additional acquisitions.

4. Known trends, events or uncertainties that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations;

There is substantial competition in the health services industry. Existing and new competitors may continue to improve their services and to introduce new services with competitive price and performance characteristics.

We may enter additional competitive markets in our industry, and/or additional competitors may enter our existing markets.

The regulatory environment is uncertain. Recent changes in federal regulations may take effect in the coming year, while others may not survive challenges via the courts.

5. Significant elements of income or loss that do not arise from the Issuer's continuing operations;

None anticipated at this time except from the acquisition of PRN or other health care service providers in 2011..

6. Causes for any material changes;

The Issuer intends to close the PRN acquisition in January of 2011 and intends to continue acquiring companies in the medical field.

7. Seasonal aspects;

None

C. Off-balance sheet arrangements.

None

Item XVII List of securities offerings and shares issued for services in the past two years.

The Company completed a Section 504 offering in 2010.

Item XVIII Material Contracts.

The issuer has an executed agreement to acquire PRN Staffing Services, Inc. a medical professional staffing company.

Item XIX Articles of Incorporations and Bylaws.

A. A complete copy of the Issuer's Articles of Incorporation.

See Attached Articles of Incorporation and Amended Articles of Incorporation

B. A complete copy of the Issuer's Bylaws.

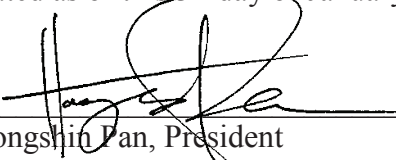
See Attached By Laws.

CERTIFICATION

I, Hongshin Pan, hereby certify that:

- 1) I have reviewed the foregoing Information and Disclosure Statement. Exhibits and all notes thereto of SK3 Group, Inc.
- 2) Based on my knowledge, this Information and 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 made, not misleading with respect to the period covered by the Information and Disclosure Statement; and
- 3) Based on my knowledge, the financial statements and other financial information included or incorporated by reference in this Information and Disclosure Statement fairly present in all material respects, the financial condition, results of operations and cash flows of SK3 Group, Inc. as of and for the periods presented.

Dated as of this 3rd day of January, 2011.



Hongshin Pan, President

SK3 Group, Inc.
BALANCE SHEET
As of December 31, 2010

ASSETS

	Dec 31, 2010
CURRENT ASSETS	
Cash	\$ 0.00
Current assets-discontinued ops	<u>0.00</u>
Total Current Assets	<u>0.00</u>
PROPERTY AND EQUIPMENT	
Accumulated Depreciation	0.00
Furniture and Equipment	<u>0.00</u>
Total Property and Equipment	<u>0.00</u>
OTHER ASSETS	
Investment in subsidiary	4,100,000.00
Long term assets-discontinued	0.00
Prepaid expenses	<u>0.00</u>
Total Other Assets	<u>4,100,000.00</u>
TOTAL ASSETS	<u><u>4,100,000.00</u></u>

LIABILITIES AND STOCKHOLDERS' EQUITY

	Dec 31, 2010
CURRENT LIABILITIES	
Accounts payable	\$ 76,000.00
Accrued liabilities	43,461.09
Current liabilities-discontinue	0.00
Due to related parties	0.00
Notes payable-related	0.00
Payroll Liabilities	<u>0.00</u>
Total Current Liabilities	<u>119,461.09</u>
LONG-TERM LIABILITIES	
Note Payable-Healthcare of Toda	0.00
Note payable-Yang 1	55,515.00
Note payable-Yang 2	55,515.00
Note payable-Yang 3	55,515.00
Note payable-Yang 4	55,514.00
Note payable-Yang 5	<u>55,514.00</u>
Total Long-Term Liabilities	<u>277,573.00</u>
Total Liabilities	<u>397,034.09</u>
STOCKHOLDERS' EQUITY	
Additional paid-in capital	4,216,153.00
Capital Stock	0.00
Common stock	8,822.00
Dividends Paid	0.00
Donated capital	23,347.00

SK3 Group, Inc.
BALANCE SHEET
As of December 31, 2010

	Dec 31, 2010
Opening Balance Equity	0.00
Preferred stock	0.00
Retained Earnings	(427,720.14)
Net Income	<u>(117,635.95)</u>
Total Stockholders' Equity	<u>3,702,965.91</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u><u>4,100,000.00</u></u>

SK3 Group, Inc.
INCOME STATEMENT
1 Year Ended December 31, 2010

	1 year ended Dec 31, 2010
REVENUE	
Sales	\$ 0.00
Total Revenue	<u>0.00</u>
COST OF GOODS SOLD	
** NO ACCOUNTS IN THIS SECTION **	<u>0.00</u>
Total Cost of Goods Sold	<u>0.00</u>
Gross Profit	<u>0.00</u>
OPERATING EXPENSES	
Advertising and Promotion	0.00
Amortization expense	0.00
Automobile Expense	0.00
Bank Service Charges	0.00
Computer and Internet Expenses	0.00
Consulting expense	70,000.00
Depreciation Expense	0.00
Impairment loss	0.00
Insurance Expense	0.00
Interest Expense	0.00
Meals and Entertainment	0.00
Office Supplies	0.00
Payroll Expenses	0.00
Professional Fees	0.00
Rent Expense	6,000.00
Repairs and Maintenance	0.00
Telephone Expense	0.00
Travel Expense	0.00
Utilities	<u>0.00</u>
Total Operating Expenses	<u>76,000.00</u>
Operating Income (Loss)	<u>(76,000.00)</u>
OTHER INCOME	
** NO ACCOUNTS IN THIS SECTION **	<u>0.00</u>
Total Other Income	<u>0.00</u>
OTHER EXPENSES	
Ask My Accountant	0.00
Interest	<u>41,635.95</u>
Total Other Expenses	<u>41,635.95</u>
Income (Loss) Before Income Taxes	<u>(117,635.95)</u>
Income Tax	
Net Income (Loss)	<u>(117,635.95)</u>

SK3 Group, Inc.
STATEMENT OF CASH FLOWS
1 Year Ended December 31, 2010

1 year ended
Dec 31, 2010

CASH FLOWS FROM OPERATING ACTIVITIES

NET INCOME

Net Income (Loss) \$ (117,635.95)

Total Net Income (117,635.95)

ADJUSTMENTS TO NET INCOME

Adjustments to reconcile Net Income (Loss) to net Cash:

** NO ACCOUNTS IN THIS SECTION ** 0.00

(Increase) Decrease in:

Current assets-discontinued ops 0.00

Increase (Decrease) in:

Accounts payable 76,000.00

Accrued liabilities 41,635.95

Current liabilities-discontinue 0.00

Due to related parties 0.00

Notes payable-related 0.00

Payroll Liabilities 0.00

Total Adjustments 117,635.95

Net Cash Provided By (Used In) Operating Activities 0.00

CASH FLOWS FROM INVESTING ACTIVITIES

Accumulated Depreciation 0.00

Furniture and Equipment 0.00

Investment in subsidiary (4,100,000.00)

Long term assets-discontinued 0.00

Prepaid expenses 0.00

Net Cash Provided By (Used In) Investing Activities (4,100,000.00)

CASH FLOWS FROM FINANCING ACTIVITIES

Note Payable-Healthcare of Toda (277,573.00)

Note payable-Yang 1 55,515.00

Note payable-Yang 2 55,515.00

Note payable-Yang 3 55,515.00

Note payable-Yang 4 55,514.00

Note payable-Yang 5 55,514.00

Additional paid-in capital 4,093,998.00

Capital Stock 0.00

Common stock 6,002.00

Dividends Paid 0.00

Donated capital 0.00

Opening Balance Equity 0.00

Preferred stock 0.00

Retained Earnings 0.00

Net Cash Provided By (Used In) Financing Activities 4,100,000.00

NET INCREASE (DECREASE) IN CASH 0.00

CASH AT BEGINNING OF PERIOD

Cash at Beginning of Period 0.00

SK3 Group, Inc.
STATEMENT OF CASH FLOWS
1 Year Ended December 31, 2010

	1 year ended Dec 31, 2010
Total Cash at Beginning of Period	<u>0.00</u>
CASH AT END OF PERIOD	<u><u>0.00</u></u>

**CERTIFICATE OF INCORPORATION
OF
CTT INTERNATIONAL DISTRIBUTORS INC.**

The undersigned natural, adult person, acting as incorporator of a corporation (hereinafter usually referred to as the "Corporation") pursuant to the provisions of the Delaware Corporation Law, hereby adopts the following Certificate of Incorporation for said Corporation:

**ARTICLE I
NAME**

The name of the Corporation shall be **CTT International Distributors Inc.**

**ARTICLE II
DURATION**

The period of duration of the Corporation shall be perpetual.

**ARTICLE III
PURPOSE**

The purpose for which the Corporation is organized is to transact any or all lawful business for which corporations may be incorporated pursuant to the Delaware Corporation Law.

**ARTICLE IV
CAPITAL STOCK**

The authorized capital stock of the Corporation shall consist of 30,000,000 shares of common stock, \$0.0001 par value, and 5,000,000 shares of preferred stock, \$0.0001 par value.

**ARTICLE V
PREFERENCES, LIMITATIONS,
AND RELATIVE RIGHTS OF
CAPITAL STOCK**

(a) No share of the common stock shall have any preference over or limitation in respect to any other share of such common stock. All shares of common stock shall have equal rights and privileges, including the following:

1. All shares of common stock shall share equally in dividends. Subject to the applicable provisions of the laws of this State, the Board of Directors of the Corporation may, from time to time, declare and the Corporation may pay dividends in cash, property, or its own shares, except when the Corporation is insolvent or when the payment thereof would render the Corporation insolvent or when the declaration or payment thereof would be contrary to any restrictions contained in this Certificate of Incorporation. When any dividend is paid or any

other distribution is made, in whole or in part, from sources other than unreserved and unrestricted earned surplus, such dividend or distribution shall be identified as such, and the source and amount per share paid from each source shall be disclosed to the stockholder receiving the same concurrently with the distribution thereof and to all other stockholders not later than six months after the end of the Corporation's fiscal year during which such distribution was made.

2. All shares of common stock shall share equally in distributions in partial liquidation. Subject to the applicable provisions of the laws of this State, the Board of Directors of the Corporation may distribute, from time to time, to its stockholders in partial liquidation, out of stated capital or capital surplus of the Corporation, a portion of its assets in cash or property, except when the Corporation is insolvent or when such distribution would render the Corporation insolvent. Each such distribution, when made, shall be identified as a distribution in partial liquidation, out of stated capital or capital surplus, and the source and amount per share paid from each source shall be disclosed to all stockholders of the Corporation concurrently with the distribution thereof. Any such distribution may be made by the Board of Directors from stated capital without the affirmative vote of any stockholders of the Corporation.

3. Each outstanding share of common stock shall be entitled to one vote at stockholders' meetings, either in person or by proxy.

(b) The designations, powers, rights, preferences, qualifications, restrictions and limitations of the preferred stock shall be established from time to time by the Corporation's Board of Directors, in accordance with the Delaware Corporation Law.

(c) 1. Cumulative voting shall not be allowed in elections of directors or for any purpose.

2. No holders of shares of capital stock of the Corporation shall be entitled, as such, to any preemptive or preferential right to subscribe to any unissued stock or any other securities which the Corporation may now or hereafter be authorized to issue. The Board of Directors of the Corporation, however, in its discretion by resolution, may determine that any unissued securities of the Corporation shall be offered for subscription solely to the holders of common stock of the Corporation, or solely to the holders of any class or classes of such stock, which the Corporation may now or hereafter be authorized to issue, in such proportions based on stock ownership as said board in its discretion may determine.

3. The Board of Directors may restrict the transfer of any of the Corporation's stock issued by giving the Corporation or any stockholder "first right of refusal to purchase" the stock, by making the stock redeemable, or by restricting the transfer of the stock under such terms and in such manner as the directors may deem necessary and as are not inconsistent with the laws of this State. Any stock so restricted must carry a conspicuous legend noting the restriction and the place where such restriction may be found in the records of the Corporation.

4. The judgement of the Board of Directors as to the adequacy of any consideration received or to be received for any shares, options, or any other securities which the Corporation at any time may be authorized to issue or sell or otherwise dispose of shall be conclusive in the absence of fraud, subject to the provisions of this Certificate of Incorporation and any applicable law.

ARTICLE VI REGISTERED AGENT

The name and address of the Corporation's initial registered agent shall be:

Delaware Registry Ltd.
3511 Silverside Road, Suite #105
New Castle County
Wilmington, Delaware
USA 19810

The Board of Directors, however, from time to time may establish such other offices, branches, subsidiaries, or divisions which it may consider to be advisable.

ARTICLE VII DIRECTORS

The affairs of the Corporation shall be governed by a board of not less than one (1) director, who shall be elected in accordance with the Bylaws of the Corporation. Subject to such limitation, the number of directors shall be fixed by or in the manner provided in the Bylaws of the Corporation, as may be amended from time to time. The organization and conduct of the board shall be in accordance with the following:

1. The initial director of the Corporation shall be appointed by the incorporator of the Corporation.
2. The directors of the Corporation need not be residents of Delaware and shall not be required to hold shares of the Corporation's capital stock.
3. Meetings of the Board of Directors, regular or special, may be held within or without Delaware upon such notice as may be prescribed by the Bylaws of the Corporation. Attendance of a director at a meeting shall constitute a waiver by him of notice of such meeting unless he attends only for the express purpose of objecting to the transaction of any business thereat on the ground that the meeting is not lawfully called or convened.
4. A majority of the number of directors at any time constituting the Board of Directors shall constitute a quorum for the transaction of business.
5. By resolution adopted by the majority of the Directors at any time constituting the Board of Directors, the Board of Directors may designate two or more directors to constitute an Executive Committee or one or more committees each of which shall have and may exercise, to the extent permitted by law or in such resolution, all the authority of the Board of Directors in the management of the Corporation; but the designation of any such committee and the delegation of authority thereto shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed on it or him by law.
6. Any vacancy in the Board of Directors, however caused or created, may be filled by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board of Directors. A director elected to fill a vacancy

shall be elected for the unexpired term of his predecessor in office and until his successor is duly elected and qualified.

ARTICLE VIII OFFICERS

The officers of the Corporation shall be prescribed by the Bylaws of this Corporation.

ARTICLE IX MEETINGS OF STOCKHOLDERS

Meetings of the stockholders of the Corporation shall be held at such place within or without Delaware and at such times as may be prescribed in the Bylaws of the Corporation. Special meetings of the stockholders of the Corporation may be called by the President of the Corporation, the Board of Directors, or by the record holder or holders of at least ten percent (10%) of all shares entitled to vote at the meeting. At any meeting of the stockholders, except to the extent otherwise provided by law, a quorum shall consist of a majority of the shares entitled to vote at the meeting; and, if a quorum is present, the affirmative vote of the majority of shares represented at the meeting and entitled to vote thereat shall be the act of the stockholders unless the vote of a greater number is required by law.

ARTICLE X VOTING

When, with respect to any action to be taken by stockholders of this Corporation, the laws of Delaware requires the affirmative vote of the holders of more than a majority of the outstanding shares entitled to vote thereon, or of any class or series, such action may be taken by the affirmative vote of the holders of a majority of the outstanding shares entitled to vote on such action.

ARTICLE XI BYLAWS

The initial Bylaws of the Corporation shall be adopted by its Board of Directors. Subject to repeal or change by action of the stockholders, the power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors.

ARTICLE XII TRANSACTIONS WITH DIRECTORS AND OTHER INTERESTED PARTIES

No contract or other transaction between the Corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the Corporation, and no act of the Corporation shall in any way be affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director of the corporation, individually, or any firm with which such

director is affiliated may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the Corporation; provided, however, that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of the Corporation, or a majority thereof, at or before the entering into such contract or transaction; and any director of the Corporation who is also a director of officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE XIII LIMITATION OF DIRECTOR LIABILITY AND INDEMNIFICATION

No Director of the Corporation shall have liability to the Corporation or to its stockholders or to other security holders for monetary damages for breach of fiduciary duty as a director; provided, however, that such provisions shall not eliminate or limit the liability of a director to the Corporation or to its shareholders or other security holders for monetary damages for: (i) any breach of the director's duty of loyalty to the Corporation or to its shareholders or other security holders; (ii) acts or omissions of the director not in good faith or which involve intentional misconduct or a knowing violation of the law by such director; (iii) acts by such director as specified by the Delaware Corporation Law; or (iv) any transaction from which such director derived an improper personal benefit.

No officer or director shall be personally liable for any injury to person or property arising out of a tort committed by an employee of the Corporation unless such officer or director was personally involved in the situation giving rise to the injury or unless such officer or director committed a criminal offense. The protection afforded in the preceding sentence shall not restrict other common law protections and rights that an officer or director may have.

The word "director" shall include at least the following, unless limited by Delaware law: an individual who is or was a director of the Corporation and an individual who, while a director of the Corporation is or was serving at the Corporation's request as a director, officer, partner, trustee, employee or agent of any other foreign or domestic corporation or of any partnership, joint venture, trust, other enterprise or employee benefit plan. A director shall be considered to be serving an employee benefit plan at the Corporation's request if his duties to the Corporation also impose duties on or otherwise involve services by him to the plan or to participants in or beneficiaries of the plan. To the extent allowed by Delaware law, the word "director" shall also include the heirs and personal representatives of all directors.

The Corporation shall be empowered to indemnify its officers and directors to the fullest extent provided by law, including but not limited to the provisions set forth in the Delaware Corporation Law, or any successor provision.

**ARTICLE XIV
INCORPORATOR**

The name and address of the incorporator of the Corporation is as follows:

Name	Address
Amit Sankhala	Suite 203 – 6595 Willingdon Avenue Burnaby, British Columbia V5H 4E5

IN WITNESS WHEREOF, the undersigned incorporator has hereunto affixed his signature on October 22, 2004.



Amit Sankhala

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:08 PM 12/16/2010
FILED 12:08 PM 12/16/2010
SRV 101197365 - 3159910 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of SK3 GROUP, INC.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "IV CAPITAL STOCK" so that, as amended, said Article shall be and read as follows:

The authorized capital stock of this corporation shall consist of 500,000,000 shares of common stock, \$0.0001 par value, and 5,000,000 shares of preferred stock, \$0.0001 par value.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 15th day of December, 2010.

By: Robert Hipple
Authorized Officer
Title: General Counsel

Name: Robert Hipple
Print or Type

**BYLAWS OF
SLABSDIRECT.COM, INC.**

**ARTICLE I
OFFICES**

The principal office of the Corporation shall be determined by the Board of Directors, and the Corporation shall have other offices at such places as the Board of Directors may from time to time determine.

**ARTICLE II
STOCKHOLDERS' MEETINGS**

Place

1. The place of stockholders' meetings shall be the principal office of the Corporation unless some other place shall be determined and designated from time to time by the Board of Directors.

Annual Meeting

2. The annual meeting of the stockholders of the Corporation for the election of directors to succeed those whose terms expire, and for the transaction of such other business as may properly come before the meeting, shall be held each year on a date to be determined by the Board of Directors.

Special Meetings

3. Special meetings of the stockholders for any purpose or purposes may be called by the President, the Board of Directors, or the holders of ten percent (10%) or more of all the shares entitled to vote at such meeting, by the giving of notice in writing as hereinafter described.

Voting

4. At all meetings of stockholders, voting may be viva voce; but any qualified voter may demand a stock vote, whereupon such vote shall be taken by ballot and the Secretary shall record the name of the stockholder voting, the number of shares voted, and, if such vote shall be by proxy, the name of the proxy holder. Voting may be in person or by proxy appointed in writing, manually signed by the stockholder or his duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided therein.

Each stockholder shall have such rights to vote as the Certificate of Incorporation provide for each share of stock registered in his name on the books of the Corporation, except where the transfer books of the Corporation shall have been closed or a date shall have been fixed as a record date, not to exceed, in any case, fifty (50) days preceding the meeting, for the determination of stockholders entitled to vote. The Secretary of the Corporation shall make, at least ten (10) days before each meeting of stockholders, a complete list of the stockholders entitled to vote at such meeting or any adjournment thereof, arranged in alphabetical order, with the address of and the number of shares held by each, which list, for a period of ten (10) days prior to such meeting, shall be kept on file at the principal office of the Corporation and shall be subject to inspection by any stockholder at any time during usual business hours. Such list shall

also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any stockholder during the whole time of the meeting.

Order of Business

5. The order of business at any meeting of stockholders shall be as follows:
 1. Calling the meeting to order.
 2. Call of roll.
 3. Proof of notice of meeting.
 4. Report of the Secretary of the stock represented at the meeting and the existence or lack of a quorum.
 5. Reading of minutes of last previous meeting and disposal of any unapproved minutes.
 6. Reports of officers.
 7. Reports of committees.
 8. Election of directors, if appropriate.
 9. Unfinished business.
 10. New business.
 11. Adjournment.

To the extent that these Bylaws do not apply, Roberts' Rules of Order shall prevail.

ARTICLE III BOARD OF DIRECTORS

Organization and Powers

1. The Board of Directors shall constitute the policy-making or legislative authority of the Corporation. Management of the affairs, property, and business of the Corporation shall be vested in the Board of Directors, which shall consist of not less than one and not more than ten directors, who shall be elected at the annual meeting of stockholders by a plurality vote for a term of one (1) year, and shall hold office until their successors are elected and qualify. Directors need not be stockholders. Directors shall have all powers with respect to the management, control, and determination of policies of the Corporation that are not limited by these Bylaws, the Certificate of Incorporation, or by statute, and the enumeration of any power shall not be considered a limitation thereof.

Vacancies

2. Any vacancy in the Board of Directors, however caused or created, shall be filled by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board,

or at a special meeting of the stockholders called for that purpose. The directors elected to fill vacancies shall hold office for the unexpired term until their successors are elected and qualify.

Regular Meetings

3. A regular meeting of the Board of Directors shall be held, without other notice than this Bylaw, immediately after and at the same place as the annual meeting of stockholders or any special meeting of stockholders at which a director or directors shall have been elected. The Board of Directors may provide by resolution the time and place, either within or without the State of Delaware, for the holding of additional regular meetings without other notice than such resolution.

Special Meetings

4. Special meetings of the Board of Directors may be held at the principal office of the Corporation, or such other place as may be fixed by resolution of the Board of Directors for such purpose, at any time on call of the President or of any member of the Board, or may be held at any time and place without notice, by unanimous written consent of all the members, or with the presence and participation of all members at such meeting. A resolution in writing signed by all the directors shall be as valid and effectual as if it had been passed at a meeting of the directors duly called, constituted, and held.

Notices

5. Notices of both regular and special meetings, save when held by unanimous consent or participation, shall be mailed by the Secretary to each member of the Board not less than three days before any such meeting and notices of special meetings may state the purpose thereof. No failure or irregularity of notice of any regular meeting shall invalidate such meeting or any proceeding thereat.

Quorum and Manner of Acting

6. A quorum for any meeting of the board of Directors shall be a majority of the Board of Directors as then constituted. Any act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Any action of such majority, although not at a regularly called meeting, and the record thereof, if assented to in writing by all of the other members of the Board, shall always be as valid and effective in all respects as if otherwise duly taken by the Board of Directors.

Executive Committee

7. The Board of Directors may by resolution of a majority of the Board designate two (2) or more directors to constitute an executive committee, which committee, to the extent provided in such resolution, shall have and may exercise all of the authority of the Board of Directors in the management of the Corporation; but the designation of such committee and the delegation of such authority thereto shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed on it or him by law.

Order of Business

8. The order of business at any regular or special meeting of the Board of Directors, unless otherwise prescribed for any meeting by the Board, shall be as follows:

1. Reading and disposal of any unapproved minutes.

2. Reports of officers and committees.
3. Unfinished business.
4. New business.
5. Adjournment.

To the extent that these Bylaws do not apply, Roberts' Rules of Order shall prevail.

Remuneration

9. No stated salary shall be paid to directors for their services as such, but, by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board. Members of special or standing committees may be allowed like compensation for attending meetings. Nothing herein contained shall be construed to preclude any director from receiving compensation for serving the Corporation in any other capacity, subject to such resolutions of the Board of Directors as may then govern receipt of such compensation.

ARTICLE IV OFFICERS

Titles

1. The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary, and a Treasurer, who shall be elected by the directors at their first meeting following the annual meeting of stockholders. Such officers shall hold office until removed by the Board of Directors or until their successors are elected and qualify. The Board of Directors may appoint from time to time such other officers as it deems desirable who shall serve during such terms as may be fixed by the Board at a duly held meeting. The Board, by resolution, shall specify the titles, duties and responsibilities of such officers.

President

2. The President shall preside at all meetings of stockholders and, in the absence of a, or the, Chairman of the Board of Directors, at all meetings of the directors. He shall be generally vested with the power of the chief executive officer of the Corporation and shall countersign all certificates, contracts, and other instruments of the Corporation as authorized by the Board of Directors and required by law. He shall make reports to the Board of Directors and stockholders and shall perform such other duties and services as may be required of him from time to time by the Board of Directors.

Vice President

3. The Vice President shall perform all the duties of the President if the President is absent or for any other reason is unable to perform his duties and shall have such other duties as the Board of Directors shall authorize or direct.

Secretary

4. The Secretary shall issue notices of all meetings of stockholders and directors, shall keep minutes of all such meetings, and shall record all proceedings. He shall have custody and control of the corporate records and books, excluding the books of account, together with the corporate seal. He shall make such reports and perform such other duties as may be consistent with his office or as may be required of him from time to time by the Board of Directors.

Treasurer

5 The Treasurer shall have custody of all monies and securities of the Corporation and shall have supervision over the regular books of account. He shall deposit all monies, securities, and other valuable effects of the Corporation in such banks and depositories as the Board of Directors may designate and shall disburse the funds of the Corporation in payment of just debts and demands against the Corporation, or as they may be ordered by the Board of Directors, shall render such account of his transactions as may be required of him by the President or the Board of Directors from time to time and shall otherwise perform such duties as may be required of him by the Board of Directors.

The Board of Directors may require the Treasurer to give a bond indemnifying the Corporation against larceny, theft, embezzlement, forgery, misappropriation, or any other act of fraud or dishonesty resulting from his duties as Treasurer of the Corporation, which bond shall be in such amount as appropriate resolution or resolutions of the Board of Directors may require.

Vacancies or Absences

6. If a vacancy in any office arises in any manner, the directors then in office may choose, by a majority vote, a successor to hold office for the unexpired term of the officer. If any officer shall be absent or unable for any reason to perform his duties, the Board of Directors, to the extent not otherwise inconsistent with these Bylaws, may direct that the duties of such officer during such absence or inability shall be performed by such other officer or subordinate officer as seems advisable to the Board.

Compensation

7. No officer shall receive any salary or compensation for his services unless and until the Board of Directors authorizes and fixes the amount and terms of such salary or compensation.

**ARTICLE V
STOCK****Regulations**

1. The Board of Directors shall have power and authority to make all such rules and regulations as they deem expedient concerning the issue, transfer, and registration of certificates for shares of the capital stock of the Corporation. The Board of Directors may appoint a Transfer Agent and/or a Registrar and may require all stock certificates to bear the signature of such Transfer Agent and/or Registrar.

Restrictions on Stock

2. The Board of Directors may restrict any stock issued by giving the Corporation or any stockholder "first right of refusal to purchase" the stock, by making the stock redeemable or by

restricting the transfer of the stock, under such terms and in such manner as the directors may deem necessary and as are not inconsistent with the Certificate of Incorporation or by statute. Any stock so restricted must carry a stamped legend setting out the restriction or conspicuously noting the restriction and stating where it may be found in the records of the Corporation.

3. If the Corporation is, or becomes, a Corporation which is not required to make current filings with the Securities and Exchange Commission pursuant to either section 13 or 15(d) the Securities and Exchange Act of 1934, then no transfer of shares shall be entered in the stockholders' register without the previous consent of the directors expressed by a resolution of the Board of Directors and the directors shall not be required to give any reason for refusing to consent to such proposed registration.

ARTICLE VI DIVIDENDS AND FINANCES

Dividends

1. Dividends may be declared by the directors and paid out of any funds legally available therefor under the laws of Delaware, as may be deemed advisable from time to time by the Board of Directors of the Corporation. Before declaring any dividends, the Board of Directors may set aside out of net profits or earned or other such surplus sums as the Board may think proper as a reserve fund to meet contingencies or for other purposes deemed proper and to the best interests of the Corporation.

Monies

2. The monies, securities, and other valuable effects of the Corporation shall be deposited in the name of the Corporation in such banks or trust companies as the Board of Directors shall designate and shall be drawn out of removed only as may be authorized by the Board of Directors from time to time.

Fiscal Year

3. The Board of Directors shall determine the fiscal year of the Corporation.

ARTICLE VII AMENDMENTS

These Bylaws may be altered, amended, or repealed by the Board of Directors by resolution of a majority of the Board.

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any and all of its directors or officers, or former directors or officers, or any person who may have served at its request as a director or officer of another corporation in which this Corporation owns shares of capital stock or of which it is a creditor and the personal representatives of all such persons, against expenses actually and necessarily incurred in connection with the defense of any action, suit, or proceeding in which they, or any of them, were made parties, or a party, by reason of being or having been directors or officers or a director or officer of the Corporation, or of such other corporation, except in

relation to matters as to which any such director or officer or person shall have been adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of any duty owed to the Corporation. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, independently of this Article, by law, under any Bylaw, agreement, vote of stockholders, or otherwise.

ARTICLE IX CONFLICTS OF INTEREST

No contract or other transaction of the Corporation with any other persons, firms or corporations, or in which the Corporation is interested, shall be affected or invalidated by the fact that any one or more of the directors or officers of the Corporation is interested in or is a director or officer of such other firm or corporation; or by the fact that any director or officer of the Corporation, individually or jointly with others, may be a party to or may be interested in any such contract or transaction.