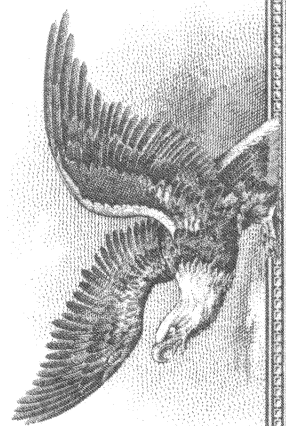


NUMBER

SHARES
1,000,000



Knowledge 2000, Inc.

This Certifies that ANTHONY THAYER WALKER TRUST is the
registered holder of ONE MILLION Shares

transferable only on the books of the Corporation by the holder hereof in
person or by Attorney upon surrender of this Certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed
by its duly authorized officers and its Corporate Seal to be hereunto affixed

this 30 day of OCTOBER A.D. 2002

J. Walker

