

MAX COMPENSATION PLAN 2009

U.S. and Canada

Effective Date: July 1, 2009 / Revised Date July 9, 2009



The Max Plan

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Designed with the help of experienced field leaders, Max International's Compensation Plan generates significant income and performance rewards for Associates based on their effort. In addition to providing immediate income to newcomers and long-term residual income to established veterans, our plan can help you reach your personal income goals, whatever they may be—some extra cash every month, enough for a car payment, or even enough to entirely replace your income and live the life of your dreams.

The Max Plan integrates nine components that contribute to **Max Associate** payout:

1. Retail Profits
2. Preferred Customer Commissions
3. FastTrack Commissions
4. Team Commissions
5. Unlimited Seven-Level Matching Check Bonuses
6. Platinum and Diamond Leadership Pools
7. Gold, Platinum and Diamond Rank Advancement Bonus
8. Global Bonus Pool
9. Luxury Car Bonus Program

1 | Retail Profits

Associates can buy products at wholesale, sell them at retail and keep the difference.

PRODUCTS	MaxGXL®	Max WLX™	Max N-Fuze™
Suggested Retail Price	\$85	\$85	\$85
Wholesale Price	\$69	\$69	\$69

2 | Preferred Customer Commissions

All active Associates are paid a **full 25%** commission on every order placed by their personally enrolled Preferred Customers. This means a **\$17.25** commission is paid every time a Preferred Customer orders a **\$69** box of **MaxGXL**. You will also receive **35 CV** per box.

All **CV** from Preferred Customer orders counts towards personal volume. All personal volume over **100 PV** is added to the Pay Team volume. Preferred Customer Commissions are paid the week following the sale of the product.

There is no cost to become a Preferred Customer; however, Preferred Customers must be on **AutoShip** in order to participate in the program and get wholesale pricing.

3 | FastTrack Commissions

Max's Compensation Plan is designed to reward the business builder by paying **FastTrack Commissions** for every **Product Pack** purchased by new, personally sponsored Associates. The **FastTrack Commissions** on **Product Packs** are paid to both the enrolling Associate who sells a **Product Pack** to a new Associate within **60 days** of enrollment, and to the enrolling Associate's sponsor.

Below are the Product Packs that provide FastTrack Commissions:

HOME PACK OPTIONS	MaxGXL®	Max N-Fuze™	Cost	Fast Track Sponsor Commission	Level II Sponsor Commission	Commissionable Volume (CV)
MaxGXL® Home Pack	2	0	\$138	\$15	\$5	70
MaxGXL® / Max N-Fuze™ Home Pack	1	1	\$138	\$15	\$5	70

SUPER ACHIEVER PACK OPTIONS	MaxGXL® Intro Packs	MaxGXL®	Max N-Fuze™	Cost	Fast Track Sponsor Commission	Level II Sponsor Commission	Commissionable Volume (CV)
MaxGXL® Super Achiever Pack	0	10	0	\$629	\$100	\$50	350
MaxGXL® / Max N-Fuze™ Super Achiever Combo Pack	0	5	5	\$629	\$100	\$50	350
Achiever Combo Pack	24	2	0	\$629	\$100	\$50	350

DIAMOND PACK OPTIONS	MaxGXL® Diamond Pack	MaxGXL® / Max N-Fuze™ Combo Diamond Pack
MaxGXL®	10	5
Max N-Fuze™	0	5
Master Strategies of Super Achievers	1	1
MaxGXL® Intro Packs	16	16
Business Card Holder	1	1
MaxGXL® Brochures	50	25
Max N-Fuze™ Brochures	0	25
Dr Keller Glutathione Book	1	1
3 month subscription to Max4U	1	1
Dr Keller Audio CD	1	1
Multi Language DVD	1	1
Associate / Preferred Customer Cost	\$899	\$899
FastTrack Sponsor Commission	\$225	\$225
Level II Sponsor Commission	\$50	\$50
Commissionable Volume (CV)	350	350

Benefits of Being a Diamond Pack Associate

- Qualify for the **Silver Matching Check Bonus** for six months. *(See pages 6-7)*
- Qualify to be able to **FastTrack** to **Bronze, Silver** and **Gold** pay ranks. *(See page 5)*
- Qualify for twice the **Global Bonus Pool** shares of **non-Diamond Pack Associates**. *(See page 8)*
- **Platinum** and **Diamond Associates** qualify for double shares in the **Platinum** and **Diamond Pool**.

Upgrades:

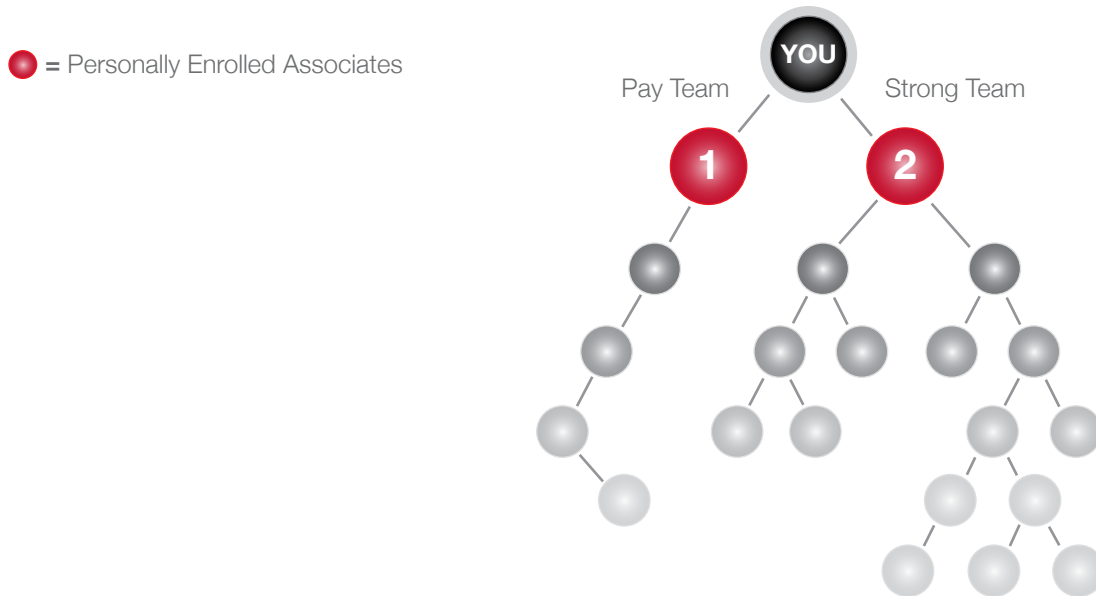
Associates may upgrade or purchase larger Associate Product Packs within **60 days** from their enrollment date. **FastTrack** commissions will pay out on upgrades. Those who upgrade to the **Diamond Pack** will automatically qualify for the **Silver Matching Check Bonus** for the month of the upgrade and the following five calendar months. Those who upgrade to the **Super Achiever Pack** will automatically qualify for the **Silver Matching Check Bonus** for the month of the upgrade and the following two calendar months. The personal commissionable volume attributed to enrollments and upgrades will not be added to the enrolling Associate's Pay Team volume.

4 | Team Commissions

All qualified Associates will earn **10%** of the total **CV** in their smaller (Pay) team per month. Associates through Diamond Rank can earn a maximum of **\$25,000** in Team Commissions per month. No more than **250,000 CV** will be carried forward in the Strong Team from month to month.

Associates at the Double Diamond Rank and above can earn up to **\$40,000** per month in Team Commissions and carry forward no more than **400,000 CV** in their Strong Team from month to month.

In order for an Associate to earn Team Commissions, the Associate must enroll a minimum of two Associates who remain active (with a minimum of **50 PV** each month), with one placed on the left sales team and the other on the right sales team. Until this happens, volume will accumulate in both legs as long as you generate **50 PV** each month.



Pin Level Rank

An Associate's Pin Level Rank is determined by the following criteria.

- Associate through **Gold**:
 - o Pay Team volume
 - o The number of personally enrolled active Associates in each binary team.
 - o Associates can also **FastTrack** their way to **Bronze, Silver** and **Gold** pay ranks. *(See below.)*

- Platinum through Crown:
 - o Pay Team volume
 - o The number of personally enrolled active Associates in each binary team.
(No more than four active Associates are required in each binary team).
 - o The number of qualified Gold Teams in the enrollment tree
 - o Personally enrolled Silver or Gold Associates in each binary team.

Double and Triple Crown Requirements

Associates attain the rank of Double and Triple Crown, partly from the total **CV** in their enrollment tree (See "Compensation Plan Overview" on page 9 for full requirements).

- o Double Crown = **1,000,000 CV** in enrollment tree volume.
- o Triple Crown = **2,000,000 CV** in enrollment tree volume.

No more than **40%** of the required **CV** can come from any one enrollment tree team.

FastTrack Rank Advancement Program

Associates who want to build quickly and take advantage of higher **Matching Checks Bonuses**, have the option of "**FastTracking**" to **Bronze, Silver** and **Gold** by enrolling new Associates who purchase or upgrade to **Diamond Packs**.

Associates must enroll with or upgrade to a **Diamond Pack** to participate in the program.

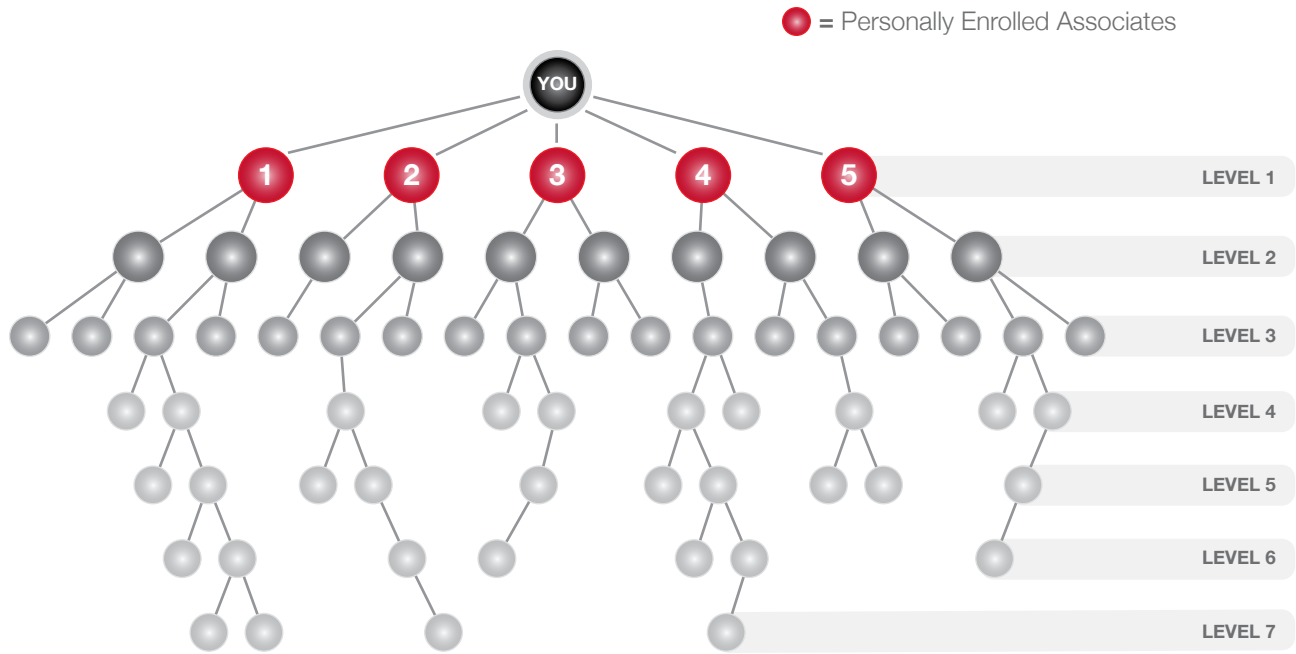
- **FastTrack to Bronze**
Sell **4 Diamond Packs** in the first **30 days** after enrollment.
- **FastTrack to Silver**
Sell **8 Diamond Packs** in the first **60 days** after enrollment.
- **FastTrack to Gold**
Sell **12 Diamond Packs** in the first **90 days** after enrollment.

Associates will be paid at the highest achieved rank for **90 days** after the month that the rank was earned.

Associates that **FastTrack** to any rank must meet the **Personal AutoShip** requirement and the number of Associates on each binary team requirement. The volume requirement is temporarily waved.

5 | Unlimited Seven-Level Matching Check Bonus (MCB)

Associates must be on a minimum of one box **AutoShip** and have generated the minimum **PV** requirement based on their payed rank to receive the **Matching Check Bonus**, the **MCB** is paid on the Team Commissions of the people in the Associate's enrollment tree up to the 7th generation. Each personally enrolled Associate within the enrollment tree is considered 1st generation. Subsequently, when a personally enrolled Associate enrolls a new Associate, that new Associate becomes their 2nd generation, and so on through seven levels.



The Matching Check Bonus qualification is determined by “paid rank”. Paid rank is the rank for which the Associate qualifies at the end of the calendar month.

Matching Check Bonus Levels Chart

Rank	Associate	Bronze	Silver	Gold	Platinum	Diamond	Double Diamond
Level 1	0%	25%	30%	35%	40%	45%	50%
Level 2		10%	10%	10%	10%	10%	10%
Level 3			9%	9%	9%	9%	9%
Level 4				9%	9%	9%	9%
Level 5					8%	8%	8%
Level 6						7%	7%
Level 7							6%

Unlimited sponsoring = unlimited checks. Qualified Associates are paid on all personally enrolled Associates to unlimited width.

- Associates who enroll with the **Diamond Pack** will automatically qualify for the **Silver Matching Check Bonus** for the month of enrollment, plus the following five calendar months.
- Associates who enroll with the **Super Achiever Pack** will automatically qualify for the **Silver Matching Check Bonus** for the month of enrollment, plus the following two calendar months.
- In order to receive a **Matching Check Bonus**, Associates must be enrolled in **AutoShip** for the required **PV** at their current rank.

Matching Check Bonus Rules

1. The company pays up to **50%** of the global **CV** that is generated each month in various commissions, including the **Matching Check Bonus** program.
2. The **Matching Check Bonus** is based on a monthly adjustable percentage and is calculated after all other ways of earning commissions are determined.
3. The sponsoring Associate can earn up to **\$12,500** per month on a first level **Matching Check Bonus** for each personally enrolled Associate.
4. **Bronze Associates** must be on a minimum of one box **AutoShip** to earn a **MCB**.
5. **Silver** thru **Platinum Associates** must be on a minimum of one box **AutoShip** and have generated a minimum of **100 PV** to earn a **MCB**.
6. **Diamond Associates** and above must have a minimum of one box **AutoShip** and generated a minimum of **200 PV** to earn a **MCB**.
7. Monthly commissions for the **MCB** will not exceed the accumulated **CV** of an **Associate's Pay Team**.

6 | Platinum and Diamond Leadership Pool

- **0.75%** of the monthly global **CV** is put in two separate pools and is paid to **Platinum** and **Diamond Associates**.
 - 0.50%** is put in the **Platinum Pool**.
 - 0.25%** is put in the **Diamond Pool**.
- Any Associate who is paid at the **Platinum** rank receives one share in the **Platinum Pool**.
- Any Associate who is paid at the **Diamond** rank receives one share in the **Diamond Pool** and one share in the **Platinum Pool**.
- Associates who enroll or upgrade to the **Diamond Pack** will receive double shares in the **Platinum** and **Diamond Pool** as long as they are paid as a **Platinum** or a **Diamond**.

7 | Gold, Platinum and Diamond Rank Advancement Bonus

- **The Gold Leadership Rank Advancement Bonus is \$3,000.**
 - o The bonus will be paid after the Associate has been paid as a **Gold** for two consecutive months.
 - o Associates who **FastTrack** to **Gold** will receive one-half the **Gold Leadership Rank Advancement Bonus (\$1,500)** upon earning the rank with **Diamond Pack** sales, and will be paid the other half of the bonus (**\$1,500**) once the **Gold** rank has been earned through Pay Team volume for two consecutive months.
- **The Platinum Leadership Rank Advancement Bonus is \$5,000.**
 - o The bonus will be paid after the Associate has been paid as a **Platinum** for two consecutive months.
- **The Diamond Leadership Rank Advancement Bonus is \$7,500.**
 - o The bonus will be paid after the Associate has been paid as a **Diamond** for two consecutive months.

The Associate must qualify for any rank bonus within twelve calendar months of the first time they achieve the rank or the bonus will be forfeited.

8 | Global Bonus Pool (GBP)

Two percent (**2%**) of the company's global **Commissionable Volume (CV)** is put into a **Global Bonus Pool** and is paid to qualified Associates. For each **1,000 CV** that an Associate's Pay Team volume grows compared to the prior month, the Associate will receive one share in the **Global Bonus Pool**.

The Associate no longer qualifies for the **GBP** when the Associate reaches the **Platinum Rank**. If the Associate has been paid at the **Platinum Rank** and then falls back to the **Gold Rank**, the Associate will not participate in the **GBP**.

- Associates do not have to qualify for commissions in the previous month to qualify for **GBP** commission.
- All personal purchase volume and Preferred Customer volume count towards the increase in Pay Team volume.
- Associate's who enroll with or upgrade to a **Diamond Pack** the month previous to the commission period will earn twice the shares of the **GBP** that non **Diamond Pack Associates** earn.
- Associates are required to be qualified for Team Commissions in order to participate in the **GBP** program.

9 | Luxury Car Bonus Program

Max will pay between **\$500** and **\$1,500** each month as a bonus to qualified Associates based upon their “paid-as” rank (see table below). The following rules apply:

- Car must not be more than four years old at the time of purchase or lease.
- Associate must provide lease or purchase documents and a photo of Associate with the car to Max Corporate to receive the bonus.
- Associate must display Max license plate holder & Max decal on car. (Company will provide).
- Car must be black.
- Car must be the one of the following makes:

Aston Martin
Audi
Bentley
BMW
Cadillac
Hummer
Infiniti
Jaguar
Lexus
Lincoln
Mercedes Benz
Porsche
Rolls Royce
Tesla

Compensation Plan Overview

Rank	Pay Team CV	Enrollment Tree CV	Enrollment Tree Gold Teams	Personally Enrolled In Each Binary Team (50 CV)	Personally Generated pv	Matching Check Bonus Level	2% Global Bonus Pool	3% Leadership Pools	Monthly Auto \$	Leadership Bonus
Associate	-					1				
Bronze	2,000			1 Active	50	2				
Silver	4,000		N/A	2 Active		3	YES	N/A	N/A	
Gold	16,000			3 Active	100	4				\$3,000
Platinum	32,000	N/A	1	4 Active		5		0.50%	\$500	\$5,000
Diamond	80,000		2	4 Active (1 Silver required in each Leg)		6		0.25%	\$750	\$7,500
2 Diamond (\$40,000 Max Team Commissions)	160,000		3						\$1,000	
3 Diamond	250,000		4	4 Active (1 Gold required in each Leg)	200		NO			
Crown	400,000		5			7		N/A		
2 Crown		1,000,000	6						\$1,500	
3 Crown	N/A	2,000,000	7							

The Max Plan Frequently Asked Questions

How do I get paid at Max International?

The first thing you do after purchasing your **Starter Kit** and the **New Associate Product Pack** is to make sure that you have at least one box of **MaxGXL**[®], **Max N-Fuze**[™] or **Max WLX**[™] on your monthly **AutoShip**. Next, recruit two people who enroll on a minimum **50 CV AutoShip** and place one on your right sales team and one on your left sales team. Repeat this process over and over again.

How do I earn income and when are commissions and bonus checks paid?

There are multiple ways Associates earn income. The commissions and bonuses are paid as follows:

- **Retail Profit:** Paid when the sale takes place. If the Retail Sale occurs on your Max4U website the profit will be paid with the weekly commissions. The Retail Profit is the difference between the retail price and the wholesale price.
- **Preferred Customer Commissions:** Based on sales that take place between Sunday at 00:00:00 and the following Saturday at 11:59:59 PM (23:59:59) Mountain Standard Time. A check is sent the following Wednesday. The commission will be paid weekly, but the **CV** will be paid monthly as Team Commissions.
- **FastTrack Commissions:** Based on sales that take place between Sunday at 00:00:00 and the following Saturday at 11:59:59 PM (23:59:59) Mountain Standard Time. A check is sent the following Wednesday.
- **Team Commissions:** Based on sales that take place during the calendar month. A check is sent on the 15th of the following month that the commissions were earned.
- **Matching Check Bonus (MCB):** See page 6 for full details. The **MCB** check is sent on the 15th of the following month that the commissions were earned.
- **Platinum and Diamond Leadership Pool:** Based on rank. A check is sent on the 15th of the following month that the commissions were earned.
- **Gold, Platinum and Diamond Rank Advancement Bonuses:** Based on rank advancement. Bonus is sent with monthly commission check upon holding the new rank for two consecutive months.
- **Global Bonus Pool:** Based on the previous month's company **Global CV**. A check is sent on the 15th of the following month that the commissions were earned.
- **Luxury Car Bonus Program:** Based on "paid-as" rank. Bonus will be included with monthly commissions.

What does the \$49 Starter Kit allow an Associate to do?

By purchasing a **\$49 Max International Starter Kit** and generating a minimum of **50 CV**, the new Associate becomes qualified to:

- Buy at wholesale and sell at retail.
- Enroll Preferred Customers and earn a **25%** commission on their purchases.
- Enroll new Associates and earn FastTrack Commissions.
- Access the Back Office.

What is Commissionable Volume (CV) and how is it earned?

Commissionable Volume (CV) determines how much Team Commissions are paid to each Associate. **CV** accumulates in an Associate's right and left sales team as a result of the sale of products and **New Associate Product Packs** which occur in each team during the month. The **CV** to dollar ratio varies in each market.

How does one earn FastTrack Commissions?

An Associate can earn **FastTrack Commissions** by enrolling a new Associate who purchases a **Starter Kit** and a **New Associate Product Pack**. **FastTrack Commissions** range anywhere from **\$5** to **\$225**, depending upon which **Product Pack** is sold. Associates also receive **FastTrack Commissions** every time one of their personally enrolled Associates sells a **Product Pack**.

It is not necessary for a new Associate to purchase a product pack to earn **FastTrack Commissions**. However, by purchasing a **Product Pack**, the Associate has product for personal use, product to share with others, and it also provides the new Associate with **Personal Commissionable Volume (PV)**, which qualifies them for Team Commissions.

What are the advantages of purchasing the Diamond Pack?

Associates qualify for the **Silver Matching Check Bonus** in the month they enroll, plus the next five calendar months as long as the Associate has a minimum of one box **AutoShip** and has generated a minimum of **100 PV** each month following the month of enrollment. Most importantly, the **Diamond Pack** provides the new Associate with personal product to use or to sell, **16 Intro Packs** to sell or share with potential customers and Associates, plus sales aids for recruiting purposes. The **Diamond Pack** also includes the **Master Strategies of Super Achievers** leadership program. Associates who purchase a different **Product Pack** may upgrade to the **Diamond Pack** during their first sixty days.

What is the difference between the Pay Team and the Strong Team?

Associates build two sales teams, a right sales team and a left sales team. During the month, **Commissionable Volume (CV)** accumulates as a result of the sale of products and **New Associate Product Packs**. At the end of each month, the Pay Team is the sales team that has the lesser **CV** of the two sales teams, and the Strong Team is the team that has more **CV**. Because the Pay Team and the Strong Team can change from time to time, Associates who place new Associates equally in each sales team maximize their potential for **Team Commissions** and the **Matching Check Bonus**.

How are Team Commissions determined?

The **Team Commission** is **10%** of the **Pay Team Volume**. For example, if the **Pay Team** has **10,000 CV**, and the **Strong Team** has **12,000 CV**, the **Team Commission** paid to the Associate is **\$1,000**, and then **10,000 CV** is removed from both sales teams; **2,000 CV** would be carried forward on Strong Team. **Team Commissions** are paid on the 15th of each month for the previous month's activity.

How do I earn Matching Check Bonuses?

Associates have the opportunity of receiving the **Matching Check Bonus** on every personally enrolled Associate, and on the Associates their downline enrolls (and on and on) through seven levels!

The **Matching Check Bonus** is earned by placing personally enrolled Associates equally in both the right and left sales teams up to the maximum requirement of four in each binary team.

Associates and their qualifying personally enrolled Associates must be enrolled in **AutoShip** and have minimum **PV** for the required rank to qualify for a **Matching Check Bonus**.

How does the Preferred Customer Program work?

There are two types of Max customers: **Retail Customers** and **Preferred Customers**. **Retail Customers** purchase products directly from Max Associates and pay the suggested retail price for the product. The selling Associate keeps **100%** of the difference between the retail price and the wholesale price of the product.

Preferred Customers register with the Company, and are linked to the Associate with whom they enrolled. **Preferred Customers** can purchase products at the wholesale price by enrolling in **AutoShip**. Associates receive a **25%** commission on the volume associated with personally enrolled Preferred Customer's orders.

Preferred Customers do not take a position in the sales teams. If they eventually choose to become an Associate, they do so by submitting an Associate Enrollment form and by purchasing a **Starter Kit**. They will then receive a position like any other new Associate.

Because of the generous commissions paid on **Preferred Customer** purchases, the **CV** is **50%**, or one half **CV** point for each dollar of volume ordered. Volume associated with **Preferred Customer** orders counts towards the Associates required **Personal Commissionable Volume (PV)** requirement. All **PV** an Associate has over **100** goes in the **Associate's Pay Team**, and therefore pays a **10%** commission. Naturally, Associates are encouraged to acquire **Preferred Customers**.

What if I have no volume for a six month period?

Associates are dropped from the team commission structure after six months with no activity.

Max Plan Key Terms

- **Active Associate** - An Active Associate has purchased a **\$49 Starter Kit** and has at least **50 Personal Volume (PV)** during the calendar month.
- **AutoShip** – The Autoship program is designed to make it simple and easy for Associates and customers to get their product. By enrolling in **AutoShip**, and choosing a day for shipment, the product will come automatically, and the corresponding credit card will be charged. This insures that no one will run out of product, and that Associates will always be qualified for commissions and bonuses.
- **Business Center** – The Associate's position in the **Team Commission** pay structure. There is one business center per Associate. In order for a **Business Center** to pay **Commissionable Volume**, the Associate must enroll a minimum of two new Associates who are active and place one on the left sales team and the other on the right sales team. Until this happens, **CV** will accrue in the business center, but will not be paid. A **Business Center** must accrue a minimum of **50 CV** in the **Pay Team** in order for **Team Commissions** to be paid. Any unpaid **CV** will carry over to the following pay period, as long as the Associate remains active. In order for **Team Commissions** to be paid in subsequent pay periods, there must be a minimum of **50** accumulated **CV**.
- **Commissionable Volume (CV)** – All Max products and New Associate Product Packs have **CV** point values. Generally, the point value is the same as the purchase price of the product (i.e. a box of MaxGXL® costs wholesale **US\$69**, and has **69 CV** points). Whenever a product is purchased, the **CV** accumulates in the sales team where the purchase occurs.

- **Enroller** – The person who signs up or registers a new Associate with the company.
- **Enrollment Tree** – The Enrollment Tree is the Associate structure that determines **Matching Check Bonuses**. All personally enrolled Associates are first level in an **Associate’s Enrollment Tree**, no matter in which Team they are placed. Their personally enrolled Associates are the second level in the **Enrollment Tree**, and so on, through seven levels.
- **FastTrack Commissions** - Paid on all **New Associate Product Packs** and **Product Pack Upgrades** that new Associates purchase during the first **60 days** with the company.
- **New Associate Product Packs** – Product offerings available to new Associates at the time they enroll with the company.
- **Pay Team** – The smaller of an Associate’s two sales team’s accumulated monthly volume.
- **Personal Commissionable Volume (PV)** – In order to qualify for monthly **Team Commissions**, an Associate must generate at least **50 CV** in the qualifying month. The **PV** can either come from an Associate’s personal purchases, or from their personally-enrolled **Preferred Customers** volume, which counts at **50% PV**. In order to qualify for **Matching Check Bonuses**, an Associate’s **PV** must be **100 CV** in the qualifying month. Once the Associate has attained the required **PV**, all additional **CV** will accrue in the **Pay Team**.
- **Product Pack Upgrades** - If a new Associate enrolls with a **Product Pack** other than the **Diamond Pack**, and then chooses to upgrade to the **Diamond Pack** within **60 days** of enrolling, the price they will pay is **\$899**, (the full purchase price of the Pack). Their enroller, and their enroller’s enroller will each receive the appropriate FastTrack commission. This example also applies when upgrading to **Super Achiever** and **Home Packs**.
- **Personal Volume** – Product volume that comes from an Associate’s personal purchases as well as from the Associate’s Preferred Customer’s purchases.
- **Qualified Associate** – A qualified Associate must have enrolled a minimum of two active Associates and have a minimum of **50 PV** in the qualifying month to be paid Team Commissions; or have a minimum of **100 PV** (200 for Diamond and higher) in the qualifying month to receive **Matching Check Bonus Commissions** and other bonuses and allowances.

