



CONTINUED FOR A TOTAL OF 12 LEVELS

The pure3x Compensation Plan is a 3 X 12 “Matrix”. What this means is that each Distributor has up to 3 Distributors directly under him or her on his or her 1st Level. Thus, on the Distributor’s 2nd Level there will be 9 Distributors and 27 on his or her third level. This continues for up to 12 levels. There are 4 types of income available to Distributors: Direct Sales Commissions, Fast Start Bonuses, Matrix Override Bonuses, and Matching Bonuses.

1. Direct Sales Commissions

For every retail sale that a Distributor makes, the Distributor will receive a Direct Sales Commission starting at 4% of the price. pure3x makes this easy for Distributors since each Distributor receives a replicated pure3x website when he or she enrolls. Not only can a Distributor manage his or her independent pure3x business through this website, the Distributor can make sales to retail customers. Retail sales made from a Distributor’s website or purchases made by a Distributor’s personally enrolled Preferred Customers (see below) are on the Distributor’s first level in the matrix. As a result, the Distributor receives a 4% commission on such sales.

In addition, pure3x has a Preferred Customer Club for customers. pure3x recognizes that not everybody is interested in becoming a Distributor, but also recognizes that customers are the lifeblood of our business. So, for those people who love our product but are not interested in building a business, we have created the Preferred Customer Club. By enrolling in the Preferred Customer Club, the customer agrees to an automatic shipment of at least a 48 count case of pure3x each month.

2. Fast Start Bonuses

Every time a Distributor sponsors a new Distributor, the Sponsor will receive a Fast Start Bonus on the first 48 can case purchased by the Distributor. In addition, the personal Sponsor of the Distributor who sponsored the new Distributor will receive a second level Fast Start Bonus, provided he or she is qualified to receive the bonus.

- a. Fast Start Bonus--\$50.** The Fast Start Bonus paid to the Sponsor of the Distributor is \$50.00. Note that the Fast Start Bonus is paid based on the first 48 can case sale made new Preferred Customers and Distributors who a Distributor personally sponsors. It is not based on placement in the Matrix.
- b. Second Level Fast Start Bonus--\$22.** The second level Fast Start Bonus that is paid to the Sponsor of the Distributor who sponsored the new Preferred Customer or Distributor is \$22.00. In order for a Distributor to earn the second level Fast Start Bonus, the Distributor must generate at least \$150 PV in the current month. If a Distributor does not meet this qualification requirement, the second level Fast Start Bonus will roll-up to the first qualified Distributor upline to the subject Distributor. The roll-up is based on enrollment genealogy and not on Matrix genealogy.
- c. FSB Not Part of Matrix Override Bonuses.** Note that the first sale of a 48 can case to a new Preferred Customer or Distributor is excluded from the computation of Matrix Override Bonuses.

3. Matrix Override Bonuses

Another exciting aspect of the pure3x Compensation Plan is ability for Distributors to earn Matrix Override Bonuses. These bonuses are designed to reward the hard work and effort of those Distributors who build a downline organization and train and support those Distributors in the organization. As long as a Distributor meets the necessary requirements, he or she can earn Matrix Override Bonuses based on the sales made by the downline Distributors up to 12 Levels down in his or her Matrix organization. **Note that the first sale of a 48 can case to a new Preferred Customer or Distributor is excluded from the computation of Matrix Override Bonuses.** The amounts paid to qualifying Distributors on each Level are based on the number of Distributors and Preferred Customers in the qualifying Distributor's Downline Organization as described below:

- a. Less than 120 Distributors and Preferred Customers in Downline Organization.** If a Distributor has fewer than 120 Distributors and Preferred Customers in his or her downline organization, the Distributor will receive a Matrix Override Bonus of \$6.00 for each 48-Pack Case of pure3x sold by the Distributors in his or her downline. The Override Bonus will be \$5.60 for each 48-Pack Case purchased by the Preferred Customers in the Distributors downline organization.
- b. More than 119 and Less than 1,375 Distributors and Preferred Customers in Downline Organization.** If a Distributor has more than 119 and fewer than 1,375 Distributors and Preferred Customers in his or her downline organization, the Distributor will receive a Matrix Override Bonus of \$6.50 for each 48-Pack Case of pure3x sold by the Distributors in his or her downline. The Override Bonus will be \$6.00 for each 48-Pack Case purchased by the Preferred Customers in the Distributors downline organization.
- c. More than 1,374 Distributors and Preferred Customers in Downline Organization.** If a Distributor has more than 1,374 Distributors and Preferred Customers in his or her downline organization, the Distributor will receive a Matrix Override Bonus of \$8.00 for each 48-Pack Case of pure3x sold by the Distributors in his or her downline. The Override Bonus will be \$7.42 for each 48-Pack Case purchased by the Preferred Customers in the Distributors downline organization.

The chart below summarizes the Matrix Override Bonuses available to Distributors.

In a Matrix, a Distributor can have a maximum of 3 Distributors enrolled directly under him or her. Thus, a Distributor will have 3 Distributors on his or her first Level, 9 Distributors on his or her second Level, 27 Distributors on his or her third Level, and so on, down a total of 12 Levels. If a Distributor's entire 3 x 12 Matrix fills-out, it would look something like the chart below.

Number of Distributors and Preferred Customers in Downline Organization	Commission on Distributor or Retail Customer Purchase of 48-Can Pack	Commission on Preferred Customer Purchase of 48-Can Pack
Less than 120	\$6.00	\$5.60
120 - 1374	\$6.50	\$6.00
1375 +	\$8.00	\$7.42

4. Matching Bonuses

As a Distributor, you may qualify to earn a Matching Bonus of 10% of the Matrix Override Bonuses earned by the Distributors that you personally sponsored. This means that if a Distributor that you personally sponsored earned a Matrix Override Bonus of \$150 in June, you would earn a Matching Bonus of \$15.

Direct Sales Commissions, Matrix Override Bonus, and Matching Bonus Qualifications:

Direct Sales Commissions

In order to become a Distributor, an applicant must 1) complete a pure3x Independent Distributor Agreement; and 2) purchase a pure3x Distributor Kit (\$45.00). All Distributors qualify for receipt of Direct Sales Commission on their personal sales and purchases of pure3x products.

Matrix Override Bonuses—Levels 1 - 12

A Distributor who has personally sponsored at least three other current and Active Distributors or who personally generates at least \$430 in Personal Sales Volume in the subject month qualifies for receipt of Matrix Override Commissions on Levels 1 - 12 for that month. No more than \$150 of the required \$600 in Personal Sales Volume may come from the Distributor’s own personal purchases. An “Active Distributor” is a Distributor who has personally generated at least \$150 in sales of pure3x products in the subject month.

Matching Bonuses

There are two ways to qualify to earn Matching Bonuses:

- a. Have at least 120 Active Distributors in your Downline Organization; or
- b. Have at least \$18,000 in Group Volume during the calendar month and have at least three Distributors in your Downline Organization who qualify to earn Matching Bonuses.

Compensation Pay-Out Cap:

There is a compensation pay-out cap of 50%. What this means is that the Company will pay-out a maximum of 50% of total company-wide Commissionable Value (CV) each month. This is necessary to protect the over-all viability of the pure3x opportunity for all Distributors. In the event the potential pay-out in a calendar month exceeds 50% of the total company-wide CV generated that month, all commissions and bonuses for that time period will be reduced by the percentage necessary to cap the total pay-out under this Compensation Plan to 50% of the total Company-wide CV for that month. For example, if based on the Compensation Plan the total pay-out to all Distributors in a particular month is calculated to be 55% of total Company-wide CV, all commissions and bonuses earned by all Distributors for that month will be reduced by 5%.

LEVEL	DISTRIBUTORS ON EACH LEVEL
1	3
2	9
3	27
4	81
5	243
6	729
7	2,187
8	6,561
9	19,683
10	59,049
11	177,147
12	531,441

NUMBER OF DISTRIBUTORS	COMMISSION ON DISTRIBUTOR
Less than 120	\$6.00
120 - 1374	\$6.50
1375 +	\$8.00

NOTE: The foregoing charts are intended to explain the components and operation of the Pure Energy Club Compensation Plan. They are not representative of the size of the downline organization that may develop under a Distributor. Nor are they intended to imply or represent any level of earnings or compensation that a Pure Energy Distributor can or will earn through his or her participation in the Pure Energy Club opportunity. Any representation or guarantee of earnings, whether made by Pure Energy Club or another Distributor, would be misleading. Success with Pure Energy results only from successful sales efforts, which require hard work, diligence, and leadership. Your success will depend upon how effectively you exercise these qualities.

Definitions:

Active Distributor – A Distributor who has personally generated at least \$150 in sales of pure3x products in the subject month.

Active Preferred Customer – A Preferred Customer whose account is paid and current for the previous calendar month.

Commissionable Value (CV) – The value (expressed in U.S. Dollars) assigned to each pure3x product for purposes of determining commissions and bonuses earned by Distributors pursuant to this Compensation Plan. In some cases the CV may be equal to the price of the products. In other cases, it may be less.

Direct Sales Commissions – Compensation paid to Distributors based on purchases that Distributors make from pure3x and purchases made by their personally enrolled Preferred Customers and other customers from pure3x.

Downline Organization – The Distributors enrolled below a Distributor in that Distributor's 3 x 12 Matrix.

Group Volume – The commissionable value of pure3x products sold by the Distributors in a Distributor's Downline Organization. Group Volume does not include the Personal Sales Volume of the subject Distributor.

Matrix Override Bonuses – Compensation paid to qualifying Distributors based upon the sales volume generated by the Distributors in the qualifying Distributors' downline Matrix.

Personal Sales Volume -- The commissionable value of services and products sold in a calendar month: (1) by the Company to a Distributor; and (2) by the Company to the Distributor's personally enrolled Preferred Customers and to the Distributor's online customers.

Preferred Customer – A Retail Customer who enrolls in pure3x's Preferred Customer Club and agrees to an automatic monthly purchase of at least a 48-Pack case of pure3x products. Purchases are automatically charged to the Preferred Customer's credit card or debited from the Preferred Customer's bank account. Preferred customer purchases pay fast start bonuses on a monthly basis.

Retail Customer -- Retail Customer — An individual or entity that purchases pure3x products from or through a Distributor, but who is not a Distributor, or an immediate household family member of a Distributor.

Retail Sales -- Sales to a Retail Customer. If a sale is made to a customer who subsequently submits a pure3x Distributor Agreement within 30 days from the date of the sale, or if an immediate household family member of the Customer submits a pure3x Distributor Agreement within 30 days of the sale, such sale shall not constitute a Retail Sale. A Distributor's personal purchases from pure3x do not constitute Retail Sales.