



Executive Summary

March 2006

- ✓ \$79.95 Wholesale Membership
- ✓ Monthly & Quarterly Memberships
- ✓ Eligibility Grace Period 30-Calendar Days
- ✓ Additional 30-Calendar Day Grace
- ✓ Recurring \$9.95 Monthly Fee
- ✓ 15/15 in Lieu of \$485
- ✓ New Travel Program

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General Overview.

UltimateMatch is excited to announce the launch of our new commissionable Travel Program and a series of enhancements to our initial compensation plan. Our new Travel Program officially launches on Monday, March 20, 2006 and enhancements to our compensation plan go into effect April 28, 2006, which allows several weeks for Representatives to actively recruit prior to implementation. Enhancements to our compensation plan are limited to eligibility requirements designed to drive Representative growth and retention. These enhancements do not impact the current payout amounts of our plan.

March 2006 Enhancements.

UltimateMatch has made the following enhancements to the current compensation plan:

- ✓ Reduced Wholesale Membership Price from \$89.95 to \$79.95.
- ✓ Discontinued eligibility on monthly and quarterly memberships.
- ✓ Reduced initial grace period for eligibility from 60-calendar days to 30.
- ✓ Discontinued 30-Calendar day grace period to restore eligibility.
- ✓ Assessed recurring \$9.95 monthly fee for maintenance and support of USS.
- ✓ Introduced 15/15 in Lieu of \$485 Purchase Price for Ultimate Success System [USS].
- ✓ Launched new Travel Compensation Plan

Updated versions of UltimateMatch Compensation Plan, Representative Agreement and Marketing Materials shall be posted and available in your back office no later than Wednesday March 22, 2006.

Reduced Wholesale Membership Price from \$89.95 to \$79.95.

Beginning Monday, March 20, 2006, the price for Annual Wholesale Memberships is reduced from \$89.95 to \$79.95. Commission structure remains the same and referral codes are captured to ensure Representatives receive credit for all renewals. Wholesale Memberships are now treated as referred memberships whereby they become lifetime customers of the Representatives. Refunds and/or credits will not be issued from Wholesale Memberships purchased prior to Monday, March 20, 2006.

Discontinued Eligibility for Monthly and Quarterly Memberships.

Beginning Saturday, April 29, 2006, only annual paid online dating members count toward eligibility. Recurring monthly and quarterly online dating memberships no longer count toward Representative eligibility.

Renewals for recurring monthly and quarterly online dating memberships acquired prior to April 29, 2006 continue to count toward eligibility until the membership is cancelled. Reinstated or reactivated accounts do not count toward eligibility. As with our \$9.95 WinBack Memberships, commissions are earned on all referred online dating memberships regardless of their eligibility status.

Reduced Initial Grace Period for Eligibility.

Beginning Saturday, April 29, 2006, the grace period for initial eligibility is reduced from 60-calendar days to 30. Representatives now have 30-calendar days from the date of their enrollment to meet the new 5 annual online dating customer eligibility requirements. Once the initial grace period has expired,

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Representatives must maintain 5 paying Annual Customers to be paid Membership Commissions, Fast Start Commissions and Leadership Bonuses.

Representatives, who enroll prior to April 29, 2006, are grandfathered and receive an initial 60-calendar day grace period to acquire 5 paid customers. Monthly and quarterly dating memberships acquired prior to April 29, 2006 will count toward eligibility for grandfathered Representatives until the membership expire and/or are cancelled.

Discontinued 30-Calendar Day Grace Period to Restore Eligibility.

Beginning Saturday, April 29, 2006, no additional 30-calendar day grace periods are granted for expired and/or cancelled online dating memberships regardless of the Representative's enrollment date. Representatives are required to have a minimum of 5 paid daters at the time commissions are run/paid or forfeit their Membership Commission, Fast Start Commission and/or Leadership Bonus earnings.

Assessed Recurring \$9.95 Monthly Fee.

Beginning Saturday, April 29, 2006 UltimateMatch will begin to assess a monthly maintenance and support fee of \$9.95 for the Ultimate Success System [USS]. Billing commences on the one-month anniversary of the initial \$485 purchase date. Anniversary dates that occur on the 29th, 30th and 31st of the month are billed on the 28th of each month. The payment card used for enrollment will be billed unless and alternate payment card is provided.

Representatives may pay USS fees in advance by check, cashier's check or payment card [debit/credit/stored value] and receive the following discounts:

- ✓ Pay six months – receive one month FREE! The fee for six months is \$49.75.
- ✓ Pay twelve months – receive two months FREE! The fee for twelve months is \$99.50.

New recurring monthly fees apply to all Independent Representatives who subscribe to the USS after April 29, 2006. Independent Representatives who do not maintain their monthly fees shall not have access to the USS. Non-payment of monthly fees does not impact the QUR status of the Independent Representative. Representatives are not required to pay delinquent/arrear fees to reinstate their service. The Representative simply pays their current monthly fee and the monthly billing cycle is automatically reinstated.

Offered 15/15 in Lieu of \$485.

Beginning midnight, April 29, 2006 Independent Representatives who join and pay for the Ultimate Success System have the opportunity to earn back the initial \$485 fee. To earn back the USS fee, Representatives simply gather 15 personally sponsored annual paying customers or 15 Qualified Ultimate Representatives [Prospects who become Independent Representatives, pay \$485 for the USS and acquire their first paid annual online dating customer within 30-calendar days] or a combination thereof. Only 5 of the 15 Annual Online Dating Customers may be acquired through Marketing Assistance. There is no limit on the number of Wholesale Memberships.

Representatives must file a 15/15 in Lieu of \$485 Qualification Request Form within 60-calendar days of their enrollment to receive a refund of the initial purchase price. Representatives must file their official

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request within 30-calendar days of their 15/15 in Lieu of \$485 qualification. Requests not filed prior to the deadline are automatically expired and no refunds are granted.

Once a refund is granted, paid customers acquired and submitted to meet the 15/15 in Lieu of \$485 qualification are no longer considered in the determination of eligibility requirements. The commissions for renewals continue to be paid in accordance with our compensation schedule. However, new Annual Online Dating Customers must be acquired to meet eligibility requirements. No grace period is granted. New Annual Online Dating Customers must be present at the next scheduled commission run or earnings are forfeited.

The 15/15 in Lieu of \$485 offer is available to all Independent Representatives. No refunds are granted to Independent Representatives who purchase the USS and subsequently meet the 15/15 in Lieu of \$485 requirements. Recurring monthly fee of \$9.95 still applies and is billed in accordance with our standard billing cycle [see Recurring \$9.95 Monthly Fee above]. Fast Start and Leadership Bonuses are paid when the 15/15 requirements are met. Activities that occurred prior to the launch of the 15/15 in Lieu of \$485 offer count toward the requirement.

Launched New Travel Compensation Plan.

UltimateMatch Travel officially launches Monday, March 20, 2006. The referral program features a compressed 7-level Compensation Plan for cruise, air & cruise and land & air travel packages. In addition to Representative referred commissions, a pool is allocated for non-Representative referred customers, which is distributed quarterly to qualified Representatives based upon performance. Representatives must maintain a total of 10 annual paid online dating customers to participate in the Travel Program and to be eligible to receive Travel commissions and bonuses.

Prospective customers include members of the SoulMate and Relationship Exchange communities and UltimateMatch Representatives. Both are permitted to refer friends, family and co-workers. Sites and email campaigns advertise featured packages. Customers or Representatives who refer a group sell of 7 or more customers on single cruise receive the same cruise for free or may opt for cash value.

The Travel Program introduces two commission structures – Referred Commissions and Pooled Commissions. To participate in the Travel Program, Representatives must maintain a total of 10 annual paid online dating customers. Only 5 of the required 10 annual paid online dating customers may be acquired through the UltimateMatch Marketing Assistance. The remainder must be retail [\$99.95] or wholesale [\$79.95] annual online dating customers.

Referred customer commissions are paid on a compressed 7-level plan. Non-participating Representatives are compressed and commissions are rolled up to facilitate payment on personal referrals and a full 7-levels. Travel Customers referred by Referred Customers who are not Representatives are paid at the same commission level as the Referring Customer or Representative. While you are not permitted to be your own online dating customer, you may be your own Travel Customer!

Commissions are released and scheduled to pay after the customer pays in full and completes actual travel. Scheduled payments for cruise travel typically occur three weeks after the actual travel is

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completed. Where travel insurance is purchased, the monies are released and scheduled to pay after final payment is received regardless of whether the customer completes the travel or not.

Referred Commissions are accrued and paid the first Friday of each month in accordance with our scheduled Membership Commissions. Referred Commissions include monies received for referred SoulMate Customers, referred Travel Customers and customers of Referred Customers. The Referred Commission schedule allocates 60% of the net margin per travel package to Representative Commissions. Below is an illustration of the 7-level Compensation Plan and the percentage allocated to participant and level.

Referred Commissions Illustration		
Package		\$1,000
Commission	11%	\$110
Representative	60%	\$66
Level	%	Payout
Personal	40%	\$26
Level 1	5%	\$3
Level 2	5%	\$3
Level 3	5%	\$3
Level 4	5%	\$3
Level 5	10%	\$7
Level 6	10%	\$7
Level 7	20%	\$13
Total Payout		\$66

Note: This is an example of how the UltimateMatch Compensation for our Travel Program is designed to work and is not intended to state or infer what a Representative can, may or will earn. No average or typical downline Representative organization or periodic income has been established for UltimateMatch Representatives and commission percentages vary.

Monies received for non-referred Travel are pooled, allocated and distributed based upon personal performance [percentage is based upon the total dollar amount of personally referred Travel Customer purchases]. Pooled Commissions include monies received for non-referred customers [e.g. SoulMate, Relationship Exchange customers, non-referred Travel customers and customers referred by non-referred customers]. Pooled Commissions are accrued and paid the first Friday of each quarter [July, October, January and April]. The Pooled Commission schedule allocates 30% of the net margin per travel package to Representative Commissions. Below is an illustration of the 7-level compensation plan and the percentage allocated to participant and level.

Referred Commissions Illustration		
Package		\$1,000
Commission	11%	\$110
Representative	30%	\$33

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Timelines

The launch of the new Travel Program and compensation updates will be implemented in accordance with published delivery dates:

Travel Program – Monday, March 20, 2006

Wholesale Membership \$79.95 – Monday, March 20, 2006

Eligibility Updates – April 28, 2006

Ultimate Success System – April 28, 2006

It is recommended that leaders meet with their teams to review these positive changes and introduce our incredible new Travel Program.