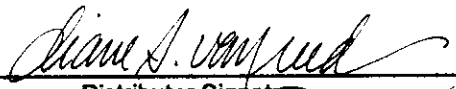



MARKET AMERICA SALES TAX AGREEMENT

I am a duly authorized Independent Distributor of Market America, Inc. being Distributor ID# . I certify that I hold a valid sales tax license/registration and resale certificate in the state of Pennsylvania. The number of the license and certificate is . I am attaching a copy of the license and certificate to this agreement. I agree that I will collect all sales tax attributable to the sale of Market America products to retail consumers and will remit the amount of sales tax collected to the sales tax department of the state. I agree to save harmless and indemnify Market America, Inc. from and against any failure on my part to collect and remit such taxes.

Dated this 01 day of September, 2009.



Distributor Signature



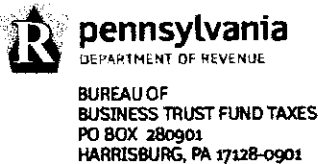
Distributor Signature (if couple)

This form needs to be completed and sent in when you are placing your sales tax certificate and license on file with Market America. Your sales tax license and certificate must be attached to this form. If you have a sales tax license and resale certificate for another state, you must submit a new agreement with a copy of the license and certificate attached.

- ◆ When placing product orders with the company, please write your sales tax license and certificate number on the product order form to ensure accurate processing.

This form supercedes any previously published Sales Tax Agreements.

PENNSYLVANIA EXEMPTION CERTIFICATE



CHECK ONE:

- STATE OR LOCAL SALES AND USE TAX
- STATE OR LOCAL HOTEL OCCUPANCY TAX
- PUBLIC TRANSPORTATION ASSISTANCE TAXES AND FEES (PTA)
- VEHICLE RENTAL TAX (VRT)

(Please Print or Type)

This form cannot be used to obtain a Sales Tax License Number, PTA License Number or Exempt Status.

Read Instructions On Reverse Carefully

THIS FORM MAY BE PHOTOCOPIED - VOID UNLESS COMPLETE INFORMATION IS SUPPLIED

- CHECK ONE:** PENNSYLVANIA TAX UNIT EXEMPTION CERTIFICATE (USE FOR ONE TRANSACTION)
 PENNSYLVANIA TAX BLANKET EXEMPTION CERTIFICATE (USE FOR MULTIPLE TRANSACTIONS)

Name of Seller, Vendor, or Lessor
 Market America
 Street 1302 Pleasant Ridge Rd. City Greensboro State NC ZIP Code 27409

NOTE: Do not use this form for claiming an exemption on the registration of a vehicle. To claim an exemption from tax for a motor vehicle, trailer, semi-trailer or tractor with the PA Department of Transportation, Bureau of Motor Vehicles, use one of the following forms:
 FORM MV-1 Application for Certificate of Title (first time registrations)
 FORM MV-4ST Vehicle Sales and Use Tax Return/Application for Registration (other registrations)

Property and services purchased or leased using this certificate are exempt from tax because: (Select the appropriate paragraph from the back of this form, check the corresponding block below and insert information requested.)

- 1. Property or services will be used directly and predominately by purchaser in performing purchaser's operation of: _____
- 2. Purchaser is a/an: _____
- 3. Property will be resold under License Number [REDACTED] (If purchaser does not have a PA Sales Tax License Number, include a statement under Number 7 explaining why a number is not required.)
- 4. Purchaser is a/an: _____ holding Exemption Number _____
- 5. Property or services will be used directly and predominately by purchaser performing a public utility service.
 PA Public Utility Commission PUC Number _____ and/or US Department of Transportation MC/MX _____
- 6. Exempt wrapping supplies, License Number _____ (If purchaser does not have a PA Sales Tax License Number, include a statement under Number 7 explaining why a number is not required.)
- 7. Other _____
 (Explain in detail. Additional space on reverse side.)

I am authorized to execute this Certificate and claim this exemption. Misuse of this Certificate by seller, lessor, buyer, lessee, or their representative is punishable by fine and imprisonment.

Name of Purchaser or Lessee Eric C. Van Reed Signature Eric C. Van Reed EIN 23192057 Date 09-01-2009
 Street 350 Callowhill Road City Chalfont State PA ZIP Code 18914

1. ACCEPTANCE AND VALIDITY:

For this certificate to be valid, the seller/lessor shall exercise good faith in accepting this certificate, which includes: (1) the certificate shall be completed properly; (2) the certificate shall be in the seller/lessor's possession within 60 days from the date of sale/lease; (3) the certificate does not contain information which is knowingly false; and (4) the property or service is consistent with the exemption to which the customer is entitled. For more information, refer to Exemption Certificates, Title 61 PA Code §32.2. An invalid certificate may subject the seller/lessor to the tax.

2. REPRODUCTION OF FORM:

This form may be reproduced but shall contain the same information as appears on this form.

3. RETENTION:

The seller or lessor must retain this certificate for at least four years from the date of the exempt sale to which the certificate applies.

DO NOT RETURN THIS FORM TO THE PA DEPARTMENT OF REVENUE.

4. EXEMPT ORGANIZATIONS:

This form may be used in conjunction with form REV-1715, Exempt Organization Declaration of Sales Tax Exemption, when a purchase of \$200 or more is made by an organization which is registered with the PA Department of Revenue as an exempt organization. These organizations are assigned an exemption number, beginning with the two digits 75 (example: 75-00000-0).

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF REVENUE



BUREAU OF BUSINESS TRUST FUND TAXES
PO BOX 280406
HARRISBURG PA 17128-0406

**CERTIFICATE OF REGISTRATION
SALES TAX LICENSE**

**VAN REED, ERIC C
350 CALLOWHILL RD
CHALFONT PA 18914-1521**

Account ID:.....
Notice Date:.....July 24, 2006
Notice Number:.....
Expiration Date:.....August 31, 2011

THIS LICENSE MUST BE PROMINENTLY DISPLAYED

This license authorizes the holder to collect Local and/or State Sales, Use and Hotel Occupancy Tax.
Always refer to the **Account ID** in correspondence.

This license is non-assignable and non-transferable.

RETAIN THIS PORTION FOR YOUR RECORDS

The Department has received and processed the application for registration of the Sales Tax License. The valid license is attached above. The license must be prominently displayed at the location for which it is issued. The account number on this license is used by the Department to identify the account and must be shown on all reports and correspondence. This account has been registered to file on a **SEMIANNUAL** basis. However, the Department has the right to change a filing frequency based on amount of tax remitted and will notify you in writing if a change in filing frequency occurs. **The reverse side of this letter contains important information regarding, payment of tax, change of address and/or cancellation of your business and tax specific notice telephone numbers.**

Returns are to be filed whether or not taxable transactions occur. You must file and pay using one of three paperless options described below:

INTERNET FILING

You can file your tax returns and remit payments to the Department for Sales, Use and Hotel Occupancy Tax and Employer Withholding Tax over the Internet using e-TIDES (Electronic Tax Information Data Exchange System). E-TIDES is a business tax filing system available free of charge to all registered Sales and Use Tax and Employer Withholding account holders. Log onto www.etides.state.pa.us today to register for e-TIDES.

TELEFILE

TeleFile is another fast and secure method offer to file and pay your Sales and Use Tax returns. To file your return and make your payments through TeleFile, call the toll-free number 1-800-748-8299.

THIRD PARTY VENDORS

Approved third party vendors provide for secure transmission for filing and paying Sales and Use Tax. Log onto www.revenue.state.pa.us to learn more about this paperless filing option.

If you need further assistance, please contact us at the address above, telephone Taxpayer Service & Information Center at 717-787-1064; TT# Only 1-800-447-3020 (Service for Taxpayers With Special Hearing and/or Speaking Need) or visit the PA Department of Revenue at www.revenue.state.pa.us

IMPORTANT NOTICE

Pursuant to Section 208 (b.1) of Article II of the Tax Reform Code, if a person holding a license has not filed all required state tax reports and paid any state taxes not subject to a timely perfected administration or judicial appeal or subject to a duly authorized deferred payment plan, the Department may refuse to issue, suspend, or revoke said license.

Prior to such action a Revenue Enforcement Agent will make contact regarding the account.

Failure to file and pay any and all Pennsylvania tax liabilities may result in a criminal citation being issued against you and/or your business in accordance with ACT 46 of 2003. Fines not exceeding \$1500.00 or imprisonment of not more than 30 days may be imposed if found guilty of a summary offense in violation of ACT 46. **In addition, the Department of Revenue has the authority to publish the revocation status and basis for revocation of your Sales Tax License.**