



HEALTH & FREEDOM

USANA *FAST FACTS*

THIS INFORMATION COULD CHANGE YOUR HEALTH AND FINANCIAL SITUATION FOREVER.

Please read this information carefully.

In the following pages you will discover:

- 1) How one company, USANA Health Sciences, is changing the way the world looks at nutrition.
- 2) Nutritional products based on years of scientific research and sound formulation by some of the world's top scientists. USANA products can make a significant difference in your health.
- 3) An opportunity for YOU to secure your future and earn a lucrative income with USANA's award-winning compensation plan.
- 4) How you can have the freedom to do what you want, when you want, and enjoy the lifestyle of your dreams.

Small Choices Lead to Simple Pleasures



*Bryan & Monica Penrod
2-Star Diamond Directors*

Before joining USANA, Bryan and Monica Penrod were both working all the time; Bryan had recently begun a new career in sales, and Monica was a waitress and full-time student. "I remember that for years we worked weekends and holidays," Bryan reminisces. They were also broke, and had several credit cards maxed out. "We were so broke we couldn't even afford to take a honeymoon," they say. So when they were presented with USANA in 1998, they knew they had found their vehicle to financial success.

Today, the Penrods are some of USANA's most successful Associates, and they enjoy all the simple pleasures that success entails. "Throughout the week we can wake up in the morning naturally, deciding whether we want to roll out of bed or just roll over,"

Bryan laughs. Rather than rushing out the door to report to their boss in the morning, Bryan and Monica start their day by working out at the gym or prioritizing goals at the local Starbucks and go from there. They might choose to build their business or to spend time with their son, Michael, who already understands the USANA business basics and plans on becoming an Associate one day.

Bryan and Monica also enjoy the not-so-simple pleasures USANA offers. They are currently building their dream home, have two luxury SUVs, and are able to take as much time as they want to go on vacation or help their favorite charities. But when it comes right down to it, for the Penrods, USANA is about choices. "USANA is about being able to make the daily choice of what we want to do with our lives each day versus somebody else making that decision for us," they affirm. "If you have a big vision for what USANA can do for your family, the possibilities are unlimited with this incredible, life-changing opportunity.*"

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Expert in personal development, Dr. Denis Waitley, says USANA Health Sciences provides the way for true health and real opportunity



—*Denis Waitley, Ph.D., voted "Outstanding Platform Speaker of the Year" and trainer of Super Bowl and Olympic athletes, Apollo astronauts, and top Fortune 500 executives, member of USANA Board of Directors.*

As a speaker and consultant over the years, I have been invited to associate myself with dozens of companies. Until now I have always chosen to remain unaffiliated with any of them, yet with USANA, I saw an opportunity that met and exceeded my expectations regarding network marketing.

In a world cluttered by marketers, USANA Health Sciences has a clear message of health and wealth to those who join in sharing the vision of Dr. Myron Wentz. The company manufactures most of its own high-quality healthcare products and employs some of the industry's most outstanding scientists. Because of the quality of their work, USANA provides its independent business partners the ability to achieve financial security, freedom to do what you want—when you want, and a lifestyle

that you have probably only dreamed of. And the best part is, you can have a successful USANA business on a full- or part-time basis. Anyone can succeed in this business if you put in the effort.

I've never seen a company that has excited me as much as USANA. They combine the grandest vision and the power of teamwork with the best products. They have the most integrity and forward-thinking leadership of all the top multinational corporations that I have worked with. I believe that is why USANA ranked third on *Business Week's* annual list of "100 Hot Growth Companies in 2005" and why you owe it to yourself to look deeper into this exciting opportunity. Take the time now to carefully read this entire document and learn for yourself how USANA Health Sciences can offer you true health and true wealth.

**The figures in this publication should not be considered as guarantees or projections of your actual earnings or profits. Success with USANA results only from successful sales efforts, which require hard work, diligence, and leadership. Your success will depend on how effectively you demonstrate these qualities. The average U.S. Associate made \$851.63 in 2004.*

USANA'S MISSION

To develop and provide the highest quality, science-based health products, distributed internationally through network marketing, creating a rewarding opportunity for independent Associates, shareholders and employees.



Myron Wentz, Ph.D., is a world-renowned scientist in the field of disease diagnosis and nutrition.

- An internationally recognized pioneer in the use of human cell culture, Dr. Wentz has continued his devotion to developing state-of-the-art scientific products to improve the lives of many people, both physically and financially.
- In the early 1970's, Dr. Wentz founded Gull Laboratories and spent 20 years developing products that would be used to accurately diagnose viral and other infectious diseases, including the first Epstein-Barr virus detection test.
- After extensive research into the quality of health supplements, he made a commitment to provide himself, and his family, with the highest level of nutrition possible. In 1992, he founded USANA.
- Dr. Wentz developed a line of dietary supplements that rewrote the standard of excellence in the nutrition industry. It is because of these products that Dr. Wentz was named Utah 2003 Ernst & Young Entrepreneur of the Year.

Nutrition for the cells

By Dr. Myron Wentz, Founder & Chairman, USANA Health Sciences

For the most part, North Americans suffer from painful, degenerative diseases because we deny our bodies the proper nutrients to maintain health. We are overfed yet undernourished.

The researchers at USANA Health Sciences and I have known for a long time that nutrition plays an important role in maintaining health, and we feel that its significance needs to be emphasized.

Can we have optimal health?

I founded USANA Health Sciences because it became increasingly apparent to me that the nutritional requirements of the human body were not being met in today's environment. I knew that our knowledge and expertise in growing human cells could be used to design an

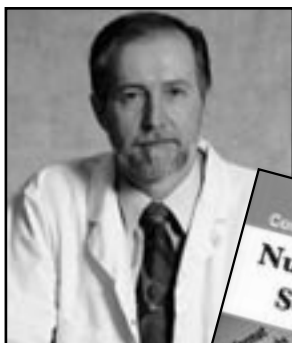
advanced nutritional system that could maintain people's health and quality of life.

Our vision for USANA Health Sciences is to use our research and technology to change the health of people in North America and throughout the world.

We now know more about what causes poor health today. However, until now, few have taken the initiative in the field of medicine to use the technology and knowledge we have today to make products that allow us to take control of our health.

Share the USANA vision.

USANA's products offer remarkable consumer value



"I discovered USANA while on a journey to find a quality supplement to help deal with a personal health challenge. A scientist by training, I felt compelled to investigate and compare the wide variety of nutritional products available in order to seek out the best.

After four years of research, reviewing over 500 nutritional products, I have concluded that USANA sets a new benchmark for nutritional excellence. USANA's Essentials formulation is the unsurpassed leader in advanced nutrition."

– Lyle MacWilliam,
BSc, MSc, FP

Health-care providers place their trust and professional credibility in USANA



"The results that I have observed in my patients since recommending the USANA® Nutritionals has been nothing short of amazing. USANA has taken the sophisticated science of cellular nutrition and produced products that I believe will help change the health of this world."

—Ray Strand, M.D., Family Practice

"I love the integrity of the people who are doing research for us in USANA...I have been impressed with the results I have seen with friends, patients, and my own family."

—Christine Wood, M.D., Pediatrics



"With the help of USANA products, I have been able to bring real health to many patients who in the past have not been able to find quality products to maintain their health, despite numerous recommendations from respected physicians."

—Ladd McNamara, M.D., Gynecology



"As a medical doctor, I am a firm believer in the products listed in the PDR."

—Wen Chi Wu, M.D.
New Jersey, USA

"It is becoming increasingly clear amongst scientists and health-care providers that nutritional supplementation plays a key role in achieving optimum health. All nutritional supplements are not created equal; my recommendation is the USANA products. The USANA products have been formulated as a result of years of cellular research by Dr. Myron Wentz and they have been engineered to provide optimal nutritional support at the cellular level. It is prudent that we become proactive and protect our health ... it is much more difficult to try and regain it once we have lost it."

—Lynese L. Lawson, DO
Board Certified Anesthesiologist

*These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure, or prevent any disease.

With hundreds of vitamin supplements and other health products in the marketplace . . .

Why do people choose USANA products?

Dr. Myron Wentz is a world-renowned expert in human cell culture and disease prevention technology. Over the years he has observed and applied the nutrient balance and dosage requirements for cells to grow, multiply, and maintain optimal health.

Dr. Wentz has used his expertise in cellular nutrition to develop the USANA® Nutritionals to help you maintain good health.

Nobody knows nutrition like USANA

Every ingredient in USANA's products has been exhaustively researched and analyzed to determine optimal effectiveness, and ready absorption.

USANA's research and scientific excellence provides you with the confidence that you are following a nutritional and wellness program that truly works.

USANA's products are listed in the prestigious PDR



The Physicians' Desk Reference (PDR) is the most widely referenced compendium of prescribing information used by physicians. The PDR offers credibility to USANA's already solid standard of quality, reliability, and integrity.

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USANA products—nutrition you can trust

Nutrition is the cornerstone of optimal health. Your daily diet must provide the essential nutrients for cells to function properly. That's where USANA Health Sciences can help.

USANA's high-quality products are broken into two product lines—USANA® Nutritionals, and Sensé™. In the following pages you will learn about each product line and how they are designed

to satisfy your nutritional and personal-care needs.

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USANA
NUTRITIONALS

www.usana-nutritionals.com



sensé

beautiful science®

www.beautifulscience.com





Superior ingredients, balanced formulas, and exceptional in-house manufacturing—all ingredients that make USANA's products the best in the market. With a potency guaranteed label on all of USANA's nutritionals, you know you are getting superior products with standards much higher than most other nutritional products. USANA truly is nutrition you can trust.

And USANA's quality guarantee has proven itself. USANA has passed several pharmaceutical GMP inspections for Australia's audit-mandated drug laws.

USANA is the first and only company to offer athletes "Nutritionals You Can Trust." USANA is entering into agreements with select Canadian athletes, which state that during the term of the agreement, should the athlete test positive for a banned substance included in the WADA list as a result of taking the USANA Nutritional products, USANA will compensate that athlete up to \$1 million CAD.



The Essentials

The ESSENTIALS™, including MEGA ANTIOXIDANT, CHELATED MINERAL, BODY ROX™ (for teens), and USANIMALS™ (for children) are USANA's flagship products. They offer advanced daily nutritional formulas that supply the right ingredients, in the correct amounts, at the precise balance. In addition to the essential vitamins and minerals needed by the body, Olivol®, USANA's patented olive fruit extract, has been added to MEGA ANTIOXIDANT. The polyphenolic antioxidants in Olivol complement the already diverse assortment of vitamins, bioflavonoids, and phytonutrients in the ESSENTIALS. No other company offers the unique phenolic antioxidants found in Olivol, and few offer such a complete biodiverse assortment of antioxidants, reestablishing ESSENTIALS as a premier product.

The Optimizers

The Optimizers are an extensive array of state-of-the-art products that enable you to customize your nutritional system according to your individual needs.

ESSENTIALS

Essentials for Adults

Essentials™

#101 • Autoship** \$39.95

HealthPak 100™

#100 • Autoship \$107.00

Essentials for Teens

Body Rox™

#104 • Autoship \$17.95

Body Rox™ *Active Calcium*™

Chewable

#121 • Autoship \$17.95

Essentials for Children

USANIMALS™

#105 • Autoship \$12.50

OPTIMIZERS

Cardiovascular Health*

Proflavanol®

#133 • Autoship \$19.94

Proflavanol® 90

#132 • Autoship \$36.95

CoQuinone® 30

#123 • Autoship \$37.95

Garlic EC™

#125 • Autoship \$9.95

Cellular/Metabolic Health

OptOmega®

#127 • Autoship \$12.95

BiOmega-3™

#122 • Autoship \$14.95

E-Prime™

#124 • Autoship \$15.93

Poly C®

#130 • Autoship \$12.96

Skeletal/Structural Health*

Visionex®

#134 • Autoship \$29.95

Active Calcium™

#120 • Autoship \$17.95

Procosa® II

#131 • Autoship \$23.99

Endocrine Health*

PhytoEstrin™

#129 • Autoship \$19.94

Palmetto Plus™

#128 • Autoship \$19.94

Brain/Nervous Health*

Ginkgo-PS™

#126 • Autoship \$32.94

** Autoship customers receive 10% off the Member price.

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To achieve and maintain a healthy body, your cells need specific nutrients (high-quality protein, varied fiber sources, low-glycemic carbohydrates, beneficial fats, vitamins, and minerals). When your body's cells lack these vital nutrients, they do not function properly.

Macro-Optimizers were developed to provide great-tasting, high-quality macronutrients your body needs to maintain health and feel great. These convenient, low-glycemic foods can be used along with the ESSENTIALS™ and Optimizers to complete your healthy diet. Many Macro-Optimizer foods contain beneficial ingredients like dietary fiber, soy and whey proteins, and potassium to promote lifelong good health.



Macro-Optimizers

Macro-Optimizers have been developed by USANA's team of scientists to help take the guesswork out of proper nutrition. SOYAMAX™, based on high-quality soy protein, provides complete and balanced amino acids. And, some Macro-Optimizers, such as FIBERGY® and Iced Lemon FIBERGY BARS™, are low-fat, high-fiber foods. These precision formulations not only provide a healthy balance of beneficial carbohydrates, proteins, and fats, they also taste great and are convenient. More importantly, they will help you build a lasting foundation for true health tomorrow.*

MACRO-OPTIMIZERS Fibergy®

Almond Crème

#220 • Autoship**
\$18.45

Peach Mango

#221 • Autoship \$18.45

Fibergy Bar™

Iced Lemon

#222 • Autoship \$18.45

Nutrimeal™

French Vanilla

#211 • Autoship \$19.95

Dutch Chocolate

#210 • Autoship \$19.95

Wild Strawberry

#212 • Autoship \$19.95

Nutrition Bar

Peanut Crunch

#230 • Autoship \$24.95

Wild Berry

#231 • Autoship \$24.95

SoyaMax™

Mild Vanilla

#200 • Autoship \$24.95

**Autoship customers
receive 10% off the
Member price.

Reset Kit

#251 • Autoship \$99.95

Natural Toothpaste

#399 • Autoship \$7.50

*These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure, or prevent any disease.

sensé

beautiful science®

www.beautifulscience.com

S

USANA Health Sciences has brought together its esteemed research scientists in an unprecedented collaborative effort with a carefully chosen team of cosmetic scientists and specialists to create a revolutionary breakthrough in skin care. Sensé's nutrients provide gentle, and protective ingredients, which were chosen.

And that's only the beginning. Sensé combines the latest scientific breakthroughs in skin care with the synergy of pure-plant bioactives chosen for their proven ability to, protect, and revitalize the skin. In addition, only Sensé has a new, patent-pending combination of self-preserving ingredients that eliminates the need to add traditional paraben preservatives. This comprehensive approach to beauty is both timeless and revolutionary.



Sensé—beautiful science®

Sensé is a synergistic approach to beauty that delivers advanced skin care. Sensé products are gentle, and ultimately protective of skin cells, with ingredients chosen to perform at optimal levels, safely maintaining the skin's delicate balance and harmony, and deliver visible effects in the appearance and health of your skin and hair. Sensé harmoniously combines nutrition, dermatology, and science for maximum skin benefits.

Skin Care

Gentle Daily Cleanser

#300 • Autoship* \$14.95

Hydrating Toner

#301 • Autoship* \$12.95

Serum Intensive

#304 • Autoship* \$36.95

Perfecting Essence

#305 • Autoship* \$42.50

Eye Nourisher

#306 • Autoship* \$21.95

Daytime Protective Emulsion SPF 15

#302 • Autoship* \$32.50

Night Renewal

#303 • Autoship* \$29.95

Rice Bran Polisher

#307 • Autoship* \$12.95

Nutritious Crème Masque

#308 • Autoship* \$15.95

Splash

Revitalizing Shampoo

#312 • Autoship* \$12.50

Nourishing Conditioner

#313 • Autoship* \$14.95

Energizing Shower Gel

#311 • Autoship* \$12.50

Firming Body Nourisher

#314 • Autoship* \$19.95

Intensive Hand Therapy

#315 • Autoship* \$12.50

* Autoship customers receive 10% off the Member price.

Why a home-based business makes so much “cents”

by Sandy Botkin, CPA, attorney, and former trainer of IRS attorneys



There are many reasons why so many people favor home-based over traditional businesses. There is no commute, no boss, lower overhead, few

employees if any, and far fewer government restrictions. In fact, many of the laws don't apply to small firms that have few or no employees. In addition to all the benefits mentioned above, if your

home-based business produces a tax loss in the first year or so, you can use that tax loss against any other income you have. It can be used against wages earned as an employee, dividends, pensions, or interest income—or you can use the loss against your spouse's earnings, if you file a joint return.

The light at the end of the tunnel, for you and millions of others today, is the financial opportunity that starting your own business offers. The tax advantage alone can make a

home-based business the single best financial move you've ever made.

*Please consult your tax advisor for specific information pertaining to your country and location.

“As a CPA, I encourage individuals to start a home-based business in order to take advantage of the many tax deductions affiliated with a home-based business and minimize their taxable income. With a home-based business, you may be allowed to deduct a portion of your home expenses and business related auto, travel, meal, and entertainment expenses.”

—Kristine Hopfensperger, Wisconsin, USA

Advantages To You:

- Own your own business
- Be your own boss
- No inventory
- Have little overhead
- Have more free time
- Set your own schedule
- Requires no employees
- Possibility of tax advantages
- Enjoy great income potential
- Avoid the commute

Why people love USANA

Choosing Change Brings Family Freedom

When Brian and Jennifer Douglas joined USANA in 1995, Brian was working 70 to 80 hours a week and Jennifer was working and going to school full time. “If we didn't change what we were doing, we knew that five years later we'd be in the same position and just complaining more about it,” Brian explains.

Today, thanks to USANA, Brian and Jennifer are able to stay home with their son, Alec, and daughter Jenna. “I can't imagine what it would be like to have to say goodbye to our children every day to go to work,” Jennifer says. “We thought that with this business I would be able to stay home with our children. We had no idea that Brian would be able to as well. I can't even imagine what our lives would be like without USANA.”

—Brian & Jennifer Douglas, USA
Diamond Directors

Sharing the Good News of USANA

When introduced to USANA, Tricia and David Delevante were looking for answers in their search for optimal health for themselves and their family. The couple's quest ended when David's sister, Diamond Director Lynn Allen-Johnson, introduced them to USANA.

Today, the Delevantes enjoy watching the health of those around them improve. They are likewise thrilled at having reached a level of financial security that they never anticipated. They say, “USANA has been a tremendous blessing for us and for everyone on our team.”

Tricia concludes, “In my heart, I think it's selfish to keep news this good to yourself. I think it is our duty to serve others by blessing everyone we can with

both the products and the business opportunities USANA has to offer.”

—David & Tricia Delevante, USA
Emerald Directors

A solid business built on a foundation of reputation

An amazing success story, Dr. Wen Chi Wu became one of the top 25 income earners in USANA in less than three years. His secret for success is a passion for USANA. “It is because of the company itself that my organization has flourished,” he proclaims. Wen loves sharing the outstanding achievements that set USANA apart: the nutritional supplements are listed in the Physicians' Desk Reference and earned the title “Best Dietary Supplement” in Utah's Best of State Awards two years in a row, and the company has been recognized by several major media sources. For Wen, “This is the best company out there.”

—Wen Chi Wu, USA
1-Star Diamond Director

The comfort of financial security leads to a great life

Cleary Vine joined USANA with her husband, Vic, in 1994. “I fell in love with the company and all it was doing for so many people,” she recalls. When Vic passed away in January 2004, Cleary experienced firsthand the impact of a successful business. “We had built a wonderful foundation,” Cleary says. “After Vic died, I took things slower for a year, and my income did not drop one penny. I did a lot of traveling; I went to Africa and will be going back soon. Aside from missing Vic, I've got the world on a string. I am absolutely living the good life.”

—Cleary Vine, USA
Emerald Director

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LINEAR INCOME vs. RESIDUAL INCOME

How many times do you get paid for each hour you work?

Linear Income:

1 hour of work = X dollars

Residual Income:

Income from your efforts and the efforts of others.

Learn how to leverage your income. Let USANA allow you to earn a stream of weekly residual income.

YOU and USANA

For those who are willing to look beyond the traditional, there is a method of earning income that not only features all the advantages of self-employment, but also has the possibilities of yielding high returns.

Your health and financial goals are #1 priorities with USANA

As a science-based nutrition company, USANA Health Sciences is one of the world's fastest-growing network

marketing companies. The two main reasons are: 1) a superior product line that you can always trust; and 2) an innovative marketing program that amply rewards both the average and the ambitious Associate. Benefit from the advantages of self-employment with a company that is soundly capitalized, has staying power, resources, and integrity weighted before profit as the ultimate bottom line.

YOU'RE IN GOOD COMPANY

Olympic and professional athletes choose USANA

Derek Parra
Olympic
American
Speedskater



Derrick Brew
Olympic
American
Runner



Richard Ikeda
Olympic
Canadian
Gymnast



Muna Lee
Olympic
American
Runner



Glen Redd
Professional
Football
Player



Tarnee White
Olympic
Australian
Swimmer



USANA is the proud Sponsor of the U.S. and Canadian Speedskating Teams

WHAT USANA CAN OFFER YOU

- A simple, duplicatable training system that allows you to build a strong business
- **Consumable**, high-quality products to help you get paid every week based on commissions you earn
- Rated the **#1 Peoples' Choice** network marketing company, for six straight years (Selected by *Network Marketing Today/The MLM Insider* magazine.)
- In-house manufacturing and development of many of USANA's products, ensuring **quality control**
- The opportunity to take advantage of potential **tax advantages** and put money back into your pocket at the end of the year
- An Autoship program that not only **saves you 10%** on each product order, but **automatically** delivers products directly to your door each month
- **Business trainings** to help you build your business organization worldwide, including techniques from USANA's top leaders
- **Over 150 representatives** in the customer relations department who speak English, Spanish, French, Dutch, Chinese, Korean, and Japanese, all waiting to take your order or answer your questions
- Open your own e-business with a **personalized** Web site for your customers and Associates
- The ability to work with a team of **motivated** Associates from around the world, who all share a common goal
- The assurance of working with a company ranked third on *Business Week's* annual list of "100 Hot Growth Companies" in 2005

Why USANA's income-producing business plan is revolutionizing the way people create wealth

The incredible opportunities at USANA come from the strength of the company's organization and the principles guiding it. Because of its executive management team, highly experienced scientists, researchers, business experts, and Associates around the world, USANA has emerged as one of the

fastest-growing network marketing organizations in the world.

The income you receive from USANA will be in direct proportion to your ability to recommend the USANA products to your customers, and your ability to build an organization of Associates who, like you, build

a customer base along with an organization of Associates.

USANA's business plan is revolutionizing the entrepreneurial landscape today, and it is changing how people create long-term wealth.

Business Centers—the basic building blocks

The USANA Binary Compensation Plan

The USANA Binary Compensation Plan is a system in which you build balanced left-side and right-side downline organizations for the purpose of selling USANA's nutritional, skin care, and weight management products. The weekly commissions you earn are based on the balanced Group Sales Volume (GSV) points accumulated in your left-side and right-side downline organizations.

USANA Business Centers are designed to pay you weekly commissions on Sales Volume with no limit to the number of levels from which you can earn your commissions. In addition, a USANA Business Center allows you to be paid on the Sales Volume created by your downline Associates and Preferred Customers.

Another powerful advantage of USANA's program is that there are no monthly group volume requirements.

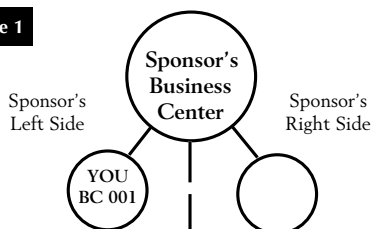
The income you receive from USANA will be in direct proportion to your ability to retail USANA's products to your customers, as well as your ability to build an organization of Associates who, like you, retail

to their customers and build an organization of Associates.

Starting a Business Center

Your sponsor places you in an open position in his or her sales organization (Figure 1). This open position is called a Business Center (BC). Each Business Center has left and right sides in which Sales Volume accumulates.

Figure 1



You activate and earn commissions on 1 or 3 Business Centers by following a few simple steps:

- Complete an Associate Application form and purchase a Business Development System. This is the only requirement to become an associate. If you fill out and sign an application manually you can have a 21-day temporary status by calling USANA Distributor Services or filling out the online form while you wait for USANA to receive the written copy.
- Order USANA products that total 150 points, or 450 points

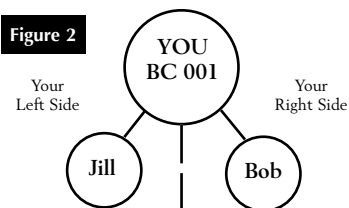
with 3 Business Centers, in Personal Sales Volume (PSV). These products are for personal and for retail sale, and may be ordered in a single order or accumulated over time.

- Order USANA product worth 100 or 200 Personal Sales Volume (PSV) points for 3 Business Centers for personal use and resale every four weeks.

How Business Centers work to provide income for you

As you begin to build your downline, you have the option to start with 1 Business Center or 3 Business Centers. One Business Center gives you leveraged income from group volume in one Business Center, whereas 3 Business Centers gives you leveraged income from

Figure 2



group volume in all three.

With 1 Business Center, as you sponsor Associates you place them in open positions in your downline (Jill and Bob, Figure 2), always remembering to keep the left and right sides balanced. A unique

aspect of the Binary Compensation Plan is that you and everyone in your upline are able to build your downline organization because new Associates are always added downline. This structure creates a synergy wherein everyone benefits when new Associates are added. This translates into faster growth for you and for those in your downline organizations.

If you choose to personally sponsor more people in USANA, you would place them in an open position under either Jill or Bob, which in turn will help their success. Plus, while you sponsor individuals in your sales organization, someone in your upline may also sponsor an Associate and position him or her on the left or right side of your Business Center. However, your success in USANA comes by sponsoring people on your left and right sides, sharing the products with others, and teaching them to do the same.

Calculating commissions

Commissions points are awarded based on sales volume generated and are converted to the Associates' local currency. Commissions are paid on whole increments of balanced Group Sales Volume (GSV) accumulated in your left and right side organizations (Figure 3). Extra GSV, up to 5,000 points on each side, is carried forward—it's like money in the bank.

Calculating commissions with 1 Business Center

Assume that your 001 Business Center is active and has 100 points in PSV within the current week. To determine the GSV, which is the combined PSV of your downline from which your commission for the week is calculated, you total the points in PSV generated during the current week from every

Figure 3 Commission Payout Schedule

Payout will be based on U.S. dollars

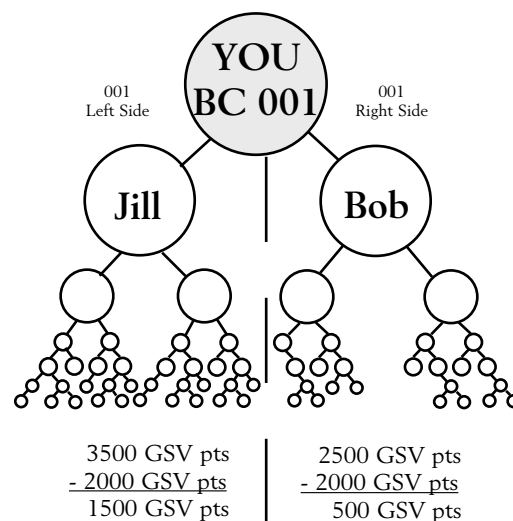
Group Sales Volume Points		Commission Points
Left	Right	Points
250	250	40
500	500	100
1,000	1,000	200
2,000	2,000	400
3,000	3,000	600
4,000	4,000	800
5,000	5,000	1,000

Business Center in the left and right side of your 001 Business Center. For example, if you have generated 2,000 points in GSV on your left side and 2,000 points on your right; your own PSV counts toward the GSV of your upline. According to the Commission Payout Schedule (Figure 3) your highest balanced GSV is 2,000 on each side, which would earn you a commission of 400 points for the week.

Carryover

In Figure 4, you have a total of 3,500 points on your left side and 2,500 points on your right. According to the Commission

Figure 4 Carryover



CARRYOVER = 1500 LEFT 500 RIGHT
Total Commission Points = 400 pts.

Payout Schedule, your highest balanced GSV is 2,000 on each side, equaling 400 points for the week. The extra GSV would carry forward up to 5,000 points as long as you remain active, and you would start the next week with 1,500 points

Five reasons USANA was voted #1 Peoples' Choice for six years in a row

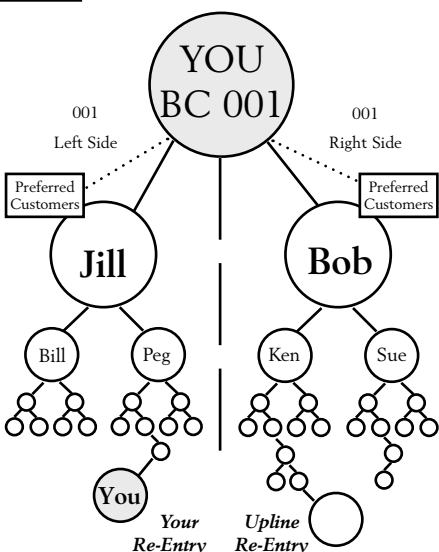
OTHER NETWORK MARKETING PLANS	THE USANA BINARY PLAN
Statistics show that a distributor will personally sponsor between 2 and 3 people. Other plans require a person to sponsor many more distributors in order to earn a reasonable income.	VS. THE USANA BINARY PLAN allows Associates to begin YOUR SUCCESS BY FINDING CUSTOMERS AND PERSONALLY SPONSORING AS FEW AS TWO PEOPLE.
Other plans only pay distributors approximately 5% on breakaway volume and limit the number of levels from which you can earn commissions.	VS. THE USANA BINARY PLAN pays Associates from 10% to 20% and is NOT LIMITED TO LEVELS.
Most other plans require distributors to generate a monthly group volume of between \$1,000 to \$3,000 in order to maintain their organization.	VS. THE USANA BINARY PLAN has NO GROUP VOLUME REQUIREMENTS.
In other plans, the reward is too far removed from the work, with commissions being paid the following month.	VS. THE USANA BINARY PLAN PAYS ASSOCIATES WEEKLY.
When your upline sponsor personally sponsors another distributor, that person is generally placed on your sponsor's first level, and you receive no benefit.	VS. THE USANA BINARY PLAN is designed so that EACH ASSOCIATE ONLY HAS TO SPONSOR TWO FIRST-LEVEL ASSOCIATES PER BUSINESS CENTER. All others must be placed somewhere in the downline, possibly below you.

in GSV on your left side and 500 points on your right side.

Preferred Customer

Another way to accumulate Group Sales Volume is to add Preferred Customers to the left and right side of your Business Centers (Figure 5). Preferred Customers can order USANA products at Associate prices, but they do not accumulate Personal Sales Volume, nor are they paid commissions. Although you do not earn retail commissions from the orders of Preferred Customers, their orders earn points, which are added to your GSV total for the side in which they are placed (left or right). Those Associates who choose not to be Distributors, and thus do not retail products, fulfill their sales requirements through Preferred Customers.

Figure 5 Preferred Customers and Re-Entry



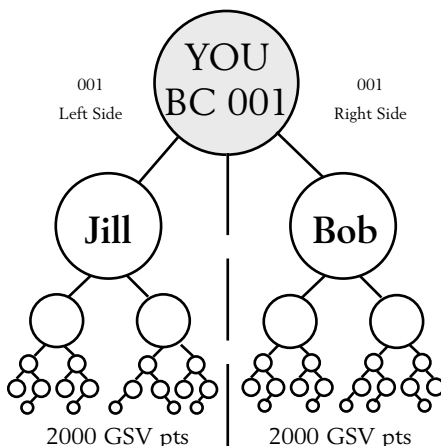
Additional income potential

As you become increasingly successful selling USANA's nutritional and personal care products, you can qualify to for Re-Entries, which allow you to increase your number of Business Centers and your income potential. Whenever you maximize a Business Center (accumulate

5,000 points in GSV, current and carryover, in both your left and right sides in a single week), a Re-Entry Certificate is earned in your account (Figure 5). A Re-Entry Certificate allows you to re-enter in your own downline with an additional Business Center. To activate a Business Center with a Re-Entry Certificate, you must send a written request to USANA with placement information and generate 150 points in PSV at the time you place the new Re-Entry. The product order corresponding to the PSV generated must be attached to the placement information. You can earn up to two Re-Entry Certificates per Business Center, and no matter how many Business Centers you

Figure 6 1 Business Center

Direct income from Group Volume



2000 Left 2000 Right GSV BC001
4000 GSV earns 400 pts.

activate, it only takes 200 points in PSV in your 001 Business Center within each four-week period to keep all of them active.

Doubling commissions with 3 Business Centers

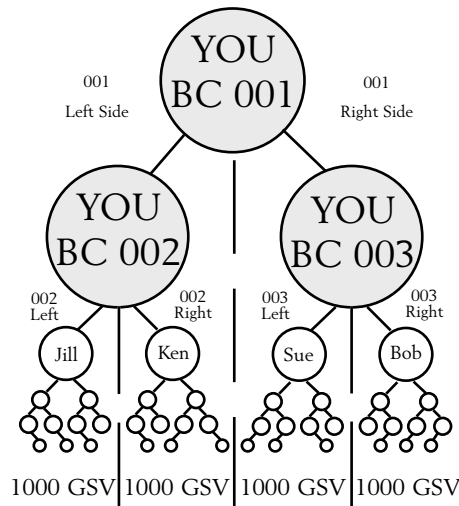
As illustrated in Figure 6, you can see the difference between building a business with 1 Business Center versus 3 Business Centers. As you build Business Centers 002

and 003, you are simultaneously building Business Center 001 without additional effort. With 3 Business Centers, you build balanced legs on 2 Business Centers and earn commissions on three.

On the right side of Figure 6, you will see that your 002 and 003 Business Centers each have 1,000 points in GSV on the left side and 1,000 points on the right. According to the Commission Payout Schedule, the highest balanced GSV is 1,000, earning you 200 commission points for the week in the 002 and 003 Business Centers. Your 001 Business Center would earn the same 400 points as compared to the one Business Center on the left side of Figure 6. That's an 800-point commission for you—twice the commission for the week.

3 Business Centers

Leveraged income from Group Volume



2000 Left 2000 Right GSV BC001=400 pts.
1000 Left 1000 Right GSV BC002=200 pts.
1000 Left 1000 Right GSV BC003=200 pts.
4000 GSV earns 800 pts.

The average income for all Associates in 2003 was \$748.24. The earnings portrayed in this literature are not necessarily representative of the income, if any, that a USANA Associate can or will earn through his or her participation in the USANA Compensation Plan. These figures should not be considered as guarantees or projections of your actual earnings or profits. Any representation or guarantee of earnings would be misleading. Success with USANA results only from successful sales efforts, which require hard work, diligence, and leadership. Your success will depend on how effectively you exercise these qualities.

Dreams are becoming reality



When Jeremy Stansfield was introduced to USANA, he was in debt with no savings and couldn't work because he had been injured on the job. Within a mere 20 months, Jeremy had turned his life around. Today, he and his wife, Diane, have built an international business and are members of the

Million Dollar Club. They own a luxurious home and many toys to use outdoors. In addition, they enjoy traveling the world, entertaining friends, and spending time with their two beautiful daughters. "We love USANA so much," Jeremy says. "We work hard, but play harder. We can't imagine doing anything different."

—Jeremy & Diane Stansfield, USA
4-Star Diamond Directors



Years ago, Lynn Allen-Johnson received a package from her daughter in Washington filled with USANA Nutritionals. She began taking them, and before long, "I began to feel like the person I used to be," she recalls. Now, Lynn has financial and time freedom to do the things she loves.

Lynn believes the personal growth she has experienced as a result of working with USANA is worth as much as the money she has made. "The personal growth you have to go through in order to succeed is huge. You will increase your self-confidence, believe more in yourself, and step way out of your comfort zone in this business," she explains. "You can own your life; you don't have to settle."

—Lynn Allen-Johnson, USA
Diamond Director



Paul and Leslee Maki heard about USANA in 1996. They joined the company after researching USANA extensively. Paul recalls, "I had been involved with two other network marketing companies. I couldn't make the first work and the other went broke. USANA had what I was looking for:

Respectable management, a vision of the future, and consumable, high quality products." The Makis now realize how much fun life can be. Paul explains, "We control our own time and have control of our lives. We don't use an alarm clock anymore. You can't find that type of independence working for someone else. Our family has traveled together throughout the world. We love animals and were able to build a 4,000 square foot home where we are developing a horse ranch and animal sanctuary. If only people could see the vision of this company, they would never look back."

—Paul & Leslee Maki, USA
Emerald Directors



Anita Lee had been involved with other network marketing companies prior to joining USANA. Having that extra experience taught her that in order to create a long-term business in this industry, you've got to have a good product to sell. So, when she was introduced to USANA, she

studied the company's products, along with its financial status and compensation plan, before deciding to become a part of it. It didn't take long before Anita had full confidence in both the products and the opportunity. Anita explains, "I give 100 percent into building my USANA business and my efforts have truly been rewarded. I am very grateful for the true health and financial freedom USANA has provided me."

—Anita Lee, USA
Emerald Director



Where do you see yourself?

1. Ready to get started.
2. Interested and need more information.
3. Thanks, but no thanks. (Try the products?)

"All our dreams can come true, if we have the courage to pursue them."—Walt Disney

*The figures in this publication should not be considered as guarantees or projections of your actual earnings or profits. Success with USANA results only from successful sales efforts, which require hard work, diligence, and leadership. Your success will depend on how effectively you demonstrate these qualities. The average U.S. Associate made \$851.63 in 2004.