

## EXHIBIT 2 AGENT-1 (STREET-LEVEL) COMPENSATION

CIGNA shall pay Commissions to AGENT in accordance with the commission level communicated by AGENT's upline hierarchy to CIGNA. AGENT agrees to the following compensation levels for the sale of CIGNA Medicare Plans. Note that only one (1) Agent type (Levels 5-8) may be involved in a sale of a CIGNA Medicare Plan. AGENT agrees that it will indemnify and hold CIGNA harmless for any disputes between AGENT and AGENT's upline hierarchy with respect to Commission amounts paid by CIGNA in accordance with upline hierarchy's transmittals to CIGNA.

1. **CIGNA Medicare Access Plans.** The compensation set forth in this section is the compensation payable by CIGNA to AGENT for the sale of a CIGNA Medicare Access plan by AGENT with an effective date of January 1, 2009 or later.

**a. Time frames for payments.**

- i. **First Year Payments.** The entire First Year Payment amount (subject to the footnote in Section (1)(b)) for a CIGNA Medicare Access Plan sold by Agent shall be paid by CIGNA to AGENT in the semi-monthly commission cycle immediately following CMS approval of the application. The First Year Payment is paid in advance and subject to section 3, "Adjustments (All Products)," below.
- ii. **Renewal Payments.** CIGNA shall pay Renewal Payments by the fifteenth (15<sup>th</sup>) day of the month, for each CIGNA Medicare Access Plan Member (a) who, as of the month immediately preceding the then-current month, has been enrolled in a CIGNA Medicare Access Plan for at least 12 months and (b) remains enrolled and in-force throughout the month immediately preceding the then-current month and (c) whose initial enrollment was as a result of the marketing services of AGENT under this Agreement. CIGNA Medicare Access Renewal Payments are paid monthly at a rate of 1/12<sup>th</sup> of the full-year rate in the CIGNA Medicare Access Payment Chart below.
- iii. **Replacement CIGNA Medicare Access Plan Member.** CIGNA will comply with CMS Guidance regarding payment of renewal commissions if CIGNA Medicare Access Plans replace "Like Plan Types" beginning January 1, 2010, or such other time frame established by CMS.

**b. CIGNA Medicare Access Payment Chart.** For each Medicare Access sale made by AGENT, (i) the total First Year Payment (subject to the footnote in Section (1)(b)) payable by CIGNA to AGENT for such sale shall equal the amount set forth in the CIGNA Medicare Access Payment Chart under the column "First Year Payment" and (ii) the total Renewal Payment in Years 2-6 payable by CIGNA to AGENT for each such sale shall equal the amount set forth in the column "Years 2-6 Renewal Payment."

Sales Level	Title	First Year Payment*		Years 2-6 Renewal Payment	
		MA-PD	MA	MA-PD	MA
5	Agent-1 (Street-Level)	\$600	\$530	\$300	\$265

\*Based on CMS Guidance provided on October 8, 2008, all Member enrollments in CY 2009 will be paid at the "Years 2-6 Renewal Payment" rate (rather than at the "First Year Payment"). Renewals will be paid for an additional 4 year period at the same "Years 2-6 Renewal Payment" if the Member remains enrolled and the party is in good standing with CIGNA and the state, as applicable.

2. **CIGNA Medicare Rx Plans.** The compensation set forth in this section is the compensation payable by CIGNA to AGENT for the sale of a CIGNA Medicare Rx plan by AGENT with an effective date of January 1, 2009 or later.

**a. Time frames for payments.**

- i. **First Year Payments.** The entire First Year Payments amount (subject to the footnote in Section (2)(b)) for a CIGNA Medicare Rx Plan sold by Agent shall be paid by CIGNA to AGENT in the semi-monthly commission cycle immediately following CMS approval of the application. The First Year Payment is paid as a full year advance and is subject to Section 3, "Adjustments (All Products)," below.
- ii. **Renewal Payments.** CIGNA shall pay Renewal Payments by the fifteenth (15<sup>th</sup>) day of the month, for each CIGNA Medicare Rx plan member (a) who, as of the month immediately preceding the then-current month, has been enrolled in a CIGNA Medicare Rx Plan for at least 12 months and (b) whose initial enrollment was as a result of the marketing services of AGENT under this Agreement. CIGNA Medicare Rx Renewal Payments are paid as a full-year advance and subject to section 3, "Adjustments (All Products)," below.

iii. **Replacement CIGNA Medicare Rx Plan Member.** CIGNA will comply with CMS Guidance regarding payment of renewal commissions if CIGNA Medicare Rx Plans replace “Like Plan Types” beginning January 1, 2010, or such other time frame established by CMS.

b. **CIGNA Medicare Rx Payment Chart.** For each Medicare Rx sale made by AGENT, (i) the total First Year Payment (subject to the footnote in Section (2)(b)) payable by CIGNA to AGENT for such sale shall equal the amount set forth in the CIGNA Medicare Rx Payment Chart under the column “First Year Payment”; and (ii) the total Renewal Payment in Years 2-6 payable by CIGNA to AGENT for each such sale shall equal the amount set forth in the column “Years 2-6 Renewal Payment.”

Sales Level	Title	First Year Payment*	Years 2-6 Renewal Payment
5	Agent-1 (Street-Level)	\$80	\$40

**\*Based on CMS Guidance provided on October 8, 2008, all Member enrollments in CY 2009 will be paid at the “Years 2-6 Renewal Payment” rate (rather than at the “First Year Payment”). Renewals will be paid for an additional 4 year period at the same “Years 2-6 Renewal Payment” if the Member remains enrolled and the party is in good standing with CIGNA and the state, as applicable.**

**3. Adjustments (All Products).**

- a. Should a policy covering a CIGNA Medicare Plan Member lapse, be canceled, rescinded or otherwise terminated for any reason, any unearned portion of a First Year Payment or Renewal Payment that was advanced to AGENT shall be charged back. Additionally, should CMS require CIGNA to refund a premium with respect to a CIGNA Medicare Plan Member for any reason, then upon CIGNA or AGENCY so informing AGENT, AGENT shall immediately refund CIGNA or AGENCY, respectively, the entire First Year Payment and Renewal Payment AGENT received with respect to the sale of the CIGNA Medicare Plan to such Member.
- b. First Year Payments and Renewal Payments will not be payable if and when CMS ceases to pay CIGNA.
- c. In accordance with CMS regulations pertaining to rapid disenrollment, and notwithstanding any provision in the Agreement to the contrary, if a CIGNA Medicare Plan Member disenrolls for any reason other than death within the first three months of the effective date of enrollment (that is, in months one (1) through three (3) following enrollment), then all First Year Payments and Renewal Payments paid, credited or advanced on such policy shall be charged back to COMPANY.
- d. This Exhibit 2 and any payments described hereunder may be modified by CIGNA at its sole discretion upon 10 days written notice to COMPANY, except if prohibited by Medicare Laws and Regulations.
- e. AGENT’s Sales Level with respect to a sale of a CIGNA Medicare Plan is the Sales Level designated by the highest sales level Agency in AGENT’s upstream hierarchy (which usually will be the Distribution Partner).
- f. Replacement Policies. The CIGNA Medicare Access Plan and the CIGNA Medicare Rx Plan are each separate product types. If CIGNA offers more than one type of policy within a product type, only Renewal Payments (and not First Year Payments) shall apply to a sale in which one type of policy replaces another within the same product type.