

The Amacore Group Amends US Health Benefits Group Stock Purchase Agreement

Amended Acquisition Agreement Lowers Purchase Price to \$4.3 Million From \$14.3 Million And Eliminates Potential For Share Dilution

MAITLAND, Fla.--(Business Wire)--

The Amacore Group, Inc., (OTCBB: ACGI), a leader in providing membership benefit programs, insurance programs, and other innovative and high-quality benefit solutions to individuals, families and employer groups nationwide, has amended its March 31, 2008 Stock Purchase Agreement for US Health Benefits Group, Inc. ("USHBG"). The original agreement had an agreed upon value of \$14.3 million which consisted of \$9 million worth of common stock, with the number of shares issued contingent upon future share price, \$2.9 million in guaranteed cash, and up to an additional \$2.4 million in cash, contingent upon division profitability. The revised purchase price consideration consists of \$4.3 million in cash, resulting in up to a \$10 million reduction in purchase price. The new agreement, effective as of June 11, 2009, includes targeted sales incentives designed to benefit both Amacore and USHBG. Terms of the amended agreement can be found in the Company's 8-K filing from June 16, 2008.

Jay Shafer, Chairman and Chief Executive Officer of Amacore Group said, "The amended agreement with USHBG is a win-win for both Amacore and USHBG. It benefits Amacore's shareholders by diminishing the potential dilution of their shares, while providing an incentive program to USHBG to help drive and expand lead generation and customer acquisition across Amacore's market channels. This amended agreement is just one example of how the Amacore management team is continually seeking to improve net revenue, profitability and operating cash flow. As such, we remain focused on producing stronger financial results and improving shareholder value, and look forward to the continued contributions from USHBG, its President Howard Knaster, and his team."

U.S. Health Benefits Group is an inbound lead generation telemarketing operation primarily marketing major and limited medical benefit plans. Amacore operates this division through US Health Benefits Group, Inc., US Healthcare Plans, Inc. and On the Phone, Inc., each a wholly owned subsidiary.

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