

**PAID & VERIFIED
MAGAZINE
PUBLISHER'S STATEMENT**

Subject to Audit

For the six months ended December 31, 2008

Field Served: A general interest magazine covering modern American culture, politics and arts, with special interest in music.

Published by Wenner Media LLC

Frequency: 26 times/year

ABC Member # 04-0998-0

1. TOTAL AVERAGE PAID & VERIFIED CIRCULATION

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
Paid & Verified Circulation: (See Par. 6)					
Subscriptions:					
Paid	1,272,542	86.6			
Verified	62,011	4.2			
Total Paid & Verified Subscriptions	1,334,553	90.8			
Single Copy Sales	134,660	9.2			
Total Paid & Verified Circulation	1,469,213	100.0	1,450,000	19,213	1.3

2. PRICES

	Suggested Retail Prices (1)	Average Price (2) Net	Gross (Optional)
Average Single Copy Subscription	\$4.74		
Average Subscription Price Annualized (24 issue frequency)	\$25.94		
Average Subscription Price per Copy, See Par. 9.		\$15.99	\$0.67

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended June 30, 2008.

3. PAID & VERIFIED CIRCULATION BY ISSUE

Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation	Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation
July	10 1,262,646	53,130	1,315,776	201,765	1,517,541	Oct.	2 1,288,790	66,433	1,355,223	97,385	1,452,608
Aug.	7 1,297,670	56,823	1,354,493	151,160	1,505,653		16 1,282,153	66,434	1,348,587	103,819	1,452,406
	21 1,306,019	56,823	1,362,842	119,291	1,482,133		30 1,279,799	66,266	1,346,065	142,197	1,488,262
Sept.	4 1,293,868	56,557	1,350,425	104,874	1,455,299	Nov.	13 1,262,371	66,260	1,328,631	123,357	1,451,988
	18 1,289,899	56,557	1,346,456	103,692	1,450,148		27 1,262,823	66,277	1,329,100	141,776	1,470,876
						Dec.	11 1,249,383	66,276	1,315,659	136,264	1,451,923
							25 1,195,084	66,300	1,261,384	190,336	1,451,720

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS

	2004	%	2005	%	2006	%	2007	%	2008	%
Subscriptions:										
Paid	1,138,292	89.8	1,174,904	89.7	1,258,487	86.9	1,303,191	90.2	1,280,905	87.6
Verified	N/A		N/A		54,159	3.7	8,961	0.6	55,243	3.8
Total Paid & Verified Subscriptions	1,138,292	89.8	1,174,904	89.7	1,312,646	90.6	1,312,152	90.8	1,336,148	91.4
Single Copy Sales	128,818	10.2	134,213	10.3	135,446	9.4	133,341	9.2	125,151	8.6
Total Paid & Verified Circulation	1,267,110	100.0	1,309,117	100.0	1,448,092	100.0	1,445,493	100.0	1,461,299	100.0
Year Over Year Percent of Change		-0.8		3.3		10.6		-0.2		1.1
Avg. Annualized Subscription Price	\$20.08		\$18.58		\$17.81		\$15.58		\$15.99	

6. SUPPLEMENTAL ANALYSIS OF AVERAGE PAID & VERIFIED CIRCULATION

The following averages, as reported below, are included in Par. 1 and annotated here per applicable rules. See Par. 9 for full explanation.

	Average for Period	% of Circulation
PAID SUBSCRIPTIONS		
Individual Subscriptions*	914,175	62.2
Club/Membership:		
Deductible*	1,415	0.1
Loyalty/Award Point*	654	0.0
Partnership:		
Deductible*	355,594	24.2
Sponsored Sales	704	0.1
TOTAL PAID SUBSCRIPTIONS	1,272,542	86.6
VERIFIED SUBSCRIPTIONS		
Public Place (See Par. 6A)	43,562	3.0
Individual Use (See Par. 6B)	18,449	1.2
TOTAL VERIFIED SUBSCRIPTIONS	62,011	4.2
TOTAL PAID & VERIFIED SUBSCRIPTIONS	1,334,553	90.8
SINGLE COPY SALES		
Single Issue Sales	134,660	9.2
TOTAL SINGLE COPY SALES	134,660	9.2
TOTAL PAID & VERIFIED CIRCULATION	1,469,213	100.0

*Included in Average Price calculation

6A. ADDITIONAL ANALYSIS OF VERIFIED PUBLIC PLACE

The following represents the average public place copies made available during the statement period to the following public areas:

Verified Subscription:	Doctor/Health Care Providers	Fitness/Recreational Facilities	Personal Care Salons	Business/Professional Services	Education/Learning Facilities	Other	Total Public Place Copies
Public Place	18,157	11,134	5,192	2,369	1,626	5,084	43,562

6B. ADDITIONAL ANALYSIS OF VERIFIED INDIVIDUAL USE

The following represents the average individual use copies made available during the statement period to the following individuals:

Verified Subscription:	Publication Subscribers	Partnership Programs	Total Individual Use Copies
Individual Use	18,396	53	18,449

7. GEOGRAPHIC DATA for the November 13, 2008 issue

Total paid & verified circulation of this issue was 1.2% less than the total average paid & verified circulation.

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Alabama	13,383	755	14,138	718	14,856
Arizona	25,699	1,158	26,857	2,000	28,857
Arkansas	7,170	400	7,570	459	8,029
California	178,751	10,389	189,140	15,101	204,241
Colorado	25,243	1,044	26,287	2,376	28,663
Connecticut	24,319	1,075	25,394	1,417	26,811
Delaware	3,890	219	4,109	300	4,409
District of Columbia	2,692	304	2,996	314	3,310
Florida	63,784	3,602	67,386	7,098	74,484
Georgia	30,934	1,423	32,357	2,641	34,998
Idaho	3,487	271	3,758	235	3,993
Illinois	62,659	2,842	65,501	6,364	71,865
Indiana	33,356	1,288	34,644	1,937	36,581
Iowa	9,360	639	9,999	965	10,964
Kansas	9,817	583	10,400	508	10,908
Kentucky	13,099	725	13,824	476	14,300
Louisiana	13,857	654	14,511	558	15,069
Maine	5,906	272	6,178	541	6,719
Maryland	18,349	1,450	19,799	1,434	21,233
Massachusetts	50,748	1,900	52,648	3,255	55,903
Michigan	34,228	2,364	36,592	2,453	39,045
Minnesota	18,033	1,069	19,102	2,007	21,109
Mississippi	6,438	284	6,722	696	7,418
Missouri	23,834	1,134	24,968	1,936	26,904
Montana	3,625	211	3,836	273	4,109
Nebraska	5,737	363	6,100	909	7,009
Nevada	9,094	453	9,547	1,495	11,042
New Hampshire	7,791	313	8,104	653	8,757
New Jersey	50,114	2,707	52,821	3,576	56,397
New Mexico	9,402	327	9,729	545	10,274
New York	90,287	5,936	96,223	8,893	105,116
North Carolina	37,063	1,508	38,571	2,400	40,971
North Dakota	2,073	153	2,226	156	2,382
Ohio	47,202	2,601	49,803	4,277	54,080
Oklahoma	10,776	635	11,411	907	12,318
Oregon	11,910	749	12,659	1,870	14,529
Pennsylvania	63,951	3,121	67,072	4,321	71,393
Rhode Island	6,531	222	6,753	403	7,156
South Carolina	13,613	629	14,242	1,129	15,371
South Dakota	2,740	155	2,895	153	3,048
Tennessee	17,630	1,111	18,741	2,041	20,782
Texas	80,018	3,789	83,807	5,666	89,473

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Utah	6,498	409	6,907	779	7,686
Vermont	3,640	151	3,791	295	4,086
Virginia	32,327	1,601	33,928	2,683	36,611
Washington	25,961	1,604	27,565	2,624	30,189
West Virginia	5,567	325	5,892	373	6,265
Wisconsin	16,402	1,097	17,499	1,800	19,299
Wyoming	2,098	120	2,218	183	2,401
TOTAL 48 CONTERMINOUS STATES	1,241,086	66,134	1,307,220	104,193	1,411,413
Alaska	2,889	52	2,941	274	3,215
Hawaii	2,979	72	3,051	547	3,598
TOTAL ALASKA & HAWAII	5,868	124	5,992	821	6,813
U.S. Unclassified					
TOTAL UNITED STATES	1,246,954	66,258	1,313,212	105,014	1,418,226
Poss. & Other Areas	682		682	3	685
U.S. & POSS., etc.	1,247,636	66,258	1,313,894	105,017	1,418,911
CANADA					
Alberta	1,428		1,428	2,467	3,895
British Columbia	1,227		1,227	1,690	2,917
Manitoba	556		556	535	1,091
New Brunswick	293		293	178	471
Newfoundland/Labrador	69		69	125	194
Northwest Territories	15		15	42	57
Nova Scotia	242		242	241	483
Nunavut	3		3		3
Ontario	5,874		5,874	3,565	9,439
Prince Edward Island	94		94	24	118
Quebec	1,033		1,033	1,081	2,114
Saskatchewan	684		684	495	1,179
Yukon Territory	18		18	19	37
Canadian Unclassified					
TOTAL CANADA	11,536		11,536	10,462	21,998
International	1,991		1,991	7,867	9,858
Other Unclassified					
Military or Civilian					
Personnel Overseas	1,208	2	1,210	11	1,221
GRAND TOTAL	1,262,371	66,260	1,328,631	123,357	1,451,988

ANALYSIS BY ABCD COUNTY SIZE for the November 13, 2008 issue

County Size	% of Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	675,010	47.8	120
B	30	428,848	30.4	101
C	15	179,665	12.7	85
D	15	127,890	9.1	61

County Size Group Definitions by the A.C. Nielsen Company- Data for the conterminous 48 states.

8. ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended December 31, 2008

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 13 issues)	59,322	7.5	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers.....	609,229	77.1
(b) Seven to eleven months (14 to 24 issues)	489	0.1	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling.....	141,787	18.0
(c) Twelve months (25 to 26 issues).....	555,518	70.4	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations.....	38,531	4.9
(d) Thirteen to twenty-four months.....	104,420	13.2	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	69,798	8.8	Total Subscriptions Sold in Period	789,547	100.0
Total Subscriptions Sold in Period	789,547	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	765,490	97.0			
(b) Ordered with material reprinted from this publication.....	None				
(c) Ordered with other premiums, See Par. 9	24,057	3.0			
Total Subscriptions Sold in Period	789,547	100.0			

9. EXPLANATORY

- (a) Suggested Retail Prices: Subscriptions: U.S., 2 yrs. \$38.95; 3 yrs. \$54.95. Canada, 1 yr. \$38.00. International, 1 yr. \$65.00.
- (b) Average non-analyzed non-paid circulation for the 6 month period: 94,963 copies per issue.
- (c) Post expiration copies: None.
- (d) This publication publishes double issues during the year. Each double issue represents two copies of service during the subscription period. This publication published two double issues during the average calculation period. The average price is based on 24 issues and the annualized price is based on 26 issues.
- (e) Included in Individual Subscriptions in Par. 6 is an average of 17,007 copies per issue served to lifetime subscribers. Subscribers paid between \$49.00 and \$99.00 for the lifetime subscriptions.
- (f) Club/Membership Subscription Sales (Deductible): The average of 1,415 copies per issue, shown in Par. 6 and included in Par. 1, represents copies served to members of Rock and Roll museums. \$19.97 of the club/membership fee is allocated for a 1 year subscription to this publication.
- (g) Loyalty/Award Point Subscription Sales: The average of 654 copies per issue, shown in Par. 6 and included in Par. 1, represents copies served to subscribers in exchange for the redemption of Airline Frequent Flyer Miles. These subscriptions were sold at 12 issues for \$9.00, in exchange for the redemption of 1,200 points at the rate of 3¢ per mile.
- (h) Partnership Subscription Sales (Deductible): The average of 355,594 copies per issue shown in Par. 6 and included in Par. 1, represents copies served in a partnership relationship wherein this publication was bundled with the purchase of other music products or services. Purchasers were advised that \$3.00 to \$25.94 of the sales price was allocated to this publication for 6 to 26 issue subscriptions. The purchaser was able to deduct the amount of the magazine subscription. The deduction was processed as a rebate.
- (i) Sponsored Subscription Sales: The average of 704 copies per issue, shown in Par. 6 and included in Par. 1, represents copies purchased by various business concerns in quantities of 11 or more.
- (j) Use of Premiums: Discount cards, a CD and CD cases, with values between 15¢ and \$5.00, were offered with some subscriptions sold at 26 issues for \$12.97 and \$25.00.
- (k) This publication uses a common end of month expire date.

10. VARIANCE

Latest released Audit Report for 12 months ended December 31, 2007; Variation from Publisher's Statements

Audit Period Ended [^]	Rate Base (Paid & Verified)	Audit Report (Paid & Verified)	Publisher's Statements (Paid & Verified)	Difference (Paid & Verified)	Percentage of Difference (Paid & Verified)
12-31-07	1,400,000	1,472,264	1,445,493	26,771	1.9
12-31-06	(a)	1,460,487	1,448,092	12,395	0.9
12-31-05	(b)	1,294,356	1,309,116	-14,760	-1.1
12-31-04	1,250,000	1,253,297	1,267,109	-13,812	-1.1
12-31-03	1,250,000	1,274,516	1,277,042	-2,526	-0.2

[^]Effective with the June 2006 Publisher's Statements, publications were given the option of reporting verified circulation.

(a) Effective 01/01/06 changed from 1,300,000 to 1,400,000 (b) Effective 01/01/05 changed from 1,250,000 to 1,300,000

We certify that to the best of our knowledge all data set forth in this Publisher's Statement are true and report circulation in accordance with Audit Bureau of Circulations' Bylaws and Rules.

Parent Company: Wenner Media LLC

ROLLING STONE, published by Wenner Media LLC • 1290 Avenue of the Americas • New York, NY 10104

MICHAEL J. SHEEHY

WILL SCHENCK

Date Signed: January 28, 2009

Circulation Director

Publisher

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Established: 1967

ABC Member since: 1971

04-0998-0	Analyzed Issue Date	11/13/08
	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	4.74
	Association Subscription Price	
	U.S. Subscription Price	25.94
	Canadian Subscription Price	38.00
	International Subscription Price	65.00