



Audit Bureau
of Circulations



For the six months ended June 30, 2009

Field Served: Picture/News Magazine of Entertainment and Contemporary Culture.

Published by Wenner Media LLC

Frequency: 52 times/year

ABC Member # 04-1315-0

US Weekly

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

Subject to Audit

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	1,011,456	52.0			
Verified	90,896	4.7			
Total Paid & Verified Subscriptions	1,102,352	56.7			
Single Copy Sales	843,479	43.3			
Total Paid & Verified Circulation	1,945,831	100.0	1,900,000	45,831	2.4

2. PRICES

	Suggested Retail Prices (1)	Average Price (2) Net	Gross (Optional)
Average Single Copy	\$3.99		
Subscription	\$99.00		
Average Subscription Price Annualized (52 issue frequency)		\$65.23	
Average Subscription Price per Copy		\$1.25	

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended December 31, 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
Jan. 5	964,657	92,897	1,057,554	846,762	1,904,316	Apr. 6	1,137,931	90,495	1,228,426	672,149	1,900,575
12	990,567	93,107	1,083,674	879,465	1,963,139	13	1,087,025	91,042	1,178,067	805,871	1,983,938
19	1,032,893	92,108	1,125,001	819,398	1,944,399	20	1,046,817	91,031	1,137,848	885,955	2,023,803
26	1,043,939	92,899	1,136,838	941,636	2,078,474	27	1,087,042	91,032	1,178,074	723,858	1,901,932
Feb. 2	1,061,768	89,873	1,151,641	750,580	1,902,221	May 4	974,958	90,953	1,065,911	737,308	1,803,219
9	1,007,449	89,834	1,097,283	736,478	1,833,761	11	945,480	90,949	1,036,429	1,128,949	2,165,378
16	1,030,282	89,992	1,120,274	838,484	1,958,758	18	950,581	90,943	1,041,524	1,005,330	2,046,854
23	1,059,514	90,053	1,149,567	839,217	1,988,784	25	969,330	90,934	1,060,264	907,946	1,968,210
Mar. 2	1,027,721	90,346	1,118,067	859,889	1,977,956	June 1	851,845	90,810	942,655	1,113,020	2,055,675
9	1,070,964	90,350	1,161,314	878,617	2,039,931	8	901,422	90,605	992,027	909,941	1,901,968
16	1,101,738	90,236	1,191,974	714,294	1,906,268	15	890,080	90,604	980,684	747,522	1,728,206
23	1,119,252	90,353	1,209,605	941,576	2,151,181	22	893,480	90,602	984,082	761,283	1,745,365
30	1,144,823	90,640	1,235,463	779,034	2,014,497	29	906,306	90,601	996,907	705,885	1,702,792

Paid & Verified Magazine
Publisher's Statement

For six months ended June 30, 2009

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS

	2004	%	2005	%	2006	%	2007	%	2008	%
Subscriptions:										
Paid	614,733	43.5	696,184	41.7	734,390	41.4	825,237	43.3	974,992	51.2
Verified	N/A		N/A		46,657	2.6	91,057	4.8	95,981	5.0
Total Paid & Verified Subscriptions	614,733	43.5	696,184	41.7	781,047	44.0	916,294	48.1	1,070,973	56.2
Single Copy Sales	798,354	56.5	971,951	58.3	992,238	56.0	988,736	51.9	833,016	43.8
Total Paid & Verified Circulation	1,413,087	100.0	1,668,135	100.0	1,773,285	100.0	1,905,030	100.0	1,903,989	100.0
Year Over Year Percent of Change		14.9		18.0		6.3		7.4		-0.1
Avg. Annualized Subscription Price	\$54.30		\$55.28		\$63.00		\$67.04		\$64.56	

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*	949,341	48.8
Partnership:		
Deductible*	34,405	1.8
Sponsored Sales	27,710	1.4
TOTAL PAID SUBSCRIPTIONS	1,011,456	52.0
VERIFIED SUBSCRIPTIONS		
Public Place (See Par. 6A)	68,640	3.5
Individual Use (See Par. 6B)	22,256	1.2
TOTAL VERIFIED SUBSCRIPTIONS	90,896	4.7
TOTAL PAID & VERIFIED SUBSCRIPTIONS	1,102,352	56.7
SINGLE COPY SALES		
Single Issue Sales	843,479	43.3
TOTAL SINGLE COPY SALES	843,479	43.3
TOTAL PAID & VERIFIED CIRCULATION	1,945,831	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	Personal Care Salons	Fitness/Recreational Facilities	Education/Learning Facilities	Transportation Outlets	Other	Total Public Place Copies
Public Place	32,148	25,653	8,779	1,881	179		68,640

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	Other	Total Individual Use Copies
Individual Use	22,256		22,256

7. GEOGRAPHIC DATA for the March 30, 2009 issue

Total paid & verified circulation of this issue was 3.5% greater than the total average paid & verified circulation.

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Alabama	17,550	551	18,101	9,937	28,038
Arizona	23,308	1,796	25,104	18,272	43,376
Arkansas	10,159	306	10,465	5,333	15,798
California	151,700	16,932	168,632	92,437	261,069
Colorado	19,716	1,866	21,582	16,163	37,745
Connecticut	14,047	954	15,001	8,607	23,608
Delaware	3,734	320	4,054	1,961	6,015
District of Columbia	3,436	356	3,792	1,941	5,733
Florida	55,291	5,390	60,681	45,321	106,002
Georgia	31,971	2,152	34,123	18,815	52,938
Idaho	4,223	163	4,386	3,165	7,551
Illinois	63,177	5,115	68,292	31,965	100,257
Indiana	23,078	2,201	25,279	12,913	38,192
Iowa	11,310	506	11,816	6,463	18,279
Kansas	9,820	448	10,268	8,058	18,326
Kentucky	14,095	502	14,597	9,272	23,869
Louisiana	14,016	532	14,548	9,538	24,086
Maine	4,033	214	4,247	3,239	7,486
Maryland	20,406	2,482	22,888	11,411	34,299
Massachusetts	30,085	3,384	33,469	19,687	53,156
Michigan	39,341	3,051	42,392	18,818	61,210
Minnesota	21,970	1,991	23,961	13,972	37,933
Mississippi	10,331	264	10,595	4,303	14,898
Missouri	22,002	1,489	23,491	16,720	40,211
Montana	3,294	137	3,431	2,182	5,613
Nebraska	6,646	268	6,914	5,299	12,213
Nevada	10,422	666	11,088	9,712	20,800
New Hampshire	5,004	604	5,608	4,101	9,709
New Jersey	33,959	4,627	38,586	27,036	65,622
New Mexico	5,823	228	6,051	3,310	9,361
New York	73,042	7,707	80,749	48,184	128,933
North Carolina	35,020	1,058	36,078	18,989	55,067
North Dakota	2,748	114	2,862	1,756	4,618
Ohio	48,632	2,787	51,419	22,725	74,144
Oklahoma	12,807	412	13,219	7,973	21,192
Oregon	8,817	1,175	9,992	9,018	19,010
Pennsylvania	44,239	3,795	48,034	24,149	72,183
Rhode Island	4,265	191	4,456	2,560	7,016
South Carolina	15,615	465	16,080	8,617	24,697
South Dakota	3,138	118	3,256	1,146	4,402
Tennessee	21,082	754	21,836	13,224	35,060
Texas	79,277	6,141	85,418	47,309	132,727

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Utah	7,742	297	8,039	6,268	14,307
Vermont	2,079	90	2,169	1,400	3,569
Virginia	29,736	1,737	31,473	18,184	49,657
Washington	26,191	2,684	28,875	17,493	46,368
West Virginia	5,437	266	5,703	3,314	9,017
Wisconsin	18,854	930	19,784	12,298	32,082
Wyoming	2,348	92	2,440	1,713	4,153
TOTAL 48 CONTERMINOUS STATES	1,125,016	90,308	1,215,324	706,271	1,921,595
Alaska	3,055	138	3,193	2,489	5,682
Hawaii	4,362	189	4,551	2,337	6,888
TOTAL ALASKA & HAWAII	7,417	327	7,744	4,826	12,570
U.S. Unclassified					
TOTAL UNITED STATES	1,132,433	90,635	1,223,068	711,097	1,934,165
Poss. & Other Areas	1,665	2	1,667	135	1,802
U.S. & POSS., etc.	1,134,098	90,637	1,224,735	711,232	1,935,967
CANADA					
Alberta	1,430		1,430	10,037	11,467
British Columbia	825		825	10,383	11,208
Manitoba	347		347	1,964	2,311
New Brunswick	105		105	919	1,024
Newfoundland/Labrador	19		19	485	504
Northwest Territories	6		6	213	219
Nova Scotia	110		110	1,428	1,538
Nunavut				13	13
Ontario	4,564		4,564	25,350	29,914
Prince Edward Island	34		34	177	211
Quebec	534		534	4,124	4,658
Saskatchewan	597		597	2,087	2,684
Yukon Territory	2		2	88	90
Canadian Unclassified					
TOTAL CANADA	8,573		8,573	57,268	65,841
International	969		969	10,534	11,503
Other Unclassified					
Military or Civilian Personnel Overseas	1,183	3	1,186		1,186
GRAND TOTAL	1,144,823	90,640	1,235,463	779,034	2,014,497

ANALYSIS BY ABCD COUNTY SIZE for the March 30, 2009 issue

U.S.

CANADA

Data for coterminous 48 states.

County Size	% of U.S. Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	891,269	46.5	116
B	30	571,626	29.7	99
C	15	252,606	13.1	87
D	15	206,094	10.7	71

County Size	% of Canadian Population	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Population)
A	48	36,309	55.1	115
B	28	17,488	26.6	95
C	14	8,027	12.2	87
D	10	4,017	6.1	61

County Size Group Definitions by the A.C. Nielsen Company

8. ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended June 30, 2009

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 26 issues)	178,551	21.7	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers.....	694,781	84.6
(b) Seven to eleven months (27 to 48 issues)	7,925	1.0	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling.....	112,918	13.7
(c) Twelve months (49 to 52 issues).....	417,316	50.8	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations.....	13,822	1.7
(d) Thirteen to twenty-four months.....	203,181	24.7	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	14,548	1.8	Total Subscriptions Sold in Period	821,521	100.0
Total Subscriptions Sold in Period	821,521	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	819,174	99.7			
(b) Ordered with material reprinted from this publication.....	None				
(c) Ordered with other premiums, See Par. 9	2,347	0.3			
Total Subscriptions Sold in Period	821,521	100.0			

9. EXPLANATORY

- (a) Suggested Retail Prices: Average Single Copy: Canada, \$4.79. Subscriptions: Canada, 1 yr. \$125.00. International, 1 yr. \$150.00.
- (b) Average non-analyzed non-paid circulation for the 6 month period: 62,097 copies per issue.
- (c) Post expiration copies: None.
- (d) This publication uses a common end of month expire date.
- (e) Partnership Subscription Sales (Deductible): The average of 34,405 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 a product or service. Purchasers were advised that a range of 12 issues for \$6.48 up to 52 issues for \$29.95 of the sales price was allocated to this publication. The purchaser was able to deduct the amount of the magazine subscription. The deduction was processed as a rebate.
- (f) Sponsored Subscription Sales: The average of 27,710 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.
- (g) Use of Premiums: Make-up samples, with no advertised or stated value, were offered with some subscriptions ranging from 1 year to 109 issues and prices sold ranging from \$51.48 to \$99.00.

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	1,850,000	1,885,972	1,905,030	-19,058	-1.0
12-31-06	(a)	1,745,011	1,773,285	-28,274	-1.6
12-31-05	(b)	1,678,722	1,668,136	10,586	0.6
12-31-04	(c)	1,422,984	1,413,086	9,898	0.7
12-31-03	(d)	1,247,544	1,229,737	17,807	1.4

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

- (a) Effective 01/01/06 changed from 1,400,000 to 1,750,000
 (b) Effective 01/01/05 changed from 1,200,000 to 1,400,000
 (c) Effective 01/01/04 changed from 1,050,000 to 1,200,000
 (d) Effective 01/01/03 changed from 950,000 to 1,050,000

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

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VICTORIA LASDON ROSE

Publisher

Date Signed: July 28, 2009

Established: 1977

ABC Member since: 1978

04-1315-0	Analyzed Issue Date	03/30/09
	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	3.99
	Association Subscription Price	
	U.S. Subscription Price	99.00
	Canadian Subscription Price	125.00
	International Subscription Price	150.00