

**BUSINESS PUBLICATION CIRCULATION STATEMENT
FOR THE 6 MONTH PERIOD ENDED DECEMBER 2008**

No attempt has been made to rank the information contained in this report in order of importance, since BPA Worldwide believes this is a judgment, which must be made by the user of the report.

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A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprising media owners, advertising agencies and advertisers. Spanning 25 countries, BPA serves more than 2,000 B-to-B publications and 500 consumer magazines, plus newspapers, events, Web sites, email newsletters, databases, wireless and other advertiser-supported media-as well as more than 2,600 advertiser and agency members.

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Tel.: (248) 362-3700
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www.privatelabelbuyer.com

Official Publication of: None
Established: 1986
Issues Per Year: 12

FIELD SERVED

PLBuyer serves the private label industry, including Retailers, Wholesalers, Manufacturers, Brokers, and Others Allied to the Field as reported in Paragraph 3a.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are Chairman, Owner, Partner, President, CEO, COO, CFO, Secretary, Treasurer, Executive Vice President, Vice President, General Manager, Division Manager, Director, Buyer-Merchandiser, Merchandise Manager, Purchasing Manager, Head Buyer, Assistant Buyer, Department Manager, Category Manager, Store Manager, and Sales/Marketing Manager.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	64
Advertiser and Agency _____	1,379
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	-
All Other _____	1,246
TOTAL	2,689

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	24,980	100.0	24,980	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	24,980	100.0	24,980	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES WITH REMOVALS AND ADDITIONS FOR PERIOD											
2008 Issue	Number Removed	Number Added	Qualified Non-Paid	Qualified Paid	Total Qualified	2008 Issue	Number Removed	Number Added	Qualified Non-Paid	Qualified Paid	Total Qualified
July _____	24	24			27,002	October _____	34	34			24,575
August _____	2,478	51			24,575	November _____	51	51			24,575
September _____	45	45			24,575	December _____	604	604			24,575
						TOTAL	3,236	809			

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2008				
This issue is 1.9% or 485 copies below the average of the other 5 issues reported in Paragraph two.				
BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	CLASSIFICATION BY TITLE	
			CORPORATE MANAGEMENT (Note 1)	BUYING OTHER THAN CORPORATE MANAGEMENT (Note 2)
1. Grocery - Retail & Wholesale Headquarters (Corporate Executives And Buyers Of Private Label Products)				
a) Supermarket Chains _____	10,091	41.1	4,722	5,369
b) Convenience Store Chains _____	2,776	11.3	1,366	1,410
c) Grocery Wholesalers _____	3,711	15.1	2,186	1,525
Sub-Total Grocery Headquarters _____	16,578	67.5	8,274	8,304
2. Drug - Retail & Wholesale Headquarters (Corporate Executives and Buyers of Private Label Products) _____	2,652	10.8	1,344	1,308
Sub-Total Drug Headquarters _____	2,652	10.8	1,344	1,308
3. Mass Merchandise - Retail & Wholesale Headquarters (Corporate Executives and Buyers of Private Label Products) _____	4,421	18.0	1,633	2,788
Sub-Total Mass Merchandise Headquarters _____	4,421	18.0	1,633	2,788
Sub-Total: Retail & Wholesale _____	23,651	96.3	11,251	12,400
4. Manufacturers/Suppliers _____	635	2.6		
5. Brokers _____	157	0.6		
6. Others Allied to the Field _____	132	0.5		
Sub-Total: Allied _____	924	3.7		
TOTAL QUALIFIED CIRCULATION	24,575	100.0		

Note 1: CORPORATE MANAGEMENT includes Chairman, Owner, Partner, President, CEO, COO, CFO, Secretary, Treasurer, Executive Vice President, Vice President, General Manager, Division Manager and Director.

Note 2: BUYING OTHER THAN CORPORATE MANAGEMENT includes Director, Buyer-Merchandiser, Merchandise Manager, Purchasing Manager, Head Buyer, Assistant Buyer, Department Manager, Category Manager, Store Manager and Sales/Marketing Manager.

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2008

QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 year	2 years	3 years				
I. TOTAL - Personal direct request from the recipient: _____	13,349	4,757	-			18,106	73.7
a. Written _____	500	205	-			705	2.9
b. Telecommunication _____	12,271	4,193	-			16,464	67.0
c. Electronic _____	578	359	-			937	3.8
II. TOTAL - Request from recipient's company: _____	192	134	-			326	1.3
a. Written _____	25	8	-			33	0.1
b. Telecommunication _____	114	50	-			164	0.7
c. Electronic _____	53	76	-			129	0.5
III. TOTAL - Membership Benefit: _____	-	-	-			-	-
a. Individual _____	-	-	-			-	-
b. Organizational _____	-	-	-			-	-
IV. TOTAL - Communication from recipient or recipient's company (other than request): _____	-	-	-			-	-
a. Written _____	-	-	-			-	-
b. Telecommunication _____	-	-	-			-	-
c. Electronic _____	-	-	-			-	-
V. TOTAL - Sources other than above (listed alphabetically): _____	6,143	-	-			6,143	25.0
Association rosters and directories _____	-	-	-			-	-
*Business directories _____	6,143	-	-			6,143	25.0
Independent field reports _____	-	-	-			-	-
Licensees - National, State or Local Government _____	-	-	-			-	-
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-			-	-
Other sources _____	-	-	-			-	-
VI. TOTAL - Single Copy Sales: _____	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	19,684	4,891	-			24,575	100.0
*See Paragraph 11 PERCENT	80.1	19.9	-			100.0	-

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2008

MAILING ADDRESS	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____			24,575	100.0
Individuals by name only _____			-	-
Titles or functions only _____			-	-
Company names only _____			-	-
Multi-Copy Same Addressee copies _____			-	-
Single Copy Sales _____			-	-
TOTAL QUALIFIED CIRCULATION			24,575	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2008

State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent
039-049 Maine _____	195		400-427 Kentucky _____	413	
030-038 New Hampshire _____	155		370-385 Tennessee _____	550	
050-059 Vermont _____	86		350-369 Alabama _____	419	
010-027 Massachusetts _____	623		386-397 Mississippi _____	243	
028-029 Rhode Island _____	186		EAST SO. CENTRAL	1,625	6.6
060-069 Connecticut _____	244		716-729 Arkansas _____	851	
NEW ENGLAND	1,489	6.0	700-714 Louisiana _____	280	
100-149 New York _____	1,348		730-749 Oklahoma _____	275	
070-089 New Jersey _____	681		750-799 Texas _____	1,338	
150-196 Pennsylvania _____	1,390		WEST SO. CENTRAL	2,744	11.2
MIDDLE ATLANTIC	3,419	13.9	590-599 Montana _____	114	
430-459 Ohio _____	1,115		832-838 Idaho _____	142	
460-479 Indiana _____	513		820-831 Wyoming _____	34	
600-629 Illinois _____	1,005		800-816 Colorado _____	239	
480-499 Michigan _____	881		870-884 New Mexico _____	101	
530-549 Wisconsin _____	677		850-865 Arizona _____	209	
EAST NO. CENTRAL	4,191	17.1	840-847 Utah _____	222	
550-567 Minnesota _____	742		889-898 Nevada _____	108	
500-528 Iowa _____	354		MOUNTAIN	1,169	4.8
630-658 Missouri _____	674		995-999 Alaska _____	35	
580-588 North Dakota _____	129		980-994 Washington _____	732	
570-577 South Dakota _____	116		970-979 Oregon _____	425	
680-693 Nebraska _____	329		900-961 California _____	1,668	
660-679 Kansas _____	351		967-968 Hawaii _____	97	
WEST NO. CENTRAL	2,695	11.0	PACIFIC	2,957	12.0
197-199 Delaware _____	58		UNITED STATES	24,575	100.0
206-219 Maryland _____	379		969 & 004-009 U.S. Territories _____	-	
200-205 Washington, DC _____	25		Canada _____	-	
220-246 Virginia _____	908		Mexico _____	-	
247-268 West Virginia _____	243		Other International _____	-	
270-289 North Carolina _____	765		APO/FPO _____	-	
290-299 South Carolina _____	334		TOTAL QUALIFIED CIRCULATION	24,575	100.0
300-319 Georgia _____	577				
320-349 Florida _____	997				
SOUTH ATLANTIC	4,286	17.4			

9. AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS

6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim
	2005	2006	2007	January - June 2008	July - December 2008*
Total Audit Average Qualified: _____	26,984	27,002	27,002	27,002	24,980
Qualified Non-Paid: _____	26,984	27,002	27,002	27,002	24,980
Qualified Paid: _____	-	-	-	-	-
Post Expire Copies included in Paid Circulation: _____	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price: _____	**NC	**NC	**NC	**NC	**NC

***NOTE: July-December 2008 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.**

****NC = None Claimed.**

10. PAID CIRCULATION DATA

**NC	Average Annual Subscription Order Price for the Period. (includes promotional incentive value, if any)
12	Issues Per Year
**NC	All Single Copy Sales Prices for the Period
**NC	Renewal Rate of Paid Subscribers (Optional)

11. ADDITIONAL DATA:

PARAGRAPH 3B:

Business directories include 5 sources of circulation for quantities of 477 copies or 1.9% to 3,143 copies or 12.8%, including Chain Store Guide Discount Stores.

PARAGRAPHS 5 THROUGH 8 ARE NOT REQUIRED.

PUBLISHER'S AFFIDAVIT

We hereby make oath and say that all data set forth in this statement are true.

Christine A. Baloga, Corporate Audience Development Director

Catherine M. Ronan, Corporate Audience Audit Manager

(At least one of the above signatures must be that of an officer of the publishing company or its authorized representative.)

IMPORTANT NOTE:

This unaudited circulation statement has been checked against the previous audit report. It will be included in the annual audit made by BPA Worldwide.

Date signed January 8, 2009

State Michigan

County Oakland

Received by BPA Worldwide January 8, 2009

Type PJ

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