

**BUSINESS PUBLICATION CIRCULATION STATEMENT
FOR THE 6 MONTH PERIOD ENDED JUNE 2009**

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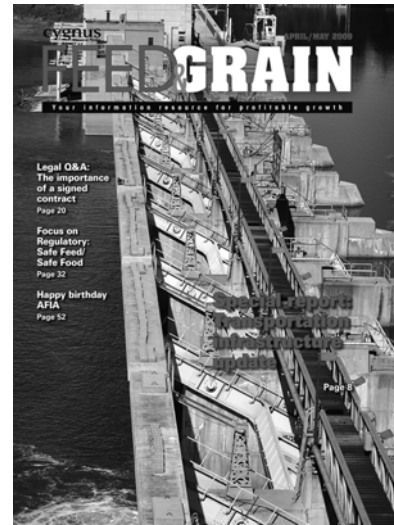
A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprising media owners, advertising agencies and advertisers. Spanning 25 countries, BPA serves more than 2,000 B-to-B publications and 500 consumer magazines, plus newspapers, events, Web sites, email newsletters,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

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FEED & GRAIN

Cygnus Business Media Inc.
1233 Janesville Avenue
P.O. Box 803
Fort Atkinson, WI 53538-0803
Tel.: (920) 563-6388
Fax: (920) 563-1700
www.feedandgrain.com

Official Publication of: None
Established: 1961
Issues Per Year: 7



FIELD SERVED

FEED & GRAIN serves the field of feed manufacturers and firms involved in handling and processing grain commodities including: feed mixer/dealers, country and terminal grain elevators and allied grain processors.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are: corporate management, general administrators, mill/plant/elevator operations management, research and development personnel, nutritionists, marketing and sales personnel, and related personnel in the field served.

| AVERAGE NON-QUALIFIED CIRCULATION | |
|---|--------------|
| NON-QUALIFIED Not Included Elsewhere | Copies |
| Other Paid Circulation _____ | 49 |
| Advertiser and Agency _____ | 403 |
| Rotated or Occasional _____ | - |
| Allocated for Trade Shows and Conventions _____ | 433 |
| Electronic _____ | - |
| All Other _____ | 267 |
| TOTAL | 1,152 |

| 1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD | | | | | | |
|--|-----------------|--------------|--------------------|--------------|----------------|----------|
| QUALIFIED CIRCULATION | Total Qualified | | Qualified Non-Paid | | Qualified Paid | |
| | Copies | Percent | Copies | Percent | Copies | Percent |
| Individual _____ | 16,003 | 100.0 | 16,003 | 100.0 | - | - |
| Sponsored Individually Addressed _____ | - | - | - | - | - | - |
| Membership Benefit _____ | - | - | - | - | - | - |
| Multi-Copy Same Addressee _____ | - | - | - | - | - | - |
| Single Copy Sales _____ | - | - | - | - | - | - |
| TOTAL QUALIFIED CIRCULATION | 16,003 | 100.0 | 16,003 | 100.0 | - | - |

| 2. QUALIFIED CIRCULATION BY ISSUES WITH REMOVALS AND ADDITIONS FOR PERIOD | | | | | | | | | | | |
|---|----------------|--------------|--------------------|----------------|-----------------|------------------|----------------|--------------|--------------------|----------------|-----------------|
| 2009 Issue | Number Removed | Number Added | Qualified Non-Paid | Qualified Paid | Total Qualified | 2009 Issue | Number Removed | Number Added | Qualified Non-Paid | Qualified Paid | Total Qualified |
| January _____ | 21 | 26 | | | 16,005 | | | | | | |
| February/ March _____ | 91 | 91 | | | 16,005 | April/ May _____ | 2,271 | 2,266 | | | 16,000 |
| | | | | | | TOTAL | 2,383 | 2,383 | | | |

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2009

This issue is -% or 5 copies below the average of the other 2 issues reported in Paragraph two.

| BUSINESS AND INDUSTRY | TOTAL QUALIFIED | PERCENT OF TOTAL | CLASSIFICATION BY JOB TITLE | | | |
|--|-----------------|------------------|---|--|--|-----------------------------------|
| | | | Corporate & General Administration (Note 1) | Mill, Plant or Elevator Operations Management (Note 2) | Nutrition, Research & Development (Note 3) | Sales and / or Marketing (Note 4) |
| Grain Elevator (Country or Terminal) _____ | 4,279 | 26.7 | 2,347 | 1,698 | 32 | 202 |
| Feed Mixer/Dealer _____ | 4,484 | 28.0 | 3,718 | 531 | 41 | 194 |
| BOTH Grain Elevator and Feed Mixer/Dealer _____ | 2,730 | 17.1 | 1,434 | 1,057 | 35 | 204 |
| Feed/Premix Manufacturer _____ | 1,121 | 7.0 | 782 | 202 | 38 | 99 |
| Pet Food Manufacturer _____ | 123 | 0.8 | 87 | 21 | 6 | 9 |
| Manufacturer of Livestock/Poultry Feed for Own Use _____ | 813 | 5.1 | 487 | 214 | 46 | 66 |
| Mfr./Dist./Broker of Feed or Animal Health Additives/Ingredients _____ | 1,075 | 6.7 | 712 | 128 | 41 | 194 |
| Millwright _____ | 243 | 1.5 | 183 | 28 | 1 | 31 |
| Plant Builder and/or Designer _____ | 277 | 1.7 | 200 | 23 | 4 | 50 |
| Soybean or Corn Processor _____ | 170 | 1.1 | 99 | 49 | 10 | 12 |
| Seed or Peanut Processor _____ | 208 | 1.3 | 145 | 47 | 1 | 15 |
| Rice or Flour Mill _____ | 131 | 0.8 | 62 | 54 | 4 | 11 |
| Brewery or Distillery _____ | 133 | 0.8 | 105 | 22 | 4 | 2 |
| Aquaculture _____ | 105 | 0.7 | 61 | 23 | 11 | 10 |
| Biofuel Producer _____ | 108 | 0.7 | 68 | 29 | - | 11 |
| TOTAL QUALIFIED CIRCULATION | 16,000 | 100.0 | 10,490 | 4,126 | 274 | 1,110 |
| PERCENT | 100.0 | | 65.6 | 25.8 | 1.7 | 6.9 |

Note 1: Corporate and General Administration (Includes president, owner, CEO, CFO, general manager, vice president and related management personnel.)

Note 2: Mill, Plant or Elevator Operations Management (Includes director, manager, supervisor and related personnel involved in mill/plant or elevator operations.)

Note 3: Nutrition, Research and Development (Includes nutritionist, quality control manager, R&D manager, technician, veterinarian and related personnel.)

Note 4: Sales and/or Marketing (Includes sales and/or marketing director, manager and related personnel.)

| 3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF OCTOBER/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: _____ | 10,882 | 3,111 | - | | | 13,993 | 87.5 |
| a. Written _____ | 3,828 | 1,044 | - | | | 4,872 | 30.5 |
| b. Telecommunication _____ | 5,575 | 1,858 | - | | | 7,433 | 46.5 |
| c. Electronic _____ | 1,479 | 209 | - | | | 1,688 | 10.5 |
| II. TOTAL - Request from recipient's company: _____ | 48 | - | - | | | 48 | 0.3 |
| a. Written _____ | - | - | - | | | - | - |
| b. Telecommunication _____ | - | - | - | | | - | - |
| c. Electronic _____ | 48 | - | - | | | 48 | 0.3 |
| 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): _____ | 1,959 | - | - | | | 1,959 | 12.2 |
| Association rosters and directories _____ | - | - | - | | | - | - |
| *Business directories _____ | 1,959 | - | - | | | 1,959 | 12.2 |
| 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 | 12,889 | 3,111 | - | | | 16,000 | 100.0 |
| *See Paragraph 11 | PERCENT | 80.6 | 19.4 | | | 100.0 | |

| 3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF OCTOBER/NOVEMBER 2008 | | | | |
|--|--------------------|----------------|-----------------|--------------|
| MAILING ADDRESS | Qualified Non-Paid | Qualified Paid | Total Qualified | Percent |
| Individuals by name and title and/or function _____ | | | 16,000 | 100.0 |
| Individuals by name only _____ | | | - | - |
| Titles or functions only _____ | | | - | - |
| Company names only _____ | | | - | - |
| Multi-Copy Same Addressee copies _____ | | | - | - |
| Single Copy Sales _____ | | | - | - |
| TOTAL QUALIFIED CIRCULATION | | | 16,000 | 100.0 |

| 4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF OCTOBER/NOVEMBER 2008 | | | | | | | |
|--|-----------------|-------------|--------------------------------------|-----------------|--------------|--|--|
| State & Zip Code | Total Qualified | Percent | State & Zip Code | Total Qualified | Percent | | |
| 039-049 Maine _____ | 51 | | 400-427 Kentucky _____ | 225 | | | |
| 030-038 New Hampshire _____ | 47 | | 370-385 Tennessee _____ | 233 | | | |
| 050-059 Vermont _____ | 42 | | 350-369 Alabama _____ | 212 | | | |
| 010-027 Massachusetts _____ | 101 | | 386-397 Mississippi _____ | 152 | | | |
| 028-029 Rhode Island _____ | 11 | | EAST SO. CENTRAL | 822 | 5.1 | | |
| 060-069 Connecticut _____ | 58 | | 716-729 Arkansas _____ | 281 | | | |
| NEW ENGLAND | 310 | 1.9 | 700-714 Louisiana _____ | 171 | | | |
| 100-149 New York _____ | 273 | | 730-749 Oklahoma _____ | 349 | | | |
| 070-089 New Jersey _____ | 133 | | 750-799 Texas _____ | 1,109 | | | |
| 150-196 Pennsylvania _____ | 432 | | WEST SO. CENTRAL | 1,910 | 11.9 | | |
| MIDDLE ATLANTIC | 838 | 5.2 | 590-599 Montana _____ | 199 | | | |
| 430-459 Ohio _____ | 611 | | 832-838 Idaho _____ | 188 | | | |
| 460-479 Indiana _____ | 604 | | 820-831 Wyoming _____ | 61 | | | |
| 600-629 Illinois _____ | 1,051 | | 800-816 Colorado _____ | 293 | | | |
| 480-499 Michigan _____ | 359 | | 870-884 New Mexico _____ | 87 | | | |
| 530-549 Wisconsin _____ | 530 | | 850-865 Arizona _____ | 140 | | | |
| EAST NO. CENTRAL | 3,155 | 19.7 | 840-847 Utah _____ | 101 | | | |
| 550-567 Minnesota _____ | 838 | | 889-898 Nevada _____ | 33 | | | |
| 500-528 Iowa _____ | 1,252 | | MOUNTAIN | 1,102 | 6.9 | | |
| 630-658 Missouri _____ | 697 | | 995-999 Alaska _____ | 10 | | | |
| 580-588 North Dakota _____ | 345 | | 980-994 Washington _____ | 281 | | | |
| 570-577 South Dakota _____ | 340 | | 970-979 Oregon _____ | 214 | | | |
| 680-693 Nebraska _____ | 706 | | 900-961 California _____ | 567 | | | |
| 660-679 Kansas _____ | 847 | | 967-968 Hawaii _____ | 17 | | | |
| WEST NO. CENTRAL | 5,025 | 31.4 | PACIFIC | 1,089 | 6.8 | | |
| 197-199 Delaware _____ | 38 | | UNITED STATES | 15,678 | 97.8 | | |
| 206-219 Maryland _____ | 117 | | 969 & 004-009 U.S. Territories _____ | 5 | | | |
| 200-205 Washington, DC _____ | 4 | | Canada _____ | 300 | | | |
| 220-246 Virginia _____ | 167 | | Mexico _____ | 17 | | | |
| 247-268 West Virginia _____ | 49 | | Other International _____ | - | | | |
| 270-289 North Carolina _____ | 294 | | APO/FPO _____ | - | | | |
| 290-299 South Carolina _____ | 158 | | TOTAL QUALIFIED CIRCULATION | 16,000 | 100.0 | | |
| 300-319 Georgia _____ | 295 | | | | | | |
| 320-349 Florida _____ | 305 | | | | | | |
| SOUTH ATLANTIC | 1,427 | 8.9 | | | | | |

| 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 _ | 16,408 | 16,000 | 16,005 | 16,002 | 16,000 |
| Qualified Non-Paid Total _____ | 16,408 | 16,000 | 16,005 | 16,002 | 16,000 |
| Qualified Paid Total _____ | - | - | - | - | - |
| 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) |
| 7 | 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 1 source of circulation for a quantity of 1,959 copies or 12.2%, including InfoUSA.

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.

Arlette Sambs, Publisher

Julie Leslie, Audience Development 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 15, 2009 |
| State | Wisconsin |
| County | Jefferson |
| Received by BPA Worldwide | January 15, 2009 |
| Type | PJ |
| ID Number | F020P0D8 |