

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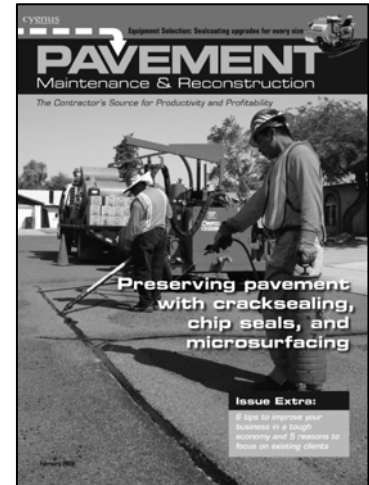
A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprising media owners, advertising agencies and advertisers. Spanning 25 countries, BPA serves more than 2,000 B-to-B publications and 500 consumer magazines, plus newspapers, events, Web sites, email newsletters,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

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Official Publication of: None
Established: 1986
Issues Per Year: 8



FIELD SERVED

PAVEMENT MAINTENANCE & RECONSTRUCTION serves paving/pavement maintenance contractors, pavement maintenance only contractors, and producers; other contractors; government (federal, state, county, local); dealers/distributors of products or equipment used in pavement maintenance, HMA producers, and others allied to the industry.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients include corporate management, supervisory management, operations personnel, and others allied to the field as noted in Paragraph 3a herein.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	51
Advertiser and Agency _____	622
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	370
Electronic _____	-
All Other _____	237
TOTAL	1,280

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	18,703	100.0	18,703	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	18,703	100.0	18,703	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 _____	24	24			19,001	May _____	2,624	2,624			18,505
February _____	125	125			19,001	June/ July _____	55	51			18,501
March/ April _____	4,774	4,278			18,505	TOTAL	7,602	7,102			

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

This issue is 1.3% or 247 copies below the average of the other 4 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	CLASSIFICATION BY TITLE		
			Corporate Management (Note 1)	Supervisory Management (Note 2)	Operations Personnel (Note 3)
CONTRACTORS					
Paving/Pavement Maintenance _____	10,460	56.5	8,531	1,248	681
Pavement Maintenance Only _____	2,605	14.1	1,907	429	269
Paving/Producer _____	846	4.6	528	219	99
Other Contractor _____	1,914	10.3	1,451	248	215
SUBTOTAL	15,825	85.5	12,417	2,144	1,264
NON-CONTRACTORS					
Dealer/Distributor of products or equipment used in pavement maintenance _____	490	2.7	282	102	106
HMA Producer _____	61	0.3	25	30	6
Government (Federal, State, County, Local) _____	2,129	11.5	411	1,428	290
SUBTOTAL	2,680	14.5	718	1,560	402
TOTAL QUALIFIED CIRCULATION	18,505	100.0	13,135	3,704	1,666
PERCENT	100.0		71.0	20.0	9.0

Note 1: Corporate Management includes: CEO, Owner, President, Partner, VP, General Manager, Director, Purchasing Director/Manager and related personnel

Note 2: Supervisory Management includes: Foreman, Superintendent, Manager, Engineer, Supervisor, Inspector and related personnel

Note 3: Operations Personnel includes: Equipment Operator, Maintenance Technician, Dispatcher, Service Crew, Customer Service Manager, Sales VP/Director/Manager, Marketing Director/Manager/Rep and related personnel

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009							
QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. Direct Request: _____	11,104	3,700	-			14,804	80.0
II. Request from recipient's company: _____	41	-	-			41	0.2
III. Membership Benefit: _____	-	-	-			-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-			-	-
V. TOTAL - Sources other than above (listed alphabetically): _____	3,660	-	-			3,660	19.8
Association rosters and directories _____	-	-	-			-	-
*Business directories _____	3,660	-	-			3,660	19.8
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-			-	-
Other sources _____	-	-	-			-	-
VI. Single Copy Sales: _____	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	14,805	3,700	-			18,505	100.0
*See Paragraph 9 PERCENT	80.0	20.0	-			100.0	

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009				
MAILING ADDRESS	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____			18,505	100.0
Individuals by name only _____			-	-
Titles or functions only _____			-	-
Company names only _____			-	-
Multi-Copy Same Addressee copies _____			-	-
Single Copy Sales _____			-	-
TOTAL QUALIFIED CIRCULATION			18,505	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009							
State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified
039-049 Maine _____	175		400-427 Kentucky _____	252			
030-038 New Hampshire _____	197		370-385 Tennessee _____	387			
050-059 Vermont _____	87		350-369 Alabama _____	230			
010-027 Massachusetts _____	615		386-397 Mississippi _____	118			
028-029 Rhode Island _____	81						
060-069 Connecticut _____	348		EAST SO. CENTRAL	987	5.4		
NEW ENGLAND	1,503	8.1	716-729 Arkansas _____	176			
100-149 New York _____	1,378		700-714 Louisiana _____	143			
070-089 New Jersey _____	650		730-749 Oklahoma _____	251			
150-196 Pennsylvania _____	966		750-799 Texas _____	905			
MIDDLE ATLANTIC	2,994	16.2	WEST SO. CENTRAL	1,475	8.0		
430-459 Ohio _____	870		590-599 Montana _____	119			
460-479 Indiana _____	413		832-838 Idaho _____	156			
600-629 Illinois _____	984		820-831 Wyoming _____	67			
480-499 Michigan _____	623		800-816 Colorado _____	358			
530-549 Wisconsin _____	445		870-884 New Mexico _____	127			
EAST NO. CENTRAL	3,335	18.1	850-865 Arizona _____	275			
550-567 Minnesota _____	450		840-847 Utah _____	156			
500-528 Iowa _____	262		889-898 Nevada _____	116			
630-658 Missouri _____	472		MOUNTAIN	1,374	7.4		
580-588 North Dakota _____	80		995-999 Alaska _____	77			
570-577 South Dakota _____	102		980-994 Washington _____	402			
680-693 Nebraska _____	172		970-979 Oregon _____	287			
660-679 Kansas _____	182		900-961 California _____	1,272			
WEST NO. CENTRAL	1,720	9.3	967-968 Hawaii _____	35			
197-199 Delaware _____	53		PACIFIC	2,073	11.2		
206-219 Maryland _____	297		UNITED STATES	18,499	100.0		
200-205 Washington, DC _____	9		969 & 004-009 U.S. Territories _____	6			
220-246 Virginia _____	446		Canada _____	-			
247-268 West Virginia _____	135		Mexico _____	-			
270-289 North Carolina _____	572		Other International _____	-			
290-299 South Carolina _____	230		AP0/FPO _____	-			
300-319 Georgia _____	425		TOTAL QUALIFIED CIRCULATION	18,505	100.0		
320-349 Florida _____	871						
SOUTH ATLANTIC	3,038	16.4					

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

6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim	Circulation Claim
	2005	2006	2007	January - June 2008	July - December 2008*	January - June 2009*
Total Audit Average Qualified: _____	18,895	19,003	19,003	19,001	19,001	18,703
Qualified Non-Paid: _	18,895	19,003	19,003	19,001	19,001	18,703
Qualified Paid: _____	-	-	-	-	-	-
Post Expire Copies included in Paid Circulation: _____	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price: _____	**NC	**NC	**NC	**NC	**NC	**NC

***NOTE: July 2008 - June 2009 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.**

**NC = None Claimed.

8. PAID CIRCULATION DATA

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

9. ADDITIONAL DATA**PARAGRAPH 3b:**

Business directories include 1 source for a quantity of 3,660 copies or 19.8%, including InfoUSA.

PARAGRAPHS 5 AND 6 ARE NOT REQUIRED.

PUBLISHER'S AFFIDAVIT

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

Kris Flitcroft, Brand Director

Christine Gess, Circulation 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 July 15, 2009

State Wisconsin

County Jefferson

Received by BPA Worldwide July 15, 2009

Type PJ

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