

**BUSINESS PUBLICATION CIRCULATION STATEMENT
FOR THE 6 MONTH PERIOD ENDED JUNE 2011
(Including Supplementary Data)**

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 comprised of media owners, advertising agencies and advertisers. Headquartered in Shelton, Connecticut, USA, BPA has the largest membership of any media-auditing organization in the world, spanning more than 30 countries. Worldwide, BPA audits 2,600+ media properties—including over 1,500 B-to-B publications, more than 350 consumer magazines, 150 newspapers, 550+ web sites, 40 events, email newsletters, databases, wireless and other advertiser-supported media—as well as 2,700 advertiser and agency members.

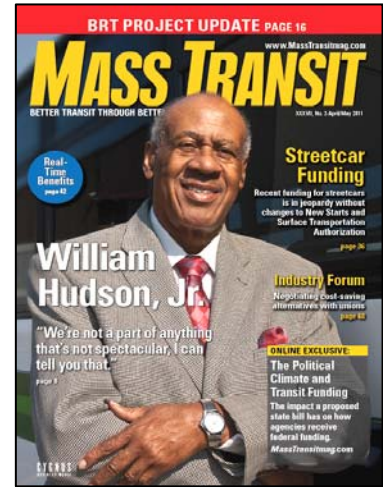
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MASS TRANSIT

BETTER TRANSIT THROUGH BETTER MANAGEMENT

Cygnus Business Media
1233 Janesville Avenue
P.O. Box 803
Fort Atkinson, WI 53538
Tel.: 920.563.6388
Fax: 920.563.1699
www.masstransitmag.com

Official Publication of: None
Established: 1937
Issues Per Year: 8



FIELD SERVED

MASS TRANSIT serves the urban public and private transportation market worldwide. This includes publicly operated transit systems, privately operated transit systems, transit agencies and boards, governmental departments, transportation consultant, engineering, architectural and construction firms, professional service organizations, equipment manufacturers and suppliers and affiliated companies.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are individuals in corporate and operating management, engineering, planning, sales and marketing, purchasing, maintenance and public officials.

PURPOSE

Included herein is a supplementary analysis of respondents whose organization is involved in such modes of transportation as bus, rail, ferry operations and water shuttle, paratransit and demand response, van pools, car pools and car sharing, shuttles and taxis.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation	188
Advertiser and Agency	330
Rotated or Occasional	-
Allocated for Trade Shows and Conventions	212
Digital	-
All Other	138
TOTAL	868

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual	23,208	100.0	23,208	100.0	-	-
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	-	-	-	-	-	-
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	23,208	100.0	23,208	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD				
2011 Issue	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified
February	18,734	3,224	1,266	23,224
March	18,684	3,216	1,316	23,216
April/May	18,530	3,202	1,470	23,202
June	18,472	3,190	1,528	23,190

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011
This issue is -% or 8 copies below the average of the other 3 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	CLASSIFICATION BY FUNCTION						
						Corporate And Operating Management	Engineering	Planning	Sales/Marketing	Purchasing	Maintenance	Public Officials
Publicly Operated Transit System/Transit Agency/Board _____	8,734	37.6	6,953	1,221	560	6,320	439	531	290	201	723	230
Privately Operated Transit System _____	6,634	28.6	6,076	362	196	5,952	112	68	167	38	186	111
Subtotal of Transit Operators	15,368	66.2	13,029	1,583	756	12,272	551	599	457	239	909	341
Governmental Department _____	2,291	9.9	1,702	422	167	1,554	162	231	41	47	101	155
Consultant, Engineering, Architectural, Construction Firm or Professional Service Organization _____	3,243	14.0	2,207	712	324	1,572	786	383	333	22	125	22
Equipment Manufacturer/Supplier _____	2,300	9.9	1,592	485	223	899	285	25	982	31	74	4
TOTAL QUALIFIED CIRCULATION	23,202	100.0	18,530	3,202	1,470	16,297	1,784	1,238	1,813	339	1,209	522
PERCENT	100.0		79.9	13.8	6.3	70.2	7.7	5.3	7.8	1.5	5.2	2.3

SUPPLEMENTAL DATA FOR THE ISSUE OF APRIL/MAY 2011
Analysis of 18,074 or 77.9% recipients who indicated the modes of transportation their organization is involved. (See questionnaire used to elicit this data on the back page of this report.) Since any one respondent may select more than one category, this data should not be added together as the total may exceed the total circulation. This data is presented for statistical and marketing purposes only.

MODE OF TRANSPORTATION	Total Respondents	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	CLASSIFICATION BY FUNCTION						
					Corporate and Operating Management	Engineering	Planning	Sales/Marketing	Purchasing	Maintenance	Public Official
Bus _____	12,598	9,203	2,325	1,070	7,996	1,009	995	1,187	252	845	314
Rail _____	8,240	5,697	1,691	852	4,323	1,386	763	1,001	182	416	169
Ferry/Water Shuttle _____	1,781	1,198	404	179	1,003	233	180	247	29	51	38
Paratransit/Demand Response _____	5,596	3,768	1,243	585	3,525	384	549	480	151	338	169
Van Pool/Carpool/Car Sharing _____	3,169	2,257	620	292	2,039	213	328	242	70	176	101
Shuttle/Taxi _____	2,631	1,934	469	228	1,763	162	194	314	31	101	66

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011

QUALIFICATION SOURCE	Qualified Within			Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified	Percent
	1 Year	2 Years	3 Years					
I. Direct Request: _____	13,754	5,800	-	14,882	3,202	1,470	19,554	84.3
II. Request from recipient's company: _____	416	-	-	416	-	-	416	1.8
III. Membership Benefit: _____	-	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-	-	-	-	-	-
V. TOTAL - Sources other than above (listed alphabetically): _____	3,232	-	-	3,232	-	-	3,232	13.9
Association rosters and directories _____	-	-	-	-	-	-	-	-
*Business directories _____	3,232	-	-	3,232	-	-	3,232	13.9
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-	-
Other sources _____	-	-	-	-	-	-	-	-
VI. Single Copy Sales: _____	-	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	17,402	5,800	-	18,530	3,202	1,470	23,202	100.0
PERCENT	75.0	25.0	-	79.9	13.8	6.3	100.0	

*See Additional Data

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011					
Regions	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified	Percent
NEW ENGLAND	1,077	168	77	1,322	5.7
MIDDLE ATLANTIC	3,404	516	298	4,218	18.2
EAST NO. CENTRAL	3,011	431	217	3,659	15.8
WEST NO. CENTRAL	1,364	205	81	1,650	7.1
SOUTH ATLANTIC	3,307	491	264	4,062	17.5
EAST SO. CENTRAL	714	78	50	842	3.6
WEST SO. CENTRAL	1,722	213	100	2,035	8.8
MOUNTAIN	1,044	210	85	1,339	5.8
PACIFIC	2,392	549	222	3,163	13.6
UNITED STATES	18,035	2,861	1,394	22,290	96.1
969 & 004-009 U.S. TERRITORIES	16	9	3	28	0.1
CANADA	478	268	73	819	3.5
MEXICO	-	1	-	1	-
OTHER INTERNATIONAL	-	63	-	63	0.3
APO/FPO	1	-	-	1	-
TOTAL QUALIFIED CIRCULATION	18,530	3,202	1,470	23,202	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011					
Region/Country	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified	Percent
ASIA	-	16	-	16	0.1
MIDDLE EAST	-	5	-	5	-
EUROPE	-	27	-	27	0.1
AFRICA	-	3	-	3	-
NORTH AMERICA					
Canada	478	268	73	819	
United States	18,035	2,861	1,394	22,290	
Mexico	-	1	-	1	
Unspecified North America	17	9	3	29	
Sub-Total	18,530	3,139	1,470	23,139	99.7
CARIBBEAN	-	2	-	2	-
SOUTH AMERICA	-	4	-	4	-
ASIA PACIFIC	-	6	-	6	-
TOTAL QUALIFIED CIRCULATION	18,530	3,202	1,470	23,202	100.0

ADDITIONAL DATA

METHOD OF DISTRIBUTION

All qualified circulation conforms to the Field Served and Definition of Recipient Qualification, as reported. Print copies are distributed via postal services or other carriers. Recipients who request the digital version are notified via email when the version is available.

STATEMENT OF CONTENT PLATFORM

Replica - Editorial and design are unchanged from the original print edition.

PARAGRAPH 3b:

Business directories include 3 sources of circulation for quantities of 487 copies or 2.1% to 1,683 copies or 7.3%.

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - PRINT VERSION ONLY						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	18,605	100.0	18,605	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	18,605	100.0	18,605	100.0	-	-

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - DIGITAL VERSION ONLY						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	3,208	100.0	3,208	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	3,208	100.0	3,208	100.0	-	-

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - BOTH PRINT & DIGITAL VERSION						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	1,395	100.0	1,395	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	1,395	100.0	1,395	100.0	-	-

QUESTIONNAIRE USED BY PUBLICATION TO ELICIT SUPPLEMENTARY DATA:



Qualify for a FREE Subscription

Name (Print) _____
 Title _____
 Company _____
 Address _____
 City _____
 State/Province _____ Zip/Postal Code _____
 Country _____

Complete and return
 • fax to 800-543-5055 •

• online at www.masstransitmag.com •
 • email to circulation@masstransitmag.com •

The publisher reserves the right to serve only those individuals who meet qualification guidelines. Digital Editions may be served at the publisher's discretion.

Please write clearly with a black pen.

Please fill in ovals completely using black ink.

001MIS

1. Please start/continue my FREE subscription to MASS TRANSIT:

- YES-Digital YES-Print
 YES-Both Print & Digital No

Signature (Required) _____ Date ____/____/____

Phone () _____

Business Cell Phone () _____
 For subscription renewals only

Fax () _____
 By providing your fax number you are giving Cygnus Business Media permission to send you information via fax. Your fax number will not be released to any third party. Check here if you do not wish to receive subscription or industry related information via fax.

E-mail _____
 Complimentary subscriptions need to be renewed annually. Check here if you do not wish to receive product and service information from our industry partners via e-mail.

2. Which category best describes your organization?

11. Publicly Operated Transit System
 12. Privately Operated Transit System
 13. Governmental Department
 14. Consultant, Engineering, Architectural or Construction Firm
 15. Professional Service Organization
 17. Equipment Manufacturer/Supplier
 18. Transit Agency/Board
 Other _____

3. Which category best describes your job classification?

01. Corporate and Operating Management
 02. Engineering
 03. Planning
 04. Sales/Marketing
 05. Purchasing
 06. Maintenance
 07. Public Official
 Other _____

4. Which modes of transportation is your organization involved? (Fill in all that apply)

01. Bus
 02. Rail
 03. Ferry/Water Shuttle
 04. Paratransit/Demand Response
 05. Van Pool/Carpool/Car Sharing
 06. Shuttle/Taxi
 98. Other _____
 99. None

5. Please also send MASS TRANSIT FREE to the following individuals at this location:

Name _____, Maintenance Mgr.

Name _____

Title _____

Name _____

Title _____

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07/10

PUBLISHER'S AFFIDAVIT

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

John Hollenhorst, Publisher

Debbie Dumke, 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 July 15, 2011

State Wisconsin

County Jefferson

Received by BPA Worldwide July 15, 2011

Type PSD

ID Number M024Y0J1