

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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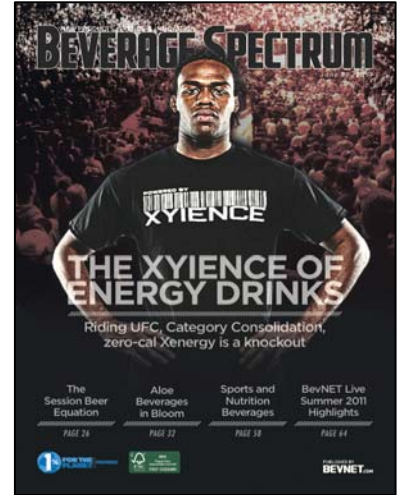
A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprised of media owners, advertising agencies and advertisers. Headquartered in Shelton, Connecticut, USA, BPA has the largest membership of any media-auditing organization in the world, spanning more than 30 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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Official Publication of: None  
Established: 2003  
Issues per Year: 8



**FIELD SERVED**

Beverage Spectrum Magazine serves Convenience Stores, Superstores/Grocery Stores, Club/Warehouse Stores, Mass Merchandisers/Dollar Stores, Drug Stores, Liquor Stores, Wine Stores, Wholesalers, Distributors, Brokers, Beverage Only/Beverage Specialty Stores, Beverage Companies, Supplier Companies, Service Companies and Others Allied to the Field.

**DEFINITION OF RECIPIENT QUALIFICATION**

Qualified recipients are Owners, Presidents, CEOs/COOs, Buyers, Merchandise Managers, Regional/District Managers, Store Managers, Store Supervisors and Other titled and non-titled personnel.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	1
Advertiser and Agency _____	74
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	-
Digital _____	-
All Other _____	674
<b>TOTAL</b>	<b>749</b>

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	17,183	100.0	17,183	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>17,183</b>	<b>100.0</b>	<b>17,183</b>	<b>100.0</b>	-	-

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD						
2011 Issue	Number Removed	Number Added	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified
January/February _____	156	371	10,201	1,569	5,140	16,910
March _____	53	262	10,250	1,617	5,252	17,119
April/May _____	1,345	1,500	10,564	1,547	5,163	17,274
June _____	82	236	10,601	1,608	5,219	17,428
<b>TOTAL</b>	<b>1,636</b>	<b>2,369</b>				

**3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011**  
 This issue is 0.7% or 122 copies above the average of the other 3 issues reported in Paragraph two.

BUSINESS/INDUSTRY	TOTAL	PERCENT	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	TITLE/FUNCTION					
						Owner, President, CEO/COO	Buyer	Merchandise Manager	Regional/District Manager	Store Manager/Supervisor	Other Titles and Titles Not Available
Convenience Store _____	2,136	12.4	1,476	84	576	1,021	162	122	203	289	339
Superstore/Grocery _____	504	2.9	283	48	173	172	70	37	60	30	135
Club/Warehouse Store _____	76	0.4	47	10	19	37	17	5	1	7	9
Mass Merchandiser/Dollar _____	72	0.4	38	7	27	30	17	6	4	2	13
Drug Store _____	47	0.3	32	3	12	17	11	3	1	11	4
Liquor Store _____	104	0.6	68	4	32	55	5	7	6	18	13
Wine Store _____	29	0.2	19	1	9	18	3	1	-	1	6
Wholesaler/Distributor/Broker _____	4,142	24.0	2,741	276	1,125	2,760	118	127	314	100	723
Beverage Only/Beverage Specialty Store _____	228	1.3	100	29	99	144	7	9	12	10	46
Beverage Company _____	5,719	33.1	3,872	523	1,324	2,277	43	90	478	257	2,574
Supplier Company _____	1,463	8.5	679	178	606	532	19	51	180	29	652
Services Company _____	1,003	5.8	465	145	393	556	21	39	48	49	290
Other _____	1,751	10.1	744	239	768	713	48	21	58	55	856
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>17,274</b>	<b>100.0</b>	<b>10,564</b>	<b>1,547</b>	<b>5,163</b>	<b>8,332</b>	<b>541</b>	<b>518</b>	<b>1,365</b>	<b>858</b>	<b>5,660</b>
<b>PERCENT</b>	<b>100.0</b>		<b>61.1</b>	<b>9.0</b>	<b>29.9</b>	<b>48.2</b>	<b>3.1</b>	<b>3.0</b>	<b>7.9</b>	<b>5.0</b>	<b>32.8</b>

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: _____	7,514	3,960	873	5,637	1,547	5,163	12,347	71.5
II. Request from recipient's company: _____	498	532	373	1,403	-	-	1,403	8.1
III. Membership Benefit: _____	-	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	5	5	-	-	5	-
V. <b>TOTAL</b> - Sources other than above (listed alphabetically): _____	<b>1,286</b>	<b>2,074</b>	<b>159</b>	<b>3,519</b>	-	-	<b>3,519</b>	<b>20.4</b>
*Association rosters and directories _____	-	1,236	-	1,236	-	-	1,236	7.2
Business directories _____	-	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-	-
*Other sources _____	1,286	838	159	2,283	-	-	2,283	13.2
VI. Single Copy Sales: _____	-	-	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>9,298</b>	<b>6,566</b>	<b>1,410</b>	<b>10,564</b>	<b>1,547</b>	<b>5,163</b>	<b>17,274</b>	<b>100.0</b>
<b>PERCENT</b>	<b>53.8</b>	<b>38.0</b>	<b>8.2</b>	<b>61.1</b>	<b>9.0</b>	<b>29.9</b>	<b>100.0</b>	

\*See Additional Data

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011					
MAILING ADDRESS	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified	Percent
Individuals by name and title and/or function _____	9,673	1,546	5,156	16,375	94.8
Individuals by name only _____	837	1	7	845	4.9
Titles or functions only _____	30	-	-	30	0.2
Company names only _____	24	-	-	24	0.1
Multi-Copy Same Addressee copies _____	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>10,564</b>	<b>1,547</b>	<b>5,163</b>	<b>17,274</b>	<b>100.0</b>

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF APRIL/MAY 2011											
State	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified	Percent	State	Print Version Only (A)	Digital Version Only (B)	Both Print & Digital Version (Unduplicated) (C)	Total Qualified	Percent
Maine _____	68	2	22	92		Kentucky _____	131	8	53	192	
New Hampshire _____	53	8	14	75		Tennessee _____	148	7	55	210	
Vermont _____	41	4	10	55		Alabama _____	130	4	25	159	
Massachusetts _____	189	21	123	333		Mississippi _____	79	4	19	102	
Rhode Island _____	30	1	13	44		<b>EAST SO. CENTRAL</b>	<b>488</b>	<b>23</b>	<b>152</b>	<b>663</b>	<b>3.8</b>
Connecticut _____	198	17	120	335		Arkansas _____	88	6	35	129	
<b>NEW ENGLAND</b>	<b>579</b>	<b>53</b>	<b>302</b>	<b>934</b>	<b>5.4</b>	Louisiana _____	118	8	35	161	
New York _____	862	73	522	1,457		Oklahoma _____	82	2	25	109	
New Jersey _____	412	29	258	699		Texas _____	620	53	304	977	
Pennsylvania _____	486	36	189	711		<b>WEST SO. CENTRAL</b>	<b>908</b>	<b>69</b>	<b>399</b>	<b>1,376</b>	<b>8.0</b>
<b>MIDDLE ATLANTIC</b>	<b>1,760</b>	<b>138</b>	<b>969</b>	<b>2,867</b>	<b>16.6</b>	Montana _____	58	4	14	76	
Ohio _____	337	26	169	532		Idaho _____	65	1	17	83	
Indiana _____	152	17	60	229		Wyoming _____	41	2	2	45	
Illinois _____	494	55	290	839		Colorado _____	207	24	119	350	
Michigan _____	303	17	137	457		New Mexico _____	38	4	13	55	
Wisconsin _____	302	13	118	433		Arizona _____	174	20	85	279	
<b>EAST NO. CENTRAL</b>	<b>1,588</b>	<b>128</b>	<b>774</b>	<b>2,490</b>	<b>14.4</b>	Utah _____	91	6	45	142	
Minnesota _____	222	12	90	324		Nevada _____	130	10	65	205	
Iowa _____	126	6	30	162		<b>MOUNTAIN</b>	<b>804</b>	<b>71</b>	<b>360</b>	<b>1,235</b>	<b>7.1</b>
Missouri _____	225	9	83	317		Alaska _____	19	-	6	25	
North Dakota _____	45	4	5	54		Washington _____	250	14	103	367	
South Dakota _____	49	-	4	53		Oregon _____	116	11	52	179	
Nebraska _____	81	2	16	99		California _____	1,410	147	868	2,425	
Kansas _____	79	3	33	115		Hawaii _____	47	1	23	71	
<b>WEST NO. CENTRAL</b>	<b>827</b>	<b>36</b>	<b>261</b>	<b>1,124</b>	<b>6.5</b>	<b>PACIFIC</b>	<b>1,842</b>	<b>173</b>	<b>1,052</b>	<b>3,067</b>	<b>17.9</b>
Delaware _____	27	1	12	40		<b>UNITED STATES</b>	<b>10,542</b>	<b>838</b>	<b>5,148</b>	<b>16,528</b>	<b>95.7</b>
Maryland _____	152	14	59	225		U.S. Territories _____	21	4	15	40	
Washington, DC _____	25	3	13	41		Canada _____	-	110	-	110	
Virginia _____	191	11	68	270		Mexico _____	-	35	-	35	
West Virginia _____	65	1	7	73		Other International _____	-	560	-	560	
North Carolina _____	306	11	111	428		AP0/FPO _____	1	-	-	1	
South Carolina _____	84	5	36	125		<b>TOTAL QUALIFIED CIRCULATION</b>	<b>10,564</b>	<b>1,547</b>	<b>5,163</b>	<b>17,274</b>	<b>100.0</b>
Georgia _____	296	35	203	534							
Florida _____	600	66	370	1,036							
<b>SOUTH ATLANTIC</b>	<b>1,746</b>	<b>147</b>	<b>879</b>	<b>2,772</b>	<b>16.0</b>						

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
	July - December 2008	January - June 2009	July - December 2009	January - June 2010	July - December 2010*	January - June 2011*
Total Audit Average Qualified _	17,997	16,832	16,690	16,999	16,442	17,183
Qualified Non-Paid Total _____	17,997	16,832	16,690	16,999	16,442	17,183
Print Version Only _____	16,618	14,166	11,693	11,682	9,934	10,404
Digital Version Only _____	511	1,054	1,298	1,200	1,469	1,585
Print & Digital Version (Unduplicated) _____	868	1,612	3,699	4,117	5,039	5,194
Qualified Paid Total _____	-	-	-	-	-	-
Print Version Only _____	-	-	-	-	-	-
Digital Version Only _____	-	-	-	-	-	-
Print & Digital Version (Unduplicated) _____	-	-	-	-	-	-
Post Expire Copies included in Total Qualified Circulation ____	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price __	**NC	**NC	**NC	**NC	**NC	**NC

**\*NOTE: July 2010 - June 2011 data is unaudited. With each successive period, new data will be added until six 6-month periods of data are displayed.**  
 \*\*NC = None Claimed

**ADDITIONAL DATA**

**METHOD OF DISTRIBUTION:**

All qualified circulation conforms to the field served and definition of a recipient's qualification, as reported. Print copies are distributed via postal services or other carriers. Recipients who request the digital versions 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:**

Association rosters and directories include 1 source of circulation for a quantity of 1,236 copies or 7.2%, including ABA List. Other Sources include 4 sources of circulation for quantities of 48 copies or 0.3% to 1,286 copies or 7.4%, including BEVCON List.

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 _____	10,404	100.0	10,404	100.0	-	-
Sponsored Individually Addressed _	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>10,404</b>	<b>100.0</b>	<b>10,404</b>	<b>100.0</b>	<b>-</b>	<b>-</b>

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 _____	1,585	100.0	1,585	100.0	-	-
Sponsored Individually Addressed _	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>1,585</b>	<b>100.0</b>	<b>1,585</b>	<b>100.0</b>	<b>-</b>	<b>-</b>

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 _____	5,194	100.0	5,194	100.0	-	-
Sponsored Individually Addressed _	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>5,194</b>	<b>100.0</b>	<b>5,194</b>	<b>100.0</b>	<b>-</b>	<b>-</b>

PUBLISHER'S AFFIDAVIT		
We hereby make oath and say that all data set forth in this statement are true.	Date signed	July 18, 2011
Barry Nathanson, Publisher	State	Massachusetts
John Craven, Circulation	County	Middlesex
(At least one of the above signatures must be that of an officer of the publishing company or its authorized representative.)	Received by BPA Worldwide	July 18, 2011
<b>IMPORTANT NOTE:</b>	Type	PJ
This unaudited circulation statement has been checked against the previous audit report.	ID Number	B285P0J1
It will be included in the annual audit made by BPA Worldwide.		