

BUSINESS PUBLICATION CIRCULATION STATEMENT FOR THE 6 MONTH PERIOD ENDED JUNE 2011

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.

No. NEC/06-11

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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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WALLS & CEILINGS

BNP Media II, LLC
2401 W. Big Beaver Road
Suite 700
Troy, MI 48084-3333
Tel. No.: (248) 362-3700
Fax No.: (248) 362-0317
www.wconline.com

Official Publication of: None
Established: 1938
Issues Per Year: 12

FIELD SERVED

WALLS & CEILINGS serves the field of contractors, architects, dealers/distributors and others allied to the walls and ceilings industry.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are presidents, owners, production/project managers, supervisors/superintendents, architects/specifiers/consultants/cost planners, mechanics/technicians and other titled and non-titled personnel including company copies.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	23
Advertiser and Agency _____	1,186
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	-
Digital _____	-
All Other _____	1,560
TOTAL	2,769

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	33,500	100.0	33,415	99.7	85	0.3
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	33,500	100.0	33,415	99.7	85	0.3

2a. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD					
2011 Issue	Number Removed	Number Added	Print Version Only (A)	Digital Version Only (B)	Total Qualified
January _____	82	82	29,809	3,691	33,500
February _____	111	111	29,801	3,699	33,500
March _____	214	214	29,437	4,063	33,500
April _____	4,782	4,782	29,376	4,124	33,500
May _____	1,105	1,105	29,242	4,258	33,500
June _____	30	30	29,152	4,348	33,500
TOTAL	6,324	6,324			

2b. WEBSITE ACTIVITY BY MONTH						
Month	Page Impressions	User Sessions	Unique Browsers	Unique Browser Frequency	Page Duration	User Session Duration
January _____	18,702	10,878	9,591	1.13	01:18	02:16
February _____	15,872	9,788	8,776	1.12	01:26	02:20
March _____	20,033	12,083	10,809	1.12	01:25	02:22
April _____	14,191	8,330	7,353	1.13	01:16	02:11
May _____	14,341	7,946	6,815	1.17	01:10	02:10
June _____	13,195	7,415	6,344	1.17	01:17	02:18
AVERAGE:	16,056	9,407	8,281	1.14	01:19	02:16

*See Additional Data

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3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

This issue is equal to the average of the other 5 issues reported in Paragraph two.

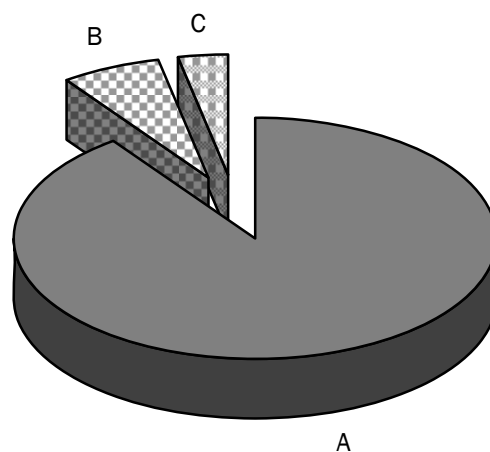
BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	President/ Owner (Note 1)	Production/ Project Manager (Note 2)	Supervisor/ Superintendent	Architect/ Specifier/ Consultant/ Cost Planner	Mechanic/ Technician	Other Titled and Non-Titled Personnel Including Company Copies
Contractor _____	30,200	90.1	26,873	3,327	25,472	2,731	1,123	563	311	-
Architect _____	2,200	6.6	1,540	660	1,368	194	25	599	14	-
Dealer/Distributor _____	1,100	3.3	829	271	753	199	84	49	15	-
Others Allied to the Walls & Ceilings Industry _____	-	-	-	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	33,500	100.0	29,242	4,258	27,593	3,124	1,232	1,211	340	-
PERCENT	100.0		87.3	12.7	82.4	9.3	3.7	3.6	1.0	-

Note 1: President/Owner includes CEO, Chairman, and Partner.

Note 2: Production/Project Manager includes Branch Manager and General Manager.

3a. Breakout of Qualified Circulation of Business and Industry

	BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL
A	Contractor _____	30,200	90.1
B	Architect _____	2,200	6.6
C	Dealer/Distributor _____	1,100	3.3
D	Others Allied to the Walls & Ceilings Industry _____	-	-
	TOTAL	33,500	100.0



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

QUALIFICATION SOURCE	Qualified Within			Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
	1 year	2 years	3 years				
I. TOTAL – Direct Request: _____	18,425	8,375	-	22,542	4,258	26,800	80.0
a. Written _____	3,234	1,199	-	4,342	91	4,433	13.2
b. Telecommunication _____	7,616	2,715	-	8,686	1,645	10,331	30.8
c. Electronic _____	7,575	4,461	-	9,514	2,522	12,036	36.0
II. TOTAL – Request from recipient's company: _____	178	-	-	178	-	178	0.5
a. Written _____	23	-	-	23	-	23	0.1
b. Telecommunication _____	-	-	-	-	-	-	-
c. Electronic _____	155	-	-	155	-	155	0.4
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): _____	6,522	-	-	6,522	-	6,522	19.5
Association rosters and directories _____	-	-	-	-	-	-	-
*Business directories _____	6,522	-	-	6,522	-	6,522	19.5
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-	-	-	-	-
Other sources _____	-	-	-	-	-	-	-
VI. TOTAL – Single Copy Sales: _____	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	25,125	8,375	-	29,242	4,258	33,500	100.0
*See Additional Data	PERCENT	75.0	25.0	-	87.3	12.7	100.0

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

MAILING ADDRESS	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Individuals by name and title and/or function _____	29,242	4,258	33,500	100.0
Individuals by name only _____	-	-	-	-
Titles or functions only _____	-	-	-	-
Company names only _____	-	-	-	-
Multi-Copy Same Addressee copies _____	-	-	-	-
Single Copy Sales _____	-	-	-	-
TOTAL QUALIFIED CIRCULATION	29,242	4,258	33,500	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

State	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Maine _____	167	12	179	
New Hampshire _____	211	22	233	
Vermont _____	65	6	71	
Massachusetts _____	568	61	629	
Rhode Island _____	95	8	103	
Connecticut _____	367	42	409	
NEW ENGLAND	1,473	151	1,624	4.9
New York _____	1,351	190	1,541	
New Jersey _____	708	95	803	
Pennsylvania _____	1,170	143	1,313	
MIDDLE ATLANTIC	3,229	428	3,657	10.9
Ohio _____	1,154	133	1,287	
Indiana _____	629	71	700	
Illinois _____	1,230	145	1,375	
Michigan _____	1,059	111	1,170	
Wisconsin _____	818	92	910	
EAST NO. CENTRAL	4,890	552	5,442	16.2
Minnesota _____	803	84	887	
Iowa _____	452	49	501	
Missouri _____	675	80	755	
North Dakota _____	126	6	132	
South Dakota _____	144	7	151	
Nebraska _____	284	24	308	
Kansas _____	345	38	383	
WEST NO. CENTRAL	2,829	288	3,117	9.3
Delaware _____	79	9	88	
Maryland _____	496	57	553	
Washington, DC _____	20	7	27	
Virginia _____	664	87	751	
West Virginia _____	107	4	111	
North Carolina _____	886	101	987	
South Carolina _____	350	34	384	
Georgia _____	857	111	968	
Florida _____	2,283	274	2,557	
SOUTH ATLANTIC	5,742	684	6,426	19.2

State	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Kentucky _____	342	29	371	
Tennessee _____	501	50	551	
Alabama _____	357	45	402	
Mississippi _____	193	17	210	
EAST SO. CENTRAL	1,393	141	1,534	4.6
Arkansas _____	263	28	291	
Louisiana _____	354	34	388	
Oklahoma _____	325	41	366	
Texas _____	1,851	260	2,111	
WEST SO. CENTRAL	2,793	363	3,156	9.4
Montana _____	205	18	223	
Idaho _____	232	27	259	
Wyoming _____	83	3	86	
Colorado _____	657	57	714	
New Mexico _____	192	19	211	
Arizona _____	569	88	657	
Utah _____	250	34	284	
Nevada _____	215	38	253	
MOUNTAIN	2,403	284	2,687	8.0
Alaska _____	93	10	103	
Washington _____	700	102	802	
Oregon _____	433	52	485	
California _____	3,075	424	3,499	
Hawaii _____	135	38	173	
PACIFIC	4,436	626	5,062	15.1
UNITED STATES	29,188	3,517	32,705	97.6
U.S. Territories _____	21	6	27	
Canada _____	20	106	126	
Mexico _____	1	35	36	
Other International _____	11	592	603	
APO/FPO _____	1	2	3	
TOTAL QUALIFIED CIRCULATION	29,242	4,258	33,500	100.0

AVERAGE AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS						
	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim	Circulation Claim
6 Month Period Ended:	July-December 2008	January-June 2009	July-December 2009	January-June 2010	July-December 2010*	January-June 2011*
Total Audit Average Qualified	31,333	31,500	30,377	36,384	33,500	33,500
Qualified Non-Paid	31,168	31,346	30,238	36,267	33,401	33,415
Print Version Only	31,168	31,346	29,361	30,101	29,895	29,385
Digital Version Only	-	-	877	6,166	3,506	4,030
Qualified Paid	165	154	139	117	99	85
Print Version Only	165	154	139	116	98	84
Digital Version Only	-	-	-	1	1	1
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

WEBSITE GLOSSARY:

Unique Browsers: An identified and unduplicated Cookied Browser that accesses internet content during a measurement period. Each browser visiting a site instrumented with SiteCensus code is assigned a unique cookie id to help determine browser uniqueness

Page Impressions: The number of web pages successfully viewed by all browsers within the reporting period

User Sessions: A single continuous set of activity attributable to a browser resulting in one or more pulled text downloads from a site. A period of inactivity of more than 30 minutes terminates the session

Unique Browser Frequency: The average number of user sessions per Unique Browser over the selected reporting period

User Session Duration: The average time a browser remained on the site per session

Page Duration: The average time a browser spent viewing any page(s) on the site

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 1 source of circulation for a quantity of 6,522 copies or 19.5%, including InfoUSA.

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	29,469	100.0	29,385	99.7	84	0.3
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	-	-	-	-	-	-
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	29,469	100.0	29,385	99.7	84	0.3

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	4,031	100.0	4,030	100.0	1	-
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	-	-	-	-	-	-
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	4,031	100.0	4,030	100.0	1	-

PUBLISHER'S AFFIDAVIT

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

Catherine M. Ronan, Corporate Audience Audit Manager

Rita M. Fomia, Corporate Strategy Director

(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 6, 2011

State Michigan

County Oakland

Received by BPA Worldwide July 6, 2011

Type PJ

ID Number W056Y0J1