

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.

Two Corporate Drive, Ninth Floor
Shelton, CT 06484-6259
Phone: +1 203.447.2800
Fax: +1 203.447.2900
www.bpaww.com

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.

Visit www.bpaww.com for the latest audit reports, membership information and publishing and advertising industry news.

THE GOURMET RETAILER

The Nielsen Company
770 Broadway, 6th Floor
New York, NY 10003-9595
Tel.: (646) 654-4500
Fax: (646) 654-7265
www.gourmetretailer.com

Official Publication of: None
Established: 1979
Issues Per Year: 7
(See Paragraph 9)



FIELD SERVED

THE GOURMET RETAILER serves specialty food stores, restaurants, delicatessens, caterers, cheese shops, wine shops, natural food markets, department stores including housewares & specialty foods, independent supermarket chains & discounters/clubs, cookware shops, gift gourmet shops, cooking schools, & gift basket shops, confection shops, coffee & tea shops, food wholesalers/distributors, mail order, specialty food broker, food and housewares writers and others allied to the field.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are titled and non-titled personnel in the cookware and specialty food industry.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	114
Advertiser and Agency _____	1,352
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	4,512
Electronic _____	-
All Other _____	289
TOTAL	6,267

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	20,000	100.0	20,000	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	20,000	100.0	20,000	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 _____	2,000	-			20,000	March/ April _____	79	79			20,000
February _____	50	50			20,000	May/ June _____	200	200			20,000
						TOTAL	2,329	329			

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY/JUNE 2009**This issue is equal to the average of the other 3 issues reported in Paragraph two.**

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	Owner/Executive	Manager/Director/Buyer	Chef	Sales
Specialty Food stores, delicatessens, cheese shops, confection shops, wine shops _____	7,347	36.7	5,300	1,773	85	189
Department Store, Mail Order & Mass Merchandiser-Housewares & Specialty Foods _____	1,830	9.2	1,115	605	10	100
Supermarket, Grocery, & Natural Food Market _____	4,266	21.3	2,005	2,098	35	128
Cookware Shops, Gift Gourmet Shops, Cooking Schools, & Gift Basket Shops _____	3,518	17.6	2,758	641	29	90
Coffee & Tea Shops _____	2,095	10.5	1,688	347	17	43
Food Wholesalers/Distributors _____	944	4.7	611	267	8	58
TOTAL QUALIFIED CIRCULATION	20,000	100.0	13,477	5,731	184	608
PERCENT	100.0		67.4	28.7	0.9	3.0

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY/JUNE 2009							
QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 year	2 years	3 years				
I. TOTAL - Direct Request:	13,080	3,980	-			17,060	85.3
a. Written _____	2,840	600	-			3,440	17.2
b. Telecommunication _____	7,980	3,080	-			11,060	55.3
c. Electronic _____	2,260	300	-			2,560	12.8
II. TOTAL - Request from recipient's company:	-	-	-			-	-
a. Written _____	-	-	-			-	-
b. Telecommunication _____	-	-	-			-	-
c. Electronic _____	-	-	-			-	-
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):	2,940	-	-			2,940	14.7
Association rosters and directories _____	-	-	-			-	-
Business directories _____	-	-	-			-	-
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-			-	-
*Other sources _____	2,940	-	-			2,940	14.7
VI. TOTAL - Single Copy Sales:	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	16,020	3,980	-			20,000	100.0
PERCENT	80.1	19.9	-			100.0	

*See Paragraph 9

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY/JUNE 2009				
MAILING ADDRESS	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____			20,000	100.0
Individuals by name only _____			-	-
Titles or functions only _____			-	-
Company names only _____			-	-
Multi-Copy Same Addressee copies _____			-	-
Single Copy Sales _____			-	-
TOTAL QUALIFIED CIRCULATION			20,000	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY/JUNE 2009					
State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent
039-049 Maine _____	142		400-427 Kentucky _____	179	
030-038 New Hampshire _____	127		370-385 Tennessee _____	302	
050-059 Vermont _____	109		350-369 Alabama _____	192	
010-027 Massachusetts _____	545		386-397 Mississippi _____	135	
028-029 Rhode Island _____	102		EAST SO. CENTRAL	808	4.0
060-069 Connecticut _____	329		716-729 Arkansas _____	202	
NEW ENGLAND	1,354	6.8	700-714 Louisiana _____	216	
100-149 New York _____	1,368		730-749 Oklahoma _____	238	
070-089 New Jersey _____	637		750-799 Texas _____	1,086	
150-196 Pennsylvania _____	869		WEST SO. CENTRAL	1,742	8.7
MIDDLE ATLANTIC	2,874	14.4	590-599 Montana _____	156	
430-459 Ohio _____	695		832-838 Idaho _____	143	
460-479 Indiana _____	339		820-831 Wyoming _____	65	
600-629 Illinois _____	957		800-816 Colorado _____	405	
480-499 Michigan _____	686		870-884 New Mexico _____	119	
530-549 Wisconsin _____	666		850-865 Arizona _____	273	
EAST NO. CENTRAL	3,343	16.7	840-847 Utah _____	159	
550-567 Minnesota _____	483		889-898 Nevada _____	125	
500-528 Iowa _____	212		MOUNTAIN	1,445	7.2
630-658 Missouri _____	453		995-999 Alaska _____	92	
580-588 North Dakota _____	59		980-994 Washington _____	702	
570-577 South Dakota _____	102		970-979 Oregon _____	405	
680-693 Nebraska _____	177		900-961 California _____	2,589	
660-679 Kansas _____	240		967-968 Hawaii _____	140	
WEST NO. CENTRAL	1,726	8.6	PACIFIC	3,928	19.6
197-199 Delaware _____	47		UNITED STATES	19,890	99.4
206-219 Maryland _____	302		969 & 004-009 U.S. Territories _____	10	
200-205 Washington, DC _____	40		Canada _____	92	
220-246 Virginia _____	387		Mexico _____	-	
247-268 West Virginia _____	73		Other International _____	7	
270-289 North Carolina _____	431		APO/FPO _____	1	
290-299 South Carolina _____	165		TOTAL QUALIFIED CIRCULATION	20,000	100.0
300-319 Georgia _____	307				
320-349 Florida _____	918				
SOUTH ATLANTIC	2,670	13.4			

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

6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim
	2005	2006	2007	January - June 2008	July - December 2008	January - June 2009*
Total Audit Average Qualified: _____	25,000	23,333	23,000	22,000	22,000	20,000
Qualified Non-Paid: _____	25,000	23,333	23,000	22,000	22,000	20,000
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: January - 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)
7	Issues Per Year
**NC	All Single Copy Sales Prices for the Period
**NC	Renewal Rate of Paid Subscribers (Optional)

9. ADDITIONAL DATA**CHANGE IN FREQUENCY**

Effective with the March/April 2009 issue, the frequency of 12 was changed to 7.

PARAGRAPH 3b:

Other Sources include 1 source of circulation for a quantity of 2,940 copies or 14.7%, including Dun & Bradstreet.

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.

Scott Seltz, Publishing Director

Shelly Patton, Audience Marketing 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 22, 2009

State New York

City New York

Received by BPA Worldwide July 22, 2009

Type PD

ID Number G095POJ9