

**BUSINESS PUBLICATION CIRCULATION STATEMENT
FOR THE 6 MONTH PERIOD ENDED JUNE 2008**

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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BNP Media II, LLC
(See Paragraph 11)
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Tel.: (248) 362-3700
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www.meatanddeliretailer.com

Official Publication of: None
Established: 2002
Issues Per Year: 9

FIELD SERVED

MEAT & DELI RETAILER serves Retail Headquarters/Instore Meat/Bakery/Deli (including Supermarkets/ Grocery Wholesalers/Clubs/Mass Merchandisers).

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients include professionals in General Management, Merchandising, Purchasing, Store Managers, Assistant Store Managers, Department Managers and Other Titled and Non-Titled Personnel as detailed in Paragraph 3a.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	22
Advertiser and Agency _____	554
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	-
All Other _____	663
TOTAL	1,239

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	10,100	100.0	10,100	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	10,100	100.0	10,100	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES WITH REMOVALS AND ADDITIONS FOR PERIOD											
2008 Issue	Number Removed	Number Added	Qualified Non-Paid	Qualified Paid	Total Qualified	2008 Issue	Number Removed	Number Added	Qualified Non-Paid	Qualified Paid	Total Qualified
January/February _____	1,504	1,504			10,100	April _____	1,131	1,131			10,100
March _____	1	1			10,100	May _____	3,059	3,059			10,100
						TOTAL	5,695	5,695			

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008
 This issue is equal to the average of the other 4 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	General Management (Note 1)	Merchandising, Purchasing (Note 2)
Retail Headquarters/Instore Meat/Bakery/Deli (including Supermarkets/Grocery Wholesalers/Clubs/Mass Merchandisers)	10,100	100.0	4,014	6,086
TOTAL QUALIFIED CIRCULATION	10,100	100.0	4,014	6,086
PERCENT	100.0		39.7	60.3

Note 1: General Management includes: President, Vice President, CEO, CFO, and Owner.

Note 2: Merchandising includes: Vice President, Director, Category Manager, Brand Manager, and Manager of Merchandising: Meat, Poultry, Deli, and Perishables. Purchasing includes: Vice President, Director, Manager, Buyer and Purchasing Agent, Logistics. Store Manager, Assistant Store Manager, Department Manager (including Meat, Poultry and Deli) and Other Titled and Non-Titled Personnel.

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008							
QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 year	2 years	3 years				
I. TOTAL - Personal direct request from the recipient: _____	5,636	2,456	-			8,092	80.1
a. Written _____	3	-	-			3	-
b. Telecommunication _____	5,400	2,386	-			7,786	77.1
c. Electronic _____	233	70	-			303	3.0
II. TOTAL - Request from recipient's company: _____	77	75	-			152	1.5
a. Written _____	-	-	-			-	-
b. Telecommunication _____	77	73	-			150	1.5
c. Electronic _____	-	2	-			2	-
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): _____	1,856	-	-			1,856	18.4
Association rosters and directories _____	-	-	-			-	-
*Business directories _____	1,856	-	-			1,856	18.4
Independent field reports _____	-	-	-			-	-
Licensees - National, State or Local Government _____	-	-	-			-	-
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-			-	-
Other sources _____	-	-	-			-	-
VI. TOTAL - Single Copy Sales: _____	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	7,569	2,531	-			10,100	100.0
* See Paragraph 11 PERCENT	74.9	25.1	-			100.0	

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008				
MAILING ADDRESS	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____			10,100	100.0
Individuals by name only _____			-	-
Titles or functions only _____			-	-
Company names only _____			-	-
Multi-Copy Same Addressee copies _____			-	-
Single Copy Sales _____			-	-
TOTAL QUALIFIED CIRCULATION			10,100	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008							
State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent		
039-049 Maine _____	83		400-427 Kentucky _____	153			
030-038 New Hampshire _____	32		370-385 Tennessee _____	213			
050-059 Vermont _____	17		350-369 Alabama _____	172			
010-027 Massachusetts _____	193		386-397 Mississippi _____	119			
028-029 Rhode Island _____	33		EAST SO. CENTRAL	657	6.5		
060-069 Connecticut _____	106		716-729 Arkansas _____	144			
NEW ENGLAND	464	4.6	700-714 Louisiana _____	146			
100-149 New York _____	539		730-749 Oklahoma _____	137			
070-089 New Jersey _____	308		750-799 Texas _____	606			
150-196 Pennsylvania _____	522		WEST SO. CENTRAL	1,033	10.2		
MIDDLE ATLANTIC	1,369	13.6	590-599 Montana _____	65			
430-459 Ohio _____	482		832-838 Idaho _____	82			
460-479 Indiana _____	258		820-831 Wyoming _____	16			
600-629 Illinois _____	428		800-816 Colorado _____	128			
480-499 Michigan _____	391		870-884 New Mexico _____	54			
530-549 Wisconsin _____	244		850-865 Arizona _____	111			
EAST NO. CENTRAL	1,803	17.9	840-847 Utah _____	118			
550-567 Minnesota _____	351		889-898 Nevada _____	37			
500-528 Iowa _____	131		MOUNTAIN	611	6.1		
630-658 Missouri _____	285		995-999 Alaska _____	20			
580-588 North Dakota _____	50		980-994 Washington _____	210			
570-577 South Dakota _____	58		970-979 Oregon _____	148			
680-693 Nebraska _____	82		900-961 California _____	772			
660-679 Kansas _____	128		967-968 Hawaii _____	34			
WEST NO. CENTRAL	1,085	10.7	PACIFIC	1,184	11.7		
197-199 Delaware _____	18		UNITED STATES	9,724	96.3		
206-219 Maryland _____	136		969 & 004-009 U.S. Territories _____	21			
200-205 Washington, DC _____	8		Canada _____	355			
220-246 Virginia _____	188		Mexico _____	-			
247-268 West Virginia _____	50		Other International _____	-			
270-289 North Carolina _____	419		AP0/FPO _____	-			
290-299 South Carolina _____	111		TOTAL QUALIFIED CIRCULATION	10,100	100.0		
300-319 Georgia _____	224						
320-349 Florida _____	364						
SOUTH ATLANTIC	1,518	15.0					

9. FIVE CALENDAR YEAR ANALYSIS: AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS					
	Audited Data	Audited Data	Audited Data	Circulation Claim	Circulation Claim
	2004	2005	2006	*2007	**2008
Total Audit Average Qualified__	9,001	9,733	10,100	10,100	10,100
Qualified Non-Paid Total ____	9,001	9,733	10,100	10,100	10,100
Qualified Paid Total _____	-	-	-	-	-
Post Expire Copies included in Paid Circulation _____	***NC	***NC	***NC	***NC	***NC
Average Annual Order Price____	***NC	***NC	***NC	***NC	***NC

***NOTE: The audited average qualified circulation for January – June 2007 = 10,100. The unaudited average qualified circulation for July - December 2007 = 10,100. Yielding an average qualified circulation of 10,100.**

****2008 data is unaudited.**

*****NC = None Claimed.**

10. PAID CIRCULATION DATA

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

11. ADDITIONAL DATA

CHANGE IN OWNERSHIP:

Effective with the September 2007 issue, MEAT & DELI RETAILER was purchased by BNP Media II, LLC.

PARAGRAPH 3b:

Business Directories include 3 sources of circulation for quantities of 37 copies or 0.4% to 1,066 copies or 10.6%, including Chain Store Guide.

PARAGRAPHS 5 THROUGH 8 ARE NOT REQUIRED.

PUBLISHER'S AFFIDAVIT

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

Amy Schuler, Group Audience Development Manager

Carolyn Alexander, Audience Audit Assistant

(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 11, 2008

State Michigan

County Oakland

Received by BPA Worldwide July 11, 2008

Type PJ

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