

**REVISED COPY (See Paragraph 8)
CONSUMER MAGAZINE CIRCULATION STATEMENT
FOR THE 6 MONTH PERIOD ENDED JUNE 2009**

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.

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

BASS PLAYER

Music Player Network
NewBay Media
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San Bruno, CA 94066
Tel.: (650) 238-0260
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Official Publication of: None
Established: 1989



MARKET SERVED

BASS PLAYER is a monthly publication for electric and acoustic bassists.

AVERAGE QUALIFIED CIRCULATION

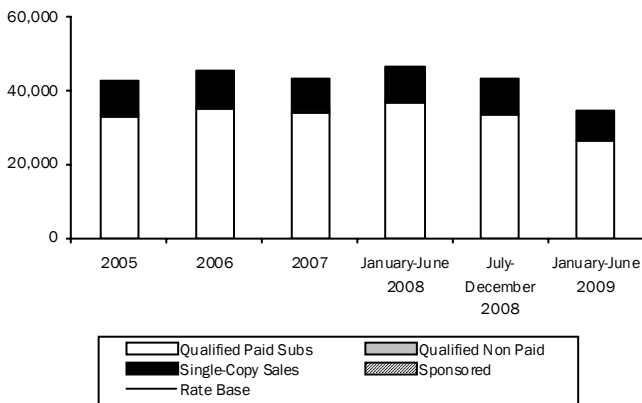
Total Qualified	34,723
Average Rate Base	**NC
Variance +/-	**NC
Percent +/-	**NC
Qualified Paid	34,722
Subscriptions	26,390
Sponsored	-
Single-Copy Sales	8,333
Qualified Non-Paid	1

**NC = None Claimed

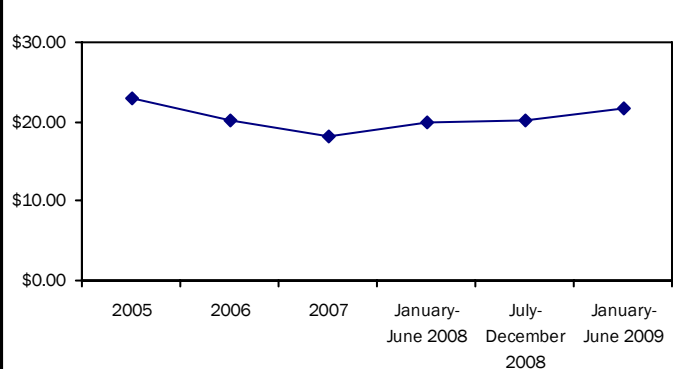
PRICE AND FREQUENCY

\$ 21.69	Average Annual Subscription Order Price for the Period Reported (Excluding Sponsored Subscriptions)
13	Issues Per Year
\$ 5.99	All Single-Copy Sales Prices for the Period

Average Qualified Circulation Trend



Average Annualized Subscription Price



1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
	Qualified Paid		Qualified Non-Paid		Total Qualified	
	Copies	Percent	Copies	Percent	Copies	Percent
Individuals _____	26,390	76.0	-	-	26,390	76.0
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Sponsored Multi-Copy Same Addressee _____	-	-	-	-	-	-
Sub-Total Subscriptions _____	26,390	76.0	-	-	26,390	76.0
Single-Copy Sales _____	8,333	24.0	-	-	8,333	24.0
Sponsored Single-Copy Sales _____	-	-	-	-	-	-
Non-Continuous _____	-	-	1	-	1	-
TOTAL	34,723	100.0	1		34,724	100.0

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD							
2009 Issue	Qualified Paid			Qualified Non-Paid			Total Qualified
	Single-Copy Sales	Subscriptions	Total	Continuous	Non-Continuous	Total	
January _____	10,000	28,857	38,857	-	1	1	38,858
February _____	8,000	28,178	36,178	-	1	1	36,179
March _____	8,000	27,956	35,956	-	1	1	35,957
April _____	8,000	26,632	34,632	-	1	1	34,633
May _____	8,000	25,517	33,517	-	1	1	33,518
June _____	8,000	21,199	29,199	-	1	1	29,200

3. TOTAL NEW AND RENEWED QUALIFIED PAID SUBSCRIPTIONS ORDERED/SOLD FOR THE PERIOD				
Includes gross subscription sales/orders with unpaid invoices pending.				
Average Annual Order Price: 13 issues for \$21.69				
3A. PRICES	Total	Percent		
Offers (≥ 5.0% of Total Orders)				
12 FOR \$18.99 _____	3,076	30.0		
12 FOR \$15.00 _____	1,137	11.1		
12 FOR \$23.99 _____	731	7.1		
12 FOR \$29.99 _____	941	9.2		
All Others _____	4,381	42.6		
Sponsored-Excluded from Average Annual Order Price _____	-	-		
TOTAL	10,266	100.0		
			3B. USE OF FREE PROMOTIONAL INCENTIVES	Total Percent
			Ordered without promotional incentive _____	8,088 78.8
			Ordered with editorial promotional incentive including reprints _____	2,178 21.2
			Ordered with other promotional incentive _____	- -
			TOTAL	10,266 100.0

4. BREAKOUT OF QUALIFIED CIRCULATION TO THE CONSUMER MARKET FOR ISSUE OF MAY 2009
 Qualified continuous and single copy sales circulation for this issue is 4.1% or 1,447 copies below the average of the other 5 issues reported in Paragraph two.
 Qualified non-continuous circulation for this issue is equal to the average of the other 5 issues reported in Paragraph two.

CONSUMER MARKET	TOTAL QUALIFIED	PERCENT OF TOTAL	QUALIFIED PAID	QUALIFIED NON-PAID
Individual Paid Subscriptions _____	25,517	76.1	25,517	-
Bulk Copies _____	-	-	-	-
Non-continuous _____	1	-	-	1
Single-Copy Sales _____	8,000	23.9	8,000	-
TOTAL	33,518	100.0	33,517	1

5. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CONTINUOUS CIRCULATION FOR ISSUE OF MAY 2009

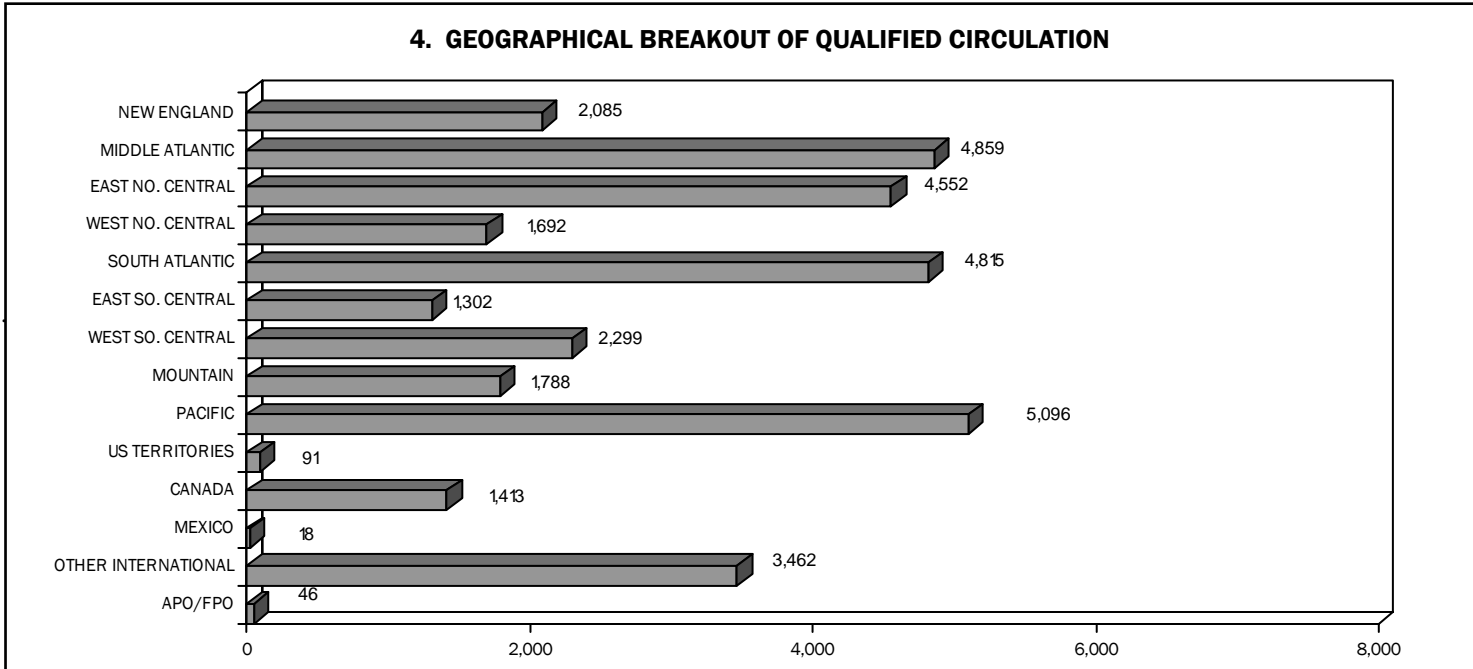
QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. Direct Request: _____	16,298	6,525	2,694	-	25,517	25,517	76.1
II. Request from recipient's company: _____	-	-	-	-	-	-	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-	-	-	-	-
V. TOTAL - Sources other than above (listed alphabetically): _____	-	-	-	-	-	-	-
Rosters and directories _____	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-
Other sources _____	-	-	-	-	-	-	-
VI. Single Copy Sales: _____	8,000	-	-	-	8,000	8,000	23.9
TOTAL QUALIFIED CIRCULATION	24,298	6,525	2,694	-	33,517	33,517	100.0
PERCENT	72.5	19.5	8.0	-	100.0	100.0	

5. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED NON-CONTINUOUS CIRCULATION FOR ISSUE OF MAY 2009

QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. Direct Request: _____	-	-	-	-	-	-	-
II. Request from recipient's company: _____	-	-	-	-	-	-	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	1	-	-	-	-	1	100.0
V. TOTAL - Sources other than above (listed alphabetically): _____	-	-	-	-	-	-	-
Rosters and directories _____	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-
Other sources _____	-	-	-	-	-	-	-
VI. Single Copy Sales: _____	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	1	-	-	-	-	1	100.0
PERCENT	100.0	-	-	-	-	100.0	

6. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009								
State & Zip Code	PAID			NON-PAID			Total Qualified	Percent of Total
	Single-Copy Sales	Subscriptions (Includes Sponsored Subscriptions)	Total	Continuous	Non-Continuous	Total		
039-049 Maine _____	17	130	147	-	-	-	147	
030-038 New Hampshire _____	33	188	221	-	-	-	221	
050-059 Vermont _____	11	90	101	-	-	-	101	
010-027 Massachusetts _____	161	760	921	-	-	-	921	
028-029 Rhode Island _____	18	109	127	-	-	-	127	
060-069 Connecticut _____	112	456	568	-	-	-	568	
NEW ENGLAND	352	1,733	2,085	-	-	-	2,085	6.2
100-149 New York _____	425	1,891	2,316	-	-	-	2,316	
070-089 New Jersey _____	229	837	1,066	-	-	-	1,066	
150-196 Pennsylvania _____	279	1,198	1,477	-	-	-	1,477	
MIDDLE ATLANTIC	933	3,926	4,859	-	-	-	4,859	14.5
430-459 Ohio _____	171	928	1,099	-	-	-	1,099	
460-479 Indiana _____	150	481	631	-	-	-	631	
600-629 Illinois _____	193	1,106	1,299	-	-	-	1,299	
480-499 Michigan _____	185	761	946	-	-	-	946	
530-549 Wisconsin _____	108	469	577	-	-	-	577	
EAST NO. CENTRAL	807	3,745	4,552	-	-	-	4,552	13.6
550-567 Minnesota _____	73	428	501	-	-	-	501	
500-528 Iowa _____	35	206	241	-	-	-	241	
630-658 Missouri _____	68	402	470	-	-	-	470	
580-588 North Dakota _____	11	34	45	-	-	-	45	
570-577 South Dakota _____	14	37	51	-	-	-	51	
680-693 Nebraska _____	34	114	148	-	-	-	148	
660-679 Kansas _____	46	190	236	-	-	-	236	
WEST NO. CENTRAL	281	1,411	1,692	-	-	-	1,692	5.0
197-199 Delaware _____	21	83	104	-	-	-	104	
206-219 Maryland _____	93	612	705	-	-	-	705	
200-205 Washington, DC _____	23	36	59	-	-	-	59	
220-246 Virginia _____	160	707	867	-	-	-	867	
247-268 West Virginia _____	27	98	125	-	-	-	125	
270-289 North Carolina _____	138	571	709	-	-	-	709	
290-299 South Carolina _____	58	228	286	-	-	-	286	
300-319 Georgia _____	118	518	636	-	-	-	636	
320-349 Florida _____	240	1,084	1,324	-	-	-	1,324	
SOUTH ATLANTIC	878	3,937	4,815	-	-	-	4,815	14.4
400-427 Kentucky _____	44	234	278	-	-	-	278	
370-385 Tennessee _____	138	464	602	-	-	-	602	
350-369 Alabama _____	59	223	282	-	-	-	282	
386-397 Mississippi _____	30	110	140	-	-	-	140	
EAST SO. CENTRAL	271	1,031	1,302	-	-	-	1,302	3.9
716-729 Arkansas _____	32	140	172	-	-	-	172	
700-714 Louisiana _____	50	262	312	-	-	-	312	
730-749 Oklahoma _____	49	197	246	-	-	-	246	
750-799 Texas _____	313	1,256	1,569	-	-	-	1,569	
WEST SO. CENTRAL	444	1,855	2,299	-	-	-	2,299	6.9
590-599 Montana _____	18	55	73	-	-	-	73	
832-838 Idaho _____	22	91	113	-	-	-	113	
820-831 Wyoming _____	7	47	54	-	-	-	54	
800-816 Colorado _____	69	473	542	-	-	-	542	
870-884 New Mexico _____	34	149	183	-	-	-	183	
850-865 Arizona _____	88	362	450	-	-	-	450	
840-847 Utah _____	59	111	170	-	-	-	170	
889-898 Nevada _____	35	168	203	-	-	-	203	
MOUNTAIN	332	1,456	1,788	-	-	-	1,788	5.3
995-999 Alaska _____	10	52	62	-	-	-	62	
980-994 Washington _____	171	601	772	-	-	-	772	
970-979 Oregon _____	70	363	433	-	-	-	433	
900-961 California _____	611	3,073	3,684	-	-	-	3,684	
967-968 Hawaii _____	26	119	145	-	-	-	145	
PACIFIC	888	4,208	5,096	-	-	-	5,096	15.2
UNITED STATES	5,186	23,302	28,488	-	-	-	28,488	85.0
969 & 004-009 U.S. Territories _____	15	76	91	-	-	-	91	
Canada _____	718	694	1,412	-	1	1	1,413	
Mexico _____	-	18	18	-	-	-	18	
Other International _____	2,081	1,381	3,462	-	-	-	3,462	
APO/FPO _____	-	46	46	-	-	-	46	
TOTALS	8,000	25,517	33,517	-	1	1	33,518	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION



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: _____	42,967	46,341	43,646	46,581	43,544	34,723
Rate Base (if any): _____	**NC	**NC	**NC	**NC	**NC	**NC
Rate Base +/-: _____	**NC	**NC	**NC	**NC	**NC	**NC
Percent +/-: _____	**NC	**NC	**NC	**NC	**NC	**NC
Qualified Paid: _____	42,143	45,671	42,930	45,914	43,541	34,722
Subscriptions _____	32,866	35,189	33,962	36,703	33,691	26,390
Sponsored _____	-	529	-	-	-	-
Single-Copy Sales _____	9,277	9,565	8,969	9,211	9,850	8,333
Qualified Non-Paid: _____	824	670	716	667	3	1
Post Expire Copies included in Total Qualified Circulation: _____	6.4%	5.2%	**NC	**NC	**NC	**NC
Average Annual Order Price: _____	\$22.99	\$20.17	\$18.20	\$19.79	\$20.14	\$21.69

*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. ADDITIONAL DATA

METHOD OF DISTRIBUTION:

Qualified recipients are paid subscribers. Also qualified are individuals purchasing copies through newsstands and retail outlets. Copies are addressed to individuals and mailed via periodicals U.S. Postal Permit. Single copies are sold through newsstands, bookstores, music instrument stores, major record outlets, and mass market retailers. Copies are distributed to individuals on a continuous basis (not less than six consecutive months) and on a non-continuous basis (up to six months). Qualified non-paid non-continuous circulation are copies distributed to individuals who have ordered subscriptions but have not paid and therefore, have received fewer than six months of service.

AVERAGE NON-QUALIFIED CIRCULATION: 5,095 COPIES

REVISED COPY:

The Revised June 2009 Circulation Statement dated October 6, 2009 replaces the previously released statement dated July 29, 2009. Due to a printer error, 5,426 copies of the June 2009 issue never mailed. These copies have been removed from the qualified circulation in paragraph 2, and the average qualified circulation figures for the six month period has been adjusted accordingly. Please destroy all originally released copies of this statement.

PUBLISHER'S AFFIDAVIT

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

John Pledger, Group Publisher

Denise Robbins, Circulation 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 29, 2009

State California

County San Mateo

Revised October 6, 2009

Type CPD

ID Number B240POJ9