

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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Progressive Railroading

Trade Press Media Group, Inc.
2100 West Florist Avenue
Milwaukee, WI 53209
Tel.: (414) 228-7701
Fax: (414) 228-1134
www.progressiverailroading.com

Official Publication of: None
Established: 1958
Issues Per Year: 12



FIELD SERVED

PROGRESSIVE RAILROADING serves railroads, rail transit systems, private car lines, car and locomotive builders, industry associations, consultants and contractors (rail and rail transit), utility and energy companies, car and locomotive repair shops, shippers, intermodal, finance/leasing companies, government, and suppliers.

DEFINITION OF RECIPIENT QUALIFICATION

Those qualified to receive PROGRESSIVE RAILROADING are individuals in companies and organizations in the above field served. That includes individuals in both railroad and rail transit; administrative departments: chairman of the board; chief executive officers; presidents; executive vice presidents; financial, legal, data systems; planning and personnel executives; public relations and other administrative personnel, marketing & sales department, purchasing and materials, operating, mechanical-cars and locomotives, engineering-track, roadways, bridges and buildings, signaling and communications. Also qualified are personnel at car and locomotive builders, private car lines, utility and energy companies, car and locomotive repair shops, consultants and contractors (rail and rail transit), shippers, intermodal, finance/leasing companies, government, industry associations and suppliers.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	-
Advertiser and Agency _____	688
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	254
Digital _____	-
All Other _____	562
TOTAL	1,504

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	25,053	100.0	25,053	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	25,053	100.0	25,053	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD			
2010 Issue	Number Removed	Number Added	Total Qualified
January _____	54	54	25,054
February _____	762	764	25,056
March _____	308	305	25,053
April _____	175	170	25,048
May _____	2,662	2,666	25,052
June _____	93	94	25,053
TOTAL	4,054	4,053	

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010

This issue is -% or 1 copy below the average of the other 5 issues reported in Paragraph two.

BUSINESS/INDUSTRY AND DEPARTMENT	TOTAL QUALIFIED	PERCENT OF TOTAL
1. RAILROADS AND RAIL TRANSIT		
A. Administrative Department: Chairmen of the Board; Chief Executive Officers; Presidents; Executive Vice Presidents; Financial, Legal, Data Systems, Planning and Personnel Executives; Public Relations and Other Administrative Personnel ____	2,945	11.8
B. Marketing & Sales Department _____	961	3.8
C. Purchasing and Materials Department _____	411	1.6
D. Operating Department _____	3,400	13.6
E. Mechanical Department		
1. Cars _____	315	1.3
2. Motive Power _____	399	1.6
3. Both Cars and Motive Power _____	789	3.1
F. Engineering Department		
1. Track & Roadway _____	1,178	4.7
2. Bridge & Building _____	361	1.4
3. Both Track & Roadway and Bridge & Building _____	1,099	4.4
G. Signaling & Communications Department _____	1,174	4.7
H. Other _____	26	0.1
Sub-Total	13,058	52.1
2. Car & Locomotive Builders _____	804	3.2
3. Private Car Lines _____	330	1.3
4. Utility and Energy Companies _____	328	1.3
5. Car & Locomotive Repair Shops _____	1,059	4.2
6. Consultants and Contractors (Railroad & Rail Transit) _____	4,070	16.3
7. Industry Associations _____	377	1.5
8. Government _____	895	3.6
9. Shippers _____	676	2.7
10. Intermodal _____	561	2.2
11. Finance/Leasing Companies _____	616	2.5
12. Railway & Rail Transit Suppliers _____	2,278	9.1
13. Others Allied to the Field _____	-	-
TOTAL QUALIFIED CIRCULATION	25,052	100.0

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010					
QUALIFICATION SOURCE	Qualified Within			Total Qualified	Percent
	1 Year	2 Years	3 Years		
I. Direct Request: _____	22,097	1,945	-	24,042	96.0
II. Request from recipient's company: _____	309	221	-	530	2.1
III. Membership Benefit: _____	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-	-	-
V. TOTAL - Sources other than above (listed alphabetically): _____	480	-	-	480	1.9
Association rosters and directories _____	480	-	-	480	1.9
Business directories _____	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-
Other sources _____	-	-	-	-	-
VI. Single Copy Sales: _____	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	22,886	2,166	-	25,052	100.0
PERCENT	91.4	8.6	-	100.0	

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010		
MAILING ADDRESS	Total Qualified	Percent
Individuals by name and title and/or function _____	25,052	100.0
Individuals by name only _____	-	-
Titles or functions only _____	-	-
Company names only _____	-	-
Multi-Copy Same Addressee copies _____	-	-
Single Copy Sales _____	-	-
TOTAL QUALIFIED CIRCULATION	25,052	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010					
State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent
039-049 Maine _____	91		400-427 Kentucky _____	371	
030-038 New Hampshire _____	88		370-385 Tennessee _____	328	
050-059 Vermont _____	44		350-369 Alabama _____	275	
010-027 Massachusetts _____	437		386-397 Mississippi _____	146	
028-029 Rhode Island _____	32		EAST SO. CENTRAL	1,120	4.5
060-069 Connecticut _____	194		716-729 Arkansas _____	196	
NEW ENGLAND	886	3.5	700-714 Louisiana _____	216	
100-149 New York _____	1,428		730-749 Oklahoma _____	130	
070-089 New Jersey _____	774		750-799 Texas _____	1,783	
150-196 Pennsylvania _____	1,690		WEST SO. CENTRAL	2,325	9.3
MIDDLE ATLANTIC	3,892	15.5	590-599 Montana _____	179	
430-459 Ohio _____	851		832-838 Idaho _____	106	
460-479 Indiana _____	512		820-831 Wyoming _____	87	
600-629 Illinois _____	2,136		800-816 Colorado _____	375	
480-499 Michigan _____	460		870-884 New Mexico _____	60	
530-549 Wisconsin _____	453		850-865 Arizona _____	182	
EAST NO. CENTRAL	4,412	17.6	840-847 Utah _____	119	
550-567 Minnesota _____	513		889-898 Nevada _____	68	
500-528 Iowa _____	304		MOUNTAIN	1,176	4.7
630-658 Missouri _____	715		995-999 Alaska _____	66	
580-588 North Dakota _____	100		980-994 Washington _____	400	
570-577 South Dakota _____	108		970-979 Oregon _____	229	
680-693 Nebraska _____	832		900-961 California _____	1,208	
660-679 Kansas _____	445		967-968 Hawaii _____	4	
WEST NO. CENTRAL	3,017	12.0	PACIFIC	1,907	7.6
197-199 Delaware _____	125		UNITED STATES	22,967	91.7
206-219 Maryland _____	380		969 & 004-009 U.S. Territories _____	2	
200-205 Washington, DC _____	227		Canada _____	1,656	
220-246 Virginia _____	731		Mexico _____	58	
247-268 West Virginia _____	141		Other International _____	366	
270-289 North Carolina _____	361		APO/FPO _____	3	
290-299 South Carolina _____	230		TOTAL QUALIFIED CIRCULATION	25,052	100.0
300-319 Georgia _____	788				
320-349 Florida _____	1,249				
SOUTH ATLANTIC	4,232	16.9			

7. 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
	2007	January - June 2008	July - December 2008	January - June 2009	July - December 2009*	January - June 2010*
Total Audit Average Qualified: _____	25,053	25,056	25,054	25,054	25,054	25,053
Qualified Non-Paid: _	25,053	25,056	25,054	25,054	25,054	25,053
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: July 2009 – June 2010 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

Paragraph 3c and 7 are being reported at the option of the publisher.

GEOGRAPHICAL BREAKOUT OF QUALIFIED INTERNATIONAL CIRCULATION FOR ISSUE OF MAY 2010

State/Country	Total Qualified	Percent	State/Country	Total Qualified	Percent	State/Country	Total Qualified	Percent
ASIA			Finland _____	3		NORTH AMERICA		
Bangladesh _____	2		France _____	9		Canada _____	1,656	
China _____	1		Germany _____	14		United States _____	22,967	
Hong Kong - SAR _____	2		Greece _____	1		Mexico _____	58	
India _____	15		Hungary _____	2		unspecified North America _____	5	
Indonesia _____	4		Italy _____	5		Subtotal	24,686	98.5
Japan _____	2		Luxembourg _____	1		CARIBBEAN		
Korea, Democratic			Netherlands _____	4		Cuba _____	3	
People's Republic Of _____	1		Norway _____	1		Subtotal	3	-
Malaysia _____	8		Poland _____	2		SOUTH AMERICA		
Mongolia _____	1		Portugal _____	3		Argentina _____	21	
Pakistan _____	2		Romania _____	1		Brazil _____	42	
Thailand _____	4		Russian Federation _____	3		Chile _____	16	
Subtotal	42	0.2	Spain _____	10		Colombia _____	1	
MIDDLE EAST			Sweden _____	5		Peru _____	1	
Iran _____	5		Switzerland _____	9		Venezuela _____	2	
Israel _____	9		Turkey _____	2		Subtotal	83	0.3
Saudi Arabia _____	1		United Kingdom _____	30		ASIA PACIFIC		
Subtotal	15	0.1	AFRICA			Australia _____	78	
EUROPE			Kenya _____	3		New Zealand _____	11	
Austria _____	2		Mauritania _____	1		Subtotal	89	0.3
Belgium _____	6		South Africa _____	5		TOTAL QUALIFIED CIRCULATION	25,052	100.0
Bulgaria _____	1		Tanzania _____	5				
Denmark _____	2		Zimbabwe _____	3				
Estonia _____	1		Subtotal	17	0.1			

PUBLISHER'S AFFIDAVIT

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

Stephen Bolte, Publisher

Eric J. Muench, Director of Audience Development

(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 1, 2010

State Wisconsin

County Milwaukee

Received by BPA Worldwide July 1, 2010

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