

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
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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 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 _____	862
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	179
Electronic _____	-
All Other _____	725
TOTAL	1,766

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	25,054	100.0	25,054	100.0	-	-
Sponsored Individually Addressed ____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	25,054	100.0	25,054	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 _____	48	45			25,051	April _____	1,097	1,090			25,051
February _____	351	354			25,054	May _____	1,593	1,596			25,054
March _____	298	302			25,058	June _____	146	147			25,055
						TOTAL	3,533	3,534			

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009

This issue is equal to 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 ____	2,844	11.4
B. Marketing & Sales Department _____	982	3.9
C. Purchasing and Materials Department _____	412	1.6
D. Operating Department _____	3,433	13.7
E. Mechanical Department _____	-	-
1. Cars _____	343	1.4
2. Motive Power _____	380	1.5
3. Both Cars and Motive Power _____	803	3.2
F. Engineering Department _____	-	-
1. Track & Roadway _____	1,370	5.5
2. Bridge & Building _____	379	1.5
3. Both Track & Roadway and Bridge & Building _____	975	3.9
G. Signaling & Communications Department _____	1,139	4.5
H. Other _____	67	0.3
Sub-Total	13,127	52.4
2. Car & Locomotive Builders _____	833	3.3
3. Private Car Lines _____	359	1.4
4. Utility and Energy Companies _____	287	1.2
5. Car & Locomotive Repair Shops _____	1,033	4.1
6. Consultants and Contractors (Railroad & Rail Transit) _____	4,028	16.1
7. Industry Associations _____	371	1.5
8. Government _____	881	3.5
9. Shippers _____	677	2.7
10. Intermodal _____	579	2.3
11. Finance/Leasing Companies _____	601	2.4
12. Railway & Rail Transit Suppliers _____	2,278	9.1
13. Others Allied to the Field _____	-	-
TOTAL QUALIFIED CIRCULATION	25,054	100.0
PERCENT	100.0	

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED 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 from the recipient: _____	21,451	1,981	-			23,432	93.5
II. Request from recipient's company: _____	835	283	-			1,118	4.5
III. Membership Benefit: _____	-	-	-			-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-			-	-
V. TOTAL - Sources other than above (listed alphabetically): _____	504	-	-			504	2.0
Association rosters and directories _____	504	-	-			504	2.0
Business directories _____	-	-	-			-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-			-	-
Other sources _____	-	-	-			-	-
VI. Single Copy Sales: _____	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	22,790	2,264	-			25,054	100.0
PERCENT	91.0	9.0	-			100.0	

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009				
MAILING ADDRESS	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____			25,054	100.0
Individuals by name only _____			-	-
Titles or functions only _____			-	-
Company names only _____			-	-
Multi-Copy Same Addressee copies _____			-	-
Single Copy Sales _____			-	-
TOTAL QUALIFIED CIRCULATION			25,054	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2009					
State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent
039-049 Maine _____	89		400-427 Kentucky _____	371	
030-038 New Hampshire _____	75		370-385 Tennessee _____	336	
050-059 Vermont _____	46		350-369 Alabama _____	290	
010-027 Massachusetts _____	424		386-397 Mississippi _____	155	
028-029 Rhode Island _____	35		EAST SO. CENTRAL	1,152	4.6
060-069 Connecticut _____	179		716-729 Arkansas _____	193	
NEW ENGLAND	848	3.4	700-714 Louisiana _____	233	
100-149 New York _____	1,419		730-749 Oklahoma _____	142	
070-089 New Jersey _____	719		750-799 Texas _____	1,729	
150-196 Pennsylvania _____	1,681		WEST SO. CENTRAL	2,297	9.2
MIDDLE ATLANTIC	3,819	15.2	590-599 Montana _____	181	
430-459 Ohio _____	849		832-838 Idaho _____	111	
460-479 Indiana _____	525		820-831 Wyoming _____	83	
600-629 Illinois _____	2,153		800-816 Colorado _____	354	
480-499 Michigan _____	447		870-884 New Mexico _____	66	
530-549 Wisconsin _____	454		850-865 Arizona _____	159	
EAST NO. CENTRAL	4,428	17.7	840-847 Utah _____	128	
550-567 Minnesota _____	511		889-898 Nevada _____	65	
500-528 Iowa _____	320		MOUNTAIN	1,147	4.6
630-658 Missouri _____	776		995-999 Alaska _____	90	
580-588 North Dakota _____	104		980-994 Washington _____	390	
570-577 South Dakota _____	109		970-979 Oregon _____	240	
680-693 Nebraska _____	891		900-961 California _____	1,182	
660-679 Kansas _____	453		967-968 Hawaii _____	6	
WEST NO. CENTRAL	3,164	12.6	PACIFIC	1,908	7.6
197-199 Delaware _____	116		UNITED STATES	22,907	91.4
206-219 Maryland _____	361		969 & 004-009 U.S. Territories _____	1	
200-205 Washington, DC _____	231		Canada _____	1,660	
220-246 Virginia _____	707		Mexico _____	67	
247-268 West Virginia _____	156		Other International _____	415	
270-289 North Carolina _____	360		APO/FPO _____	4	
290-299 South Carolina _____	223		TOTAL QUALIFIED CIRCULATION	25,054	100.0
300-319 Georgia _____	763				
320-349 Florida _____	1,227				
SOUTH ATLANTIC	4,144	16.5			

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
	2005	2006	2007	January - June 2008	July - December 2008*	January - June 2009*
Total Audit Average Qualified: _____	25,036	25,044	25,053	25,056	25,054	25,054
Qualified Non-Paid: _____	25,036	25,044	25,053	25,056	25,054	25,054
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 2008 - 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)
12	Issues Per Year
**NC	All Single Copy Sales Prices for the Period
**NC	Renewal Rate of Paid Subscribers (Optional)

9. ADDITIONAL DATA

PARAGRAPHS 5 & 6 ARE NOT REQUIRED.

GEOGRAPHICAL BREAKOUT OF QUALIFIED INTERNATIONAL CIRCULATION FOR ISSUE OF MAY 2009

State/Country	Total Qualified	Percent	State/Country	Total Qualified	Percent	State/Country	Total Qualified	Percent
ASIA			Estonia	1		Zimbabwe	8	
Armenia	1		Finland	5		Subtotal	27	0.1
Bangladesh	1		France	7		NORTH AMERICA		
China	1		Germany	13		Canada	1,660	
India	29		Greece	2		United States	22,912	
Indonesia	6		Hungary	1		Mexico	67	
Japan	2		Italy	5		Subtotal	24,639	98.4
Korea, Republic Of	1		Luxembourg	1		CARIBBEAN		
Malaysia	8		Netherlands	3		Cuba	6	
Mongolia	1		Norway	1		Subtotal	6	-
Pakistan	2		Poland	2		SOUTH AMERICA		
Singapore	1		Portugal	2		Argentina	30	
Thailand	4		Romania	1		Brazil	45	
Vietnam	1		Russian Federation	2		Chile	20	
Subtotal	58	0.2	Spain	7		Colombia	1	
MIDDLE EAST			Sweden	1		Peru	11	
Iran	13		Switzerland	7		Venezuela	3	
Israel	9		Turkey	3		Subtotal	110	0.4
United Arab Emirates	2		United Kingdom	27	0.4	ASIA PACIFIC		
Subtotal	24	0.1	AFRICA			Australia	82	
EUROPE			Kenya	4		New Zealand	7	
Austria	2		Mauritania	1		Subtotal	89	0.4
Belgium	5		Mozambique	1		TOTAL QUALIFIED CIRCULATION	25,054	100.0
Bulgaria	1		South Africa	8				
Denmark	2		Tanzania	5				

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 2, 2009

State Wisconsin

County Milwaukee

Received by BPA Worldwide July 2, 2009

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