

**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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POWER

Trade Fair Group Publications Ltd.
11000 Richmond Avenue, Suite 500
Houston, TX 77042
Tel.: 832-242-1969
Fax: 832-242-1971

Official Publication of: None
Established: 1882
Issues Per Year: 12

FIELD SERVED

POWER serves electric utilities, independent power and cogeneration plants, consulting engineering firms, industrial steam and/or electric-generation facilities and others allied to the field.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are presidents, owners, CEO's, vice presidents, directors, general managers, engineering managers/supervisors, engineers and others in the Engineering, Operations, and Maintenance Departments as well as other titled and non-titled personnel, including company copies.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	2
Advertiser and Agency _____	1,553
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	1,188
All Other _____	2,416
TOTAL	5,159

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	60,115	99.8	59,277	98.5	838	1.4
Sponsored Individually Addressed__	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	94	0.2	-	-	94	0.2
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	60,209	100.0	59,277	98.5	932	1.5

2. QUALIFIED CIRCULATION BY ISSUES WITH REMOVALS AND ADDITIONS FOR PERIOD															
2008 Issue	*Number Removed	*Number Added	Print Version Only (A)	Digital Version Only (B)	Qualified Non-Paid	Qualified Paid	Total Qualified	2008 Issue	*Number Removed	*Number Added	Print Version Only (A)	Digital Version Only (B)	Qualified Non-Paid	Qualified Paid	Total Qualified
February _____	1,166	1,181	56,566	3,481			60,047	May _____	9,633	10,066	54,666	5,843			60,509
March _____	440	394	56,573	3,474			60,047	June _____	-	-	52,797	7,712			60,509
								TOTAL	12,988	13,330					

*See Paragraph 11

3a. BUSINESS/OCCUPATIONAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008

This issue is 0.6% or 361 copies above the average of the other 5 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	CLASSIFICATION BY PRIMARY JOB FUNCTION		
					General & Corporate Management (See Note 1)	Engineering Operations & Maintenance (See Note 2)	Other Functions (See Note 3)
1. Electric Utilities including Investor-Owned and Municipal Utility, Rural Electric Co-op, and Federal/State Electric System _____	18,857	31.2	17,174	1,683	6,222	11,252	1,383
2. IPP/cogeneration including independent power producers, cogenerators, and electric wholesale generators _____	3,407	5.6	3,062	345	1,063	2,216	128
SUBTOTAL	22,264	36.8	20,236	2,028	7,285	13,468	1,511
3. Power Plant consulting engineering firms, including construction, architect-engineer firms _____	16,495	27.3	14,764	1,731	6,267	9,022	1,206
4. Industrial steam and/or captive electric generating plants (See Note 4) _____	17,191	28.4	15,553	1,638	5,450	9,663	2,078
5. Others Allied to the Field _____	4,559	7.5	4,113	446	1,116	1,644	1,799
TOTAL QUALIFIED CIRCULATION	60,509	100.0	54,666	5,843	20,118	33,797	6,594
PERCENT	100.0		90.3	9.7	33.2	55.9	10.9

Note 1- General and Corporate Management include: Presidents, Owners, CEO's, VP's, Directors, and General Managers.

Note 2 - Engineering, Operations & Maintenance include: Engineers, Engineering Managers/Supervisors, Superintendents and others in the Engineering, Operations, and Maintenance Departments.

Note 3 - Other Functions Include: Company addressed copies and other titled and Non-titled personnel.

Note 4 - Including plants in process industries (chemicals, petroleum, food, paper, rubber, stone, glass, clay, metal producing, mining, metal fabricating, machinery, transportation equipment, lumber, wood products, textiles)

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008									
Qualification Source	Qualified Within			Print Version Only (A)	Digital Version Only (B)	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 year	2 year	3 year						
I. TOTAL - Personal direct request from the recipient: _____	48,462	5,859	-	48,478	5,843			54,321	89.8
a. Written _____	9,959	1,128	-	10,788	299			11,087	18.3
b. Telecommunication _____	9,621	1,008	-	9,504	1,125			10,629	17.6
c. Electronic _____	28,882	3,723	-	28,186	4,419			32,605	53.9
II. TOTAL - Request from recipient's company: _____	803	108	-	911	-			911	1.5
a. Written _____	751	108	-	859	-			859	1.4
b. Telecommunication _____	33	-	-	33	-			33	0.1
c. Electronic _____	19	-	-	19	-			19	-
III. TOTAL - Membership Benefit: _____	-	-	-	-	-			-	-
a. Individual _____	-	-	-	-	-			-	-
b. Organizational _____	-	-	-	-	-			-	-
IV. TOTAL - Communication from recipient or recipient's company (other than request): _____	5,277	-	-	5,277	-			5,277	8.7
a. Written _____	1,731	-	-	1,731	-			1,731	2.9
b. Telecommunication _____	2,565	-	-	2,565	-			2,565	4.2
c. Electronic _____	981	-	-	981	-			981	1.6
V. TOTAL - Sources other than above (listed alphabetically): _____	-	-	-	-	-			-	-
Association rosters and directories _____	-	-	-	-	-			-	-
Business directories _____	-	-	-	-	-			-	-
Independent field reports _____	-	-	-	-	-			-	-
Licenseses - National, State or Local Government _____	-	-	-	-	-			-	-
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-	-	-			-	-
Other sources _____	-	-	-	-	-			-	-
VI. TOTAL - Single Copy Sales: _____	-	-	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	54,542	5,967	-	54,666	5,843			60,509	100.0
PERCENT	90.1	9.9	-	90.3	9.7			100.0	-

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008						
MAILING ADDRESS	Print Version Only (A)	Digital Version Only (B)	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____	53,767	5,837			59,604	98.5
Individuals by name only _____	188	6			194	0.3
Titles or functions only _____	64	-			64	0.1
Company names only _____	546	-			546	0.9
Multi-Copy Same Addressee copies _____	101	-			101	0.2
Single Copy Sales _____	-	-			-	-
TOTAL QUALIFIED CIRCULATION	54,666	5,843			60,509	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2008									
STATE & ZIP CODE	Print Only	Digital Only	Total Qualified	Percent	STATE & ZIP CODE	Print Only	Digital Only	Total Qualified	Percent
039-049 Maine _____	290	16	306		400-427 Kentucky _____	579	38	617	
030-038 New Hampshire _____	247	24	271		370-385 Tennessee _____	833	85	918	
050-059 Vermont _____	92	6	98		350-369 Alabama _____	726	57	783	
010-027 Massachusetts _____	1,211	97	1,308		386-397 Mississippi _____	249	14	263	
028-029 Rhode Island _____	124	8	132		EAST SO. CENTRAL	2,387	194	2,581	4.3
060-069 Connecticut _____	766	69	835		716-729 Arkansas _____	254	14	268	
NEW ENGLAND	2,730	220	2,950	4.9	700-714 Louisiana _____	485	46	531	
100-149 New York _____	2,442	197	2,639		730-749 Oklahoma _____	451	49	500	
070-089 New Jersey _____	1,600	108	1,708		750-799 Texas _____	3,538	341	3,879	
150-196 Pennsylvania _____	2,546	210	2,756		WEST SO. CENTRAL	4,728	450	5,178	8.6
MIDDLE ATLANTIC	6,588	515	7,103	11.7	590-599 Montana _____	154	11	165	
430-459 Ohio _____	2,022	128	2,150		832-838 Idaho _____	174	17	191	
460-479 Indiana _____	878	68	946		820-831 Wyoming _____	143	10	153	
600-629 Illinois _____	2,080	149	2,229		800-816 Colorado _____	1,007	95	1,102	
480-499 Michigan _____	1,344	105	1,449		870-884 New Mexico _____	212	24	236	
530-549 Wisconsin _____	976	72	1,048		850-865 Arizona _____	646	72	718	
EAST NO. CENTRAL	7,300	522	7,822	12.9	840-847 Utah _____	337	30	367	
550-567 Minnesota _____	818	64	882		889-898 Nevada _____	296	27	323	
500-528 Iowa _____	544	49	593		MOUNTAIN	2,969	286	3,255	5.4
630-658 Missouri _____	1,209	98	1,307		995-999 Alaska _____	191	14	205	
580-588 North Dakota _____	226	14	240		980-994 Washington _____	812	71	883	
570-577 South Dakota _____	121	8	129		970-979 Oregon _____	432	34	466	
680-693 Nebraska _____	457	26	483		900-961 California _____	3,649	327	3,976	
660-679 Kansas _____	752	74	826		967-968 Hawaii _____	142	17	159	
WEST NO. CENTRAL	4,127	333	4,460	7.4	PACIFIC	5,226	463	5,689	9.4
197-199 Delaware _____	190	15	205		UNITED STATES	44,071	3,683	47,754	78.9
206-219 Maryland _____	902	83	985		969 & 004-009 U.S. Territories _____	207	25	232	
200-205 Washington, DC _____	166	20	186		Canada _____	1,656	188	1,844	
220-246 Virginia _____	1,106	111	1,217		Mexico _____	206	91	297	
247-268 West Virginia _____	244	25	269		Other International _____	8,519	1,854	10,373	
270-289 North Carolina _____	1,254	91	1,345		APO/FPO _____	7	2	9	
290-299 South Carolina _____	670	57	727		TOTAL QUALIFIED CIRCULATION	54,666	5,843	60,509	100.0
300-319 Georgia _____	1,258	103	1,361						
320-349 Florida _____	2,226	195	2,421						
SOUTH ATLANTIC	8,016	700	8,716	14.3					

9. FIVE CALENDAR YEAR ANALYSIS: AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS			
	Audited Data	Audited Data	Circulation Claim
	2006	2007	*2008
Total Audit Average Qualified: _____	60,256	60,037	60,209
Qualified Non-Paid:	58,977	58,990	59,277
Print Only _____	58,977	58,692	54,700
Digital Only _____	-	298	4,577
Qualified Paid:	1,279	1,047	932
Print Only _____	1,279	1,047	932
Digital Only _____	-	-	-
Post Expire Copies included in Paid Circulation: _____	0.4	0.2	**NC
Average Annual Order Price: _____	\$59.74	\$60.98	\$67.54

***NOTE: 2008 data is unaudited. With each successive year, new data will be added until five years of data is displayed.**

****NC = None Claimed.**

10. PAID CIRCULATION DATA	
\$67.54	Average Annual Subscription Order Price for the Period Required (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)

11. ADDITIONAL DATA

METHOD OF DISTRIBUTION

All qualified circulation conforms to the field served of a recipient's qualification, as reported. Print copies are distributed via postal services or other carriers. Recipients who request the digital versions are notified via email when the version is available.

PARAGRAPH 2:

Additions and removals are not required for paid circulation.

PARAGRAPHS 5 THROUGH 8 ARE NOT REQUIRED.

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - PRINT VERSION ONLY						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	55,538	99.8	54,700	98.3	838	1.5
Sponsored Individually Addressed__	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	94	0.2	-	-	94	0.2
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	55,632	100.0	54,700	98.3	932	1.7

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - DIGITAL VERSION ONLY						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	4,577	100.0	4,577	100.0	-	-
Sponsored Individually Addressed__	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	4,577	100.0	4,577	100.0	-	-

PUBLISHER'S AFFIDAVIT		
We hereby make oath and say that all data set forth in this statement are true.	Date signed	July 16, 2008
Brian Nessen, Group Publishing Director	State	Texas
Terry Best, Circulation Manager	County	Harris
(At least one of the above signatures must be that of an officer of the publishing company or its authorized representative.)	Received by BPA Worldwide	July 16, 2008
IMPORTANT NOTE:	Type	PD
This unaudited circulation statement has been checked against the previous audit report. It will be included in the annual audit made by BPA Worldwide.	ID Number	P529P0J8