



**PAID & VERIFIED  
MAGAZINE  
PUBLISHER'S STATEMENT**

Subject to Audit



For the six months ended June 30, 2006

Field Served: A bi-weekly sports magazine.

Published by ESPN Inc.

Frequency: 26 times/year

ABC Member # 04-0292-5

ESPN The Magazine

**1. TOTAL AVERAGE PAID & VERIFIED CIRCULATION**

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
<b>Paid &amp; Verified Circulation:</b> (See Par. 6)					
<b>Subscriptions:</b>					
Paid	1,883,435	94.2			
Verified	90,738	4.5			
<b>Total Paid &amp; Verified Subscriptions</b>	<b>1,974,173</b>	<b>98.7</b>			
Single Copy Sales	26,575	1.3			
<b>Total Paid &amp; Verified Circulation</b>	<b>2,000,748</b>	<b>100.0</b>	<b>1,900,000</b>	<b>100,748</b>	<b>5.3</b>

**2. PRICES**

	Suggested Retail Prices (1)	Average Price (2) Net	Gross (Optional)
Average Single Copy	\$4.99		
Subscription	\$26.00		
Average Subscription Price Annualized (26 issue frequency)		\$25.41	
Average Subscription Price per Copy		\$0.98	

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended December 31, 2005.

**3. PAID & VERIFIED CIRCULATION BY ISSUE**

Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation	Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation
Jan. 2	1,877,582	73,290	1,950,872	28,414	1,979,286	Apr. 10	1,870,172	95,485	1,965,657	32,438	1,998,095
16	1,906,923	50,975	1,957,898	25,213	1,983,111	24	1,857,686	101,549	1,959,235	28,684	1,987,919
30	1,903,231	50,923	1,954,154	23,915	1,978,069	May 8	1,831,405	104,157	1,935,562	20,763	1,956,325
Feb. 13	1,854,285	87,103	1,941,388	22,123	1,963,511	22	1,877,892	106,143	1,984,035	27,697	2,011,732
27	1,971,596	97,768	2,069,364	20,729	2,090,093	June 5	1,888,941	109,272	1,998,213	29,305	2,027,518
Mar. 13	1,864,809	97,304	1,962,113	34,128	1,996,241	19	1,903,715	109,729	2,013,444	25,118	2,038,562
27	1,876,416	95,899	1,972,315	26,951	1,999,266						

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#### 4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

#### 5. TREND ANALYSIS

	2001	%	2002	%	2003	%	2004	%	2005	%
Subscriptions:										
Paid	1,327,168	96.1	1,500,264	97.2	1,688,091	97.8	1,758,171	98.2	1,848,385	98.5
Verified	N/A		N/A		N/A		N/A		N/A	
<b>Total Paid &amp; Verified Subscriptions</b>	<b>1,327,168</b>	<b>96.1</b>	<b>1,500,264</b>	<b>97.2</b>	<b>1,688,091</b>	<b>97.8</b>	<b>1,758,171</b>	<b>98.2</b>	<b>1,848,385</b>	<b>98.5</b>
Single Copy Sales	53,629	3.9	42,978	2.8	38,126	2.2	33,048	1.8	27,751	1.5
<b>Total Paid &amp; Verified Circulation</b>	<b>1,380,797</b>	<b>100.0</b>	<b>1,543,242</b>	<b>100.0</b>	<b>1,726,217</b>	<b>100.0</b>	<b>1,791,219</b>	<b>100.0</b>	<b>1,876,136</b>	<b>100.0</b>
Year Over Year Percent of Change		25.9		11.8		11.9		3.8		4.7
Paid & Verified Rate Base	1,250,000		1,500,000		1,650,000		1,750,000		1,850,000	
Avg. Annualized Subscription Price	\$21.31		\$22.26		\$22.45		\$25.00		\$25.56	

#### 6. SUPPLEMENTAL ANALYSIS OF AVERAGE PAID & VERIFIED CIRCULATION

The following averages, as reported below, are included in Par. 1 and annotated here per applicable rules. See Par. 9 for full explanation

	Average for Period	% of Circulation
<b>PAID SUBSCRIPTIONS</b>		
Individual Subscriptions*	1,691,035	84.5
Loyalty/Award Point*	178,947	9.0
Partnership:		
Deductible*	7,419	0.4
Non-Deductible	361	0.0
Sponsored Sales	5,673	0.3
<b>TOTAL PAID SUBSCRIPTIONS</b>	<b>1,883,435</b>	<b>94.2</b>
<b>VERIFIED SUBSCRIPTIONS</b>		
Public Place (See Par. 6A)	1,923	0.1
Individual Use (See Par. 6B)	88,815	4.4
<b>TOTAL VERIFIED SUBSCRIPTIONS</b>	<b>90,738</b>	<b>4.5</b>
<b>TOTAL PAID &amp; VERIFIED SUBSCRIPTIONS</b>	<b>1,974,173</b>	<b>98.7</b>
<b>SINGLE COPY SALES</b>		
Single Issue Sales	26,575	1.3
<b>TOTAL SINGLE COPY SALES</b>	<b>26,575</b>	<b>1.3</b>
<b>TOTAL PAID &amp; VERIFIED CIRCULATION</b>	<b>2,000,748</b>	<b>100.0</b>

\*Included in Average Price calculation

#### 6A. ADDITIONAL ANALYSIS OF VERIFIED PUBLIC PLACE

The following represents the average public place copies made available during the statement period to the following public areas:

Verified Subscription:	Personal Care		Total Public Place
	Salons	Other	Copies
Public Place	1,923		1,923

#### 6B. ADDITIONAL ANALYSIS OF VERIFIED INDIVIDUAL USE

The following represents the average individual use copies made available during the statement period to the following individuals:

Verified Subscription:	Event		Total Individual Use
	Ticket Buyers	Participants	Copies
Individual Use	78,129	10,686	88,815

## 7. GEOGRAPHIC DATA for the March 13, 2006 issue

Total circulation of this issue was 0.2% less than the total average paid & verified circulation.

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Alabama	26,089	1,383	27,472	245	27,717
Arizona	30,651	1,625	32,276	788	33,064
Arkansas	11,531	611	12,142	56	12,198
California	186,111	9,866	195,977	3,249	199,226
Colorado	30,303	1,606	31,909	639	32,548
Connecticut	31,248	1,657	32,905	789	33,694
Delaware	6,160	327	6,487	101	6,588
District of Columbia	5,651	300	5,951	148	6,099
Florida	96,058	5,092	101,150	2,045	103,195
Georgia	52,802	2,799	55,601	1,360	56,961
Idaho	5,875	311	6,186	83	6,269
Illinois	87,607	4,644	92,251	1,863	94,114
Indiana	45,963	2,437	48,400	686	49,086
Iowa	24,979	1,324	26,303	164	26,467
Kansas	23,826	1,263	25,089	135	25,224
Kentucky	25,342	1,343	26,685	376	27,061
Louisiana	20,336	1,078	21,414	204	21,618
Maine	8,676	460	9,136	123	9,259
Maryland	43,798	2,322	46,120	552	46,672
Massachusetts	59,033	3,130	62,163	1,320	63,483
Michigan	70,016	3,712	73,728	1,308	75,036
Minnesota	38,534	2,043	40,577	623	41,200
Mississippi	15,601	827	16,428	64	16,492
Missouri	42,467	2,251	44,718	563	45,281
Montana	6,280	333	6,613	68	6,681
Nebraska	14,123	749	14,872	189	15,061
Nevada	14,617	775	15,392	533	15,925
New Hampshire	10,309	547	10,856	141	10,997
New Jersey	57,642	3,056	60,698	1,859	62,557
New Mexico	9,408	499	9,907	80	9,987
New York	116,528	6,178	122,706	3,242	125,948
North Carolina	58,125	3,081	61,206	769	61,975
North Dakota	4,915	261	5,176	26	5,202

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Ohio	87,644	4,646	92,290	873	93,163
Oklahoma	19,129	1,014	20,143	160	20,303
Oregon	16,332	866	17,198	445	17,643
Pennsylvania	94,375	5,003	99,378	1,132	100,510
Rhode Island	8,772	465	9,237	207	9,444
South Carolina	24,149	1,280	25,429	352	25,781
South Dakota	6,364	337	6,701	36	6,737
Tennessee	35,026	1,857	36,883	462	37,345
Texas	107,715	5,710	113,425	2,226	115,651
Utah	12,029	638	12,667	267	12,934
Vermont	4,556	242	4,798	55	4,853
Virginia	54,761	2,903	57,664	815	58,479
Washington	36,271	1,923	38,194	901	39,095
West Virginia	8,386	445	8,831	87	8,918
Wisconsin	36,180	1,918	38,098	300	38,398
Wyoming	3,168	167	3,335	31	3,366
<b>TOTAL 48 CONTERMINOUS STATES</b>	<b>1,835,461</b>	<b>97,304</b>	<b>1,932,765</b>	<b>32,740</b>	<b>1,965,505</b>
Alaska	5,229		5,229	119	5,348
Hawaii	8,729		8,729	186	8,915
<b>TOTAL ALASKA &amp; HAWAII</b>	<b>13,958</b>		<b>13,958</b>	<b>305</b>	<b>14,263</b>
U.S. Unclassified					
<b>TOTAL UNITED STATES</b>	<b>1,849,419</b>	<b>97,304</b>	<b>1,946,723</b>	<b>33,045</b>	<b>1,979,768</b>
Poss. & Other Areas	3,687		3,687	112	3,799
<b>U.S. &amp; POSS., etc.</b>	<b>1,853,106</b>	<b>97,304</b>	<b>1,950,410</b>	<b>33,157</b>	<b>1,983,567</b>
Canada	5,559		5,559	564	6,123
International	1,195		1,195	208	1,403
Other Unclassified					
Military or Civilian					
Personnel Overseas	4,949		4,949	199	5,148
<b>GRAND TOTAL</b>	<b>1,864,809</b>	<b>97,304</b>	<b>1,962,113</b>	<b>34,128</b>	<b>1,996,241</b>

## ANALYSIS BY ABCD COUNTY SIZE for the March 13, 2006 issue

County Size	% of Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	823,692	41.9	105
B	30	619,774	31.5	105
C	15	283,400	14.4	96
D	15	238,639	12.2	81

County Size Group Definitions by the A.C. Nielsen Company- Data for the conterminous 48 states.

## 8. ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended June 30, 2006

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 13 issues)	576,112	38.1	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers	1,290,112	85.3
(b) Seven to eleven months (14 to 24 issues)	54,413	3.6	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling	177,952	11.8
(c) Twelve months (25 to 26 issues)	646,038	42.8	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations	43,465	2.9
(d) Thirteen to twenty-four months	150,379	9.9	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	84,587	5.6	Total Subscriptions Sold in Period	1,511,529	100.0
Total Subscriptions Sold in Period	1,511,529	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	1,454,808	96.2			
(b) Ordered with material reprinted from this publication	None				
(c) Ordered with other premiums, See Par. 9	56,721	3.8			
Total Subscriptions Sold in Period	1,511,529	100.0			

## 9. EXPLANATORY

- (a) Publisher Suggested Prices: Average Single Copy: Canada and International, \$5.99. Subscriptions: U.S., 2 yrs. \$52.00; 3 yrs. \$78.00; 4 yrs. \$104.00; 5 yrs. \$130.00. Canada and International, 1 yr. \$45.00; 2 yrs. \$71.00; 3 yrs. \$97.00.
- (b) Average non-analyzed non-paid circulation for the 6 month period: 62,893 copies per issue.
- (c) Post expiration copies: None.
- (d) FOOTBALL DIGEST ceased publication with the November, 2005 issue. Effective with the February 27, 2006 issue, a total of 190,344 former FOOTBALL DIGEST subscribers were served with ESPN The Magazine for the balance of the subscription term. Included in Par. 1 is an average of 70,745 copies per issue served to former FOOTBALL DIGEST subscribers.
- (e) Loyalty/Award Point Subscription Sales: The average of 178,947 copies per issue, shown in Par. 6 and included in Par. 1, represents copies served to subscribers in exchange for the redemption of Airline Frequent Flyer Miles. These subscriptions were sold at 26 issues for \$19.00 in exchange for the redemption of 950 points at the rate of 2¢ per mile.
- (f) Partnership Subscription Sales (Deductible): The average of 7,419 copies per issue shown in Par. 6 and included in Par. 1, represents copies served in a partnership relationship wherein this publication was bundled with the purchase of a product or service. Purchasers were advised that a portion of the sales price was allocated to this publication for a 13 issue subscription.
- (g) Partnership Subscription Sales (Non-Deductible): The average of 361 copies per issue shown in Par. 6 and included in Par. 1, represents copies served in a partnership relationship wherein this publication was bundled with the purchase of an ESPN mobile phone and phone service plan. Purchasers were advised that \$39.95 of the sales price was allocated to this publication for a 26 issue term and was non-deductible from the total purchase price.
- (h) Sponsored Subscription Sales: The average of 5,673 copies per issue shown in Par. 6, and included in Par. 1, represents copies purchased by various business concerns in quantities of 11 or more.
- (i) An ESPN THE MAGAZINE baseball cap, a black fleece pullover, a red zippered fleece, a gray fleece pullover, green sweatshirt, a white long sleeve T-shirt, blue short sleeve T-shirt, gray long sleeve T-shirt, a "Bigger Bolder" cap or messenger bag, with no advertised or stated values, were offered with some subscriptions.
- (j) A sweepstakes contest was conducted by a subscription selling organization and through the publisher during this statement period. Prizes consisted of cash only. Some contestants ordered subscriptions to this publication although the award was not contingent upon subscribing.
- (k) It is the practice of the publisher to expire all subscriptions on a monthly basis; therefore, some subscribers may receive from one to two more issues than entitled to, but no offer of this kind is made to subscribers.

## 10. VARIANCE

Latest released Audit Report for 12 months ended December 31, 2004; Variation from Publisher's Statements

Audit Period Ended	Rate Base (Paid)	Audit Report (Paid)	Publisher's Statements (Paid)	Difference (Paid)	Percentage of Difference (Paid)
12-31-04	(a)	1,793,941	1,791,218	2,723	0.2
12-31-03	(b)	1,732,169	1,726,216	5,953	0.3
12-31-02	1,500,000	1,541,280	1,543,242	-1,962	-0.1
12-31-01	(c)	1,382,394	1,380,796	1,598	0.1
12-31-00	(d)	1,094,892	1,096,799	-1,907	-0.2

(a) Effective 01/01/04 changed from 1,650,000 to 1,750,000  
 (b) Effective 06/30/03 changed from 1,500,000 to 1,650,000  
 (c) Effective 01/01/01 changed from 1,150,000 to 1,250,000  
 (d) Effective 07/01/00 changed from 1,000,000 to 1,150,000  
 Effective 01/01/00 changed from 850,000 to 1,000,000

We certify that to the best of our knowledge all data set forth in this Publisher's Statement are true and report circulation in accordance with Audit Bureau of Circulations' Bylaws and Rules.

Parent Company: ESPN Inc.

ESPN THE MAGAZINE, published by ESPN Inc. • 19 E. 34th St. • New York, NY 10016

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Sr. Director Consumer Marketing

KEITH CLINKSCALES

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Date Signed: July 24, 2006

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04-0292-5	Analyzed Issue Date	03/13/06
	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	4.99
	Association Subscription Price	
	U.S. Subscription Price	26.00
	Canadian Subscription Price	45.00
	International Subscription Price	45.00