



Audit Bureau
of Circulations



For the six months ended June 30, 2008

Field Served: A bi-weekly sports magazine.

Published by ESPN Inc.

Frequency: 26 times/year

ABC Member # 04-0292-5

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

Subject to Audit

ESPN The Magazine

Paid & Verified Magazine
Publisher's Statement

For six months ended June 30, 2008

1. TOTAL AVERAGE PAID & VERIFIED CIRCULATION

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
Paid & Verified Circulation: (See Par. 6)					
Subscriptions:					
Paid	1,925,217	94.0			
Verified	97,598	4.8			
Total Paid & Verified Subscriptions	2,022,815	98.8			
Single Copy Sales	25,154	1.2			
Total Paid & Verified Circulation	2,047,969	100.0	2,000,000	47,969	2.4

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)		\$28.60	\$28.17
Average Subscription Price per Copy		\$1.06	\$1.04

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended December 31, 2007

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. 14	1,879,776	156,110	2,035,886	21,546	2,057,432	Apr. 7	1,926,764	95,114	2,021,878	23,846	2,045,724
Jan. 28	1,896,459	156,063	2,052,522	17,272	2,069,794	Apr. 21	1,943,474	70,031	2,013,505	24,424	2,037,929
Feb. 11	1,864,913	170,407	2,035,320	18,248	2,053,568	May 5	1,947,794	52,261	2,000,055	21,001	2,021,056
Feb. 25	1,883,910	170,358	2,054,268	32,140	2,086,408	May 19	1,945,657	52,223	1,997,880	29,247	2,027,127
Mar. 10	1,860,547	170,263	2,030,810	32,410	2,063,220	June 2	1,969,431	31,936	2,001,367	29,337	2,030,704
Mar. 24	1,951,129	80,237	2,031,366	27,738	2,059,104	June 16	1,972,999	31,909	2,004,908	22,796	2,027,704
						June 30	1,984,973	31,858	2,016,831	27,000	2,043,831

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS

	2003	%	2004	%	2005	%	2006	%	2007	%
Subscriptions:										
Paid	1,688,091	97.8	1,758,171	98.2	1,848,385	98.5	1,883,608	93.4	2,007,398	96.7
Verified	N/A		N/A		N/A		105,077	5.2	39,570	1.9
Total Paid & Verified Subscriptions	1,688,091	97.8	1,758,171	98.2	1,848,385	98.5	1,988,685	98.6	2,046,968	98.6
Single Copy Sales	38,126	2.2	33,048	1.8	27,751	1.5	29,036	1.4	28,704	1.4
Total Paid & Verified Circulation	1,726,217	100.0	1,791,219	100.0	1,876,136	100.0	2,017,721	100.0	2,075,672	100.0
Year Over Year Percent of Change		11.9		3.8		4.7		7.5		2.9
Avg. Annualized Subscription Price	\$22.45		\$25.00		\$25.56		\$25.94		\$27.23	

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
PAID SUBSCRIPTIONS		
Individual Subscriptions*	1,786,599	87.2
Combination Subscriptions*	418	0.0
Loyalty/Award Point*	61,423	3.0
Partnership:		
Deductible*	76,777	3.8
TOTAL PAID SUBSCRIPTIONS	1,925,217	94.0
VERIFIED SUBSCRIPTIONS		
Public Place (See Par. 6A)	93,462	4.6
Individual Use (See Par. 6B)	4,136	0.2
TOTAL VERIFIED SUBSCRIPTIONS	97,598	4.8
TOTAL PAID & VERIFIED SUBSCRIPTIONS	2,022,815	98.8
SINGLE COPY SALES		
Single Issue Sales	25,154	1.2
TOTAL SINGLE COPY SALES	25,154	1.2
TOTAL PAID & VERIFIED CIRCULATION	2,047,969	100.0

*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:	Doctor/Health Care Providers	Personal Care Salons	Automotive Outlets	Fitness/Recreational Facilities	Education/Learning Facilities	Other	Total Public Place Copies
Public Place	42,125	26,279	20,797	3,677	576	8	93,462

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 Participants	Merchandise Buyers	Ticket Buyers	Other	Total Individual Use Copies
Individual Use	2,703	875	558		4,136

7. GEOGRAPHIC DATA for the April 7, 2008 issue

Total paid & verified circulation of this issue was 0.1% 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	27,989	1,332	29,321	87	29,408
Arizona	34,481	1,448	35,929	253	36,182
Arkansas	13,297	746	14,043	88	14,131
California	201,005	10,560	211,565	2,643	214,208
Colorado	31,527	1,465	32,992	322	33,314
Connecticut	29,425	1,585	31,010	450	31,460
Delaware	6,330	291	6,621	79	6,700
District of Columbia	5,577	270	5,847	183	6,030
Florida	93,557	5,989	99,546	1,150	100,696
Georgia	52,401	2,520	54,921	738	55,659
Idaho	6,810	383	7,193	60	7,253
Illinois	97,412	4,383	101,795	2,031	103,826
Indiana	47,691	1,926	49,617	342	49,959
Iowa	26,069	1,024	27,093	78	27,171
Kansas	22,835	954	23,789	67	23,856
Kentucky	26,151	1,199	27,350	110	27,460
Louisiana	25,238	827	26,065	301	26,366
Maine	9,182	374	9,556	91	9,647
Maryland	39,529	2,669	42,198	428	42,626
Massachusetts	71,937	2,527	74,464	1,192	75,656
Michigan	67,068	3,561	70,629	737	71,366
Minnesota	37,478	1,508	38,986	202	39,188
Mississippi	17,158	411	17,569	61	17,630
Missouri	40,741	1,655	42,396	191	42,587
Montana	6,623	331	6,954	60	7,014
Nebraska	15,256	601	15,857	112	15,969
Nevada	16,324	554	16,878	274	17,152
New Hampshire	11,824	451	12,275	125	12,400
New Jersey	54,630	4,349	58,979	1,336	60,315
New Mexico	9,622	468	10,090	57	10,147
New York	112,710	7,360	120,070	2,344	122,414
North Carolina	58,784	2,725	61,509	553	62,062
North Dakota	5,496	217	5,713	13	5,726

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Ohio	92,192	4,051	96,243	771	97,014
Oklahoma	19,521	878	20,399	171	20,570
Oregon	15,809	991	16,800	223	17,023
Pennsylvania	89,343	5,173	94,516	846	95,362
Rhode Island	8,456	416	8,872	167	9,039
South Carolina	25,033	1,298	26,331	214	26,545
South Dakota	6,997	266	7,263	12	7,275
Tennessee	36,668	1,746	38,414	227	38,641
Texas	115,782	5,912	121,694	1,734	123,428
Utah	13,481	637	14,118	162	14,280
Vermont	4,628	243	4,871	50	4,921
Virginia	53,262	2,427	55,689	874	56,563
Washington	40,325	2,106	42,431	461	42,892
West Virginia	9,443	438	9,881	43	9,924
Wisconsin	37,667	1,671	39,338	247	39,585
Wyoming	3,970	160	4,130	23	4,153
TOTAL 48 CONTERMINOUS STATES	1,894,734	95,076	1,989,810	22,983	2,012,793
Alaska	5,068	16	5,084	47	5,131
Hawaii	9,135	22	9,157	69	9,226
TOTAL ALASKA & HAWAII	14,203	38	14,241	116	14,357
U.S. Unclassified					
TOTAL UNITED STATES	1,908,937	95,114	2,004,051	23,099	2,027,150
Poss. & Other Areas	2,458		2,458	3	2,461
U.S. & POSS., etc.	1,911,395	95,114	2,006,509	23,102	2,029,611
Canada	6,212		6,212	324	6,536
International	2,776		2,776	420	3,196
Other Unclassified					
Military or Civilian					
Personnel Overseas	6,381		6,381		6,381
GRAND TOTAL	1,926,764	95,114	2,021,878	23,846	2,045,724

ANALYSIS BY ABCD COUNTY SIZE for the April 7, 2008 issue

County Size	% of Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	840,559	41.8	105
B	30	627,924	31.2	104
C	15	291,593	14.5	97
D	15	252,717	12.5	83

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, 2008

A. DURATION			%	C. CHANNELS			%
(a) One to six months (1 to 13 issues)	470,856	31.3		(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers	1,201,923	79.8	
(b) Seven to eleven months (14 to 24 issues)	40,265	2.7		(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling	265,580	17.6	
(c) Twelve months (25 to 26 issues)	777,914	51.6		(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations	38,666	2.6	
(d) Thirteen to twenty-four months	168,814	11.2		(d) Subscriptions as part of membership in an organization	None		
(e) Twenty-five months and more	48,320	3.2		Total Subscriptions Sold in Period	1,506,169	100.0	
Total Subscriptions Sold in Period	1,506,169	100.0					
B. USE OF PREMIUMS							
(a) Ordered without premium	1,462,309	97.1					
(b) Ordered with material reprinted from this publication	None						
(c) Ordered with other premiums, See Par. 9	43,860	2.9					
Total Subscriptions Sold in Period	1,506,169	100.0					

9. EXPLANATORY

(a) Suggested Retail 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: 59,262 copies per issue.

(c) Post expiration copies: None.

(d) 418 subscriptions were sold in combination during this statement period.

Combination Publication	Subscriptions Sold	Subscription Term	Price of Combination	Suggested Retail Prices
Maxim Magazine	418	1 year	\$26.00	\$43.94

(e) Loyalty/Award Point Subscription Sales: The average of 61,423 copies per issue, shown in Par. 6 and included in Par. 1, includes the following:

An average of 58,997 copies per issue represents copies served to subscribers in exchange for the redemption of Airline Frequent Flyer Miles. These subscriptions were sold at 26 issues for \$15.00, in exchange for the redemption of 500 points at the rate of 3¢ per mile.

An average of 2,426 copies per issue represents copies purchased through the redemption of loyalty points valued at 3¢ per point.

(f) Partnership Subscription Sales (Deductible): The average of 76,777 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 or 26 issue subscription.

(g) Use of Premiums: An ESPN THE MAGAZINE baseball cap, a black fleece pullover, a red zippered fleece, a gray fleece pullover, a messenger bag, a mp3 player, travel bag or cooler, with no advertised or stated values, were offered with some subscriptions.

(h) 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.

(i) 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, 2007; Variation from Publisher's Statements

Audit Period Ended [^]	Rate Base (Paid & Verified)	Audit Report (Paid & Verified)	Publisher's Statements (Paid & Verified)	Difference (Paid & Verified)	Percentage of Difference (Paid & Verified)
12-31-07	(a)	2,074,633	2,075,672	-1,039	-0.1
12-31-06	(b)	2,013,041	2,017,722	-4,681	-0.2
12-31-05	(c)	1,876,216	1,876,136	80	0.0
12-31-04	(d)	1,793,941	1,791,218	2,723	0.2
12-31-03	(e)	1,732,169	1,726,216	5,953	0.3

[^]Effective with the June, 2006 Publisher's Statements, publications were given the option of reporting verified circulation.

(a) Effective 01/01/07 changed from 1,900,000 to 1,950,000

(b) Effective 01/01/06 changed from 1,850,000 to 1,900,000

(c) Effective 01/01/05 changed from 1,750,000 to 1,850,000

(d) Effective 01/01/04 changed from 1,650,000 to 1,750,000

(e) Effective 06/30/03 changed from 1,500,000 to 1,650,000

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

CINDY NORMAN

Sr. Director Consumer Marketing

GARY HOENIG

General Manager,
ESPN Publishing

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Sales Offices: New York 212-515-1000; Chicago 312-604-0350; San Francisco 415-318-1812; Detroit 248-359-2355; Los Angeles 949-721-8044

P: 212.515.1000 • F: 212.515.1275 • URL: www.espnmag.com

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	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