

**CONSUMER MAGAZINE CIRCULATION STATEMENT  
FOR THE 6 MONTH PERIOD ENDED DECEMBER 2009**

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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American Airlines Publishing  
4333 Amon Carter Blvd. MD 5374  
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Official Publication of: None  
Established: 1999

**MARKET SERVED**

CELEBRATED LIVING serves first and business class passengers of American Airlines.

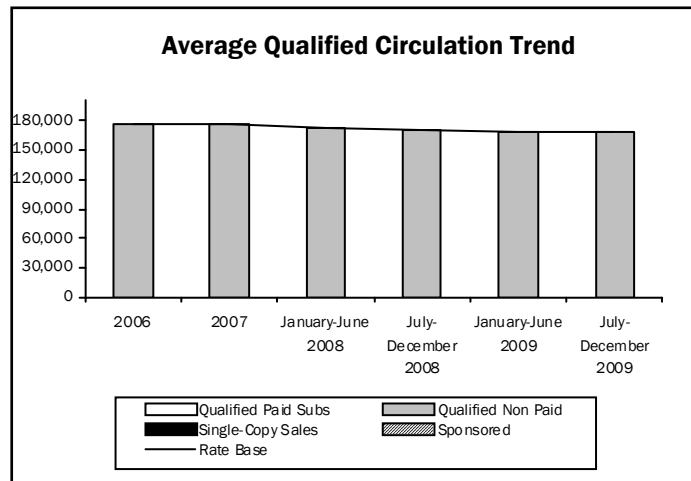
**AVERAGE QUALIFIED CIRCULATION**

<b>Total Qualified</b> _____	<b>168,700</b>
Average Rate Base _____	168,025
Variance +/- _____	675
Percent +/- _____	0.4
Qualified Paid _____	-
Subscriptions _____	-
Sponsored _____	-
Single-Copy Sales _____	-
Qualified Non-Paid _____	168,700

\*\*NC = None Claimed

**PRICE AND FREQUENCY**

**NC	Average Annual Subscription Order Price for the Period Reported (Excluding Sponsored Subscriptions)
4	Issues Per Year
**NC	All Single-Copy Sales Prices for the Period



<b>1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD</b>						
	Qualified Paid		Qualified Non-Paid		Total Qualified	
	Copies	Percent	Copies	Percent	Copies	Percent
Individuals _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	168,700	100.0	168,700	100.0
Sponsored Individually Addressed _____	-	-	-	-	-	-
Sponsored Multi-Copy Same Addressee _____	-	-	-	-	-	-
<b>Sub-Total Subscriptions</b> _____	-	-	168,700	100.0	168,700	100.0
Single-Copy Sales _____	-	-	-	-	-	-
Sponsored Single-Copy Sales _____	-	-	-	-	-	-
<b>TOTAL</b>	-	-	<b>168,700</b>	<b>100.0</b>	<b>168,700</b>	<b>100.0</b>

<b>2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD</b>					
2009 Issue	Qualified Paid			Qualified Non-Paid	Total Qualified
	Single-Copy Sales	Subscriptions	Total		
Fall _____					168,675
Winter _____					168,725

**TOTAL NEW AND RENEWED QUALIFIED PAID SUBSCRIPTIONS ORDERED/SOLD FOR THE PERIOD**  
 Includes gross subscription sales/orders with unpaid invoices pending.

**3A. PRICES**

**PARAGRAPHS 3A AND 3B ARE NOT REQUIRED WHEN THE PAID CIRCULATION**

**3B. USE OF FREE PROMOTIONAL INCENTIVES**

**IS LESS THAN 50% OF THE AVERAGE CIRCULATION**

**4. BREAKOUT OF QUALIFIED CIRCULATION TO THE CONSUMER MARKET FOR ISSUE OF WINTER 2009**

This issue is -% or 50 copies above the other issue reported in Paragraph two.

MARKET SERVED	TOTAL QUALIFIED	PERCENT OF TOTAL
American Airlines Passengers _____	162,700	96.4
Admirals Club Visitors _____	6,025	3.6
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>168,725</b>	<b>100.0</b>

**5. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF WINTER 2009**

QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 year	2 years	3 years				
I. <b>TOTAL</b> - Direct Request: _____	-	-	-			-	-
a. Written _____	-	-	-			-	-
b. Telecommunication _____	-	-	-			-	-
c. Electronic _____	-	-	-			-	-
II. <b>TOTAL</b> - Request from recipient's company: _____	-	-	-			-	-
a. Written _____	-	-	-			-	-
b. Telecommunication _____	-	-	-			-	-
c. Electronic _____	-	-	-			-	-
III. <b>TOTAL</b> - Membership Benefit: _____	-	-	-			-	-
a. Individual _____	-	-	-			-	-
b. Organizational _____	-	-	-			-	-
IV. <b>TOTAL</b> - Communication from recipient or recipient's company (other than request): _____	<b>168,725</b>	-	-			<b>168,725</b>	<b>100.0</b>
a. Written _____	168,725	-	-			168,725	100.0
b. Telecommunication _____	-	-	-			-	-
c. Electronic _____	-	-	-			-	-
V. <b>TOTAL</b> - Sources other than above (listed alphabetically): _____	-	-	-			-	-
Rosters and directories _____	-	-	-			-	-
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-			-	-
Other sources _____	-	-	-			-	-
VI. <b>TOTAL</b> - Single Copy Sales: _____	-	-	-			-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>168,725</b>	-	-			<b>168,725</b>	<b>100.0</b>
<b>PERCENT</b>	<b>100.0</b>	-	-			<b>100.0</b>	

**6. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF WINTER 2009**

State & Zip Code	Qualified Paid			Total Qualified Non-Paid	Total Qualified	Percent
	Single-Copy Sales	Subscriptions	Total Paid			
039-049 Maine _____					-	
030-038 New Hampshire _____					-	
050-059 Vermont _____					-	
010-027 Massachusetts _____					5,850	
028-029 Rhode Island _____					-	
060-069 Connecticut _____					775	
<b>NEW ENGLAND</b>					<b>6,625</b>	<b>3.9</b>
100-149 New York _____					17,650	
070-089 New Jersey _____					825	
150-196 Pennsylvania _____					2,000	
<b>MIDDLE ATLANTIC</b>					<b>20,475</b>	<b>12.2</b>
430-459 Ohio _____					600	
460-479 Indiana _____					300	
600-629 Illinois _____					15,250	
480-499 Michigan _____					575	
530-549 Wisconsin _____					-	
<b>EAST NO. CENTRAL</b>					<b>16,725</b>	<b>9.9</b>
550-567 Minnesota _____					1,075	
500-528 Iowa _____					-	
630-658 Missouri _____					6,250	
580-588 North Dakota _____					-	
570-577 South Dakota _____					-	
680-693 Nebraska _____					575	
660-679 Kansas _____					300	
<b>WEST NO. CENTRAL</b>					<b>8,200</b>	<b>4.9</b>
197-199 Delaware _____					-	
206-219 Maryland _____					1,350	
200-205 Washington, DC _____					2,175	
220-246 Virginia _____					2,025	
247-268 West Virginia _____					-	
270-289 North Carolina _____					1,800	
290-299 South Carolina _____					-	
300-319 Georgia _____					1,500	
320-349 Florida _____					27,025	
<b>SOUTH ATLANTIC</b>					<b>35,875</b>	<b>21.3</b>
400-427 Kentucky _____					300	
370-385 Tennessee _____					1,800	
350-369 Alabama _____					600	
386-397 Mississippi _____					-	
<b>EAST SO. CENTRAL</b>					<b>2,700</b>	<b>1.6</b>
716-729 Arkansas _____					300	
700-714 Louisiana _____					1,075	
730-749 Oklahoma _____					2,225	
750-799 Texas _____					35,600	
<b>WEST SO. CENTRAL</b>					<b>39,200</b>	<b>23.2</b>
590-599 Montana _____					-	
832-838 Idaho _____					-	
820-831 Wyoming _____					375	
800-816 Colorado _____					2,575	
870-884 New Mexico _____					775	
850-865 Arizona _____					2,150	
840-847 Utah _____					775	
889-898 Nevada _____					2,325	
<b>MOUNTAIN</b>					<b>8,975</b>	<b>5.3</b>
995-999 Alaska _____					-	
980-994 Washington _____					1,750	
970-979 Oregon _____					775	
900-961 California _____					22,075	
967-968 Hawaii _____					425	
<b>PACIFIC</b>					<b>25,025</b>	<b>14.8</b>
<b>UNITED STATES</b>					<b>163,800</b>	<b>97.1</b>
969 & 004-009 U.S. Territories _____					1,650	
Canada _____					1,950	
Mexico _____					825	
Other International _____					500	
APO/FPO _____					-	
<b>TOTALS</b>					<b>168,725</b>	<b>100.0</b>

<b>7. AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS</b>						
6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim
	2006	2007	January - June 2008	July - December 2008	January - June 2009	July - December 2009*
Total Audit Average Qualified:	176,944	176,857	172,975	170,988	169,138	168,700
Rate Base (if any):	176,300	176,300	172,800	170,000	168,025	168,025
Rate Base +/-:	644	557	175	988	1,113	675
Percent +/-:	0.4	0.3	0.1	0.6	0.7	0.4
Qualified Paid :	-	-	-	-	-	-
Subscriptions	-	-	-	-	-	-
Sponsored	-	-	-	-	-	-
Single-Copy Sales	-	-	-	-	-	-
Qualified Non-Paid:	176,944	176,857	172,975	170,988	169,138	168,700
Post Expire Copies included in Total Qualified Circulation:	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price:	**NC	**NC	**NC	**NC	**NC	**NC

**\*NOTE: July - December 2009 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.**

**8. ADDITIONAL DATA**

**METHOD OF DISTRIBUTION:**

Copies are made available to American Airlines' premium-cabin passengers and Admirals Club members. Editions are shipped in bulk via U.S. Postal Service; FedEx; American Airlines Cargo and Clark Distribution Systems for distribution within the First and Business Class airplane cabins and Admirals Clubs at selected American Airlines destination cities.

Multi-copy Same Addressee circulation is audited only to the point of distribution, not the end recipient. A distribution agreement not more than three years old, indicating that a centralized headquarters agrees to accept the magazine for re-distribution through the individual locations, has been obtained.

**AVERAGE NON-QUALIFIED CIRCULATION: 4,066 COPIES**

**PUBLISHER'S AFFIDAVIT**

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

Paul Schaefer, Director of Operations and Technology

John Depew, Manager of Production and Distribution

(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 January 8, 2010

State Texas

County Tarrant

Received by BPA Worldwide January 8, 2010

Type CPJ

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