



**PAID, VERIFIED & ANALYZED
NON-PAID MAGAZINE
PUBLISHER'S STATEMENT**

Subject to Audit

Off-Road Adventures

For the six months ended June 30, 2010

Field Served: Edited for truck, SUV, and sport vehicle users who enjoy outdoor recreation.

Definition of List Source Recipient: Proprietary Lists of Truck, SUV and sport vehicle users interested in outdoor recreation and adventure travel and other promotional offers.

Method of Circulation for Analyzed Non-Paid Circulation: 2nd Class Mail. Non-Paid Bulk copies are made available for pick-up at designated 4 Wheel Parts store locations.

Published by Transamerican Auto Parts, Inc.

Frequency: 12 times/year

ABC Member # 04-0354-4

Off-Road Adventures

Paid, Verified & Analyzed Non-Paid Magazine Publisher's Statement

For six months ended June 30, 2010

1. TOTAL AVERAGE PAID, VERIFIED & ANALYZED NON-PAID CIRCULATION

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
Paid, Verified & Analyzed Non-Paid Circulation: (See Par. 6)					
Subscriptions:					
Paid					
Print					
Verified					
Print	150,970	56.5			
Digital (Replica)	38,225	14.3			
Total Verified Subscriptions	189,195	70.8			
Total Paid & Verified Subscriptions	189,195	70.8			
Single Copy Sales					
Print					
Total Paid & Verified Circulation	189,195	70.8		None Claimed	
Total Analyzed Non-Paid Circulation	77,894	29.2		None Claimed	
Total Paid, Verified & Analyzed Non-Paid Circulation	267,089	100.0		None Claimed	

2. PRICES

	Suggested Retail Prices (1)	Average Price (2)	
		Net	Gross (Optional)
Average Single Copy, See Par. 9	N/A		
Subscription, See Par. 9	N/A		
Average Subscription Price Annualized			
Average Subscription Price per Copy			
(1) For the Statement period			
(2) See Par. 9.			

3. PAID, VERIFIED & ANALYZED NON-PAID CIRCULATION BY ISSUE OF PRINT AND DIGITAL REPLICA

Issue	Paid Subscriptions		Verified Subscriptions		Single Copy Sales			Analyzed Non-Paid				Total Paid, Verified & Analyzed Non-Paid Digital (Replica)	Total Paid, Verified & Analyzed Non-Paid Circulation	
	Print	Total Paid Subscriptions	Print	Digital (Replica)	Print	Total Single Copy Sales	Total Paid & Verified Circulation Print	Total Paid & Verified Circulation Digital (Replica)	Total Paid & Verified Circulation	Print	Total Analyzed Non-Paid			Total Paid, Verified & Analyzed Non-Paid Print
Feb.		156,785	35,050	191,835	191,835		156,785	35,050	191,835	43,893	43,893	200,678	35,050	235,728
Mar.		159,492	36,388	195,880	195,880		159,492	36,388	195,880	69,508	69,508	229,000	36,388	265,388
Apr.		156,635	38,682	195,317	195,317		156,635	38,682	195,317	68,729	68,729	225,364	38,682	264,046
May		144,264	39,785	184,049	184,049		144,264	39,785	184,049	103,199	103,199	247,463	39,785	287,248
June		137,677	41,218	178,895	178,895		137,677	41,218	178,895	104,139	104,139	241,816	41,218	283,034

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS

	2005	%	2006	%	2007	%	2008	%	2009	%
Subscriptions:										
Paid	N/A		N/A	0.0	N/A	0.0	N/A	0.0	N/A	0.0
Verified	N/A		51,938	10.7	93,551	18.4	61,738	18.1	143,042	54.4
Total Paid & Verified Subscriptions	N/A		51,938	10.7	93,551	18.4	61,738	18.1	143,042	54.4
Single Copy Sales	N/A		N/A		N/A		N/A		N/A	
Total Paid & Verified Circulation	N/A		51,938	10.7	93,551	18.4	61,738	18.1	143,042	54.4
Year Over Year Percent of Change						80.1		-34.0		131.7
Total Analyzed Non-Paid Circ.	615,272		431,912	89.3	414,120	81.6	279,855	81.9	119,898	45.6
Year Over Year Percent of Change				-29.8		-4.1		-32.4		-57.2
Total Paid, Verified & Analyzed Non-Paid Circ.	615,272		483,850	100.0	507,671	100.0	341,593	100.0	262,940	100.0
Year Over Year Percent of Change						4.9		-32.7		-23.0
Avg. Annualized Subscription Price	N/A		N/A		N/A		N/A		N/A	

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6. SUPPLEMENTAL ANALYSIS OF AVERAGE PAID, VERIFIED & ANALYZED NON-PAID CIRCULATION

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

	Print Average for Period	Digital (Replica) Average for Period	Total	% of Circulation
PAID SUBSCRIPTIONS				
TOTAL PAID SUBSCRIPTIONS				
VERIFIED SUBSCRIPTIONS				
Individual Use (See Par. 6B)	150,970	38,225	189,195	70.8
TOTAL VERIFIED SUBSCRIPTIONS	150,970	38,225	189,195	70.8
TOTAL PAID & VERIFIED SUBSCRIPTIONS	150,970	38,225	189,195	70.8
SINGLE COPY SALES				
TOTAL SINGLE COPY SALES				
TOTAL PAID & VERIFIED CIRCULATION	150,970	38,225	189,195	70.8
ANALYZED NON-PAID				
List Source	51,202		51,202	19.2
Non-Paid Bulk	26,692		26,692	10.0
TOTAL ANALYZED NON-PAID	77,894		77,894	29.2
TOTAL PAID, VERIFIED & ANALYZED NON-PAID	228,864	38,225	267,089	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:

None

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:	Individually Requested	Other	Total Individual Use Copies
Individual Use			
Print	150,970		150,970
Digital (Replica)	38,225		38,225

7. GEOGRAPHIC DATA for the May 2010 issue

Total paid & verified circulation of this issue was 2.7% less than the total average paid & verified circulation.

Total analyzed non-paid circulation of this issue was 32.5% greater than the total average analyzed non-paid circulation.

STATE	PAID SUBSCRIPTIONS				SINGLE COPY SALES				ANALYZED NON-PAID				
	Print	Digital (Replica)	Verified Subscriptions	Total Paid & Verified Subscriptions	Print	Total Single Copy Sales	Total Paid & Verified Circulation	Total Paid & Verified Circulation (Replica)	Print	Total Analyzed Non-paid	Total Paid, Verified & Analyzed Non-Paid	Total Paid, Verified & Analyzed Non-Paid (Replica)	Total Paid, Verified & Analyzed Non-Paid Circulation
Alabama		633	388	1,021	1,021	633	388	1,021	1,452	1,452	2,085	388	2,473
Arizona	6,850	1,100	7,950	7,950	6,850	1,100	7,950	4,300	4,300	11,150	1,100	12,250	
Arkansas	470	270	740	740	470	270	740	988	988	1,458	270	1,728	
California	38,199	7,100	45,299	45,299	38,199	7,100	45,299	24,000	24,000	62,199	7,100	69,299	
Colorado	10,200	1,300	11,500	11,500	10,200	1,300	11,500	4,600	4,600	14,800	1,300	16,100	
Connecticut	200	180	380	380	200	180	380	699	699	899	180	1,079	
Delaware	48	43	91	91	48	43	91	199	199	247	43	290	
District of Columbia	10	2	12	12	10	2	12	21	21	31	2	33	
Florida	9,100	1,600	10,700	10,700	9,100	1,600	10,700	7,400	7,400	16,500	1,600	18,100	
Georgia	6,300	813	7,113	7,113	6,300	813	7,113	4,200	4,200	10,500	813	11,313	
Idaho	1,600	210	1,810	1,810	1,600	210	1,810	1,200	1,200	2,800	210	3,010	
Illinois	830	560	1,390	1,390	830	560	1,390	2,200	2,200	3,030	560	3,590	
Indiana	2,400	590	2,990	2,990	2,400	590	2,990	2,400	2,400	4,800	590	5,390	
Iowa	160	148	308	308	160	148	308	690	690	850	148	998	
Kansas	310	245	555	555	310	245	555	902	902	1,212	245	1,457	
Kentucky	451	350	801	801	451	350	801	1,200	1,200	1,651	350	2,001	
Louisiana	530	280	810	810	530	280	810	1,150	1,150	1,680	280	1,960	
Maine	102	108	210	210	102	108	210	480	480	582	108	690	
Maryland	341	240	581	581	341	240	581	1,000	1,000	1,341	240	1,581	
Massachusetts	250	230	480	480	250	230	480	940	940	1,190	230	1,420	
Michigan	640	1,300	1,940	1,940	640	1,300	1,940	2,400	2,400	3,040	1,300	4,340	
Minnesota	242	198	440	440	242	198	440	870	870	1,112	198	1,310	
Mississippi	739	222	961	961	739	222	961	880	880	1,619	222	1,841	
Missouri	560	402	962	962	560	402	962	1,601	1,601	2,161	402	2,563	
Montana	178	108	286	286	178	108	286	450	450	628	108	736	
Nebraska	198	203	401	401	198	203	401	516	516	714	203	917	
Nevada	5,122	649	5,771	5,771	5,122	649	5,771	1,766	1,766	6,888	649	7,537	
New Hampshire	102	99	201	201	102	99	201	448	448	550	99	649	
New Jersey	401	387	788	788	401	387	788	1,248	1,248	1,649	387	2,036	
New Mexico	2,300	402	2,702	2,702	2,300	402	2,702	1,480	1,480	3,780	402	4,182	
New York	670	580	1,250	1,250	670	580	1,250	2,200	2,200	2,870	580	3,450	
North Carolina	3,300	830	4,130	4,130	3,300	830	4,130	831	831	4,131	830	4,961	
North Dakota	79	50	129	129	79	50	129	220	220	299	50	349	
Ohio	2,900	761	3,661	3,661	2,900	761	3,661	2,900	2,900	6,888	761	7,649	
Oklahoma	2,766	480	3,246	3,246	2,766	480	3,246	2,766	2,766	4,800	480	5,286	
Oregon	1,900	530	2,430	2,430	1,900	530	2,430	2,430	2,430	3,700	530	4,230	
Pennsylvania	801	759	1,560	1,560	801	759	1,560	2,899	2,899	3,700	759	4,459	
Rhode Island	37	43	80	80	37	43	80	203	203	240	43	283	
South Carolina	807	370	1,177	1,177	807	370	1,177	1,300	1,300	2,107	370	2,477	
South Dakota	91	63	154	154	91	63	154	240	240	331	63	394	
Tennessee	2,879	601	3,480	3,480	2,879	601	3,480	2,800	2,800	5,679	601	6,280	
Texas	24,229	4,986	29,215	29,215	24,229	4,986	29,215	12,340	12,340	36,569	4,986	41,555	
Utah	2,983	460	3,443	3,443	2,983	460	3,443	1,803	1,803	4,786	460	5,246	
Vermont	80	69	149	149	80	69	149	217	217	297	69	366	
Virginia	698	515	1,213	1,213	698	515	1,213	2,015	2,015	2,713	515	3,228	
Washington	5,918	1,302	7,220	7,220	5,918	1,302	7,220	2,237	2,237	5,918	1,302	7,220	
West Virginia	275	188	463	463	275	188	463	762	762	1,037	188	1,225	
Wisconsin	376	6,756	7,132	7,132	376	6,756	7,132	1,170	1,170	1,546	6,756	8,302	
Wyoming	302	102	404	404	302	102	404	481	481	783	102	885	
TOTAL 48 CONTERMINOUS STATES	140,557	39,172	179,729	179,729	140,557	39,172	179,729	101,161	101,161	241,718	39,172	280,890	
Alaska	181	79	260	260	181	79	260	325	325	506	79	585	
Hawaii	3,400	295	3,695	3,695	3,400	295	3,695	1,200	1,200	4,600	295	4,895	
TOTAL ALASKA & HAWAII	3,581	374	3,955	3,955	3,581	374	3,955	1,525	1,525	5,106	374	5,480	
U.S. Unclassified													
TOTAL UNITED STATES	144,138	39,546	183,684	183,684	144,138	39,546	183,684	102,686	102,686	246,824	39,546	286,370	
Poss. & Other Areas	80	206	286	286	80	206	286	237	237	317	206	523	
U.S. & POSS., etc.	144,218	39,752	183,970	183,970	144,218	39,752	183,970	102,923	102,923	247,141	39,752	286,893	
Canada													
International													
Other Unclassified													
Military or Civilian Personnel Overseas		46	33	79	79	46	33	79	276	276	322	33	355
GRAND TOTAL	144,264	39,785	184,049	184,049	144,264	39,785	184,049	103,199	103,199	247,463	39,785	287,248	

ANALYSIS BY ABCD COUNTY SIZE for the May 2010 issue

Magazines of less than 500,000 total average paid, verified and/or analyzed non-paid circulation not required to answer this paragraph.

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, 2010

A. DURATION

(a) One to six months	
(b) Seven to eleven months	
(c) Twelve months	
(d) Thirteen to twenty-four months	
(e) Twenty-five months and more	
Total Subscriptions Sold in Period	No Subs. Circ.

B. USE OF PREMIUMS

(a) Ordered without premium	
(b) Ordered with material reprinted from this publication	
(c) Ordered with other premiums	
Total Subscriptions Sold in Period	No Subs. Circ.

C. CHANNELS

(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers	
(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling	
(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations	
(d) Subscriptions as part of membership in an organization	
Total Subscriptions Sold in Period	No Subs. Circ.

9. EXPLANATORY

(a) Suggested Retail Prices: N/A.

(b) Average non-analyzed non-paid circulation for the 6 month period: 1,597 copies per issue.

(c) Post expiration copies: No Subs. Circ.

(d) DESCRIPTION OF DIGITAL (Replica) - The Digital Edition is an exact replica of the print product in format and advertising content. The Digital Edition is available at www.offroadadventures.com.

(e) List Source, averaging 51,202 copies per issue, shown in Par. 6 and included in Par. 1, represents proprietary lists of truck, SUV, and sport vehicle users interested in outdoor recreation and adventure travel and other promotional sources.

(f) Non-Paid Bulk, averaging 26,692 copies per issue shown in Par. 6 and included in Par. 1, represents copies available for pick up at designated locations.

(g) This publication reports no individually paid subscription or single copy sales circulation; therefore no suggested retail prices are reported.

(h) This publication reports no paid subscription circulation; therefore no average subscription price calculation is made.

10. VARIANCE

Latest released Audit Report for 12 months ended June 30, 2009; 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)	Rate Base (Analyzed Non-Paid)	Audit Report (Analyzed Non-Paid)	Publisher's Statements (Analyzed Non-Paid)	Difference (Analyzed Non-Paid)	Percentage of Difference (Analyzed Non-Paid)
06-30-09	None Claimed	74,632	74,632			None Claimed	191,829	191,829		
06-30-08	None Claimed	86,012	86,012			None Claimed	371,282	371,282		
06-30-07	None Claimed	88,988	100,909	-11,921	-11.8	None Claimed	408,646	396,838	11,808	3.0
06-30-06	None Claimed	61,320		61,320	100.0	(b) 476,770		538,090	-61,320	-11.4
06-30-05						(c) 638,892		641,626	-2,734	-0.4

Audit Period Ended	Rate Base (Combined)	Audit Report (Combined)	Publisher's Statements (Combined)	Difference (Combined)	Percentage of Difference (Combined)
06-30-09	None Claimed	266,461	266,461		
06-30-08	None Claimed	457,294	457,294		
06-30-07	(a)	497,634	497,747	-113	-0.0
06-30-06	(b)	538,090	538,090		

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

(a) Effective 01/01/07 changed from None Claimed to 475,000.

(b) Effective 01/01/06 changed from 550,000 to None Claimed.

(c) Effective 01/01/06 changed from 520,000 to 550,000.

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: Transamerican Auto Parts, Inc.

OFF-ROAD ADVENTURES, published by Transamerican Auto Parts, Inc. • 300 W. Artesia Blvd. • Compton, CA 90220

ANDREA FRIEDENTHAL

DENIS SNOW

Date Signed: November 4, 2010

Circulation Manager

Publisher

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Established: 1999

ABC Member since: 2002

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04-0354-4

Analyzed Issue Date
Analyzed Issue Text (for double month issue date)
Average Single Copy Price
Association Subscription Price
U.S. Subscription Price
Canadian Subscription Price
International Subscription Price

05/01/10