



USPS 3541 Circulation Verification

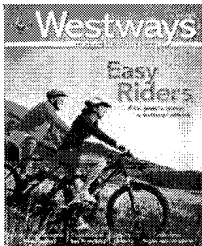
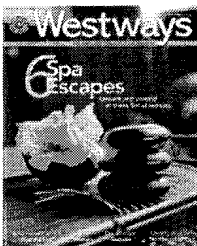

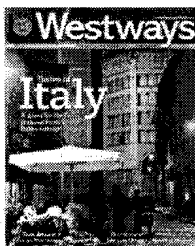
Editorial Overview: AAA Westways is a magazine edited specifically for Automobile Club members in Southern California. It offers bright and timely coverage of local issues, plus vital consumer information about travel, insurance, automobiles and safety issues. In addition, the magazine contains departments offering expert advice for travelers and motorists, and money saving opportunities on local attractions, events and travel.

Frequency: 8 times/year

TOTAL AVERAGE PAID & VERIFIED CIRCULATION

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
Subscriptions					
Paid	4,105,823	100%			
Verified	N/A				
Total Paid & Verified Subscriptions	4,105,823	100%			
Single Copy Sales	N/A				
Total Paid & Verified Circulation	4,105,823	100%	3,950,000	155,823	3.8%

PAID CIRCULATION BY ISSUE

Issue	Paid Circulation				
Jul/Aug	4,094,053				
Sept	4,103,072				
Oct	4,110,913				
Nov/Dec	4,115,255				

3 YEAR TREND

	2010	%	2011	%	2012	%
Subscriptions:						
Paid	3,919,911	100.0	3,980,108	100.0	4,105,823	100.0
Verified	N/A		N/A		N/A	
Total Paid & Verified Subscriptions	3,919,911	100.0	3,980,108	100.0	4,105,823	100.0
Single Copy Sales	N/A		N/A		N/A	
Total Paid & Verified Circulation	3,919,911	100.0	3,980,108	100.0	4,105,823	100.0
Year Over Year Percent of Change				1.5%		3.2%
Average Annualized Subscription Price	\$2.00		\$2.00		\$2.00	

CIRCULATION BY STATE - for the Nov/Dec 2012 issue

State	Paid Subscriptions	State	Paid Subscriptions
Alabama	284	Ohio	861
Arizona	5,468	Oklahoma	546
Arkansas	318	Oregon	2,331
California	4,066,231	Pennsylvania	910
Colorado	2,355	Rhode Island	137
Connecticut	425	South Carolina	385
Delaware	56	South Dakota	410
District of Columbia	210	Tennessee	745
Florida	2,188	Texas	4,312
Georgia	1,034	Utah	1,127
Idaho	938	Vermont	94
Illinois	1,233	Virginia	1,296
Indiana	513	Washington	3,284
Iowa	305	West Virginia	93
Kansas	358	Wisconsin	463
Kentucky	330	Wyoming	201
Louisiana	433		
Maine	141	TOTAL 48	
Maryland	728	CONTERMINOUS	4,113,871
Massachusetts	949	STATES	
Michigan	686	Alaska	224
Minnesota	572	Hawaii	1,135
Mississippi	200	TOTAL ALASKA &	1,359
Missouri	669	HAWAII	
Montana	428	U.S. Unclassified	25
Nebraska	176	TOTAL UNITED	4,115,255
Nevada	4,439	STATES	
New Hampshire	166	Poss. & Other	
New Jersey	733	Areas	
New Mexico	723	U.S. & POSS., etc.	4,115,255
New York	2,266	Canada	-
North Carolina	1,007	International	-
North Dakota	114	Other Unclassified	-
		Military or Civilian	-
		Personnel Overseas	-
		GRAND TOTAL	4,115,255

DMA BREAKDOWN AS OF 12/31/2012

DMA	Paid Subscriptions	DMA	Paid Subscriptions
Bakersfield	73,217	Monterey-Salinas	1,801
Chico-Redding	1,032	Palm Springs	349,719
El Centro	6,334	Sacramento - Stockton - Modesto	5,791
Eureka	567	San Diego	504,308
Fresno-Visalia	36,585	San Francisco - Oakland - San Jose	14,781
Los Angeles	2,874,801	Santa Barbara - Santa Monica - SLO	126,366
		Other	2,384
		TOTAL DMA - Southern California	3,997,686

ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended December 31, 2012

DURATION

		%
a. One to six months (1 to 4 issues)	None	
b. Seven to eleven months (5 to 7 issues)	None	
c. Twelve months (8 issues)	1,997,976	100%
d. Thirteen to twenty-four months	None	
e. Twenty-five months and more	None	
Total Subscriptions Sold in Period	1,997,976	100%

USE OF PREMIUMS


		%
a. Ordered without premium	1,997,976	100%
b. Ordered with material reprinted from this publication	None	
c. Ordered with other premiums	None	
Total Subscriptions Sold in Period	1,997,976	100%

CHANNELS

		%
a. Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers	None	
b. Ordered by subscribers in response to unsolicited telemarketing and door to door selling	None	
c. Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations	None	
d. Subscriptions as part of membership in an organization	1,997,976	100%
Total Subscriptions Sold in Period	1,997,976	100%

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 the United States Postal Service.

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