

**CONSUMER MAGAZINE CIRCULATION STATEMENT  
FOR THE 6 MONTH PERIOD ENDED JUNE 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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# TEXAS CO-OP POWER

Texas Electric Cooperatives, Inc.  
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Official Publication of: None  
Established: 1944  
Issues per Year: 12

**MARKET SERVED**

TEXAS CO-OP POWER serves rural, small town and suburban Texas electric cooperative members.

**AVERAGE QUALIFIED CIRCULATION**

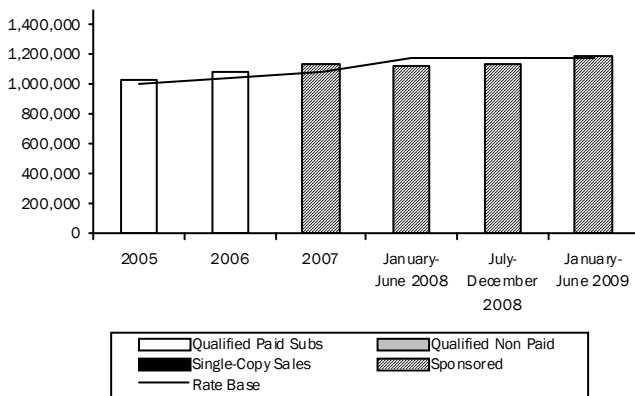
<b>Total Qualified</b> _____	<b>1,188,965</b>
Average Rate Base _____	1,180,000
Variance +/- _____	8,965
Percent +/- _____	0.8
Qualified Paid _____	1,188,965
Subscriptions _____	**NC
Sponsored _____	1,188,965
Single-Copy Sales _____	**NC
Qualified Non-Paid _____	**NC

\*\*NC = None Claimed

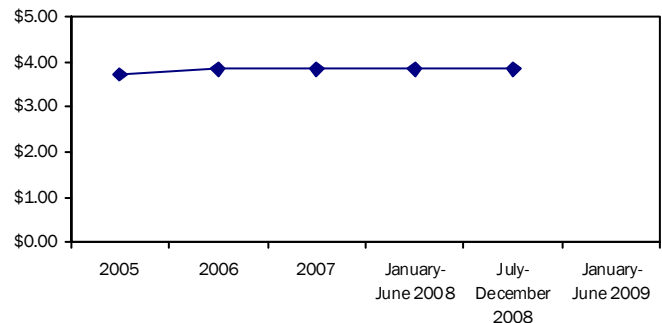
**PRICE AND FREQUENCY**

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

**Average Qualified Circulation Trend**



**Average Annualized Subscription Price**



<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 _____	-	-	-	-	-	-
Sponsored Individually Addressed _____	1,188,965	100.0	-	-	1,188,965	100.0
Sponsored Multi-Copy Same Addressee _____	-	-	-	-	-	-
<b>Sub-Total Subscriptions</b> _____	1,188,965	100.0	-	-	1,188,965	100.0
Single-Copy Sales _____	-	-	-	-	-	-
Sponsored Single-Copy Sales _____	-	-	-	-	-	-
<b>TOTAL</b>	<b>1,188,965</b>	<b>100.0</b>	<b>-</b>	<b>-</b>	<b>1,188,965</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		
January _____	-	1,192,205	1,192,205	-	1,192,205
February _____	-	1,178,532	1,178,532	-	1,178,532
March _____	-	1,193,621	1,193,621	-	1,193,621
April _____	-	1,182,389	1,182,389	-	1,182,389
May _____	-	1,199,437	1,199,437	-	1,199,437
June _____	-	1,187,608	1,187,608	-	1,187,608

**3. TOTAL NEW AND RENEWED QUALIFIED PAID SUBSCRIPTIONS ORDERED/SOLD FOR THE PERIOD (SEE PARAGRAPH 8)**  
Includes gross subscription sales/orders with unpaid invoices pending.

**3A. PRICES**

PARAGRAPHS 3A & 3B ARE NOT REQUIRED

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

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

This issue is **1.1%** or **12,566** copies above the average of the other 5 issues reported in Paragraph two.

CUSTOMERS OF ELECTRIC COOPERATIVES IN RURAL, SUBURBAN TEXAS	TOTAL QUALIFIED	PERCENT OF TOTAL	QUALIFIED PAID	QUALIFIED NON-PAID
Bailey County	1,798	0.1	1,798	-
Bandera	22,636	1.9	22,636	-
Bartlett	7,237	0.6	7,237	-
Belfalls (part of Heart of Texas)	-	-	-	-
Big Country	5,240	0.4	5,240	-
Bluebonnet	59,096	4.9	59,096	-
Bowie-Cass	23,125	1.9	23,125	-
Bryan Texas	38,593	3.2	38,593	-
Central Texas	22,508	1.9	22,508	-
Cherokee County	14,347	1.2	14,347	-
Coleman County	4,445	0.4	4,445	-
Comanche County	9,247	0.8	9,247	-
Concho Valley	5,660	0.5	5,660	-
Cooke County	9,379	0.8	9,379	-
Deaf Smith	2,756	0.2	2,756	-
Deep East Texas	28,255	2.4	28,255	-
Denton County ( CoServ)	122,272	10.2	122,272	-
Fannin County	6,602	0.6	6,602	-
FEC	34,956	2.9	34,956	-
Fayette	9,072	0.8	9,072	-
Fort Belknap	3,241	0.3	3,241	-
Grayson-Collin	27,639	2.3	27,639	-
Greenbelt	2,132	0.2	2,132	-
Guadalupe Valley	49,611	4.1	49,611	-
Hamilton County	10,407	0.9	10,407	-
HILCO	17,575	1.5	17,575	-
Houston County	14,163	1.2	14,163	-
J-A-C	2,842	0.2	2,842	-
Jackson	9,322	0.8	9,322	-
Jasper-Newton	15,701	1.3	15,701	-
Karnes	10,192	0.8	10,192	-
Lamar	8,732	0.7	8,732	-
Lea County	1,292	0.1	1,292	-
Lamb County	2,355	0.2	2,355	-
Lighthouse	2,169	0.2	2,169	-
Lyntegar	5,490	0.5	5,490	-
Magic Valley	80,594	6.7	80,594	-
McLennan County (Heart of Texas)	14,329	1.2	14,329	-
Medina	16,314	1.4	16,314	-
Mid-South	17,164	1.4	17,164	-
Navarro County	11,337	0.9	11,337	-
Navasota Valley	12,699	1.1	12,699	-
North Plains	1,880	0.2	1,880	-
Nueces	26,738	2.2	26,738	-
Panola-Harrison	6,798	0.6	6,798	-
Pedernales	183,531	15.3	183,531	-
Rita Blanca	1,729	0.1	1,729	-
Sam Houston	50,966	4.2	50,966	-
San Bernard	16,853	1.4	16,853	-
San Patricio	6,615	0.6	6,615	-
South Plains	25,834	2.2	25,834	-
South Texas	-	-	-	-
Southwest Rural	818	0.1	818	-
Southwest Texas	1,948	0.2	1,948	-
Swisher	1,475	0.1	1,475	-
Taylor	9,557	0.8	9,557	-
Trinity Valley	-	-	-	-
United Co-op	52,751	4.4	52,751	-
Victoria County	14,511	1.2	14,511	-
Wharton County	3,768	0.3	3,768	-
Wise	12,646	1.1	12,646	-
Wood County	18,495	1.5	18,495	-
<b>TOTAL QUALIFIED</b>	<b>1,199,437</b>	<b>100.0</b>	<b>1,199,437</b>	-

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

QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. Direct Request:	-	-	-	-	-	-	-
II. Request from recipient's company:	-	-	-	-	-	-	-
III. Membership Benefit:	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request):	-	-	-	-	-	-	-
V. <b>TOTAL</b> - Sources other than above (listed alphabetically):	<b>1,199,437</b>	-	-	-	<b>1,199,437</b>	<b>1,199,437</b>	<b>100.0</b>
Rosters and directories	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists	-	-	-	-	-	-	-
Other sources	1,199,437	-	-	-	1,199,437	1,199,437	100.0
VI. Single Copy Sales:	-	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>1,199,437</b>	-	-	-	<b>1,199,437</b>	<b>1,199,437</b>	<b>100.0</b>
<b>PERCENT</b>	<b>100.0</b>	-	-	-	<b>100.0</b>	<b>100.0</b>	-

Paid Source Information can be reported at the option of the publisher.

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

STATE & ZIP CODE	PAID			TOTAL QUALIFIED NON-PAID	TOTAL QUALIFIED	PERCENT
	SINGLE-COPY SALES	SUBSCRIPTIONS	TOTAL QUALIFIED PAID			
Texas	-	1,185,044	1,185,044	-	1,185,044	98.8
Outside Texas	-	14,393	14,393	-	14,393	1.2
<b>TOTAL QUALIFIED CIRCULATION</b>	-	<b>1,199,437</b>	<b>1,199,437</b>	-	<b>1,199,437</b>	<b>100.0</b>

**7. AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS**

6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim
	2005	2006	2007	January - June 2008	July - December 2008	January - June 2009*
Total Audit Average Qualified: _____	1,036,403	1,078,445	1,130,319	1,121,529	1,135,331	1,188,965
Rate Base (if any): _____	1,000,000	1,045,000	1,090,000	1,180,000	1,180,000	1,180,000
Rate Base +/-: _____	36,403	33,445	40,319	(58,471)	(44,669)	8,965
Percent +/-: _____	3.6	3.2	3.7	(5.0)	(3.8)	0.8
Qualified Paid : _____	1,036,403	1,078,445	1,130,319	1,121,529	1,135,331	1,188,965
Subscriptions _____	1,036,403	1,078,445	-	-	-	-
Sponsored _____	-	-	1,130,319	1,121,529	1,135,331	1,188,965
Single-Copy Sales _____	-	-	-	-	-	-
Qualified Non-Paid: _____	-	-	-	-	-	-
Post Expire Copies included in Total Qualified Circulation: _____	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price:	\$3.72	\$3.84	\$3.84	\$3.84	\$3.84	**NC

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

\*\*NC = None Claimed.

**8. ADDITIONAL DATA****METHOD OF DISTRIBUTION**

Qualified are customers of electric cooperatives in small town, rural, suburban Texas. Copies are mailed via second class mail.

**AVERAGE NON-QUALIFIED CIRCULATION: 16,341 COPIES****PARAGRAPHS 3a THROUGH 3b:**

Subscriptions to Texas Co-op Power are provided by the local electric cooperative for the state of Texas. The subscription continues as long as the subscriber remains a member of the cooperative. As such, subscriptions do not have a renewal or expire date. Paragraphs 3a-3b are not required.

**PUBLISHER'S AFFIDAVIT**

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

Martin Bevins, Sales Director

Karen Nejtek, Production Coordinator

(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 August 10, 2009

State Texas

County Travis

Received by BPA Worldwide August 10, 2009

Type CPJ

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