



Audit Bureau  
of Circulations

**Audit Report  
Newspaper**

**THE FREE LANCE-STAR**

Fredericksburg (Independent City), Virginia

**52 weeks ended September 25, 2010**



	Morning							
	Sun	Cmbd Avg (Mon.-Fri.)	Mon	Tue	Wed	Thu	Fri	Sat
<b>1. TOTAL AVERAGE PAID CIRCULATION</b>	<b>47,665</b>	<b>42,858</b>	<b>43,310</b>	<b>42,273</b>	<b>43,739</b>	<b>42,592</b>	<b>42,374</b>	<b>45,285</b>
<i>Core Newspaper with replica electronic</i>	47,665	42,858	43,310	42,273	43,739	42,592	42,374	45,285
Core Newspaper	47,596	42,747	43,147	42,176	43,641	42,494	42,277	45,216
Electronic Editions (See Par. 6B)	69	111	163	97	98	98	97	69
Other Unique Editions	0	0	0	0	0	0	0	0
<b>Total Average Paid Circulation</b>	<b>47,665</b>	<b>42,858</b>	<b>43,310</b>	<b>42,273</b>	<b>43,739</b>	<b>42,592</b>	<b>42,374</b>	<b>45,285</b>
<b>1A. AVERAGE PAID CIRCULATION - Core Newspaper</b>								
<b>Paid for by Individual Recipients</b>								
Home Delivery and Mail	40,704	37,015	37,184	36,944	36,947	36,985	37,019	40,635
Single Copy Sales	6,086	3,925	3,322	3,592	5,063	3,861	3,784	3,718
<b>Total Average Paid by Individual Recipient Circulation - Core Newspaper</b>	<b>46,790</b>	<b>40,940</b>	<b>40,506</b>	<b>40,536</b>	<b>42,010</b>	<b>40,846</b>	<b>40,803</b>	<b>44,353</b>
<b>Other Paid Circulation: (See Par. 6A)</b>								
Single Copy Sales	0	0	0	0	0	0	0	0
Educational Programs	0	892	1,681	706	700	774	600	0
Employee/Independent Contractor	491	491	491	491	491	491	491	491
Third Party Sales	315	424	469	443	440	383	383	372
Third Party Sales - Payment made with barter	0	0	0	0	0	0	0	0
<b>Subtotal</b>	<b>806</b>	<b>1,807</b>	<b>2,641</b>	<b>1,640</b>	<b>1,631</b>	<b>1,648</b>	<b>1,474</b>	<b>863</b>
Total Average Paid Circulation - Core Newspaper	47,596	42,747	43,147	42,176	43,641	42,494	42,277	45,216
Total Paid Circulation - Electronic Editions	69	111	163	97	98	98	97	69
Total Paid Circulation - Other Unique Editions	0	0	0	0	0	0	0	0
<b>TOTAL AVERAGE PAID CIRCULATION</b>	<b>47,665</b>	<b>42,858</b>	<b>43,310</b>	<b>42,273</b>	<b>43,739</b>	<b>42,592</b>	<b>42,374</b>	<b>45,285</b>
Other Audited Circulation (Optional)	0	0	0	0	0	0	0	0
Total Circulation (Optional)	0	0	0	0	0	0	0	0
Days Omitted from Averages (See Par. 6B)	1		None of record	None of record	None of record	None of record	None of record	None of record

<b>Non-Paid Newspaper</b>	<b>Audited Non-Paid Distribution - The Spotsy &amp; City Star Weekly, published Thursday</b>	<b>34,850</b>
	<b>The Stafford Star Weekly, published Thursday</b>	<b>31,442</b>
	<b>Cmbd Thursday</b>	<b>66,292</b>
	(See Separate Report for Details)	

# NEWSPAPER DESIGNATED MARKET / FREDERICKSBURG, VIRGINIA



## LEGEND

-  STATE BOUNDARY
-  COUNTY BOUNDARY
-  ZIP CODE BOUNDARY
-  FREDERICKSBURG CORPORATE LIMITS
-  BALANCE OF ABC NEWSPAPER DESIGNATED MARKET



Audit Bureau of Circulations  
C496-R09

**2. AVERAGE PAID CIRCULATION Newspaper Designated Market (See Par. 6B for description of area)**

	Morning							
	Sun	Cmbd Avg (Mon.-Fri.)	Mon	Tue	Wed	Thu	Fri	Sat
<b>Newspaper Designated Market</b>								
Home Delivery and Mail (See Par. 6B)	34,569	31,502	31,641	31,442	31,444	31,479	31,506	34,512
Single Copy Sales (Individual)	4,662	3,068	2,587	2,819	3,970	3,014	2,949	2,828
Educational Programs		811	1,509	649	635	712	552	
Employee/Independent Contractor	460	460	460	460	460	460	460	460
Third Party Sales	307	416	461	435	432	375	375	364
Electronic Editions	37	78	131	64	65	65	64	37
<b>Total Newspaper Designated Market</b>	<b>40,035</b>	<b>36,335</b>	<b>36,789</b>	<b>35,869</b>	<b>37,006</b>	<b>36,105</b>	<b>35,906</b>	<b>38,201</b>
<b>Circulation Outside Newspaper Designated Market</b>								
Home Delivery and Mail (See Par. 6B)	6,135	5,513	5,543	5,502	5,503	5,506	5,513	6,123
Single Copy Sales (Individual)	1,424	857	735	773	1,093	847	835	890
Educational Programs		81	172	57	65	62	48	
Employee/Independent Contractor	31	31	31	31	31	31	31	31
Third Party Sales	8	8	8	8	8	8	8	8
Electronic Editions	32	33	32	33	33	33	33	32
<b>Total Circulation Outside Newspaper Designated Market</b>	<b>7,630</b>	<b>6,523</b>	<b>6,521</b>	<b>6,404</b>	<b>6,733</b>	<b>6,487</b>	<b>6,468</b>	<b>7,084</b>
<b>Total Average Paid Circulation</b>	<b>47,665</b>	<b>42,858</b>	<b>43,310</b>	<b>42,273</b>	<b>43,739</b>	<b>42,592</b>	<b>42,374</b>	<b>45,285</b>

**PERCENTAGE OF TOTAL PAID AND HOUSEHOLD COVERAGE PERCENT**

	2000 Census Population	Occupied Households	Sun			Cmbd Avg (Mon.-Fri.)			Sat		
			Total Circ.	% of Total Circ.	House- hold Coverage	Total Circ.	% of Total Circ.	House- hold Coverage	Total Circ.	% of Total Circ.	House- hold Coverage
Newspaper Designated Market	241,044	83,709	40,035	84.0	34.6%	36,335	84.8	31.4%	38,201	84.4	33.1%
Outside Newspaper Designated Market	#1-1-10 Est. 326,271	115,559	7,630	16.0		6,523	15.2		7,084	15.6	
<b>Total Paid</b>			<b>47,665</b>	<b>100.0%</b>		<b>42,858</b>	<b>100.0%</b>		<b>45,285</b>	<b>100.0%</b>	

#Source: The Nielsen Company (U.S.), Inc. (See Par. 6B).

**AUDIT STATEMENT**

There was no adjustment made in the average paid circulation as shown in the Publisher's Statements for the period audited.

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous audits and period covered by this report:

Calendar Quarter Ended	Morning							
	Sun	Cmbd Avg (Mon.-Fri.)	Mon	Tue	Wed	Thu	Fri	Sat
December 23, 2006	50,808	46,940	48,466	46,116	47,328	46,604	46,186	48,499
March 24, 2007	50,357	46,522	48,343	45,659	46,766	46,005	45,837	48,385
June 23, 2007	50,078	46,461	47,929	46,019	46,925	45,813	45,617	47,939
September 22, 2007	49,526	44,794	44,350	44,445	46,087	44,581	44,506	47,265
December 22, 2007	50,549	47,086	47,541	47,640	47,400	46,812	46,036	48,149
March 22, 2008	50,411	46,252	46,444	46,861	46,698	45,715	45,543	48,148
June 21, 2008	50,446	46,609	47,365	46,841	47,057	46,052	45,730	48,672
September 20, 2008	50,151	45,421	45,086	44,984	46,448	45,183	45,402	47,941
December 27, 2008	50,398	46,597	46,987	45,632	47,762	46,868	45,737	47,918
March 28, 2009	50,440	46,728	48,986	45,220	48,175	46,074	45,184	47,580
June 27, 2009	49,327	45,332	46,053	44,424	46,051	45,515	44,614	47,118
September 26, 2009	48,448	43,125	43,006	42,570	44,300	42,926	42,823	45,998
December 26, 2009	48,595	44,189	44,643	43,481	44,961	44,130	43,730	45,992
March 27, 2010	48,031	43,589	44,151	42,896	44,375	43,253	43,269	45,672
June 26, 2010	47,402	42,609	43,381	42,043	43,487	42,267	41,866	45,064
September 25, 2010	46,704	41,044	41,064	40,674	42,132	40,713	40,636	44,409

**AVERAGE PAID CIRCULATION BY CIRCULATION TYPE** for the previous audits and period covered by this report:

	Year	Newspaper Designated Market Home Delivery & Mail	Newspaper Designated Market Single Copy Sales	Newspaper Designated Market Other Paid	Newspaper Designated Market Electronic and Unique Editions	TOTAL Newspaper Designated Market	TOTAL Average Paid Circulation
Sun	2010	34,569	4,662	767	37	40,035	47,665
	2009	35,742	5,246	890	6	41,884	49,667
	2008	36,624	5,420	775		42,819	50,389
	2007	36,340	5,623	772		42,735	50,192
	2006	37,033	5,624	789		43,446	50,779
Cmbd Avg (Mon.-Fri.)	2010	31,502	3,068	1,687	78	36,335	42,858
	2009	32,892	3,714	2,033	10	38,649	45,467
	2008	33,899	3,914	1,913		39,726	46,343
	2007	33,740	4,098	1,805		39,643	46,178
	2006	34,012	4,194	1,861		40,067	46,551
Sat	2010	34,512	2,828	824	37	38,201	45,285
	2009	35,603	3,450	845	6	39,904	47,167
	2008	36,503	3,746	891		41,140	48,228
	2007	36,198	4,014	801		41,013	48,022
	2006	36,867	4,243	784		41,894	48,854

**3. ACTUAL ONE-DAY GROSS DISTRIBUTION AND AVERAGE PROJECTED PAID CIRCULATION AVERAGES BY COUNTIES:**

Sun, April 18, 2010; Morning, April 23, 2010.

(OH's) Occupied Households - #1-1-10 The Nielsen Company (U.S.), Inc.

The listing below gives gross distribution for one day only and is greater or less than the average paid for the period covered by this report by the following percentages:

	Sun	Morning	Cmbd Avg (Mon.-Fri.)
Newspaper Designated Market	4.2% greater	4.3% greater	3.1% greater
Outside Newspaper Designated Market	7.2% greater	3.6% greater	2.8% greater
GRAND TOTAL	4.7% greater	4.2% greater	3.0% greater

The "Average Projected Paid Circulation" (Avg. Proj. Pd. Circ.) has been arrived at by projecting the averages in Paragraphs 1 and 2 to the appropriate ABC geographic market one day(s) gross distribution figures in this report.

State County	Sun										Morning										
	Core Newspaper										Core Newspaper										
	Individually Paid										Individually Paid										
	OH's #1-1-10 Estimate	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.*	Hshld. Cov.	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.*	Fri Avg. Proj. Pd. Circ.*	Cmbd Avg (Mon.-Fri.) Avg. Proj. Pd. Circ.*	Hshld. Cov.
VIRGINIA																					
CAROLINE	10,814	2,746	501	20	3,267	2	3,269	3,137	29.0%	2,383	387	33	2,803	5		2,808	2,692	2,724	25.2%		
CULPEPER	17,936	692	284	1	977	2	979	913	5.1%	606	11	7	624	2		626	604	609	3.4%		
ESSEX	4,624	122	253	2	377		377	352	7.6%	115	171	2	288			288	278	280	6.1%		
FAUQUIER	24,944	369	104		473		473	441	1.8%	320	46	15	381			381	368	371	1.5%		
FREDERICKSBURG																					
Independent City	10,238	2,536	1,137	320	3,993	2	3,995	3,833	37.4%	2,446	947	368	3,761	3		3,764	3,608	3,652	35.7%		
HANOVER	36,454	129			129		129	120	0.3%	119			119			119	115	116	0.3%		
KING GEORGE	8,953	2,702	438	28	3,168	4	3,172	3,044	34.0%	2,399	324	28	2,751	9		2,760	2,646	2,678	29.9%		
LOUISA	13,494	686	126	2	814		814	759	5.6%	610	78	2	690			690	666	671	5.0%		
ORANGE	13,966	2,589	616	26	3,231	1	3,232	3,013	21.6%	2,302	328	81	2,711	1		2,712	2,616	2,640	18.9%		
PRINCE WILLIAM	131,931	55	45	1	101	1	102	95	0.1%	48	55	1	104	1		105	101	102	0.1%		
SPOTSYLVANIA	44,180	14,416	2,439	180	17,035	11	17,046	16,357	37.0%	13,123	1,531	464	15,118	25		15,143	14,517	14,690	33.3%		
STAFFORD	41,374	12,441	1,642	142	14,225	15	14,240	13,664	33.0%	11,251	1,134	571	12,956	23		12,979	12,443	12,591	30.4%		
WESTMORELAND	7,388	1,355	389	6	1,750	2	1,752	1,634	22.1%	1,218	284	11	1,513	1		1,514	1,461	1,473	19.9%		
Miscellaneous Counties		234	51	8	293	32	325	303		215	15	6	236	32		268	259	261			
TOTAL IN VIRGINIA	41,072	8,025	736	49,833	72		49,905	47,665		37,155	5,311	1,589	44,055	102		44,157	42,374	42,858			
GRAND TOTAL	41,072	8,025	736	49,833	72		49,905	47,665		37,155	5,311	1,589	44,055	102		44,157	42,374	42,858			

#County population and occupied household estimates appearing in ABC reports are obtained from The Nielsen Company (U.S.), Inc. Estimates for ABC defined newspaper markets and areas below the county level are projections based upon The Nielsen Company (U.S.), Inc. estimates. The Nielsen Company (U.S.), Inc. estimates are intended for your company's use during its normal course of business, and, while the information may be provided to third parties during such course of business, it may not be sold or sub-licensed to third parties or electronically integrated into third party systems without the prior written consent of The Nielsen Company (U.S.), Inc.

\*Arrived at by relating actual gross distribution figures to average paid circulation for the period covered by this report.

**3A. DISTRIBUTION IN TOWNS RECEIVING 25 OR MORE COPIES IN DETAIL BY COUNTIES, AS WELL AS THE TOTAL ONLY FOR TOWNS RECEIVING LESS THAN 25 COPIES DAILY:**

Sun, April 18, 2010; Morning, April 23, 2010.

(OH's) Occupied Households - 2000 Census; #1-1-10 The Nielsen Company (U.S.), Inc., See Par. 6B.

“BALANCE IN COUNTY” is comprised of the distribution in towns receiving less than 25 copies which is not identified with the towns, townships or minor civil divisions listed.

State County Town	OH's 2000 Census		Sun					Morning					Cmbd Avg Fri (Mon.-Fri.) Avg. Proj. Avg. Proj. Hshld. Pd. Circ. Pd. Circ. Cov.							
			Core Newspaper					Core Newspaper												
			Individually Paid					Individually Paid												
	OH's #1-1-10 Estimate	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.	Hshld. Cov.	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.	Avg. Proj. Pd. Circ.	Hshld. Cov.
<b>VIRGINIA</b>																				
FREDERICKSBURG NEWSPAPER DESIGNATED MARKET as described in Par. 6B is the following:																				
<b>FREDERICKSBURG</b>																				
Independent City	8,102	10,238	2,536	1,137	320	3,993	2	3,995	3,833	37.4%	2,446	947	368	3,761	3		3,764	3,608	3,652	35.7%
<b>CAROLINE COUNTY</b> 8,021 10,814																				
Bowling Green			384	68	4	456	1	457			350	63	14	427	2		429			
Milford			283	21	4	308		308			265	21	7	293			293			
Port Royal			103	35		138		138			100	31		131			131			
Rappahannock Academy			27			27		27			25			25			25			
Ruther Glen			1,280	256	12	1,548	1	1,549			1,036	166	12	1,214	3		1,217			
Woodford			669	121		790		790			607	106		713			713			
TOTAL CAROLINE COUNTY			2,746	501	20	3,267	2	3,269	3,137	29.0%	2,383	387	33	2,803	5		2,808	2,692	2,724	25.2%
<b>KING GEORGE COUNTY</b> 6,091 8,953																				
Dahlgren			14	7	11	32		32			11	16	11	38			38			
King George			2,688	431	17	3,136	4	3,140			2,388	308	17	2,713	9		2,722			
TOTAL KING GEORGE COUNTY			2,702	438	28	3,168	4	3,172	3,044	34.0%	2,399	324	28	2,751	9		2,760	2,646	2,678	29.9%
<b>SPOTSYLVANIA COUNTY</b> 31,308 44,180																				
Fredericksburg Rural Routes			9,824	1,777	124	11,725	7	11,732			8,919	1,133	281	10,333	20		10,353			
Partlow			362	15	12	389		389			325	12	12	349			349			
Spotsylvania			4,230	647	44	4,921	4	4,925			3,879	386	171	4,436	5		4,441			
TOTAL SPOTSYLVANIA COUNTY			14,416	2,439	180	17,035	11	17,046	16,357	37.0%	13,123	1,531	464	15,118	25		15,143	14,517	14,690	33.3%
<b>STAFFORD COUNTY</b> 30,187 41,374																				
Falmouth			4,209	548	53	4,810	2	4,812			3,941	383	118	4,442	6		4,448			
Garrisonville			1,920	146	17	2,083	3	2,086			1,697	65	56	1,818	4		1,822			
Hartwood			2,445	345	39	2,829	1	2,830			2,202	277	66	2,545	2		2,547			
Stafford			3,867	603	33	4,503	9	4,512			3,411	409	331	4,151	11		4,162			
TOTAL STAFFORD COUNTY			12,441	1,642	142	14,225	15	14,240	13,664	33.0%	11,251	1,134	571	12,956	23		12,979	12,443	12,591	30.4%
TOTAL NEWSPAPER DESIGNATED MARKET	83,709	115,559	34,841	6,157	690	41,688	34	41,722	40,035	34.6%	31,602	4,323	1,464	37,389	65		37,454	35,906	36,335	31.4%

<u>CULPEPER COUNTY</u>	12,141	17,936																
Culpeper	527	282	1	810	2	812		459	11	7	477	2	479					
Lignum	37			37		37		35			35		35					
Rapidan	29			29		29		21			21		21					
Reva	33			33		33		31			31		31					
Richardsville	36			36		36		31			31		31					
*BALANCE IN COUNTY	30	2		32		32		29			29		29					
TOTAL CULPEPER COUNTY	692	284	1	977	2	979	913	5.1%	606	11	7	624	2	626	604	609	3.4%	
<u>ESSEX COUNTY</u>	3,995	4,624																
Caret	37			37		37		32			32		32					
Champlain	30			30		30		29			29		29					
Hustle	29			29		29		26			26		26					
Tappahannock	26	253	2	281		281		28	171	2	201		201					
TOTAL ESSEX COUNTY	122	253	2	377		377	352	7.6%	115	171	2	288		288	278	280	6.1%	
<u>FAUQUIER COUNTY</u>	19,842	24,944																
Bealeton	80	47		127		127		65	12	15	92		92					
Goldvein	71			71		71		62			62		62					
Midland	80			80		80		69			69		69					
Remington	28	18		46		46		28			28		28					
Sumerduck	100	39		139		139		87	34		121		121					
*BALANCE IN COUNTY	10			10		10		9			9		9					
TOTAL FAUQUIER COUNTY	369	104		473		473	441	1.8%	320	46	15	381		381	368	371	1.5%	
<u>LOUISA COUNTY</u>	9,945	13,494																
Bumpass	261	113	2	376		376		228	72	2	302		302					
Louisa	43			43		43		36			36		36					
Mineral	382	13		395		395		346	6		352		352					
TOTAL LOUISA COUNTY	686	126	2	814		814	759	5.6%	610	78	2	690		690	666	671	5.0%	
<u>ORANGE COUNTY</u>	10,150	13,966																
Locust Grove	1,812	355	10	2,177	1	2,178		1,604	175	48	1,827	1	1,828					
Orange	309	183	15	507		507		282	117	32	431		431					
Rhoadesville	198	38		236		236		169	15		184		184					
Unionville	246	40		286		286		225	21		246		246					
*BALANCE IN COUNTY	24		1	25		25		22		1	23		23					
TOTAL ORANGE COUNTY	2,589	616	26	3,231	1	3,232	3,013	21.6%	2,302	328	81	2,711	1	2,712	2,616	2,640	18.9%	
<u>PRINCE WILLIAM COUNTY</u>	94,570	131,931																
Dumfries	10	45		55		55		8	55		63		63					
Triangle	32			32		32		31			31		31					
*BALANCE IN COUNTY	13		1	14	1	15		9		1	10	1	11					
TOTAL PRINCE WILLIAM COUNTY	55	45	1	101	1	102	95	0.1%	48	55	1	104	1	105	101	102	0.1%	

State County Town	Sun											Morning										
	Core Newspaper											Core Newspaper										
	Individually Paid											Individually Paid										
	OH's 2000 Census	OH's #1-1-10 Estimate	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.	Hshld. Cov.	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.	Avg. Proj. Pd. Circ.	Cmbd Avg (Mon.-Fri.) Hshld. Cov.	
<u>VIRGINIA (Cont'd)</u>																						
<u>WESTMORELAND COUNTY</u>																						
	6,846	7,388																				
Colonial Beach			946	167	6	1,119	2	1,121			858	124	6	988	1		989					
Montross			409	222		631		631			360	160	5	525			525					
TOTAL WESTMORELAND COUNTY			1,355	389	6	1,750	2	1,752	1,634	22.1%	1,218	284	11	1,513	1		1,514	1,461	1,473	19.9%		
<u>MISCELLANEOUS COUNTIES</u>																						
Beaverdam (Hanover Co)			129			129		129			119			119			119					
Warsaw (Richmond Co)			31	15		46		46			28	4		32			32					
UNDER 25 COPIES			203	36	8	247	32	279			187	11	6	204	32		236					
TOTAL MISCELLANEOUS COUNTIES			363	51	8	422	32	454	423		334	15	6	355	32		387	374	377			
TOTAL IN VIRGINIA			41,072	8,025	736	49,833	72	49,905	47,665		37,155	5,311	1,589	44,055	102		44,157	42,374	42,858			
<u>SUMMARY</u>																						
TOTAL VIRGINIA			41,072	8,025	736	49,833	72	49,905			37,155	5,311	1,589	44,055	102		44,157					
GRAND TOTAL			41,072	8,025	736	49,833	72	49,905	47,665		37,155	5,311	1,589	44,055	102		44,157	42,374	42,858			

**3B. DISTRIBUTION BY ZIP CODES RECEIVING 25 OR MORE COPIES:**

SOURCE - U.S. ZIP Code Directory, #1-1-10 The Nielsen Company (U.S.), Inc., See Par. 6B.

STATE ZIP Code	Sun										Morning									
	Core Newspaper										Core Newspaper									
	OH's #1-1-10 Estimate	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.	Hshld. Cov.	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Fri Avg. Proj. Pd. Circ.	Cmbd Avg (Mon.-Fri.) Avg. Proj. Pd. Circ.	Hshld. Cov.
<b>VIRGINIA</b>																				
22026	Dumfries	4,361	10	45	55		55	53	1.2%	8	55		63			63	60	61	1.4%	
22172	Triangle	3,071	32		32		32	31	1.0%	31			31			31	30	30	1.0%	
22401	Fredericksburg	10,214	2,536	1,137	320	3,993	2	3,995	3,816	37.4%	2,446	947	368	3,761	3	3,764	3,612	3,653	35.8%	
22405	Falmouth	9,778	4,209	548	53	4,810	2	4,812	4,596	47.0%	3,941	383	118	4,442	6	4,448	4,268	4,317	44.2%	
22406	Fredericksburg Fredericksburg Hartwood	6,533	2,445	345	39	2,829	1	2,830	2,703	41.4%	2,202	277	66	2,545	2	2,547	2,444	2,472	37.8%	
22407	Fredericksburg/ Spotsylvania	19,810	6,522	1,161	71	7,754	4	7,758	7,410	37.4%	5,901	615	193	6,709	15	6,724	6,452	6,526	32.9%	
22408	Fredericksburg/ Spotsylvania	9,906	3,302	616	53	3,971	3	3,974	3,796	38.3%	3,018	518	88	3,624	5	3,629	3,482	3,522	35.6%	
22427	Bowling Green	1,288	384	68	4	456	1	457	436	33.9%	350	63	14	427	2	429	412	416	32.3%	
22436	Caret	189	37			37		37	35	18.5%	32			32		32	31	31	16.4%	
22438	Champlain	278	30			30		30	29	10.4%	29			29		29	28	28	10.1%	
22443	Colonial Beach	3,609	946	167	6	1,119	2	1,121	1,071	29.7%	858	124	6	988	1	989	949	960	26.6%	
22448	Dahlgren	328	14	7	11	32		32	31	9.5%	11	16	11	38		38	36	37	11.3%	
22476	Hustle	177	29			29		29	28	15.8%	26			26		26	25	25	14.1%	
22485	King George	8,635	2,688	431	17	3,136	4	3,140	2,999	34.7%	2,388	308	17	2,713	9	2,722	2,612	2,642	30.6%	
22508	Locust Grove	4,693	1,812	355	10	2,177	1	2,178	2,080	44.3%	1,604	175	48	1,827	1	1,828	1,754	1,774	37.8%	
22514	Milford	904	283	21	4	308		308	294	32.5%	265	21	7	293		293	281	284	31.4%	
22520	Montross	2,276	409	222		631		631	603	26.5%	360	160	5	525		525	504	510	22.4%	
22534	Partlow	1,063	362	15	12	389		389	372	35.0%	325	12	12	349		349	335	339	31.9%	
22535	Port Royal	227	103	35		138		138	132	58.1%	100	31		131		131	126	127	55.9%	
22538	Rappahannock Academy	136	27			27		27	26	19.1%	25			25		25	24	24	17.6%	
22542	Rhoadesville	808	198	38		236		236	225	27.8%	169	15		184		184	177	179	22.2%	
22546	Ruther Glen	5,545	1,280	256	12	1,548	1	1,549	1,479	26.7%	1,036	166	12	1,214	3	1,217	1,168	1,181	21.3%	
22551	Spotsylvania	6,730	2,382	166	25	2,573	4	2,577	2,461	36.6%	2,205	95	87	2,387	4	2,391	2,294	2,321	34.5%	
22553	Spotsylvania	4,831	1,848	481	19	2,348		2,348	2,243	46.4%	1,674	291	84	2,049	1	2,050	1,967	1,990	41.2%	
22554	Stafford	16,937	3,867	603	33	4,503	9	4,512	4,309	25.4%	3,411	409	331	4,151	11	4,162	3,994	4,040	23.9%	
22556	Garrisonville Stafford	8,188	1,920	146	17	2,083	3	2,086	1,992	24.3%	1,697	65	56	1,818	4	1,822	1,748	1,768	21.6%	
22560	Tappahannock	2,764	26	253	2	281		281	268	9.7%	28	171	2	201		201	193	195	7.1%	
22567	Unionville	1,209	246	40		286		286	273	22.6%	225	21		246		246	236	239	19.8%	

STATE ZIP Code	Sun										Morning									
	Core Newspaper										Core Newspaper									
	OH's #1-1-10 Estimate	Individually Paid			Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Avg. Proj. Pd. Circ.	Hshld. Cov.	Home Delivery & Mail	Single Copy Sales	Other Paid	Total Core Nwsp.	Electronic Editions	Unique Editions	Total Paid	Fri Avg. Proj. Pd. Circ.	Cmbd Avg (Mon.-Fri.) Avg. Proj. Pd. Circ.	Hshld. Cov.
<b>VIRGINIA (Cont'd)</b>																				
22572	Warsaw	2,506	31	15	46		46	44	1.8%	28	4		32			32	31	31	1.2%	
22580	Woodford	2,249	669	121	790		790	755	33.6%	607	106		713			713	684	692	30.8%	
22701	Culpeper	12,668	527	282	810	2	812	776	6.1%	459	11	7	477	2		479	460	465	3.7%	
22712	Bealeton	3,221	80	47	127		127	121	3.8%	65	12	15	92			92	88	89	2.8%	
22720	Goldvein	375	71		71		71	68	18.1%	62			62			62	59	60	16.0%	
22726	Lignum	256	37		37		37	35	13.7%	35			35			35	34	34	13.3%	
22728	Midland	1,114	80		80		80	76	6.8%	69			69			69	66	67	6.0%	
22733	Rapidan	589	29		29		29	28	4.8%	21			21			21	20	20	3.4%	
22734	Remington	1,067	28	18	46		46	44	4.1%	28			28			28	27	27	2.5%	
22735	Reva	601	33		33		33	32	5.3%	31			31			31	30	30	5.0%	
22736	Richardsville	199	36		36		36	34	17.1%	31			31			31	30	30	15.1%	
22742	Sumerduck	631	100	39	139		139	133	21.1%	87	34		121			121	116	117	18.5%	
22960	Orange	4,368	309	183	507	15	507	484	11.1%	282	117	32	431			431	414	418	9.6%	
23015	Beaverdam	1,634	129		129		129	123	7.5%	119			119			119	114	115	7.0%	
23024	Bumpass	3,468	261	113	376	2	376	359	10.4%	228	72	2	302			302	290	293	8.4%	
23093	Louisa	5,028	43		43		43	41	0.8%	36			36			36	35	35	0.7%	
23117	Mineral	4,317	382	13	395		395	377	8.7%	346	6		352			352	338	342	7.9%	
Miscellaneous ZIP Codes			280	38	328	33	361	344		256	11	8	275	33		308	296	302		
<b>GRAND TOTAL</b>			41,072	8,025	736	49,833	72	49,905	47,665	37,155	5,311	1,589	44,055	102		44,157	42,374	42,858		

**4. BASIC PRICES:**

	By Home Delivery 52 Wks./1 Yr.	Single Copy	By Mail 52 Wks./1 Yr.
M & S .....			
to 04/04/10 .....	\$156.00		\$318.00
since 04/04/10 .....	180.00		318.00
M only .....		75¢	
M (Mon.-Fri.) .....			
to 04/04/10 .....	96.20		
since 04/04/10 .....	122.20		
Sat & S .....			
to 04/04/10 .....	91.00		
since 04/04/10 .....	117.00		
S only .....		\$1.50	

**5. ANALYSIS OF HOME DELIVERY AND MAIL INDIVIDUALLY PAID CIRCULATION BY PRICE CATEGORY:**

Newspapers will report subscription circulation above and below 25 percent of basic price. This reporting is only required if more than five percent of a newspaper's subscription circulation falls into the less than 25 percent of basic price category.

This information will not appear in Paragraph 5 of newspaper reports. Instead, the data will be reported in a secure, password-protected area of ABC's Web site.

**6A. ADDITIONAL ANALYSIS OF OTHER PAID CIRCULATION - CORE NEWSPAPER:**

	Morning							
	Sun	Cmbd Avg (Mon.-Fri.)	Mon	Tue	Wed	Thu	Fri	Sat
<b>Other Paid Circulation - Core Newspaper</b>								
Educational Programs								
Newspapers in Education		812	1,602	627	611	687	531	
Registered College Student Copies (See Par. 6B)		80	79	79	89	87	69	
Employee/Independent Contractor	491	491	491	491	491	491	491	491
Third Party Sales								
Hospitals and Nursing Homes - Available for patients/hospital staff	166	228	227	224	227	228	227	226
Hotels, Motels - Available for guests	137	178	204	201	201	143	143	133
Restaurants - Available for patrons	4	12	30	8	8	8	9	9
Retail/Business - Available for patrons	8	6	8	10	4	4	4	4
<b>Total Other Paid Circulation - Core Newspaper</b>	<b>806</b>	<b>1,807</b>	<b>2,641</b>	<b>1,640</b>	<b>1,631</b>	<b>1,648</b>	<b>1,474</b>	<b>863</b>

**6B. EXPLANATORY - OTHER:**

CORE NEWSPAPER: All editions that maintain the same basic identity, contain articles of interest to the general public, appear in the same format and language, and include full ROP advertising.

ELECTRONIC EDITION REPLICA: All digital editions that maintain the same basic identity and content as the core newspaper, including all authorized ROP advertising.

ELECTRONIC EDITION NON-REPLICA: All digital editions that maintain the same basic identity of the core newspaper but with content that may differ.

UNIQUE EDITIONS: All editions that maintain the same basic identity as the core newspaper; contain articles for specific audience segments, may appear in a different format or language, and may contain ROP advertising.

**6B. EXPLANATORY - OTHER:** (Continued)

NON-PUBLISHING DAYS: No paper was issued on the following regular publishing days:

- Sun: None.
- Morning Mon: None.
- Morning Tue: None.
- Morning Wed: None.
- Morning Thu: None.
- Morning Fri: None.
- Morning Sat: None.

DESCRIPTION OF ELECTRONIC EDITION (See Par. 1): The Electronic Edition (replica) has the same content and advertising as the print edition. The Electronic Edition (replica) is located at www.freelancestar.com. Electronic Editions include the following distribution methods: Home Delivery and Mail; Educational Programs.

DAYS OMITTED FROM AVERAGES (See Par. 1A): The following issue(s) has been eliminated from the averages reported in Pars. 1 and 2. The net paid circulation for the issue(s) is as follows:

December 20, 2009 (Sunday)	46,160
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REGISTERED COLLEGE STUDENT PROGRAM (See Par. 1A): Included in Educational Programs are copies that were sold to schools for registered students during the fall semester. According to the Office of Admissions and Records at each school, enrollment was as follows:

University/College	Student Enrollment
Germanna Community College	7,524
University of Mary Washington	4,119

MARKET DESCRIPTION: Zone Reporting for this newspaper is defined as:

NEWSPAPER DESIGNATED MARKET comprises the corporate limits of Fredericksburg (an Independent City) plus counties of Caroline, King George, Spotsylvania and Stafford, all in Virginia.

CREDIT AND ARREARS ALLOWANCE: Included in Home Delivery and Mail is an average of the following:

	Newspaper Designated Market	Outside Newspaper Designated Market
Sun	613	110
Cmbd Avg (Mon.-Fri.) & Sat	477	87

These copies were served to subscribers that ordered delivery directly with and were billed by the newspaper and for which payment was not received and/or short-term arrears copies served to subscribers whose term has expired.

MARKET PENETRATION (See Par. 2): County population and occupied household estimates appearing in ABC reports are obtained from The Nielsen Company (U.S.), Inc. Estimates for ABC defined newspaper markets and areas below the county level are projections based upon The Nielsen Company (U.S.), Inc. estimates. The Nielsen Company (U.S.), Inc. estimates are intended for your company's use during its normal course of business, and, while the information may be provided to third parties during such course of business, it may not be sold or sub-licensed to third parties or electronically integrated into third party systems without the prior written consent of The Nielsen Company (U.S.), Inc.

PUBLISHER'S RETURN POLICY: Fully Returnable.

**6B. EXPLANATORY - OTHER:** (Continued)

SINGLE COPY RETURNS POLICY: The allowances for returns, undelivered, leftover and unsold copies for the period covered by this report were found to have been:

	Newspaper Designated Market	Outside Newspaper Designated Market
Sun	3.5%	5.1%
Cmbd Avg (Mon.-Fri.)	3.5%	5.5%
Sat	3.5%	5.3%

These percentages are based on the gross figures and have been deducted, leaving paid circulation shown in Pars. 1 & 2.

AVERAGE UNPAID DISTRIBUTION:

Morning	Arrears	Advertisers & Agencies	Complimentary, Sample, Service
Sun			593
Cmbd Avg (Mon.-Fri.)			612
Mon			597
Tue			611
Wed			622
Thu			611
Fri			619
Sat			616

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To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

**Audit Bureau of Circulations**

THE FREE LANCE-STAR, published by The Free Lance-Star Publishing Company, 616 Amelia Street,  
Fredericksburg, VA 22401-3887

The Free Lance-Star (Morning & Sunday), Fredericksburg, VA, Page #13 - #224803 - 450 - 800

December 2010

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Calendar Quarter Ended	Morning															
	Sun	Days	Cmbd Avg (Mon.-Fri.)	Days	Mon	Days	Tue	Days	Wed	Days	Thu	Days	Fri	Days	Sat	Days
December 23, 2006	50,808		46,940		48,466		46,116		47,328		46,604		46,186		48,499	
March 24, 2007	50,357		46,522		48,343		45,659		46,766		46,005		45,837		48,385	
June 23, 2007	50,078		46,461		47,929		46,019		46,925		45,813		45,617		47,939	
September 22, 2007	49,526		44,794		44,350		44,445		46,087		44,581		44,506		47,265	
December 22, 2007	50,549		47,086		47,541		47,640		47,400		46,812		46,036		48,149	
March 22, 2008	50,411		46,252		46,444		46,861		46,698		45,715		45,543		48,148	
June 21, 2008	50,446		46,609		47,365		46,841		47,057		46,052		45,730		48,672	
September 20, 2008	50,151		45,421		45,086		44,984		46,448		45,183		45,402		47,941	
December 27, 2008	50,398		46,597		46,987		45,632		47,762		46,868		45,737		47,918	
March 28, 2009	50,440		46,728		48,986		45,220		48,175		46,074		45,184		47,580	
June 27, 2009	49,327		45,332		46,053		44,424		46,051		45,515		44,614		47,118	
September 26, 2009	48,448		43,125		43,006		42,570		44,300		42,926		42,823		45,998	
December 26, 2009	48,595	12	44,189	65	44,643	13	43,481	13	44,961	13	44,130	13	43,730	13	45,992	13
March 27, 2010	48,031	13	43,589	65	44,151	13	42,896	13	44,375	13	43,253	13	43,269	13	45,672	13
June 26, 2010	47,402	13	42,609	65	43,381	13	42,043	13	43,487	13	42,267	13	41,866	13	45,064	13
September 25, 2010	46,704	13	41,044	65	41,064	13	40,674	13	42,132	13	40,713	13	40,636	13	44,409	13