

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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OE

OFFSHORE ENGINEER

Atlantic Communications LLC
1635 West Alabama Road
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Tel. No.: (713) 529-1616
FAX No.: (713) 831-1778
www.offshore-engineer.com



Official Publication of: None
Established: 1975
Issues Per Year: 12

FIELD SERVED

OE (OFFSHORE ENGINEER) serves the worldwide offshore oil and gas industry including: Oil/Gas Companies, Contractors, Sub Contractors, Consultants, Manufacturers, Finance, Government and others allied to the field.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are: Executive & Senior Management (CEO, Chairman, President, VP, Director); Engineering & Engineering Management; Operations & Operations Management (Operations or Dept. Mgr., Supervisor, Coordinator); Geology, Geophysics and other functions, functions not available, corporate library copies and others allied to the field as shown in paragraph 3a.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	220
Advertiser and Agency _____	1,290
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	350
Digital _____	-
All Other _____	789
TOTAL	2,649

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	34,730	100.0	34,730	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	34,730	100.0	34,730	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD			
2010 Issue	Print Version Only (A)	Digital Version Only (B)	Total Qualified
January _____	28,069	6,300	34,369
February _____	28,047	6,302	34,349
March _____	28,020	6,850	34,870
April _____	28,017	6,837	34,854
May _____	27,717	7,092	34,809
June _____	24,987	10,144	35,131

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010
This issue is 0.3% or 94 copies above the average of the other 5 issues reported in Paragraph two.

BUSINESS ACTIVITY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	JOB FUNCTION				
					Executive & Senior Management (Note 1)	Engineering & Engineering Management	Operations & Operating Management (Note 2)	Geology, Geophysics, Exploration (Note 3)	Other job functions, functions not available, corporate library copies, & others allied to the field
Oil & Gas Company _____	15,022	43.1	11,779	3,243	2,830	7,082	2,965	2,062	83
Main Contractor _____	4,660	13.4	3,811	849	772	2,541	1,166	171	10
Sub-Contractor _____	944	2.7	768	176	227	431	252	26	8
Service Company _____	4,548	13.1	3,691	857	1,015	1,855	1,257	406	15
Consultants _____	5,480	15.7	4,269	1,211	1,407	2,921	667	465	20
Manufacturers _____	2,596	7.5	2,172	424	731	1,138	701	17	9
Finance _____	167	0.5	136	31	95	23	35	3	11
Government _____	440	1.3	351	89	32	223	112	68	5
Others Allied to the Field including Association, Library & Company Copies _____	952	2.7	740	212	269	290	317	22	54
TOTAL QUALIFIED CIRCULATION	34,809	100.0	27,717	7,092	7,378	16,504	7,472	3,240	215

Note 1: Includes CEO, Chairman, President, VP, Director and other senior management.

Note 2: Includes Operations or Dept. Mgrs., Supervisors, Coordinators

Note 3: Includes Geologists and Geophysicists.

ADDITIONAL DATA																
COMPANY/BUSINESS ACTIVITY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	AREAS OF ACTIVITY											
					Exploration	Drilling	Subsea Production/Construction	Topsides/Jackets/Design	Inspection/Repair/Maintenance	Production Process Control Instrumentation/Power Generation	Support Service/Supply Boats/Transport/Supply Ships	Equipment Supply	Safety Prevention And Protection	Production	Reservoir	Other Area Of Activity
Oil & Gas Company _____	15,022	43.1	11,779	3,243	3,085	2,390	1,327	1,441	701	1,400	380	327	255	1,721	616	1,379
Main Contractor _____	4,660	13.4	3,811	849	261	608	1,069	1,022	331	396	193	205	96	132	16	331
Sub-Contractor _____	944	2.7	768	176	47	72	180	113	97	83	68	123	29	32	5	95
Service Company _____	4,548	13.1	3,691	857	434	739	337	250	455	355	480	396	99	292	131	580
Consultants _____	5,480	15.7	4,269	1,211	567	512	615	860	307	530	296	206	223	279	236	849
Manufacturers _____	2,596	7.5	2,172	424	40	154	307	149	92	382	80	905	46	172	6	263
Insurance/Finance _____	167	0.5	136	31	8	12	8	3	7	6	10	5	11	15	3	79
Government _____	440	1.3	351	89	65	29	22	10	51	38	29	9	36	23	28	100
Others Allied to the Field including Association, Library & Company Copies _____	952	2.7	740	212	37	63	56	52	53	50	50	98	26	22	10	435
TOTAL QUALIFIED CIRCULATION	34,809	100.0	27,717	7,092	4,544	4,579	3,921	3,900	2,094	3,240	1,586	2,274	821	2,688	1,051	4,111

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010							
QUALIFICATION SOURCE	Qualified Within			Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
	1 Year	2 Years	3+Years				
I. Direct Request: _____	28,118	6,683	-	27,710	7,091	34,801	100.0
II. Request from recipient's company: _____	6	2	-	7	1	8	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-	-	-	-	-
V. TOTAL – Sources other than above (listed alphabetically): _____	-	-	-	-	-	-	-
Association rosters and directories _____	-	-	-	-	-	-	-
Business directories _____	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-
Other sources _____	-	-	-	-	-	-	-
VI. Single Copy Sales: _____	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	28,124	6,685	-	27,717	7,092	34,809	100.0
PERCENT	80.8	19.2	-	79.6	20.4	100.0	

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010									
State & Zip Code	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent	State & Zip Code	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
039-049 Maine _____	18	1	19		400-427 Kentucky _____	22	4	26	
030-038 New Hampshire _____	10	4	14		370-385 Tennessee _____	29	8	37	
050-059 Vermont _____	3	2	5		350-369 Alabama _____	66	9	75	
010-027 Massachusetts _____	46	15	61		386-397 Mississippi _____	113	19	132	
028-029 Rhode Island _____	10	2	12		EAST SO. CENTRAL	230	40	270	0.8
060-069 Connecticut _____	32	9	41		716-729 Arkansas _____	46	3	49	
NEW ENGLAND	119	33	152	0.4	700-714 Louisiana _____	1,264	162	1,426	
100-149 New York _____	109	15	124		730-749 Oklahoma _____	570	115	685	
070-089 New Jersey _____	50	14	64		750-799 Texas _____	6,602	1,491	8,093	
150-196 Pennsylvania _____	107	20	127		WEST SO. CENTRAL	8,482	1,771	10,253	29.4
MIDDLE ATLANTIC	266	49	315	0.9	590-599 Montana _____	36	11	47	
430-459 Ohio _____	125	19	144		832-838 Idaho _____	4	1	5	
460-479 Indiana _____	34	9	43		820-831 Wyoming _____	66	11	77	
600-629 Illinois _____	105	19	124		800-816 Colorado _____	315	118	433	
480-499 Michigan _____	82	13	95		870-884 New Mexico _____	52	16	68	
530-549 Wisconsin _____	30	3	33		850-865 Arizona _____	26	5	31	
EAST NO. CENTRAL	376	63	439	1.3	840-847 Utah _____	50	9	59	
550-567 Minnesota _____	39	6	45		889-898 Nevada _____	14	1	15	
500-528 Iowa _____	6	2	8		MOUNTAIN	563	172	735	2.1
630-658 Missouri _____	32	4	36		995-999 Alaska _____	50	12	62	
580-588 North Dakota _____	17	5	22		980-994 Washington _____	70	12	82	
570-577 South Dakota _____	1	-	1		970-979 Oregon _____	25	5	30	
680-693 Nebraska _____	11	3	14		900-961 California _____	509	101	610	
660-679 Kansas _____	147	22	169		967-968 Hawaii _____	1	-	1	
WEST NO. CENTRAL	253	42	295	0.8	PACIFIC	655	130	785	2.3
197-199 Delaware _____	4	-	4		UNITED STATES	11,435	2,394	13,829	39.7
206-219 Maryland _____	48	12	60		969 & 004-009 U.S. Territories _____	4	4	8	
200-205 Washington, DC _____	15	1	16		Canada _____	774	308	1,082	
220-246 Virginia _____	50	16	66		Mexico _____	206	120	326	
247-268 West Virginia _____	45	7	52		Other International _____	15,295	4,265	19,560	
270-289 North Carolina _____	36	10	46		AP0/FPO _____	3	1	4	
290-299 South Carolina _____	10	2	12		TOTAL QUALIFIED CIRCULATION	27,717	7,092	34,809	100.0
300-319 Georgia _____	48	12	60						
320-349 Florida _____	235	34	269						
SOUTH ATLANTIC	491	94	585	1.7					

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010

COUNTRY	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent	COUNTRY	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
ASIA					Turkey _____	69	23	92	
Afghanistan _____	1		1		Ukraine _____	19	6	25	
Azerbaijan _____	20	7	27		United Kingdom _____	3,358	874	4,232	
Bangladesh _____	9	1	10		Kosovo _____	1	-	1	
Brunei Darussalam _____	46	14	60		Subtotal	6,095	1,755	7,850	22.6
China _____	106	82	188		AFRICA				
Georgia _____	2	1	3		Algeria _____	35	5	40	
Hong Kong - SAR _____	15	3	18		Angola _____	10	11	21	
India _____	1,083	274	1,357		Botswana _____	1	-	1	
Indonesia _____	433	75	508		Burkina Faso _____	1	-	1	
Japan _____	57	20	77		Cameroon _____	12	6	18	
Kazakhstan _____	12	9	21		Chad _____	1	-	1	
Korea, Republic Of _____	72	18	90		Congo _____	5	-	5	
Malaysia _____	1,459	345	1,804		Cote D'Ivoire _____	17	4	21	
Myanmar _____	6	1	7		Egypt _____	178	58	236	
Nepal _____	1		1		Eritrea _____	5	-	5	
Pakistan _____	191	30	221		Ethiopia _____	7	-	7	
Philippines _____	223	41	264		Gabon _____	1	4	5	
Singapore _____	664	157	821		Ghana _____	44	7	51	
Sri Lanka _____	45	7	52		Kenya _____	2	2	4	
Taiwan _____	3	1	4		Libyan Arab Jamahiriya _____	8	6	14	
Thailand _____	170	64	234		Mauritania _____	-	1	1	
Turkmenistan _____	3	1	4		Mauritius _____	7	-	7	
Vietnam _____	46	17	63		Morocco _____	13	1	14	
Subtotal	4,667	1,169	5,836	16.8	Mozambique _____	1	-	1	
MIDDLE EAST					Namibia _____	3	2	5	
Bahrain _____	12	7	19		Niger _____	5	2	7	
Iran _____	625	93	718		Nigeria _____	1,002	147	1,149	
Iraq _____	2	-	2		Senegal _____	4	3	7	
Israel _____	9	3	12		Seychelles _____	5	2	7	
Jordan _____	8	4	12		South Africa _____	48	41	89	
Kuwait _____	35	16	51		Sudan _____	4	5	9	
Lebanon _____	4	-	4		Swaziland _____	1	-	1	
Oman _____	48	20	68		Tanzania _____	4	-	4	
Qatar _____	125	55	180		Tunisia _____	45	11	56	
Saudi Arabia _____	139	80	219		Zambia _____	5	4	9	
Syrian Arab Republic _____	3	4	7		Zimbabwe _____	3	1	4	
United Arab Emirates _____	427	154	581		Subtotal	1,477	323	1,800	5.2
Yemen _____	10	3	13		NORTH AMERICA				
Abu Dhabi _____	19	3	22		Canada _____	774	308	1,082	
Subtotal	1,466	442	1,908	5.5	United States _____	11,442	2,399	13,841	
EUROPE					Mexico _____	206	120	326	
Albania _____	1	-	1		Subtotal	12,422	2,827	15,249	43.8
Andorra _____	8	5	13		CARIBBEAN				
Belarus _____	1	-	1		Antigua and Barbuda _____	-	1	1	
Belgium _____	56	11	67		Aruba _____	1	-	1	
Bosnia and Herzegovina _____	1	2	3		Barbados _____	1	-	1	
Bulgaria _____	14	3	17		Cayman Islands _____	-	1	1	
Croatia _____	29	12	41		Cuba _____	4	-	4	
Cyprus _____	2	-	2		Dominican Republic _____	1	1	2	
Czech Republic _____	5	5	10		Jamaica _____	1	-	1	
Denmark _____	100	32	132		Bahamas _____	-	1	1	
Finland _____	22	6	28		Trinidad and Tobago _____	46	21	67	
France _____	411	125	536		Virgin Islands, British _____	2	-	2	
Germany _____	141	43	184		Subtotal	56	25	81	0.2
Greece _____	11	9	20		CENTRAL AMERICA				
Hungary _____	11	7	18		Costa Rica _____	1	-	1	
Iceland _____	3	1	4		El Salvador _____	1	-	1	
Italy _____	268	123	391		Guatemala _____	1	-	1	
Latvia _____	3	-	3		Honduras _____	1	-	1	
Liechtenstein _____	1	-	1		Nicaragua _____	1	-	1	
Lithuania _____	3	-	3		Panama _____	3	2	5	
Luxembourg _____	-	1	1		Subtotal	8	2	10	-
Macedonia _____	2	1	3		SOUTH AMERICA				
Malta _____	5	-	5		Argentina _____	102	32	134	
Moldova _____	1	-	1		Bolivia _____	17	2	19	
Monaco _____	14	3	17		Brazil _____	565	211	776	
Montenegro _____	1	-	1		Chile _____	18	8	26	
Netherlands _____	625	125	750		Colombia _____	109	26	135	
Norway _____	527	174	701		Ecuador _____	28	4	32	
Poland _____	47	15	62		Guyana _____	1	-	1	
Portugal _____	26	13	39		Peru _____	79	27	106	
Ireland _____	64	9	73		Suriname _____	2	-	2	
Romania _____	33	36	69		Uruguay _____	5	2	7	
Russian Federation _____	52	26	78		Venezuela _____	55	49	104	
San Marino _____	-	1	1		Subtotal	981	361	1,342	3.8
Serbia _____	11	3	14		ASIA PACIFIC				
Slovakia _____	2	1	3		Australia _____	506	179	685	
Slovenia _____	3	-	3		New Zealand _____	33	7	40	
Spain _____	84	37	121		Papua New Guinea _____	5	2	7	
Sweden _____	36	8	44		Wallis and Futuna _____	1	-	1	
Switzerland _____	24	15	39		Subtotal	545	188	733	2.1
					TOTAL QUALIFIED CIRCULATION	27,717	7,092	34,809	100.0

8. ADDITIONAL DATA**METHOD OF DISTRIBUTION**

All qualified circulation conforms to the field served and definition of recipient's qualification, as reported. Print copies are distributed via postal services or other carriers. Recipients who request the digital version are notified via email when the version is available.

STATEMENT OF CONTENT PLATFORM:

Replica - Editorial and design are unchanged from the original print edition.

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - PRINT VERSION ONLY						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	27,476	100.0	27,476	100.0	-	-
Sponsored Individually Addressed ___	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	27,476	100.0	27,476	100.0	-	-

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - DIGITAL VERSION ONLY						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	7,254	100.0	7,254	100.0	-	-
Sponsored Individually Addressed ___	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	7,254	100.0	7,254	100.0	-	-

PUBLISHER'S AFFIDAVIT

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

Rob Garza, Publisher

Lauren Singer, Audit Co-ordinator

(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 July 22, 2010

State Texas

County Houston

Received by BPA Worldwide July 22, 2010

Type PJ

ID Number 0019P0J0