

**CONSUMER MAGAZINE CIRCULATION STATEMENT
FOR THE 6 MONTH PERIOD ENDED SEPTEMBER 2011**

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.

Canadian Circulations Audit Board
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A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprised of media owners, advertising agencies and advertisers. Headquartered in Shelton, Connecticut, USA, BPA has the largest membership of any media-auditing organization in the world, spanning more than 30 countries. Worldwide, BPA audits 2,600+ media properties—including over 1,500 B-to-B publications, more than 350 consumer magazines, 150 newspapers, 550+ web sites, 40 events, email newsletters, databases, wireless and other advertiser-supported media—as well as 2,700 advertiser and agency members.

Visit www.bpaww.com for the latest audit reports, membership information and publishing and advertising industry news.



Merit Marketing
(1042676 Ontario Limited)
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Tel. No.: 416-245-6302
FAX No.: 416-245-7144
Web Site: www.healthandlifestyle.ca

Official Publication of: None
Established: 2003

MARKET SERVED

Women and men interested in health and wellness, fitness, self-improvement and nutrition. Also qualified are copies delivered to doctors offices. Multi Copy Same addressee circulation and distribution to trade shows, consumer shows, and conventions are audited only to the point of distribution or event, not to the end recipient. A Distribution agreement not more than three years old indicating that the recipient at point of distribution agent agrees to accept the magazine for redistribution has been obtained. The publisher has provided a paid contract for exhibit space. Distribution to the event is supported by delivery receipts from a third party.

AVERAGE TOTAL QUALIFIED BASED ON 2 ISSUES IN THE PERIOD

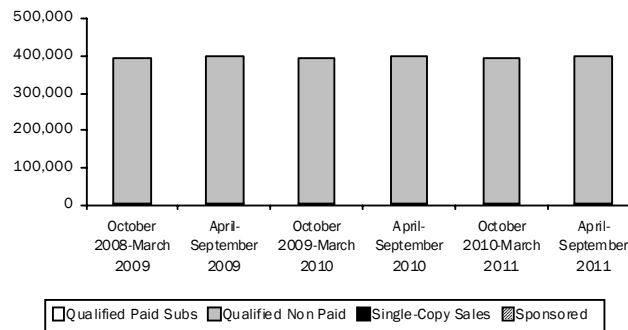
Total Qualified	399,189
Qualified Paid	1,593
Subscriptions	1,571
Sponsored	22
Single Copy Sales	-
Qualified Non-Paid	397,596

**NC = None Claimed

PRICE AND FREQUENCY

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

Average Qualified Circulation Trend



1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
	Qualified Paid		Qualified Non-Paid		Total Qualified	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	1,571	0.4	320	0.1	1,891	0.5
Delivered Unlabeled Single Copies _____	-	-	107,451	26.9	107,451	26.9
Membership Benefits _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	289,825	72.6	289,825	72.6
Sponsored Individually Addressed _____	-	-	-	-	-	-
Sponsored Multi-Copy Same Addressee _____	22	-	-	-	22	-
Sub-Total Subscriptions _____	1,593	0.4	397,596	99.6	399,189	100.0
Single Copy Sales _____	-	-	-	-	-	-
Sponsored Single Copy Sales _____	-	-	-	-	-	-
TOTAL	1,593	0.4	397,596	99.6	399,189	100.0

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD					
2011 Issue	Qualified Paid			Qualified Non-Paid	Total Qualified
	Single Copy Sales	Subscriptions	Total		
Summer _____	-	1,586	1,586	394,241	395,827
Fall _____	-	1,600	1,600	400,951	402,551

3. BREAKOUT OF QUALIFIED CIRCULATION TO THE CONSUMER MARKET FOR ISSUE OF FALL 2011

This issue is 1.7% or 6,724 copies above the other issue reported in Paragraph two.

CLASSIFICATIONS	TOTAL QUALIFIED	PERCENT OF TOTAL	QUALIFIED NON-PAID	QUALIFIED PAID	CANADA	OUTSIDE CANADA
PAID CIRCULATION						
Paid Individuals _____	1,600	0.4	-	1,600	1,598	2
Single Copy Sales _____	-	-	-	-	-	-
TOTAL PAID	1,600	0.4	-	1,600	1,598	2
NON-PAID CIRCULATION						
Multi-copies distributed to Pharmacies (1,009 - locations) _____	227,500	56.5	227,500	-	227,500	-
Multi-copies distributed to Hospitals/Clinics (49 locations) _____	30,000	7.4	30,000	-	30,000	-
Delivered unlabelled single copies delivered to residences. _____	103,764	25.8	103,764	-	103,764	-
Public Place (Doctor Offices) _____	31,772	7.9	31,772	-	31,772	-
Tradeshow Copies - National Womens Show - Toronto, November 11-13, 2011 _____	6,000	1.5	6,000	-	6,000	-
Magazine Donations (Hospitals, events, fundraisers) _____	1,600	0.4	1,600	-	1,600	-
Individual Non-Paid Media Copies _____	315	0.1	315	-	315	-
TOTAL NON-PAID	400,951	99.6	400,951	-	400,951	-
TOTAL QUALIFIED CIRCULATION	402,551	100.0	400,951	1,600	402,549	2

4. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF FALL 2011

QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. *Direct Request: _____	1,315	578	-	315	1,578	1,893	0.4
II. Request from recipient's company: _____	-	-	-	-	-	-	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	265,100	-	-	265,100	-	265,100	65.9
V. TOTAL - Sources other than above (listed alphabetically):	135,558	-	-	135,536	22	135,558	33.7
Rosters and directories _____	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-
Delivered Unlabelled Single Copies _____	103,764	-	-	103,764	-	103,764	25.8
*Other sources _____	31,794	-	-	31,772	22	31,794	7.9
VI. Single Copy Sales: _____	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	401,973	578	-	400,951	1,600	402,551	100.0
PERCENT	99.9	0.1	-	99.6	0.4	100.0	

*See Additional Data

5. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF FALL 2011

Provinces	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Newfoundland and Labrador _____	4,023	3	4,026	1.0
Prince Edward Island _____	3,732	2	3,734	0.9
Nova Scotia _____	6,609	22	6,631	1.6
New Brunswick _____	7,432	23	7,455	1.9
Quebec _____	3,969	21	3,990	1.0
Ontario _____	229,322	1,305	230,627	57.3
Manitoba _____	17,701	27	17,728	4.4
Saskatchewan _____	12,049	28	12,077	3.0
Alberta, N.W.T and Nunavut _____	64,714	71	64,785	16.1
B.C. and Yukon _____	51,400	96	51,496	12.8
TOTAL FOR CANADA	400,951	1,598	402,549	100.0
United States _____	-	2	2	-
Other Foreign _____	-	-	-	-
TOTAL OUTSIDE CANADA	-	2	2	-
TOTAL QUALIFIED CIRCULATION	400,951	1,600	402,551	100.0

AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS						
6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim	Circulation Claim
	October 2008 - March 2009	April-September 2009	October 2009 - March 2010	April-September 2010	October 2010 - March 2011*	April-September 2011*
Total Audit Average Qualified: _____	395,510	399,298	396,789	398,369	396,834	399,189
Qualified Paid : _____	1,597	2,348	1,058	1,058	1,568	1,593
Subscriptions _____	1,586	1,326	1,036	1,036	1,546	1,571
Sponsored _____	11	22	22	22	22	22
Single-Copy Sales _____	-	1,000	-	-	-	-
Qualified Non-Paid: _____	393,913	396,950	395,731	397,311	395,266	397,596
Post Expire Copies included in Total Qualified Circulation: _____	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price: _____	**NC	**NC	**NC	**NC	**NC	**NC

***NOTE: October 2010-September 2011 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.**

**NC = None Claimed.

ADDITIONAL DATA

METHOD OF DISTRIBUTION:

Multi copy same addressee circulation and distribution to trade shows, consumer shows and conventions are audited only to the point of distribution or event, not to the end recipient. A distribution agreement not more than three years old indicating that the recipient at point of distribution agent agrees to accept the magazine for redistribution has been obtained. The publisher has provided a paid contract for exhibit space. Distribution to the event is supported by delivery receipts from a third party.

1. Paid individual subscribers
2. Delivered unlabelled single copies
3. Public place distribution to doctors' offices
4. Multi-copy same addressee distribution to hospitals and pharmacies
5. Trade show distribution

AVERAGE NON-QUALIFIED CIRCULATION: 6,069 COPIES

PARAGRAPH 4:

Other sources include 2 sources of circulation for quantities of 22 copies or -% to 31,772 or 7.9% including Professional Target Management.

61 recipients reported as request circulation in paragraph 4 were obtained through the use of a sweepstakes offer. The prize offered was the Ocean Wise Cookbook valued at \$34.95.

PUBLISHER'S AFFIDAVIT

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

Joe Vecili, Publisher

Dalia Shamkhani, Publisher Assistant

(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

October 17, 2011

City

Toronto

Received by CCAB

October 17, 2011

Type

CPS

ID Number

C760POS1