CABOT CORP Form SC 13D/A January 04, 2008

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 8)*

CABOT CORPORATION (Name of Issuer)

COMMON STOCK, PAR VALUE \$1.00 PER SHARE (Title of Class of Securities)

127055101 (CUSIP Number)

SPO Advisory Corp.
591 Redwood Highway, Suite 3215
Mill Valley, California 94941
(415) 383-6600

with a copy to:

Alison S. Ressler
Sullivan & Cromwell LLP
1888 Century Park East
Los Angeles, California 90067-1725
(310) 712-6600

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 2, 2008 (Date of Event which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this Schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box |-|.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	NAME OF REPORTII		DN					
2.	CHECK THE APPROI	PRIATE I	BOX IF A MEMBER OF A GROUP:	(a) (b)	_ X			
3.	SEC Use Only							
4.	SOURCE OF FUNDS WC							
5.		CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) _						
6.	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware							
		7.	SOLE VOTING POWER 9,413,100 (1)					
Benefic	Of Shares	8.	SHARED VOTING POWER					
Each Reporting Person With		9.	SOLE DISPOSITIVE POWER 9,413,100 (1)					
		10.	SHARED DISPOSITIVE POWER					
11.	AGGREGATE AMOUN'	r benef	ICIALLY OWNED BY EACH REPORTIN	G PERSON				
12.	CHECK BOX IF THI	E AGGRE	GATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN				
13.	PERCENT OF CLASS	S REPRES	SENTED BY AMOUNT IN ROW (11)					
14.	TYPE OF REPORTII	NG PERSO	NO					
(1) Power		nrough :	its sole general partner, SPO	Advisory Part	ners,			
CUSIP No	o. 127055101			Page 3 of 43	pages			
1.	NAME OF REPORTII SPO Advisory Pa		L.P.					
2.			BOX IF A MEMBER OF A GROUP:	(a) (b)	_ X			
3.	SEC Use Only							
4.	SOURCE OF FUNDS							

5.	CHECK BOX IF DIS		OF LEGAL PROCEEDINGS IS RE	EQUIRED PU	RSUANT	TO
6.	CITIZENSHIP OR F	LACE OF	ORGANIZATION			
		7.	SOLE VOTING POWER 9,413,100 (1)(2)			
Benefici	of Shares ally Owned By porting Person	8.	SHARED VOTING POWER			
With	ofting refson	9.	SOLE DISPOSITIVE POWER 9,413,100 (1)(2)			
		10.	SHARED DISPOSITIVE POWER			
11.	AGGREGATE AMOUNT 9,413,100	BENEFI	CIALLY OWNED BY EACH REPOR	IING PERSO	N	
12.	CHECK BOX IF THE	AGGREG.	ATE AMOUNT IN ROW (11) EXC	LUDES CERT	AIN	
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 14.4%					
14.	TYPE OF REPORTIN	IG PERSO	N			
(2) Powe			e sole general partner of S		y Corp	•
1.	NAME OF REPORTIN					
2.			OX IF A MEMBER OF A GROUP:		(a) (b)	_ X
3.	SEC Use Only					
	SOURCE OF FUNDS WC					
5.	CHECK BOX IF DIS		OF LEGAL PROCEEDINGS IS RI	EQUIRED PU	 RSUANT	TO
6.	CITIZENSHIP OR E	LACE OF	ORGANIZATION			
			SOLE VOTING POWER 415,600 (1)			
	of Shares ally Owned By	8.	SHARED VOTING POWER			

Each Reporting Person With		9. SOLE DISPOSITIVE POWER 415,600 (1)						
		10.	SHARED DISPOSITIVE POWER					
11.	AGGREGATE AMOUNT	BENEFI	CIALLY OWNED BY EACH REPORTING PERS	SON				
12.	CHECK BOX IF THE SHARES _	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _						
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.6%							
14.	TYPE OF REPORTING	G PERSC	N					
(1) Powe L.P.		rough i	ts sole general partner, SF Advison	ry Part	ners,			
CUSIP No	. 127055101		Page	5 of 4	3 pages			
1.	NAME OF REPORTING PERSON SF Advisory Partners, L.P.							
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a) _ (b) X							
3.	SEC Use Only							
4.	SOURCE OF FUNDS Not Applicable							
5.	CHECK BOX IF DISC ITEMS 2(d) OR 2(d)		OF LEGAL PROCEEDINGS IS REQUIRED I	PURSUAN	T TO			
6.	CITIZENSHIP OR P	LACE OF	ORGANIZATION					
		7.	SOLE VOTING POWER 415,600 (1)(2)					
	ally Owned By		SHARED VOTING POWER					
Each Reporting Person With			SOLE DISPOSITIVE POWER 415,600 (1)(2)					
		10. SHARED DISPOSITIVE POWER -0-						
11.	AGGREGATE AMOUNT 415,600	BENEFI	CIALLY OWNED BY EACH REPORTING PERS	SON				
12.	CHECK BOX IF THE SHARES _	AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES CER	 RTAIN				

13.	PERCENT OF CLASS	REPRE	SENTED BY AMOUNT IN ROW (11)			
14.	TYPE OF REPORTING PERSON PN					
Part	ners II, L.P.		he sole general partner of Sanits sole general partner, SPO			
CUSIP No	. 127055101			Page 6 of 43 pages		
1.	NAME OF REPORTING SPO Advisory Corp		ON			
2.	CHECK THE APPROPI	RIATE	BOX IF A MEMBER OF A GROUP:	(a) _ (b) X		
3.	SEC Use Only					
4.	SOURCE OF FUNDS Not Applicable					
5.	CHECK BOX IF DISC ITEMS 2(d) OR 2(e		E OF LEGAL PROCEEDINGS IS REQ	UIRED PURSUANT TO		
6.	CITIZENSHIP OR PI	LACE O	F ORGANIZATION			
		7.	SOLE VOTING POWER 9,828,700 (1)(2)			
	ally Owned By	8.	SHARED VOTING POWER			
Each Rep With	orting Person	9.	SOLE DISPOSITIVE POWER 9,828,700 (1)(2)			
			10. SHARED DISPOSITIVE POWER -0-			
	AGGREGATE AMOUNT 9,828,700		ICIALLY OWNED BY EACH REPORTI	NG PERSON		
	SHARES _		GATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN		
	PERCENT OF CLASS	REPRE	SENTED BY AMOUNT IN ROW (11)			
	TYPE OF REPORTING					
14.	TYPE OF REPORTING	G PERS	ON			

(1) Solely in its capacity as the sole general partner of SPO Advisory Partners, L.P. with respect to 9,413,100 of such shares; and solely in its capacity as the sole general partner of SF Advisory

Partners, L.P. with respect to 415,600 of such shares.

(2) Power is exercised through its three controlling persons, John H. Scully, William E. Oberndorf and William J. Patterson.

CUSIP No	. 127055101			Page 7	of	43	pages	
1.	NAME OF REPORTING	G PERSO	И					
2.	CHECK THE APPROPI	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a) _ (b) X						
3.	SEC Use Only							
4.	SOURCE OF FUNDS Not Applicable							
5.	CHECK BOX IF DISC ITEMS 2(d) OR 2(d)		OF LEGAL PROCEEDINGS IS REQU	IRED PU	RSUA	NT	TO	
6.	CITIZENSHIP OR PI	LACE OF	ORGANIZATION					
		7.	SOLE VOTING POWER					
Number Of Shares Beneficially Owned By		8. SHARED VOTING POWER 9,828,700 (1)						
Each Rep With	Each Reporting Person With	9.	SOLE DISPOSITIVE POWER -0-					
		10.	SHARED DISPOSITIVE POWER 9,828,700 (1)					
11.	AGGREGATE AMOUNT 9,828,700	BENEFI	CIALLY OWNED BY EACH REPORTIN	G PERSO	N			
12.	CHECK BOX IF THE SHARES _	AGGREG	ATE AMOUNT IN ROW (11) EXCLUD	ES CERT	AIN			
13.	PERCENT OF CLASS	REPRES	ENTED BY AMOUNT IN ROW (11)					
14.	TYPE OF REPORTING	G PERSO	N					
			o be beneficially owned by Mr ree controlling persons of SP					
				Page 8	of	43	pages	

1. NAME OF REPORTING PERSON William E. Oberndorf

CUSIP No. 127055101

2.	CHECK THE APPROP	RIATE E	OOX IF A MEMBER OF A GROUP:		_ X		
3.	SEC Use Only						
4.	SOURCE OF FUNDS Not Applicable						
5.	CHECK BOX IF DIS		OF LEGAL PROCEEDINGS IS REQU	IRED PURSUAN	IT TO		
6.	CITIZENSHIP OR P	LACE OF	ORGANIZATION				
		7.	SOLE VOTING POWER 219,000 (1)				
Benefici	of Shares ally Owned By	8.	SHARED VOTING POWER 10,162,350 (2)				
Each Reporting Person With		9.	SOLE DISPOSITIVE POWER 219,000 (1)				
		10.	SHARED DISPOSITIVE POWER 10,162,350 (2)				
11.	AGGREGATE AMOUNT	BENEFI	CIALLY OWNED BY EACH REPORTIN	G PERSON			
12.	CHECK BOX IF THE	AGGREG	ATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN			
13.	PERCENT OF CLASS	REPRES	EENTED BY AMOUNT IN ROW (11)				
14.	TYPE OF REPORTIN	G PERSC	N				
Individudeemed to general shares a	al Retirement Acc o be beneficially partner of Obernd	ount, w owned lorf Fam	res are held in William E. Ob which is self-directed, 100,00 by Mr. Oberndorf solely in hi mily Partners, a family partne f solely in his capacity as t	00 shares may s capacity a ership, and 1	as sole 10,000		
Mr. Ober SPO Advi Mr. Ober	ndorf solely in h sory Corp., and 3	is capa 33,650 is capa	chares may be deemed to be ben city as one of the three cont shares may be deemed to be be city as a trustee of the Will	rolling perseneficially of	sons of owned by		
CUSIP No	. 127055101			Page 9 of 4	l3 pages		
1.	NAME OF REPORTIN William and Susa		oN dorf Trust, dated 10/19/98				
2.	CHECK THE APPROP	RTATE P	SOX IF A MEMBER OF A GROUP:	(a)			

				(b)	X			
3.	SEC Use Only							
4.	SOURCE OF FUNDS PF							
5.		CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) _						
6.	CITIZENSHIP OR P California	LACE O	F ORGANIZATION					
		7.	SOLE VOTING POWER 333,650 (1)					
Benefici	Of Shares Lally Owned By	8.	SHARED VOTING POWER					
Each Reporting Person With		9.	SOLE DISPOSITIVE POWER 333,650 (1)					
		10.	SHARED DISPOSITIVE POWER					
11.	AGGREGATE AMOUNT 333,650 (1)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 333,650 (1)						
12.	CHECK BOX IF THE	AGGRE	GATE AMOUNT IN ROW (11) EXCLUDES	CERTAIN				
13.	PERCENT OF CLASS	REPRES	SENTED BY AMOUNT IN ROW (11)					
14.	TYPE OF REPORTIN	G PERS	ON					
(1) Powe		rough	its trustees, William E. Oberndor	f and Susa	n C.			
CUSIP No	. 127055101		Pag	re 10 of 43	} pages			
1.	NAME OF REPORTIN Oberndorf Family	G PERS						
2.	CHECK THE APPROP	RIATE I	BOX IF A MEMBER OF A GROUP:		_ X			
3.	SEC Use Only							
4.	SOURCE OF FUNDS WC							
5.	CHECK BOX IF DIS		E OF LEGAL PROCEEDINGS IS REQUIRE	D PURSUANT	TO			
6.	CITIZENSHIP OR P	LACE O	F ORGANIZATION					

		7.	SOLE VOTING POWER 100,000 (1)	
Beneficially Owned By Each Reporting Person		8.	SHARED VOTING POWER	
		9.	SOLE DISPOSITIVE POWER	
		10.	SHARED DISPOSITIVE POWER	
11.	AGGREGATE AMOUN	T BENEFI	ICIALLY OWNED BY EACH REPORTING I	PERSON
12.	CHECK BOX IF THE	E AGGREC	GATE AMOUNT IN ROW (11) EXCLUDES	CERTAIN
13.	PERCENT OF CLAS	S REPRES	SENTED BY AMOUNT IN ROW (11)	
14.	TYPE OF REPORTI	NG PERSO	ON	
1.	NAME OF REPORTI		 ON	
	NAME OF REPORTI	 NG PERSO	 	
			DOV TE & MEMBER OF & CROUD.	
۷.	CHECK THE APPRO	PRIAIE E	BOX IF A MEMBER OF A GROUP:	(a) _ (b) X
3.	SEC Use Only			
4.	SOURCE OF FUNDS Not Applicable			
5.	CHECK BOX IF DI		E OF LEGAL PROCEEDINGS IS REQUIRE	ED PURSUANT TO
6.	CITIZENSHIP OR I	PLACE OF	F ORGANIZATION	
		7.	SOLE VOTING POWER	
Benefic	Of Shares	8.	SHARED VOTING POWER 9,843,900 (1)	
Each Reporting Person With		9.	SOLE DISPOSITIVE POWER	
		1.0	SHARED DISPOSITIVE POWER	
			9,843,900 (1)	

11.	AGGREGATE AMOUNT 9,843,900	BENEFI	CIALLY OWNED BY EACH REPORTING	PERSON		
12.	CHECK BOX IF THE SHARES _	AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES	CERTAIN		
13.	PERCENT OF CLASS	REPRES	ENTED BY AMOUNT IN ROW (11)			
14.	TYPE OF REPORTING	G PERSO	N			
Mr. Patt SPO Advi Mr. Patt	erson solely in his sory Corp. and 15 erson solely in his	is capa ,200 sh is capa	hares may be deemed to be beneficity as one of the three controlares may be deemed to be beneficity as a controlling person, of th R. & William J. Patterson Fo	olling persons of cially owned by director and		
CUSIP No	. 127055101		Pa	age 12 of 43 pages		
1.	NAME OF REPORTING The Elizabeth R.		N iam J. Patterson Foundation			
2.	CHECK THE APPROP	RIATE B	OX IF A MEMBER OF A GROUP:	(a) _ (b) X		
3.	SEC Use Only					
4.	SOURCE OF FUNDS WC					
5.	CHECK BOX IF DISC ITEMS 2(d) OR 2(c		OF LEGAL PROCEEDINGS IS REQUIF	RED PURSUANT TO		
6.	CITIZENSHIP OR PI	LACE OF	ORGANIZATION			
		7.	SOLE VOTING POWER 15,200 (1)			
	ally Owned By	8.	SHARED VOTING POWER			
With	orting Person	9.	SOLE DISPOSITIVE POWER 15,200 (1)			
		10.	SHARED DISPOSITIVE POWER			
11.	AGGREGATE AMOUNT	BENEFI	CIALLY OWNED BY EACH REPORTING	PERSON		
12.	CHECK BOX IF THE	AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES	CERTAIN		
13.	PERCENT OF CLASS	REPRES	ENTED BY AMOUNT IN ROW (11)			

14.	TYPE OF REPORTING	G PERSO	ON				
** Deno	tes less than.						
			its controlling persons, dire and Elizabeth R. Patterson.	ctors:	and exect	utive	
CUSIP N	o. 127055101			Page	13 of 43	pages	
1.	NAME OF REPORTING	G G PERSO	NC				
2.			BOX IF A MEMBER OF A GROUP:		(a) (b)	_ X	
3.	SEC Use Only						
4.	SOURCE OF FUNDS						
5.		CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) _					
6.	CITIZENSHIP OR P	LACE OF	F ORGANIZATION				
		7.	SOLE VOTING POWER				
Benefic	Of Shares	8.	SHARED VOTING POWER				
With	porting Person	9.	SOLE DISPOSITIVE POWER 475				
		10.	SHARED DISPOSITIVE POWER				
	AGGREGATE AMOUNT 475	BENEF	ICIALLY OWNED BY EACH REPORTI				
12.	SHARES _		GATE AMOUNT IN ROW (11) EXCLU	JDES CE	RTAIN		
		REPRES	SENTED BY AMOUNT IN ROW (11)				
	TYPE OF REPORTING	G PERSO					
	tes less than.						

Page 14 of 43 pages

1.	NAME OF REPORTING Betty Jane Weime:		N				
2.	CHECK THE APPROPI	RIATE B	OX IF A MEMBER OF A GROUP:	(a) (b)	_ X		
3.	SEC Use Only						
4.	SOURCE OF FUNDS						
5.		CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) _					
6.	CITIZENSHIP OR PI	LACE OF	ORGANIZATION				
		7.	SOLE VOTING POWER 5,000				
Benefici	Number Of Shares Beneficially Owned By		SHARED VOTING POWER -0-				
With	orting Person	9.	SOLE DISPOSITIVE POWER 5,000				
		10.	SHARED DISPOSITIVE POWER				
11.	AGGREGATE AMOUNT 5,000	BENEFI	CIALLY OWNED BY EACH REPORTING PERSO)N			
12.	CHECK BOX IF THE SHARES _	AGGREG	ATE AMOUNT IN ROW (11) EXCLUDES CERI	AIN			
13.	PERCENT OF CLASS	REPRES	ENTED BY AMOUNT IN ROW (11)				
14.	TYPE OF REPORTING	G PERSO	N				

** Denotes less than.

Page 15 of 43 pages

This Amendment No. 8 amends the Schedule 13D (the "Original 13D") filed with the Securities and Exchange Commission ("SEC") on August 29, 2005 and as amended on September 14, 2005, September 26, 2005, October 20, 2005, November 8, 2005, January 12, 2006, June 20, 2006, and December 18, 2007. Unless otherwise stated herein, the Original 13D, as previously amended, remains in full force and effect. Terms used herein and not defined herein shall have the meanings ascribed thereto in the Original 13D.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Item 3 is hereby amended and restated in its entirety as follows:

The source and amount of the funds used or to be used by the Reporting Persons to purchase Shares are as follows:

NAME	SOURCE OF FUNDS	AMOU	NT OF FUNDS
SPO	Contributions from Partners	\$	303,604,172
SPO Advisory Partners	Not Applicable	Not	Applicable
SFP	Contributions from Partners	\$	13,433,286
SF Advisory Partners	Not Applicable	Not	Applicable
SPO Advisory Corp.	Not Applicable	Not	Applicable
JHS	Not Applicable	Not	Applicable
WEO	Not Applicable and		
	Personal Funds (1)	\$	5,378,674
WJP	Not Applicable	Not	Applicable
Oberndorf Trust	Personal Funds (1)	\$	12,237,424
OFP	Contribution from Partners	\$	3,635,448
Patterson Foundation	Contributions from Shareholders		\$506 , 555
IRM	Personal Funds (1)		\$16 , 877
BJW	Personal Funds (1)	\$	186,594

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 is hereby amended and restated in its entirety as follows:

(a) Percentage interest calculations for each Reporting Person are based upon the Issuer having 65,294,938 total outstanding shares of Common Stock as reported on the Issuer's 10-K filed with the Securities and Exchange Commission on November 29, 2007.

SPO

The aggregate number of Shares that SPO owns beneficially, pursuant to Rule 13d-3 of the Act, is 9,413,100 Shares, which constitutes approximately 14.4% of the outstanding Shares.

SPO Advisory Partners

Because of its position as the sole general partner of SPO, SPO Advisory Partners may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 9,413,100 Shares, which constitutes approximately 14.4% of the outstanding Shares.

Page 16 of 43 pages

SFE

The aggregate number of Shares that SFP owns beneficially, pursuant to Rule 13d-3 of the Act, is 415,600 Shares, which constitutes approximately 0.6% of the outstanding Shares.

SF Advisory Partners

Because of its position as the sole general partner of SFP, SF Advisory Partners may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 415,600 Shares, which constitutes approximately 0.6% of the outstanding Shares.

⁽¹⁾ As used herein, the term "Personal Funds" includes sums borrowed from banks and brokerage firm margin accounts, none of which were borrowed or otherwise obtained for the specified purpose of acquiring, holding, trading or voting Shares.

SPO Advisory Corp.

Because of its positions as the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, SPO Advisory Corp. may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 9,828,700 Shares in the aggregate, which constitutes approximately 15.1% of the outstanding Shares.

JHS

Because of his position as a control person of SPO Advisory Corp., JHS may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 9,828,700 Shares, which constitutes approximately 15.1% of the outstanding Shares.

WEO

Individually, and because of his positions as a control person of SPO Advisory Corp., a trustee of the Oberndorf Trust and sole general partner of OFP and as trustee for the account of his children, WEO may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 10,381,350 Shares in the aggregate, which constitutes approximately 15.9% of the outstanding Shares.

WJP

Because of his position as a control person of SPO Advisory Corp. and as a control person, director and executive officer of Patterson Foundation, WJP may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 9,843,900 Shares, which constitutes approximately 15.1% of the outstanding Shares.

Oberndorf Trust

The aggregate number of Shares that the Oberndorf Trust owns beneficially, pursuant to Rule 13d-3 of the Act, is 333,650 Shares, which constitutes approximately 0.6% of the outstanding Shares.

OFP

The aggregate number of Shares that OFP owns beneficially, pursuant to Rule 13d-3 of the Act, is 100,000 Shares, which constitutes approximately 0.2% of the outstanding Shares.

Patterson Foundation

The aggregate number of Shares that Patterson Foundation owns beneficially, pursuant to Rule 13d-3 of the Act, is 15,200, which constitutes less than 0.1% of the outstanding Shares.

IRM

The aggregate number of Shares that IRM owns beneficially, pursuant to Rule 13d-3 of the Act, is 475 Shares, which constitutes less than 0.1% of the outstanding Shares.

BJW

The aggregate number of Shares that BJW owns beneficially, pursuant to Rule 13d-3 of the Act, is 5,000 Shares, which constitutes less than 0.1% of the outstanding Shares.

Page 17 of 43 pages

To the best of the knowledge of each of the Reporting Persons, other than as set forth above, none of the persons named in Item 2 hereof is the beneficial owner of any Shares.

(b) SPO

Acting through its sole general partner, SPO has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 9,413,100 Shares.

SPO Advisory Partners

Acting through its sole general partner and in its capacity as the sole general partner of SPO, SPO Advisory Partners has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 9,413,100 Shares.

SFP

Acting through its sole general partner, SFP has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 415,600 Shares.

SF Advisory Partners

Acting through its sole general partner and in its capacity as the sole general partner of SFP, SF Advisory Partners has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 415,600 Shares.

SPO Advisory Corp.

Acting through its controlling persons and in its capacities as the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, SPO Advisory Corp. has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 9,828,700 Shares in the aggregate.

JHS

As one of three controlling persons of SPO Advisory Corp., which is the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, JHS may be deemed to have shared power with WEO and WJP to vote or to direct the vote and to dispose or to direct the disposition of 9,828,700 Shares held by SPO and SFP in the aggregate.

WEO

As one of three controlling persons of SPO Advisory Corp., which is the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, WEO may be deemed to have shared power with JHS and WJP to vote or to direct the vote and to dispose or to direct the disposition of 9,828,700 Shares held by SPO and SFP in the aggregate. WEO may be deemed to have shared power to vote or to direct the vote and to dispose or to direct the disposition of 333,650 Shares held in the Oberndorf Trust. Individually, and because of his position as the sole general partner of OFP, WEO has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 109,000 Shares held in WEO's Individual Retirement Account, which is self directed, and 100,000 Shares held by OFP. Solely in his capacity as trustee for the account of his children, WEO has the sole power to vote or to direct the

disposition of 10,000 shares owned by his children.

WITP

As one of three controlling persons of SPO Advisory Corp., which is the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, WJP may be deemed to have shared power with JHS and WEO to vote or to direct the vote and to dispose or to direct the disposition of 9,828,700 Shares held by SPO and SFP in the aggregate. WJP may be deemed to have shared power to vote or to direct the vote and to dispose or to direct the disposition of 15,200 Shares held by the Patterson Foundation.

Page 18 of 43 pages

Oberndorf Trust

Acting through its trustees, Oberndorf Trust has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 333,650 Shares in the aggregate.

OFP

 $\,$ OFP has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 100,000 Shares.

Patterson Foundation

Acting through its two controlling persons, directors and executive officers, Patterson Foundation has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 15,200 Shares.

IRM

IRM has the sole power to vote or to direct the vote and to dispose or to direct the disposition of $475\ \mathrm{Shares}$.

BJW

 $\,$ BJW has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 5,000 Shares.

(c) Since the most recent filing on Schedule 13D, the Reporting Persons purchased Shares in open market transactions as set forth on Schedule I attached hereto.

Except as set forth in this paragraph (c), to the best of the knowledge of each of the Reporting Persons, none of the persons named in response to paragraph (a) has effected any transactions in Shares since the most recent filing on Schedule 13D.

- (d) Each of the Reporting Persons affirms that no person other than such Reporting Person has the right to receive or the power to direct the receipt of distributions with respect to, or the proceeds from the sale of, Shares owned by such Reporting Person.
 - (e) Not applicable.
- ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Item 7 is hereby amended and restated in its entirety as follows:

Exhibit A: Agreement pursuant to Rule 13d-1(k)

Page 19 of 43 pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated January 4, 2008

By: /s/ Kim M. Silva

Attorney-in-Fact for:

Kim M. Silva

SPO PARTNERS II, L.P.(1)
SPO ADVISORY PARTNERS, L.P.(1)
SAN FRANCISCO PARTNERS II, L.P.(1)
SF ADVISORY PARTNERS, L.P.(1)
SPO ADVISORY CORP.(1)
JOHN H. SCULLY(1)
WILLIAM E. OBERNDORF(1)
WILLIAM J. PATTERSON(1)
WILLIAM AND SUSAN OBERNDORF TRUST,
DATED 10/19/98 (1)
OBERNDORF FAMILY PARTNERS (1)
THE ELIZABETH R. & WILLIAM J.
PATTERSON FOUNDATION (1)
IAN R. MCGUIRE (1)
BETTY JANE WEIMER (1)

(1) A Power of Attorney authorizing Kim M. Silva to act on behalf of this person or entity has been previously filed with the Securities and Exchange Commission.

Page 20 of 43 pages

SCHEDULE I TO SCHEDULE 13D

DATE OF	TYPE	NUMBER OF SHARES	
12/17/2007	Buy	98	
12/17/2007	Buy	195	
12/17/2007	Buy	391	
12/17/2007	Buy	880	
12/17/2007	Buy	684	
12/17/2007	Buy	293	
12/17/2007	Buy	1,271	
	TRANSACTION 12/17/2007 12/17/2007 12/17/2007 12/17/2007 12/17/2007 12/17/2007	TRANSACTION TYPE 12/17/2007 Buy	

SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	1,173
SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	782
SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	489
SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	782
SPO Partners II,	L.P.	12/17/2007	Buy	880
SPO Partners II,	L.P.	12/17/2007	Buy	489
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	782
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	2,932
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	782
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	880
SPO Partners II,	L.P.	12/17/2007	Buy	489
·			_	

Page 21 of 43 pages

SCHEDULE I TO SCHEDULE 13D

			NUMBER
	DATE OF		OF
REPORTING PERSON	TRANSACTION	TYPE	SHARES
SPO Partners II, L.P.	12/17/2007	Buy	489
SPO Partners II, L.P.	12/17/2007	Buy	391
SPO Partners II, L.P.	12/17/2007	Buy	1,564
SPO Partners II, L.P.	12/17/2007	Buy	2,639
SPO Partners II, L.P.	12/17/2007	Buy	1,466
SPO Partners II, L.P.	12/17/2007	Buy	2,444
SPO Partners II, L.P.	12/17/2007	Buy	1,466
SPO Partners II, L.P.	12/17/2007	Buy	880
SPO Partners II, L.P.	12/17/2007	Buy	1,857
SPO Partners II, L.P.	12/17/2007	Buy	1,564
SPO Partners II, L.P.	12/17/2007	Buy	1,564
SPO Partners II, L.P.	12/17/2007	Buy	2,053

PF

SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	977
SPO Partners II,	L.P.	12/17/2007	Buy	684
SPO Partners II,	L.P.	12/17/2007	Buy	1,173
SPO Partners II,	L.P.	12/17/2007	Buy	1,173
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	880
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	977
SPO Partners II,	L.P.	12/17/2007	Buy	1,075
SPO Partners II,	L.P.	12/17/2007	Buy	1,662
SPO Partners II,	L.P.	12/17/2007	Buy	977
SPO Partners II,	L.P.	12/17/2007	Buy	880
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	195
SPO Partners II,	L.P.	12/17/2007	Buy	586
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	293
SPO Partners II,	L.P.	12/17/2007	Buy	391
SPO Partners II,	L.P.	12/17/2007	Buy	489
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	98
SPO Partners II,	L.P.	12/17/2007	Buy	293

Page 22 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES
SPO Partners II, L.P.	12/17/2007	Buy	98
SPO Partners II, L.P.	12/17/2007	Buy	98
SPO Partners II, L.P.	12/17/2007	Buy	195
SPO Partners II, L.P.	12/17/2007	Buy	293
SPO Partners II, L.P.	12/17/2007	Buy	499
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	2
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	5
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	9
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	20
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	16
The Elizabeth R. and William J. Patterson	12/17/2007	Buy	7

Foundation The Elizabeth	R.	and	William	J.	Patterson	12/17/2007	Buy	29
Foundation The Elizabeth	R.	and	William	J.	Patterson	12/17/2007	Buy	16
Foundation The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	9
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	16
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	9
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	9
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	14
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	16
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	9
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	27
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	14
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	16
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	18
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	16
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	9
The Elizabeth Foundation						12/17/2007	Buy	16
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	11
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	14
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	18
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	20
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	11
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	2
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	18
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	2
The Elizabeth	R.	and	William	J.	Patterson	12/17/2007	Buy	68

Foundation

The Elizabeth R. and William J. Patterson 12/17/2007 Buy 5 Foundation

Page 23 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	2
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	18
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	5
The Elizabeth R. and William J. Patterson	12/17/2007	Buy	20
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	11
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	11
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	9
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	36
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	61
Foundation		-	
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	34
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	56
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	34
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	20
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	43
The Elizabeth R. and William J. Patterson	12/17/2007	Buy	36
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	36
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	47
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	14
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	14
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	23
Foundation The Elizabeth R. and William J. Patterson	12/17/2007	Buy	16
Foundation		-	
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	27

The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	27
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	2
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	20
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	14
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	23
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	25
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	38
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	23
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	20
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	9
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	2
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	5
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	14
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7
The Elizabeth Foundation	R.	and	William	J.	Patterson	12/17/2007	Buy	7

Page 24 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	OF SHARES
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	9
The Elizabeth R. and William J. Patterson Foundation	12/17/2007	Buy	11
The Elizabeth R. and William J. Patterson	12/17/2007	Buy	2

Foundation		Dallama	10/17/0007	D	2
The Elizabeth R. Foundation	and William J.	Patterson	12/17/2007	Buy	2
The Elizabeth R.	and William J.	Patterson	12/17/2007	Buy	7
Foundation	. and	1 400010011	10,11,2001	241	
The Elizabeth R.	and William J.	Patterson	12/17/2007	Buy	2
Foundation				-	
The Elizabeth R.	and William J.	Patterson	12/17/2007	Buy	2
Foundation					
The Elizabeth R.	and William J.	Patterson	12/17/2007	Buy	5
Foundation					
The Elizabeth R.	and William J.	Patterson	12/17/2007	Buy	7
Foundation			10/17/0007	_	
The Elizabeth R.	and William J.	Patterson	12/17/2007	Buy	1
Foundation					
SPO Partners II,	T. D		12/18/2007	Buy	98
SPO Partners II,			12/18/2007	Buy	293
SPO Partners II,			12/18/2007	Buy	196
SPO Partners II,			12/18/2007	Buy	489
SPO Partners II,			12/18/2007	Buy	391
SPO Partners II,			12/18/2007	Buy	685
SPO Partners II,			12/18/2007	Buy	978
SPO Partners II,			12/18/2007	Buy	98
SPO Partners II,	L.P.		12/18/2007	Buy	196
SPO Partners II,	L.P.		12/18/2007	Buy	196
SPO Partners II,	L.P.		12/18/2007	Buy	293
SPO Partners II,	L.P.		12/18/2007	Buy	587
SPO Partners II,	L.P.		12/18/2007	Buy	489
SPO Partners II,	L.P.		12/18/2007	Buy	293
SPO Partners II,	L.P.		12/18/2007	Buy	293
SPO Partners II,	L.P.		12/18/2007	Buy	978
SPO Partners II,	L.P.		12/18/2007	Buy	391
SPO Partners II,	L.P.		12/18/2007	Buy	587
SPO Partners II,			12/18/2007	Buy	391
SPO Partners II,			12/18/2007	Buy	489
SPO Partners II,			12/18/2007	Buy	196
SPO Partners II,			12/18/2007	Buy	489
SPO Partners II,			12/18/2007	Buy	8,413
SPO Partners II,			12/18/2007	Buy	783
SPO Partners II,			12/18/2007	Buy	1,174
SPO Partners II,			12/18/2007	Buy	1,174
SPO Partners II,			12/18/2007	Buy	1,565
SPO Partners II,			12/18/2007	Buy	1,467
SPO Partners II,			12/18/2007	Buy	1,076
SPO Partners II, SPO Partners II,			12/18/2007 12/18/2007	Buy	1,565
SPO Partners II,			12/18/2007	Buy	2,641 1 565
oro raithers II,	ш.г.		12/10/200/	Buy	1,565

Page 25 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	TRANSACTION	TYPE	SHARES	SH
	DATE OF		OF	PR
			NUMBER	

SPO Partners II,					12/18/2007	Buy	293
SPO Partners II, The Elizabeth R.			т	Dattorgon	12/18/2007	Buy	688 2
Foundation					12/18/2007	Buy	
The Elizabeth R. Foundation	. and	William	J.	Patterson	12/18/2007	Buy	7
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	4
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	11
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	9
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	15
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	22
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	2
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	4
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	4
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	7
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	13
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	11
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	7
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	7
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	22
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	9
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	13
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	9
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	11
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	4
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	11
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	187
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	17
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	26
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	26
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	35
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	33
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	24
The Elizabeth R. Foundation	and	William	J.	Patterson	12/18/2007	Buy	35

The Elizabeth R. Foundation	and William J. Patterson	12/18/2007	Buy	59
	and William J. Patterson	12/18/2007	Buy	35
	and William J. Patterson	12/18/2007	Buy	7
	and William J. Patterson	12/18/2007	Buy	12
roundacton				
SPO Partners II,	L.P.	12/19/2007	Buy	195
SPO Partners II,	L.P.	12/19/2007	Buy	195
SPO Partners II,	L.P.	12/19/2007	Buy	391
SPO Partners II,	L.P.	12/19/2007	Buy	488
SPO Partners II,	L.P.	12/19/2007	Buy	44,664
SPO Partners II,	L.P.	12/19/2007	Buy	98

Page 26 of 43 pages

SCHEDULE I TO SCHEDULE 13D

	DATE OF		NUMBER OF
REPORTING PERSON	TRANSACTION	TYPE	SHARES
SPO Partners II, L.P.	12/19/2007	Buy	835
SPO Partners II, L.P.	12/19/2007	Buy	879
SPO Partners II, L.P.	12/19/2007	Buy	1,172
SPO Partners II, L.P.	12/19/2007	Buy	1,269
SPO Partners II, L.P.	12/19/2007	Buy	488
SPO Partners II, L.P.	12/19/2007	Buy	293
SPO Partners II, L.P.	12/19/2007	Buy	488
SPO Partners II, L.P.	12/19/2007	Buy	781
SPO Partners II, L.P.	12/19/2007	Buy	1,367
SPO Partners II, L.P.	12/19/2007	Buy	488
SPO Partners II, L.P.	12/19/2007	Buy	683
SPO Partners II, L.P.	12/19/2007	Buy	683
SPO Partners II, L.P.	12/19/2007	Buy	1,757
SPO Partners II, L.P.	12/19/2007	Buy	391
SPO Partners II, L.P.	12/19/2007	Buy	976
SPO Partners II, L.P.	12/19/2007	Buy	683
SPO Partners II, L.P.	12/19/2007	Buy	1,367
SPO Partners II, L.P.	12/19/2007	Buy	1,269
SPO Partners II, L.P.	12/19/2007	Buy	1,562
SPO Partners II, L.P.	12/19/2007	Buy	1,367
SPO Partners II, L.P.	12/19/2007	Buy	1,367
SPO Partners II, L.P.	12/19/2007	Buy	683
SPO Partners II, L.P.	12/19/2007	Buy	1,465
SPO Partners II, L.P.	12/19/2007	Buy	1,269
SPO Partners II, L.P.	12/19/2007	Buy	1,465
SPO Partners II, L.P.	12/19/2007	Buy	1,562
SPO Partners II, L.P.	12/19/2007	Buy	1,660
SPO Partners II, L.P.	12/19/2007	Buy	1,953
SPO Partners II, L.P.	12/19/2007	Buy	1,074
SPO Partners II, L.P.	12/19/2007	Buy	586
SPO Partners II, L.P.	12/19/2007	Buy	1,074
SPO Partners II, L.P.	12/19/2007	Buy	586
SPO Partners II, L.P.	12/19/2007	Buy	195

SPO Partners II, SPO Partners II, SPO Partners II, SPO Partners II, SPO Partners II,	L.P. L.P.	12/19/2007 12/19/2007 12/19/2007 12/19/2007 12/19/2007 12/19/2007	Buy Buy Buy Buy Buy Buy	586 1,074 195 586 391
Foundation	and William J. Patterson	12/19/2007	Buy	5
Foundation	and William J. Patterson	12/19/2007	Buy	9
The Elizabeth R. Foundation	and William J. Patterson	12/19/2007	Buy	12
The Elizabeth R. Foundation	and William J. Patterson	12/19/2007	Buy	1,081

Page 27 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	2
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	20
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	21
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	28
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	31
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	12
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	7 12
The Elizabeth R. and William J. Patterson Foundation The Elizabeth R. and William J. Patterson	12/19/2007	Buy Buy	19
Foundation The Elizabeth R. and William J. Patterson	12/19/2007	Buy	33
Foundation The Elizabeth R. and William J. Patterson	12/19/2007	Buy	12
Foundation The Elizabeth R. and William J. Patterson	12/19/2007	Buy	17
Foundation The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	17
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	43
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	9
The Elizabeth R. and William J. Patterson Foundation	12/19/2007	Buy	24
The Elizabeth R. and William J. Patterson	12/19/2007	Buy	17

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Foundation The Elizabeth R.	and William	.T Patterson	12/19/2007	Buy	33
Foundation	and William	0. raccerson	12/13/2007	Биу	33
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	31
Foundation				•	
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	38
Foundation					
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	33
Foundation					
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	33
Foundation			10/10/000	_	
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	17
Foundation	17:11:	T Datta	12/10/2007	D	35
The Elizabeth R. Foundation	and william	J. Patterson	12/19/2007	Buy	33
The Elizabeth R.	and William	.I Patterson	12/19/2007	Buy	31
Foundation	and William	o. raccerbon	12, 13, 200,	Duy	9±
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	35
Foundation				•	
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	38
Foundation					
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	40
Foundation			10/10/000	_	
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	47
Foundation The Elizabeth R.	and William	T Datterson	12/19/2007	Buy	26
Foundation	and William	U. Fatterson	12/19/2007	ьиу	20
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	14
Foundation			, .,	- 1	
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	26
Foundation					
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	14
Foundation					
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	5
Foundation The Elizabeth R.		T. Dallana	12/10/2007	D	1.4
Foundation	and william	J. Patterson	12/19/2007	Buy	14
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	26
Foundation	ana	0. 1000010011	12, 13, 200.	2 4 7	20
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	5
Foundation				•	
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	14
Foundation					
The Elizabeth R.	and William	J. Patterson	12/19/2007	Buy	9
Foundation					
SPO Partners II,	т Б		12/20/2007	D1117	397
SPO Partners II,			12/20/2007 12/20/2007	Buy Buy	298
SPO Partners II,			12/20/2007	Вuy	199
oro rarchers ir,	n.r.		12/20/2007	ьиу	199

Page 28 of 43 pages

SCHEDULE I TO SCHEDULE 13D

			NUMBER	/
	DATE OF		OF	PR
REPORTING PERSON	TRANSACTION	TYPE	SHARES	SH

SPO Partners II,	L.P.	12/20/2007	Buy	298
SPO Partners II,	L.P.	12/20/2007	Buy	596
SPO Partners II,	L.P.	12/20/2007	Buy	99
SPO Partners II,	L.P.	12/20/2007	Buy	99
SPO Partners II,	L.P.	12/20/2007	Buy	199
SPO Partners II,	L.P.	12/20/2007	Buy	497
SPO Partners II,	L.P.	12/20/2007	Buy	99
SPO Partners II,	L.P.	12/20/2007	Buy	397
SPO Partners II,	L.P.	12/20/2007	Buy	298
SPO Partners II,	L.P.	12/20/2007	Buy	4,271
SPO Partners II,	L.P.	12/20/2007	Buy	894
SPO Partners II,	L.P.	12/20/2007	Buy	3,139
SPO Partners II,	L.P.	12/20/2007	Buy	3,293
SPO Partners II,	L.P.	12/20/2007	Buy	3 , 575
SPO Partners II,	L.P.	12/20/2007	Buy	1,092
SPO Partners II,	L.P.	12/20/2007	Buy	1,390
SPO Partners II,	L.P.	12/20/2007	Buy	397
SPO Partners II,	L.P.	12/20/2007	Buy	1,092
SPO Partners II,	L.P.	12/20/2007	Buy	1,291
SPO Partners II,	L.P.	12/20/2007	Buy	1,490
SPO Partners II,	L.P.	12/20/2007	Buy	1,887
SPO Partners II,	L.P.	12/20/2007	Buy	1,788
SPO Partners II,	L.P.	12/20/2007	Buy	2,682
SPO Partners II,	L.P.	12/20/2007	Buy	26,319
SPO Partners II,	L.P.	12/20/2007	Buy	1,413
SPO Partners II,	L.P.	12/20/2007	Buy	1,986
SPO Partners II,	L.P.	12/20/2007	Buy	1,092
SPO Partners II,	L.P.	12/20/2007	Buy	1,986
SPO Partners II,	L.P.	12/20/2007	Buy	2,483
SPO Partners II,	L.P.	12/20/2007	Buy	1,788
SPO Partners II,	L.P.	12/20/2007	Buy	1,788
SPO Partners II,	L.P.	12/20/2007	Buy	1,688
SPO Partners II,	L.P.	12/20/2007	Buy	1,092
SPO Partners II,	L.P.	12/20/2007	Buy	1,490
SPO Partners II,	L.P.	12/20/2007	Buy	795
SPO Partners II,	L.P.	12/20/2007	Buy	1,092
SPO Partners II,	L.P.	12/20/2007	Buy	596
SPO Partners II,	L.P.	12/20/2007	Buy	1,291
SPO Partners II,	L.P.	12/20/2007	Buy	1,092
SPO Partners II,	L.P.	12/20/2007	Buy	894
SPO Partners II,	L.P.	12/20/2007	Buy	199
SPO Partners II,	L.P.	12/20/2007	Buy	1,291
SPO Partners II,	L.P.	12/20/2007	Buy	993

Page 29 of 43 pages

SCHEDULE I TO SCHEDULE 13D

			NUMBER
	DATE OF		OF
REPORTING PERSON	TRANSACTION	TYPE	SHARES
SPO Partners II, L.P.	12/20/2007	Buy	1,092
SPO Partners II, L.P.	12/20/2007	Buy	795
SPO Partners II, L.P.	12/20/2007	Buy	99
SPO Partners II, L.P.	12/20/2007	Buy	99

SPO Partners II,	L.P			12/20/2007	Buy	99
SPO Partners II,	L.P	•		12/20/2007	Buy	199
SPO Partners II,	L.P	•		12/20/2007	Buy	99
SPO Partners II,	L.P	•		12/20/2007	Buy	799
SPO Partners II,	L.P	•		12/20/2007	Buy	397
SPO Partners II,	L.P	•		12/20/2007	Buy	298
SPO Partners II,				12/20/2007	Buy	99
The Elizabeth R.			. Patterson	12/20/2007	Buy	3
Foundation	arra		• 1000010011	12, 20, 200.	241	· ·
The Elizabeth R.	and	William J	. Patterson	12/20/2007	Buy	2
Foundation				, .,	- 1	
The Elizabeth R.	and	William .	. Patterson	12/20/2007	Buy	1
Foundation	4114		. 1400010011	12, 20, 200.	241	-
The Elizabeth R.	and	William J	Patterson	12/20/2007	Buy	2
Foundation	ana	William C	· raccerbon	12,20,200,	Day	2
The Elizabeth R.	and	William .	Datterson	12/20/2007	Buy	4
Foundation	ana	WIIIIam C	· raccerson	12/20/2007	Бау	7
The Elizabeth R.	and	William .	Datterson	12/20/2007	Buy	1
Foundation	ana	WIIIIam C	· raccerson	12/20/2007	Бау	1
The Elizabeth R.	and	William :	Dattorgon	12/20/2007	D1117	1
Foundation	anu	WIIIIam	. ratterson	12/20/2007	Buy	1
The Elizabeth R.	and	William :	Dattorgon	12/20/2007	D1117	1
Foundation	anu	WIIIIam	. ratterson	12/20/2007	Buy	1
The Elizabeth R.	and	William :	Dattorgon	12/20/2007	Buy	3
Foundation	anu	WIIIIam	. ratterson	12/20/2007	ьиу	3
		Ta7 2 7 7 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	Datta	12/20/2007	D	1
The Elizabeth R. Foundation	and	WIIIIam c	. Patterson	12/20/2007	Buy	1
		Ta7 2 7 7 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	Datta	12/20/2007	D	2
The Elizabeth R.	and	WIIIIam c	. Patterson	12/20/2007	Buy	3
Foundation		ra: 1 1 1	. Dathara	10/00/007	D.	2
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	2
Foundation		ra: 1 1 1	. Dathara	10/00/007	D.	2.0
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	29
Foundation	,			10/00/0007	-	
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	6
Foundation	,			10/00/000	_	0.0
The Elizabeth R.	and	William c	. Patterson	12/20/2007	Buy	22
Foundation	,			10/00/0007	-	0.0
The Elizabeth R.	and	William c	. Patterson	12/20/2007	Buy	23
Foundation	,			10/00/007	-	٥٦
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	25
Foundation	1	ra: 1 1 1	. D. I. I	10/00/007	D.	0
The Elizabeth R.	and	William c	. Patterson	12/20/2007	Buy	8
Foundation				10/00/000	_	4.0
The Elizabeth R.	and	William c	. Patterson	12/20/2007	Buy	10
Foundation	,			10/00/007	-	2
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	3
Foundation	1	ra: 1 1 1	. D. I. I	10/00/007	D.	0
The Elizabeth R.	and	William c	. Patterson	12/20/2007	Buy	8
Foundation	,			10/00/007	-	^
The Elizabeth R.	and	William c	. Patterson	12/20/2007	Buy	9
Foundation				10/00/000	_	4.0
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	10
Foundation	,			10/00/000	_	1.0
The Elizabeth R.	and	William C	. Patterson	12/20/2007	Buy	13
Foundation					_	
The Elizabeth R.	and	William 3	. Patterson	12/20/2007	Buy	12
Foundation	_			40/00/05-	_	
The Elizabeth R.	and	William 3	. Patterson	12/20/2007	Buy	18
Foundation						
The Elizabeth R.	and	William 3	. Patterson	12/20/2007	Buy	181
Foundation	_			40/00/00=	_	
The Elizabeth R.	and	William 3	. Patterson	12/20/2007	Buy	10

Foundation							
The Elizabeth F	R. and	William	J.	Patterson	12/20/2007	Buy	14
Foundation							
The Elizabeth F	R. and	William	J.	Patterson	12/20/2007	Buy	8
Foundation							
The Elizabeth F	R. and	William	J.	Patterson	12/20/2007	Buy	14
Foundation							
The Elizabeth F	R. and	William	J.	Patterson	12/20/2007	Buy	17
Foundat.ion							

Page 30 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	12
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	12
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	12
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	8
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	10
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	5
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	8
The Elizabeth R. and William J. Patterson Foundation	12/20/2007	Buy	4
The Elizabeth R. and William J. Patterson	12/20/2007	Buy	9
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	8
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	6
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	1
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	9
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	7
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	8
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	5
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	1
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	1
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	1
Foundation The Elizabeth R. and William J. Patterson	12/20/2007	Buy	1

Foundation				
The Elizabeth R. and William J. Pa	atterson	12/20/2007	Buv	1
Foundation		, , , , ,	- 1	
The Elizabeth R. and William J. Pa	atterson :	12/20/2007	Buy	1
Foundation			1	
The Elizabeth R. and William J. Pa	atterson :	12/20/2007	Buy	3
Foundation			-	
The Elizabeth R. and William J. Pa	atterson	12/20/2007	Buy	2
Foundation				
The Elizabeth R. and William J. Pa	atterson	12/20/2007	Buy	1
Foundation				
SPO Partners II, L.P.	:	12/21/2007	Buy	400
SPO Partners II, L.P.	•	12/21/2007	Buy	400
SPO Partners II, L.P.	:	12/21/2007	Buy	2,700
SPO Partners II, L.P.	:	12/21/2007	Buy	1,600
SPO Partners II, L.P.	:	12/21/2007	Buy	2,200
SPO Partners II, L.P.	:	12/21/2007	Buy	3,000
SPO Partners II, L.P.	:	12/21/2007	Buy	2,200
SPO Partners II, L.P.		12/21/2007	Buy	1,800
SPO Partners II, L.P.	<u>:</u>	12/21/2007	Buy	1,700
SPO Partners II, L.P.	-	12/21/2007	Buy	700
SPO Partners II, L.P.	-	12/21/2007	Buy	600
SPO Partners II, L.P.	<u>:</u>	12/21/2007	Buy	1,200
SPO Partners II, L.P.	<u>:</u>	12/21/2007	Buy	600
SPO Partners II, L.P.	<u>:</u>	12/21/2007	Buy	600
SPO Partners II, L.P.	-	12/21/2007	Buy	600
SPO Partners II, L.P.			Buy	300
SPO Partners II, L.P.	-	12/21/2007	Buy	100

Page 31 of 43 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES
SPO Partners II, L.P.	12/21/2007	Buy	200
SPO Partners II, L.P.	12/21/2007	Buy	400
SPO Partners II, L.P.	12/21/2007	Buy	500
SPO Partners II, L.P.	12/21/2007	Buy	300
SPO Partners II, L.P.	12/21/2007	Buy	500
SPO Partners II, L.P.	12/21/2007	Buy	2,400
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	98
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	98
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	390
SPO Partners II, L.P.	12/24/2007	Buy	293
SPO Partners II, L.P.	12/24/2007	Buy	98
SPO Partners II, L.P.	12/24/2007	Buy	98
SPO Partners II, L.P.	12/24/2007	Buy	293
SPO Partners II, L.P.	12/24/2007	Buy	488
SPO Partners II, L.P.	12/24/2007	Buy	195

SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	293
SPO Partners II, L.P.	12/24/2007	Buy	98
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	98
SPO Partners II, L.P.	12/24/2007	Buy	390
SPO Partners II, L.P.	12/24/2007	Buy	390
SPO Partners II, L.P.	12/24/2007	Buy	293
SPO Partners II, L.P.	12/24/2007	Buy	390
SPO Partners II, L.P.	12/24/2007	Buy	390
SPO Partners II, L.P.	12/24/2007	Buy	488
SPO Partners II, L.P.	12/24/2007	Buy	293
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	293
SPO Partners II, L.P.	12/24/2007	Buy	195
SPO Partners II, L.P.	12/24/2007	Buy	488
SPO Partners II, L.P.	12/24/2007	Buy	390
SPO Partners II, L.P.	12/24/2007	Buy	781
SPO Partners II, L.P.	12/24/2007	Buy	1,464
SPO Partners II, L.P.	12/24/2007	Buy	683
SPO Partners II, L.P.	12/24/2007	Buy	878
SPO Partners II, L.P.	12/24/2007	Buy	878

Page 32 of 43 pages

SCHEDULE I TO SCHEDULE 13D

DATE OF		NUMBER OF	PI
TRANSACTION	TYPE	SHARES	SI
12/24/2007	Buy	1 , 756	
12/24/2007	Buy	1,366	
12/24/2007	Buy	585	
12/24/2007	Buy	781	
12/24/2007	Buy	488	
12/24/2007	Buy	2,340	
son 12/24/2007	Buy	5	
	TRANSACTION 12/24/2007 12/24/2007 12/24/2007 12/24/2007 12/24/2007 12/24/2007	TRANSACTION TYPE 12/24/2007 Buy	DATE OF TRANSACTION TYPE SHARES 12/24/2007 Buy 1,756 12/24/2007 Buy 1,366 12/24/2007 Buy 585 12/24/2007 Buy 781 12/24/2007 Buy 488 12/24/2007 Buy 2,340