

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

SPO ADVISORY CORP
Form SC 13D/A
August 21, 2009

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

Under the Securities Exchange Act of 1934
(Amendment No. 13)*

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)

August 19, 2009
(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).

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

1. NAME OF REPORTING PERSON
SPO Partners II, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

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
2,721,747 (1)

Number Of Shares Beneficially Owned By Each Reporting Person With
8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
2,721,747 (1)

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,721,747

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.2%

14. TYPE OF REPORTING PERSON
PN

(1) Power is exercised through its sole general partner, SPO Advisory Partners, L.P.

Page 3 of 41 pages

CUSIP No. 127055101

1. NAME OF REPORTING PERSON
SPO Advisory Partners, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3. SEC Use Only

4. SOURCE OF FUNDS
Not Applicable

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

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

Number Of Shares Beneficially Owned By Each Reporting Person With	7. SOLE VOTING POWER 2,721,747 (1) (2)
	8. SHARED VOTING POWER -0-
	9. SOLE DISPOSITIVE POWER 2,721,747 (1) (2)
	10. SHARED DISPOSITIVE POWER -0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,721,747

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.2%

14. TYPE OF REPORTING PERSON
PN

(1) Solely in its capacity as the sole general partner of SPO Partners II, L.P.
(2) Power is exercised through its sole general partner, SPO Advisory Corp.

Page 4 of 41 pages

CUSIP No. 127055101

1. NAME OF REPORTING PERSON
SPO Advisory Corp.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3. SEC Use Only

4. SOURCE OF FUNDS
Not Applicable

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

Number Of Shares Beneficially Owned By	7. SOLE VOTING POWER 2,721,747 (1) (2)
	8. SHARED VOTING POWER -0-

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

Each Reporting Person -----
 With 9. SOLE DISPOSITIVE POWER
 2,721,747 (1) (2)

 10. SHARED DISPOSITIVE POWER
 -0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 2,721,747

 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES []

 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 4.2%

 14. TYPE OF REPORTING PERSON
 CO

- (1) Solely in its capacity as the sole general partner of SPO Advisory Partners, L.P. with respect to such shares.
- (2) Power is exercised through its four controlling persons, John H. Scully, William E. Oberndorf, William J. Patterson and Edward H. McDermott.

CUSIP No. 127055101

 1. NAME OF REPORTING PERSON
 John H. Scully

 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 DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
 ITEMS 2 (d) OR 2 (e) []

 6. CITIZENSHIP OR PLACE OF ORGANIZATION
 USA

7. SOLE VOTING POWER
 -0-

 Number Of Shares 8. SHARED VOTING POWER
 Beneficially Owned By 2,721,747 (1)
 Each Reporting Person
 With 9. SOLE DISPOSITIVE POWER
 -0-

 10. SHARED DISPOSITIVE POWER
 2,721,747 (1)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 2,721,747

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.2%

14. TYPE OF REPORTING PERSON
IN

(1) These shares may be deemed to be beneficially owned by Mr. Scully solely in his capacity as one of four controlling persons of SPO Advisory Corp.

Page 6 of 41 pages

CUSIP No. 127055101

1. NAME OF REPORTING PERSON
William E. Oberndorf

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3. SEC Use Only

4. SOURCE OF FUNDS
Not Applicable and PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
USA

7. SOLE VOTING POWER
140,800 (1)

8. SHARED VOTING POWER
3,055,397 (2)

9. SOLE DISPOSITIVE POWER
140,800 (1)

10. SHARED DISPOSITIVE POWER
3,055,397 (2)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,196,197

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.9%

14. TYPE OF REPORTING PERSON
IN

(1) Of these shares, 30,800 shares are held in William E. Oberndorf's

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

Individual Retirement Account, which is self-directed, 100,000 shares may be deemed to be beneficially owned by Mr. Oberndorf solely in his capacity as sole general partner of Oberndorf Family Partners, a family partnership, and 10,000 shares are owned by Mr. Oberndorf solely in his capacity as trustee for the account of his children.

(2) Of these shares, 2,721,747 shares may be deemed to be beneficially owned by Mr. Oberndorf solely in his capacity as one of the four controlling persons of SPO Advisory Corp., and 333,650 shares may be deemed to be beneficially owned by Mr. Oberndorf solely in his capacity as a trustee of the William and Susan Oberndorf Trust, dated 10/19/98.

Page 7 of 41 pages

CUSIP No. 127055101

1.	NAME OF REPORTING PERSON William and Susan Oberndorf Trust, dated 10/19/98		
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a)	<input type="checkbox"/>
		(b)	<input checked="" type="checkbox"/>
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)		<input type="checkbox"/>
6.	CITIZENSHIP OR PLACE OF ORGANIZATION California		
		7.	SOLE VOTING POWER 333,650 (1)
Number Of Shares Beneficially Owned By Each Reporting Person With		8.	SHARED VOTING POWER -0-
		9.	SOLE DISPOSITIVE POWER 333,650 (1)
		10.	SHARED DISPOSITIVE POWER -0-
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 333,650 (1)		
12.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.5%		
14.	TYPE OF REPORTING PERSON OO		

(1) Power is exercised through its trustees, William E. Oberndorf and Susan C. Oberndorf.

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

Page 8 of 41 pages

CUSIP No. 127055101

-
1. NAME OF REPORTING PERSON
Oberndorf Family Partners
-
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)
-
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
California
-
- | | |
|--|--|
| Number Of Shares
Beneficially Owned By
Each Reporting Person
With | 7. SOLE VOTING POWER
100,000 (1) |
| | 8. SHARED VOTING POWER
-0- |
| | 9. SOLE DISPOSITIVE POWER
100,000 (1) |
| | 10. SHARED DISPOSITIVE POWER
-0- |
-
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
100,000 (1)
-
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES
-
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.2%
-
14. TYPE OF REPORTING PERSON
PN
-

(1) Power is exercised through its sole general partner, William E. Oberndorf.

Page 9 of 41 pages

CUSIP No. 127055101

-
1. NAME OF REPORTING PERSON
William J. Patterson
-
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)
-
3. SEC Use Only
-

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

4. SOURCE OF FUNDS
Not Applicable
-
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)
-
6. CITIZENSHIP OR PLACE OF ORGANIZATION
USA
-
- | | | |
|-----------------------|------------------------------|---------------|
| | 7. SOLE VOTING POWER | |
| | | -0- |
| Number Of Shares | 8. SHARED VOTING POWER | |
| Beneficially Owned By | | 2,727,847 (1) |
| Each Reporting Person | 9. SOLE DISPOSITIVE POWER | |
| With | | -0- |
| | 10. SHARED DISPOSITIVE POWER | |
| | | 2,727,847 (1) |
-
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,727,847
-
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES
-
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.2%
-
14. TYPE OF REPORTING PERSON
IN

(1) Of these shares, 2,721,747 shares may be deemed to be beneficially owned by Mr. Patterson solely in his capacity as one of the four controlling persons of SPO Advisory Corp. and 6,100 shares may be deemed to be beneficially owned by Mr. Patterson solely in his capacity as a controlling person, director and executive officer of the Elizabeth R. & William J. Patterson Foundation.

Page 10 of 41 pages

CUSIP No. 127055101

-
1. NAME OF REPORTING PERSON
The Elizabeth R. & William J. Patterson Foundation
-
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)
-
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
CALIFORNIA

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

	7.	SOLE VOTING POWER 6,100 (1)

Number Of Shares Beneficially Owned By Each Reporting Person With	8.	SHARED VOTING POWER -0-
	9.	SOLE DISPOSITIVE POWER 6,100 (1)
	10.	SHARED DISPOSITIVE POWER -0-

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,100	

12.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	

13.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) **0.1%	

14.	TYPE OF REPORTING PERSON CO	

** Denotes less than.

(1) Power is exercised through its controlling persons, directors and executive officers, William J. Patterson and Elizabeth R. Patterson.

Page 11 of 41 pages

CUSIP No. 127055101

1.	NAME OF REPORTING PERSON Edward H. McDermott		

2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a)	<input type="checkbox"/>
		(b)	<input checked="" type="checkbox"/>

3.	SEC Use Only		

4.	SOURCE OF FUNDS Not Applicable		

5.	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>		

6.	CITIZENSHIP OR PLACE OF ORGANIZATION USA		

	7.	SOLE VOTING POWER -0-	

Number Of Shares Beneficially Owned By Each Reporting Person With	8.	SHARED VOTING POWER 2,721,747 (1)	
	9.	SOLE DISPOSITIVE POWER -0-	

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

10. SHARED DISPOSITIVE POWER
2,721,747 (1)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,721,747

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.2%

14. TYPE OF REPORTING PERSON
IN

(1) These shares may be deemed to be beneficially owned by Mr. McDermott solely
in his capacity as one of four controlling persons of SPO Advisory Corp.

Page 12 of 41 pages

CUSIP No. 127055101

1. NAME OF REPORTING PERSON
Ian R. McGuire

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3. SEC Use Only

4. SOURCE OF FUNDS
PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
CALIFORNIA

7. SOLE VOTING POWER
475

Number Of Shares
Beneficially Owned By
Each Reporting Person
With

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
475

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
475

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
**0.1%

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

14. TYPE OF REPORTING PERSON
IN

** Denotes less than.

Page 13 of 41 pages

CUSIP No. 127055101

1. NAME OF REPORTING PERSON
Betty Jane Weimer

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3. SEC Use Only

4. SOURCE OF FUNDS
PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
California

7. SOLE VOTING POWER
5,000

Number Of Shares
Beneficially Owned By
Each Reporting Person
With

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
5,000

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
5,000

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
**0.1%

14. TYPE OF REPORTING PERSON
IN

** Denotes less than.

Page 14 of 41 pages

This Amendment No. 13 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, December 18, 2007, January 4, 2008,

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

August 12, 2008, June 1, 2009, August 5, 2009 and August 12, 2009. 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 2. IDENTITY AND BACKGROUND.

Item 2(a) is hereby amended and restated in its entirety as follows:

(a) The undersigned hereby file this Schedule 13D Statement on behalf of SPO Partners II, L.P., a Delaware limited partnership ("SPO"), SPO Advisory Partners, L.P., a Delaware limited partnership ("SPO Advisory Partners"), SPO Advisory Corp., a Delaware corporation ("SPO Advisory Corp."), John H. Scully ("JHS"), William E. Oberndorf ("WEO"), William J. Patterson ("WJP"), Edward H. McDermott ("EHM"), the William and Susan Oberndorf Trust, dated 10/19/98 ("Oberndorf Trust"), Oberndorf Family Partners, a California limited partnership ("OFP"), the Elizabeth R. & William J. Patterson Foundation, a California corporation ("Patterson Foundation"), Ian R. McGuire ("IRM") and Betty Jane Weimer ("BJW"). SPO, SPO Advisory Partners, SPO Advisory Corp., JHS, WEO, WJP, EHM, the Oberndorf Trust, OFP, Patterson Foundation, IRM and BJW are sometimes hereinafter referred to as the "Reporting Persons." The Reporting Persons are making this single, joint filing because they may be deemed to constitute a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended (the "Act"), although neither the fact of this filing nor anything contained herein shall be deemed to be an admission by the Reporting Persons that a group exists.

Page 15 of 41 pages

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	AMOUNT OF FUNDS
-----	-----	-----
SPO	Contributions from Partners	\$192,225,087
SPO 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)	\$ 4,036,047
WJP	Not Applicable	Not Applicable
EHM	Not Applicable	Not Applicable
Oberndorf Trust	Personal Funds (1)	\$ 12,237,424
OFP	Contribution from Partners	\$ 3,635,448
Patterson Foundation	Contributions from Shareholders	\$ 444,299
IRM	Personal Funds (1)	\$ 16,877
BJW	Personal Funds (1)	\$ 186,594

 (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.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

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 65,382,796 total outstanding shares of Common Stock as reported on the Issuer's 10-Q filed with the Securities and Exchange Commission on August 10, 2009.

SPO

The aggregate number of Shares that SPO owns beneficially, pursuant to Rule 13d-3 of the Act, is 2,721,747 Shares, which constitutes approximately 4.2% 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 2,721,747 Shares, which constitutes approximately 4.2% of the outstanding Shares.

SPO Advisory Corp.

Because of its position as the sole general partner of SPO Advisory Partners, SPO Advisory Corp. may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 2,721,747 Shares in the aggregate, which constitutes approximately 4.2% 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 2,721,747 Shares, which constitutes approximately 4.2% 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 3,196,197 Shares in the aggregate, which constitutes approximately 4.9% of the outstanding Shares.

Page 16 of 41 pages

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 2,727,847 Shares, which constitutes approximately 4.2% of the outstanding Shares.

EHM

Because of his position as a control person of SPO Advisory Corp., EHM may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 2,721,747 Shares, which constitutes approximately 4.2% of the outstanding Shares.

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

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 0.5% 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 6,100, 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.

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 2,721,747 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 2,721,747 Shares.

Page 17 of 41 pages

SPO Advisory Corp.

Acting through its controlling persons and in its capacity as the sole general partner of SPO 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 2,721,747 Shares in the aggregate.

JHS

As one of four controlling persons of SPO Advisory Corp., which is the sole general partner of SPO Advisory Partners, JHS may be deemed to have shared power with WEO, WJP and EHM to vote or to direct the vote and to dispose or to

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

direct the disposition of 2,721,747 Shares held by SPO.

WEO

As one of four controlling persons of SPO Advisory Corp., which is the sole general partner of SPO Advisory Partners, WEO may be deemed to have shared power with JHS, WJP and EHM to vote or to direct the vote and to dispose or to direct the disposition of 2,721,747 Shares held by SPO. 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 30,800 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 vote and to dispose or to direct the disposition of 10,000 shares owned by his children.

WJP

As one of four controlling persons of SPO Advisory Corp., which is the sole general partner of SPO Advisory Partners, WJP may be deemed to have shared power with JHS, WEO and EHM to vote or to direct the vote and to dispose or to direct the disposition of 2,721,747 Shares held by SPO. WJP may be deemed to have shared power to vote or to direct the vote and to dispose or to direct the disposition of 6,100 Shares held by the Patterson Foundation.

EHM

As one of four controlling persons of SPO Advisory Corp., which is the sole general partner of SPO Advisory Partners, EHM may be deemed to have shared power with JHS, WEO and WJP to vote or to direct the vote and to dispose or to direct the disposition of 2,721,747 Shares held by SPO.

Page 18 of 41 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 6,100 Shares.

IRM

IRM has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 475 Shares.

BJW

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

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 sold 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) The Reporting Persons ceased to be the holders of more than 5% of the outstanding shares of the Issuer on August 19, 2009.

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 41 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 August 21, 2009

By: /s/ Kim M. Silva

Kim M. Silva

Attorney-in-Fact for:

SPO PARTNERS II, L.P.(1)
SPO ADVISORY PARTNERS, L.P.(1)
SPO ADVISORY CORP.(1)
JOHN H. SCULLY(1)
WILLIAM E. OBERNDORF(1)
WILLIAM J. PATTERSON(1)
EDWARD H. MCDERMOTT(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

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

person or entity has been previously
filed with the Securities and
Exchange Commission.

Page 20 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
SPO Partners II, L.P.	08/12/09	Sell	99	19.73
SPO Partners II, L.P.	08/12/09	Sell	592	19.76
SPO Partners II, L.P.	08/12/09	Sell	198	19.79
SPO Partners II, L.P.	08/12/09	Sell	45	19.81
SPO Partners II, L.P.	08/12/09	Sell	99	19.82
SPO Partners II, L.P.	08/12/09	Sell	43	19.84
SPO Partners II, L.P.	08/12/09	Sell	53	19.85
SPO Partners II, L.P.	08/12/09	Sell	944	19.86
SPO Partners II, L.P.	08/12/09	Sell	99	19.87
SPO Partners II, L.P.	08/12/09	Sell	787	19.88
SPO Partners II, L.P.	08/12/09	Sell	1,386	19.89
SPO Partners II, L.P.	08/12/09	Sell	592	19.90
SPO Partners II, L.P.	08/12/09	Sell	1,184	19.91
SPO Partners II, L.P.	08/12/09	Sell	888	19.92
SPO Partners II, L.P.	08/12/09	Sell	877	19.93
SPO Partners II, L.P.	08/12/09	Sell	4,249	19.94
SPO Partners II, L.P.	08/12/09	Sell	1,209	19.95
SPO Partners II, L.P.	08/12/09	Sell	3,955	19.96
SPO Partners II, L.P.	08/12/09	Sell	3,831	19.97
SPO Partners II, L.P.	08/12/09	Sell	1,672	19.98
SPO Partners II, L.P.	08/12/09	Sell	5,328	19.99
SPO Partners II, L.P.	08/12/09	Sell	5,614	20.00
SPO Partners II, L.P.	08/12/09	Sell	4,279	20.01
SPO Partners II, L.P.	08/12/09	Sell	7,063	20.02
SPO Partners II, L.P.	08/12/09	Sell	4,292	20.03
SPO Partners II, L.P.	08/12/09	Sell	6,707	20.04
SPO Partners II, L.P.	08/12/09	Sell	4,613	20.05
SPO Partners II, L.P.	08/12/09	Sell	8,041	20.06
SPO Partners II, L.P.	08/12/09	Sell	6,713	20.07
SPO Partners II, L.P.	08/12/09	Sell	7,211	20.08
SPO Partners II, L.P.	08/12/09	Sell	13,755	20.09
SPO Partners II, L.P.	08/12/09	Sell	26,547	20.10
SPO Partners II, L.P.	08/12/09	Sell	7,805	20.11
SPO Partners II, L.P.	08/12/09	Sell	1,898	20.12
SPO Partners II, L.P.	08/12/09	Sell	5,069	20.13
SPO Partners II, L.P.	08/12/09	Sell	987	20.14
SPO Partners II, L.P.	08/12/09	Sell	2,669	20.15
SPO Partners II, L.P.	08/12/09	Sell	4,911	20.02
SPO Partners II, L.P.	08/12/09	Sell	8,027	20.17
SPO Partners II, L.P.	08/12/09	Sell	7,313	20.18
SPO Partners II, L.P.	08/12/09	Sell	12,100	20.19
SPO Partners II, L.P.	08/12/09	Sell	13,234	20.20
SPO Partners II, L.P.	08/12/09	Sell	2,268	20.21

Page 21 of 41 pages

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
SPO Partners II, L.P.	08/12/09	Sell	1,592	20.22
SPO Partners II, L.P.	08/12/09	Sell	387	20.23
SPO Partners II, L.P.	08/12/09	Sell	1,128	20.24
SPO Partners II, L.P.	08/12/09	Sell	2,034	20.25
SPO Partners II, L.P.	08/12/09	Sell	3,361	20.26
SPO Partners II, L.P.	08/12/09	Sell	2,586	20.27
SPO Partners II, L.P.	08/12/09	Sell	917	20.28
SPO Partners II, L.P.	08/12/09	Sell	1,698	20.29
SPO Partners II, L.P.	08/12/09	Sell	1,973	20.33
SPO Partners II, L.P.	08/12/09	Sell	1,178	20.34
SPO Partners II, L.P.	08/12/09	Sell	100	20.36
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	1	19.76
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	2	19.86
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	2	19.88
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	3	19.89
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	1	19.90
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	3	19.91
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	2	19.92
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	2	19.93
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	10	19.94
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	3	19.95
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	10	19.96
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	9	19.97
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	4	19.98
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	13	19.99
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	14	20.00
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	10	20.01
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	17	20.02
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	10	20.03
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	16	20.04
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	11	20.05
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	19	20.06
The Elizabeth R. and William J. Patterson				

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

Foundation	08/12/09	Sell	16	20.07
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	17	20.08
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	33	20.09
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	64	20.10
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	19	20.11
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	5	20.12
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	12	20.13
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	2	20.14
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	6	20.15
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	12	20.02
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	19	20.17

Page 22 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	18	20.18
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	29	20.19
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	32	20.20
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	6	20.21
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	4	20.22
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	1	20.23
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	3	20.24
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	5	20.25
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	8	20.26
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	6	20.27
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	2	20.28
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	4	20.29
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	5	20.33
The Elizabeth R. and William J. Patterson Foundation	08/12/09	Sell	10	20.34
William E. Oberndorf IRA	08/12/09	Sell	1	19.73

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

William E. Oberndorf IRA	08/12/09	Sell	7	19.76
William E. Oberndorf IRA	08/12/09	Sell	2	19.79
William E. Oberndorf IRA	08/12/09	Sell	1	19.81
William E. Oberndorf IRA	08/12/09	Sell	1	19.82
William E. Oberndorf IRA	08/12/09	Sell	1	19.85
William E. Oberndorf IRA	08/12/09	Sell	11	19.86
William E. Oberndorf IRA	08/12/09	Sell	1	19.87
William E. Oberndorf IRA	08/12/09	Sell	9	19.88
William E. Oberndorf IRA	08/12/09	Sell	15	19.89
William E. Oberndorf IRA	08/12/09	Sell	7	19.90
William E. Oberndorf IRA	08/12/09	Sell	13	19.91
William E. Oberndorf IRA	08/12/09	Sell	10	19.92
William E. Oberndorf IRA	08/12/09	Sell	10	19.93
William E. Oberndorf IRA	08/12/09	Sell	47	19.94
William E. Oberndorf IRA	08/12/09	Sell	13	19.95
William E. Oberndorf IRA	08/12/09	Sell	44	19.96
William E. Oberndorf IRA	08/12/09	Sell	43	19.97
William E. Oberndorf IRA	08/12/09	Sell	19	19.98
William E. Oberndorf IRA	08/12/09	Sell	59	19.99
William E. Oberndorf IRA	08/12/09	Sell	63	20.00
William E. Oberndorf IRA	08/12/09	Sell	48	20.01
William E. Oberndorf IRA	08/12/09	Sell	79	20.02
William E. Oberndorf IRA	08/12/09	Sell	48	20.03
William E. Oberndorf IRA	08/12/09	Sell	75	20.04
William E. Oberndorf IRA	08/12/09	Sell	51	20.05
William E. Oberndorf IRA	08/12/09	Sell	90	20.06
William E. Oberndorf IRA	08/12/09	Sell	75	20.07
William E. Oberndorf IRA	08/12/09	Sell	80	20.08

Page 23 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
William E. Oberndorf IRA	08/12/09	Sell	153	20.09
William E. Oberndorf IRA	08/12/09	Sell	296	20.10
William E. Oberndorf IRA	08/12/09	Sell	87	20.11
William E. Oberndorf IRA	08/12/09	Sell	21	20.12
William E. Oberndorf IRA	08/12/09	Sell	57	20.13
William E. Oberndorf IRA	08/12/09	Sell	11	20.14
William E. Oberndorf IRA	08/12/09	Sell	30	20.15
William E. Oberndorf IRA	08/12/09	Sell	55	20.02
William E. Oberndorf IRA	08/12/09	Sell	90	20.17
William E. Oberndorf IRA	08/12/09	Sell	82	20.18
William E. Oberndorf IRA	08/12/09	Sell	135	20.19
William E. Oberndorf IRA	08/12/09	Sell	148	20.20
William E. Oberndorf IRA	08/12/09	Sell	25	20.21
William E. Oberndorf IRA	08/12/09	Sell	18	20.22
William E. Oberndorf IRA	08/12/09	Sell	4	20.23
William E. Oberndorf IRA	08/12/09	Sell	13	20.24
William E. Oberndorf IRA	08/12/09	Sell	23	20.25
William E. Oberndorf IRA	08/12/09	Sell	37	20.26
William E. Oberndorf IRA	08/12/09	Sell	29	20.27
William E. Oberndorf IRA	08/12/09	Sell	10	20.28
William E. Oberndorf IRA	08/12/09	Sell	19	20.29
William E. Oberndorf IRA	08/12/09	Sell	22	20.33

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

William E. Oberndorf IRA	08/12/09	Sell	12	20.34
SPO Partners II, L.P.	8/13/09	Sell	6,017	20.00
SPO Partners II, L.P.	8/13/09	Sell	3,373	20.01
SPO Partners II, L.P.	8/13/09	Sell	1,895	20.02
SPO Partners II, L.P.	8/13/09	Sell	2,567	20.03
SPO Partners II, L.P.	8/13/09	Sell	3,260	20.04
SPO Partners II, L.P.	8/13/09	Sell	3,754	20.05
SPO Partners II, L.P.	8/13/09	Sell	2,069	20.06
SPO Partners II, L.P.	8/13/09	Sell	2,193	20.07
SPO Partners II, L.P.	8/13/09	Sell	2,988	20.08
SPO Partners II, L.P.	8/13/09	Sell	13,163	20.09
SPO Partners II, L.P.	8/13/09	Sell	13,685	20.10
SPO Partners II, L.P.	8/13/09	Sell	6,587	20.11
SPO Partners II, L.P.	8/13/09	Sell	5,722	20.12
SPO Partners II, L.P.	8/13/09	Sell	2,934	20.13
SPO Partners II, L.P.	8/13/09	Sell	3,850	20.14
SPO Partners II, L.P.	8/13/09	Sell	1,142	20.15
SPO Partners II, L.P.	8/13/09	Sell	3,975	20.16
SPO Partners II, L.P.	8/13/09	Sell	1,081	20.17
SPO Partners II, L.P.	8/13/09	Sell	2,546	20.18
SPO Partners II, L.P.	8/13/09	Sell	2,588	20.19

Page 24 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
SPO Partners II, L.P.	8/13/09	Sell	3,833	20.20
SPO Partners II, L.P.	8/13/09	Sell	4,314	20.21
SPO Partners II, L.P.	8/13/09	Sell	1,185	20.22
SPO Partners II, L.P.	8/13/09	Sell	1,889	20.23
SPO Partners II, L.P.	8/13/09	Sell	494	20.24
SPO Partners II, L.P.	8/13/09	Sell	102	20.25
SPO Partners II, L.P.	8/13/09	Sell	590	20.26
SPO Partners II, L.P.	8/13/09	Sell	1,520	20.27
SPO Partners II, L.P.	8/13/09	Sell	198	20.28
SPO Partners II, L.P.	8/13/09	Sell	589	20.29
SPO Partners II, L.P.	8/13/09	Sell	100	20.30
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	12	20.00
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	7	20.01
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	4	20.02
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	5	20.03
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	7	20.04
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	7	20.05
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	4	20.06
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	4	20.07
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	6	20.08

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	26	20.09
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	27	20.10
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	13	20.11
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	11	20.12
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	6	20.13
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	8	20.14
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	2	20.15
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	8	20.16
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	2	20.17
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	5	20.18
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	5	20.19
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	8	20.20
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	9	20.21
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	2	20.22
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	4	20.23
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	1	20.24
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	1	20.26
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	3	20.27
The Elizabeth R. and William J. Patterson Foundation	8/13/09	Sell	3	20.29
William E. Oberndorf IRA	8/13/09	Sell	66	20.00
William E. Oberndorf IRA	8/13/09	Sell	37	20.01
William E. Oberndorf IRA	8/13/09	Sell	21	20.02
William E. Oberndorf IRA	8/13/09	Sell	28	20.03

Page 25 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
William E. Oberndorf IRA	8/13/09	Sell	36	20.04
William E. Oberndorf IRA	8/13/09	Sell	41	20.05
William E. Oberndorf IRA	8/13/09	Sell	23	20.06
William E. Oberndorf IRA	8/13/09	Sell	24	20.07
William E. Oberndorf IRA	8/13/09	Sell	33	20.08
William E. Oberndorf IRA	8/13/09	Sell	145	20.09
William E. Oberndorf IRA	8/13/09	Sell	150	20.10
William E. Oberndorf IRA	8/13/09	Sell	72	20.11

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

William E. Oberndorf IRA	8/13/09	Sell	63	20.12
William E. Oberndorf IRA	8/13/09	Sell	32	20.13
William E. Oberndorf IRA	8/13/09	Sell	42	20.14
William E. Oberndorf IRA	8/13/09	Sell	13	20.15
William E. Oberndorf IRA	8/13/09	Sell	44	20.16
William E. Oberndorf IRA	8/13/09	Sell	12	20.17
William E. Oberndorf IRA	8/13/09	Sell	28	20.18
William E. Oberndorf IRA	8/13/09	Sell	28	20.19
William E. Oberndorf IRA	8/13/09	Sell	42	20.20
William E. Oberndorf IRA	8/13/09	Sell	47	20.21
William E. Oberndorf IRA	8/13/09	Sell	13	20.22
William E. Oberndorf IRA	8/13/09	Sell	21	20.23
William E. Oberndorf IRA	8/13/09	Sell	5	20.24
William E. Oberndorf IRA	8/13/09	Sell	1	20.25
William E. Oberndorf IRA	8/13/09	Sell	6	20.26
William E. Oberndorf IRA	8/13/09	Sell	17	20.27
William E. Oberndorf IRA	8/13/09	Sell	2	20.28
William E. Oberndorf IRA	8/13/09	Sell	8	20.29
SPO Partners II, L.P.	8/14/09	Sell	13,294	19.75
SPO Partners II, L.P.	8/14/09	Sell	8,357	19.76
SPO Partners II, L.P.	8/14/09	Sell	4,042	19.77
SPO Partners II, L.P.	8/14/09	Sell	5,483	19.78
SPO Partners II, L.P.	8/14/09	Sell	6,151	19.79
SPO Partners II, L.P.	8/14/09	Sell	6,700	19.80
SPO Partners II, L.P.	8/14/09	Sell	5,576	19.81
SPO Partners II, L.P.	8/14/09	Sell	1,789	19.82
SPO Partners II, L.P.	8/14/09	Sell	2,583	19.83
SPO Partners II, L.P.	8/14/09	Sell	2,332	19.84
SPO Partners II, L.P.	8/14/09	Sell	3,300	19.85
SPO Partners II, L.P.	8/14/09	Sell	2,983	19.86
SPO Partners II, L.P.	8/14/09	Sell	3,702	19.87
SPO Partners II, L.P.	8/14/09	Sell	1,283	19.88
SPO Partners II, L.P.	8/14/09	Sell	2,176	19.89
SPO Partners II, L.P.	8/14/09	Sell	2,412	19.90
SPO Partners II, L.P.	8/14/09	Sell	198	19.91

Page 26 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
SPO Partners II, L.P.	8/14/09	Sell	691	19.92
SPO Partners II, L.P.	8/14/09	Sell	2,754	19.93
SPO Partners II, L.P.	8/14/09	Sell	1,670	19.94
SPO Partners II, L.P.	8/14/09	Sell	1,292	19.95
SPO Partners II, L.P.	8/14/09	Sell	2,459	19.96
SPO Partners II, L.P.	8/14/09	Sell	2,471	19.97
SPO Partners II, L.P.	8/14/09	Sell	1,622	19.98
SPO Partners II, L.P.	8/14/09	Sell	1,575	19.99
SPO Partners II, L.P.	8/14/09	Sell	5,034	20.00
SPO Partners II, L.P.	8/14/09	Sell	2,227	20.01
SPO Partners II, L.P.	8/14/09	Sell	2,865	20.02
SPO Partners II, L.P.	8/14/09	Sell	1,086	20.03
SPO Partners II, L.P.	8/14/09	Sell	493	20.04
SPO Partners II, L.P.	8/14/09	Sell	100	20.05
The Elizabeth R. and William J. Patterson				

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

Foundation	8/14/09	Sell	27	19.75
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	17	19.76
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	8	19.77
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	11	19.78
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	12	19.79
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	14	19.80
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	11	19.81
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	4	19.82
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	5	19.83
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	5	19.84
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	7	19.85
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	6	19.86
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	8	19.87
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	3	19.88
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	4	19.89
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	5	19.90
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	1	19.92
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	6	19.93
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	3	19.94
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	3	19.95
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	5	19.96
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	5	19.97
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	3	19.98
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	3	19.99
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	10	20.00
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	5	20.01
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	6	20.02
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	2	20.03
The Elizabeth R. and William J. Patterson Foundation	8/14/09	Sell	1	20.04

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
William E. Oberndorf IRA	8/14/09	Sell	148	19.75
William E. Oberndorf IRA	8/14/09	Sell	93	19.76
William E. Oberndorf IRA	8/14/09	Sell	45	19.77
William E. Oberndorf IRA	8/14/09	Sell	61	19.78
William E. Oberndorf IRA	8/14/09	Sell	69	19.79
William E. Oberndorf IRA	8/14/09	Sell	75	19.80
William E. Oberndorf IRA	8/14/09	Sell	62	19.81
William E. Oberndorf IRA	8/14/09	Sell	20	19.82
William E. Oberndorf IRA	8/14/09	Sell	29	19.83
William E. Oberndorf IRA	8/14/09	Sell	26	19.84
William E. Oberndorf IRA	8/14/09	Sell	37	19.85
William E. Oberndorf IRA	8/14/09	Sell	33	19.86
William E. Oberndorf IRA	8/14/09	Sell	41	19.87
William E. Oberndorf IRA	8/14/09	Sell	14	19.88
William E. Oberndorf IRA	8/14/09	Sell	24	19.89
William E. Oberndorf IRA	8/14/09	Sell	27	19.90
William E. Oberndorf IRA	8/14/09	Sell	2	19.91
William E. Oberndorf IRA	8/14/09	Sell	8	19.92
William E. Oberndorf IRA	8/14/09	Sell	31	19.93
William E. Oberndorf IRA	8/14/09	Sell	19	19.94
William E. Oberndorf IRA	8/14/09	Sell	14	19.95
William E. Oberndorf IRA	8/14/09	Sell	27	19.96
William E. Oberndorf IRA	8/14/09	Sell	28	19.97
William E. Oberndorf IRA	8/14/09	Sell	18	19.98
William E. Oberndorf IRA	8/14/09	Sell	18	19.99
William E. Oberndorf IRA	8/14/09	Sell	56	20.00
William E. Oberndorf IRA	8/14/09	Sell	25	20.01
William E. Oberndorf IRA	8/14/09	Sell	32	20.02
William E. Oberndorf IRA	8/14/09	Sell	12	20.03
William E. Oberndorf IRA	8/14/09	Sell	6	20.04
SPO Partners II, L.P.	8/17/09	Sell	797	19.35
SPO Partners II, L.P.	8/17/09	Sell	686	19.36
SPO Partners II, L.P.	8/17/09	Sell	395	19.37
SPO Partners II, L.P.	8/17/09	Sell	1,284	19.38
SPO Partners II, L.P.	8/17/09	Sell	1,580	19.39
SPO Partners II, L.P.	8/17/09	Sell	2,182	19.40
SPO Partners II, L.P.	8/17/09	Sell	5,177	19.41
SPO Partners II, L.P.	8/17/09	Sell	2,574	19.42
SPO Partners II, L.P.	8/17/09	Sell	3,898	19.43
SPO Partners II, L.P.	8/17/09	Sell	6,904	19.44
SPO Partners II, L.P.	8/17/09	Sell	6,269	19.45
SPO Partners II, L.P.	8/17/09	Sell	4,306	19.46
SPO Partners II, L.P.	8/17/09	Sell	4,938	19.47

Page 28 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
------------------	---------------------	------	------------------	--------------------

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

SPO Partners II, L.P.	8/17/09	Sell	2,932	19.48
SPO Partners II, L.P.	8/17/09	Sell	1,807	19.49
SPO Partners II, L.P.	8/17/09	Sell	6,686	19.50
SPO Partners II, L.P.	8/17/09	Sell	987	19.51
SPO Partners II, L.P.	8/17/09	Sell	2,568	19.52
SPO Partners II, L.P.	8/17/09	Sell	232	19.53
SPO Partners II, L.P.	8/17/09	Sell	98	19.55
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	1	19.35
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	1	19.36
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	1	19.37
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	2	19.38
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	3	19.39
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	4	19.40
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	9	19.41
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	5	19.42
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	7	19.43
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	12	19.44
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	11	19.45
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	8	19.46
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	9	19.47
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	5	19.48
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	3	19.49
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	12	19.50
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	2	19.51
The Elizabeth R. and William J. Patterson Foundation	8/17/09	Sell	5	19.52
William E. Oberndorf IRA	8/17/09	Sell	8	19.35
William E. Oberndorf IRA	8/17/09	Sell	7	19.36
William E. Oberndorf IRA	8/17/09	Sell	4	19.37
William E. Oberndorf IRA	8/17/09	Sell	14	19.38
William E. Oberndorf IRA	8/17/09	Sell	17	19.39
William E. Oberndorf IRA	8/17/09	Sell	23	19.40
William E. Oberndorf IRA	8/17/09	Sell	55	19.41
William E. Oberndorf IRA	8/17/09	Sell	27	19.42
William E. Oberndorf IRA	8/17/09	Sell	42	19.43
William E. Oberndorf IRA	8/17/09	Sell	74	19.44
William E. Oberndorf IRA	8/17/09	Sell	67	19.45
William E. Oberndorf IRA	8/17/09	Sell	46	19.46
William E. Oberndorf IRA	8/17/09	Sell	53	19.47
William E. Oberndorf IRA	8/17/09	Sell	31	19.48
William E. Oberndorf IRA	8/17/09	Sell	19	19.49
William E. Oberndorf IRA	8/17/09	Sell	71	19.50
William E. Oberndorf IRA	8/17/09	Sell	11	19.51
William E. Oberndorf IRA	8/17/09	Sell	27	19.52

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
William E. Oberndorf IRA	8/17/09	Sell	2	19.53
William E. Oberndorf IRA	8/17/09	Sell	2	19.55
SPO Partners II, L.P.	8/18/09	Sell	986	19.27
SPO Partners II, L.P.	8/18/09	Sell	690	19.29
SPO Partners II, L.P.	8/18/09	Sell	122	19.30
SPO Partners II, L.P.	8/18/09	Sell	394	19.32
SPO Partners II, L.P.	8/18/09	Sell	296	19.33
SPO Partners II, L.P.	8/18/09	Sell	2,536	19.34
SPO Partners II, L.P.	8/18/09	Sell	1,706	19.35
SPO Partners II, L.P.	8/18/09	Sell	197	19.36
SPO Partners II, L.P.	8/18/09	Sell	888	19.37
SPO Partners II, L.P.	8/18/09	Sell	1,380	19.38
SPO Partners II, L.P.	8/18/09	Sell	667	19.39
SPO Partners II, L.P.	8/18/09	Sell	394	19.40
SPO Partners II, L.P.	8/18/09	Sell	394	19.41
SPO Partners II, L.P.	8/18/09	Sell	99	19.42
SPO Partners II, L.P.	8/18/09	Sell	394	19.43
SPO Partners II, L.P.	8/18/09	Sell	197	19.44
SPO Partners II, L.P.	8/18/09	Sell	394	19.45
SPO Partners II, L.P.	8/18/09	Sell	394	19.46
SPO Partners II, L.P.	8/18/09	Sell	99	19.47
SPO Partners II, L.P.	8/18/09	Sell	334	19.48
SPO Partners II, L.P.	8/18/09	Sell	356	19.49
SPO Partners II, L.P.	8/18/09	Sell	1,183	19.50
SPO Partners II, L.P.	8/18/09	Sell	107	19.51
SPO Partners II, L.P.	8/18/09	Sell	394	19.52
SPO Partners II, L.P.	8/18/09	Sell	91	19.53
SPO Partners II, L.P.	8/18/09	Sell	37	19.54
SPO Partners II, L.P.	8/18/09	Sell	2,073	19.56
SPO Partners II, L.P.	8/18/09	Sell	226	19.57
SPO Partners II, L.P.	8/18/09	Sell	491	19.58
SPO Partners II, L.P.	8/18/09	Sell	99	19.59
SPO Partners II, L.P.	8/18/09	Sell	417	19.60
SPO Partners II, L.P.	8/18/09	Sell	713	19.61
SPO Partners II, L.P.	8/18/09	Sell	591	19.62
SPO Partners II, L.P.	8/18/09	Sell	591	19.63
SPO Partners II, L.P.	8/18/09	Sell	1,395	19.64
SPO Partners II, L.P.	8/18/09	Sell	725	19.65
SPO Partners II, L.P.	8/18/09	Sell	332	19.66
SPO Partners II, L.P.	8/18/09	Sell	197	19.67
SPO Partners II, L.P.	8/18/09	Sell	591	19.68
SPO Partners II, L.P.	8/18/09	Sell	99	19.69
SPO Partners II, L.P.	8/18/09	Sell	296	19.70

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
SPO Partners II, L.P.	8/18/09	Sell	986	19.71
SPO Partners II, L.P.	8/18/09	Sell	296	19.72
SPO Partners II, L.P.	8/18/09	Sell	197	19.74
SPO Partners II, L.P.	8/18/09	Sell	789	19.75
SPO Partners II, L.P.	8/18/09	Sell	99	19.76
SPO Partners II, L.P.	8/18/09	Sell	99	19.79
SPO Partners II, L.P.	8/18/09	Sell	99	19.80
SPO Partners II, L.P.	8/18/09	Sell	690	19.81
SPO Partners II, L.P.	8/18/09	Sell	3,945	19.82
SPO Partners II, L.P.	8/18/09	Sell	394	19.83
SPO Partners II, L.P.	8/18/09	Sell	1,380	19.84
SPO Partners II, L.P.	8/18/09	Sell	6,359	19.85
SPO Partners II, L.P.	8/18/09	Sell	2,454	19.86
SPO Partners II, L.P.	8/18/09	Sell	3,271	19.87
SPO Partners II, L.P.	8/18/09	Sell	3,461	19.88
SPO Partners II, L.P.	8/18/09	Sell	3,687	19.89
SPO Partners II, L.P.	8/18/09	Sell	8,876	19.90
SPO Partners II, L.P.	8/18/09	Sell	5,030	19.91
SPO Partners II, L.P.	8/18/09	Sell	99	19.92
SPO Partners II, L.P.	8/18/09	Sell	690	19.93
SPO Partners II, L.P.	8/18/09	Sell	591	19.94
SPO Partners II, L.P.	8/18/09	Sell	493	19.95
SPO Partners II, L.P.	8/18/09	Sell	1,972	19.97
SPO Partners II, L.P.	8/18/09	Sell	788	19.98
SPO Partners II, L.P.	8/18/09	Sell	4,139	19.99
SPO Partners II, L.P.	8/18/09	Sell	7,906	20.00
SPO Partners II, L.P.	8/18/09	Sell	1,677	20.01
SPO Partners II, L.P.	8/18/09	Sell	1,765	20.02
SPO Partners II, L.P.	8/18/09	Sell	4,044	20.03
SPO Partners II, L.P.	8/18/09	Sell	2,708	20.04
SPO Partners II, L.P.	8/18/09	Sell	2,778	20.05
SPO Partners II, L.P.	8/18/09	Sell	394	20.06
SPO Partners II, L.P.	8/18/09	Sell	789	20.07
SPO Partners II, L.P.	8/18/09	Sell	62	20.08
SPO Partners II, L.P.	8/18/09	Sell	789	20.09
SPO Partners II, L.P.	8/18/09	Sell	591	20.10
SPO Partners II, L.P.	8/18/09	Sell	2,663	20.11
SPO Partners II, L.P.	8/18/09	Sell	1,972	20.12
SPO Partners II, L.P.	8/18/09	Sell	2,860	20.13
SPO Partners II, L.P.	8/18/09	Sell	4,037	20.14
SPO Partners II, L.P.	8/18/09	Sell	5,011	20.15
SPO Partners II, L.P.	8/18/09	Sell	1,479	20.16
SPO Partners II, L.P.	8/18/09	Sell	8,383	20.17

Page 31 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE \$
SPO Partners II, L.P.	8/18/09	Sell	9,492	20.18
SPO Partners II, L.P.	8/18/09	Sell	8,813	20.19

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

SPO Partners II, L.P.	8/18/09	Sell	3,345	20.20
SPO Partners II, L.P.	8/18/09	Sell	6,972	20.21
SPO Partners II, L.P.	8/18/09	Sell	3,431	20.22
SPO Partners II, L.P.	8/18/09	Sell	1,290	20.23
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	3	19.27
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.29
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.32
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.33
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	6	19.34
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	19.35
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.36
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.37
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	19.38
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.39
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.40
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.41
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.43
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.44
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.45
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.46
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.48
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.49
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	3	19.50
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.52
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	5	19.56
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.57
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.58
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.60
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.61
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.62
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.63
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	19.64
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.65

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.66
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.67
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.68
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.70
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	3	19.71
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.72
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.74
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.75

Page 32 of 41 pages

SCHEDULE I TO SCHEDULE 13D

REPORTING PERSON -----	DATE OF TRANSACTION -----	TYPE ----	NUMBER OF SHARES -----	PRICE PER SHARE \$ -----
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.81
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	10	19.82
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.83
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	19.84
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	16	19.85
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	6	19.86
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	8	19.87
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	9	19.88
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	9	19.89
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	23	19.90
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	13	19.91
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.93
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.94
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	19.95
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	5	19.97
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	19.98
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	10	19.99

Edgar Filing: SPO ADVISORY CORP - Form SC 13D/A

The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	20	20.00
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	20.01
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	20.02
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	10	20.03
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	7	20.04
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	7	20.05
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	1	20.06
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	20.07
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	20.09
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	2	20.10
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	7	20.11
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	5	20.12
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	7	20.13
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	10	20.14
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	13	20.15
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	4	20.16
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	21	20.17
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	24	20.18
The Elizabeth R. and William J. Patterson Foundation	8/18/09	Sell	22	20.19
The Elizabeth R. and William J. Patterson Foundation				