



**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V Transaction Code (Instr. 8)	6. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
<a href="#">SPO ADVISORY CORP</a>										
(Last)	(First)	(Middle)								
591 REDWOOD HIGHWAY, SUITE 3215										
(Street)										
MILL VALLEY	CA		94941							
(City)	(State)	(Zip)		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
										Amount or Number of Shares

1. Name and Address of Reporting Person\*  
[SPO ADVISORY PARTNERS LP](#)

(Last) (First) (Middle)  
 591 REDWOOD HIGHWAY, SUITE 3215

(Street)  
 MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[SPO PARTNERS II LP](#)

(Last) (First) (Middle)  
 591 REDWOOD HIGHWAY, SUITE 3215

(Street)  
 MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Elizabeth R. & William J. Patterson Foundation](#)

(Last) (First) (Middle)  
 591 REDWOOD HIGHWAY  
 SUITE 3215

(Street)  
 MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[SCULLY JOHN H](#)

(Last) (First) (Middle)  
 591 REDWOOD HIGHWAY, SUITE 3215

(Street)  
 MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[OBERNDORF WILLIAM E](#)

(Last) (First) (Middle)  
 591 REDWOOD HIGHWAY, SUITE 3215

(Street)  
 MILL VALLEY CA 94941

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>PATTERSON WILLIAM J</u>		
(Last)	(First)	(Middle)
591 REDWOOD HIGHWAY, SUITE 3215		
(Street)		
MILL VALLEY	CA	94941
(City)	(State)	(Zip)

**Explanation of Responses:**

- The entities directly acquiring the shares reported on this form are SPO Partners II, L.P. ("SPO Partners"), which bought 119,300 shares, and the Elizabeth R. & William J. Patterson Foundation ("WJPFND"), which bought 2,900 shares.
- Due to the purchases causing this filing and related filings today, 8,767,900 shares are owned directly by SPO Partners, and may be deemed to be indirectly beneficially owned by (i) SPO Advisory Partners, L.P. ("SPO Advisory"), the sole general partner of SPO Partners, (ii) SPO Advisory Corp. ("SPO Corp."), the sole general partner of SPO Advisory, and (iii) John H. Scully ("JHS"), William E. Oberndorf ("WEO") and William J. Patterson ("WJP"), the three controlling persons of SPO Corp. 415,600 shares are owned directly by San Francisco Partners, L.P. ("SF Partners"), and may be deemed to be indirectly beneficially owned by (i) SF Advisory Partners, L.P. ("SF Advisory"), the sole general partner of SF Partners, (ii) SPO Corp., the sole general partner of SF Advisory, and (iii) JHS, WEO and WJP, the three controlling persons of SPO Corp. These shares are represented in the running total in Column 5 above, which does not include 2,900 shares held by WJPFND, described in Footnote 1.
- Additionally, (i) 333,650 shares of the issuer's common stock may be deemed to be indirectly beneficially owned by WEO solely in his capacity as a trustee for the William and Susan Oberndorf Trust, dated 10/15/98 ("Oberndorf Trust"), (ii) 100,000 shares may be deemed to be indirectly beneficially owned by WEO solely in his capacity as general partner of Oberndorf Family Partners, a California limited partnership, (iii) WEO owns 109,000 shares in his IRA, which is self-directed, and (iv) 10,000 shares may be deemed to be indirectly beneficially owned by WEO solely in his capacity as trustee for the accounts of his two children, Peter C. Oberndorf & William Ernst Oberndorf.

**Remarks:**

Form 2 of 2. The persons listed in Note (1) and Note (2) above ( each a "Reporting Person" ) may be deemed to form a "group", as such term is defined in Rule 13d-5(b)(1) promulgated under the Securities Exchange Act of 1934, for purposes of this filing. This filing shall not be deemed as an admission by any Reporting Person that such person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of any equity securities covered by this statement. Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of such person's pecuniary interest, if any, therein.

Kim M. Silva, Attorney-in-Fact 12/17/2007

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**