

LAMAR ADVERTISING CO/NEW
Form SC 13D/A
July 15, 2008

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 10)*

LAMAR ADVERTISING COMPANY
(Name of Issuer)

CLASS A COMMON STOCK, PAR VALUE \$0.001 PER SHARE
(Title of Class of Securities)

512815101
(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)

July 11, 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).

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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(e) OR 2(f)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7. SOLE VOTING POWER 17,457,084 (1)
	8. SHARED VOTING POWER -0-
	9. SOLE DISPOSITIVE POWER 17,457,084 (1)
	10. SHARED DISPOSITIVE POWER -0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
17,457,084

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
22.7%

14. TYPE OF REPORTING PERSON
PN

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

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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

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

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6. CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

	7.	SOLE VOTING POWER 17,457,084 (1) (2)
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	SHARED VOTING POWER -0-
	9.	SOLE DISPOSITIVE POWER 17,457,084 (1) (2)
	10.	SHARED DISPOSITIVE POWER -0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 17,457,084

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 22.7%

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.

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1. NAME OF REPORTING PERSON
 San Francisco 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(e) OR 2(f)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
 California

	7.	SOLE VOTING POWER 735,730 (1)
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	SHARED VOTING POWER -0-
	9.	SOLE DISPOSITIVE POWER 735,730 (1)

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10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
735,730

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.0%

14. TYPE OF REPORTING PERSON
PN

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

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1. NAME OF REPORTING PERSON
SF 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

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

6. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7. SOLE VOTING POWER
735,730 (1) (2)

NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
735,730 (1) (2)

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
735,730

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.0%

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14. TYPE OF REPORTING PERSON
PN

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

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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(e) OR 2(f)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7. SOLE VOTING POWER
18,192,814 (1) (2)

NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
18,192,814 (1) (2)

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,192,814

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
23.6%

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 17,457,084 of such shares; and solely in its capacity as the sole general partner of SF Advisory Partners, L.P. with respect to 735,730 of such shares.
 - (2) Power is exercised through its three controlling persons, John H. Scully, William E. Oberndorf and William J. Patterson.

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-
1. NAME OF REPORTING PERSON
John H. Scully
-
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 (e) OR 2 (f)
-
6. CITIZENSHIP OR PLACE OF ORGANIZATION
USA
-
- | | |
|--|--|
| | 7. SOLE VOTING POWER
303,300 (1) |
| NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH | 8. SHARED VOTING POWER
18,192,814 (2) |
| | 9. SOLE DISPOSITIVE POWER
303,300 (1) |
| | 10. SHARED DISPOSITIVE POWER
18,192,814 (2) |
-
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,496,114
-
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES
-
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
24.0%
-
14. TYPE OF REPORTING PERSON
IN
-

(1) Of these shares, 18,700 shares are held in the John H. Scully Individual Retirement Accounts, which are self-directed, and 284,600 shares may be deemed to be beneficially owned by Mr. Scully solely in his capacity as controlling person, sole director and executive officer of Phoebe Snow Foundation, Inc.

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

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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

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

6. CITIZENSHIP OR PLACE OF ORGANIZATION
USA

	7. SOLE VOTING POWER 74,700 (1)
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8. SHARED VOTING POWER 18,192,814 (2)
	9. SOLE DISPOSITIVE POWER 74,700 (1)
	10. SHARED DISPOSITIVE POWER 18,192,814 (2)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,267,514

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
23.7%

14. TYPE OF REPORTING PERSON
IN

(1) These shares are held in the William E. Oberndorf Individual Retirement Account, which is self-directed.

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

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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

4. SOURCE OF FUNDS

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Not Applicable

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

6. CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7. SOLE VOTING POWER 1,700 (1)
	8. SHARED VOTING POWER 18,243,614 (2)
	9. SOLE DISPOSITIVE POWER 1,700 (1)
	10. SHARED DISPOSITIVE POWER 18,243,614 (2)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,245,314

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
23.7%

14. TYPE OF REPORTING PERSON
IN

(1) These shares are held in the William J. Patterson Individual Retirement Account, which is self directed.

(2) Of these shares, 18,192,814 shares may be deemed to be beneficially owned by Mr. Patterson solely in his capacity as one of three controlling persons of SPO Advisory Corp. and 50,800 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.

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1. NAME OF REPORTING PERSON
Phoebe Snow Foundation, Inc.

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)

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6. CITIZENSHIP OR PLACE OF ORGANIZATION
California

7. SOLE VOTING POWER
284,600 (1)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
284,600 (1)

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
284,600

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.4%

14. TYPE OF REPORTING PERSON
CO

(1) Power is exercised through its controlling person, sole director and executive officer, John H. Scully.

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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

7. SOLE VOTING POWER
50,800 (1)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER

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50,800 (1)

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
50,800

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
CO

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

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1. NAME OF REPORTING PERSON
Eli J. Weinberg

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(f)

6. CITIZENSHIP OR PLACE OF ORGANIZATION
USA

7. SOLE VOTING POWER
126

NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
126

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
126

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

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

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**0.1%

14. TYPE OF REPORTING PERSON
IN

** Denotes less than.

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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
USA

7. SOLE VOTING POWER
1,156 (1)

NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH

8. SHARED VOTING POWER
-0-

9. SOLE DISPOSITIVE POWER
1,156 (1)

10. SHARED DISPOSITIVE POWER
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,156

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.

(1) Of these shares, 256 shares are held in the Ian R. McGuire Individual Retirement Account, which is self-directed.

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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 PF

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 500 (1)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8. SHARED VOTING POWER -0-

	9. SOLE DISPOSITIVE POWER 500 (1)

	10. SHARED DISPOSITIVE POWER -0-

11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 500

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 IN

** Denotes less than.

(1) These shares are held in the Edward H. McDermott Individual Retirement Account, which is self-directed.

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This Amendment No. 10 amends the Schedule 13D (the "Original 13D") filed with the Securities and Exchange Commission ("SEC") on August 22, 2005 and as amended on May 10, 2006, July 19, 2006, July 31, 2007, October 2, 2007, March 21, 2008, April 15, 2008, June 26, 2008, July 1, 2008 and July 7, 2008. Unless otherwise stated herein, the Original 13D, as previously amended, remains in full force and effect. Terms used therein and not defined herein shall have the

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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"), San Francisco Partners II, L.P., a California limited partnership ("SFP"), SF Advisory Partners, L.P., a Delaware limited partnership ("SF Advisory Partners"), SPO Advisory Corp., a Delaware corporation ("SPO Advisory Corp."), John H. Scully ("JHS"), William E. Oberndorf ("WEO"), William J. Patterson ("WJP"), Phoebe Snow Foundation, Inc., a California corporation ("PS Foundation"), The Elizabeth R. & William J. Patterson Foundation, a California corporation ("Patterson Foundation"), Eli J. Weinberg ("EJW"), Ian R. McGuire ("IRM") and Edward H. McDermott ("EHM"). SPO, SPO Advisory Partners, SFP, SF Advisory Partners, SPO Advisory Corp., JHS, WEO, WJP, PS Foundation, Patterson Foundation, EJW, IRM and EHM 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.

The following subsection is hereby added to Item 2(b)-(c) in appropriate alphabetical order as follows:

EHM

EHM's business address is 591 Redwood Highway, Suite 3215, Mill Valley, California 94941. His present principal occupation is serving as a principal of SPO Partners & Co., a Delaware corporation. The principal business of SPO Partners & Co. is operating as an investment firm. The principal business address of SPO Partners & Co., which serves as its principal office, is 591 Redwood Highway, Suite 3215, Mill Valley, California 94941.

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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	\$719,618,769
SPO Advisory Partners	Not Applicable	Not Applicable
SFP	Contributions from Partners	\$30,762,451
SF Advisory Partners	Not Applicable	Not Applicable
SPO Advisory Corp.	Not Applicable	Not Applicable
JHS	Not Applicable and Personal Funds	\$778,865
WEO	Not Applicable and Personal Funds	\$2,536,370
WJP	Not Applicable and Personal Funds	\$66,412
PS Foundation	Contributions from Shareholders	\$15,077,638
Patterson Foundation	Contributions from Shareholders	\$1,980,615
EJW	Personal Funds	\$5,672

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IRM	Personal Funds	\$55,943
EHM	Personal Funds	\$16,403

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) Percentage interest calculations for each Reporting Person are based upon the Issuer having 76,991,663 total outstanding shares of Class A common stock as reported on the Issuer's 10-Q filed with the Securities and Exchange Commission on May 8, 2008.

SPO

The aggregate number of Shares that SPO owns beneficially, pursuant to Rule 13d-3 of the Act, is 17,457,084 Shares, which constitutes approximately 22.7% 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 17,457,084 Shares, which constitutes approximately 22.7% of the outstanding Shares.

SFP

The aggregate number of Shares that SFP owns beneficially, pursuant to Rule 13d-3 of the Act, is 735,730 Shares, which constitutes approximately 1.0% of the outstanding Shares.

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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 735,730 Shares, which constitutes approximately 1.0% of the outstanding 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 18,192,814 Shares in the aggregate, which constitutes approximately 23.6% of the outstanding Shares.

JHS

Individually, and because of his positions as a control person of SPO Advisory Corp. and controlling person, sole director and executive officer of PS Foundation, JHS may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 18,496,114 Shares, which constitutes approximately 24.0% of the outstanding Shares.

WEO

Individually and because of his position as a control person of SPO Advisory Corp., WEO may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 18,267,514 Shares, which constitutes approximately 23.7% of

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the outstanding Shares.

WJP

Individually and 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 18,245,314 Shares, which constitutes approximately 23.7% of the outstanding Shares.

PS FOUNDATION

The aggregate number of Shares that PS Foundation owns beneficially, pursuant to Rule 13d-3 of the Act, is 284,600 Shares, which constitutes approximately 0.4% of the outstanding Shares.

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PATTERSON FOUNDATION

The aggregate number of Shares that Patterson Foundation owns beneficially, pursuant to Rule 13d-3 of the Act, is 50,800 Shares, which constitutes approximately 0.1% of the outstanding Shares.

EJW

The aggregate number of Shares that EJW owns beneficially, pursuant to Rule 13d-3 of the Act, is 126 Shares, 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 1,156 Shares, which constitutes less than 0.1% of the outstanding Shares.

EHM

The aggregate number of Shares that EHM owns beneficially, pursuant to Rule 13d-3 of the Act, is 500 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 17,457,084 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 17,457,084 Shares.

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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 735,730 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 735,730 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 18,192,814 Shares in the aggregate.

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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 18,192,814 Shares held by SPO and SFP in the aggregate. In addition, JHS has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 18,700 Shares held in the John H. Scully Individual Retirement Accounts, which are self-directed individual retirement accounts, and 284,600 Shares held by the PS Foundation, for which JHS is the controlling person, sole director and executive officer.

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 18,192,814 Shares held by SPO and SFP in the aggregate. In addition, WEO has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 74,700 shares held in the William E. Oberndorf Individual Retirement Account, which is a self-directed individual retirement account.

WJP

As one of the 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 18,192,814 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 50,800 Shares held by the Patterson Foundation. In addition, WJP has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 1,700 Shares held in the William J. Patterson Individual Retirement Account, which is a self-directed individual retirement account.

PS FOUNDATION

Acting through its controlling person, PS Foundation has the sole power

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to vote or to direct the vote and to dispose or to direct the disposition of 284,600 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 50,800 Shares.

EJW

EJW has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 126 Shares.

IRM

IRM has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 256 Shares held in the Ian R. McGuire Individual Retirement Account, which is a self-directed individual retirement account. In addition, IRM has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 900 Shares.

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EHM

EHM has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 500 Shares held in the Edward H. McDermott Individual Retirement Account, which is a self-directed individual retirement account.

(c) Since the most recent filing on Schedule 13D, Reporting Persons purchased Shares in open market transactions on the Nasdaq Global Select Market 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)

Exhibit B: Powers of Attorney

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SIGNATURE

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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 July 15, 2008

By: /s/ Kim M. Silva

Kim M. Silva

Attorney-in-Fact for:

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)
PHOEBE SNOW FOUNDATION, INC.(1)
THE ELIZABETH R. & WILLIAM J.
PATTERSON FOUNDATION(1)
ELI J. WEINBERG(1)
IAN R. MCGUIRE(1)
EDWARD H. MCDERMOTT(2)

(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.

(2) A Power of Attorney authorizing Kim M. Silva to act on behalf of this person or entity is filed as Exhibit B.

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
SPO Partners II, L.P.	07/08/08	Buy	195	33.7300
SPO Partners II, L.P.	07/08/08	Buy	1,367	33.7400
SPO Partners II, L.P.	07/08/08	Buy	1,562	33.7500
SPO Partners II, L.P.	07/08/08	Buy	683	33.7600
SPO Partners II, L.P.	07/08/08	Buy	683	33.7800
SPO Partners II, L.P.	07/08/08	Buy	98	33.7900
SPO Partners II, L.P.	07/08/08	Buy	1,269	33.8000
SPO Partners II, L.P.	07/08/08	Buy	6,931	33.8100

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SPO Partners II, L.P.	07/08/08	Buy	4,393	33.8200
SPO Partners II, L.P.	07/08/08	Buy	2,928	33.8300
SPO Partners II, L.P.	07/08/08	Buy	1,659	33.8400
SPO Partners II, L.P.	07/08/08	Buy	11,015	33.8500
SPO Partners II, L.P.	07/08/08	Buy	5,219	33.8600
SPO Partners II, L.P.	07/08/08	Buy	5,473	33.8700
SPO Partners II, L.P.	07/08/08	Buy	9,274	33.8800
SPO Partners II, L.P.	07/08/08	Buy	8,085	33.8900
SPO Partners II, L.P.	07/08/08	Buy	27,610	33.9000
SPO Partners II, L.P.	07/08/08	Buy	13,384	33.9100
SPO Partners II, L.P.	07/08/08	Buy	9,393	33.9200
SPO Partners II, L.P.	07/08/08	Buy	13,081	33.9300
SPO Partners II, L.P.	07/08/08	Buy	32,745	33.9400
SPO Partners II, L.P.	07/08/08	Buy	145,953	33.9500
William E. Oberndorf IRA	07/08/08	Buy	5	33.7300
William E. Oberndorf IRA	07/08/08	Buy	33	33.7400
William E. Oberndorf IRA	07/08/08	Buy	38	33.7500
William E. Oberndorf IRA	07/08/08	Buy	17	33.7600
William E. Oberndorf IRA	07/08/08	Buy	17	33.7800
William E. Oberndorf IRA	07/08/08	Buy	2	33.7900
William E. Oberndorf IRA	07/08/08	Buy	31	33.8000
William E. Oberndorf IRA	07/08/08	Buy	169	33.8100
William E. Oberndorf IRA	07/08/08	Buy	107	33.8200
William E. Oberndorf IRA	07/08/08	Buy	72	33.8300
William E. Oberndorf IRA	07/08/08	Buy	41	33.8400
William E. Oberndorf IRA	07/08/08	Buy	269	33.8500
William E. Oberndorf IRA	07/08/08	Buy	127	33.8600
William E. Oberndorf IRA	07/08/08	Buy	134	33.8700
William E. Oberndorf IRA	07/08/08	Buy	226	33.8800
William E. Oberndorf IRA	07/08/08	Buy	197	33.8900
William E. Oberndorf IRA	07/08/08	Buy	674	33.9000
William E. Oberndorf IRA	07/08/08	Buy	327	33.9100
William E. Oberndorf IRA	07/08/08	Buy	229	33.9200
William E. Oberndorf IRA	07/08/08	Buy	319	33.9300
William E. Oberndorf IRA	07/08/08	Buy	800	33.9400
William E. Oberndorf IRA	07/08/08	Buy	3,566	33.9500
SPO Partners II, L.P.	07/09/08	Buy	21	33.7500
SPO Partners II, L.P.	07/09/08	Buy	1,367	33.7600
SPO Partners II, L.P.	07/09/08	Buy	4,464	33.7700
SPO Partners II, L.P.	07/09/08	Buy	6,837	33.7800
SPO Partners II, L.P.	07/09/08	Buy	6,976	33.7900
SPO Partners II, L.P.	07/09/08	Buy	5,043	33.8000
SPO Partners II, L.P.	07/09/08	Buy	781	33.8100
SPO Partners II, L.P.	07/09/08	Buy	1,953	33.8200
SPO Partners II, L.P.	07/09/08	Buy	4,897	33.8300
SPO Partners II, L.P.	07/09/08	Buy	2,051	33.8400
SPO Partners II, L.P.	07/09/08	Buy	195	33.8500

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
SPO Partners II, L.P.	07/09/08	Buy	879	33.8600
SPO Partners II, L.P.	07/09/08	Buy	2,233	33.8700

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SPO Partners II, L.P.	07/09/08	Buy	3,028	33.8800
SPO Partners II, L.P.	07/09/08	Buy	586	33.8900
SPO Partners II, L.P.	07/09/08	Buy	7,911	33.9000
SPO Partners II, L.P.	07/09/08	Buy	3,467	33.9100
SPO Partners II, L.P.	07/09/08	Buy	2,442	33.9200
SPO Partners II, L.P.	07/09/08	Buy	6,766	33.9300
SPO Partners II, L.P.	07/09/08	Buy	7,325	33.9400
SPO Partners II, L.P.	07/09/08	Buy	12,892	33.9500
SPO Partners II, L.P.	07/09/08	Buy	900	33.9600
SPO Partners II, L.P.	07/09/08	Buy	977	33.9700
SPO Partners II, L.P.	07/09/08	Buy	1,367	33.9800
SPO Partners II, L.P.	07/09/08	Buy	5,195	33.9900
SPO Partners II, L.P.	07/09/08	Buy	45,927	34.0000
SPO Partners II, L.P.	07/09/08	Buy	10,648	34.0100
SPO Partners II, L.P.	07/09/08	Buy	7,972	34.0200
SPO Partners II, L.P.	07/09/08	Buy	2,813	34.0300
SPO Partners II, L.P.	07/09/08	Buy	2,292	34.0400
SPO Partners II, L.P.	07/09/08	Buy	2,442	34.0500
SPO Partners II, L.P.	07/09/08	Buy	1,172	34.0600
SPO Partners II, L.P.	07/09/08	Buy	4,600	34.0700
SPO Partners II, L.P.	07/09/08	Buy	4,124	34.0800
SPO Partners II, L.P.	07/09/08	Buy	3,783	34.0900
SPO Partners II, L.P.	07/09/08	Buy	5,948	34.1000
SPO Partners II, L.P.	07/09/08	Buy	7,823	34.1100
SPO Partners II, L.P.	07/09/08	Buy	6,269	34.1200
SPO Partners II, L.P.	07/09/08	Buy	3,985	34.1300
SPO Partners II, L.P.	07/09/08	Buy	3,995	34.1400
SPO Partners II, L.P.	07/09/08	Buy	7,032	34.1500
SPO Partners II, L.P.	07/09/08	Buy	977	34.1600
SPO Partners II, L.P.	07/09/08	Buy	1,953	34.1700
SPO Partners II, L.P.	07/09/08	Buy	2,158	34.1800
SPO Partners II, L.P.	07/09/08	Buy	3,874	34.1900
SPO Partners II, L.P.	07/09/08	Buy	293	34.2000
SPO Partners II, L.P.	07/09/08	Buy	1,067	34.2100
William E. Oberndorf IRA	07/09/08	Buy	1	33.7500
William E. Oberndorf IRA	07/09/08	Buy	33	33.7600
William E. Oberndorf IRA	07/09/08	Buy	107	33.7700
William E. Oberndorf IRA	07/09/08	Buy	163	33.7800
William E. Oberndorf IRA	07/09/08	Buy	167	33.7900
William E. Oberndorf IRA	07/09/08	Buy	121	33.8000
William E. Oberndorf IRA	07/09/08	Buy	19	33.8100
William E. Oberndorf IRA	07/09/08	Buy	47	33.8200
William E. Oberndorf IRA	07/09/08	Buy	117	33.8300
William E. Oberndorf IRA	07/09/08	Buy	49	33.8400
William E. Oberndorf IRA	07/09/08	Buy	5	33.8500
William E. Oberndorf IRA	07/09/08	Buy	21	33.8600
William E. Oberndorf IRA	07/09/08	Buy	53	33.8700
William E. Oberndorf IRA	07/09/08	Buy	72	33.8800
William E. Oberndorf IRA	07/09/08	Buy	14	33.8900
William E. Oberndorf IRA	07/09/08	Buy	189	33.9000
William E. Oberndorf IRA	07/09/08	Buy	83	33.9100

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
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William E. Oberndorf IRA	07/09/08	Buy	58	33.9200
William E. Oberndorf IRA	07/09/08	Buy	162	33.9300
William E. Oberndorf IRA	07/09/08	Buy	175	33.9400
William E. Oberndorf IRA	07/09/08	Buy	308	33.9500
William E. Oberndorf IRA	07/09/08	Buy	22	33.9600
William E. Oberndorf IRA	07/09/08	Buy	23	33.9700
William E. Oberndorf IRA	07/09/08	Buy	33	33.9800
William E. Oberndorf IRA	07/09/08	Buy	124	33.9900
William E. Oberndorf IRA	07/09/08	Buy	1,098	34.0000
William E. Oberndorf IRA	07/09/08	Buy	255	34.0100
William E. Oberndorf IRA	07/09/08	Buy	191	34.0200
William E. Oberndorf IRA	07/09/08	Buy	67	34.0300
William E. Oberndorf IRA	07/09/08	Buy	55	34.0400
William E. Oberndorf IRA	07/09/08	Buy	58	34.0500
William E. Oberndorf IRA	07/09/08	Buy	28	34.0600
William E. Oberndorf IRA	07/09/08	Buy	110	34.0700
William E. Oberndorf IRA	07/09/08	Buy	99	34.0800
William E. Oberndorf IRA	07/09/08	Buy	90	34.0900
William E. Oberndorf IRA	07/09/08	Buy	142	34.1000
William E. Oberndorf IRA	07/09/08	Buy	187	34.1100
William E. Oberndorf IRA	07/09/08	Buy	150	34.1200
William E. Oberndorf IRA	07/09/08	Buy	95	34.1300
William E. Oberndorf IRA	07/09/08	Buy	95	34.1400
William E. Oberndorf IRA	07/09/08	Buy	168	34.1500
William E. Oberndorf IRA	07/09/08	Buy	23	34.1600
William E. Oberndorf IRA	07/09/08	Buy	47	34.1700
William E. Oberndorf IRA	07/09/08	Buy	52	34.1800
William E. Oberndorf IRA	07/09/08	Buy	93	34.1900
William E. Oberndorf IRA	07/09/08	Buy	7	34.2000
William E. Oberndorf IRA	07/09/08	Buy	24	34.2100
SPO Partners II, L.P.	07/10/08	Buy	195	33.2800
SPO Partners II, L.P.	07/10/08	Buy	195	33.2900
SPO Partners II, L.P.	07/10/08	Buy	98	33.3000
SPO Partners II, L.P.	07/10/08	Buy	195	33.3300
SPO Partners II, L.P.	07/10/08	Buy	98	33.3500
SPO Partners II, L.P.	07/10/08	Buy	293	33.3600
SPO Partners II, L.P.	07/10/08	Buy	684	33.3800
SPO Partners II, L.P.	07/10/08	Buy	586	33.3900
SPO Partners II, L.P.	07/10/08	Buy	195	33.4000
SPO Partners II, L.P.	07/10/08	Buy	293	33.4100
SPO Partners II, L.P.	07/10/08	Buy	781	33.4200
SPO Partners II, L.P.	07/10/08	Buy	2,539	33.4300
SPO Partners II, L.P.	07/10/08	Buy	985	33.4400
SPO Partners II, L.P.	07/10/08	Buy	1,456	33.4500
SPO Partners II, L.P.	07/10/08	Buy	1,758	33.4600
SPO Partners II, L.P.	07/10/08	Buy	1,855	33.4700
SPO Partners II, L.P.	07/10/08	Buy	625	33.4800
SPO Partners II, L.P.	07/10/08	Buy	684	33.4900
SPO Partners II, L.P.	07/10/08	Buy	6,308	33.5000
SPO Partners II, L.P.	07/10/08	Buy	195	33.5100
SPO Partners II, L.P.	07/10/08	Buy	1,074	33.5400
SPO Partners II, L.P.	07/10/08	Buy	782	33.5500
SPO Partners II, L.P.	07/10/08	Buy	1,758	33.5600
SPO Partners II, L.P.	07/10/08	Buy	782	33.5700
SPO Partners II, L.P.	07/10/08	Buy	195	33.5800

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SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
SPO Partners II, L.P.	07/10/08	Buy	5,424	33.5900
SPO Partners II, L.P.	07/10/08	Buy	3,222	33.6000
SPO Partners II, L.P.	07/10/08	Buy	3,531	33.6100
SPO Partners II, L.P.	07/10/08	Buy	3,641	33.6200
SPO Partners II, L.P.	07/10/08	Buy	4,101	33.6300
SPO Partners II, L.P.	07/10/08	Buy	2,832	33.6400
SPO Partners II, L.P.	07/10/08	Buy	4,101	33.6500
SPO Partners II, L.P.	07/10/08	Buy	3,222	33.6600
SPO Partners II, L.P.	07/10/08	Buy	3,515	33.6700
SPO Partners II, L.P.	07/10/08	Buy	4,199	33.6800
SPO Partners II, L.P.	07/10/08	Buy	3,027	33.6900
SPO Partners II, L.P.	07/10/08	Buy	4,394	33.7000
SPO Partners II, L.P.	07/10/08	Buy	4,883	33.7100
SPO Partners II, L.P.	07/10/08	Buy	5,547	33.7200
SPO Partners II, L.P.	07/10/08	Buy	6,534	33.7300
SPO Partners II, L.P.	07/10/08	Buy	5,007	33.7400
SPO Partners II, L.P.	07/10/08	Buy	16,015	33.7500
SPO Partners II, L.P.	07/10/08	Buy	2,148	33.7600
SPO Partners II, L.P.	07/10/08	Buy	2,930	33.7700
SPO Partners II, L.P.	07/10/08	Buy	7,519	33.7800
SPO Partners II, L.P.	07/10/08	Buy	4,180	33.7900
SPO Partners II, L.P.	07/10/08	Buy	19,470	33.8000
SPO Partners II, L.P.	07/10/08	Buy	9,277	33.8100
SPO Partners II, L.P.	07/10/08	Buy	4,883	33.8200
SPO Partners II, L.P.	07/10/08	Buy	5,859	33.8300
SPO Partners II, L.P.	07/10/08	Buy	4,861	33.8400
SPO Partners II, L.P.	07/10/08	Buy	4,492	33.8500
SPO Partners II, L.P.	07/10/08	Buy	2,051	33.8600
SPO Partners II, L.P.	07/10/08	Buy	2,834	33.8700
SPO Partners II, L.P.	07/10/08	Buy	684	33.8800
SPO Partners II, L.P.	07/10/08	Buy	2,051	33.8900
SPO Partners II, L.P.	07/10/08	Buy	1,562	33.9000
SPO Partners II, L.P.	07/10/08	Buy	1,758	33.9100
SPO Partners II, L.P.	07/10/08	Buy	391	33.9200
SPO Partners II, L.P.	07/10/08	Buy	1,374	33.9300
SPO Partners II, L.P.	07/10/08	Buy	1,653	33.9400
SPO Partners II, L.P.	07/10/08	Buy	3,222	33.9500
SPO Partners II, L.P.	07/10/08	Buy	98	33.9700
SPO Partners II, L.P.	07/10/08	Buy	684	33.9800
SPO Partners II, L.P.	07/10/08	Buy	781	33.9900
SPO Partners II, L.P.	07/10/08	Buy	1,953	34.0000
SPO Partners II, L.P.	07/10/08	Buy	781	34.0100
William E. Oberndorf IRA	07/10/08	Buy	5	33.2800
William E. Oberndorf IRA	07/10/08	Buy	5	33.2900
William E. Oberndorf IRA	07/10/08	Buy	2	33.3000
William E. Oberndorf IRA	07/10/08	Buy	5	33.3300
William E. Oberndorf IRA	07/10/08	Buy	2	33.3500
William E. Oberndorf IRA	07/10/08	Buy	7	33.3600
William E. Oberndorf IRA	07/10/08	Buy	16	33.3800
William E. Oberndorf IRA	07/10/08	Buy	14	33.3900
William E. Oberndorf IRA	07/10/08	Buy	5	33.4000
William E. Oberndorf IRA	07/10/08	Buy	7	33.4100
William E. Oberndorf IRA	07/10/08	Buy	18	33.4200
William E. Oberndorf IRA	07/10/08	Buy	60	33.4300

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William E. Oberndorf IRA 07/10/08 Buy 23 33.4400

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
William E. Oberndorf IRA	07/10/08	Buy	34	33.4500
William E. Oberndorf IRA	07/10/08	Buy	41	33.4600
William E. Oberndorf IRA	07/10/08	Buy	44	33.4700
William E. Oberndorf IRA	07/10/08	Buy	15	33.4800
William E. Oberndorf IRA	07/10/08	Buy	16	33.4900
William E. Oberndorf IRA	07/10/08	Buy	149	33.5000
William E. Oberndorf IRA	07/10/08	Buy	5	33.5100
William E. Oberndorf IRA	07/10/08	Buy	25	33.5400
William E. Oberndorf IRA	07/10/08	Buy	18	33.5500
William E. Oberndorf IRA	07/10/08	Buy	41	33.5600
William E. Oberndorf IRA	07/10/08	Buy	18	33.5700
William E. Oberndorf IRA	07/10/08	Buy	5	33.5800
William E. Oberndorf IRA	07/10/08	Buy	128	33.5900
William E. Oberndorf IRA	07/10/08	Buy	76	33.6000
William E. Oberndorf IRA	07/10/08	Buy	83	33.6100
William E. Oberndorf IRA	07/10/08	Buy	86	33.6200
William E. Oberndorf IRA	07/10/08	Buy	97	33.6300
William E. Oberndorf IRA	07/10/08	Buy	67	33.6400
William E. Oberndorf IRA	07/10/08	Buy	97	33.6500
William E. Oberndorf IRA	07/10/08	Buy	76	33.6600
William E. Oberndorf IRA	07/10/08	Buy	83	33.6700
William E. Oberndorf IRA	07/10/08	Buy	99	33.6800
William E. Oberndorf IRA	07/10/08	Buy	71	33.6900
William E. Oberndorf IRA	07/10/08	Buy	104	33.7000
William E. Oberndorf IRA	07/10/08	Buy	114	33.7100
William E. Oberndorf IRA	07/10/08	Buy	131	33.7200
William E. Oberndorf IRA	07/10/08	Buy	154	33.7300
William E. Oberndorf IRA	07/10/08	Buy	118	33.7400
William E. Oberndorf IRA	07/10/08	Buy	377	33.7500
William E. Oberndorf IRA	07/10/08	Buy	51	33.7600
William E. Oberndorf IRA	07/10/08	Buy	69	33.7700
William E. Oberndorf IRA	07/10/08	Buy	177	33.7800
William E. Oberndorf IRA	07/10/08	Buy	98	33.7900
William E. Oberndorf IRA	07/10/08	Buy	459	33.8000
William E. Oberndorf IRA	07/10/08	Buy	219	33.8100
William E. Oberndorf IRA	07/10/08	Buy	115	33.8200
William E. Oberndorf IRA	07/10/08	Buy	138	33.8300
William E. Oberndorf IRA	07/10/08	Buy	114	33.8400
William E. Oberndorf IRA	07/10/08	Buy	106	33.8500
William E. Oberndorf IRA	07/10/08	Buy	48	33.8600
William E. Oberndorf IRA	07/10/08	Buy	67	33.8700
William E. Oberndorf IRA	07/10/08	Buy	16	33.8800
William E. Oberndorf IRA	07/10/08	Buy	48	33.8900
William E. Oberndorf IRA	07/10/08	Buy	37	33.9000
William E. Oberndorf IRA	07/10/08	Buy	41	33.9100
William E. Oberndorf IRA	07/10/08	Buy	9	33.9200
William E. Oberndorf IRA	07/10/08	Buy	32	33.9300
William E. Oberndorf IRA	07/10/08	Buy	39	33.9400

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William E. Oberndorf IRA	07/10/08	Buy	76	33.9500
William E. Oberndorf IRA	07/10/08	Buy	2	33.9700
William E. Oberndorf IRA	07/10/08	Buy	16	33.9800
William E. Oberndorf IRA	07/10/08	Buy	18	33.9900
William E. Oberndorf IRA	07/10/08	Buy	46	34.0000
William E. Oberndorf IRA	07/10/08	Buy	18	34.0100
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.4200

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.4300
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.4400
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.4500
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.4600
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.4700
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.5000
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.5400
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.5600
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.5900
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6000
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6100
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6200
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6300
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.6400
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6500
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6600
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6700
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6800
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.6900
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.7000
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.7100
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.7200
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.7300
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.7400
Edward H. McDermott SEP IRA	07/10/08	Buy	8	33.7500
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.7600
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.7700
Edward H. McDermott SEP IRA	07/10/08	Buy	4	33.7800
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.7900
Edward H. McDermott SEP IRA	07/10/08	Buy	10	33.8000
Edward H. McDermott SEP IRA	07/10/08	Buy	4	33.8100
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.8200
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.8300
Edward H. McDermott SEP IRA	07/10/08	Buy	3	33.8400
Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.8500
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.8600
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.8700
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.8900
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.9000
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.9100
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.9300
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.9400

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Edward H. McDermott SEP IRA	07/10/08	Buy	2	33.9500
Edward H. McDermott SEP IRA	07/10/08	Buy	1	33.9900
Edward H. McDermott SEP IRA	07/10/08	Buy	1	34.0000
Edward H. McDermott SEP IRA	07/10/08	Buy	1	34.0100
SPO Partners II, L.P.	07/11/08	Buy	98	32.6600
SPO Partners II, L.P.	07/11/08	Buy	98	32.6700
SPO Partners II, L.P.	07/11/08	Buy	293	32.7000
SPO Partners II, L.P.	07/11/08	Buy	98	32.7200
SPO Partners II, L.P.	07/11/08	Buy	1013	32.7400
SPO Partners II, L.P.	07/11/08	Buy	293	32.7500
SPO Partners II, L.P.	07/11/08	Buy	293	32.7600
SPO Partners II, L.P.	07/11/08	Buy	977	32.7700
SPO Partners II, L.P.	07/11/08	Buy	550	32.7800
SPO Partners II, L.P.	07/11/08	Buy	98	32.7900
SPO Partners II, L.P.	07/11/08	Buy	586	32.8000

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
SPO Partners II, L.P.	07/11/08	Buy	659	32.8100
SPO Partners II, L.P.	07/11/08	Buy	4453	32.8200
SPO Partners II, L.P.	07/11/08	Buy	2540	32.8300
SPO Partners II, L.P.	07/11/08	Buy	4041	32.8400
SPO Partners II, L.P.	07/11/08	Buy	2550	32.8500
SPO Partners II, L.P.	07/11/08	Buy	4345	32.8600
SPO Partners II, L.P.	07/11/08	Buy	5619	32.8700
SPO Partners II, L.P.	07/11/08	Buy	7756	32.8800
SPO Partners II, L.P.	07/11/08	Buy	7341	32.8900
SPO Partners II, L.P.	07/11/08	Buy	12479	32.9000
SPO Partners II, L.P.	07/11/08	Buy	341895	32.9000
SPO Partners II, L.P.	07/11/08	Buy	1954	32.9100
SPO Partners II, L.P.	07/11/08	Buy	3458	32.9200
SPO Partners II, L.P.	07/11/08	Buy	1270	32.9300
SPO Partners II, L.P.	07/11/08	Buy	3438	32.9400
SPO Partners II, L.P.	07/11/08	Buy	9662	32.9500
SPO Partners II, L.P.	07/11/08	Buy	2058	32.9600
SPO Partners II, L.P.	07/11/08	Buy	5373	32.9700
SPO Partners II, L.P.	07/11/08	Buy	2272	32.9800
SPO Partners II, L.P.	07/11/08	Buy	3028	32.9900
SPO Partners II, L.P.	07/11/08	Buy	21764	33.0000
SPO Partners II, L.P.	07/11/08	Buy	4608	33.0100
SPO Partners II, L.P.	07/11/08	Buy	2163	33.0200
SPO Partners II, L.P.	07/11/08	Buy	884	33.0300
SPO Partners II, L.P.	07/11/08	Buy	4005	33.0400
SPO Partners II, L.P.	07/11/08	Buy	7908	33.0500
SPO Partners II, L.P.	07/11/08	Buy	781	33.1000
SPO Partners II, L.P.	07/11/08	Buy	879	33.1200
SPO Partners II, L.P.	07/11/08	Buy	593	33.1400
SPO Partners II, L.P.	07/11/08	Buy	286	33.1500
SPO Partners II, L.P.	07/11/08	Buy	98	33.1600
SPO Partners II, L.P.	07/11/08	Buy	488	33.1700
SPO Partners II, L.P.	07/11/08	Buy	684	33.1800
SPO Partners II, L.P.	07/11/08	Buy	781	33.1900

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SPO Partners II, L.P.	07/11/08	Buy	190	33.2000
William E. Oberndorf IRA	07/11/08	Buy	2	32.6600
William E. Oberndorf IRA	07/11/08	Buy	2	32.6700
William E. Oberndorf IRA	07/11/08	Buy	7	32.7000
William E. Oberndorf IRA	07/11/08	Buy	2	32.7200
William E. Oberndorf IRA	07/11/08	Buy	24	32.7400
William E. Oberndorf IRA	07/11/08	Buy	7	32.7500
William E. Oberndorf IRA	07/11/08	Buy	7	32.7600
William E. Oberndorf IRA	07/11/08	Buy	23	32.7700
William E. Oberndorf IRA	07/11/08	Buy	13	32.7800
William E. Oberndorf IRA	07/11/08	Buy	2	32.7900
William E. Oberndorf IRA	07/11/08	Buy	14	32.8000
William E. Oberndorf IRA	07/11/08	Buy	15	32.8100
William E. Oberndorf IRA	07/11/08	Buy	104	32.8200
William E. Oberndorf IRA	07/11/08	Buy	59	32.8300
William E. Oberndorf IRA	07/11/08	Buy	94	32.8400
William E. Oberndorf IRA	07/11/08	Buy	59	32.8500
William E. Oberndorf IRA	07/11/08	Buy	101	32.8600
William E. Oberndorf IRA	07/11/08	Buy	131	32.8700
William E. Oberndorf IRA	07/11/08	Buy	181	32.8800
William E. Oberndorf IRA	07/11/08	Buy	171	32.8900

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
William E. Oberndorf IRA	07/11/08	Buy	291	32.9000
William E. Oberndorf IRA	07/11/08	Buy	7961	32.9000
William E. Oberndorf IRA	07/11/08	Buy	45	32.9100
William E. Oberndorf IRA	07/11/08	Buy	81	32.9200
William E. Oberndorf IRA	07/11/08	Buy	30	32.9300
William E. Oberndorf IRA	07/11/08	Buy	80	32.9400
William E. Oberndorf IRA	07/11/08	Buy	225	32.9500
William E. Oberndorf IRA	07/11/08	Buy	48	32.9600
William E. Oberndorf IRA	07/11/08	Buy	125	32.9700
William E. Oberndorf IRA	07/11/08	Buy	53	32.9800
William E. Oberndorf IRA	07/11/08	Buy	71	32.9900
William E. Oberndorf IRA	07/11/08	Buy	507	33.0000
William E. Oberndorf IRA	07/11/08	Buy	107	33.0100
William E. Oberndorf IRA	07/11/08	Buy	50	33.0200
William E. Oberndorf IRA	07/11/08	Buy	21	33.0300
William E. Oberndorf IRA	07/11/08	Buy	93	33.0400
William E. Oberndorf IRA	07/11/08	Buy	184	33.0500
William E. Oberndorf IRA	07/11/08	Buy	18	33.1000
William E. Oberndorf IRA	07/11/08	Buy	20	33.1200
William E. Oberndorf IRA	07/11/08	Buy	14	33.1400
William E. Oberndorf IRA	07/11/08	Buy	7	33.1500
William E. Oberndorf IRA	07/11/08	Buy	2	33.1600
William E. Oberndorf IRA	07/11/08	Buy	11	33.1700
William E. Oberndorf IRA	07/11/08	Buy	16	33.1800
William E. Oberndorf IRA	07/11/08	Buy	18	33.1900
William E. Oberndorf IRA	07/11/08	Buy	4	33.2000
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.8100
Edward H. McDermott SEP IRA	07/11/08	Buy	2	32.8200

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Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.8300
Edward H. McDermott SEP IRA	07/11/08	Buy	2	32.8400
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.8500
Edward H. McDermott SEP IRA	07/11/08	Buy	2	32.8600
Edward H. McDermott SEP IRA	07/11/08	Buy	2	32.8700
Edward H. McDermott SEP IRA	07/11/08	Buy	3	32.8800
Edward H. McDermott SEP IRA	07/11/08	Buy	3	32.8900
Edward H. McDermott SEP IRA	07/11/08	Buy	5	32.9000
Edward H. McDermott SEP IRA	07/11/08	Buy	144	32.9000
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.9100
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.9200
Edward H. McDermott SEP IRA	07/11/08	Buy	2	32.9400
Edward H. McDermott SEP IRA	07/11/08	Buy	4	32.9500
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.9600
Edward H. McDermott SEP IRA	07/11/08	Buy	2	32.9700
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.9800
Edward H. McDermott SEP IRA	07/11/08	Buy	1	32.9900
Edward H. McDermott SEP IRA	07/11/08	Buy	9	33.0000
Edward H. McDermott SEP IRA	07/11/08	Buy	2	33.0100
Edward H. McDermott SEP IRA	07/11/08	Buy	1	33.0200
Edward H. McDermott SEP IRA	07/11/08	Buy	2	33.0400
Edward H. McDermott SEP IRA	07/11/08	Buy	3	33.0500
Edward H. McDermott SEP IRA	07/11/08	Buy	1	33.1000
Edward H. McDermott SEP IRA	07/11/08	Buy	1	33.1200
Edward H. McDermott SEP IRA	07/11/08	Buy	1	33.1700
Edward H. McDermott SEP IRA	07/11/08	Buy	1	33.1900
SPO Partners II, L.P.	07/14/08	Buy	98	31.9000
SPO Partners II, L.P.	07/14/08	Buy	1074	31.9100
SPO Partners II, L.P.	07/14/08	Buy	364	31.9500
SPO Partners II, L.P.	07/14/08	Buy	1368	31.9600
SPO Partners II, L.P.	07/14/08	Buy	1859	31.9700

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
SPO Partners II, L.P.	07/14/08	Buy	1954	31.9800
SPO Partners II, L.P.	07/14/08	Buy	3225	31.9900
SPO Partners II, L.P.	07/14/08	Buy	1270	32.0000
SPO Partners II, L.P.	07/14/08	Buy	393	32.0100
SPO Partners II, L.P.	07/14/08	Buy	1661	32.0200
SPO Partners II, L.P.	07/14/08	Buy	1563	32.0300
SPO Partners II, L.P.	07/14/08	Buy	1466	32.0400
SPO Partners II, L.P.	07/14/08	Buy	18588	32.0500
SPO Partners II, L.P.	07/14/08	Buy	1075	32.1300
SPO Partners II, L.P.	07/14/08	Buy	684	32.1400
SPO Partners II, L.P.	07/14/08	Buy	63663	32.1500
SPO Partners II, L.P.	07/14/08	Buy	5374	32.1600
SPO Partners II, L.P.	07/14/08	Buy	293	32.1700
SPO Partners II, L.P.	07/14/08	Buy	1368	32.1800
SPO Partners II, L.P.	07/14/08	Buy	98	32.1900
SPO Partners II, L.P.	07/14/08	Buy	98	32.2000
SPO Partners II, L.P.	07/14/08	Buy	293	32.2100
SPO Partners II, L.P.	07/14/08	Buy	1173	32.2200

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SPO Partners II, L.P.	07/14/08	Buy	21764	32.2300
SPO Partners II, L.P.	07/14/08	Buy	9690	32.2400
SPO Partners II, L.P.	07/14/08	Buy	115948	32.2500
SPO Partners II, L.P.	07/14/08	Buy	98	32.2700
SPO Partners II, L.P.	07/14/08	Buy	24429	32.2800
SPO Partners II, L.P.	07/14/08	Buy	48955	32.3000
SPO Partners II, L.P.	07/14/08	Buy	7915	32.3100
SPO Partners II, L.P.	07/14/08	Buy	1871	32.3200
SPO Partners II, L.P.	07/14/08	Buy	879	32.3300
SPO Partners II, L.P.	07/14/08	Buy	195	32.3400
SPO Partners II, L.P.	07/14/08	Buy	1254	32.3500
William E. Oberndorf IRA	07/14/08	Buy	2	31.9000
William E. Oberndorf IRA	07/14/08	Buy	25	31.9100
William E. Oberndorf IRA	07/14/08	Buy	8	31.9500
William E. Oberndorf IRA	07/14/08	Buy	31	31.9600
William E. Oberndorf IRA	07/14/08	Buy	42	31.9700
William E. Oberndorf IRA	07/14/08	Buy	45	31.9800
William E. Oberndorf IRA	07/14/08	Buy	73	31.9900
William E. Oberndorf IRA	07/14/08	Buy	29	32.0000
William E. Oberndorf IRA	07/14/08	Buy	9	32.0100
William E. Oberndorf IRA	07/14/08	Buy	38	32.0200
William E. Oberndorf IRA	07/14/08	Buy	36	32.0300
William E. Oberndorf IRA	07/14/08	Buy	33	32.0400
William E. Oberndorf IRA	07/14/08	Buy	424	32.0500
William E. Oberndorf IRA	07/14/08	Buy	24	32.1300
William E. Oberndorf IRA	07/14/08	Buy	16	32.1400
William E. Oberndorf IRA	07/14/08	Buy	1452	32.1500
William E. Oberndorf IRA	07/14/08	Buy	123	32.1600
William E. Oberndorf IRA	07/14/08	Buy	7	32.1700
William E. Oberndorf IRA	07/14/08	Buy	31	32.1800
William E. Oberndorf IRA	07/14/08	Buy	2	32.1900

SCHEDULE I TO SCHEDULE 13D

Reporting Person	Date of Transaction	Type	Number of Shares	Price Per Share (\$)
William E. Oberndorf IRA	07/14/08	Buy	2	32.2000
William E. Oberndorf IRA	07/14/08	Buy	7	32.2100
William E. Oberndorf IRA	07/14/08	Buy	27	32.2200
William E. Oberndorf IRA	07/14/08	Buy	496	32.2300
William E. Oberndorf IRA	07/14/08	Buy	221	32.2400
William E. Oberndorf IRA	07/14/08	Buy	2644	32.2500
William E. Oberndorf IRA	07/14/08	Buy	2	32.2700
William E. Oberndorf IRA	07/14/08	Buy	557	32.2800
William E. Oberndorf IRA	07/14/08	Buy	1117	32.3000
William E. Oberndorf IRA	07/14/08	Buy	181	32.3100
William E. Oberndorf IRA	07/14/08	Buy	43	32.3200
William E. Oberndorf IRA	07/14/08	Buy	20	32.3300
William E. Oberndorf IRA	07/14/08	Buy	4	32.3400
William E. Oberndorf IRA	07/14/08	Buy	29	32.3500
Edward H. McDermott SEP IRA	07/14/08	Buy	1	31.9100
Edward H. McDermott SEP IRA	07/14/08	Buy	1	31.9500
Edward H. McDermott SEP IRA	07/14/08	Buy	1	31.9600
Edward H. McDermott SEP IRA	07/14/08	Buy	1	31.9700

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Edward H. McDermott	SEP IRA	07/14/08	Buy	1	31.9800
Edward H. McDermott	SEP IRA	07/14/08	Buy	2	31.9900
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.0000
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.0200
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.0300
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.0400
Edward H. McDermott	SEP IRA	07/14/08	Buy	11	32.0500
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.1300
Edward H. McDermott	SEP IRA	07/14/08	Buy	37	32.1500
Edward H. McDermott	SEP IRA	07/14/08	Buy	3	32.1600
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.1800
Edward H. McDermott	SEP IRA	07/14/08	Buy	13	32.2300
Edward H. McDermott	SEP IRA	07/14/08	Buy	6	32.2400
Edward H. McDermott	SEP IRA	07/14/08	Buy	68	32.2500
Edward H. McDermott	SEP IRA	07/14/08	Buy	14	32.2800
Edward H. McDermott	SEP IRA	07/14/08	Buy	28	32.3000
Edward H. McDermott	SEP IRA	07/14/08	Buy	4	32.3100
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.3200
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.3300
Edward H. McDermott	SEP IRA	07/14/08	Buy	1	32.3400

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EXHIBIT INDEX

EXHIBIT	DOCUMENT DESCRIPTION
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A	Agreement Pursuant to Rule 13d-1 (k)
B	Powers of Attorney