

RANGE RESOURCES CORP

Form 424B7

July 14, 2006

Filed pursuant to Rule 424(b)(7)
 Registration No. 333-135193

SUPPLEMENT NO. 1

(To Prospectus Supplement dated June 21, 2006
 to Prospectus dated June 21, 2006)

Range Resources Corporation
6,572,512 Shares
Common Stock

This supplement to the prospectus supplement, dated June 21, 2006, to the prospectus, dated June 21, 2006 (collectively, the Prospectus), relates to the resale by certain stockholders of Range Resources Corporation of 6,572,512 shares of common stock of Range Resources Corporation. The selling stockholders acquired the shares being offered for resale under the Prospectus in a private placement in connection with our acquisition of Stroud Energy, Inc. pursuant to an Agreement and Plan of Merger, dated May 10, 2006. This supplement should be read in conjunction with, and may not be delivered or utilized without, the Prospectus. This supplement is qualified by reference to the Prospectus except to the extent that the information herein contained supersedes the information contained in the Prospectus.

You should read the prospectus supplement and the accompanying Prospectus carefully before you invest. AN INVESTMENT IN OUR SECURITIES INVOLVES RISKS. PLEASE READ THE RISK FACTORS BEGINNING ON PAGE S-5 OF THE PROSPECTUS.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities, or passed upon the adequacy or accuracy of this prospectus supplement. Any representation to the contrary is a criminal offense.

CALCULATION OF REGISTRATION FEE

Title of each class of securities to be registered	Amount to be registered	Proposed maximum offering price per unit (1)	Proposed maximum aggregate offering price (1)	Amount of registration fee
Common Stock, par value \$0.01 per share	6,572,512(2)	\$ 25.72	\$ 2,163,206.32(2)	\$ 231.46(2)

(1) Estimated solely for purposes of determining the registration fee in accordance with Rule 457(c) under the Securities Act of 1933 on the basis of \$25.72 per share, the average of the high and low

prices of the Registrant's common stock as reported on the New York Stock Exchange on July 12, 2006.

- (2) Of the 6,572,512 shares, 6,488,406 were previously registered on July 21, 2006 pursuant to the prospectus supplement to Registration Statement No. 333-135193. A registration fee of \$15,593 was paid with respect to \$145,729,599 aggregate offering price of the shares previously registered. The registration fee reflects the additional fee required for the additional 84,106 shares registered hereby.

The date of this prospectus supplement is July 14, 2006.

The information appearing under the heading Selling Stockholders in the prospectus supplement is hereby amended and restated in its entirety as follows:

This prospectus relates to the disposition from time to time by the selling stockholders named herein, or their transferees, of up to 6,572,512 shares of our common stock. The shares were issued by us to the selling stockholders in a private placement in connection with our Stroud Acquisition pursuant to the Merger Agreement, which closed on June 19, 2006. In connection with the Merger Agreement, we entered into the Registration Rights Agreement, pursuant to which we agreed to file this registration statement on Form S-3, registering for resale the shares of common stock acquired by the selling stockholders within two business days following the effective time of the Stroud Acquisition.

The selling stockholders named herein may, from time to time, sell, transfer or otherwise dispose of any or all of the shares of common stock covered hereby on any stock exchange, market or trading facility on which the shares are traded or in private transactions. These dispositions may be at fixed prices, at prevailing market prices at the time of sale, at prices related to the prevailing market price, at varying prices determined at the time of sale or at negotiated prices.

We will not receive any proceeds from the disposition of common stock by the selling stockholders. The selling stockholders will pay all brokerage fees and commissions and similar expenses. We will pay all expenses (except brokerage fees and commissions and similar expenses) relating to the registration of shares with the Securities and Exchange Commission.

The following table sets forth for each selling stockholder:

the name of the stockholder;

the number and percent of shares of our common stock that the stockholder beneficially owned prior to the offering for resale of the shares under this prospectus;

the number of shares of our common stock registered for sale for the account of the stockholder under this prospectus; and

the number and percent of shares of our common stock to be beneficially owned by the stockholder (assuming all of the shares covered hereby are sold by each stockholder).

The number of shares in the column *Number of Shares Being Offered* represents all of the shares that each stockholder may dispose of under this prospectus. We do not know how long the stockholders will hold the shares before disposing of them or how many shares they will dispose of, and we currently have no agreements, arrangements or understandings with any of the stockholders regarding the disposition of any of the resale shares. The shares offered by this prospectus may be offered from time to time by the stockholders listed below.

This table is prepared solely based on information supplied to us by the selling stockholders and assumes the sale of all of the shares covered hereby. None of the selling stockholders has had, during the past three years, any position, office or other material relationship with us or any of our predecessors or affiliates. The applicable percentages of beneficial ownership are based on an aggregate of 137,961,264 shares of our common stock issued and outstanding on July 12, 2006.

Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Atkins, Samuel J.	1,528	*	1,528		
Braden, Bruce F.	318,650	*	318,650		
Clark, Stephen M.	36,863	*	36,863		
Daniel I. Kemper Living Trust	94,869	*	94,869		
Edwin W. Coleman Children s Trust					
FBO Robert S. Coleman	102,156	*	102,156		
Frazier, Gregory D.	61,372	*	61,372		
Hammack, Christopher L.	80,073	*	80,073		
Noyes Family Partnership	334,203	*	334,203		
Noyes, Patrick J.	84,897	*	84,897		
Robert S. Coleman Trust	746,196	*	746,196		
Schnabel, Rockwell A.	127,696	*	127,696		
Schweitzer, Edward H.	23,434	*	23,434		
Smith, Gregory P.	58,766	*	58,766		
Smith, Philip S.	1,528	*	1,528		
Sparling, Donald P.	11,273	*	11,273		
Veeder, Christopher G.	21,764	*	21,764		
Wright, Christopher A.	1,528	*	1,528		
Wright, Christopher A. and Elizabeth S.	407,500	*	407,500		
4B L.P.	4,890	*	4,890		
Agravat, B.M. SEP IRA	873	*	873		
Alberi, Christine	3,260	*	3,260		
Alice M. Davis IRA	1,309	*	1,309		
Amsterdam, Leonard	2,689	*	2,689		
Andrew Goldstein IRA	600	*	600		
Andrew J. Haliw Revocable Living Trust U/A DTD 3/27/2002 Andrew J. Haliw, TTEE	40,750	*	40,750		
Andrews, Dan L.	1,309	*	1,309		
Anne E. Laumann (BENE) IRA	1,309	*	1,309		
Arthur Hyman IRA	1,440	*	1,440		
Atchley, Frederick	1,630	*	1,630		
Atlantis Investment Trust U/A DTD 10/11/2002 J. Christian Peterson, Jr., TTEE	8,150	*	8,150		
Auto, L.P.	16,300	*	16,300		
Bahal Revocable Living Trust U/A DTD 2/1/1994 Surendra M. Bahal & Chander K. Bahal, TTEES	873	*	873		
Baker, Gregory J.	873	*	873		
Baldwin, Alfred & Hilda J.	1,630	*	1,630		

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Barry G. Zweig Revocable Living Trust U/A DTD 9/8/1997 Barry G. Zweig, TTEE	873	*	873
Baynard, William T. Jr.	4,890	*	4,890
Bel Air Opportunistic Fund I	33,633	*	33,633
Berkman, David J.	3,056	*	3,056
Berry, William J. & Donna	6,520	*	6,520
Beshears, Fred H.	1,630	*	1,630
Bivins Foundation	5,238	*	5,238
Blommer, Peter H.	1,630	*	1,630
Bobby John Wade IRA	4,365	*	4,365
Borello, Glen David	2,182	*	2,182
Brabson, John A.	1,630	*	1,630
Brabson, Ltd.	4,075	*	4,075
Bradley, Edward W. & Janie	8,150	*	8,150
Broomhead, Steven P. & Sharon L. Thomas	1,630	*	1,630
Brothers Investment Holdings	1,630	*	1,630
Bruce, Scott G.	2,182	*	2,182
Bruff, Robert & Mary	873	*	873
Bryan McPeak Living Trust U/A DTD 6/19/1991 Bryan McPeak, TTEE	2,037	*	2,037
Cain, Larry J. & Patricia B.	873	*	873
Campbell, Barbara M.	1,630	*	1,630
Campbell, Carl E.	6,520	*	6,520
Campos, Delfina R.	1,630	*	1,630

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Cardinal, William A. Jr.	2,445	*	2,445		
Carl William Winans IRA	873	*	873		
Carol Ann Weiss Trust U/A DTD 7/20/2005 Carol Ann Weiss, TTEE	2,771	*	2,771		
Carolyn K. Branner Revocable Trust U/A DTD 12/16/1996 Carolyn K. Branner, TTEE	2,925	*	2,925		
Catherine D. Franklin Revocable Living Trust U/A DTD 10/13/2004 Catherine D. Franklin, TTEE	873	*	873		
Charles T. Russell IRA	873	*	873		
Chastain, Mary H.	1,956	*	1,956		
Checchio, Robert	2,526	*	2,526		
Cherner, Jerry Ivan	2,445	*	2,445		
Clare Margaret Peterson Trust U/A DTD 3/28/2001 Clare Margaret Peterson & Eileen Hendrixson, TTEES	1,630	*	1,630		
Cohagan, Dean W. & Michel F.	3,056	*	3,056		
Colon, Walter E.	873	*	873		
Colton, Lawrence	1,630	*	1,630		
Consolidated Mortgage Service	1,630		1,630		
Covington, Neal C. & Kelly M.	1,956	*	1,956		
Craig A. Greene IRA	873	*	873		
CRC Communities Inc.	4,075	*	4,075		
Credifinance Capital Corp.	4,075	*	4,075		
Crider, Robert E.	3,056	*	3,056		
Crow, Peter M.	2,852	*	2,852		
Cullen Living Trust U/A DTD 12/18/2000 Robert R. Cullen & Jane M. Cullen, TTEES	5,238	*	5,238		
Cullen, Charles D.	2,182	*	2,182		
Culpepper, John Brad & Monica	873	*	873		
Cummins, Norman Charles	2,445	*	2,445		
Curtis, Jack T. Jr.	8,150	*	8,150		
Daniel J. McKeown IRA	2,445	*	2,445		
David E. Sterns Conduit IRA # 2	1,309	*	1,309		
David J. Campbell Revocable Living Trust U/A DTD 1/4/1995 David J. Campbell, TTEE	1,630	*	1,630		
David Van Adelsberg IRA	829	*	829		
David W. Brandenburg IRA	2,182	*	2,182		
	1,630	*	1,630		

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Deanne M. Porter Living Trust U/A DTD 1/31/1996 Deanne M. Porter, TTEE			
Deitchman, Paul S. & Mary Ann	873	*	873
Denmark, David & Holly	815	*	815
Dix, C. Vincent	873	*	873
Donato, Donna Ireton	1,309	*	1,309
Dorothy M. Fleming IRA R/O	1,266	*	1,266
Duke, Wanda	2,182	*	2,182
Eagle & Dominion Euroamerican Growth Fund LP	7,335	*	7,335
Eagle & Dominion Euroamerican Growth Fund Ltd.	26,080	*	26,080
Earnest R. Baldwin, Jr. Life Tenant U/W Grace H. Baldwin	2,445	*	2,445
Earnest R. Baldwin, Jr., Life Tenant U/W E. Rowland Baldwin, Sr.	2,445	*	2,445
Edward F. McNulty IRA	873	*	873
Edward Laumann Trust U/A DTD 5/10/1990 Edward Laumann, TTEE	873	*	873
Edwin E. Messikomer IRA	873	*	873
Effecten Bank Stroeve N.V.	15,716	*	15,716
Effecten Bank Stroeve N.V.	19,209	*	19,209
Elaine A. Cabell Revocable Trust U/A DTD 4/21/2005 Elaine A. Cabell, TTEE	873	*	873
Eleanor F. Black Revocable Living Trust U/A DTD 5/4/1994 Eleanor F. Black, TTEE	4,075	*	4,075
Ellis, Ralph D. & Karen	1,630	*	1,630
Esther Moscona Revocable Trust U/A DTD 9/15/1995 Esther Moscona, TTEE	1,630	*	1,630

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Eugene B. Rugh IRA	1,630	*	1,630		
Eugene B. Shepherd, Jr. IRA	392	*	392		
Eugene E. Boyd Living Trust U/A DTD 12/12/1985 Eugene E. Boyd, TTEE	2,771	*	2,771		
Filler, James J. & Carol J.	16,300	*	16,300		
Franklin Stein IRA	873	*	873		
Franklin, Carlton W. & Regina S.	873	*	873		
Franson, Adele E.	1,630	*	1,630		
Fred Bachert IRA	1,528	*	1,528		
Fred Vanderschaaf SEP IRA	2,182	*	2,182		
Froehlich, Ronald	1,630	*	1,630		
Fuente, David I.	13,582	*	13,582		
Gadient, Sandford I.	2,445	*	2,445		
Gayle S. Sand Revocable Trust U/A DTD 7/10/2003 Gayle S. Sand, TTEE	873	*	873		
Gerard P. Schlembach SEP IRA	1,630	*	1,630		
Gibbs, James R. IRA	2,502	*	2,502		
Gibbs, Rose Marie IRA	594	*	594		
Gibson, Natalie	5,806	*	5,806		
Gilbert, Harry J.	1,630	*	1,630		
Gilder, Mark & Brian	3,260	*	3,260		
Gleklen, Donald	1,746	*	1,746		
Glen R. Grove IRA	873	*	873		
GLG North American Opportunity Fund	349,259	*	349,259		
Golden, Marc D. & Julie L.	2,716	*	2,716		
Golding, Ross H.	2,182	*	2,182		
Goldstein, Andrew	1,568	*	1,568		
Goldstein, Richard	2,182	*	2,182		
Green, Ernie L.	873	*	873		
Green, James Michael & Cindy Kae	1,630	*	1,630		
Grotzinger, John & Donna	8,150	*	8,150		
Gunter, William D. Jr.	873	*	873		
H. John Lyke Revocable Trust of 2004 U/A DTD 9/28/2004 H. John Lyke, TTEE	8,731	*	8,731		
H. John Lyke IRA	3,274	*	3,274		
H.A. Lyke Family Trust U/A DTD 1/1/1996 H. John Lyke, TTEE	4,365	*	4,365		
Haas, Rudolf M.	2,119	*	2,119		
Harbour Holdings Ltd.	24,186	*	24,186		
Hart, David R. & Pamela M.	873	*	873		

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Hartshorn, Theodore B. & Jenny Den			
Hartigh	873	*	873
Haynie, Gilmore S. Jr.	1,630	*	1,630
Head, William Cassidy	1,630	*	1,630
Heisterman, Karen M.	873	*	873
Heisterman, Robert J.	873	*	873
Helton, Kim L.	1,630	*	1,630
Henry C. Bock, M.D. IRA	873	*	873
Henry Margu Inc. PSP #001 U/A DTD 12/15/1959 Steven D. Margulies & Andrew Margulies, TTEES	1,091	*	1,091
Herbert B. Rubin, M.D. PA MPPP U/A DTD 12/1/1979 Herbert B. Rubin & Judith A. Rubin, TTEES	873	*	873
HG Holdings II Ltd.	80,679	*	80,679
HG Holdings Ltd.	291,281	*	291,281
HH Managed Account 7 Ltd.	15,498	*	15,498
Hicks, James P.	2,037	*	2,037
Highberger, John M.	1,630	*	1,630
Highbridge Event Driven/Relative Value Fund, L.P.	23,611	*	23,611
Highbridge Event Driven/Relative Value Fund, Ltd.	170,882	*	170,882
Highbridge International LLC	159,131	*	159,131
Hogan, Robert K.	1,630	*	1,630
Hoving & Partners/Mees Pearson	37,534	*	37,534
Hunter Global Investors Fund I L.P.	151,927	*	151,927
Husak, Linda B. & David A.	1,630	*	1,630
Hutton-Hughes, Emily C.	873	*	873
I. Joel Harvitz IRA	1,440	*	1,440
Ironman Energy Capital, L.P.	65,200	*	65,200

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Irven D. Phillips Trust U/A DTD 1/29/1991 Judy Slaughter & Geraldine					
Andruszko, TTEES	1,630	*	1,630		
Jacobs, Eric	1,630	*	1,630		
Jacobs, John Alan	1,630	*	1,630		
Jain, Umesh	1,630	*	1,630		
James H. Cranos IRA	1,440	*	1,440		
James M. Sikora IRA	873	*	873		
Jana Partners, LLC	130,972	*	130,972		
Jay M. Weinstein SEP IRA	1,630	*	1,630		
Jenifer A. Bezemek IRA	2,037	*	2,037		
Jenkins, Robert M.	1,630	*	1,630		
Jerry Ivan Cherner IRA R/O	1,630	*	1,630		
Joan Hammer, Escrow Agent FBO					
Robert L. Kassel	8,150	*	8,150		
Joel Kramer IRA R/O	873	*	873		
John B. Crocker IRA	873	*	873		
John Clarke Revocable Living Trust U/A DTD 3/26/2001 John Clarke & Lillian Dermovses A422Clarke, TTEES	1,630	*	1,630		
Jon David Cooke IRA	1,528	*	1,528		
Jon J. Alexiou (BENE) IRA	873	*	873		
Jones, Carole J. & George M. III	1,630	*	1,630		
Jones, William H. & Barbara H.	5,460	*	5,460		
Joseph Casalese IRA	873	*	873		
Joseph Mistrano IRA #2	873	*	873		
K & AM Investors LP	873	*	873		
Kane, Michael C.	4,075	*	4,075		
Karen Peterson Wise 2002 Trust U/A DTD 8/29/2002 Carolyn K. Branner, TTEE	10,921	*	10,921		
Kassel, Maureen Ward	5,705	*	5,705		
Kassel, Robert L.	8,150	*	8,150		
Kathleen K. Allen IRA	873	*	873		
Kathleen McManus Revocable Trust U/A DTD 12/31/2003 Kathie McManus, TTEE	1,630	*	1,630		
Kauffman, Marc W.	2,688	*	2,688		
Kauffman, Marc W.	25	*	25		
Kenneth A. Cruise, Sr. IRA	873	*	873		
Kenneth W. Swanson IRA(PASS)	873	*	873		

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Kevin Morgan Trust U/A DTD 1/4/1967 Keith Morgan, TTEE	873	*	873
Kevmar Holdings Limited Partnership	873	*	873
King, Bill & Denny	1,630	*	1,630
Kinkead, Jeff & V. Mimi Ragolta	1,630	*	1,630
Kleman Investments Limited	50,937	*	50,937
Knipe, Richard A. & Sue C.	5,460	*	5,460
Kozak, Steven & Toni	2,037	*	2,037
Kramer, Joel	1,630	*	1,630
Kraus, Edward W.	873	*	873
Kraut, Elinor	1,309	*	1,309
Kraut, Jon	873	*	873
Kruse, William R.	24,450	*	24,450
Lack, Randall N.	1,630	*	1,630
Lacy, Lloyd D. II & Janice S.	2,852	*	2,852
Lacy, Lloyd D. & Wanda A.	2,037	*	2,037
Larkin, Peter	18,745	*	18,745
Leary Family Living Trust U/A DTD 3/19/2001 Donna Leary & William F. Leary, TTEES	1,309	*	1,309
Leary Family Partnership LLP	8,150	*	8,150
LeClair, Darryl A. & Melissa	8,150	*	8,150
Lehman, Richard C.	11,410	*	11,410
Lenfest, Brook J. William D. Luterman, POA	13,097	*	13,097
Leslie N. Jones IRA Nancy C. Jones, POA	873	*	873
Liles, Floyd C.	1,630	*	1,630
Linda G. Schmitt Living Trust U/A DTD 10/26/1998 Linda G. Schmitt, TTEE	1,630	*	1,630
Lindenbaum, David S.	5,460	*	5,460

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Lora J. Linville Trust U/A DTD 2/11/2004 Lora J. Linville & Thomas W. Linville, TTEES	1,309	*	1,309		
Lora Jane Linville IRA	873	*	873		
Lucas, Richard M. & Mary Ann	1,484	*	1,484		
Luis M. Botero IRA	873	*	873		
Lynn C. Fritz (1994) Family LP	4,482	*	4,482		
M. Tamayo Cole Revocable Trust FBO Moira Tamayo-Cole U/A DTD 7/9/2001 Moira Tamayo-Cole, TTEE	5,705	*	5,705		
Madeline J. McDermott Trust U/A DTD 9/9/1981 Madeline McDermott-Miller, TTEE	5,460	*	5,460		
Mahesh Desai SEP IRA	873	*	873		
Mallek, Gregory	1,630	*	1,630		
Manbeck, John P.	1,630	*	1,630		
Margaret Mary Scanlan Shuff Trust U/A DTD 8/10/1989 Margaret Mary Scanlan Shuff, TTEE	1,455	*	1,455		
Marian R. Gerhart Willow Valley Manor	2,182	*	2,182		
Mark E. Foster 2004 Trust U/A DTD 12/6/2004 Mark E. Foster, TTEE	7,640	*	7,640		
Mark E. Rousso SEP IRA	2,445	*	2,445		
Mark Ernest Bivins Trust U/A DTD 3/31/1952 Cliff Bickerstaff, TTEE	1,309	*	1,309		
Marlin Capital Corp.	36,675	*	36,675		
Martin, Parker	6,520	*	6,520		
Martinez, Bertha	873	*	873		
Marush, Arthur	6,548	*	6,548		
Marvin L. Schmidt & Judean A. Schmidt Revocable Trust U/A DTD 9/29/1982 Marvin Schmidt & Judean A. Schmidt, TTEES	8,731	*	8,731		
Mathis, William H.	873	*	873		
Mayer, Michael Gordon	2,445	*	2,445		
McDonald, Patrick J.	873	*	873		
McGill, William H. Jr.	4,365	*	4,365		
Melgen, Salomon & Flor	8,731	*	8,731		
Mezzasalma, Joseph A.	873	*	873		
Michael B. Murphy IRA	873	*	873		
Michael E. Roddey, Sr. IRA	873	*	873		

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Michael Patoff Revocable Trust U/A DTD 7/8/1996 Michael Patoff, TTEE	8,965	*	8,965
Miles Teel Bivins Trust U/A DTD 3/31/1952 Cliff Bickerstaff, TTEE	1,309	*	1,309
Mirza, Michael J.	4,365	*	4,365
Mittman, Evan	2,837		2,837
Morgan Stanley & Co. Incorporated	203,750	*	203,750
Morgan, A. Lamar & Martha F.	873	*	873
Muse Global Master Fund Ltd.	12,225	*	12,225
Nail, A.L. & Peggy D.	3,260	*	3,260
Narmi, Jeffrey	1,630	*	1,630
Newman, David & Stephanie	1,309	*	1,309
Norman H. Read 1985 Trust U/A DTD 7/1/1985 Nile L. Albright & Dennis Spear, TTEES	5,457	*	5,457
O Connor Global Convertible Arbitrage II Master Ltd.	1,191	*	1,191
O Connor Global Convertible Arbitrage Master Ltd.	14,088	*	14,088
O Connor PIPES Corporate Strategies Master Ltd.	15,280	*	15,280
Oldfield, Bradley	873	*	873
Oliver, William F.	12,225	*	12,225
O Loughlin, Miles	4,890	*	4,890
Pacific Credit Corp	5,658	*	5,658
Palmer, Oscar B.	873	*	873
Parker Martin SEP IRA	1,630	*	1,630
Patel, Devang A. & Jigna D.	873	*	873
Peet, Frederick DPM	4,238	*	4,238
Peggy Messer IRA	2,925	*	2,925

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Perlman, Howard K. & Wendy B.	1,630	*	1,630		
Peter Joseph Hoopfer Trust U/A DTD 12/15/2000 Peter Joseph Hoopfer, TTEE	1,135	*	1,135		
Peter R. Betzer IRA	1,309	*	1,309		
Pflieger Living Trust 2 U/A DTD 10/26/1994 Frederick C. Pflieger & Kathleen B. Pflieger, TTEES	1,630	*	1,630		
Piatt, Bernard J.	664	*	664		
Pickens, Boone	10,914	*	10,914		
Pieczko, James & Barbra	2,182	*	2,182		
Polson, Charles B. Jr.	3,056	*	3,056		
Portfolio Thirty-Three, LLC	873	*	873		
Price, Brian C. & Charlotte S.	1,385	*	1,385		
Purser, Gary L. & Jody L.	2,445	*	2,445		
Radwan, A. Essam & Wendy Shaffer	1,630	*	1,630		
Ralph Hazan IRA R/O	873	*	873		
Ramani, Tushar M.	873	*	873		
Randall G. Strait IRA	873	*	873		
Randy & Janet Brooks Revocable Living Trust U/A DTD 8/24/1999 Randy E. Brooks & Janet M. Brooks, TTEES	1,630	*	1,630		
Rapisarda, Anthony & Elvira	5,297	*	5,297		
Rappoport, Larry J.	1,309	*	1,309		
Rigby, Sarah & Mark	1,091	*	1,091		
Robert A. Zakarin IRA	873	*	873		
Robert Cullen IRA	873	*	873		
Robert J. Mohlman IRA	1,528	*	1,528		
Robert M. Mayer & Associates Inc. Retirement Plan & Trust U/A DTD 9/1/2003 Robert M. Mayer, TTEE	1,630	*	1,630		
Robert S. Ingram 1998 Revocable Trust U/A 11/25/1998 Robert S. Ingram, TTEE	7,661	*	7,661		
Ronald Wildermuth Retirement Plan U/A DTD 1/1/2004 Ronald Wildermuth, TTEE	1,004	*	1,004		
Rooney Family Trust U/A DTD 9/14/1998 Timothy J. Rooney & Angela R. Rooney, TTEES	2,689	*	2,689		
Russell A. Hill Living Trust U/A DTD 10/27/95 Russell A. Hill & Myrna L. Hill, TTEES	1,630	*	1,630		

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Samuel Shakespeare IRA	873	*	873
Savage, Robert Wesley	1,630	*	1,630
Schmidt, Samuel & Sheila	3,056	*	3,056
Schroders Energy Fund	35,860	*	35,860
Schwartz, Theodore A.	2,445	*	2,445
Scott, John R.	873	*	873
Scott, Karen R.	4,075	*	4,075
Selva, Sergio L. & Maria S.	2,445	*	2,445
Sharon L. Dagostino Revocable Trust U/A DTD 7/3/1996 Sharon L. Dagostino & Peter Dagostino, TTEES	2,771	*	2,771
Sheck, Steve & Linda	4,890	*	4,890
Shepherd, Eugene B. & Robin B.	896	*	896
Silagi Family Trust U/A DTD 9/20/1979 Moshe Silagi & Andrea Silagi, TTEES	6,520	*	6,520
Simon, Keith J. & Cynthia J.	1,630	*	1,630
Skylands Special Investment LLC	15,105	*	15,105
Smart, Cheryl	873	*	873
Smith, David F. & Sally P.	1,630	*	1,630
Smith, Louis J. & Carter W.	3,056	*	3,056
Smukler, Lisa (PASS)	1,309	*	1,309
Stephanie Kontzamanys Revocable Trust U/A DTD 8/6/2002 Stephanie Kontzamanys, TTEE	873	*	873
Stephen Bushansky IRA	873	*	873
Steven L. Apicella IRA	873	*	873
Tamburri, Dominic A. & Phyllis J.	4,075	*	4,075
Tanico, Anthony	3,260	*	3,260
Thawatchai Suksanong IRA	873	*	873
Third Point Offshore	29,338	*	29,338

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Third Point Partners LP	5,894	*	5,894		
Third Point Partners LP	2,619	*	2,619		
Third Point Resources	2,837	*	2,837		
Third Point Ultra	2,969	*	2,969		
Thomas Peyton Bivins Trust U/A DTD 3/31/1952 Cliff Bickerstaff, TTEE	1,309	*	1,309		
Thomas W. Draper IRA	1,746	*	1,746		
Thomas W. Linville IRA	3,056	*	3,056		
Thompson, Robert D. & Susan L.	1,630	*	1,630		
Touradji Global Resources Master Fund Ltd.	163,715	*	163,715		
Travis, LLC	873	*	873		
Tribeca Global Investments Ltd.	101,875	*	101,875		
Tufton Oceanic Hedge Fund	326,000	*	326,000		
Tyson Richmond Trust U/A DTD 4/21/1993 Tyson Richmond, TTEE	16,300	*	16,300		
Urquhart, Angus & Susan	873	*	873		
Valeri Leontiev Trust U/A DTD 3/29/2004 Valeri Leontiev & Ludmila Issakovitch, TTEES	5,705	*	5,705		
Valeri S. Curdes Revocable Trust U/A DTD 2/21/2004 Valeria S. Curdes, TTEE	1,630	*	1,630		
Valusek, Robert J. & Charla L.	3,492	*	3,492		
Valvo, Virginia Rossiter	5,093	*	5,093		
Venderley, David	1,630	*	1,630		
Vijay R. Purandare IRA	873	*	873		
Villari, William J.	3,056	*	3,056		
Virginia M. Wallace Revocable Trust U/A DTD 7/30/97 Virginia M. Wallace & Robert E. Wallace, TTEES	1,353	*	1,353		
Vourliotis, Evangelos	1,746	*	1,746		
Wagman, Ferne Leib	829	*	829		
Wagner, Russell A.	873	*	873		
Wallace, Leo III	5,053	*	5,053		
Walls, Jackson	2,445	*	2,445		
Wash, R. Bradford	2,182	*	2,182		
Weaver, Robert P.	873	*	873		
Wexford Catalyst Investors LLC	97,137	*	97,137		
White, Andrew J. & M. Susie	1,309	*	1,309		
Wierzel, Edward & Rosalie	873	*	873		
Wight Investment Partners	13,582	*	13,582		

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Willard, Kathleen C. William D. Tucker Revocable Living Trust U/A DTD 3/23/1999 William D. Tucker, TTEE	1,309	*	1,309
William F. Rath, M.D. IRA	873	*	873
William L. Billar Trust U/A DTD 7/14/1988 William L. Billar, TTEE	1,630	*	1,630
William L. Van Dyke III Revocable Trust U/A DTD 2/17/2005 William L. Van Dyke III, TTEE	1,630	*	1,630
William N. Leary Revocable Trust U/A DTD 3/14/2003 William N. Leary, TTEE	2,771	*	2,771
William Shuford Davis P/S	873	*	873
William W. Howell, Jr. IRA	1,746	*	1,746
Wilson, Kevan D.	5,053	*	5,053
Wright, Sidney J.	2,852	*	2,852
Zweig DiMenna Fund Ltd.	17,419	*	17,419
Zweig DiMenna International Ltd.	21,358	*	21,358
Zweig DiMenna International Ltd.	185,796	*	185,796
Zweig DiMenna Investors, L.P.	3,579	*	3,579
Zweig DiMenna Market Neutral, L.P.	19,296	*	19,296
Zweig DiMenna Natural Resources L.P.	873	*	873
Zweig DiMenna Natural Resources L.P.	7,683	*	7,683

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Stockholders	Shares Beneficially Owned Prior to Offering		Number of Shares Being Offered	Shares Beneficially Owned After Offering	
	Number	Percent(1)		Number(2)	Percent(1)
Zweig DiMenna Partners, L.P.	10,823	*	10,823		
Zweig DiMenna Partners, L.P.	93,649	*	93,649		
Zweig DiMenna Select, L.P.	2,139	*	2,139		
Zweig DiMenna Select, L.P.	18,510	*	18,510		
Zweig DiMenna Special Opportunities L.P.	4,102	*	4,102		
Zweig DiMenna Special Opportunities L.P.	35,844	*	35,844		

* Less than 1%.

(1) This percentage is calculated using as the numerator the number of shares of common stock included in the prior column and as the denominator 137,961,264 shares of common stock outstanding on July 12, 2006.

(2) Assumes the selling stockholders (i) dispose of all the shares of common stock covered by this prospectus, (ii) do not dispose of any shares of common stock acquired by them prior to the

date hereof, and
(ii) do not
acquire any
additional
shares of
common stock.

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