

Edgar Filing: CABOT CORP - Form SC 13D/A

CABOT CORP  
Form SC 13D/A  
September 15, 2005

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

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

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)

SEPTEMBER 12, 2005  
(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.

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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

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	7. SOLE VOTING POWER 4,692,500 (1)
Number Of Shares Beneficially Owned By Each Reporting Person With	8. SHARED VOTING POWER -0-
	9. SOLE DISPOSITIVE POWER 4,692,500 (1)
	10. SHARED DISPOSITIVE POWER -0-

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11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,692,500 (1)

-----

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

-----

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
7.6%

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14. TYPE OF REPORTING PERSON  
PN

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

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CUSIP No. 127055101

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

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

-----

3. SEC Use Only

-----

4. SOURCE OF FUNDS  
Not Applicable

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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  
4,692,500 (1) (2)

Number Of Shares  
Beneficially Owned By  
Each Reporting Person  
With

8. SHARED VOTING POWER  
-0-

9. SOLE DISPOSITIVE POWER  
4,692,500 (1) (2)

10. SHARED DISPOSITIVE POWER  
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,692,500 (1) (2)

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
7.6%

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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CUSIP No. 127055101

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  
298,500 (1)

Number Of Shares  
Beneficially Owned By  
Each Reporting Person

8. SHARED VOTING POWER  
-0-

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With

9. SOLE DISPOSITIVE POWER  
298,500 (1)

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10. SHARED DISPOSITIVE POWER  
-0-

-----

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
298,500 (1)

-----

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

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13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.5%

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14. TYPE OF REPORTING PERSON  
PN

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

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CUSIP No. 127055101

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

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

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3. SEC Use Only

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4. SOURCE OF FUNDS  
Not Applicable

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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  
298,500 (1) (2)

-----

Number Of Shares Beneficially Owned By Each Reporting Person With

8. SHARED VOTING POWER  
-0-

-----

9. SOLE DISPOSITIVE POWER  
298,500 (1) (2)

-----

10. SHARED DISPOSITIVE POWER  
-0-

-----

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
298,500 (1) (2)

-----

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

-----

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13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0.5%

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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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(e) OR 2(f)

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

7. SOLE VOTING POWER  
4,991,000 (1) (2)

Number Of Shares  
Beneficially Owned By  
Each Reporting Person  
With

8. SHARED VOTING POWER  
-0-

9. SOLE DISPOSITIVE POWER  
4,991,000 (1) (2)

10. SHARED DISPOSITIVE POWER  
-0-

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,991,000 (1) (2)

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
8.1%

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 4,692,500 of such shares; and solely in its capacity as the sole general partner of SF Advisory Partners, L.P. with respect to 298,500 of such shares.

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(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

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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  
-0-

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Number Of Shares Beneficially Owned By Each Reporting Person With

8. SHARED VOTING POWER  
4,991,000 (1)

-----

9. SOLE DISPOSITIVE POWER  
-0-

-----

10. SHARED DISPOSITIVE POWER  
4,991,000 (1)

-----

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,991,000 (1)

-----

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

-----

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
8.1%

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14. TYPE OF REPORTING PERSON  
IN

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(1) 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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CUSIP No. 127055101

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1. NAME OF REPORTING PERSON  
William E. Oberndorf

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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  
 -0-

Number Of Shares  
 Beneficially Owned By  
 Each Reporting Person  
 With

8. SHARED VOTING POWER  
 4,991,000 (1)

9. SOLE DISPOSITIVE POWER  
 -0-

10. SHARED DISPOSITIVE POWER  
 4,991,000 (1)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 4,991,000 (1)

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

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 8.1%

14. TYPE OF REPORTING PERSON  
 IN

(1) 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  
 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

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USA

	7.	SOLE VOTING POWER -0-
Number Of Shares Beneficially Owned By Each Reporting Person With	8.	SHARED VOTING POWER 4,991,000 (1)
	9.	SOLE DISPOSITIVE POWER -0-
	10.	SHARED DISPOSITIVE POWER 4,991,000 (1)
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,991,000 (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) 8.1%	
14.	TYPE OF REPORTING PERSON IN	

(1) These 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.

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This Amendment No. 1 amends the Schedule 13D (the "Original 13D") filed with the Securities and Exchange Commission ("SEC") on August 29, 2005. Unless otherwise stated herein, the Original 13D remains in full force and effect. Terms used herein and not defined herein shall have the meanings ascribed thereto in the Original 13D.

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

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

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

NAME	SOURCE OF FUNDS	AMOUNT OF FUNDS
SPO	Contributions from Partners	\$152,328,132
SPO Advisory Partners	Not Applicable	Not Applicable
SFP	Contributions from Partners	\$9,690,217
SF Advisory Partners	Not Applicable	Not Applicable
SPO Advisory Corp.	Not Applicable	Not Applicable
JHS	Not Applicable	Not Applicable
WEO	Not Applicable	Not Applicable
WJP	Not Applicable	Not Applicable

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

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

(a) Percentage interest calculations for each Reporting Person are



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based upon the Issuer having 62,030,447 total outstanding shares of Common Stock as reported on the Issuer's 10-Q filed with the Securities and Exchange Commission on August 9, 2005.

### SPO

The aggregate number of Shares that SPO owns beneficially, pursuant to Rule 13d-3 of the Act, is 4,692,500 Shares, which constitutes approximately 7.6% 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 4,692,500 Shares, which constitutes approximately 7.6% of the outstanding Shares.

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### SFP

The aggregate number of Shares that SFP owns beneficially, pursuant to Rule 13d-3 of the Act, is 298,500 Shares, which constitutes approximately 0.5% of the outstanding Shares.

### SF Advisory Partners

Because of its position as the sole general partner of SFP, SF Advisory Partners may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 298,500 Shares, which constitutes approximately 0.5% 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 4,991,000 Shares in the aggregate, which constitutes approximately 8.1% of the outstanding Shares.

### JHS

Because of his position as a control person of SPO Advisory Corp., JHS may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 4,991,000 Shares, which constitutes approximately 8.1% of the outstanding Shares.

### WEO

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 4,991,000 Shares, which constitutes approximately 8.1% of the outstanding Shares.

### WJP

Because of his position as a control person of SPO Advisory Corp., WJP may, pursuant to Rule 13d-3 of the Act, be deemed to be the beneficial owner of 4,991,000 Shares, which constitutes approximately 8.1% of the outstanding

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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 4,692,500 Shares.

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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 4,692,500 Shares.

SFP

Acting through its sole general partner, SFP has the sole power to vote or to direct the vote and to dispose or to direct the disposition of 298,500 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 298,500 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 4,991,000 Shares in the aggregate.

JHS

As one of three controlling persons of SPO Advisory Corp., which is the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, JHS may be deemed to have shared power with WEO and WJP to vote or to direct the vote and to dispose or to direct the disposition of 4,991,000 Shares held by SPO and SFP in the aggregate.

WEO

As one of three controlling persons of SPO Advisory Corp., which is the sole general partner of each of SPO Advisory Partners and SF Advisory Partners, WEO may be deemed to have shared power with JHS and WJP to vote or to direct the vote and to dispose or to direct the disposition of 4,991,000 Shares held by SPO and SFP in the aggregate.

WJP

As one of three controlling persons of SPO Advisory Corp., which is the

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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 4,991,000 Shares held by SPO and SFP in the aggregate.

(c) Within the past 60 days of the date of this statement, Reporting Persons purchased Shares in open market transactions as set forth on Schedule I attached hereto.

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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 during the past 60 days.

(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)

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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 September 14, 2005

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)

(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

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Exchange Commission.

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
SPO Partners II, L.P.	8/29/2005	Buy	94	33.15
SPO Partners II, L.P.	8/29/2005	Buy	1,692	33.20
SPO Partners II, L.P.	8/29/2005	Buy	376	33.21
SPO Partners II, L.P.	8/29/2005	Buy	1,410	33.22
SPO Partners II, L.P.	8/29/2005	Buy	1,786	33.23
SPO Partners II, L.P.	8/29/2005	Buy	94	33.24
SPO Partners II, L.P.	8/29/2005	Buy	188	33.25
SPO Partners II, L.P.	8/29/2005	Buy	846	33.26
SPO Partners II, L.P.	8/29/2005	Buy	1,034	33.27
SPO Partners II, L.P.	8/29/2005	Buy	1,128	33.28
SPO Partners II, L.P.	8/29/2005	Buy	752	33.31
SPO Partners II, L.P.	8/29/2005	Buy	2,444	33.32
SPO Partners II, L.P.	8/29/2005	Buy	1,222	33.33
SPO Partners II, L.P.	8/29/2005	Buy	752	33.34
SPO Partners II, L.P.	8/29/2005	Buy	94	33.35
SPO Partners II, L.P.	8/29/2005	Buy	1,222	33.36
SPO Partners II, L.P.	8/29/2005	Buy	1,880	33.37
SPO Partners II, L.P.	8/29/2005	Buy	1,974	33.39
SPO Partners II, L.P.	8/29/2005	Buy	1,222	33.40
SPO Partners II, L.P.	8/29/2005	Buy	188	33.41
SPO Partners II, L.P.	8/29/2005	Buy	940	33.42
SPO Partners II, L.P.	8/29/2005	Buy	846	33.43
SPO Partners II, L.P.	8/29/2005	Buy	1,974	33.45
SPO Partners II, L.P.	8/29/2005	Buy	2,068	33.46

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SPO Partners II, L.P.	8/29/2005	Buy	658	33.47
SPO Partners II, L.P.	8/29/2005	Buy	846	33.48
SPO Partners II, L.P.	8/29/2005	Buy	752	33.49

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
SPO Partners II, L.P.	8/29/2005	Buy	1,518	33.50
San Francisco Partners, L.P.	8/29/2005	Buy	6	33.15
San Francisco Partners, L.P.	8/29/2005	Buy	108	33.20
San Francisco Partners, L.P.	8/29/2005	Buy	24	33.21
San Francisco Partners, L.P.	8/29/2005	Buy	90	33.22
San Francisco Partners, L.P.	8/29/2005	Buy	114	33.23
San Francisco Partners, L.P.	8/29/2005	Buy	6	33.24
San Francisco Partners, L.P.	8/29/2005	Buy	12	33.25
San Francisco Partners, L.P.	8/29/2005	Buy	54	33.26
San Francisco Partners, L.P.	8/29/2005	Buy	66	33.27
San Francisco Partners, L.P.	8/29/2005	Buy	72	33.28
San Francisco Partners, L.P.	8/29/2005	Buy	48	33.31
San Francisco Partners, L.P.	8/29/2005	Buy	156	33.32
San Francisco Partners, L.P.	8/29/2005	Buy	78	33.33
San Francisco Partners, L.P.	8/29/2005	Buy	48	33.34
San Francisco Partners, L.P.	8/29/2005	Buy	6	33.35
San Francisco Partners, L.P.	8/29/2005	Buy	78	33.36
San Francisco Partners, L.P.	8/29/2005	Buy	120	33.37
San Francisco Partners, L.P.	8/29/2005	Buy	126	33.39
San Francisco Partners, L.P.	8/29/2005	Buy	78	33.40
San Francisco Partners, L.P.	8/29/2005	Buy	12	33.41

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San Francisco Partners, L.P.	8/29/2005	Buy	60	33.42
San Francisco Partners, L.P.	8/29/2005	Buy	54	33.43
San Francisco Partners, L.P.	8/29/2005	Buy	126	33.45
San Francisco Partners, L.P.	8/29/2005	Buy	132	33.46
San Francisco Partners, L.P.	8/29/2005	Buy	42	33.47
San Francisco Partners, L.P.	8/29/2005	Buy	54	33.48

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
San Francisco Partners, L.P.	8/29/2005	Buy	48	33.49
San Francisco Partners, L.P.	8/29/2005	Buy	82	33.50
SPO Partners II, L.P.	8/30/2005	Buy	2,068	32.95
SPO Partners II, L.P.	8/30/2005	Buy	1,410	32.96
SPO Partners II, L.P.	8/30/2005	Buy	94	33.00
SPO Partners II, L.P.	8/30/2005	Buy	1,974	33.01
SPO Partners II, L.P.	8/30/2005	Buy	564	33.02
SPO Partners II, L.P.	8/30/2005	Buy	2,444	33.03
SPO Partners II, L.P.	8/30/2005	Buy	846	33.05
SPO Partners II, L.P.	8/30/2005	Buy	282	33.06
SPO Partners II, L.P.	8/30/2005	Buy	1,034	33.07
SPO Partners II, L.P.	8/30/2005	Buy	1,316	33.08
SPO Partners II, L.P.	8/30/2005	Buy	940	33.09
SPO Partners II, L.P.	8/30/2005	Buy	658	33.14
SPO Partners II, L.P.	8/30/2005	Buy	94	33.15
SPO Partners II, L.P.	8/30/2005	Buy	470	33.16
SPO Partners II, L.P.	8/30/2005	Buy	470	33.17
SPO Partners II, L.P.	8/30/2005	Buy	2,068	33.18

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SPO Partners II, L.P.	8/30/2005	Buy	1,786	33.19
SPO Partners II, L.P.	8/30/2005	Buy	29,422	33.20
SPO Partners II, L.P.	8/30/2005	Buy	1,410	33.21
SPO Partners II, L.P.	8/30/2005	Buy	2,256	33.22
SPO Partners II, L.P.	8/30/2005	Buy	3,666	33.23
SPO Partners II, L.P.	8/30/2005	Buy	1,316	33.24
SPO Partners II, L.P.	8/30/2005	Buy	1,504	33.25
SPO Partners II, L.P.	8/30/2005	Buy	1,598	33.26
SPO Partners II, L.P.	8/30/2005	Buy	1,880	33.27

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
SPO Partners II, L.P.	8/30/2005	Buy	564	33.28
SPO Partners II, L.P.	8/30/2005	Buy	94	33.29
SPO Partners II, L.P.	8/30/2005	Buy	188	33.30
SPO Partners II, L.P.	8/30/2005	Buy	188	33.37
SPO Partners II, L.P.	8/30/2005	Buy	376	33.38
SPO Partners II, L.P.	8/30/2005	Buy	1,128	33.39
SPO Partners II, L.P.	8/30/2005	Buy	752	33.41
SPO Partners II, L.P.	8/30/2005	Buy	188	33.42
SPO Partners II, L.P.	8/30/2005	Buy	470	33.44
SPO Partners II, L.P.	8/30/2005	Buy	282	33.48
San Francisco Partners, L.P.	8/30/2005	Buy	132	32.95
San Francisco Partners, L.P.	8/30/2005	Buy	90	32.96
San Francisco Partners, L.P.	8/30/2005	Buy	6	33.00
San Francisco Partners, L.P.	8/30/2005	Buy	126	33.01
San Francisco Partners, L.P.	8/30/2005	Buy	36	33.02

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San Francisco Partners, L.P.	8/30/2005	Buy	156	33.03
San Francisco Partners, L.P.	8/30/2005	Buy	54	33.05
San Francisco Partners, L.P.	8/30/2005	Buy	18	33.06
San Francisco Partners, L.P.	8/30/2005	Buy	66	33.07
San Francisco Partners, L.P.	8/30/2005	Buy	84	33.08
San Francisco Partners, L.P.	8/30/2005	Buy	60	33.09
San Francisco Partners, L.P.	8/30/2005	Buy	42	33.14
San Francisco Partners, L.P.	8/30/2005	Buy	6	33.15
San Francisco Partners, L.P.	8/30/2005	Buy	30	33.16
San Francisco Partners, L.P.	8/30/2005	Buy	30	33.17
San Francisco Partners, L.P.	8/30/2005	Buy	132	33.18
San Francisco Partners, L.P.	8/30/2005	Buy	114	33.19

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
San Francisco Partners, L.P.	8/30/2005	Buy	1,878	33.20
San Francisco Partners, L.P.	8/30/2005	Buy	90	33.21
San Francisco Partners, L.P.	8/30/2005	Buy	144	33.22
San Francisco Partners, L.P.	8/30/2005	Buy	234	33.23
San Francisco Partners, L.P.	8/30/2005	Buy	84	33.24
San Francisco Partners, L.P.	8/30/2005	Buy	96	33.25
San Francisco Partners, L.P.	8/30/2005	Buy	102	33.26
San Francisco Partners, L.P.	8/30/2005	Buy	120	33.27
San Francisco Partners, L.P.	8/30/2005	Buy	36	33.28
San Francisco Partners, L.P.	8/30/2005	Buy	6	33.29
San Francisco Partners, L.P.	8/30/2005	Buy	12	33.30
San Francisco Partners, L.P.	8/30/2005	Buy	12	33.37



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San Francisco Partners, L.P.	8/30/2005	Buy	24	33.38
San Francisco Partners, L.P.	8/30/2005	Buy	72	33.39
San Francisco Partners, L.P.	8/30/2005	Buy	48	33.41
San Francisco Partners, L.P.	8/30/2005	Buy	12	33.42
San Francisco Partners, L.P.	8/30/2005	Buy	30	33.44
San Francisco Partners, L.P.	8/30/2005	Buy	18	33.48
SPO Partners II, L.P.	8/31/2005	Buy	3,948	32.90
SPO Partners II, L.P.	8/31/2005	Buy	1,222	32.91
SPO Partners II, L.P.	8/31/2005	Buy	470	32.92
SPO Partners II, L.P.	8/31/2005	Buy	470	32.93
SPO Partners II, L.P.	8/31/2005	Buy	470	32.94
SPO Partners II, L.P.	8/31/2005	Buy	33,464	32.95
SPO Partners II, L.P.	8/31/2005	Buy	376	32.96
SPO Partners II, L.P.	8/31/2005	Buy	1,974	32.97
SPO Partners II, L.P.	8/31/2005	Buy	3,478	32.98

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
SPO Partners II, L.P.	8/31/2005	Buy	1,410	32.99
SPO Partners II, L.P.	8/31/2005	Buy	16,638	33.00
SPO Partners II, L.P.	8/31/2005	Buy	376	33.01
SPO Partners II, L.P.	8/31/2005	Buy	188	33.02
SPO Partners II, L.P.	8/31/2005	Buy	376	33.03
SPO Partners II, L.P.	8/31/2005	Buy	188	33.04
SPO Partners II, L.P.	8/31/2005	Buy	752	33.05
SPO Partners II, L.P.	8/31/2005	Buy	564	33.06
SPO Partners II, L.P.	8/31/2005	Buy	2,914	33.07

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SPO Partners II, L.P.	8/31/2005	Buy	922	33.09
San Francisco Partners, L.P.	8/31/2005	Buy	252	32.90
San Francisco Partners, L.P.	8/31/2005	Buy	78	32.91
San Francisco Partners, L.P.	8/31/2005	Buy	30	32.92
San Francisco Partners, L.P.	8/31/2005	Buy	30	32.93
San Francisco Partners, L.P.	8/31/2005	Buy	30	32.94
San Francisco Partners, L.P.	8/31/2005	Buy	2,136	32.95
San Francisco Partners, L.P.	8/31/2005	Buy	24	32.96
San Francisco Partners, L.P.	8/31/2005	Buy	126	32.97
San Francisco Partners, L.P.	8/31/2005	Buy	222	32.98
San Francisco Partners, L.P.	8/31/2005	Buy	90	32.99
San Francisco Partners, L.P.	8/31/2005	Buy	1,062	33.00
San Francisco Partners, L.P.	8/31/2005	Buy	24	33.01
San Francisco Partners, L.P.	8/31/2005	Buy	12	33.02
San Francisco Partners, L.P.	8/31/2005	Buy	24	33.03
San Francisco Partners, L.P.	8/31/2005	Buy	12	33.04
San Francisco Partners, L.P.	8/31/2005	Buy	48	33.05
San Francisco Partners, L.P.	8/31/2005	Buy	36	33.06

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
San Francisco Partners, L.P.	8/31/2005	Buy	186	33.07
San Francisco Partners, L.P.	8/31/2005	Buy	78	33.09
SPO Partners II, L.P.	9/1/2005	Buy	282	32.93
SPO Partners II, L.P.	9/1/2005	Buy	564	32.98
SPO Partners II, L.P.	9/1/2005	Buy	1,410	33.00
SPO Partners II, L.P.	9/1/2005	Buy	94	33.35

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SPO Partners II, L.P.	9/1/2005	Buy	282	33.36
SPO Partners II, L.P.	9/1/2005	Buy	1,222	33.37
SPO Partners II, L.P.	9/1/2005	Buy	1,316	33.38
SPO Partners II, L.P.	9/1/2005	Buy	282	33.41
SPO Partners II, L.P.	9/1/2005	Buy	658	33.43
SPO Partners II, L.P.	9/1/2005	Buy	1,974	33.44
SPO Partners II, L.P.	9/1/2005	Buy	564	33.45
SPO Partners II, L.P.	9/1/2005	Buy	1,880	33.46
SPO Partners II, L.P.	9/1/2005	Buy	4,324	33.47
SPO Partners II, L.P.	9/1/2005	Buy	1,598	33.49
SPO Partners II, L.P.	9/1/2005	Buy	4,650	33.50
San Francisco Partners, L.P.	9/1/2005	Buy	18	32.93
San Francisco Partners, L.P.	9/1/2005	Buy	36	32.98
San Francisco Partners, L.P.	9/1/2005	Buy	90	33.00
San Francisco Partners, L.P.	9/1/2005	Buy	6	33.35
San Francisco Partners, L.P.	9/1/2005	Buy	18	33.36
San Francisco Partners, L.P.	9/1/2005	Buy	78	33.37
San Francisco Partners, L.P.	9/1/2005	Buy	84	33.38
San Francisco Partners, L.P.	9/1/2005	Buy	18	33.41
San Francisco Partners, L.P.	9/1/2005	Buy	42	33.43
San Francisco Partners, L.P.	9/1/2005	Buy	126	33.44

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
San Francisco Partners, L.P.	9/1/2005	Buy	36	33.45
San Francisco Partners, L.P.	9/1/2005	Buy	120	33.46
San Francisco Partners, L.P.	9/1/2005	Buy	276	33.47

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San Francisco Partners, L.P.	9/1/2005	Buy	102	33.49
San Francisco Partners, L.P.	9/1/2005	Buy	250	33.50
SPO Partners II, L.P.	9/2/2005	Buy	940	32.84
SPO Partners II, L.P.	9/2/2005	Buy	94	32.86
SPO Partners II, L.P.	9/2/2005	Buy	282	32.87
SPO Partners II, L.P.	9/2/2005	Buy	2,444	32.88
SPO Partners II, L.P.	9/2/2005	Buy	2,256	32.89
SPO Partners II, L.P.	9/2/2005	Buy	4,042	32.90
SPO Partners II, L.P.	9/2/2005	Buy	2,632	32.91
SPO Partners II, L.P.	9/2/2005	Buy	4,136	32.92
SPO Partners II, L.P.	9/2/2005	Buy	3,008	32.93
SPO Partners II, L.P.	9/2/2005	Buy	1,786	32.94
SPO Partners II, L.P.	9/2/2005	Buy	2,632	32.95
SPO Partners II, L.P.	9/2/2005	Buy	2,350	32.96
SPO Partners II, L.P.	9/2/2005	Buy	3,478	32.97
SPO Partners II, L.P.	9/2/2005	Buy	1,598	32.98
SPO Partners II, L.P.	9/2/2005	Buy	752	32.99
SPO Partners II, L.P.	9/2/2005	Buy	2,350	33.00
SPO Partners II, L.P.	9/2/2005	Buy	376	33.01
SPO Partners II, L.P.	9/2/2005	Buy	564	33.02
SPO Partners II, L.P.	9/2/2005	Buy	188	33.03
SPO Partners II, L.P.	9/2/2005	Buy	282	33.06
SPO Partners II, L.P.	9/2/2005	Buy	470	33.07
SPO Partners II, L.P.	9/2/2005	Buy	94	33.14

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

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

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SPO Partners II, L.P.	9/2/2005	Buy	94	33.15
SPO Partners II, L.P.	9/2/2005	Buy	188	33.18
SPO Partners II, L.P.	9/2/2005	Buy	94	33.19
SPO Partners II, L.P.	9/2/2005	Buy	94	33.22
SPO Partners II, L.P.	9/2/2005	Buy	94	33.24
SPO Partners II, L.P.	9/2/2005	Buy	94	33.32
SPO Partners II, L.P.	9/2/2005	Buy	94	33.37
SPO Partners II, L.P.	9/2/2005	Buy	94	33.44
San Francisco Partners, L.P.	9/2/2005	Buy	60	32.84
San Francisco Partners, L.P.	9/2/2005	Buy	6	32.86
San Francisco Partners, L.P.	9/2/2005	Buy	18	32.87
San Francisco Partners, L.P.	9/2/2005	Buy	156	32.88
San Francisco Partners, L.P.	9/2/2005	Buy	144	32.89
San Francisco Partners, L.P.	9/2/2005	Buy	258	32.90
San Francisco Partners, L.P.	9/2/2005	Buy	168	32.91
San Francisco Partners, L.P.	9/2/2005	Buy	264	32.92
San Francisco Partners, L.P.	9/2/2005	Buy	192	32.93
San Francisco Partners, L.P.	9/2/2005	Buy	114	32.94
San Francisco Partners, L.P.	9/2/2005	Buy	168	32.95
San Francisco Partners, L.P.	9/2/2005	Buy	150	32.96
San Francisco Partners, L.P.	9/2/2005	Buy	222	32.97
San Francisco Partners, L.P.	9/2/2005	Buy	102	32.98
San Francisco Partners, L.P.	9/2/2005	Buy	48	32.99
San Francisco Partners, L.P.	9/2/2005	Buy	150	33.00
San Francisco Partners, L.P.	9/2/2005	Buy	24	33.01
San Francisco Partners, L.P.	9/2/2005	Buy	36	33.02
San Francisco Partners, L.P.	9/2/2005	Buy	12	33.03

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

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REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
San Francisco Partners, L.P.	9/2/2005	Buy	18	33.06
San Francisco Partners, L.P.	9/2/2005	Buy	30	33.07
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.14
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.15
San Francisco Partners, L.P.	9/2/2005	Buy	12	33.18
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.19
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.22
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.24
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.32
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.37
San Francisco Partners, L.P.	9/2/2005	Buy	6	33.44
SPO Partners II, L.P.	9/6/2005	Buy	94	32.75
SPO Partners II, L.P.	9/6/2005	Buy	2,350	32.76
SPO Partners II, L.P.	9/6/2005	Buy	376	32.78
SPO Partners II, L.P.	9/6/2005	Buy	3,102	32.79
SPO Partners II, L.P.	9/6/2005	Buy	1,128	32.80
SPO Partners II, L.P.	9/6/2005	Buy	1,786	32.81
SPO Partners II, L.P.	9/6/2005	Buy	188	32.82
SPO Partners II, L.P.	9/6/2005	Buy	1,786	32.83
SPO Partners II, L.P.	9/6/2005	Buy	564	32.87
SPO Partners II, L.P.	9/6/2005	Buy	12,126	32.88
SPO Partners II, L.P.	9/6/2005	Buy	4,700	33.00
SPO Partners II, L.P.	9/6/2005	Buy	188	33.06
SPO Partners II, L.P.	9/6/2005	Buy	188	33.07
SPO Partners II, L.P.	9/6/2005	Buy	188	33.08
SPO Partners II, L.P.	9/6/2005	Buy	188	33.09
SPO Partners II, L.P.	9/6/2005	Buy	282	33.10

SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON -----	DATE OF TRANSACTION -----	TYPE ----	NUMBER OF SHARES -----	PRICE PER SHARE (\$) -----
SPO Partners II, L.P.	9/6/2005	Buy	376	33.12
SPO Partners II, L.P.	9/6/2005	Buy	188	33.13
SPO Partners II, L.P.	9/6/2005	Buy	470	33.14
SPO Partners II, L.P.	9/6/2005	Buy	564	33.15
SPO Partners II, L.P.	9/6/2005	Buy	188	33.16
SPO Partners II, L.P.	9/6/2005	Buy	376	33.17
SPO Partners II, L.P.	9/6/2005	Buy	470	33.18
SPO Partners II, L.P.	9/6/2005	Buy	1,880	33.19
SPO Partners II, L.P.	9/6/2005	Buy	282	33.20
SPO Partners II, L.P.	9/6/2005	Buy	188	33.21
SPO Partners II, L.P.	9/6/2005	Buy	658	33.22
SPO Partners II, L.P.	9/6/2005	Buy	846	33.23
SPO Partners II, L.P.	9/6/2005	Buy	1,222	33.24
SPO Partners II, L.P.	9/6/2005	Buy	658	33.25
San Francisco Partners, L.P.	9/6/2005	Buy	6	32.75
San Francisco Partners, L.P.	9/6/2005	Buy	150	32.76
San Francisco Partners, L.P.	9/6/2005	Buy	24	32.78
San Francisco Partners, L.P.	9/6/2005	Buy	198	32.79
San Francisco Partners, L.P.	9/6/2005	Buy	72	32.80
San Francisco Partners, L.P.	9/6/2005	Buy	114	32.81
San Francisco Partners, L.P.	9/6/2005	Buy	12	32.82
San Francisco Partners, L.P.	9/6/2005	Buy	114	32.83
San Francisco Partners, L.P.	9/6/2005	Buy	36	32.87
San Francisco Partners, L.P.	9/6/2005	Buy	774	32.88
San Francisco Partners, L.P.	9/6/2005	Buy	300	33.00

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San Francisco Partners, L.P.	9/6/2005	Buy	12	33.06
San Francisco Partners, L.P.	9/6/2005	Buy	12	33.07

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
San Francisco Partners, L.P.	9/6/2005	Buy	12	33.08
San Francisco Partners, L.P.	9/6/2005	Buy	12	33.09
San Francisco Partners, L.P.	9/6/2005	Buy	18	33.10
San Francisco Partners, L.P.	9/6/2005	Buy	24	33.12
San Francisco Partners, L.P.	9/6/2005	Buy	12	33.13
San Francisco Partners, L.P.	9/6/2005	Buy	30	33.14
San Francisco Partners, L.P.	9/6/2005	Buy	36	33.15
San Francisco Partners, L.P.	9/6/2005	Buy	12	33.16
San Francisco Partners, L.P.	9/6/2005	Buy	24	33.17
San Francisco Partners, L.P.	9/6/2005	Buy	30	33.18
San Francisco Partners, L.P.	9/6/2005	Buy	120	33.19
San Francisco Partners, L.P.	9/6/2005	Buy	18	33.20
San Francisco Partners, L.P.	9/6/2005	Buy	12	33.21
San Francisco Partners, L.P.	9/6/2005	Buy	42	33.22
San Francisco Partners, L.P.	9/6/2005	Buy	54	33.23
San Francisco Partners, L.P.	9/6/2005	Buy	78	33.24
San Francisco Partners, L.P.	9/6/2005	Buy	42	33.25
SPO Partners II, L.P.	9/7/2005	Buy	376	32.86
SPO Partners II, L.P.	9/7/2005	Buy	376	32.89
SPO Partners II, L.P.	9/7/2005	Buy	188	32.93
SPO Partners II, L.P.	9/7/2005	Buy	93,960	33.00
San Francisco Partners, L.P.	9/7/2005	Buy	24	32.86



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San Francisco Partners, L.P.	9/7/2005	Buy	24	32.89
San Francisco Partners, L.P.	9/7/2005	Buy	12	32.93
San Francisco Partners, L.P.	9/7/2005	Buy	6,040	33.00
SPO Partners II, L.P.	9/8/2005	Buy	15,980	33.00
SPO Partners II, L.P.	9/8/2005	Buy	10,810	33.05

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SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
SPO Partners II, L.P.	9/8/2005	Buy	94	33.08
SPO Partners II, L.P.	9/8/2005	Buy	1,504	33.09
SPO Partners II, L.P.	9/8/2005	Buy	6,412	33.10
San Francisco Partners, L.P.	9/8/2005	Buy	1,020	33.00
San Francisco Partners, L.P.	9/8/2005	Buy	690	33.05
San Francisco Partners, L.P.	9/8/2005	Buy	6	33.08
San Francisco Partners, L.P.	9/8/2005	Buy	96	33.09
San Francisco Partners, L.P.	9/8/2005	Buy	388	33.10
SPO Partners II, L.P.	9/9/2005	Buy	282	32.99
SPO Partners II, L.P.	9/9/2005	Buy	188	33.02
SPO Partners II, L.P.	9/9/2005	Buy	658	33.03
SPO Partners II, L.P.	9/9/2005	Buy	94	33.05
SPO Partners II, L.P.	9/9/2005	Buy	94	33.06
SPO Partners II, L.P.	9/9/2005	Buy	846	33.07
SPO Partners II, L.P.	9/9/2005	Buy	658	33.08
SPO Partners II, L.P.	9/9/2005	Buy	1,316	33.09
SPO Partners II, L.P.	9/9/2005	Buy	2,164	33.10
San Francisco Partners, L.P.	9/9/2005	Buy	18	32.99
San Francisco Partners, L.P.	9/9/2005	Buy	12	33.02

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San Francisco Partners, L.P.	9/9/2005	Buy	42	33.03
San Francisco Partners, L.P.	9/9/2005	Buy	6	33.05
San Francisco Partners, L.P.	9/9/2005	Buy	6	33.06
San Francisco Partners, L.P.	9/9/2005	Buy	54	33.07
San Francisco Partners, L.P.	9/9/2005	Buy	42	33.08
San Francisco Partners, L.P.	9/9/2005	Buy	84	33.09
San Francisco Partners, L.P.	9/9/2005	Buy	136	33.10
SPO Partners II, L.P.	9/12/2005	Buy	376	32.66

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SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
SPO Partners II, L.P.	9/12/2005	Buy	940	32.67
SPO Partners II, L.P.	9/12/2005	Buy	658	32.68
SPO Partners II, L.P.	9/12/2005	Buy	470	32.70
SPO Partners II, L.P.	9/12/2005	Buy	94	32.73
SPO Partners II, L.P.	9/12/2005	Buy	1,034	32.75
SPO Partners II, L.P.	9/12/2005	Buy	94	32.78
SPO Partners II, L.P.	9/12/2005	Buy	564	32.80
SPO Partners II, L.P.	9/12/2005	Buy	470	32.90
SPO Partners II, L.P.	9/12/2005	Buy	188	32.91
SPO Partners II, L.P.	9/12/2005	Buy	1,880	32.92
SPO Partners II, L.P.	9/12/2005	Buy	188	32.94
SPO Partners II, L.P.	9/12/2005	Buy	846	32.95
SPO Partners II, L.P.	9/12/2005	Buy	564	32.96
SPO Partners II, L.P.	9/12/2005	Buy	2,444	32.97
SPO Partners II, L.P.	9/12/2005	Buy	1,598	32.98
SPO Partners II, L.P.	9/12/2005	Buy	2,350	32.99

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SPO Partners II, L.P.	9/12/2005	Buy	20,210	33.00
SPO Partners II, L.P.	9/12/2005	Buy	188,282	33.01
SPO Partners II, L.P.	9/12/2005	Buy	1,692	33.02
SPO Partners II, L.P.	9/12/2005	Buy	9,400	33.03
SPO Partners II, L.P.	9/12/2005	Buy	3,384	33.04
SPO Partners II, L.P.	9/12/2005	Buy	17,954	33.05
SPO Partners II, L.P.	9/12/2005	Buy	21,620	33.10
SPO Partners II, L.P.	9/12/2005	Buy	4,700	33.18
San Francisco Partners, L.P.	9/12/2005	Buy	24	32.66
San Francisco Partners, L.P.	9/12/2005	Buy	60	32.67
San Francisco Partners, L.P.	9/12/2005	Buy	42	32.68

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
San Francisco Partners, L.P.	9/12/2005	Buy	30	32.70
San Francisco Partners, L.P.	9/12/2005	Buy	6	32.73
San Francisco Partners, L.P.	9/12/2005	Buy	66	32.75
San Francisco Partners, L.P.	9/12/2005	Buy	6	32.78
San Francisco Partners, L.P.	9/12/2005	Buy	36	32.80
San Francisco Partners, L.P.	9/12/2005	Buy	30	32.90
San Francisco Partners, L.P.	9/12/2005	Buy	12	32.91
San Francisco Partners, L.P.	9/12/2005	Buy	120	32.92
San Francisco Partners, L.P.	9/12/2005	Buy	12	32.94
San Francisco Partners, L.P.	9/12/2005	Buy	54	32.95
San Francisco Partners, L.P.	9/12/2005	Buy	36	32.96
San Francisco Partners, L.P.	9/12/2005	Buy	156	32.97
San Francisco Partners, L.P.	9/12/2005	Buy	102	32.98

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San Francisco Partners, L.P.	9/12/2005	Buy	150	32.99
San Francisco Partners, L.P.	9/12/2005	Buy	1,290	33.00
San Francisco Partners, L.P.	9/12/2005	Buy	12,018	33.01
San Francisco Partners, L.P.	9/12/2005	Buy	108	33.02
San Francisco Partners, L.P.	9/12/2005	Buy	600	33.03
San Francisco Partners, L.P.	9/12/2005	Buy	216	33.04
San Francisco Partners, L.P.	9/12/2005	Buy	1,146	33.05
San Francisco Partners, L.P.	9/12/2005	Buy	1,380	33.10
San Francisco Partners, L.P.	9/12/2005	Buy	300	33.18

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	---	-----	-----
SPO Partners II, L.P.	9/13/2005	Buy	1,034	32.03
SPO Partners II, L.P.	9/13/2005	Buy	564	32.04
SPO Partners II, L.P.	9/13/2005	Buy	3,196	32.05
SPO Partners II, L.P.	9/13/2005	Buy	1,786	32.06
SPO Partners II, L.P.	9/13/2005	Buy	1,504	32.07
SPO Partners II, L.P.	9/13/2005	Buy	1,692	32.08
SPO Partners II, L.P.	9/13/2005	Buy	282	32.09
SPO Partners II, L.P.	9/13/2005	Buy	2,444	32.11
SPO Partners II, L.P.	9/13/2005	Buy	1,034	32.12
SPO Partners II, L.P.	9/13/2005	Buy	1,222	32.13
SPO Partners II, L.P.	9/13/2005	Buy	4,888	32.14
SPO Partners II, L.P.	9/13/2005	Buy	5,828	32.15
SPO Partners II, L.P.	9/13/2005	Buy	1,222	32.16
SPO Partners II, L.P.	9/13/2005	Buy	6,204	32.17
SPO Partners II, L.P.	9/13/2005	Buy	1,692	32.24

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SPO Partners II, L.P.	9/13/2005	Buy	940	32.26
SPO Partners II, L.P.	9/13/2005	Buy	2,538	32.27
SPO Partners II, L.P.	9/13/2005	Buy	1,598	32.28
SPO Partners II, L.P.	9/13/2005	Buy	4,136	32.29
SPO Partners II, L.P.	9/13/2005	Buy	13,066	32.30
SPO Partners II, L.P.	9/13/2005	Buy	2,162	32.31
SPO Partners II, L.P.	9/13/2005	Buy	94	32.33
SPO Partners II, L.P.	9/13/2005	Buy	1,034	32.34
SPO Partners II, L.P.	9/13/2005	Buy	4,888	32.35
SPO Partners II, L.P.	9/13/2005	Buy	3,854	32.36
SPO Partners II, L.P.	9/13/2005	Buy	846	32.37
SPO Partners II, L.P.	9/13/2005	Buy	1,316	32.38

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
SPO Partners II, L.P.	9/13/2005	Buy	1,128	32.39
SPO Partners II, L.P.	9/13/2005	Buy	2,444	32.40
SPO Partners II, L.P.	9/13/2005	Buy	376	32.41
SPO Partners II, L.P.	9/13/2005	Buy	188	32.45
SPO Partners II, L.P.	9/13/2005	Buy	470	32.58
SPO Partners II, L.P.	9/13/2005	Buy	282	32.60
SPO Partners II, L.P.	9/13/2005	Buy	376	32.61
SPO Partners II, L.P.	9/13/2005	Buy	846	32.62
SPO Partners II, L.P.	9/13/2005	Buy	1,222	32.64
SPO Partners II, L.P.	9/13/2005	Buy	34,404	32.65
San Francisco Partners, L.P.	9/13/2005	Buy	66	32.03
San Francisco Partners, L.P.	9/13/2005	Buy	36	32.04

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San Francisco Partners, L.P.	9/13/2005	Buy	204	32.05
San Francisco Partners, L.P.	9/13/2005	Buy	114	32.06
San Francisco Partners, L.P.	9/13/2005	Buy	96	32.07
San Francisco Partners, L.P.	9/13/2005	Buy	108	32.08
San Francisco Partners, L.P.	9/13/2005	Buy	18	32.09
San Francisco Partners, L.P.	9/13/2005	Buy	156	32.11
San Francisco Partners, L.P.	9/13/2005	Buy	66	32.12
San Francisco Partners, L.P.	9/13/2005	Buy	78	32.13
San Francisco Partners, L.P.	9/13/2005	Buy	312	32.14
San Francisco Partners, L.P.	9/13/2005	Buy	372	32.15
San Francisco Partners, L.P.	9/13/2005	Buy	78	32.16
San Francisco Partners, L.P.	9/13/2005	Buy	396	32.17
San Francisco Partners, L.P.	9/13/2005	Buy	108	32.24
San Francisco Partners, L.P.	9/13/2005	Buy	60	32.26
San Francisco Partners, L.P.	9/13/2005	Buy	162	32.27

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
San Francisco Partners, L.P.	9/13/2005	Buy	102	32.28
San Francisco Partners, L.P.	9/13/2005	Buy	264	32.29
San Francisco Partners, L.P.	9/13/2005	Buy	834	32.30
San Francisco Partners, L.P.	9/13/2005	Buy	138	32.31
San Francisco Partners, L.P.	9/13/2005	Buy	6	32.33
San Francisco Partners, L.P.	9/13/2005	Buy	66	32.34
San Francisco Partners, L.P.	9/13/2005	Buy	312	32.35
San Francisco Partners, L.P.	9/13/2005	Buy	246	32.36
San Francisco Partners, L.P.	9/13/2005	Buy	54	32.37

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San Francisco Partners, L.P.	9/13/2005	Buy	84	32.38
San Francisco Partners, L.P.	9/13/2005	Buy	72	32.39
San Francisco Partners, L.P.	9/13/2005	Buy	156	32.40
San Francisco Partners, L.P.	9/13/2005	Buy	24	32.41
San Francisco Partners, L.P.	9/13/2005	Buy	12	32.45
San Francisco Partners, L.P.	9/13/2005	Buy	30	32.58
San Francisco Partners, L.P.	9/13/2005	Buy	18	32.60
San Francisco Partners, L.P.	9/13/2005	Buy	24	32.61
San Francisco Partners, L.P.	9/13/2005	Buy	54	32.62
San Francisco Partners, L.P.	9/13/2005	Buy	78	32.64
San Francisco Partners, L.P.	9/13/2005	Buy	2,196	32.65

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SCHEDULE I TO  
SCHEDULE 13D FOR SPO PARTNERS II, L.P.

REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
SPO Partners II, L.P.	9/14/2005	Buy	475	32.00
SPO Partners II, L.P.	9/14/2005	Buy	2,090	32.01
SPO Partners II, L.P.	9/14/2005	Buy	6,745	32.02
SPO Partners II, L.P.	9/14/2005	Buy	8,930	32.03
SPO Partners II, L.P.	9/14/2005	Buy	5,510	32.04
SPO Partners II, L.P.	9/14/2005	Buy	6,840	32.05
SPO Partners II, L.P.	9/14/2005	Buy	570	32.06
SPO Partners II, L.P.	9/14/2005	Buy	2,660	32.07
SPO Partners II, L.P.	9/14/2005	Buy	1,710	32.08
SPO Partners II, L.P.	9/14/2005	Buy	2,850	32.09
SPO Partners II, L.P.	9/14/2005	Buy	1,425	32.10
SPO Partners II, L.P.	9/14/2005	Buy	1,805	32.11
SPO Partners II, L.P.	9/14/2005	Buy	1,900	32.12

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SPO Partners II, L.P.	9/14/2005	Buy	2,660	32.13
SPO Partners II, L.P.	9/14/2005	Buy	4,940	32.14
SPO Partners II, L.P.	9/14/2005	Buy	5,320	32.15
SPO Partners II, L.P.	9/14/2005	Buy	5,700	32.16
SPO Partners II, L.P.	9/14/2005	Buy	1,520	32.17
SPO Partners II, L.P.	9/14/2005	Buy	855	32.18
SPO Partners II, L.P.	9/14/2005	Buy	2,660	32.19
SPO Partners II, L.P.	9/14/2005	Buy	18,335	32.20
SPO Partners II, L.P.	9/14/2005	Buy	9,500	32.23
San Francisco Partners, L.P.	9/14/2005	Buy	25	32.00
San Francisco Partners, L.P.	9/14/2005	Buy	110	32.01
San Francisco Partners, L.P.	9/14/2005	Buy	355	32.02
San Francisco Partners, L.P.	9/14/2005	Buy	470	32.03
San Francisco Partners, L.P.	9/14/2005	Buy	290	32.04

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REPORTING PERSON	DATE OF TRANSACTION	TYPE	NUMBER OF SHARES	PRICE PER SHARE (\$)
-----	-----	----	-----	-----
San Francisco Partners, L.P.	9/14/2005	Buy	360	32.05
San Francisco Partners, L.P.	9/14/2005	Buy	30	32.06
San Francisco Partners, L.P.	9/14/2005	Buy	140	32.07
San Francisco Partners, L.P.	9/14/2005	Buy	90	32.08
San Francisco Partners, L.P.	9/14/2005	Buy	150	32.09
San Francisco Partners, L.P.	9/14/2005	Buy	75	32.10
San Francisco Partners, L.P.	9/14/2005	Buy	95	32.11
San Francisco Partners, L.P.	9/14/2005	Buy	100	32.12
San Francisco Partners, L.P.	9/14/2005	Buy	140	32.13
San Francisco Partners, L.P.	9/14/2005	Buy	260	32.14



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San Francisco Partners, L.P.	9/14/2005	Buy	280	32.15
San Francisco Partners, L.P.	9/14/2005	Buy	300	32.16
San Francisco Partners, L.P.	9/14/2005	Buy	80	32.17
San Francisco Partners, L.P.	9/14/2005	Buy	45	32.18
San Francisco Partners, L.P.	9/14/2005	Buy	140	32.19
San Francisco Partners, L.P.	9/14/2005	Buy	965	32.20
San Francisco Partners, L.P.	9/14/2005	Buy	500	32.23

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EXHIBIT INDEX

EXHIBIT	DOCUMENT DESCRIPTION	PAGE NO.
A	Agreement Pursuant to Rule 13d-1(k)	1