FORM 4

PATTERSON WILLIAM J

(First)

591 REDWOOD HIGHWAY, SUITE 3215

(Middle)

(Last)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	<b>OWNERSHIP</b>

**OMB APPROVAL** OMB Number: 3235-0287 Estimated average burden

0.5

7. Nature of Indirect Beneficial Ownership (Instr. 4)

footnotes See

footnotes

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Section obligat	this box if no lon 16. Form 4 or ions may continution 1(b).	onger subject to Form 5 nue. See	STA		ed purs	suant	t to S	Section	n 16(a)	of the S	ecuriti	NEFICI es Exchan npany Act	ge Act	of 1934		HIP			umber: ed average burd er response:	3235-028 len 0
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(Street)	ALLEY C	A 9	94941 (Zip)		_				Date of	f Origina	I Filed	(Month/Da	ay/Year	·)	6. Ind Line)	Forr	n filed b	y One	Filing (Check <i>F</i> Reporting Pers than One Rep	son
		Tab	le I - No	n-Deriv	vative	e Se	ecui	rities	s Aco	uired,	Dis	posed c	of, or	Benet	ficially	Own	ed			
1. Title of S	Security (Ins	tr. 3)		2. Trans Date (Month/		ar)	Exec if any			3. Transa Code ( 8)		4. Securit Disposed 5)				Secur Benef	ficially ed Follov		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indire Beneficia Ownersh (Instr. 4)
										Code	v	Amount	(A (C	() or ()	Price	Trans	action(s . 3 and 4	s) 1)		(111341.4)
Common	Stock			08/08	8/2007	7				P		413		A	\$56	9,3	342,56	53	<b>I</b> (1)(2)(3)	See footnot
Common	Stock			08/08	8/2007	7				P		59,58	7	A	\$56.01	9,	402,15	50	<b>I</b> <sup>(1)(2)(3)</sup>	See footnot
		Ta										sed of, onvertib				wned	I			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	n Date,	4. Trans Code 8)		n c	5. Nun of Deriva Securi Acqui (A) or Dispo of (D) (Instr. and 5)	ative ities red sed	6. Date E Expiratio (Month/E	n Dat		7. Titl Amou Secur Under Derive Secur and 4	int of rities rlying ative rity (Inst )	r. 3	Price of rivative curity str. 5)	deriva Securi Benefi Owned Follow Repor	ities icially d ving ted action(s	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Natu of Indire Benefici Ownersh (Instr. 4)
					Code	v		(A)		Date Exercisa		Expiration Date	Title	Amou or Numb of Share	per					
	nd Address of	Reporting Person*																		
<u>SPU A</u>	DVISUR	<u>r CORP</u>																		
(Last) 591 RED	WOOD HI	(First)	(Mid E 3215	dle)																
(Street)	ALLEY	CA	949	41																
(City)		(State)	(Zip)																	
	nd Address of LY JOHN	Reporting Person*																		
(Last) 591 RED	WOOD HI	(First)	(Mid E 3215	dle)																
(Street)	ALLEY	CA	949	41																
(City)		(State)	(Zip)																	
1 Name ar	nd Address of	Reporting Person*					1													

(Street) MILL VALLEY	CA	94941
(City)	(State)	(Zip)
1. Name and Address PHOEBE SNC		
(Last)	(First)	(Middle)
591 REDWOOD I	HIGHWAY , SU	VITE 3215
(Street) MILL VALLEY	CA	94941
(City)	(State)	(Zip)
1. Name and Address	of Reporting Perso	
1. Name and Address	of Reporting Perso	on*
1. Name and Address Elizabeth R. &	of Reporting Perso William J. P	atterson Foundation
Name and Address     Elizabeth R. &  (Last)	of Reporting Perso William J. P	atterson Foundation
1. Name and Address Elizabeth R. &  (Last) 591 REDWOOD I SUITE 3215  (Street)	of Reporting Perso William J. P (First) HIGHWAY	atterson Foundation
1. Name and Address Elizabeth R. &  (Last) 591 REDWOOD I SUITE 3215	of Reporting Perso William J. P (First) HIGHWAY	atterson Foundation

## **Explanation of Responses:**

- 1. The entities acquiring these shares are Phoebe Snow Foundation ("PSF"), which bought 56,700 shares, the Elizabeth R. & William J. Patterson Foundation ("WJPFND"), which bought 1,900 shares, John H. Scully ("JHS"), who bought 1,200 shares and William J. Patterson ("WJP"), who bought 200 shares.
- 2. 8,727,100 shares of the issuer's common stock are owned directly by SPO Partners II, L.P. ("SPO Partners"), and may be deemed to be indirectly beneficially owned by (i)SPO Advisory Partners, L.P ("SPO Advisory"), the sole general partner of SPO Advisory, and (iii) JHS, William E. Oberndorf ("WEO") and WJP, the three controlling persons of SPO Corp. 461,130 shares of the issuer's common stock are owned directly by San Francisco Partners II, L.P. ("SF Partners"), and may be deemed to be indirectly beneficially owned by (i) SF Advisory Partners, L.P. ("SF Advisory"), the sole general partner of SF Advisory, and (iii) JHS, WEO & WJP, the three controlling persons of SPO Corp.
- 3. Additionally, as a result of the purchases causing this filing, 201,900 shares of the issuer's common stock are owned directly by PSF, and may be deemed to be indirectly beneficially owned by JHS, the controlling person, sole director and executive officer of PSF. Additionally, 2,900 shares are held in JHS Individual Retirement Account, which is self-directed. Additionally, 8,800 shares are owned by WJPFND, and may be deemed to be indirectly beneficially owned by WJP solely in his capacity as one of the directors of WJPFND. Additionally, 200 shares are held in WJP Individual Retirement Account, which is self-directed. Additionally, 120 shares of the issuer's common stock are owned directly by Eli J. Weinberg.

## Remarks:

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

Kim M. Silva, Attorney-in-Fact 08/10/2007

\*\* Signature of Reporting Person Date

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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