

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person

BECHER ANDREW C

(Last) (First) (Middle)

Cal Dive International
400 N. Sam Houston Pkwy E. Suite 400

(Street)

Houston Texas 77060

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Cal Dive International, Inc. "CDIS"

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

5. If Amendment, Date of Original (Month/Year)

N/A

6. Relationship of Reporting Person to Issuer
(Check all applicable)

- Director
- Officer (give title below)
- 10% Owner
- Other (specify below)

Senior Vice President

TABLE I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.	2.	3.	4.	5.	6.	7.		
Title of Security (Instr. 3)	Transaction Date (Month/Day/Year)	Transaction Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			
Cal Dive International, Inc. common stock	11/20/98	S --	2000	D	20.50			
Cal Dive International, Inc. common stock	11/24/98	S --	3000	D	18.75	-0-	NA	NA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Print or Type Responses)

FORM 4 (continued)

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

1.	2.	3.	4.	5.	6.	7.	8.	9.	10.	11.
Conversion or Exercise	Transaction	Transaction Code	Number of Derivative Securities Acquired (A) or Disposed of (D)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Derivative	Number of Derivative Securities Beneficially	Ownership Form of Derivative Security (D) or	Nature of	

Title of Derivative Security (Instr. 3)	Price of Derivative Security	Date (Month/Day/Year)	(Instr. 8) Code	(Instr. 3, 4 and 5) V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security (Instr. 5)	Owned at End of Month (Instr. 4)	Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
Option to purchase	4.50	11/20/98	M	-- --	5000	1/16/97	1/16/02	NA	5000	--	95,000	0	NA

Explanation of Responses:

/s/ ANDREW BECHER

12/5/98

** Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.