

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

TAPSCOTT LOUIS

(Last) (First) (Middle)

Cal Dive International, Inc.
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

MAY 1999

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

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

☐ Director ☐ 10% Owner
☐ Officer (give title below) ☒ 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)	Trans- action Date (Month/ Day/ Year)	Trans- action Code (Instr. 8) ----- Code V	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- Amount (A) or Price (D)	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
Cal Dive International, Inc. Common Stock	5/10/99	S	1,333 D \$31.312	-0-	D	N/A
Cal Dive International, Inc. Common Stock	5/06/99	S	14,000 D 32.1250	-0-	D	N/A
Cal Dive International, Inc. Common Stock	5/07/99	S	5,800 D 31.0614		D	N/A
Cal Dive International, Inc. Common Stock	5/14/99	S	8,200 D 30.6707		D	N/A

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

(Print or Type Responses)

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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.
Conver-		Trans-		Number of Derivative Securities Acquired (A)	Date Exer- cisable and Expiration Date (Month/ Day/Year)	Title and Amount of Underlying Securities (Instr. 3)	Price of	Number of Derivative Securities	Ownership Form of Deriv- ative Security:	

Title of Derivative Security (Instr. 3)	sion or Exercise Price of Deriv- ative Security	Trans- action Date (Month/ Day/ Year)	action Code (Instr. 8) ----- Code V	or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	Day/Year) ----- Date Exer- cis- able	Expir- ation Date	and 4) ----- Amount or Num- ber of Shares	Deriv- ative Secur- ity (Instr. 5)	Benefi- cially Owned at End of Month (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
OPTION PURCHASE	\$9.50	5/6/99	M -	- 14,000	4/15/97	2/15/02	N/A 14,000	D	56,000	D	NA
OPTION PURCHASE	\$9.50	5/7/99	M -	- 5,800	4/15/97	2/15/02	N/A 5,800	D	50,200	D	NA
OPTION PURCHASE	\$9.50	5/14/99	M -	- 8,200	4/15/97	2/15/02	N/A 8,200	D	42,000	D	NA

Explanation of Responses:

/s/ LOUIS TAPSCOTT6-4-99

** Signature of Reporting PersonDate

** 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.