

UNITED STATES 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

(Print or Type Responses)

1. Name and Address of Reporting Person DUELL KENNETH			2. Issuer Name and Ticker or Trading Symbol Cal Dive International, Inc. "CDIS"		6. Relationship of Reporting Person to Issuer (Check all applicable) Director 10% Owner	
(Last)	(First)	(Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary) ###-##-####		4. Statement for Month/Year March 2001	
Cal Dive International, Inc. 400 N. Sam Houston Pkwy. E Suite 400			-----		X Officer (give title below) X Other (Specify below)	
(Street) Houston, Texas 77060			5. If Amendment, Date of Original (Month/Year)		Senior Vice President	
(City)	(State)	(Zip)	-----		-----	

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
			Code	V	Amount				(A) or (D)
Cal Dive International, Inc. Common Stock	03-07-01	S	--	500	D	30.25	35,500	D	N/A
Cal Dive International, Inc. Common Stock	03-07-01	S	--	3,400	D	30.00	32,100	D	N/A

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

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(e.g., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date		
Option	18.00	03-05-01	M	--	500		1st March 2001	1st March 2003	N/A	500
Option	18.00	03-07-01	M	--	3,400		1st March 2001	1st March 2003	N/A	3,400

9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
35,500	0	N/A
37,800	0	N/A

Explanation of Responses:

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ KENNETH DUELL 4th April 2001
 **Signature of Reporting Person Date

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Page 2