

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

MAY 1999

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)	Trans-action Date (Month/Day/Year)	Trans-action 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)	Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
Cal Dive International, Inc. Common Stock	05/04/99	S --	12,500 (A) or (D) Price	-0-	N/A	N/A

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.
Title of	Conver-sion or Exercise Price of	Trans-action Date	Trans-action Code (Instr.)	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	Date Exer-cisable and Expiration Date (Month/Day/Year) (Instr. 3,	Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Deriv-ative Secur-	Number of Derivative Securities Benefi-cially Owned at	Ownership Form of Deriv-ative Security (D) or Indirect	Nature of Indirect

Derivative Security (Instr. 3)	Deriv- ative Security	(Month/ Day/ Year)	8) ----- Code V	4 and 5) ----- (A) (D)	Exer- cis- able	Expir- ation Date	Title	or Num- ber of Shares	ity (Instr. 5)	End of Month (Instr. 4)	(I) (Instr. 4)	Beneficial Ownership (Instr. 4)
Option to Purchase	\$4.50	05/04/99	M -- --	12,500	1/16/97	1/16/01	NA	12,500	D	77,500	D	N/A

Explanation of Responses:

/s/ ANDREW BECHER

** Signature of Reporting Person

6/04/99

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.