

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

Duell Ken E.

 (Last) (First) (Middle)

 400 N. Sam Houston Suite 400

 (Street)

 Houston Texas 77060

 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Cal Dive International

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

4. Statement for Month/Year

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

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

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

V.P. over Special Projects

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)
		Code V	Amount	(A) or (D)	Price			
CAL DIVE INTERNATIONAL	8/6/99	S	10,000	D	\$34.00	0		

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 Trans-	Trans-	Trans-	Number of Derivative Securities Acquired (A) or Disposed	Date Exer-cisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Deriv-	Number of Derivative Benefi-	Ownership Form of Deriv-ative Security Direct		

Title of Derivative Security (Instr. 3)	Exercise Price of Derivative Security	action Date (Month/Day/Year)	Code (Instr. 8)	of (D) (Instr. 3, 4 and 5)	Date Exer- cis- able	Expir- ation Date	Title	Amount or Num- ber of Shares	ative Secur- ity (Instr. 5)	cially Owned at End of Month (Instr. 4)	(D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
OPTION	4.50	6/1/96	M	5,000	1/5/99	1/5/2001	N/A	5,000		5,000	D	N/A
OPTION	4.50	6/1/96	M	5,000	4/15/97	4/15/2002	N/A	5,000		5,000	D	N/A

Explanation of Responses:

/s/ KENNETH DUELL

September 9, 1999

** 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.