

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G. INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO 13D-1(B) AND AMENDMENTS THERETO FILED PURSUANT TO 13D-2(B)

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Cal Dive International, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

127914109

(CUSIP Number)

Check the following box if a fee is being paid with this statement. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.) / /

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Notes).

CUSIP No. 127914109

13G

- (1) Names of Reporting Persons.
S.S. or I.R.S. Identification Nos. of Above Persons
- AMVESCAP PLC
No. S.S. or I.R.S. Identification Number
- (2) Check the Appropriate Box if a Member of a Group (See Instructions)
- (a) / /
(b) /X/
- (3) SEC Use Only
- (4) Citizenship or Place of Organization
- England
- | | | |
|------------------|-----|--------------------------|
| Number of Shares | (5) | Sole Voting Power |
| Beneficially | | None |
| Owned by | (6) | Shared Voting Power |
| Each Reporting | | 1,640,800 |
| Person With | (7) | Sole Dispositive Power |
| | | None |
| | (8) | Shared Dispositive Power |
| | | 1,640,800 |
- (9) Aggregate Amount Beneficially Owned by Each Reporting Person
1,640,800
- (10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions) / /
- (11) Percent of Class Represented by Amount in Row (9)
10.41%
- (12) Type of Reporting Person (See Instructions)
- H.C.

ITEM 1 (a) NAME OF ISSUER:
Cal Dive International, Inc.

ITEM 1 (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
400 North Sam Houston Parkway E
Suite 400
Houston, TX 77060

ITEM 2 (a) NAME OF PERSON(S) FILING:
AMVESCAP PLC

ITEM 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
11 Devonshire Square
London EC2M 4YR
England
1315 Peachtree Street, N.E.
Atlanta, Georgia 30309

ITEM 2 (c) CITIZENSHIP:
Organized under the laws of England

ITEM 2 (d) TITLE OF CLASS OF SECURITIES
Common Stock

ITEM 2 (e) CUSIP NUMBER: 127914109

Item 3 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B) OR 13D-2(B),
CHECK WHETHER THE PERSON FILING IS A:

- (a) / / Broker or Dealer registered under Section 15 of the Act.
- (b) / / Bank as defined in Section 3(a)(6) of the Act.
- (c) / / Insurance Company as defined in Section 3(a)(19) of the Act.
- (d) / / Investment Company registered under Section 8 of the Investment Company Act.
- (e) / / Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940.
- (f) / / Employee Benefit Plan, Pension Fund which is subject to provisions of Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F).
- (g) /X/ Parent Holding Company in accordance with Rule 13d-1(b)(ii)(G).
- (h) / /A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) / /A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) / / Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

ITEM 4 (a) - (c) OWNERSHIP:

The information in items 1 and 5-11 on the cover page (p 2) of this statement on Schedule 13G is hereby incorporated by reference.

The reporting persons expressly declare that the filing of this statement on Schedule 13G shall not be construed as an admission that they are, for the purposes of Section 13(d) or 13(g) of the Securities and Exchange Act of 1934, the beneficial owners of any securities covered by this statement.

ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS / /
Not Applicable.

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON The reporting persons hold the securities covered by this report on behalf of other persons who have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities.

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARIES WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY: See attached Exhibit 7.

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF A GROUP.
Not applicable.

ITEM 9 NOTICE OF DISSOLUTION OF GROUP.
Not applicable.

ITEM 10 CERTIFICATION:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

(Date)

/s/ Michael Perman

Michael Perman,
as Company Secretary for
AMVESCAP PLC

Reporting Person is the ultimate parent holding company of the companies listed below, which are investment advisors (IA) registered under Section 203 of the Investment Advisors Act of 1940. Each IA has:

Sole power to vote or direct the vote; and

Sole power to dispose or to direct the disposition;

with respect to the percentages identified below the securities of the Issuer.

INVESCO, Inc.	0.11%
INVESCO Private Capital, Inc.	
INVESCO Global Asset Management (N.A.), Inc.	
INVESCO Funds Group, Inc.	3.16%
AIM Advisors, Inc., and AIM Capital Management, Inc. (combined)	6.98%
AIM Funds Management, Inc.	

Total U.S. Investment Advisor Holding:	
1,615,600	Percent: 10.25%
- - - - -	- - - - -

INVESCO Asset Management Limited
 INVESCO Asset Management (Japan) Limited
 INVESCO Asia Limited

Total non-U.S. Investment Advisor Holding:	
25,200	Percent: 0.16%
- - - - -	- - - - -

Total Firmwide Holding:	
1,640,800	Percent: 10.41%
- - - - -	- - - - -

Each IA is a wholly-owned subsidiary of the Reporting Person.