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 Typ										
1. Name and FERRON	Address of Repor	cting Person R		Cal	Dive Inte	ernation	or Trading S al, Inc. "CD	IS" to Issuer	ship of Reporting (Check all appropertion)	-
(Last) 30 CHAMPIONS	(First)	(Middle)	3.	Number	Social Se of Report (voluntar	ing	4. Statemen Month/Ye February,	t for ear X Offic 2001	cer (give Oth	
	(Street)						5. If Amend	lment.	below)	
HOUSTON	TEXAS	77069					Date of Or	iginal	PRESIDENT & CO	0
(City)	(State)	(Zip)					(Month	n/Year)		
			TAI	BLE I -	- NON-DERI	VATIVE S	SECURITIES A	CQUIRED, DISPOSED OF	F, OR BENEFICIA	LLY OWNED
1. Title of Security (Instr. 3)		action Date (Month/ Day/	tion Code (Inst	tr. 8)	or Dispo	sed of 3, 4 and	(D) d 5)	Amount of Se- 6 curities Beneficially Owned at End of Month (Instr. 3 and 4)	ship Form: Direct (D) or Indirect	7. Nature of In- direct Benefi- cial Owner-
		Year)	Code	V	Amount	(A) or (D)			(I) (Instr. 4)	ship (Instr. 4
	rnational, Inc.	2/22/01	М		10,000	A	11.625	20,950	I	See #1

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

FORM 4 (CONTINUED)

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

 Title of Derivative Security (Instr. 3) 	sion or	action Date (Month/ Day/ Year)	action Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		cisa - Expi Date D) (Mon Year	cisable and Expiration Date (Month/Day/		erlying ties . 3 and 4)	of
			 Code	 V	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	
Option*		2/22/01	G	_	-	10,000	1/03/01	11/1/03	Common Stock	10,000	-
Option	11.625	2/22/01	G	- 1	.0,000	-			Common		-
Option		2/22/01					1/03/01	11/1/03	Common Stock	10,000	-
Option	6.50	9/10/98	Α	- 60	,000						
Option	11.625					-	1/3/99	1/3/03	Common Stock		-
Option			А	- 40		_	4/17/01	4/17/05	Common Stock		-
Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (Instr. 4)	(I)	Ind Ben Own (In	irect efici ershi str.	al p 4)						
- -	D		See #	1 Tab	ole 1					-	
- -	I		See #	1 Tab	ole 2					_	
-	I		See #	1 Tab		_				_	
120,000	D			-						_	
120,000	D			_						_	
	D			_							

#2 The filing of this statement shall not be an admission that the undersigned is, for purposes of section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, the owner of any equity securities covered by this statement.

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

**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.