OMB APPROVAL

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

	Name and Address of Reporting Person*	 Date of Event Requiring Statement (Month/Day/Year) I.R.S. Identification Number of Representing an entity (Voluntary) 	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)					
	Гransier, William L.	10/17/00 ###-##-####	###-##-####					
	Last) (First) (Middle)							
		4. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Check All Applicable)	1 1 0 17					
	971 Kirby Drive	Cal Dive International, Inc. CDIS	ıer					
	Street)	O Officer (give title below)						
		6. If Amendment, Date of Original (Month/Day/Year) O Other (specify below)						
	Houston, TX 77019	7. Individual or Joint/Group Filing (Check Applicable Line)						
	City) (State) (Zip)		son					
		O Form filed by More than One Reperson	porting					

If the form is filed by more than one reporting person, see Instruction 5(b)(v).

Table I — Non-Derivative Securities Beneficially Owned									
	Title of Security (Instr. 4)	2.	Amount of Securities Beneficially Owned (Instr. 4)	3.	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4.	Nature of Indirect Beneficial Ownership (Instr. 5)		
	Common		2,000		D				
_									
				Pa	nge 2				
					-0				

		ole II — Der	rivative Sec	curitie	es Beneficially Owned (e.	g., puts, c	ans	, warrants, optio	ns	s, convertible securities)		
1.	Title of Derivative 2. Security (Instr. 4)	Expiration D	Oate Exercisable and 3. Expiration Date Month/Day/Year)		Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4.	Conversion or Exercise Price of Derivative Security	5.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6.	Nature of Indirect Beneficial Ownership (Instr. 5)
		Date Exer- cisable	Expi- ration Date		Title	Amount or Number of Shares						
	Stock Option (Right to Buy)	11/30/01	11/30/05		Common	44,000		\$19.6250		D		
Exp	olanation of Response	es:										
			/s/ Willia	am L.	Transier			9-7-02				
		**	Signature c	of Ren	orting Person			Date				

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

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