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EDWARDS JOHNNY
Form 3
September 05, 2002

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

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 Investment Company Act of 1935 or Section 30(f) of the Investment Company Act of 1935

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Date of Event Requiring Statement (Month/Day/Year)	
EDWARDS	JOHNNY		AUGUST 20, 2002	
(Last)	(First)	(Middle)		
400 N. SAM HOUSTON PARKWAY E. #400			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	
(Street)				
HOUSTON	TEXAS	77060		
(City)	(State)	(Zip)		
			4. Issuer Name AND Ticker or Trading Symbol	
			CDIS	
			5. Relationship of Reporting Person to Issuer (Check all applicable)	
			Director _____ 10% Owner _____	
			Officer (give title below) _____	
			X Other (specify below) _____	
			President - Subsidiary _____	

TABLE I -- NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED

1. 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 Ownership (Instr. 6)
1. Cal Dive International, Inc. Common Stock	1317	D	
2. Cal Dive International, Inc. Common Stock	3020.529	D	
#1 Employee Stock Purchase Plan			
#2 401(k) Retirement Plan			

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

PERSONS WHO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE RESPONSIBLE FOR THE ACCURACY OF THE INFORMATION PROVIDED.
DO NOT RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

FORM 3 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Securities (Instr. 4)	4. Conversion or Exercise Price of Derivative Security
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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Explanation of Responses:

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**Signa

** 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.