

**THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA,

Plaintiff,

v.

CAL DIVE INTERNATIONAL, INC.,
STOLT OFFSHORE S.A.,
STOLT OFFSHORE, INC., and
S&H DIVING, LLC,

Defendants.

Case No. 1:05CV02041
Judge: Emmet G. Sullivan
Deck Type: Antitrust
Filed: August 28, 2006

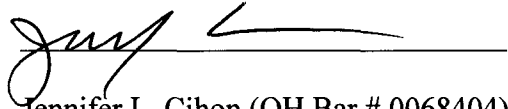
MOTION TO EXTEND THE TERM OF THE TRUSTEE’S APPOINTMENT

Plaintiff United States of America hereby moves this Court for entry of an order extending the Trusteeship of Judge Louis M. Phillips for an additional 90 days. In support of this motion, the United States states as follows:

1. On February 17, 2006, this Court appointed Judge Louis M. Phillips as Trustee to effect the divestiture of the Saturation Diving Assets, the Seaway Defender and the Midnight Carrier, in accordance with the terms of the Final Judgment entered in this matter.
2. The Trustee elected to focus his efforts initially on the sale of the Seaway Defender as he believed that vessel could most immediately be placed into competitive service as a saturation diving support vessel. The Seaway Defender is a dynamically positioned vessel with a built-in saturation diving system, while the Midnight Carrier is an anchor-and-chain mooring vessel capable of accommodating a portable saturation diving system.
3. The Seaway Defender became subject to an Agreement of Purchase and Sale (“Purchase Agreement”) dated March 17, 2006. The parties thereto signed an Amendment to the Purchase Agreement dated April 20, 2006.
4. Between May and July, 2006, the Trustee worked with Cal Dive and the acquirer of the Seaway Defender to negotiate the closing and certain issues surrounding the sale of the vessel.

5. The Trustee has communicated with several persons about purchasing the Midnight Carrier. None of those discussions has resulted in the signing of a purchase agreement.
6. The Trustee has also communicated with Marcon International, Inc., a ship broker, about marketing the vessel to prospective acquirers, and has received an expression of interest in the vessel through Marcon.
7. On August 18, 2006, the Trustee filed his report pursuant to Section V(G) of the Final Judgment setting forth his efforts to accomplish the required divestiture of the Seaway Defender and the Midnight Carrier, his reasons why the required divestiture of the Midnight Carrier has not been accomplished, and his recommendation to receive an additional 90 days to accomplish the terms of the trust.
8. Pursuant to the Trustee's report, the United States requests that the Trustee's term be extended for 90 days, subject to further order of the Court.
9. Pursuant to Section V(G) of the Final Judgment, the United States makes this motion in its sole discretion.

Respectfully submitted,


Jennifer L. Cihon (OH Bar # 0068404)
United States Department of Justice
Antitrust Division
325 Seventh Street, NW, Suite 500
Washington, DC 20530
(202) 307-3278
(202) 616-2441 (Fax)

Dated: August 28, 2006

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA,)	
)	
<i>Plaintiff,</i>)	Case No. 1:05CV02041
)	Judge: Emmet G. Sullivan
v.)	Deck Type: Antitrust
)	Filed: August 28, 2006
CAL DIVE INTERNATIONAL, INC.,)	
STOLT OFFSHORE S.A.,)	
STOLT OFFSHORE, INC., and)	
S&H DIVING, LLC,)	
)	
<i>Defendants.</i>)	
)	

ORDER

WHEREAS, pursuant to Section V(G) of the Final Judgment, plaintiff United States filed a motion with this Court on August 28, 2006, for the extension of the term of the appointment of Judge Louis M. Phillips as Trustee under Section V of the Final Judgment herein;

IT IS HEREBY ORDERED THAT:

The term of Judge Louis M. Phillips' appointment as Trustee under Section V of the Final Judgment is extended by 90 days.

Emmet G. Sullivan
District Court Judge
United States District Court

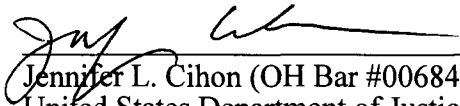
Dated:

CERTIFICATE OF SERVICE

I hereby certify that on August 28, 2006, I caused a copy of the foregoing United States' Motion to Extend the Term of the Trustee's Appointment to be served by electronic mail to counsel for defendants listed below:

Counsel for Defendant Cal Dive International, Inc.
Daniel L. Wellington (D.C. Bar #273839)
Fulbright & Jaworski LLP
801 Pennsylvania Avenue, NW
Washington, D.C. 20004-2623
Tel: (202) 662-4574
Fax: (202) 662-4643

Counsel for Defendants Stolt Offshore S.A., Stolt Offshore, Inc.
and S&H Diving LLC
Paul C. Cuomo (D.C. Bar #457793)
Howrey LLP
1299 Pennsylvania Avenue, NW
Washington, D.C. 20004-2402
Tel: (202) 783-0800
Fax: (202) 383-6610


Jennifer L. Cihon (OH Bar #0068404)
United States Department of Justice
Antitrust Division
325 Seventh Street, NW
Suite 500
Washington, DC 20530
(202) 307-3278
(202) 616-2441 (Fax)