

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

OMB APPROVAL						
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nours per response.	0.5					

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment continue. See

Company Act of 1940

(Print or Ty	pe Responses	s)																
	nd Address of IN KERRY	f Reporting Person * Y J			2. Issuer Name and Ticker or Trading Symbol GULF ISLAND FABRICATION INC [GIFI]							5. Re	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
583 THC	ost) OMPSON I	(First)	(Middle)	3. Da		Earliest T 004	ransa	action (N	Ionth/D	ay/Y	Year)	Officer (give title below)Other (specify below)  President & CEO				7)		
HOLDA	(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line)  _X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
HOUMA (Ci	ty)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
1.Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Ye	ear) Ex	ecution	Deemed ation Date, if th/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acqui (A) or Disposed of (Instr. 3, 4 and 5)		of (D)	Owne Trans	5. Amount of Securities Ben Owned Following Reported Transaction(s) (Instr. 3 and 4)		l	6. Ownership Form: Direct (D) or Indirect	Beneficial Ownership
								Code	V	Amo	(A) or ount (D)	Price	e				(I) (Instr. 4)	,
			Table					Acquire	his for current ed, Disp	rm a tly v	re not req valid OMB d of, or Ben	uired to contro eficiall	to resp ol num	ond unl		on contained rm displays a		1474 (9-02)
1. Title of	12	2 Transaction	2 A. Daamad	4.	<i>g</i> ., pı						ertible secu		itle and	Amanut	9 Dring of	0 Number of	10	11 Noturo
Derivative Security (Instr. 3)		eise (Month/Day/Year) ve	Execution Date, if T	Transaction Code (Instr. 8)		S. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		f 6. Date Exerc Expiration D (Month/Day/		ate		of U Secu	Inderlying and Inderlying arities and tr. 3 and	ying Derivativ Security		f 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s	Form of Derivative Security: Direct (D) or Indirect (I)	(Instr. 4)
				Code	V	(A)	(D)	Date Ex	kercisab	Me I	Expiration Date	Title	2	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Options (Right to Buy)	\$ 21.85	12/10/2004		A		20,000		12/10/	/2005 <sup>((</sup>	<u>1).</u> 1	12/10/201	11	mmon tock	20,000	\$ 0	20,000	D	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
CHAUVIN KERRY J 583 THOMPSON ROAD HOUMA, LA 70363			President & CEO				

## **Signatures**

Kerry J. Chauvin	12/13/2004			
**Signature of Reporting Person	Date			

#### **Explanation of Responses:**

- $\star$  If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Exercisable in annual increments equal to 20% of the total number of options beginning on 12/10/2005 and on the next four subsequent one year anniversaries thereof.

Note: File three copies of this Form, one of which must be manually signed. If space 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.