

# FORM 4

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the  
Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

<b>1. Name and Address of Reporting Person</b> CHAUVIN KERRY J (Last) (First) (Middle) 583 THOMPSON ROAD (Street) HOUMA, LA 70363 (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> GULF ISLAND FABRICATION INC [GIFI]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span> President & CEO
<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 05/06/2008		<b>6. Individual or Joint/Group Filing</b> (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed</b> (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/06/2008		M		8,000	A	\$ 11.68	132,157.692	D	
Common Stock	05/06/2008		M		4,000	A	\$ 15.63	136,157.692	D	
Common Stock	05/06/2008		S		177	D	\$ 41.04	135,980.692	D	
Common Stock	05/06/2008		S		100	D	\$ 41.05	135,880.692	D	
Common Stock	05/06/2008		S		200	D	\$ 41.07	135,680.692	D	
Common Stock	05/06/2008		S		400	D	\$ 41.08	135,280.692	D	
Common Stock	05/06/2008		S		200	D	\$ 41.085	135,080.692	D	
Common Stock	05/06/2008		S		900	D	\$ 41.09	134,180.692	D	
Common Stock	05/06/2008		S		313	D	\$ 41.10	133,867.692	D	
Common Stock	05/06/2008		S		300	D	\$ 41.11	133,567.692	D	
Common Stock	05/06/2008		S		310	D	\$ 41.12	133,257.692	D	
Common Stock	05/06/2008		S		100	D	\$ 41.155	133,157.692	D	
Common Stock	05/06/2008		S		202	D	\$ 41.16	132,955.692	D	
Common Stock	05/06/2008		S		100	D	\$ 41.17	132,855.692	D	
Common Stock	05/06/2008		S		1,000	D	\$ 41.23	131,855.692	D	
Common Stock	05/06/2008		S		1,626	D	\$ 41.25	130,229.692	D	
Common Stock	05/06/2008		S		300	D	\$ 41.30	129,929.692	D	
Common Stock	05/06/2008		S		3,908	D	\$ 41.35	126,021.692	D	
Common Stock	05/06/2008		S		121	D	\$ 41.38	125,900.692	D	
Common Stock	05/06/2008		S		176	D	\$ 41.39	125,724.692	D	
Common Stock	05/06/2008		S		100	D	\$ 41.395	125,624.692	D	
Common Stock	05/06/2008		S		597	D	\$	125,027.692	D	

							41.40		
Common Stock	05/06/2008		S		200	D	\$ 41.41	124,827.692	D
Common Stock	05/06/2008		S		170	D	\$ 41.48	124,657.692	D
Common Stock	05/06/2008		S		100	D	\$ 41.525	124,557.692	D
Common Stock	05/06/2008		S		400	D	\$ 41.53	124,157.692	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options (Right to Buy)	\$ 11.68	05/06/2008		M			8,000	12/11/2002 <sup>(1)</sup>	12/11/2011	Common Stock	8,000	\$ 0	0	D	
Options (Right to Buy)	\$ 15.63	05/06/2008		M			4,000	12/05/2003 <sup>(2)</sup>	12/05/2012	Common Stock	4,000	\$ 0	16,000	D	

## Reporting Owners

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

## Signatures

Kerry J. Chauvin      05/08/2008  
 \*\*Signature of Reporting Person      Date

## Explanation of Responses:

\* 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 12/11/2002 and on the next four subsequent anniversaries thereof.

(2) Exercisable in annual increments equal to 20% of the total number of options beginning on 12/05/2003 and on the next four subsequent 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.

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