

Mermis James J  
Form 4  
October 31, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Mermis James J

2. Issuer Name and Ticker or Trading Symbol  
Superior Offshore International Inc.  
[DEEP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
717 TEXAS AVENUE, SUITE 3150  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/31/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

HOUSTON, TX 77002

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 or Price   |  |   |
| Common Stock                    | 10/31/2007                           |  | S(1)                           |   | 94  | D  | \$ 10.2729 741,388 D                                  |
| Common Stock                    | 10/31/2007                           |  | S(1)                           |   | 94  | D  | \$ 10.2713 741,294 D                                  |
| Common Stock                    | 10/31/2007                           |  | S(1)                           |   | 94  | D  | \$ 10.2707 741,200 D                                  |
| Common Stock                    | 10/31/2007                           |  | S(1)                           |   | 328   | D  | \$ 10.27 740,872 D                                    |
| Common Stock                    | 10/31/2007                           |  | S(1)                           |   | 94  | D  | \$ 10.2695 740,778 D                                  |

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|              |            |             |     |   |            |         |   |
|--------------|------------|-------------|-----|---|------------|---------|---|
| Common Stock | 10/31/2007 | <u>S(1)</u> | 94  | D | \$ 10.2678 | 740,684 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.2609 | 740,637 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 234 | D | \$ 10.26   | 740,403 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.2596 | 740,356 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.2521 | 740,309 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 328 | D | \$ 10.25   | 739,981 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.2481 | 739,934 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 46  | D | \$ 10.2477 | 739,888 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 46  | D | \$ 10.2408 | 739,842 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 46  | D | \$ 10.24   | 739,796 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 94  | D | \$ 10.2373 | 739,702 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 233 | D | \$ 10.23   | 739,469 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.22   | 739,422 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 94  | D | \$ 10.2191 | 739,328 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.2134 | 739,281 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.21   | 739,234 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 46  | D | \$ 10.2064 | 739,188 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 234 | D | \$ 10.2    | 738,954 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.1944 | 738,907 | D |
| Common Stock | 10/31/2007 | <u>S(1)</u> | 47  | D | \$ 10.19   | 738,860 | D |
|              | 10/31/2007 | <u>S(1)</u> | 94  | D | \$ 10.18   | 738,766 | D |

Common  
Stock

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

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(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) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 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 (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Mermis James J<br>717 TEXAS AVENUE<br>SUITE 3150<br>HOUSTON, TX 77002 | X             |           | President & CEO |       |

## Signatures

/s/ James J.  
Mermis 10/31/2007

\*\*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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 20, 2007. The Issuer disclosed the adoption of the trading plan in a Current Report on Form 8-K filed on August 21, 2007.

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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