DEUBEL DONALD P

Form 4

January 05, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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if no longer

may continue.

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 See Instruction

1(b).

Common

Stock

01/03/2005

(Print or Type Responses)

1. Name and Address of Reporting Person * DEUBEL DONALD P			2. Issuer Name and Ticker or Trading Symbol CONSTAR INTERNATIONAL INC [CNST]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
							L IIVC				
(Last)	(First) (M	iddle)	3. Date of	nsaction			DirectorX_ Officer (given		6 Owner er (specify		
ONE CROWN WAY			(Month/Day/Year) 01/03/2005					below) VP, Corporate Technologies			
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
		Filed(Month/Day/Year)					Applicable Line)				
PHILADELPHIA, PA 19154-4599								_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Z	Table I - Non-Derivative Securities Acq					quired, Disposed of, or Beneficially Owned				
1.Title of	2. Transaction Date	2A. Dee	med	3.	4. Secur	ities A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution	on Date, if		Transaction(A) or Disposed of			Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	(D)			Beneficially	(D) or	Beneficial	
		(Month/	Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or		(Instr. 3 and 4)			
				Code V	Amoun	(D)	Price	(mou. 5 und 1)			

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

F

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D

36,550

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

525 (1) D

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	t of ying es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DEUBEL DONALD P ONE CROWN WAY PHILADELPHIA, PA 19154-4599

VP, Corporate Technologies

Signatures

/s/ Michael Hoffman, Attorney o1/05/2005 in Fact

**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) Represents shares surrendered to the Company to satisfy tax liabilities associated with the vesting of restricted stock granted in 2003.

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.

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