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HOFFMAN I Form 4 January 06, 2	MICHAEL JO	OHN									
FORM									-	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check thi if no long	or								Expires:	January 31, 2005	
subject to STATEMENT OF CHANGES IN BENEFICIAL						LOW	NERSHIP OF	Estimated a			
Section 1 Form 4 or	Section 16. SECURITIES							burden hours per			
Form 5		nursuant to	Section 16	5(a) of the	- Securit	ies F	xchano	ge Act of 1934,	response	0.5	
obligation	¹⁸ Section	^					-	f 1935 or Sectio	n		
may conti <i>See</i> Instru 1(b).	inue.		of the Inv	•	•	· ·					
(Print or Type R	(esponses)										
0			2. Issuer Name and Ticker or Trading Symbol				-	5. Relationship of Reporting Person(s) to Issuer			
			CONSTAR INTERNATIONAL INC [CNST]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction			X Director		6 Owner	
ONE CROWN WAY			(Month/Day/Year) 01/04/2005					_X_ Officer (give title Other (specify below) below) President and CEO			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
Filed(M				th/Day/Year))			Applicable Line) _X_ Form filed by One Reporting Person			
PHILADEL	PHIA, PA 19	154-4599							More than One Re		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Securi	ities Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Executio any	emed3.4. Securities Acquiredon Date, ifTransaction(A) or Disposed of CodeCode(D)'Day/Year)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesIBeneficially0OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	01/04/2005			F	2,100 (1)	D	\$ 7.49	159,100	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.

 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)	4. Transac Code (Instr. 8	5. ctionNum of 3) Deriv Secur Acqu (A) o Dispo of (D (Instr 4, and	vative rities uired or osed)) r. 3,			Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Addre	55	Relationships							
	Director	10% Owner	Officer	Other					
HOFFMAN MICHAEL JOHN									
ONE CROWN WAY	Х		President and CEO						
PHILADELPHIA, PA 19154-4	-599								
Signatures									
/s/ Michael 01 Hoffman	/06/2005								

<u>**</u>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.