

GULF ISLAND FABRICATION INC  
 Form 4  
 December 05, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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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 \*  
 CHAUVIN KERRY J

2. Issuer Name and Ticker or Trading Symbol  
 GULF ISLAND FABRICATION INC [GIFI]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 583 THOMPSON ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/01/2006

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

HOUMA, LA 70363  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	12/01/2006		M			5,000	A	\$ 18	78,700	D	
Common Stock	12/01/2006		M			25,000	A	\$ 9.5	103,700	D	
Common Stock	12/01/2006		S			4,000	D	\$ 39	99,700	D	
Common Stock	12/01/2006		S			600	D	\$ 39.01	99,100	D	
Common Stock	12/01/2006		S			300	D	\$ 39.02	98,800	D	

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Common Stock	12/01/2006	S	400	D	\$ 39.04	98,400	D
Common Stock	12/01/2006	S	228	D	\$ 39.06	98,172	D
Common Stock	12/01/2006	S	1,000	D	\$ 39.1	97,172	D
Common Stock	12/01/2006	S	1,000	D	\$ 39.2	96,172	D
Common Stock	12/01/2006	S	276	D	\$ 39.21	95,896	D
Common Stock	12/01/2006	S	4,273	D	\$ 39.24	91,623	D
Common Stock	12/01/2006	S	106	D	\$ 39.25	91,517	D
Common Stock	12/01/2006	S	1,000	D	\$ 39.28	90,517	D
Common Stock	12/01/2006	S	1,171	D	\$ 39.3	89,346	D
Common Stock	12/01/2006	S	750	D	\$ 39.33	88,596	D
Common Stock	12/01/2006	S	731	D	\$ 39.39	87,865	D
Common Stock	12/01/2006	S	2,100	D	\$ 39.4	85,765	D
Common Stock	12/01/2006	S	467	D	\$ 39.41	85,298	D
Common Stock	12/01/2006	S	6,714	D	\$ 39.5	78,584	D
Common Stock	12/01/2006	S	400	D	\$ 39.51	78,184	D
Common Stock	12/01/2006	S	100	D	\$ 39.52	78,084	D
Common Stock	12/01/2006	S	307	D	\$ 39.56	77,777	D
Common Stock	12/01/2006	S	3,205	D	\$ 39.6	74,572	D
Common Stock	12/01/2006	S	100	D	\$ 39.65	74,472	D
Common Stock	12/01/2006	S	300	D	\$ 39.66	74,172	D
	12/01/2006	S	100	D		74,072	D

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Common Stock					\$			
					39.67			
Common Stock	12/01/2006		S	372	D	\$	73,700	D
					39.05			

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

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**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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Options (Right to Buy)	\$ 9.5	12/01/2006		M	25,000	01/03/2001 <sup>(1)</sup>	01/03/2010	Common Stock
Options(Right to Buy)	\$ 18	12/01/2006		M	5,000	01/22/1999 <sup>(2)</sup>	01/22/2008	Common Stock

## 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 12/05/2006

\*\*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 1/03/2001 and on the next four subsequent one year anniversaries thereof.
- (2) Exercisable in annual increments equal to 20% of the total number of options beginning on 1/22/1999 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.

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