




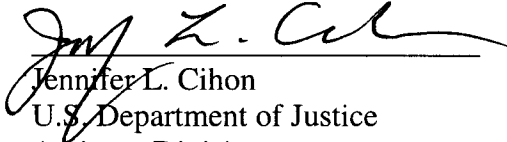
3. The parties consent to the Court's entry of the Settlement Agreement and Order in the form attached to this Stipulation, and without further notice to any party or other proceedings.
4. The parties' execution of this Stipulation and entry of the proposed Settlement Agreement and Order discharges, settles and constitutes a full release of the claims of the United States against Respondents, as defined in Paragraphs 2 and 3 of the Petition to Show Cause, arising from the violations of the Final Judgment and Hold Separate Order alleged in the Petition to Show Cause.
5. Neither this Stipulation nor the proposed Settlement Agreement and Order shall be construed to preclude the United States from bringing an action against Respondents for any violation(s) other than the alleged violations described in the Petition to Show Cause.
6. In the event that the proposed Settlement Agreement and Order is not entered pursuant to this Stipulation, this Stipulation shall be null and void and shall be of no effect whatever, and the making of it shall be without prejudice to any party in this or any other proceeding.

Dated: November 8, 2007

CAL DIVE INTERNATIONAL, INC.  
HELIX ENERGY SOLUTIONS GROUP, INC.

  
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UNITED STATES OF AMERICA

  
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