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Williams Ed	dward E										
Form 4											
May 02, 20	11										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB AF	OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check t									Expires:	January 31,	
if no lor subject		MENT OI	F CHAN	NGES IN	BENEF	ICIA	L OWN	ERSHIP OF	Estimated average		
Section 16. SECURITIES								burden hours per			
Form 4									response	. 0.5	
Form 5 obligation	-						-	Act of 1934,			
may cor				•	•	-	•	1935 or Section			
See Inst		30(h)	of the I	nvestmen	t Compar	iy Ac	ct of 1940				
1(b).											
(Print or Type	Responses)										
1 Name and	Address of Reporting	Person *	2 1	N	J.T.: -1	T 4		5. Relationship of I	Reporting Pers	on(s) to	
Williams E								Issuer			
			-	CE COR	PORATI	ON					
SERVICE CORPORATION INTERNATIONAL [SCI] (Check							all applicable)				
(Last)	(First)	(Middle)	3. Date of	of Earliest 7	Transaction		-	_X_ Director	10%	Owner	
(M			(Month/	(Month/Day/Year)				Officer (give title Other (specify below) below)			
1929 ALLI		04/29/2011					below)	Delow)			
	(Street)		4. If Am	endment, D	ate Origina	ıl	(5. Individual or Joi	nt/Group Filin	g(Check	
								Applicable Line)			
							-	X_Form filed by On			
HOUSTON	N, TX 77019						Ī	Form filed by Mo Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securit	ies Ac	quired (A)	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution	Date, if		omr Dispos			Securities	Ownership	Indirect	
(Instr. 3) any			Code (Instr. 3, 4 and 5) $(U \rightarrow 0)$					Beneficially	Form: Direct (D)	Beneficial	
		(Month/Da	ay/1eal)	(Instr. 8)				Owned Following	or Indirect	Ownership (Instr. 4)	
						(A)		Reported	(I)	. ,	
						or		Transaction(s)	(Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	04/29/2011			А	326	А	\$ 0	272,543	D		
Stock	0 1127/2011				020		ΨV	2,2,3,5	2		
Common	04/20/2011			C	10.000	D	\$	262 542	D		
Stock	04/29/2011			S	10,000	D	11.7818	262,543	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.

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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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Williams Edward E 1929 ALLEN PARKWAY HOUSTON, TX 77019	Х			
Signatures				
Curtis G. Briggs, Attorney-in-F Williams	04/29/2011			
**Signature of Reporting	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).

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.