SCF II LP
Form 4
December 12, 2006

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMMONS L E

(Last) (First) (Middle)

6600 TRAVIS, STE 6600

(Street)

HOUSTON, TX 77002

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
OIL STATES INTERNATIONAL, INC [OIS]

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Member of Group

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/11/2006		G (1)		60,000	D	$ 0	76,231	D	
Common Stock	12/08/2006		J (2)		1,524,160	D	$ 33.9	0	I	By SCF-III, L.P. and SCF-IV, L.P. (3)
Common Stock	12/08/2006		J (2)		170,585	A	$ 33.9	246,816	D	
Common Stock	12/08/2006		J (2)		3,139	A	$ 33.9	3,139	I	By L.E. Simmons & Associates,

									Inc. (3)
Common Stock	12/08/2006		J(2)	40,794	A	$ 33.9	64,342	I	By LESFP, Ltd. (3)
Common Stock							234,290	I	By SCF-II, L.P. (3)

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.

SEC 1474 (9-02)

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 Amount of Underlying Securities (Instr. 3 and 4)		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	Relationships			
	Director	10% Owner	Officer	Other
SIMMONS L E 6600 TRAVIS STE 6600 HOUSTON, TX 77002	X			Member of Group
SCF III LP 6600 CHASE TOWER HOUSTON, TX 77002				Member of Group
SCF IV LP 600 TRAVIS STE 6600 HOUSTON, TX 77002				Member of Group
SCF II LP 600 TRAVIS STE 6600				Member of Group

C/O SCF PARTNERS
HOUSTON, TX 77002

SCF IV GP LTD PARTNERSHIP
600 TRAVIS STE 6600
HOUSTON, TX 77002

Member of Group

Signatures

L.E. Simmons	12/12/2006
**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) Represents a donation of these shares to The Church of Jesus Christ of Latter-day Saints.

(2) The distribution of 1,524,160 shares of the common stock as reported on this Form 4 consists of 1,091,679 shares distributed by SCF-III, L.P. and 432,481 shares distributed by SCF-IV, L.P.

(3) The reporting person is sole stockholder and director of L.E. Simmons & Associates, Inc., a Delaware corporation (LESA), which is the sole general partner of SCF-II LP (SCF-II), SCF-IV GP Limited Partnership (SCF-IV GP), SCF-IV 3i LP (SCFIV 3i) and SCF-IV Management Partners LP (SCF-IV MP), all of which are Delaware limited partnerships. Additionally, SCF-II is the sole general partner of SCF-III LP, a Delaware limited partnership (SCF-III) and SCF-IV GP is the sole general partner of SCF-IV LP, a Delaware limited partnership (SCF-IV). The reporting person also controls LESFP LTD (LESFP), a Delaware limited partnership. Based on the reporting person's affiliation with SCF-III, SCF-IV, SCF-II, SCF-IV GP, LESFP, SCFIV 3i, SCF-IV MP, and LESA (collectively the "Related Entities"), the reporting person may be deemed to beneficially own all of the shares of common stock of the Issuer beneficially owned or deemed to be beneficially owned by the Related Entities.

Remarks:

L.E. Simmons is signing for himself, as the designated filer, as well as in his capacity as attorney-in-fact for LESA, LESFP, SC