

GILLIS STEPHEN MALCOLM
 Form 4/A
 May 18, 2011

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 *
 GILLIS STEPHEN MALCOLM

2. Issuer Name and Ticker or Trading Symbol
 SERVICE CORPORATION
 INTERNATIONAL [SCI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 07/31/2008

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

1929 ALLEN PARKWAY

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)
 05/11/2011

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HOUSTON, TX 77019

(City) (State) (Zip)

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	07/31/2008		P		54.558	A	\$ 9.52 0 (1)
Common Stock	10/31/2008		P		78.321	A	\$ 6.66 0 (1)
Common Stock	01/30/2009		P		114.842	A	\$ 4.57 0 (1)
Common Stock	04/30/2009		P		211.676	A	\$ 4.65 0 (1)
Common Stock	07/31/2009		P		163.178	A	\$ 6.34 0 (1)

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Common Stock	10/30/2009	P	105.391	A	\$ 7.03	0 ⁽¹⁾	D
Common Stock	01/29/2010	P	97.017	A	\$ 7.68	0 ⁽¹⁾	D
Common Stock	04/30/2010	P	80.27	A	\$ 9.33	0 ⁽¹⁾	D
Common Stock	07/30/2010	P	100.977	A	\$ 8.3	0 ⁽¹⁾	D
Common Stock	10/29/2010	P	104.137	A	\$ 8.09	0 ⁽¹⁾	D
Common Stock	01/31/2011	P	97.076	A	\$ 8.72	0 ⁽¹⁾	D
Common Stock	04/29/2011	P	138.835	A	\$ 11.79	76,985.278 ^{(1) (2)}	D

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GILLIS STEPHEN MALCOLM 1929 ALLEN PARKWAY HOUSTON, TX 77019	X			

Signatures

Curtis G. Briggs, Attorney-in-Fact for S. Malcolm
Gillis

05/18/2011

__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) All of the share purchases reported in this Form 4 were the result of dividend reinvestments in a broker account and were omitted from the Form 4's filed by the reporting person on and after August 1, 2008.
- (2) The reporting person owns 76,985.278 shares as of May 11, 2011.

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.