

HERCULES OFFSHORE, INC.
Form 4
September 26, 2006

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
STILLEY RANDALL D

2. Issuer Name and Ticker or Trading Symbol
HERCULES OFFSHORE, INC.
[HERO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

11 GREENWAY PLAZA, SUITE 2950

09/25/2006

CEO and President

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

HOUSTON, TX 77046

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 or Price		
Common Stock, par value \$0.01 per share	09/25/2006		P		1,000 A \$ 29.9499	219,600	D
Common Stock, par value \$0.01 per share	09/25/2006		P		100 A \$ 29.95	219,700	D
	09/25/2006		P		100 A \$ 29.99	219,800	D

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Common Stock, par value \$0.01 per share								
Common Stock, par value \$0.01 per share	09/25/2006	P	100	A	\$ 30	219,900	D	
Common Stock, par value \$0.01 per share	09/25/2006	P	100	A	\$ 30.01	220,000	D	
Common Stock, par value \$0.01 per share	09/25/2006	P	100	A	\$ 30.03	220,100	D	
Common Stock, par value \$0.01 per share	09/25/2006	P	200	A	\$ 30.04	220,300	D	
Common Stock, par value \$0.01 per share	09/25/2006	P	300	A	\$ 30.05	220,600	D	
Common Stock, par value \$0.01 per share	09/25/2006	P	1,800	A	\$ 30.06	222,400	D	
Common Stock, par value \$0.01 per share	09/25/2006	P	1,200	A	\$ 30.1	223,600	D	
Common Stock, par value \$0.01 per share						400	I	Shares owned by Mr. Stilley's son.

