U	NITED STATES	
SECURITIES AN	D EXCHANGE CO	OMMISSION
•	Washington D.C., 20549	
	Form 8-K	
	Current Report	
Pursuant to Section 13	or 15(d) of the Securities Exch	nange Act of 1934
Date Of Repor	t (Date Of Earliest Event Reported):	: 2/2/05
CONSTAR I	INTERNATION	AL INC.
(Exact Nan	ne of Registrant as Specified in its Charto	er)
Com	nmission File Number: 000-16496	
Delaware (State or Other Jurisdiction Of		13-1889304 (I.R.S. Employer
Incorporation or Organization)		Identification No.)

One Crown Way

Incorporation or Organization)

Philadelphia, PA 19154-4599

(Address of Principal Executive Offices, Including Zip Code)

215.552.3700

(Registrant s Telephone Number, Including Are	

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- " Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act(17CFR240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))

Item 7.01. Regulation FD Disclosure

The following information is being furnished under Item 7.01 Regulation FD Disclosure. This information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On February 2, 2005, the registrant issued a press release announcing its refinancing plan. Attached as Exhibit 99.1 to this report is a copy of the registrant s press release.

Item 9.01 Financial Statements and Exhibits

- (c) Exhibits
- 99.1 Press release dated February 2, 2005.

Signature(s)

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 2, 2005

CONSTAR INTERNATIONAL INC.

By: /s/ William S. Rymer

William S. Rymer Executive Vice President and Chief Financial Officer

Exhibit Index

Exhibit No. Description

EX-99.1 Press release dated February 2, 2005.