SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of earliest event reported: July 28, 2004

Constar International Inc.

(Exact name of registrant as specified in charter)

Delaware (State of Incorporation)

000-16496 (Commission File Number) 13-1889304 (I.R.S. Employer

Identification No.)

One Crown Way, Philadelphia, PA (Address of Principal Executive Offices)

(215) 552-3700 (Registrant s telephone number, including area code) 19154 (Zip Code)

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Item 7. Financial Statements and Exhibits.

- (c) Exhibits
 - 99.1 Press Release dated July 28, 2004 announcing 2004 second quarter results.

Item 12. Results of Operations and Financial Condition.

On July 28, 2004, Constar International Inc. issued a press release announcing its 2004 second quarter results. The information contained in the Press Release filed as Exhibit 99.1 is furnished pursuant to Item 12.

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SIGNATURE

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, thereunto duly authorized.

CONSTAR INTERNATIONAL INC.

Date: July 28, 2004 By: /s/ James C. Cook

Name: James C. Cook

Title: Executive Vice President,

Chief Financial Officer

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EXHIBIT INDEX

Exhibit No.	Description
	
99.1	Press Release dated July 28, 2004 announcing 2004 second quarter results.