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SERVICE CORPORATION INTERNATIONAL
Form 8-K
March 25, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 25, 2004

SERVICE CORPORATION INTERNATIONAL
(Exact name of registrant as specified in its charter)

Texas (State or other jurisdiction of incorporation)	1-6402-1 (Commission file number)	74-1488375 (I. R. S. employer identification number)
1929 Allen Parkway, Houston, Texas (Address of principal executive offices)		77019 (Zip code)

Registrant's telephone numbers, including area code - (713) 522-5141

Item 9. Regulation FD Disclosure

On March 24, 2004, Service Corporation International issued a press release announcing it had commenced a cash tender offer to purchase up to \$150 million aggregate principal amount of its 6% Notes due 2005.

The March 24, 2004 press release is furnished as Exhibit 99.1 to this Form 8-K. The information in this Current Report on Form 8-K, including the exhibit, is being furnished pursuant to Regulation FD and shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933 as amended, or the Securities Exchange Act of 1934, as amended.

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.

March 25, 2004

SERVICE CORPORATION INTERNATIONAL

By: /s/ Eric D. Tanzberger

Eric D. Tanzberger
Vice President and Corporate Controller

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Exhibit Index

Exhibit Number	Description
99.1	Press release, dated March 24, 2004, issued by Service Corporation International