

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) December 19, 2001

Commission File Number 000-23386

CRYO-CELL INTERNATIONAL, INC.

(Name of Small Business Issuer in its charter)

DELAWARE

(State or other jurisdiction
of incorporation or
organization)

22-3023093

(I.R.S. Employer
Identification No.)

3165 McMullen Booth Road, Bldg. B, Clearwater, FL 33761

(Address of principal executive offices) (Zip Code)

Issuer's telephone number: (727) 450-8000

(Former name or former address, if changed since last report)

Item 5. Other Events

Effective December 19, 2001, Wanda D. Dearth has been terminated for cause as President and Chief Operating Officer of the Company. The Board of Directors has removed Ms. Dearth as a Director of the Company.

The Board of Directors of the Company accepted the resignation of Junior Winokur as a Director effective December 31, 2001.

Jill M. Taymans has been named Vice President, Finance. E. Thomas Deutsch, III has been named Vice President, Information Technology.

SIGNATURES

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.

CRYO-CELL INTERNATIONAL, INC.

Date: December 19, 2001

By: /s/ Daniel D. Richard

Daniel D. Richard
Chairman and Chief Executive
Officer