

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) February 1, 2002  
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Commission File Number 000-23386  
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CRYO-CELL INTERNATIONAL, INC.  
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(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.)
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3165 McMullen Booth Road, Bldg. B, Clearwater, FL 33761  
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(Address of principal executive offices) (Zip Code)

Issuer's telephone number: (727) 450-8000  
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(Former name or former address, if changed since last report)

Item 5. Other Events

On January 30, 2002, the Company was served with a complaint by its former President and Chief Operating Officer, Wanda Dearth. The complaint alleges that the Company breached an agreement with Ms. Dearth and is seeking damages and attorney's fees.

The Company's Board of Directors terminated Ms. Dearth's employment on December 19, 2001. The Company believes that it is justified in its action, believes the suit has no merit and is considering its legal options, including filing a countersuit.

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: February 1, 2002 By: /s/ Daniel D. Richard  
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Daniel D. Richard  
Chairman and Chief Executive Officer