

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) January 3, 2003.

Commission File Number 000-23386

CRYO-CELL INTERNATIONAL, INC.

(Name of Small Business Issuer in its charter)

DELAWARE

22-3023093

(State or other jurisdiction
of incorporation or
organization)

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

3165 McMullen Booth Road, Building B, Clearwater, FL 33761

(Address of Principal Executive Offices) (Zip Code)

Issuer's phone number, including area code: (727) 450-8000

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

Item 5. Other Events

Director Changes

The Board of Directors of the Company accepted the resignation of Ronald B. Richard as a Director effective December 31, 2002. Mr. Richard currently remains as Chief Executive Officer and Director of Stem Cell Preservation Technologies, Inc.

The Board of Directors of the Company's subsidiary Stem Cell Preservation Technologies, Inc. accepted the resignation of Mercedes Walton as a Director of the subsidiary effective December 31, 2002. Ms. Walton currently remains as Chairman of the Board of the Company.

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: January 3, 2003

By: /s/ John V. Hargiss

John V. Hargiss
Chief Executive Officer