FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* PORTNOY DAVID			2. Issuer Name and Ticker or Trading Symbol CRYO CELL INTERNATIONAL INC [CCEL]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X. Director 10% Owner							
(Last) (First) (Middle) 700 BROOKER CREEK BLVD., SUITE 1800			3. Date of Earliest Transaction (Month/Day/Year) 10/24/2012						X Officer (give title below) Other (specify below) Co-Chief Executive Officer							
IAD EI 24	(Street)		4. If Am	endment,	Date C	Original Filo	ed(Month/D	ay/Year)		_X_ Form filed by	One Reporting	Person		blicable Line)		
	(State)	(Zip)			Tab	le I - Non-	Derivativ	e Securit	ies Ac	quired. Disposed	of, or Bene	ficially O	Owned			
Security		2. Transaction Date (Month/Day/Year)	Execution any	on Date, if	3. Tr Code (Instr	ansaction	4. Secur (A) or D	rities Acquisposed of 4 and 5)	uired of (D)	5. Amount of Securities Beneficiall		eficially	6. Owners Form: Direct (or India	(D) Benefi Owner	ct cial ship	
					Co	ode V	Amount	(A) or (D)	Price				(I) (Instr. 4	4)		
n Stock		10/17/2012			I)	3,346	A	\$ 2.4	144,724			I	By Corpe	oration	
n Stock										20,893			D			
n Stock										199,080	199,080		I		By IRA	
n Stock										199,738			I	By L	LC (2)	
n Stock										51,678			I		By Spouse	
n Stock										4,854	4		I	As Con	As Cust for Son	
n Stock										4,000	,000		I	As Condaction Daug	ust for hter	
n Stock										55,219			I	By Corpo	oration	
Report on a s	separate line for eac	h class of securities	beneficia	lly owned	direct	Per in t	sons wh	are not	requi	red to respond	unless the		tained	SEC 147	74 (9-02)	
		Table II								lly Owned						
Conversion Date Execution Date, is or Exercise (Month/Day/Year)		4. 5. Number Code of (Instr. 8) Derivativ		ber vative rities nired or	6. Date Exercisable and Expiration Date (Month/Day/Year) ve ss ii				tle and Amount nderlying Prities Security (Instr. 5)		Derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form of Derivative Gecurity: Direct (D) or Indirect	Beneficial		
Security				of (D (Insti	r. 3,							(Instr. 4)	(Instr. 4)		
Security			Code	of (D (Insti	r. 3,	Date Exercisabl		iration	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)		
\$ 1.72			Code	of (D (Instr 4, an	r. 3, d 5)		e Date	2	Con	or Number		(Instr. 4		D		
	OY DAVII ast) OOKER CI IAR, FL 34 ity) Security Security	OY DAVID ast) (First) OOKER CREEK BLVD., S (Street) IAR, FL 34677 ity) (State) Security n Stock n Stock n Stock n Stock n Stock n Stock stock n Stock c Stock n Stock	OY DAVID ast) (First) (Middle) OOKER CREEK BLVD., SUITE 1800 (Street) IAR, FL 34677 ity) (State) (Zip) Security 2. Transaction Date (Month/Day/Year) In Stock 10/17/2012 In Stock In Stoc	OY DAVID ast) (First) (Middle) OOKER CREEK BLVD., SUITE 1800 (Street) 4. If Am IAR, FL 34677 ity) (State) (Zip) Security 2. 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If Amendment, Date Original Filed(Month/Day/Year) (Starcel) 4. If Amendment, Date Original Filed(Month/Day/Year) (Starcel) 4. If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) (A) or Indicate Month Capy (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code A) Transaction (A) or Green filed by More than One (A) or Branch East South End One (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or Green filed by More than One (A) or Branch East South End One (Instr. 8) (Month/Day/Year) (Month/	CRYO CELL INTERNATIONAL INC [CCEL] (Check all appl (Che	CRYO CELL INTERNATIONAL INC [CCEL] (Noted) (No	CRYO CELL INTERNATIONAL INC [CCEL] X_ Director Chock all applicable) Year O'No Communication O'No Comm	

Relationships

Other

Officer

10%

Owner

Director

Reporting Owner Name / Address

PORTNOY DAVID			
700 BROOKER CREEK BLVD., SUITE 1800	X	Co-Chief Executive Officer	
OLDSMAR, FL 34677			

Signatures

/s/ David I. Portnoy	10/25/2012
Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares of Common Stock held by PartnerCommunity, as to which David I. Portnoy may be deemed the beneficial owner as Chairman of the Board and Secretary and as managing member of Mayim Management, LLC, which may exercise investment and voting discretion over such shares of Common Stock in accordance with the Investment Advisory Agreement.
- (2) Shares of Common Stock held by Mayim Investments Limited Partnership, as to which David I.Portnoy may be deemed the beneficial owner as the managing member and owner of Mayim Management, LLC, which is the general partner of Mayim Management Limited Partnership, which is the general partner of Mayim Investment Limited Partnership.
- (3) Shares of Common Stock held by uTIPu, Inc., as to which David I. Portnoy may be deemed the beneficial owner as Chairman of the Board and Secretary.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.