

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

SEERY, GERALD B.
1655 Roberts Boulevard, N.W.
Kennesaw, GA 30144

2. Issuer Name and Ticker or Trading Symbol

CRYOLIFE, INC.
CRY

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

12-31-00

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Vice President, Marketing

7. Individual or Joint/Group Reporting (Check Applicable Line)

(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year Price	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
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1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Derivative Acquired (A) or Disposed of (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Year	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Incentive Stock Option (1)	(\$29.15)	12-7-00	A	15,000	12-7-06	Common Stock	15,000	N/A	15,000	D

Explanation of Responses:

(1) All share amounts and prices have been adjusted to reflect a three-for-two stock split which was effective

December 27, 2000.

(2) Option vests as follows: 2,503 shares on 12-7-01; 2,504 shares on 12-7-02; 3,430 shares on 12-7-03; 3,431 shares on 12-7-04; and 3,132 shares on 12-7-05.

SIGNATURE OF REPORTING PERSON

/s/ Gerald B. Seery

Gerald B. Seery

DATE

February 13, 2001