

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person

ASHMORE, SIDNEY B.
 1655 Roberts Blvd., N.W.
 Kennesaw, GA 30144

2. Date of Event Requiring Statement (Month/Day/Year)
 3-8-01

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

4. Issuer Name and Ticker or Trading Symbol

CRYOLIFE, INC.
 CRY

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

Vice President of Marketing

6. If Amendment, Date of Original (Month/Day/Year)
 3-15-01

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

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

Table I -- Non-Derivative Securities Beneficially Owned			
1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct(D) or Indirect(I)	4. Nature of Indirect Beneficial Ownership
Common Stock	2,959 (1)	D	

Table II -- Derivative Securities Beneficially Owned						
1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Underlying Securities	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct(D) or Indirect(I)	6. Nature of Indirect Beneficial Ownership	
Incentive Stock Option	(2) 11-1-01	Common Stock	17,500 \$9.00	D		
Incentive Stock Option	(3) 12-9-05	Common Stock	17,500 \$8.50	D		

Explanation of Responses:

(1) Amendment includes 600 shares that were inadvertently omitted from an initial Form 3.

(2) Exercisable in five equal annual installments of 1,500 shares each year beginning on 11-1-97.

(3) Exercisable in five equal annual installments of 1,500 shares each year beginning on 12-9-00.

SIGNATURE OF REPORTING PERSON

/s/ Sidney B. Ashmore

Sidney B. Ashmore

DATE

February 12, 2002