

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person  
 ANDERSON, STEVEN G.  
 1655 ROBERTS BOULEVARD, NW  
 KENNESAW, GA 30144  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 CRYOLIFE, INC.  
 CRYL
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 NOVEMBER 1996
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 (X) Director (X) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 President, CEO and Chairman
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 Acquired, Disposed of, or Beneficially Owned

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 Month Price	6. Director (D) or Indirect Director (I)	7. Nature of Indirect Beneficial Ownership
COMMON STOCK	11/18/1996	G	1490	1,037,000	D	
				104,510	I	by Spouse

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	5. Date Exercisable and Expiration Date Date (Month/Day/Year)	6. Title and Amount of Underlying Securities Title and Number of Shares	7. Price of Derivative Security	8. Number of Derivative Securities	9. Nature of Indirect Beneficial Ownership

Explanation of Responses:  
 SIGNATURE OF REPORTING PERSON  
 Steven G. Anderson  
 DATE  
 12/16/96