

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

HEACOX, ALBERT E., PH.D.
 c/o CryoLife, Inc.
 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
 September 2001

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)

Sr. Vice President-Laboratory Operations

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)			5. Amount of Securities Beneficially Owned at End of Month	6. Director or Indirect Beneficial Ownership	7. Nature of Indirect Beneficial Ownership		
			Amount	A/D	Price			(D) or Indirect	(I)	(I)
Common Stock	19-24-01	G(1)V	200	D		45,000	I	(2)		
Common Stock	19-24-01	G(1)V	200	A		72,196	I	(3)		
						200	I	(4)		

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Derivative Security	2. Conversion or Exercise Date	3. Transaction Code	4. Derivative Acquired (A) or Disposed of (D)	5. Number of Derivative Securities	6. Date of Exercise (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Nature of Derivative	
									Director or Indirect Beneficial Ownership	(D) or Indirect

Explanation of Responses:

- (1) Gift to daughter and son who are dependants.
- (2) The 45,000 shares are owned by Dr. Heacox's spouse as Virginia Heacox FBO Virginia Heacox, Trustee, or successor Trustees of the Virginia Heacox Living Trust under and agreement dated 10-29-99.
- (3) The 72,196 shares are owned by Albert E. Heacox, Trustee, Albert E. Heacox Trust under an agreement dated 10-29-99.
- (4) Includes 100 shares owned by Albert E. Heacox C/F Rachel K. Heacox UTMA/GA and 100 shares owned by Albert E. Heacox C/F Daniel A. Heacox UTMA/GA. The reporting person disclaims beneficial ownership of all securities held by his daughter and son, and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

SIGNATURE OF REPORTING PERSON
 /s/ Albert E. Heacox
 Albert E. Heacox, Ph.D.
 DATE

October 9, 2001