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 LACY, VIRGINIA C. 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 03/06/2002
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below) Director
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

1. Title of Security		ansact		Securitie or Dispos	ed of		A)	5.Amount of Securities Beneficially Owned at	lect	or	of Indirect ial Ownership
	Dā	te Co	ode V	Amount		D	Price		lect		
Common Stock	3-6	-02 G	V 5,	000		D		355,280			ry of Trusts (1)
	I	1	1 1			1 1		165,879	ΙI	Beneficia	ry if IRA (1)
	 		 					22,500 	ΙΙ	Administr an	ator of Pension P
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Explanation of Responses:

(1) Ms. Lacy is the beneficiary of three Trusts and an IRA in the name of her deceased spouse.

SIGNATURE OF REPORTING PERSON

/s/ Virginia C. Lacy

DATE

April 8, 2002