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.
2211 New Market Parkway
Suite 142
Marietta, GA 30067

Issuer Name and Ticker or Trading Symbol CryoLife, Inc. CRYI.

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

4. Statement for Month/Year December 1996

USA

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	Trans		ecurities Acc r Disposed of Amount		ı	5.Amount of   Securities   Beneficially   Owned at   End of Month	6.Di  ect  (D)o  Indi  ect(	r   r	of Indirect ial Ownership
COMMON STOCK	12/26/  96	G   V  765		D	N/A	11,035,470	D 	l I	
COMMON STOCK		'IG  V 765		Į D	N/A	104,510	I	by Spouse	
Table II Derivativ	re Securitite	s Acquired,	Disposed of,	or Be	neficially	Owned			
1.Title of Derivative	2.Con-  3.	4.	5.Number of I	De  6.D	ate Exer 7	.Title and Amount		9.Number	10. 11.Nature of
	2.Con-  3.  version  Tr	4.   ransaction	5.Number of I	De  6.D	ate Exer 7	.Title and Amount of Underlying	of Deri	of Deriva	Dir Indirect
1.Title of Derivative	2.Con-  3.  version  Tr  or Exer	4.   ransaction	5.Number of I rivative Sec rities Acqui	De  6.D	ate Exer 7 able and  iration	.Title and Amount	of Deri  vative	of Deriva	Dir Indirect  ect Beneficial
1.Title of Derivative	2.Con-  3.  version  Tr  or Exer    cise	4.    ansaction   	5.Number of I rivative Sec rities Acqui red(A) or Di	De  6.D cu  cis i  Exp is  Dat	ate Exer 7 able and  iration   e(Month/	.Title and Amount of Underlying	of Deri  vative  Secu	of Deriva  tive  Securities	Dir Indirect  ect Beneficial  (D) Ownership
1.Title of Derivative	2.Con-  3.  version  Tr  or Exer    cise    Price of	4.    ansaction   	5.Number of I rivative Sec rities Acqui	De  6.D cu  cis i  Exp is  Dat	ate Exer 7 able and  iration   e(Month/  /Year)	.Title and Amount of Underlying	of Deri  vative  Secu  rity	of Deriva  tive  Securities  Benefi	Dir Indirect  ect Beneficial  (D) Ownership  or
1.Title of Derivative	2.Con-  3.  version  Tr  or Exer    cise    Price of   Deriva-	4.    ansaction   	5.Number of I rivative Sec rities Acqui red(A) or Di posed of(D)	De  6.D cu  cis i  Exp is  Dat  Day	ate Exer 7 able and  iration   e(Month/  /Year)   e  Expir	Title and Amount of Underlying Securities	of Deri  vative  Secu  rity	of Deriva  tive  Securities  Benefi  ficially	Dir Indirect  ect Beneficial  (D) Ownership  or   Ind
1.Title of Derivative	2.Con-  3.  version  Tr  or Exer    cise    Price of   Deriva-    tive	4.    ansaction   	5.Number of I rivative Sec rities Acqui red(A) or Di posed of(D)	De  6.D cu  cis i  Exp is  Dat  Day  Dat	ate Exer 7 able and  iration   e(Month/  '/Year)   e  Expir  r- ation	.Title and Amount of Underlying	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi	Dir Indirect  ect Beneficial  (D) Ownership  or    Ind   ire
1.Title of Derivative	2.Con-  3.  version  Tr  or Exer    cise    Price of   Deriva-    tive	4.    ansaction   	5.Number of I rivative Sec rities Acqui red(A) or Di posed of(D)	De  6.D cu  cis i  Exp is  Dat  Day  Dat	ate Exer 7 able and  iration   e(Month/  '/Year)   e  Expir  r- ation  a- Date	Title and Amount of Underlying Securities Title and Number	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned at	Dir Indirect  ect Beneficial  (D) Ownership  or   Ind

Explanation of Responses: SIGNATURE OF REPORTING PERSON Steven G. Anderson