U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C.

FORM 4

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check 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

McCall, Ronald D.

2211 New Market Parkway

Suite 142

Marietta, GA 30067

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

May/1996

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person to Issuer (Check all applicable) (X) Director () 10% Owner (X) Officer (give title below) () Other (specify below) Secretary and Treasurer

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1. Title of Security	2. 3. 4.Securities Acc Transaction or Disposed of 			sed of	(D)				6.Dir 7.Nature ect Benefi (D)or Indir				
	Da	ate Co	de V	Amount				e End o	f Year	ect(I)		
Common Stock	105,	/14/ T	1 1	3,000		A	\$4.50	31,296		D	 		
	1	1	1.1			1 1		5,000		ΙI	By Spouse		
Table II Derivati	ve Securit	tites A	cquir	ed, Dispose	ed of,	or Ben	eficiall	y Owned					
													11.Nature of
.Title of Derivative Security	version	Trans	actio	n rivativ	re Secu	cisa	ble and	of Underl	ying	of Deri	of Deriva	Dir	Indirect
	version or Exer	Trans	actio	n rivativ	ze Secu Acqui	cisa Expi	ble and ration	of Underl Securitie	ying s	of Deri vative	of Deriva tive	Dir	Indirect Beneficial
	version or Exer cise	Trans	actio 	n rivativ rities red(A)	e Secu Acqui or Dis	cisa Expi Date	ble and ration (Month/	of Underl Securitie	ying s	of Deri vative Secu	of Deriva tive Securities	Dir ect (D)	Indirect Beneficial Ownership
	version or Exer cise Price o	Trans	actio 	n rivativ rities red(A) posed o	e Secu Acqui or Dis of(D)	cisa Expi Date	ble and ration (Month/ Year)	of Underl Securitie	ying s	of Deri vative Secu rity	of Deriva tive Securities Benefi	Dir ect (D) or	Indirect Beneficial Ownership
	version or Exer cise Price o: Deriva-	Trans	actio 	n rivativ rities red(A) posed o	ve Secu Acqui or Dis of (D)	cisa Expi Date Day/	ble and ration (Month/ Year) Expir	of Underl Securitie	ying s	of Deri vative Secu rity	of Deriva tive Securities Benefi ficially	Dir ect (D) or Ind	Indirect Beneficial Ownership
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Security	version or Exer cise Price o: Deriva- tive Secu- rity	Trans	actio	n rivativ	ve Secu Acqui or Dis of (D)	cisa Expi Date Day/ Date Exer cisa	ble and ration (Month/ Year) Expir - ation - Date	of Underl Securitie Title an of Share	ying s d Number s	of Deri vative Secu rity 	of Deriva tive Securities Benefi ficially Owned at End of	Dir ect (D) or Ind ire ct (I)	Indirect Beneficial Ownership
Security	version or Exer cise Price or Deriva- tive Secu- rity \$ 4.50	Trans	actio	n rivativ rities red(A) posed (ve Secu Acqui or Dis of (D) A D	cisa Expi Date Day/ Date Exer cisa ble	ble and ration (Month/ Year) Expir - ation - Date 03/20	of Underl Securitie Title an of Share	ying s d Number s	of Deri vative Secu rity 	of Deriva tive Securities Benefi ficially Owned at End of Year	Dir ect (D) or Ind ire ct (I)	Indirect Beneficial Ownership
Security	version or Exer cise Price o: Deriva- tive Secu- rity \$ 4.50	Trans	actio	n rivativ rities red(A) posed (ve Secu Acqui or Dis of (D) A D	cisa Expi Date Day/ Date /Exer cisa ble	ble and ration (Month/ Year) Expir - ation - Date 03/20 /97	of Underl Securitie Title an of Share	ying s d Number s k 3,000	of Deri vative Secu rity N/A	of Deriva tive Securities Benefi ficially Owned at End of Year	Dir ect (D) or Ind ire ct (I)	Indirect Beneficial Ownership
Security ption ption	version or Exer cise Price o: Deriva- tive Secu- rity \$ 4.50 	Trans 	actio	n rivativ rities red(A) posed (re Secu Acqui or Dis of (D) A D I	cisa Expi Date Day/ Date /Exer cisa ble	ble and ration rat	of Underl Securitie Title an of Share	ying s d Number s k 3,000 k 12,000	of Deri vative Secu rity N/A	of Deriva tive Securities Benefi ficially Owned at End of Year	Dir ect (D) or Ind ire ct (I)	Indirect Beneficial Ownership
)ption	version or Exer cise Price or Deriva- tive Secu- rity \$ 4.50 	Trans 	actio	rivativ rities red(A) posed of	re Secu Acqui or Dis of (D)	cisa Expi Date Day/ Date /Exer cisa ble	ble and ration ra	of Underl Securitie Title an of Share	ying s d Number s k 3,000	of Deri vative Secu rity N/A 	of Deriva live Securities Benefi ficially Owned at End of Year 4,500	Dir ect (D) or Ind ire ct (I)	Indirect Beneficial Ownership
Security Option Option	version or Exer cise Price or Deriva- tive Secu- rity \$ 4.50 	Trans 	actio	rivativ rities red(A) posed (Amount 3,000 	re Secu Acqui or Dis of (D)	cisa Expi Date Day/ Date Exer cisa ble (1) 	ble and ration (Month/ Year) Expir - ation - Date	of Underl Securitie Title an of Share Common Stoc	ying s d Number s k 3,000	of Deri vative Secu rity N/A 	of Deriva live Securities Benefi ficially Owned at End of Year 4,500	Dir ect (D) or Ind ire ct (I)	Indirect Beneficial Ownership

Explanation of Responses:

- (1) Option vests over a five year period becoming exercisable in 20% increments with the final 20% exercisable on March 20, 1996.
- (2) Option vests and becomes exercisable in four equal installments of 25% each on the first, second, third and fourth anniversary date of the award - 25% on 5/16/97; 50% on 5/16/98; 75% on 5/16/99; and 100% on 5/16/00.
- (3) Option vests and becomes exercisable in two equal installments of 50% each on the first and second anniversary date of the award

50% on 5/17/97 and 100% on 5/17/98.

SIGNATURE OF REPORTING PERSON Ronald D. McCall DATE 06/10/96