

PORTNOY DAVID  
Form 3/A  
June 07, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â PORTNOY DAVID</p> <p>(Last) (First) (Middle)</p> <p>700 BROOKER CREEK BOULEVARD,Â SUITE 1800</p> <p>(Street)</p> <p>OLDSMAR,Â FLÂ 34677</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/30/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CRYO CELL INTERNATIONAL INC [CCEL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Co-CEO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>09/02/2011</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	199,080	I	By IRA
Common Stock	100	D	Â
Common Stock	199,738	I	By LLC <sup>(1)</sup>
Common Stock	51,678	I	By Spouse
Common Stock	4,854	I	As Cust for Son
Common Stock	4,000	I	As Cust for daughter
Common Stock	122,798	I	By Corporation 1 <sup>(2)</sup>
Common Stock	55,219	I	By Corporation 2 <sup>(3)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

