

CRYO CELL INTERNATIONAL INC
Form SC 13D/A
July 10, 2007

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 5)*

Cryo-Cell International, Inc.

(Name of Issuer)

Common Stock, Par Value \$.01

(Title of Class of Securities)

228895108

(CUSIP Number)

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Tel: (305) 579-0894

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

July 10, 2007

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Section 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box " ".

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

David I. Portnoy

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a)

(b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

PF, OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

United States of America

7. Sole Voting Power:

Number of **203,957**

Shares **8. Shared Voting Power:**

Beneficially **0**

Owned by **9. Sole Dispositive Power:**

Each **203,957**

Reporting **10. Shared Dispositive Power:**

Person **0**

With

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

203,957

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

1.7%

14. Type of Reporting Person (See Instructions):

IN, HC

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

Visual Investment Corp.

2. Check the Appropriate Box if a Member of a Group (See Instructions):

- (a)
- (b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

Delaware

7. Sole Voting Power:

Number of Shares Beneficially Owned by Each Reporting Person With **53,850**

8. Shared Voting Power:

0

9. Sole Dispositive Power:

53,850

10. Shared Dispositive Power:

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

53,850

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

0.4%

14. Type of Reporting Person (See Instructions):

CO

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

PartnerCommunity, Inc.

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a)

(b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

Delaware

7. Sole Voting Power:

Number of **90,787**

Shares **8. Shared Voting Power:**

Beneficially

Owned by **0**

Each **9. Sole Dispositive Power:**

Reporting **90,787**

Person **10. Shared Dispositive Power:**

With

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

90,787

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

0.7%

14. Type of Reporting Person (See Instructions):

CO

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

Jamie H. Zidell

2. Check the Appropriate Box if a Member of a Group (See Instructions):

- (a)
- (b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

United States of America

7. Sole Voting Power:

Number of Shares Beneficially Owned by Each Reporting Person With

174,430

8. Shared Voting Power:

0

9. Sole Dispositive Power:

174,430

10. Shared Dispositive Power:

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

174,430

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

1.4%

14. Type of Reporting Person (See Instructions):

IN

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

Mayim Investment Limited Partnership

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a)

(b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

Delaware

7. Sole Voting Power:

Number of Shares Beneficially Owned by Each Reporting Person With

168,457

8. Shared Voting Power:

0

9. Sole Dispositive Power:

168,457

10. Shared Dispositive Power:

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

168,457

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

1.4%

14. Type of Reporting Person (See Instructions):

PN

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

David W. Ruttenberg

2. Check the Appropriate Box if a Member of a Group (See Instructions):

- (a)
- (b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

United States of America

7. Sole Voting Power:

Number of Shares Beneficially Owned by Each Reporting Person With

119,080

8. Shared Voting Power:

0

9. Sole Dispositive Power:

119,080

10. Shared Dispositive Power:

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

119,080

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

1.0%

14. Type of Reporting Person (See Instructions):

IN

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

Lynne Portnoy

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a)

(b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

United States of America

7. Sole Voting Power:

Number of

16,150

Shares

8. Shared Voting Power:

Beneficially

Owned by

3,000

Each

9. Sole Dispositive Power:

Reporting

Person

16,150

With

10. Shared Dispositive Power:

3,000

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

19,150

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

0.1%

14. Type of Reporting Person (See Instructions):

IN

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

Gilbert Portnoy

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a)

(b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

United States of America

7. Sole Voting Power:

Number of

143

Shares

8. Shared Voting Power:

Beneficially

Owned by

3,000

Each

9. Sole Dispositive Power:

Reporting

143

Person

With

10. Shared Dispositive Power:

3,000

11. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,143

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11):

0.0%

14. Type of Reporting Person (See Instructions):

IN

1. Name of Reporting Person:

I.R.S. Identification Nos. of above persons (entities only):

Mark L. Portnoy

2. Check the Appropriate Box if a Member of a Group (See Instructions):

- (a)
- (b)

3. SEC Use Only:

4. Source of Funds (See Instructions):

PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization:

United States of America

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

7. Sole Voting Power:

117,515

8. Shared Voting Power:

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