THERMOGENESIS CORP Form 3/A March 01, 2006 UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB APPROVAL** FORM 3 Washington, D.C. 20549 OMB 3235-0104 Number:

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)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement THERMOGENESIS CORP [KOOL] GRUBER & MCBAINE (Month/Day/Year) CAPITAL MANAGEMENT 02/06/2006 LLC (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **50 OSGOOD PLACE** 02/27/2006 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting Officer _X__Other (give title below) (specify below) Person SAN Form filed by More than One Investment Advisor FRANCISCO, CAÂ 94133 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 3. 4. Nature of Indirect Beneficial 1.Title of Security 2. Amount of Securities (Instr. 4) Beneficially Owned Ownership Ownership

Form:

Direct (D) or Indirect **(I)** (Instr. 5)

SEC 1473 (7-02)

(Instr. 5)

(Instr. 4)

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

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise Price of	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			(Instr. 4)			Derivative	
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D)	

January 31,

2005

0.5

Expires:

response...

Estimated average burden hours per

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Shares or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address		Relationships					
		10% Owner	Officer	Other			
GRUBER & MCBAINE CAPITAL MANAGEMENT LLC 50 OSGOOD PLACE SAN FRANCISCO, CA 94133	Â	Â	Â	Investment Advisor			
Signatures							
GRUBER & MCBAINE CAPITAL MANAGEMENT, LLC By: /s/ J. Patterson McBaine, J. Patterson McBaine, Manager							
**Signature of Reporting Person							
/s/ Jon D. Gruber				03/01/2006			
<u>**</u> Signature of Reporting Person				Date			

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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Remarks:

Filer was never subject to Section 16 during filing period and previous F3 & F4 filed in errorÂ

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.