

CRYO CELL INTERNATIONAL INC
Form 4
August 17, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 Person *
CRYO CELL INTERNATIONAL INC

(Last) (First) (Middle)

700 BROOKER CREEK BLVD.,
SUITE 1800,

(Street)

OLDSMAR, FL 34677

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CBA Florida, Inc. [CBAI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/16/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) | 114,207,446 <u>(1) (5)</u> | D | |
| Common Stock | 08/16/2018 | | S | 5,000,000 <u>(2) (5)</u> | D \$ 0.0062 | D | |
| Common Stock | | | | | 4,061,770 ⁽³⁾ <u>(5)</u> | D | |
| Common Stock | | | | | 25,000,000 <u>(4) (5)</u> | D | |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRYO CELL INTERNATIONAL INC 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |
| PORTNOY DAVID 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |
| Portnoy Mark L. 700 BROOKER CREEK BLVD. ST. 1800 OLDSMAR, FL 34677 | | | X | |
| Gaines George 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |

Signatures

/s/ David Portnoy, Individual, and Chief Executive Officer and Authorized Representative of Cryo- Cell, International, Inc.

08/17/2018

__Signature of Reporting Person

Date

/s/ David Portnoy

08/17/2018

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| | | |
|-------------------|---------------------------------|------------|
| | __Signature of Reporting Person | Date |
| /s/ Mark Portnoy | | 08/17/2018 |
| | __Signature of Reporting Person | Date |
| /s/ George Gaines | | 08/17/2018 |
| | __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) Shares owned solely by CRYO-CELL International, Inc.
- (2) Shares owned solely by David I. Portnoy.
- (3) Shares owned solely by Mark L. Portnoy.
- (4) Shares owned solely by George Gaines.
- (5) Messrs. Portnoy, Portnoy and Gaines, along with CRYO-CELL International, Inc. are deemed to be members of a "group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended.

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.