

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* RICKEY DAVID			2. Issuer Name and Ticker or Trading Symbol CYTORI THERAPEUTICS, INC. [CYTX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/21/2008			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
3020 CALLAN ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	(City)	(State)	(Zip)			
SAN DIEGO CA 92121						

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/21/2008		P		2,500	A	\$2	119,800 ⁽¹⁾	I	By Trust ⁽²⁾
Common Stock	11/21/2008		P		2,500	A	\$1.99	122,300	I	By Trust ⁽²⁾
Common Stock	11/21/2008		P		2,500	A	\$1.9	124,800	I	By Trust ⁽²⁾
Common Stock	11/21/2008		P		2,500	A	\$2	6,349	I	By Charitable Foundation ⁽³⁾
Common Stock	11/21/2008		P		2,500	A	\$1.9	8,849	I	By Charitable Foundation ⁽³⁾
Common Stock	11/21/2008		P		2,500	A	\$2	32,409	I	By Family Partnership ⁽⁴⁾
Common Stock	11/21/2008		P		2,500	A	\$1.9	34,909	I	By Family Partnership ⁽⁴⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- 110,000 of these shares were previously reported as directly beneficially owned but were in fact owned by David Rickey, TTEE FBO the David Rickey Trust.
- These securities are owned by David Rickey, TTEE FBO the David Rickey Trust.
- These securities are owned by the Dave Rickey and Daughters Foundation.
- Pursuant to General Instruction 4(b)(iv) of Form 4, the undersigned, David Rickey, is a limited partner of the Rickey Family Limited Partnership whose holdings of the Company are being reported here in their entirety. The undersigned disclaims beneficial ownership of all but his proportionate interest in such securities.

Remarks:

Jonathan E. Soneff, By Power of Attorney For: David Rickey 11/24/2008

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.