

Edgar Filing: LIFECELL CORP - Form SC 13G/A

LIFECELL CORP  
Form SC 13G/A  
February 14, 2002

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OMB APPROVAL  
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OMB Number 3235-0145  
Expires: October 31, 2002  
Estimated average burden  
hours per response ..... 14.90  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1 )\*

Lifecell Corporation

-----  
(Name of Issuer)

Common Stock, \$.001 par value

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(Title of Class of Securities)

531927101

-----  
(CUSIP Number)

February 1, 2002

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* 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 the disclosures provided in a prior cover page.

The information required in 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 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).

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1. Name of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
  
Canadian Imperial Bank of Commerce ("CIBC")

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2. Check the Appropriate Box If a Member of a Group (See Instructions)  
(a)   
(b)

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3. SEC Use Only

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4. Citizenship or Place of Organization  
Canada

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5. Sole Voting Power 1,409,197
	6. Shared Voting Power -0-
	7. Sole Dispositive Power 1,409,197
	8. Shared Dispositive Power -0-

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
  
1,409,197

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10. Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions)

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11. Percent of Class Represented by Amount in Row (11)  
  
6.94%

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12. Type of Reporting Person (See Instructions)  
  
OO

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Item 1(a). Name of Issuer:

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Lifecell Corporation ("LIFC")

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Item 1(b). Address of Issuer's Principal Executive Offices:

One Millenium Way  
Branchburg, NJ 08876

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Item 2(a). Name of Person Filing:

Canadian Imperial Bank of Commerce ("CIBC")

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Item 2(b). Address of Principal Business Office, or if None, Residence:

Commerce Court West, 199 Bay Street  
Toronto, Ontario M5L 1A2  
Canada

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Item 2(c). Citizenship:

CIBC is a bank organized under the Bank Act of Canada.

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Item 2(d). Title of Class of Securities:

Common stock.

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Item 2(e). CUSIP Number:

531927101

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Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act.
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d)  Investment company registered under Section 8 of the Investment Company Act.
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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If this statement is filed pursuant to Rule 13d-1(c), check this box.

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Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:	1,409,197
(b) Percent of class:	6.94%
(c) Number of shares as to which such person has:	
(i) Sole power to vote or to direct the vote	1,409,197
(ii) Shared power to vote or to direct the vote	-0-
(iii) Sole power to dispose or to direct the disposition of	1,409,197
(iv) Shared power to dispose or to direct the disposition of	-0-

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Item 5. Ownership of Five Percent or Less of a Class.

Not applicable

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Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not applicable

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

The reporting person owns CIBC WMV Inc., which beneficially owns 99 shares of common stock, 38,891 shares of Series B preferred stock, \$.001 par value and convertible into 1,409,098 shares of common stock.

CIBC WMV Inc.  
IRS# 13-3621198  
425 Lexington Avenue, 9th Floor  
New York, NY 10017

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Item 8. Identification and Classification of Members of the Group.

Not applicable.

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Item 9. Notice of Dissolution of Group.

Not applicable.

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Item 10. Certifications.

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Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2002

-----  
(Date)

/s/ David Stagg

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(Signature)

David Stagg / Director, Counsel

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(Name/Title)

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

Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).