

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

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

-----  
CytoTherapeutics, Inc.

-----  
(Name of Issuer)

Common

-----  
(Title of Class of Securities)

232923102

-----  
(CUSIP Number)

Check the following box if a fee is being paid with this statement / /. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

\*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 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 ("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).

(Continued on following page(s))

-----  
(1) Names of Reporting Persons. S.S. or I.R.S. Identification Nos. of Above  
Persons

The St. Paul Companies, Inc.  
385 Washington Street  
St. Paul, Minnesota 55102

IRS #41-0518860

-----  
(2) Check the Appropriate Box if a Member (a) / /  
of a Group\* (b) / /

-----  
(3) SEC Use Only

-----  
(4) Citizenship or Place of Organization

Minnesota corporation

-----  
Number of Shares (5) Sole Voting Power  
Beneficially None

Owned by -----  
Each Reporting (6) Shared Voting Power  
Person With None

-----  
(7) Sole Dispositive Power  
None

-----  
(8) Shared Dispositive Power  
None (see remark in Item 6)

-----  
(9) Aggregate Amount Beneficially Owned by Each Reporting Person  
None

-----  
(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\*

-----  
(11) Percent of Class Represented by Amount in Row (9)  
None

-----  
(12) Type of Reporting Person\*  
HC

-----  
\*SEE INSTRUCTION BEFORE FILLING OUT!

ITEM 1(A). NAME OF ISSUER  
CytoTherapeutics, Inc.

---

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES  
Four Richmond Square  
Providence, RI 02906

---

ITEM 2(A). NAME OF PERSON(S) FILING  
The St. Paul Companies, Inc.

---

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE  
385 Washington Street  
St. Paul, MN 55102

---

ITEM 2(C). CITIZENSHIP  
Minnesota Corporation

---

ITEM 2(D). TITLE OF CLASS OF SECURITIES  
Common

---

ITEM 2(E). CUSIP NUMBER  
232923102

---

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B),  
CHECK WHETHER THE PERSON FILING IS A

(g) /X/ Parent Holding Company

ITEM 4. OWNERSHIP

Not Applicable

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. /X/

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not Applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

St. Paul Fire and Marine Insurance Company is an Insurance Company under Reg.240.13d-1(b)(1)(ii)(C)

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not Applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not Applicable

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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 11, 1994

(Date)

(Signature)

Bruce A. Backberg  
Title: Vice President & Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

EXHIBIT A-DISCLAIMER

Information on the attached Schedule 13G is provided solely for the purpose of complying with Section 13(d) and 13(g) of the Securities Exchange Act of 1934 and Regulation promulgated under authority thereof and is not intended as an admission the St. Paul Companies, Inc. or any of its subsidiaries, is a beneficial owner of the securities described herein for and other purpose.