

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

Form 8-K/A

CURRENT REPORT PURSUANT TO SECTION 13 OR  
15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934.

March 22, 2002

Date of Report (Date of Earliest Event Reported)

Neogenomics, Inc.

(Exact name of registrant as specified in charter)

Commission File Number: 333-72097

Nevada

(State of Incorporation)

74-2897368

(I.R.S. Employer I.D. No.)

355 Interstate Boulevard

Sarasota, FL 34240

(Address of Principal Executive Offices)

941/923-1949

(Registrant's Telephone Number, Including Area Code)

**Item 1. CHANGES IN CONTROL OF REGISTRANT**

None.

**Item 2. ACQUISITION OR DISPOSITION OF ASSETS**

None

**Item 3. BANKRUPTCY OR RECEIVERSHIP**

None

**Item 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT.**

On March 18, 2002, the Company engaged Kingery, Crouse & Hohl, P.A., as its principal independent accountant to audit the Company's financial statements beginning with its fiscal year ending December 31, 2001. The decision to change principal accountant was recommended by the Board of Directors. Accordingly, the engagement of Sprouse & Anderson, LLP, the Company's prior independent accountants was not renewed, effective March 18, 2002.

During the Company's two most recent fiscal years, and during the period from January 1, 2002 to March 18, 2002, there was no disagreement with Sprouse & Anderson, LLP, on any matter of accounting principles or practices, financial

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statement disclosure, or auditing scope or procedures, which disagreement, if not solved to their satisfaction would have caused them to make reference in connection with their opinion to the subject matter of the disagreement.

The audit reports on the financial statements of the Company as of and for the years ended December 31, 2000 and December 31, 1999 did not contain any adverse opinion or disclaimer opinion, nor were they qualified or modified as to uncertainty, audit scope, or accounting principles. However, such reports contained an explanatory paragraph regarding the uncertainty about the Company's ability to continue as a going concern.

**Item 5. OTHER EVENTS**

None

**Item 6. RESIGNATION OF REGISTRANT'S DIRECTORS**

None

**Item 7. FINANCIAL STATEMENTS AND EXHIBITS**

(a) Financial statements of businesses acquired.

None

(b) Pro forma financial information.

None

(c) Exhibits:

Letter of Sprouse & Winn, LLP

**Item 8. CHANGE IN FISCAL YEAR**

None

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Neogenomics, Inc.

By: /s/ Matthew A. Veal  
Matthew A. Veal, Chief Financial Officer

March 22, 2002

March 21, 2002

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

Re: Neogenomics, Inc. f/k/a/ American Communications Enterprises, Inc.

We were previously the independent accountants for Neogenomics, Inc. (Company), and on March 27, 2001, we reported on the financial statements of the Company as of December 31, 2000 and for the years ending December 31, 2000 and 1999, and from inception of the development stage on October 28, 1998 through December 31, 2000. On March 18, 2002 we were informed that we would no longer be the independent accountants of the Company. We have read the Company's statements included in Item 4 of its Form 8-K concerning the change in the Company's certifying accountant and we agree with such statements as they relate to our firm.

Sincerely,

/s/Sprouse & Anderson, L.L.P.  
Austin, Texas