

(Print or Type Responses)

DVONCH IEROME I

Person *

1. Name and Address of Reporting

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

OMB APPROVAL OMB 3235-Number: 0104 Estimated average burden hours per 0.5 response...

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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

Statement

(Month/Day/Year)

2. Date of Event Requiring | 3. Issuer Name and Ticker or Trading Symbol

NEOGENOMICS INC [NGNM.OB]

B v or verr v Error in E	05/02	/02/2011							
(Last) (First) (I C/O NEOGENOMICS, INC., 12701 COMMONW DRIVE SUITE 9	Middle)	/2011	Pers	Director Officer (given	ssuer all ap	plicable) 10% Ow Other (s	5. If Amendment, Date Original Filed(Month/Day/Year)		
(Street)			title b	title below) below) Prinicpal Accounting Officer				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	
FORT MYERS, FL US 33	913								
(City) (State)	(Zip)	Table I - Non-Derivative Securities Beneficially Owned						Owned	
1.Title of Security (Instr. 4)			ount of Secu cially Owne 4)						
not requi number.	who respond to ired to respond	o the collect unless the f	ion of info form displ	rmation ays a cu	cont	tained in tly valid	this OME	3 control	SEC 1473 (7-02)
Table II - Derivativ		·							•
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount o Securities Underlying Derivative Security (Instr. 4)			4. Conversion Exercity Price of	cise F	Ownership	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount Number Shares		Security		Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	07/28/2005	07/27/2015	Common Stock	17,500		\$ 0.37		D	
Stock Option (right to buy)	09/15/2007	09/14/2016	Common Stock	35,000		\$ 1		D	
Stock Option (right to buy)	02/13/2007	02/12/2017	Common Stock	19,167		\$ 1.47		D	
Stock Option (right to buy)	03/15/2007	03/14/2017	Common Stock	50,000		\$ 1.49		D	
Stock Option (right to buy)	07/01/2008(1)	07/01/2015	Common Stock	74,000		\$ 1.04		D	
Stock Option (right to buy)	12/31/2009(2)	02/02/2016	Common Stock	19,500		\$ 0.62		D	
Reporting Owne	ers								

Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
DVONCH JEROME J C/O NEOGENOMICS, INC.				
12701 COMMONWEALTH DRIVE SUITE 9			Prinicpal Accounting Officer	
FORT MYERS, FL US 33913				

Signatures

/s/ Jerome J Dvonch	05/02/2011
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- On July 1, 2008 Mr. Dvonch was granted options to purchase 100,000 shares. These were a combination of monthly time based vesting (1) over forty eight months and performance based options. The first exercisable date was July 1, 2008. To date 26,000 shares have been cancelled, 53,500 shares are vested and 20,500 shares are unvested.
- On February 2, 2009 Mr. Dvonch was granted options to purchase 26,000 shares with performance based vesting. The first date options (2) became exercisable was December 31, 2009. To date 13,000 shares are exercisable and 6,500 shares have been cancelled. There are 6,500 unvested and non-exercisable options.

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.