

# FORM 4

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

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

## STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person * JONES STEVEN C			2. Issuer Name and Ticker or Trading Symbol NEOGENOMICS INC [NGNM.OB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive VP of Finance		
(Last) (First) (Middle) 12701 COMMONWEALTH DRIVE, SUITE 9			3. Date of Earliest Transaction (Month/Day/Year) 06/06/2012					
(Street) FORT MYERS, FL US 33913			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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	06/06/2012		A		26,251 <a href="#">(1)</a>	A	\$ 1.50	430,055	D	
Common Stock	06/06/2012		A		100,000 <a href="#">(2)</a>	A	\$ 1.50	190,000	I	By Self as Trustee for Steven and Carisa Jones Defined Benefit Plan and Trust
Common Stock								8,038,123	I	By Aspen Select Healthcare, LP <a href="#">(3)</a>
Common Stock								129,412	I	By Aspen Opportunity Fund, LP <a href="#">(4)</a>
Common Stock								50,476	I	By Jones Network, LP
Common Stock								34,857	I	Shares owned in IRA and custodian accounts for the immediate family of Steven Jones

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

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**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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Warrant (Right to	\$ 1.50							05/03/2010	<a href="#">(5)</a> 05/03/2017	Common		450,000	D	

Buy)										Stock					
Warrant (Right to Buy)	\$ 0.75						02/09/2009	02/09/2014	Common Stock	0		83,333	I	By Gulf Pointe Capital, LLC	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES STEVEN C 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL US 33913	X	X	Executive VP of Finance	

## Signatures

/s/ Steven C. Jones	06/07/2012
<small>Signature of Reporting Person</small>	<small>Date</small>

## Explanation of Responses:

\* 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).

- (1) Mr. Jones did a cashless net exercise of 250,000 warrants which resulted in him receiving 26,251 shares of common stock.
- (2) Mr. Jones, the trustee of Steven and Carisa Jones Defined Benefit Plan exercised 100,000 warrants for \$150,000 in cash which resulted in the Plan receiving 100,000 shares of common stock.
- (3) Aspen Select Healthcare, LP is a private investment fund. Medical Venture Partners, LLC is the sole general partner of Aspen Select Healthcare, LP, and Mr. Jones is a Managing Member of Medical Venture Partners, LLC. Mr. Jones disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.
- (4) An investment partnership entity controlled by Steven Jones and Peter Peterson.. Mr. Jones disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.
- (5) Such warrants were issued in connection with a consulting agreement, dated 5/3/2010. As of the date of this Form 4 all of such warrants were vested.

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

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