FORM 4

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

OMB APPROVAL							
OMB Number: 3235-	0287						
Estimated average burden							
hours per response	0.5						

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

HAEL T	,							_	•	ol	5	. Relation	onshi							
IMONW	(Einst)	1. Name and Address of Reporting Person *- DENT MICHAEL T				2. Issuer Name and Ticker or Trading Symbol NEOGENOMICS INC [NGNM.OB]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) 12701 COMMONWEALTH DRIVE, SUITE 9					3. Date of Earliest Transaction (Month/Day/Year) 09/28/2012									ve title below)		ner (specify bel	ow)			
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)										6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
RS, FL	US 33913										_	rorm n	ied by	More than One	Reporting Perso	n				
	(State)	(Zip)			Ta	able I	- Non-De	rivat	tive Se	ecurities	s Acquir	ed, Disp	osec	l of, or Ben	eficially Ow	ned				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	ny any			Code	le		(A) or Disposed		of (D)	Owned Following Reported Fransaction(s)		Ownership Form:	7. Nature of Indirect Beneficial Ownership					
						Co	de V	An	nount	(A) or (D)	Price				(I)	(Instr. 4)				
ock		09/28/2012				S	S	75	,000	D	\$ 3.01	1,528,0	8,050		I	In trust held by spouse				
ock											3	34,500				D				
		(e.g., puts		ls, wa	rrants	, options,	con	vertib	ole secur	rities)									
1. Title of Derivative Conversion Security (Instr. 3) Price of Derivative Security		any	, if Transaction c Code I ear) (Instr. 8) S		of Deriv Secur Acqu (A) o Dispo of (D (Instr	vative rities aired or cosed o) 3,	Expiration Date			7. Title and Amount of Underlying Securities (Instr. 3 and 4)				Derivative Securities Beneficially Owned Following Reported	Ownersl Form of Derivati Security Direct (I or Indire	Beneficia Ownersh (Instr. 4)				
			Code	v	(A)	(D)	Date Exercisab	ole	Expir Date	ation	Title	or Nu of	nber							
\$ 0.25							08/04/20	004	08/0	4/2014			0		400,000	D				
o o o o o o o o o o o o o o o o o o o	nversion Exercise ce of rivative curity	ock ort on a separate line for each ort orthogonal line for each orthogonal line for eac	Table II - I (Month/Day/Year) Table II - I (Month/Day/Year) Table II - I (Month/Day/Year) A. Deemed Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	Table II - Derivative (e.g., puts any (Month/Day/Year)) Table II - Derivative (e.g., puts any (Month/Day/Year)) Table II - Derivative (e.g., puts any (Month/Day/Year)) A Derivative (e.g., puts any (Month/Day/Year))	Table II - Derivative Seces, puts, call execution Date (Month/Day/Year) Table II - Derivative Seces, puts, call execution Date (Month/Day/Year) Second Securities beneficially Table II - Derivative Seces (e.g., puts, call execution Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Seces (e.g., puts, call execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8)	Table II - Derivative Securities beneficially owned Exercise (Month/Day/Year) Table II - Derivative Securities beneficially owned Exercise (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, wa any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Code V (A) Code V (A)	Table II - Derivative Securities Acc Table II - Derivative Securities Acc (e.g., puts, calls, warrants 2A. Deemed Execution Date, if Code (Instruction) Code Transaction Date Exercise (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Code Transaction Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D)	Table II - Derivative Securities Acquired, Date Exercise (Month/Day/Year) 3. Transaction Date (Instr. 8) Table II - Derivative Securities Acquired, Date Exercise (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 4. S. Number 6. Date Expiration Code Derivative Securities Acquired (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, of Code Derivative (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, of Date Expiration (Month/Day/Year) (Month/Day/Year) 4. S. Number 6. Date Expiration Code Derivative (Month/Expiration (Month/Expiration (Month/Expiration (A) or Disposed of (D) (Instr. 3) (Month/Expiration (Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (Instr. 8) Table II - Derivative Securities Acq	Table II - Non-Derivative Scientify 2. Transaction Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, convertify any (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, convertify any (Month/Day/Year) 3. Transaction Date (Execution Date, if Code (Month/Day/Year) 3. Transaction Date (E.g., puts, calls, warrants, options, convertify any (Month/Day/Year) 4. Severify (Instr. 8) 3. Transaction Date (E.g., puts, calls, warrants, options, convertify Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) 4. Sumber 1 (Instr. 8) 5. Number 2 (Month/Day/Year) 6. Date Expiration Date (Month/Day/Year)	2A. Deemed Execution Date, if (Month/Day/Year) 2A. Deemed Execution Date, if (Code (Instr. 8)) 2A. Deemed Execution Date, if (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who responsed on the instruction of (Instr. 8) 2Bersons who	2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. S. Number 6. Date Exercisable and Expiration Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. S. Number 6. Date Exercisable and Code (Month/Day/Year) 4. S. Number 6. Date Expiration Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Derivative (Month/Day/Year) 4. Der	rity 2. Transaction Date (Month/Day/Year) 2. A. Deemed Execution Date, if (Month/Day/Year) 2. A. Deemed Execution Date, if (Month/Day/Year) Code V Amount (D) Price 3. Transaction (A) or Disposed of (D) (Instr. 3) Code V Amount (D) Price Transaction (Instr. 3) 3. Transaction or or or a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the colle contained in this form are not required form displays a currently valid ON Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (E.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Execution Date, if Transaction of Code (Instr. 8) Execution Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date Execution Date, if Transaction of Code (Instr. 8) Execution Date (Instr. 8) Exercisable and Expiration Date (Instr. 3) Amount of Underlying Securities (Instr. 3) Amount of Underlying Securities (Instr. 3) Expiration Date	2. Transaction Date Code Code	rity 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3) (Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired (Instr. 3) Table II - Derivative Securities	2. Transaction Date Date (Month/Day/Year) (Month/Day/Year)			

Signatures

SUITE 9

DENT MICHAEL T

/s/ Michael T. Dent	10/01/2012
**Signature of Reporting Person	Date

Reporting Owner Name / Address

12701 COMMONWEALTH DRIVE

FORT MYERS, FL US 33913

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).

Relationships

10% Owner Officer Other

Director

X

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.