

Registration No. 333-2146

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST EFFECTIVE AMENDMENT NO. 1
TO
FORM S-3

REGISTRATION STATEMENT
UNDER THE
SECURITIES ACT OF 1933

NEOPROBE CORPORATION
(Name of Small Business Issuer in Its Charter)

<TABLE>
<CAPTION>

<S> DELAWARE (State or Jurisdiction of Incorporation or Other Organization) </TABLE>	<C> 31-1080091 (I.R.S. Employer Identification Number)
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425 Metro Place North
Dublin, Ohio 43017-1367
(614) 793-7500
(Address and Telephone Number of Principal Executive Offices)

<TABLE>
<CAPTION>

with copies to:

<S> Robert S. Schwartz, Esq. Schwartz, Warren & Ramirez A Limited Liability Company 41 South High Street Columbus, Ohio 43215 (614) 222-3000	<C> David C. Bupp, President Neoprobe Corporation 425 Metro Place North Dublin, Ohio 43017-1367 (614) 793-7500	<C> Steven M. Spurlock, Esq. Gunderson Dettmer Stough Villeneuve Franklin & Hachigian, LLP 600 Hansen Way, Second Floor Palo Alto, California 94304 (415) 843-0500
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(Name, Address and Telephone Number of Agent for Service)

The Company sold 1,750,000 shares of Common Stock hereunder and hereby removes from registration 262,500 shares subject to an over-allotment option which remained unsold at the termination of the offering.

SIGNATURES

In accordance with the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and authorized this post-effective amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Columbus, State of Ohio, on June 24, 1996.

NEOPROBE CORPORATION

By /s/David C. Bupp

David C. Bupp
President

In accordance with the requirements of the Securities Act of 1933, this post-effective amendment to the registration statement has been signed on June 24, 1996, by the following persons in the capacities stated.

<TABLE>

<CAPTION>

SIGNATURES

CAPACITY

<S>

/s/ John L. Ridihalgh*

<C>

Director, Chairman of the
Board, Chief Executive Officer
(principal executive officer)

John L. Ridihalgh

/s/ David C. Bupp

Director, President, Chief
Operating Officer

David C. Bupp

/s/ John Schroepfer*

Vice President, Finance and
Administration (principal financial
and accounting officer)

John Schroepfer

/s/ Zwi Vromen*

Director

Zwi Vromen

/s/ Jerry K. Mueller, Jr.*

Director

Jerry K. Mueller, Jr.

/s/ James Zid*

Director

James Zid

/s/ Julius R. Krevans*

Director

Julius R. Krevans

/s/ Michael P. Moore*

Director

Michael P. Moore

/s/ J. Frank Whitley, Jr.*

Director

J. Frank Whitley, Jr.

/s/ C. Michael Hazard*

Director

C. Michael Hazard

*By /s/David C. Bupp

David C. Bupp
Attorney-in-Fact

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