

Registration No. 33-72658

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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POST-EFFECTIVE AMENDMENT NO. 2  
TO  
FORM S-3

REGISTRATION STATEMENT  
UNDER THE  
SECURITIES ACT OF 1933

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

DELAWARE (State or Jurisdiction of Incorporation or Other Organization)	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)

Mr. David C. Bupp  
Neoprobe Corporation  
425 Metro Place North  
Dublin, Ohio 43017-1367  
(614) 793-7500

(Name, Address and Telephone Number of Agent for Service)

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with a copy to:

Robert S. Schwartz, Esq.  
Schwartz, Warren & Ramirez  
A Limited Liability Company  
41 South High Street  
Columbus, Ohio 43218-2338  
(614) 222-3050

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The Company hereby removes from registration 12,750 shares of Common Stock included in this registration statement or in registration number 33-51446 for issuance upon exercise of Class E Common Stock Purchase Warrants of the Company, which Warrants to purchase shares were not exercised prior to their expiration on November 12, 1996.

SIGNATURES

Pursuant to 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 has duly caused this post-effective amendment to registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Columbus, State of Ohio, on December 5, 1996.

NEOPROBE CORPORATION

By /s/ DAVID C. BUPP

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David C. Bupp  
President and Chief Operating Officer

In accordance with the requirements of the Securities Act of 1933, this registration statement has been signed on December 5, 1996, by the following persons in the capacities stated.

<TABLE>

<CAPTION>

SIGNATURES	CAPACITY
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<S>	<C>
John L. Ridihalgh*	
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John L. Ridihalgh	Director, Chairman of the Board, Chief Executive Officer (principal executive officer)
/s/ DAVID C. BUPP	
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David C. Bupp	Director, President, Chief Operating Officer
John Schroepfer*	
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John Schroepfer	Vice President, Finance and Administration (principal financial and accounting officer)
Zwi Vromen*	
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Zwi Vromen	Director
Jerry K. Mueller, Jr.*	
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Jerry K. Mueller, Jr.	Director
James Zid*	
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James Zid	Director
Julius R. Krevans*	
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Julius R. Krevans	Director
Michael P. Moore*	
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Michael P. Moore	Director
J. Frank Whitley, Jr.*	
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J. Frank Whitley, Jr.	Director
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C. Michael Hazard	Director

\*By:/s/ DAVID C. BUPP

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David C. Bupp  
Attorney-in-Fact

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