

As filed with the Securities and Exchange Commission on December 10, 1996.

Registration No. 33-51446

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 4
TO
FORM S-1 ON FORM S-3

REGISTRATION STATEMENT
UNDER THE
SECURITIES ACT OF 1933

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

<TABLE>			
<CAPTION>			
	DELAWARE	3841	31-1080091
<S>	<C>	<C>	
	(State or Jurisdiction of Incorporation or Other Organization)	(Primary Standard Industrial Classification Code Number)	(I.R.S. Employer Identification Number)
</TABLE>			

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)

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

The Company hereby removes from registration 12,750 shares of Common Stock included in this registration statement or in registration number 33-72658 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

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*	

John L. Ridihalgh	Director, Chairman of the Board, Chief Executive Officer (principal executive officer)
/s/ DAVID C. BUPP	

David C. Bupp	Director, President, Chief Operating Officer
John Schroepfer*	

John Schroepfer	Vice President, Finance and Administration (principal financial and accounting officer)
Zwi Vromen*	

Zwi Vromen	Director
Jerry K. Mueller, Jr.*	

Jerry K. Mueller, Jr.	Director
James Zid*	

James Zid	Director
Julius R. Krevans*	

Julius R. Krevans	Director
Michael P. Moore*	

Michael P. Moore	Director
J. Frank Whitley, Jr.*	

J. Frank Whitley, Jr.	Director

C. Michael Hazard	Director

*By: /s/ DAVID C. BUPP

David C. Bupp

Attorney-in-Fact
</TABLE>