FORM 4

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

OMB APF	ROVAL
OMB Number:	3235-0287
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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

	pe Response	.5)													
1. Name and Address of Reporting Person *- WHITLEY J FRANK			2. Issuer Name and Ticker or Trading Symbol NEOPROBE CORP [NEOP]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) (First) (Middle) 121 BAY SHORE DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 03/26/2009						Office	(give title belo	w) (Other (specify be	elow)		
(Street) BAY CITY, MI 48706			4. If Am	mendment,	Date Origi	nal Fi	led(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					
(City		(State)	(Zip)	(Zip) Table I - Non-Derivative Securities A			Acqui	quired, Disposed of, or Beneficially Owned							
1.Title of S (Instr. 3)	Instr. 3) Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		of	ed 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Collowing (s)	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
						Code	V	Amount	(A) or (D)	Price	(I)		or Indirect (I) (Instr. 4)	(Instr. 4)	
	Stock		03/26/2009			P		10,000	A	\$ 0.53	31,500			D	
	Report on a	separate line fo	or each class of secu	urities bei	eneficially o	wned direc	etly or								
Reminder:	Report on a	separate line fo	Table II - I	Derivativ	ve Securitie	es Acquire	Personta conta the fo	ons who ained in orm dis	this fo plays a f, or Bei	rm ar curre	e not req	uired to re d OMB cor	formation spond unle strol number	ess	C 1474 (9- 02)
Reminder: indirectly.	•	•	Table II - I	Derivativ	ve Securitie s, calls, wan	es Acquire	Perso conta the fo d, Dis	ons who ained in orm dis sposed of converti	this fo plays a f, or Ber ible secu	rm ar curre neficia irities)	e not req	uired to re I OMB cor	spond unle strol number	er.	02)
Reminder:	2.	3. Transaction	Table II - I (a) 3A. Deemed Execution Da	Derivative.g., puts	ve Securities, calls, war	es Acquire rrants, opi 5. Number of Derivative Securities Acquired (A) or Disposed of (D)	Persoconta the fo d, Distions, 6. Da	ons who ained in orm dis sposed or converting the Exercise Expiration	this for plays a f, or Berible securisable on Date	rm are curre neficial rities) 7. T Ame Und Seco	e not req	uired to re I OMB cor	9. Number of Derivative Securities Beneficially Owned Following Reported Transactions	f 10. Ownersh Form of Derivativ Security: Direct (I or Indire	11. Nature of Indirec Beneficial Ownershi (Instr. 4)
Reminder: indirectly. 1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction	Table II - I (a) 3A. Deemed Execution Day (a) (a) (a) (b) (b) (c) (c) (c) (c) (c) (c) (c) (c) (c) (c	Derivative.g., puts	ve Securities, calls, war. ransaction (dode linstr. 8)	es Acquire rrants, opi 5. Number of Derivative Securities Acquired (A) or Disposed	Person contact the foliations, 6. Do and 1 (Mon	ons who ained in orm dis sposed o converti ate Exerc Expiratio nth/Day/	this fo plays a f, or Ben ible secu- isable n Date Year)	rm arcurre neficia nrities) 7. T Amo Und Sect (Ins 4)	e not req ently valid illy Owned iitle and ount of lerlying urities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	f 10. Ownersh Form of Derivativ Security Direct (I or Indire	11. Nature of Indirec Beneficial Ownershi (Instr. 4)

Reporting Owners

Describer Occurs Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
WHITLEY J FRANK 121 BAY SHORE DRIVE BAY CITY, MI 48706	X					

Signatures

William J. Kelly, Jr., Attorney-In-Fa	ct	03/30/2009
Signature of Reporting Person		Date

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).

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.