

FORM 4

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

OMB APPROVAL	
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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

(Print or Type Responses)

1. Name and Address of Reporting Person BUPP DAVID C		2. Issuer Name and Ticker or Trading Symbol NEOPROBE CORP [NEOP]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO and President	
425 METRO PLACE NORTH, SUITE 300		3. Date of Earliest Transaction (Month/Day/Year) 06/24/2010		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
DUBLIN, OH 43017		4. If Amendment, Date Original Filed (Month/Day/Year)			
(City) (State) (Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/01/2010		W	V	40,000	D	\$ 0	940,649	D	
Common Stock	04/13/2011		M		300,000	A	\$ 0.27	1,255,649	D	
Common Stock	04/13/2011		M		200,000	A	\$ 0.39	1,455,649	D	
Common Stock	04/13/2011		M		200,000	A	\$ 0.36	1,655,649	D	
Common Stock	04/13/2011		M		200,000	A	\$ 0.26	1,855,649	D	
Common Stock	04/13/2011		M		180,000	A	\$ 0.42	2,035,649	D	
Common Stock	04/13/2011		M		150,000	A	\$ 0.49	2,185,649	D	
Common Stock	04/13/2011		M		125,000	A	\$ 0.3	2,310,649	D	
Common Stock	04/13/2011		M		100,000	A	\$ 0.14	2,410,649	D	
Common Stock	04/13/2011		M		70,000	A	\$ 0.13	2,480,649	D	
Common Stock	04/13/2011		F		637,321	D	\$ 0.32 (1)	1,843,328	D	
Common Stock								125,972	I	By 401(k)
Common Stock								193,746	I	By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
10% Convertible Note Due 07/08/08	\$ 0.31	06/24/2010		C		3,225,806		07/03/2007	07/08/2008	Common Stock	3,225,806	\$ 0.31	0	D	
8% Convertible Preferred Stock	\$ 0.31	06/24/2010		C		1,613,000		(2)	(2)	Common Stock	1,613,000	\$ 0	1,613,000	D	
Stock Option (Right to Buy)	\$ 0.36	04/13/2011		M		200,000		(3)	01/03/2018	Common Stock	200,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 0.42	04/13/2011		M		180,000		(4)	01/07/2012	Common Stock	180,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 0.3	04/13/2011		M		125,000		(4)	01/07/2014	Common Stock	125,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 0.14	04/13/2011		M		100,000		(4)	01/15/2013	Common Stock	100,000	\$ 0	0	D	
Stock Option (Right to Buy)	\$ 0.13	04/13/2011		M		70,000		(4)	02/17/2013	Common Stock	70,000	\$ 0	0	D	

Buy)															
Stock Option (Right to Buy)	\$ 0.49	04/13/2011		M		150,000	(4)	07/28/2014	Common Stock	150,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 0.39	04/13/2011		M		200,000	(4)	12/10/2014	Common Stock	200,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 0.27	04/13/2011		M		300,000	(4)	12/15/2016	Common Stock	300,000	\$ 0	0	D		
Stock Option (Right to Buy)	\$ 0.26	04/13/2011		M		200,000	(5)	12/27/2015	Common Stock	200,000	\$ 0	0	D		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUPP DAVID C 425 METRO PLACE NORTH SUITE 300 DUBLIN, OH 43017	X		CEO and President	

Signatures

William J. Kelly, Jr., Attorney-In-Fact	04/15/2011
<small>Signature of Reporting Person</small>	<small>Date</small>

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).

- (1) Price represents a weighted average ranging from \$0.13 to \$0.49. Upon the request by the SEC staff, the Issuer, or a security holder of the Issuer, the reporting person will provide the full information about the number of shares withheld at each separate price.
- (2) The 8% Convertible Preferred Stock is convertible into common stock at any time and has no expiration date.
- (3) Option vests on specific milestones.
- (4) Option vests 1/3 of the underlying shares annually beginning on the first anniversary of the date of grant.
- (5) Option vests 1/3 of the underlying shares beginning on the date of grant and vests thereafter 1/3 of the underlying shares on each of the first and second

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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