

JONES STEVEN C
 Form 3
 May 02, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â JONES STEVEN C

(Last) (First) (Middle)

C/O NEOGENOMICS, INC.
 12701,Â COMMONWEALTH
 DRIVE SUITE 9

(Street)

FORT MYERS,Â FLÂ 33913

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/02/2011

3. Issuer Name and Ticker or Trading Symbol
 NEOGENOMICS INC [NGNM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner

Officer Other

(give title below) (specify below)

Executive VP of Finance

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	403,804	D	Â
Common Stock	8,038,123	I	By Aspen Select Healthcare, LP <u>(1)</u>
Common Stock	129,412	I	By Aspen Opportunity Fund, LP <u>(2)</u>
Common Stock	90,000	I	By self as Trustee for Steven and Carisa Jones Defined Benefit Plan & Trust
Common Stock	50,476	I	By Jones Network, LP <u>(2)</u>
Common Stock	32,157	I	Shares owned in IRA and custodian accounts for the immediate family of Steven

Jones.

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrant (right to buy)	06/07/2007	06/07/2012	6/7/2012	350,000	\$ 1.5	D	Â
Warrant (right to buy)	05/03/2010 ⁽³⁾	05/03/2017	Common Stock	450,000	\$ 1.5	D	Â
Warrant (right to buy)	02/09/2009	02/09/2014	Common Stock	83,333	\$ 0.75	I	By Gulf Pointe Capital, LLC ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES STEVEN C C/O NEOGENOMICS, INC. 12701 COMMONWEALTH DRIVE SUITE 9 FORT MYERS, FL 33913	Â X	Â X	Â Executive VP of Finance	Â
ASPEN SELECT HEALTHCARE LP ASPEN SELECT HEALTHCARE, L.P. C/O ASPEN CAPITAL GROUP, 1740 PERSIMMON DR. #100 NAPLES, FL 34109	Â	Â X	Â	Â

Signatures

/s/ Steven C. Jones 05/02/2011

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

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- (1) Aspen Select Healthcare, LP is a private investment fund. Medical Venture Partners, LLC is the sole general partner of Aspen Select Healthcare, LP, and Mr. Jones is a Managing Member of Medical Venture Partners, LLC. Mr. Jones disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.
- (2) An investment partnership entity controlled by Steven Jones and Peter Peterson.. Mr. Jones disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.

- (3) Such warrants were issued in connection with a consulting agreement, dated 5/3/2010. 225,000 of such warrants were vested as of the date of the agreement for prior service. 112,500 of such warrants are subject to pro rata monthly vesting over a 24 month period beginning in May 2010 and ending in April 2012. 112,500 of such warrants are subject to performance vesting based on whether NeoGenomics meets certain financial performance goals over a two year vesting period.

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Remarks:

Steven^ Jones^ and^ Aspen^ Select^ Healthcare,^ LP^ are^ joint^ filers,^ as^ permitted^ under^ Rule^ 16(a)-3(j)^ of^ the^ Securities^ Act^ of^ 1934,^ as^ amended.

Exhibit^ List

Exhibit^ 99^ -^ Joint^ Filer^ Information

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.