

NEOGENOMICS INC  
Form AW  
July 06, 2007

United States Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

**Re: NeoGenomics, Inc.  
Post-Effective Amendment No. 2 on Form SB-2**

**File No. 333-126754**

**Filed July 6, 2007**

**Form AW – Application for Withdrawal**

Dear Sir or Madam:

Pursuant to Rule 477 promulgated under the Securities Act of 1933, as amended, NeoGenomics, Inc., a Nevada corporation, respectfully requests that the Securities and Exchange Commission (the “*Commission*”) consent to the withdrawal of the above-referenced Post-Effective Amendment No. 2 on Form SB-2 to the Registration Statement on Form SB-2 and all exhibits thereto filed with the Commission on July 6, 2007 (the “*Post-Effective Amendment*”) because the filing should have been filed as an SB-2 Registration Statement.

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Please do not hesitate to contact the undersigned (239) 768-0600 or Clayton E. Parker at Kirkpatrick & Lockhart Preston Gates Ellis, LLP at (305) 539-3300 should you have any questions with respect to this request.

Very truly yours,

/s/ Robert P. Gasparini  
Robert P. Gasparini  
Chief Executive Officer

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