# FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

5. Relationship of Reporting Person(s) to Issuer

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

1. Name and Address of Reporting Person \*

(Print or Type Responses)

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading Symbol

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	FROST PHILLIP MD ET AL				Орк	Opko Health, Inc. [OPK]							_X_ Director _X_ 10% Owner					
A						3. Date of Earliest Transaction (Month/Day/Year)							X Officer (give title below) Other (specify below)					
MIAMI, FL 33137	BLVD.																	
Common Stock   05/17/2012   P   11,000   A   5,446   11,984,154   I   See Footmote Stock   05/17/2012   P   7,031   A   5,400   12,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,200,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,200,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,200,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,200,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,200,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   1,120,000,991   I   See Footmote Stock   05/17/2012   P   1,180   A   5,400   A   5,4					4. If	4. If Amendment, Date Original Filed(Month/Day/Year)							Form filed by One Reporting Person					
1. Tale of Security	MIAMI, FL 33137 (City) (State) (Zip)				Toble I. Non-Doning Co., Co., Mr.													
Date   Common Stock   05/17/2012   P   14,109   A   \$ 4.47   111,998,263   I   Footnote   1.0   Footnote				24 D	·											7 Nature		
Common Stock	(Instr. 3)	,		Date		Execu		Code		(A) or D	isposed	d of (D	)) ]	Beneficia	illy Owned	Following	Ownership	of Indirect
Code   V   Amount   Or   Price   Code   V   Amount   Or   Price   Common Stock   O5/17/2012   P   11,300   A   \$ 4.46   111,984,154   I   See   Footnote   Common Stock   O5/17/2012   P   14,109   A   \$ 4.47   111,998,263   I   Footnote   Common Stock   O5/17/2012   P   9,697   A   \$ 4.4801   112,007,960   I   Footnote   Common Stock   O5/17/2012   P   7,031   A   \$ 4.4907   112,014,991   I   Footnote   Common Stock   O5/17/2012   P   7,031   A   \$ 4.4907   112,014,991   I   Footnote   Common Stock   O5/17/2012   P   17,800   A   \$ 4.500   112,020,991   I   Footnote   Common Stock   O5/17/2012   P   13,563   A   \$ 4.5101   112,038,791   I   Footnote   Common Stock   O5/17/2012   P   13,563   A   \$ 4.52   112,052,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   \$ 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   \$ 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   \$ 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   P   5,000   A   5 4.53   112,057,354   I   Footnote   Common Stock   O5/17/2012   O   Common Stock   O				(IVIOIII	II/Day/ I car)		h/Day/Year)	(IIIsu. 6)		(msu. 3,						11(3)	Direct (D)	Ownership
P								Code	V	Amount	or	Pric	e				(I)	(Instr. 4)
Common Stock	G G 1			0.5/4.5								<b>.</b>	4.6					
Common Stock	Common Stock	K		05/17	/2012			Р		11,300	A	\$ 4.4	16	111,984	,154		I	
Common Stock	Common Stock	k		05/17	7/2012			р		14 109	Δ	\$ 4 4	17	111 998	263		ĭ	
P	Common Stock	ı.		03/17	72012			•		11,100	2 1	Ψ 1.	.,	111,,,,,	-,203		1	(1)
Common Stock	Common Stock	k		05/17	7/2012			P		9,697	A	\$	01	112,007	,960		I	
Common Stock   05/17/2012   P   6,000   A   \$ 4,4907   112,014,991   I   See Footnote (1)												4.46	01					
Common Stock	Common Stock	k		05/17	7/2012			P		7,031	A	\$ 4.49	07	112,014	,991		I	
P												7.77	07					1 1
Common Stock 05/17/2012 P 17,800 A \$ 4,5101 112,038,791 I Sec Footnote (II)  Common Stock 05/17/2012 P 13,563 A \$ 4.52 112,052,354 I Sec Footnote (II)  Common Stock 05/17/2012 P 5,000 A \$ 4.53 112,057,354 I Sec Footnote (II)  Common Stock 05/17/2012 P 5,000 A \$ 4.53 112,057,354 I Footnote (II)  Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  I. Title of 2 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  I. Title of 2 3. Transaction Price of Owned (e.g., puts, calls, warrants, options, convertible securities)  II. Title of 2 Security (Month/Day/Year) (Month/Day/Ye	Common Stock	k		05/17	//2012			P		6,000	A	\$ 4.50	03	112,020	,991		I	Footnote
Common Stock																		
Common Stock	Common Stock	k		05/17	//2012			P		17,800	A	\$ 4.51	01	112,038	,791		I	Footnote
Common Stock 05/17/2012 P 5,000 A \$ 4.53 112,057,354 I Footnote (1)  Common Stock 05/17/2012 P 5,000 A \$ 4.53 112,057,354 I Footnote (1)  Common Stock 05/17/2012 P 5,000 A \$ 4.53 112,057,354 I Footnote (1)  Common Stock 05/17/2012 P 5,000 A \$ 4.53 112,057,354 I Footnote (1)  Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired (1)  Correction of the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired (1)  Correction Date (2,g, puts, calls, warrants, options, convertible securities)  A. Number of Coder (1)  Coder (1)  Coder (1)  Date Exercisable and Expiration Date (1)  Coder (1)  Amount of Underlying (1)  Coder																		
Common Stock    Date   Conversion   Conversi	Common Stock	k		05/17	7/2012			P		13,563	A	\$ 4.5	52	112,052	,354		I	Footnote
Reminder: Report on a separate line for each class of securities beneficially owned directly or midirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Oberivative or Exercise Price of Derivative Security  Reminder: Report on a separate line for each class of securities beneficially owned directly or midirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  7. Title and and Expiration Date (Month/Day/Year)  8. Price of Oberivative Securities Securities (Instr. 3)  9. Privative Derivative Security Securities (Instr. 3)  10. Ownership of Indirect Transaction (Month/Day/Year)  9. Number of Underlying Securities (Instr. 3)  10. Ownership of Indirect Transaction (Instr. 4)  11. Nature Ownership of Indirect Transaction (Instr. 4)  12. Ownership of Indirect Transaction (Instr. 4)  13. Transaction (Instr. 3)  14. Ownership of Indirect Transaction (Instr. 4)  15. Amount of Underlying Securities (Instr. 5)  15. Amount of Underlying Securities (Instr. 5)  16. Ownership of Indirect Transaction (Instr. 4)  17. Title and Mount of Underlying Securities (Instr. 5)  18. Nature of Oberivative Security (Instr. 4)  19. Owned Transaction (Instr. 4)  10. Ownership of Indirect Transaction (Instr. 4)  11. Nature of Ownership of Indirect Transaction (Instr. 4)  12. Amount of Underlying Securities (Instr. 5)  13. Transaction (Instr. 4)  14. Ownersh																		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.    Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.    Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   A. Deemed Execution Date (or Execution Date, if Price of Price of Price of Price of Price of Price of One Privative Securities Acquired (Instr. 8)   A. Deemed Execution Date (Instr. 8)   Code (Instr. 8)   Code (Instr. 8)   Code (Instr. 3)   Code (Instr. 4)   Code (Instr.	Common Stock	k		05/17	//2012			P		5,000	A	\$ 4.5	53	112,057	,354		I	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.    Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.    Table II - Derivative Securities Acquired (Beg., puts, calls, warrants, options, convertible securities)																		See
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date (Instr. 3) Price of Derivative Security Security Security Security Security Conversion Date (Month/Day/Year) Price of Derivative Security Security Security Security Security Security Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  5. Number of Onde Derivative Securities (Month/Day/Year) Securities (Month/Day/Year) Securities Securities Securities Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  7. Title and Amount of Derivative Securities Securities (Month/Day/Year) Securities Securities Securities (Instr. 3) Owned (A) or Disposed of (Disposed of One) (Instr. 3) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4)	Common Stock	K												15,490,	546		Ι	(0)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date (Instr. 3) Price of Derivative Security Security Security Security Security Conversion Date (Month/Day/Year) Price of Derivative Security Security Security Security Security Security Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  5. Number of Onde Derivative Securities (Month/Day/Year) Securities (Month/Day/Year) Securities Securities Securities Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  7. Title and Amount of Derivative Securities Securities (Month/Day/Year) Securities Securities Securities (Instr. 3) Owned (A) or Disposed of (Disposed of One) (Instr. 3) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4)	Reminder: Report	t on a s	enarate line	for eac	h class of sec	urities	beneficially (	owned dire	ctly (	or								
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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 2. Derivative Conversion Security (Instr. 3)  Price of Derivative Security Following Reported Transaction(s) (I) Security Security Security Following Reported Transaction(s) (I) Security Security Security Security Following Reported Transaction(s) (I) Security Security Following Reported Transaction(s) (I) Security Security Following Reported Transaction(s) Security Following Reported Transaction(s) Security Security Following Reported Transaction(s) Security Following Security Foll									con	tained ii	n this	form	are	not req	uired to re	spond un	less	,
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Derivative Security (Instr. 3)  Price of Derivative Security Securities Securitie	1 Title of 2		2 Transacti	on	(	<i>e.g.</i> , p	uts, calls, wa	rrants, op	tions	s, conver	tible se	curiti	es)			0 Number	of 10	11 Notus
(Instr. 3) Price of Derivative Security    Price of Derivative Security   Price of Derivative Security   Price of Derivative Security   Price of Derivative Security   Price of Derivative Security   Price of Derivative Securities   (Instr. 3)   (Instr. 3)   Price of Derivative Securities   (Instr. 4)   Price of Derivative Security   Price of Derivative Secu	Derivative Conve	ersion	Date		Execution D		Transaction	of	and	Expiration	on Date	e A	mou	unt of	Derivative	Derivative	Owners	hip of Indired
Security  (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable Date Exercisable Date of Number of	(Instr. 3) Price of					/Year)		Securities	(1010	S			Securities		(Instr. 5) Beneficia	Beneficiall	ly Derivativ	ve Ownershi
of (D) (Instr. 3, 4, and 5)  Date Exercisable Date Exercisable Date Title Or Number of								(A) or				,		. 3 and		Following	Direct (	D) (
Date Exercisable Date Expiration Date Title Number of																		ect
Date Expiration Date Title Number of																		)
Exercisable Date Expiration Date Title Number of																		
												tion T	itle	Number				
							Code V	(A) (D)										

### **Reporting Owners**

Barrella Omer Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
FROST PHILLIP MD ET AL OPKO HEALTH, INC. 4400 BISCAYNE BLVD. MIAMI, FL 33137	X	X	CEO & Chairman					
Frost Gamma Investments Trust 4400 BISCAYNE BLVD. MIAMI, FL 33137		X						

## **Signatures**

Phillip Frost, M.D., Individually and as Trustee	05/18/2012		
**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).
  - The securities are held by Frost Gamma Investments Trust, of which Phillip Frost M.D., is the trustee. Frost Gamma L.P. is the sole and exclusive beneficiary of Frost Gamma Investments Trust. Dr. Frost is one of two limited partners of Frost Gamma L.P. The general partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole
- (1) shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- These securities are owned directly by The Frost Group, LLC. Frost Gamma Investments Trust is a principal member of The Frost Group, LLC. The reporting person (2) disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.

### JOINT FILER INFORMATION

Name: Frost Gamma Investments Trust

Address:

4400 Biscayne Blvd. Miami, FL 33137

Designated Filer: Phillip Frost, M.D.

Issuer Name and Ticker Symbol: OPKO Health, Inc. (OPK)

Date of Earliest Transaction: May 17, 2012

Relationship to Issuer: 10% Owner

### FROST GAMMA INVESTMENTS TRUST

By: /s/ Phillip Frost, M.D., as Trustee Phillip Frost, M.D., Trustee