



DIVISION OF  
CORPORATION FINANCE  
Mail Stop 3561

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-0404

November 3, 2009

James A. Clishem  
Chief Executive Officer  
Active Power, Inc.  
2128 W. Braker Lane  
BK 12  
Austin, Texas

**Re: Active Power, Inc.  
Amendment No. 1 to Form 10-K for Fiscal Year Ended December 31, 2008  
Filed October 28, 2009  
Definitive Proxy Statement on Schedule 14A  
Filed April 10, 2009  
Form 10-Q for the Fiscal Quarter Ended March 31, 2009  
Filed April 28, 2009  
File No. 000-30939**

Dear Mr. Clishem:

We have completed our review of the above-referenced filings and have no further comments at this time.

Sincerely,

H. Christopher Owings  
Assistant Director

cc: Derek L. Willis, Esq.  
Wilson Sonsini Goodrich & Rosati  
Professional Corporation  
Via Facsimile