



DIVISION OF  
CORPORATION FINANCE

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

Mail Stop 7010

August 4, 2008

Federated Investors, Inc.  
Attention: Thomas Donahue, Chief Financial Officer  
Federated Investors Tower  
Pittsburgh, Pennsylvania 15222-3779

**Re: Federated Investors, Inc.**  
**Annual Report on Form 10-K**  
**Filed February 28, 2008**  
**Definitive Information Statement on Schedule 14C**  
**Filed March 18, 2008**  
**File No. 001-14818**

Dear Mr. Donahue:

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

Jennifer Hardy  
Branch Chief

Cc: John D. Johnson, Senior Corporate Counsel (Via Facsimile 412-288-3939)