

Mail Stop 6010

November 25, 2008

Ira L. Goldknopf, Ph.D.
President, Chief Scientific Officer and Interim Chairman
Power3 Medical Products, Inc.
3400 Research Forest Drive, Suite B2-3
The Woodlands, TX 77381

**Re: Power3 Medical Products, Inc.
Preliminary Proxy Statement on Schedule 14A
Filed November 13, 2008
File No. 000-24921**

Dear Dr. Goldknopf:

We have completed our review of your proxy statement and have no further comments at this time. Please contact Sonia Barros at (202) 551-3655 with any questions.

Sincerely,

Jeffrey Riedler
Assistant Director

cc: William Wilson, Esq.
Phillips & Reiter, PLLC
6805 Capital of Texas Hwy. N., Suite 318
Austin, TX 78731