



DIVISION OF
CORPORATION FINANCE

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

Mail Stop 4561

November 24, 2008

Rodger B. Holley
Chairman & Chief Executive Officer
First Security Group, Inc.
531 Broad Street
Chattanooga, TN 37402

Re: First Security Group, Inc.
Amendment No. 1 to Preliminary Proxy Statement on Schedule 14A
Filed November 20, 2008
File No. 000-49747

Dear Mr. Holley:

We have completed our review of your Preliminary Proxy Statement on Schedule 14A and have no further comments at this time.

Sincerely,

Kathryn McHale
Staff Attorney