



DIVISION OF  
CORPORATION FINANCE

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

October 13, 2010

Bryan K. Bedford  
President and Chief Executive Officer  
Republic Airways Holdings Inc.  
8909 Purdue Road  
Suite 300  
Indianapolis, IN 46268

**Re: Republic Airways Holdings Inc.  
Form 10-K for Fiscal Year Ended December 31, 2009  
Filed March 16, 2010  
Amendment No. 1 to Definitive Proxy Statement on Schedule 14A  
Filed May 5, 2010  
File No. 000-49697**

Dear Mr. Bedford:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

Lauren Nguyen  
Attorney-Advisor