

Mail Stop 6010

July 18, 2008

Mr. Peter Wang
Chairman and Chief Executive Officer
China Biopharma, Inc.
75 Shuguang Road, Bldg. B
Hangzhou, China 310007

**Re: China Biopharma, Inc.
Schedule 14C
Filed July 16, 2008
File No. 0-50005**

Dear Mr. Wang:

We have reviewed your filing and have the following comments. Where indicated, we think you should revise your document in response to these comments. If you disagree, we will consider your explanation as to why our comment is inapplicable or a revision is unnecessary. Please be as detailed as necessary in your explanation. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure. After reviewing this information, we may raise additional comments.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Amendment to Certificate of Incorporation..., page 6

1. We note your disclosure regarding your intent to use a portion of your additional shares of authorized common stock upon the conversion of and as monthly amortization payments on your outstanding secured convertible promissory notes. Please revise your disclosure in your information statement to disclose whether you have any plans for what appears to be the remaining 675 million shares of authorized and unissued shares of your common stock. If you do not have any plans, please revise your disclosure to state this fact.

Mr. Peter Wang
China Biopharma, Inc.
July 18, 2008
Page 2

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As appropriate, please amend your filing in response to these comments. You may wish to provide us with marked copies of the amendment to expedite our review. Please furnish a cover letter with your amendment that keys your responses to our comments and provides any requested information. Detailed cover letters greatly facilitate our review. Please understand that we may have additional comments after reviewing your amendment and responses to our comments.

We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes all information required under the Securities Exchange Act of 1934 and that they have provided all information investors require for an informed investment decision. Since the company and its management are in possession of all facts relating to a company's disclosure, they are responsible for the accuracy and adequacy of the disclosures they have made.

In connection with responding to our comments, please provide, in writing, a statement from the company acknowledging that:

- the company is responsible for the adequacy and accuracy of the disclosure in the filing;
- staff comments or changes to disclosure in response to staff comments do not foreclose the Commission from taking any action with respect to the filing; and
- the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

In addition, please be advised that the Division of Enforcement has access to all information you provide to the staff of the Division of Corporation Finance in our review of your filing or in response to our comments on your filing.

You may contact Jennifer Riegel at (202) 551-3575 or me at (202) 551-3715 with any questions.

Sincerely,

Jeffrey Riedler
Assistant Director

cc: Mark Cawley, Esq.
Guzov Ofsink LLC
600 Madison Avenue
New York, New York 10022