



DIVISION OF
CORPORATION FINANCE

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

Mail Stop 3030

April 21, 2010

Mr. Joel Littman
Chief Financial Officer
CPI International, Inc.
811 Hansen Way
Palo Alto, CA 94303

Re: CPI International, Inc.
Form 10-K for Fiscal Year Ended October 2, 2009
Filed December 10, 2009
File No. 000-51928

Dear Mr. Littman:

We have completed our review of your Form 10-K and related filings and do not, at this time, have any further comments.

Sincerely,

Jay Mumford
Senior Attorney