



DIVISION OF
CORPORATION FINANCE

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

Mail Stop 3720

November 13, 2008

Via: US Mail

Mr. Stephen B. Schneer, Chief Executive Officer
Develocap, Inc.
488 Madison Avenue, Suite 1100
New York, NY 10022

Re: Develocap, Inc.
Item 4.01 of Form 8-K
Filed on November 15, 2005 and October 30, 2007
File No. 0-50613

Dear Mr. Schneer:

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

Sincerely,

Terry French
Accountant Branch Chief