



DIVISION OF  
CORPORATION FINANCE

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

Mail Stop 4561

December 1, 2008

Jerry A. Simmerly  
President and Chief Executive Officer  
American Patriot Financial Group, Inc.  
3095 East Andrew Johnson Highway  
Greeneville, Tennessee 37745

**Re: American Patriot Financial Group, Inc.**  
**Form 10-K for the fiscal year ended December 31, 2007**  
**Form 10-Q for the quarterly period ended March 31, 2008**  
**Form 10-Q for the quarterly period ended June 30, 2008**  
**Form 10-Q for the quarterly period ended September 30, 2008**  
**File No. 000-50771**

Dear Mr. Simmerly:

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

Amit Pande  
Accounting Branch Chief