



DIVISION OF  
CORPORATION FINANCE

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

August 2, 2022

James Sapirstein  
Chief Executive Officer  
First Wave BioPharma, Inc.  
777 Yamato Road, Suite 502  
Boca Raton, Florida 33431

**Re: First Wave BioPharma, Inc.**  
**Registration Statement on Form S-3**  
**Filed July 28, 2022**  
**File No. 333-266375**

Dear Mr. Sapirstein:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Tyler Howes at 202-551-3370 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Life Sciences

cc: Jack Hogoboom, Esq.