

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

June 25, 2020

Bahige Chaaban Interim Chief Executive Officer CEN BIOTECH INC 625 N. Flagler Drive, Suite 600 West Palm Beach, FL 33401

> Re: CEN BIOTECH INC Registration Statement on Form S-1 Filed June 19, 2020 File No. 333-239296

Dear Mr. Chaaban:

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 Laura Crotty at (202) 551-7614 with any questions.

Sincerely,

Division of Corporation Finance Office of Life Sciences

cc: Craig D. Linder, Esq.