



DIVISION OF  
CORPORATION FINANCE

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

May 7, 2021

Steven Shallcross  
Chief Executive Officer and Chief Financial Officer  
Synthetic Biologics, Inc.  
9605 Medical Center Drive, Suite 270  
Rockville, Maryland 20850

**Re: Synthetic Biologics, Inc.**  
**Registration Statement on Form S-3**  
**Filed May 3, 2021**  
**File No. 333-255726**

Dear Mr. Shallcross:

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 Dillon Hagius at 202-551-7967 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Life Sciences

cc: Leslie Marlow