

Mail Stop 4561

October 8, 2009

Jerry D. Chase, President and CEO
Lantronix, Inc.
15353 Barranca Parkway
Irvine, California 92618

**Re: Lantronix, Inc.
Revised Preliminary Proxy Statement on Schedule 14A
Filed October 8, 2009
File No. 001-16027**

Dear Mr. Chase:

We have completed our review of your filing and have no further comments at this time on the specific issues raised.

Sincerely,

Maryse Mills-Apenteng
Special Counsel

cc: Via Facsimile (650) 493-6811
Kelly A. Bolen, Esq.
Wilson Sonsini Goodrich & Rosati