

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
April 17, 2009**

**ORDER GRANTING CONFIDENTIAL TREATMENT  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**Lpath, Inc.**

**File No. 0-50344 - CF#23420**

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Lpath, Inc. submitted an application under Rule 24b-2 requesting confidential treatment for information it excluded from the Exhibit to a Form 10-K filed on March 25, 2009.

Based on representations by Lpath, Inc. that this information qualifies as confidential commercial or financial information under the Freedom of Information Act, 5 U.S.C. 552(b)(4), the Division of Corporation Finance has determined not to publicly disclose it. Accordingly, excluded information from the following exhibit will not be released to the public for the time period specified:

Exhibit 10.17                      through October 28, 2018

For the Commission, by the Division of Corporation Finance, pursuant to delegated authority:

Sonia Barros  
Special Counsel