November 20, 2008

Kevin W. Laudenslager Treasurer Mid Penn Bancorp 349 Union Street Millersburg, Pennsylvania 17061

RE: Mid Pen Bancorp, Inc. Pre 14A Filed on November 7, 2008 File Number 1-13677

Dear Mr. Laudenslager:

We have completed our review of your Preliminary Proxy Statement on Schedule 14A and have no further comments at this time.

Sincerely,

David S. Lyon Senior Financial Analyst