



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

DIVISION OF  
CORPORATION FINANCE

November 17, 2010

Kevin W. Laudenslager  
Chief Financial Officer  
Mid Penn Bancorp, Inc.  
349 Union Street  
Millersburg, Pennsylvania 17061

**Re: Mid Penn Bancorp, Inc.**  
**Form 10-K for the fiscal year ended December 31, 2009**  
**Form 10-Q for the quarterly period ended March 31, 2010**  
**Form 10-Q for the quarterly period ended June 30, 2010**  
**Form 10-Q for the quarterly period ended September 30, 2010**  
**File No. 001-13677**

Dear Mr. Laudenslager:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

Kathryn McHale  
Senior Attorney Advisor