

Mail Stop 4561

July 14, 2009

Fahad Syed
Chairman and Chief Executive Officer
NetFabric Holdings, Inc.
299 Cherry Hill Road
Parsippany, NJ 07054

**Re: NetFabric Holdings, Inc.
Revised Preliminary Information Statement on Schedule 14C
Filed June 25, 2009
File No. 000-31553**

Dear Mr. Syed:

We have completed our review of your revised filing and have no further comments at this time.

Sincerely,

Matthew Crispino
Staff Attorney