



DIVISION OF  
CORPORATION FINANCE

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

August 17, 2006

Via U.S. Mail and facsimile at (212-351-6203)

Scott A. Kislin  
Gibson, Dunn & Crutcher LLP  
200 Park Avenue  
New York, New York 10166-0193

**Re: Delcath Systems, Inc.**  
**PRER14A filed August 15, 2006**  
**Additional soliciting materials filed August 14, 2006**  
**File No. 1-16133**

Dear Mr. Kislin:

We have reviewed your filings and have the following comments.

PRER14A filed August 15, 2006

1. We note that Laddcapp has indicated that in the event current management resigns upon election of the Laddcapp nominees, Mr. Foltz will serve in a managerial capacity. Please explain the basis for your statement that Mr. Foltz would not be “experienced management,” that Laddcapp “concedes that none of Laddcapp’s nominees is capable of running the daily affairs of the company, much less executing upon and implementing the Company’s business strategy,” and that “Mr. Ladd has no plan to manage the Company.”
2. We note your response to prior comment 2. Please note that Laddcapp’s proxy materials include disclosure that Laddcapp does not have an intention to force the immediate sale of Delcath. Provide balancing disclosure acknowledging Laddcap’s stated intentions.
3. Please explain the basis for your statement that Delcath and Mr. Ladd came to an agreement stipulating that Delcath would add two new directors to its board by year’s end.

\* \* \* \*

Please furnish a cover letter with your responses to our comments and provide any requested supplemental information. Please understand that we may have additional comments after reviewing any amendments to your filings and responses to our

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comments.

We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings reviewed by the staff to be certain that they have provided all information investors require for an informed decision.

Please direct any questions to me at 202.551.3345.

Sincerely,

Michael Pressman  
Special Counsel  
Office of Mergers and  
Acquisitions