



May 7, 2024

**VIA EDGAR**

United States Securities  
and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, D.C. 20549  
Attention: Alan Campbell

**Re: Scorpius Holdings, Inc.  
Registration Statement on Form S-1  
Filed May 3, 2024  
File No: 333-279092**

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Dear Mr. Campbell:

Scorpius Holdings, Inc. (the “**Registrant**”) hereby requests that the effective date of the above-referenced Registration Statement on Form S-1 (File No. 333-279092), be accelerated by the U.S. Securities and Exchange Commission (the “**Commission**”) to become effective on **Thursday, May 9, 2024, at 5:30 p.m.**, Eastern Time, or as soon as reasonably practicable thereafter.

The Registrant understands that the Staff of the Commission will consider this request as confirmation by the Registrant that it is aware of its responsibilities under the federal securities laws as they relate to the issuance of the securities covered by the Registration Statement.

The Registrant hereby authorizes Leslie Marlow of Blank Rome LLP to orally modify or withdraw this request for acceleration. Please contact Leslie Marlow at (212) 885-5358 or Melissa Palat Murawsky at (215) 569-5732 with any questions you may have concerning this request, and please notify either of them when this request for acceleration has been granted.

Very truly yours,

SCORPIUS HOLDINGS, INC.

By: /s/ Jeffrey Wolf

Name: Jeffrey Wolf

Title: Chief Executive Officer

cc: Leslie Marlow, Blank Rome LLP  
Melissa Palat Murawsky, Blank Rome LLP