

Maxim Group LLC  
405 Lexington Ave  
New York, NY 10174

June 14, 2017

**VIA EDGAR**

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

Re: Interpace Diagnostics Group, Inc. Registration Statement on Form S-1  
(SEC File No. 333-218140)

Ladies and Gentleman:

In connection with the above referenced Registration Statement, and pursuant to Rule 461 of the General Rules and Regulations under the Securities Act of 1933, as amended (the "Act"), the undersigned, the representative of the several underwriters (the "Representative"), hereby joins in the request of Interpace Diagnostics Group, Inc. that the effective date of the above-referenced Registration Statement be accelerated so that the Registration Statement may become effective on 5:30 p.m. Eastern Time on Thursday, June 15, 2017, or as soon as practicable thereafter.

Pursuant to Rule 460 under the Act, please be advised that during the period from June 7, 2017 to the date of this letter, the preliminary prospectus, dated June 7, 2017, and the preliminary prospectus, dated June 13, 2017 (the "Preliminary Prospectuses"), in connection with the Registration Statement were distributed approximately as follows:

Copies to underwriters:	20
Copies to prospective dealers:	10
Copies to prospective institutional investors:	90
Copies to prospective retail investors:	740
<b>Total</b>	<b>860</b>

Copies of the Preliminary Prospectuses were available to anyone requesting the same at the offices of the underwriters.

The Representative confirms on behalf of itself and the several underwriters that they have complied with and will continue to comply with Rule 15c2-8 promulgated under the Securities Exchange Act of 1934, as amended, in connection with the above-referenced issue.

Sincerely,

MAXIM GROUP LLC  
As Representative

By: /s/ Clifford A. Teller  
Clifford A. Teller

Title: Executive Managing Director, Investment Banking

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