

# SECURITIES AND EXCHANGE COMMISSION

## FORM CORRESP

Correspondence

Filing Date: **2011-11-07**  
SEC Accession No. **0000950123-11-096034**

(HTML Version on [secdatabase.com](http://secdatabase.com))

### FILER

#### Grifols SA

CIK: **1438569** | IRS No.: **000000000**  
Type: **CORRESP**  
SIC: **2834** Pharmaceutical preparations

Mailing Address  
*1585 BROADWAY  
SUITE 2376  
NEW YORK NY 10036*

Business Address  
*1585 BROADWAY  
SUITE 2376  
NEW YORK NY 10036  
212-969-3335*

#### Talecris Plasma Resources, Inc.

CIK: **1486770** | IRS No.: **342032472**  
Type: **CORRESP**

Mailing Address  
*4101 RESEARCH COMMONS  
79 T.W. ALEXANDER DRIVE  
RESEARCH TRIANGLE PARK  
NC 27709*

Business Address  
*4101 RESEARCH COMMONS  
79 T.W. ALEXANDER DRIVE  
RESEARCH TRIANGLE PARK  
NC 27709  
919-316-2400*

#### Grifols Therapeutics, Inc.

CIK: **1486778** | IRS No.: **342032472**  
Type: **CORRESP**

Mailing Address  
*4101 RESEARCH COMMONS  
79 T.W. ALEXANDER DRIVE  
RESEARCH TRIANGLE PARK  
NC 27709*

Business Address  
*4101 RESEARCH COMMONS  
79 T.W. ALEXANDER DRIVE  
RESEARCH TRIANGLE PARK  
NC 27709  
919-316-6300*

#### Grifols Inc.

CIK: **1532264** | IRS No.: **202533768** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*2410 LILLYVALE AVENUE  
LOS ANGELES CA 90032*

Business Address  
*2410 LILLYVALE AVENUE  
LOS ANGELES CA 90032  
323-225-2221*

#### Grifols Biologicals Inc.

CIK: **1532265** | IRS No.: **134253630** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*5555 VALLEY BOULEVARD  
LOS ANGELES CA 90032*

Business Address  
*5555 VALLEY BOULEVARD  
LOS ANGELES CA 90032  
323-225-2221*

#### Biomat USA Inc.

CIK: **1532266** | IRS No.: **954343492** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*2410 LILLYVALE AVENUE  
LOS ANGELES CA 90032*

Business Address  
*2410 LILLYVALE AVENUE  
LOS ANGELES CA 90032  
323-225-2221*

#### Grifols Institute, S.A.

CIK: **1532267** | IRS No.: **000000000** | State of Incorporation: **U3** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150*

Business Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150*

## Grifols Diagnostic, S.A.

CIK: **1532268** | IRS No.: **000000000** | State of Incorp.: **U3** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150*

*00134935710100*  
Business Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150  
00134935710100*

## Movaco, S.A.

CIK: **1532269** | IRS No.: **000000000** | State of Incorp.: **U3** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150*

*00134935710100*  
Business Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150  
00134935710100*

## Grifols Laboratories, S.A.

CIK: **1532270** | IRS No.: **000000000** | State of Incorp.: **U3** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150*

*00134935710100*  
Business Address  
*POL?GONO LEVANTE  
CALLE CAN GUASCH S/N  
PARETS DEL VALLES U3  
08150  
00134935710100*

## Grifols Italy, S.p.A.

CIK: **1532271** | IRS No.: **000000000** | State of Incorp.: **L6** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*VIA CARDUCCI 62D, LOC. LA  
FONTINA  
SAN GIULIANO TERME (PI)  
FRAZIONE GHEZZANO L6  
56010*

*00139050879834*  
Business Address  
*VIA CARDUCCI 62D, LOC. LA  
FONTINA  
SAN GIULIANO TERME (PI)  
FRAZIONE GHEZZANO L6  
56010  
00139050879834*

## Grifols Germany GmbH

CIK: **1532272** | IRS No.: **000000000** | State of Incorp.: **2M** | Fiscal Year End: **1231**  
Type: **CORRESP**

Mailing Address  
*LYONER STRASSE 15  
FRANKFURT AM MAIN 2M  
60528*

*00149610375020*  
Business Address  
*LYONER STRASSE 15  
FRANKFURT AM MAIN 2M  
60528  
00149610375020*

November 7, 2011

**VIA ELECTRONIC TRANSMISSION**

Jeffrey P. Riedler  
Assistant Director  
United States Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, D.C. 20549-1004

**Re: Grifols, S.A. Registration Statement on Form F-4 Filed October 24, 2011  
File No. 333-177466**

Dear Mr. Riedler

Reference is made to the comments of the Staff of the Securities and Exchange Commission (the "Commission") with respect to the Registration Statement on Form F-4 (File No. 333-177466) (the "Registration Statement") filed by Grifols, S.A. (the "Company") and the subsidiary guarantors named therein on October 24, 2011, in your letter dated November 3, 2011 (the "Comment Letter").

We are writing to respond to the comment contained in the Comment Letter.

For your convenience, your comment is set forth in this letter in bold italics, followed by our response.

**SEC Comment**

Registration Statement on Form F-4

- We note that you are registering the Exchange Notes in reliance on our position enunciated in Exxon Capital Holdings Corp., SEC No-Action Letter (April 13, 1988). See also Morgan Stanley & Co. Inc., SEC No-Action Letter (June 5, 1991) and Shearman & Sterling, SEC No-Action Letter (July 2, 1993). Accordingly, please provide us with a supplemental letter stating that you are registering the exchange offer in reliance on our position contained in these letters and include the representations contained in the Morgan Stanley and Shearman & Sterling no-action letters.*
- 1. Sterling, SEC No-Action Letter (July 2, 1993). Accordingly, please provide us with a supplemental letter stating that you are registering the exchange offer in reliance on our position contained in these letters and include the representations contained in the Morgan Stanley and Shearman & Sterling no-action letters.***

**Response to Comment**

Contemporaneously with the submission of this letter, the Company is filing a supplemental letter stating that the Company is registering the exchange offer in reliance on the Commission's position enunciated in the abovementioned no-action letters and including the representations contained in the Morgan Stanley and Shearman & Sterling no-action letters.

\* \* \* \*

---

In connection with responding to the Comment Letter, the Company acknowledges that (i) the Company is responsible for the adequacy and accuracy of the disclosure in the filing; (ii) staff comments or changes to disclosure in response to staff comments do not foreclose the Commission from taking any action with respect to the filing; and (iii) the Company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

We would appreciate your prompt review of these materials and your prompt notification to us if you have further comments or questions. Please contact me should you have any questions or additional comments.

Very truly yours,

/s/ Julie M. Allen

Enclosures

cc: Rose Zukin  
David I. Bell