



DIVISION OF  
CORPORATION FINANCE

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

September 2, 2014

Via E-mail

Ronald W. Fleming  
Chief Financial Officer  
AdCare Health Systems, Inc.  
1145 Hembree Road  
Roswell, GA 30076

**Re: AdCare Health Systems, Inc.  
Preliminary Proxy Statement on Schedule 14A  
Filed August 15, 2014  
File No. 001-33135**

Dear Mr. Fleming:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and 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 urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Celeste M. Murphy for

Larry Spigel  
Assistant Director

cc: Via E-mail  
Lori A. Gelchion  
Rogers & Hardin LLP