

Mail Stop 4561

May 24, 2006

Mr. Steven E. West
Executive Vice President and Chief Financial Officer
Sunterra Corporation
3865 W. Cheyenne Ave.
North Las Vegas, NV 89032

**Re: Sunterra Corporation
Item 4.02 Form 8-K
Filed May 3, 2006
File No. 1-13815**

Dear Mr. West:

We have completed our review of your Item 4.02 Form 8-K and do not, at this time, have any further comments.

Sincerely,

Steven Jacobs
Accounting Branch Chief