

Mail Stop 3010

June 8, 2009

VIA U.S. MAIL and FAX 905-264-3848

Gary Cilevitz  
Chief Financial Officer  
Moneylogix Group, Inc.  
9000 Keele Street, Unit 4  
Concord, Ontario  
L4K 0B3

**Re: Moneylogix Group, Inc.  
Form 10-K for Fiscal Year Ended  
December 31, 2008  
Filed April 1, 2009  
File No. 000-30424**

Dear Mr. Cilevitz:

We have reviewed your response letter dated June 5, 2009 and have the following additional comments. If you disagree with our comments, we will consider your explanation as to why our comments are not applicable. Please be as detailed as necessary in your explanation.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the year ended December 31, 2008

Item 4. Evaluation of Disclosure Controls and Procedures, page 6

1. We note your response to our prior comment three and your proposed revision to your filing. Your proposed revision does not appear to comply with Item 308(a) of Regulation S-K. Please revise or advise.

Financial Statements

General

2. We note your response to our prior comment five. Please revise your filing to clarify the 490,310 shares are part of the total of 563,586 shares issued to former shareholders.
3. We note your response to our prior comment six. As it appears that Moneylogix Inc. is a subsidiary of the registrant, please tell us why the \$250,000 payment is a non-cash transaction.

Exhibit 31.1

4. We note your response to our prior comment seven and your proposed revision to your filing. We note your certifications still do not comply with the content of the certifications required under Exchange Act Rules 13a-14(a) and 15d-14(a). Specifically, we note you have removed the phrase “and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f))” from paragraph 4, you have replaced the word “report” with the phrase “annual report” in paragraphs 4(a) and 4(b), you have excluded the paragraph containing the statement “designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles” from your report, you have excluded “(the registrant’s fourth fiscal quarter in the case of an annual report)” from paragraph 4(c), you have replaced “likely” with “like” in paragraph 4(c), you have removed “and” from the end of paragraph 4(c), you have included “the” before “internal control” in paragraph 5, you have removed “the” before “registrant’s board” in paragraph 5, and you have replaced “functions” with “function” in paragraph 5. Please amend your certifications to comply with the Exchange Act Rules.

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5. Further, per review of your Form 8-K filed on May 15, 2009, it appears you have a new principal executive officer and principal financial officer. Please ensure that your new principal executive officer and principal financial officer sign the certifications in your Form 10-K/A.

\* \* \* \*

Please respond to these comments within 10 business days or tell us when you will provide us with a response. Please submit your response letter on EDGAR. You may contact Jennifer Monick, Senior Staff Accountant at (202) 551-3295, or the undersigned at (202) 551-3629 if you have questions.

Sincerely,

Kevin Woody  
Branch Chief