

July 20, 2006

Mail Stop 4561

Mr. Harry J. White, Jr.  
Chief Financial Officer  
Silverleaf Resorts, Inc.  
1221 River Bend Drive, Suite 120  
Dallas, TX 75247

**Re: Silverleaf Resorts, Inc.**  
**Form 10-K for the year ended December 31, 2005**  
**Filed March 17, 2006**  
**File No. 1-13003**

Dear Mr. White:

We have completed our review of your Form 10-K and do not, at this time, have any further comments.

Sincerely,

Daniel L. Gordon  
Branch Chief