

Mail Stop 3010

August 6, 2009

VIA USMAIL and FAX (212) 696-9809

Ms. Kathryn Fagan  
Chief Financial Officer and Treasurer  
Annaly Capital Management, Inc.  
1211 Avenue of the Americas, Suite 2902  
New York, New York 10036

**Re: Annaly Capital Management, Inc.**  
**Form 10-K for the year ended December 31, 2008 filed February 26, 2009**  
**Definitive Proxy Statement filed April 16, 2009**  
**File No. 001-13447**

Dear Ms. Kathryn Fagan:

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

Sincerely,

Cicely LaMothe  
Branch Chief