



DIVISION OF
CORPORATION FINANCE

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

Mail Stop 3561

July 19, 2010

Via U.S. Mail

**Evelyn Echevarria
ACE Securities Corp.
6525 Morrison Boulevard - Suite 318
Charlotte, NC 28211**

**Re: ACE Securities Corp.
Amendment No. 1 to Registration Statement on Form S-3
Filed June 25, 2010
File No. 333-165864**

Dear Ms. Echevarria:

We have reviewed the response to our letter dated April 28, 2010 and have the following additional comments. Please note that page references refer to the marked version of your filing provided by counsel.

General

Prospectus Supplements

Cover Page

1. We note your response to our prior comment number 6; however, we continue to believe that this offering is not eligible to be conducted at the market. Please provide a detailed legal analysis of why you believe an at the market offering is permitted for an issuing entity's initial public offering, where no present market exists, including relevant statutory or interpretive citations, or revise to indicate that you will include a fixed price at which the securities will be offered.

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As appropriate, please amend the registration statement in response to these comments. You may wish to provide us with marked copies of the amendment to expedite our review. Please furnish a cover letter with your amendment that keys your responses to

our comments and provides any requested supplemental information. Detailed cover letters greatly facilitate our review. Please understand that we may have additional comments after reviewing your amendment and responses to our comments.

We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings reviewed by the staff to be certain that they have provided all information investors require for an informed decision. Since the company and its management are in possession of all facts relating to a company's disclosure, they are responsible for the accuracy and adequacy of the disclosures they have made.

Notwithstanding our comments, in the event the company requests acceleration of the effective date of the pending registration statement, it should furnish a letter, at the time of such request, acknowledging that

- Should the Commission or the staff, acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing;
- The action of the Commission or the staff, acting pursuant to delegated authority in declaring the filing effective, does not relieve the company from its full responsibility for the adequacy and accuracy of the disclosure in the filing; and
- The company may not assert this action as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

In addition, please be advised that the Division of Enforcement has access to all information you provide to the staff of the Division of Corporation Finance in connection with our review of your filing or in response to our comments on your filing.

We will consider a written request for acceleration of the effective date of the registration statement as a confirmation of the fact that those requesting acceleration are aware of their respective responsibilities under the Securities Act of 1933 and the Securities Exchange Act of 1934 as they relate to the proposed public offering of the securities specified in the above registration statement. We will act on the request and, pursuant to delegated authority, grant acceleration of the effective date.

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We direct your attention to Rules 460 and 461 regarding requesting acceleration of a registration statement. Please allow adequate time after the filing of any amendment for further review before submitting a request for acceleration. Please provide this request at least two business days in advance of the requested effective date.

You may contact me at (202) 551-3412 with any questions.

Regards,

Amanda Ravitz
Branch Chief - Legal

cc: Keith L. Krasney
Nixon Peabody llp
Fax: 212-940-3111