



DIVISION OF  
CORPORATION FINANCE

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

Mail Stop 3720

December 23, 2009

Mr. Matthew C. Diamond  
Chief Executive Officer  
Alloy, Inc.  
151 West 26<sup>th</sup> Street, 11<sup>th</sup> Floor  
New York, NY

**RE: Alloy, Inc.**  
**Form 10-K for the Fiscal Year ended January 31, 2009**  
**Filed April 14, 2009, as amended May 15, 2009**  
**File No. 000-26023**

Dear Mr. Diamond:

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

Larry Spigel  
Assistant Director