



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-4628

February 23, 2011

Mr. Michael McElwrath  
Chief Executive Officer  
Far East Energy Corporation  
363 N. Sam Houston Parkway East, Suite 380  
Houston, TX 77060

**Re: Far East Energy Corporation**  
**Form 10-K for the Fiscal Year Ended December 31, 2009**  
**Filed March 15, 2010**  
**File No. 0-32455**

Dear Mr. McElwrath:

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

Sincerely,

Karl Hiller  
Branch Chief