



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-7010

Mail Stop 7010

October 15, 2008

**via U.S. mail and facsimile**

Robert K. Moskowitz, Chief Financial Officer  
Lease Equity Appreciation Fund II, L.P.  
110 South Poplar Street, Suite 101  
Wilmington, Delaware 19801

**Re: Lease Equity Appreciation Fund II, L.P.  
Form 10-K for the Year Ended December 31, 2007  
Filed March 31, 2008  
Forms 10-Q for the Fiscal Quarters Ended March 31, 2008 and  
June 30, 2008  
File No. 333-116595**

Dear Mr. Moskowitz:

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

If you have any further questions regarding our review of your filings, please direct them to Tracey Houser, Staff Accountant, at (202) 551-3736, or in her absence, me at (202) 551-3355.

Sincerely,

Terence O'Brien  
Accounting Branch Chief