



DIVISION OF
CORPORATION FINANCE
MAIL STOP 4628

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

November 4, 2009

Mr. Michael W. Kinley
Chief Financial Officer
Cardero Resource Corp.
#1920 – 1188 West Georgia Street
Vancouver, British Columbia, V6E 4A2

Re: Cardero Resource Corp.
Form 20-F for Fiscal Year Ended October 31, 2008
Filed April 30, 2009
File No. 1-32345

Dear Mr. Kinley:

We have completed our review of your filing and have no further comments at this time.

Sincerely,

Karl Hiller
Branch Chief