



DIVISION OF  
CORPORATION FINANCE

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

Mail Stop 3233

October 18, 2016

Via E-mail

Lisa Ross  
Chief Financial Officer  
Behringer Harvard Opportunity REIT I, Inc.  
15601 Dallas Parkway, Suite 600  
Addison, Texas 75001

**Re: Behringer Harvard Opportunity REIT I, Inc.  
Revised Preliminary Proxy Statement on Schedule 14A  
Filed October 5, 2016  
File No. 000-51961**

Dear Ms. Ross:

We have reviewed your filing and have the following comment. Please respond to this comment within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comment applies to your facts and circumstances, please tell us why in your response.

After reviewing your response to this comment, we may have additional comments.

Proposal 2 – Charter Amendment Proposals

Proposal 2A. The Roll-up Definition Proposal, page 39

1. We note your response to comment 1 of our letter dated September 29, 2016 in which you have revised your proposal to amend the definition of a “Roll-up Transaction.” Please revise your disclosure to describe in greater detail the impact the amendment would have on shareholders rights, including clarifying and describing the protections and rights shareholders will no longer have if such amendment is approved.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Lisa Ross  
Behringer Harvard Opportunity REIT I, Inc.  
October 18, 2016  
Page 2

Please contact Rahul K. Patel, Staff Attorney, at (202) 551-3799 or me at (202) 551-3758 with any other questions.

Sincerely,

/s/ Sandra B. Hunter

Sandra B. Hunter  
Staff Attorney  
Office of Real Estate and  
Commodities

cc: Laura Sirianni, Esq.  
Via E-mail