

Mail Stop 4561

August 15, 2008

Ms. Pathie E. McKee  
Executive Vice President and Chief Financial Officer  
ViewPoint Financial Group  
1309 W. 15<sup>th</sup> Street  
Plano, TX 75075

**Re: ViewPoint Financial Group  
Form 10-K for the Fiscal Year Ended December 31, 2007  
Forms 10-Q for the Quarterly Periods Ended March 31, 2008 and  
June 30, 2008  
File No. 001-32992**

Dear Ms. McKee:

We have reviewed your filings and have the following comment. In our comment, we ask you to provide us with information so we may better understand your disclosure. Please be as detailed as necessary in your explanation. After reviewing this information, we may raise additional comments.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filings. We look forward to working with you in these respects. We welcome any questions you may have about our comment or any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the Fiscal Year Ended December 31, 2007:

Consolidated Financial Statements

Note 19 – Business Combinations, page 96

1. Please provide us with your analysis, including quantitative significance tests, supporting your conclusion that you do not need to provide financial statements for Bankers Financial Mortgage Group, Ltd. pursuant to Rule 3-05 of Regulation S-X.

\* \* \* \*

Please respond to this comment within 10 business days or tell us when you will provide us with a response. Please submit your response letter on EDGAR. Please understand that we may have additional comments after reviewing your response to our comment.

We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes all information required under the Securities Exchange Act of 1934 and that they have provided all information investors require for an informed investment decision. Since the company and its management are in possession of all facts relating to a company's disclosure, they are responsible for the accuracy and adequacy of the disclosures they have made.

In connection with responding to our comment, please provide, in writing, a statement from the company acknowledging that:

- the company is responsible for the adequacy and accuracy of the disclosure in the filing;
- staff comments or changes to disclosure in response to staff comments do not foreclose the Commission from taking any action with respect to the filing; and
- the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

In addition, please be advised that the Division of Enforcement has access to all information you provide to the staff of the Division of Corporation Finance in our review of your filing or in response to our comments on your filing.

You may contact Joyce Sweeney, Staff Accountant, at (202) 551-3449, or me at (202) 551-3492 if you have any questions.

Sincerely,

John P. Nolan  
Senior Assistant Chief Accountant