



DIVISION OF
CORPORATION FINANCE

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

February 23, 2011

Mr. Robert F.X. Sillerman
Chief Executive Officer and Chairman of the Board
FX Real Estate and Entertainment Inc.
650 Madison Avenue, 15th Floor
New York, NY 10022

Re: FX Real Estate and Entertainment Inc.
Form 10-K for the Year Ended December 31, 2009
Forms 10-Q for the Periods Ended March 31, June 30 and September 30,
2010
File No. 1-33902

Dear Mr. Sillerman:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

Tom Kluck
Branch Chief