



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-4631

Mail Stop 4631

January 24, 2011

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

Crit S. DeMent, CEO  
LEAF Asset Management, LLC  
110 South Poplar Street, Suite 101  
Wilmington, Delaware 19801

**RE: LEAF Equipment Finance Fund 4, L.P.  
Form 10-K for the Fiscal Year Ended December 31, 2009  
Filed April 2, 2010  
File No. 0-53667**

Dear Mr. DeMent:

We have reviewed your response letter dated January 10, 2011, and have the following additional comment. In our comment, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter within ten business days by providing the requested information or by advising us when you will provide the requested response. If you do not believe our comment applies to your facts and circumstances, please tell us why in your response.

After reviewing the information you provide in response to this comment, we may have additional comments.

We note your response to comment 3 issued in our letter dated December 23, 2010, including your statement that the indentures were filed as Exhibit 10.13 and Exhibit 10.14 to Forms 10-Q for the quarters ended June 30, 2010 and September 30, 2010, respectively. Exhibit 10.13 and Exhibit 10.14, however, do not contain the exhibits and schedules to the indentures. Please amend the Forms 10-Q to file complete, executed copies of the indentures, including all schedules and exhibits.

Mr. DeMent  
LEAF Equipment Finance Fund 4, L.P.  
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You may contact Tracey Houser, Staff Accountant, at (202) 551-3736, or in her absence, me at (202) 551-3355, if you have questions regarding comments on the financial statements and related matters. Please contact Chambre Malone, Staff Attorney, at (202) 551-3262, or in her absence, Jay Ingram, Legal Branch Chief, at (202) 551-3397, with any other questions.

Sincerely,

Terence O'Brien  
Accounting Branch Chief