



DIVISION OF
CORPORATION FINANCE

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

Mail Stop 3030

September 22, 2009

Valentyna Stupenko, CEO
Ocean Energy Inc.
1984 Isaac Newton Square West, suite 202
Reston, Virginia 20190

RE: **Ocean Energy, Inc.**
Form 8-K dated August 5, 2009 as Amended
Filed September 21, 2009
File No. 0-53382

Dear Ms. Stupenko:

We have completed our review of your Form 8-K and related filings and do not, at this time, have any further comments.

Sincerely,

Jeffrey Jaramillo
Accounting Branch Chief