



DIVISION OF
CORPORATION FINANCE

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

March 17, 2014

Via E-mail

Warren Gilbert

President, Chief Executive Officer, Chief Financial Officer

Sync2 Networks Corp.

1800 NE 114th Street, Suite 2110

Miami, FL 33181

**Re: Sync2 Networks Corp.
Form 10-K for the Fiscal Year Ended June 30, 2013
Filed October 1, 2013
Form 10-Q for the Quarterly Period Ended September 30, 2013
Filed November 20, 2013
File No. 333-152551**

Dear Mr. Gilbert:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings 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. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Patrick Gilmore

Patrick Gilmore
Accounting Branch Chief