



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

DIVISION OF
CORPORATION FINANCE

February 1, 2021

Travis D. Stice
Chief Executive Officer
Diamondback Energy, Inc.
500 West Texas Avenue
Suite 1200
Midland, TX 79701

Re: Diamondback Energy, Inc.
Registration Statement on Form S-4
Filed January 22, 2021
File No. 333-252338

Dear Mr. Stice:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Anuja A. Majmudar, Attorney-Advisor, at 202-551-3844 with any questions.

Sincerely,

Division of Corporation Finance
Office of Energy & Transportation

cc: Seth R. Molay