



DIVISION OF  
CORPORATION FINANCE

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

February 17, 2023

Nick Bhargava  
Executive Vice President, Secretary and Acting Chief Financial Officer  
GROUND FLOOR FINANCE INC.  
600 Peachtree Street, Suite 810  
Atlanta, GA 30308

**Re: GROUND FLOOR FINANCE INC.**  
**Amended Offering Statement on Form 1-A**  
**Filed February 15, 2023**  
**File No. 024-12013**

Dear Nick Bhargava :

This is to advise you that we do not intend to review your amendment.

We will consider qualifying your offering statement at your request. If a participant in your offering is required to clear its compensation arrangements with FINRA, please have FINRA advise us that it has no objections to the compensation arrangements prior to qualification.

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 Catherine De Lorenzo at 202-551-4079 or Ruairi Regan at 202-551-3269 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Real Estate & Construction