



DIVISION OF  
CORPORATION FINANCE

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

February 7, 2011

Beth W. Cooper  
Senior Vice President and Chief Financial Officer  
Chesapeake Utilities Corporation  
909 Silver Lake Boulevard  
Dover, Delaware 19904

**Re: Chesapeake Utilities Corporation**  
**Definitive Proxy Statement on Schedule 14A**  
**Filed March 31, 2010**  
**File No. 001-11590**

Dear Ms. Cooper:

We have completed our review of your filing and do not have any further comments at this time.

Sincerely,

/s/ Catherine T. Brown for

H. Christopher Owings  
Assistant Director

cc: Jeffrey E. Decker  
Baker & Hostetler LLP  
Via facsimile