



DIVISION OF
CORPORATION FINANCE
Mail Stop 4720

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

July 24, 2009

By U.S. Mail and Facsimile to: (717) 436-7551

JoAnn N. McMinn
Chief Financial Officer
Juniata Valley Financial Corp.
Bridge and Main Streets, PO Box 66
Mifflintown, PA 17059-0066

**Re: Juniata Valley Financial Corp.
Form 10-K for the Fiscal Year Ended December 31, 2008
Filed March 13, 2009
File No. 000-13212**

Dear Ms. McMinn:

We have completed our review of your Form 10-K and have no further comments at this time.

Sincerely,

Christian Windsor
Special Counsel