



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549-7010

November 10, 2010

Via Mail and Facsimile (212-578-1832)

Myles R. Itkin  
Executive Vice President, Chief Financial Officer  
and Treasurer  
Overseas Shipholding Group, Inc.  
666 Third Avenue  
New York, NY 10017

**Re: Overseas Shipholding Group, Inc.**  
**Form 10-K for the Fiscal Year Ended December 31, 2009**  
**Filed March 1, 2010**  
**File No. 1-16479**  
**Response Letter Filed October 28, 2010**

Dear Mr. Itkin:

We refer you to our comment letter dated September 23, 2010 regarding business contacts with Iran, Syria, Sudan and Cuba. We have completed our review of this subject matter and have no further comments at this time.

Sincerely,

Cecilia Blye, Chief  
Office of Global Security Risk

cc: Max Webb  
Assistant Director  
Division of Corporation Finance