



DIVISION OF  
CORPORATION FINANCE

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

Mail Stop 3720

November 12, 2009

**Via U.S. Mail and Facsimile (951) 676-9260**

Mr. Shad L. Burke  
Chief Financial Officer  
Outdoor Channel Holdings, Inc.  
43445 Business Park Drive, Suite 103  
Temecula, California 92590

**RE: Outdoor Channel Holdings, Inc.**  
**Form 10-K for the year ended December 31, 2008**  
**Filed March 9, 2009, as amended November 5, 2009**  
**Form 10-Q for the quarterly period ended March 31, 2009**  
**Filed May 15, 2009**  
**File No. 000-17287**

Dear Mr. Burke:

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

Sincerely,

Larry Spigel  
Assistant Director