



DIVISION OF  
CORPORATION FINANCE

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

July 14, 2015

Via E-mail

Deborah A. Vitale, President  
Diamondhead Casino Corporation  
1013 Princess Street  
Alexandria, Virginia 22314

**Re: Diamondhead Casino Corporation  
Form 10-12G  
Filed March 31, 2015  
File No. 000-17529**

Dear Ms. Vitale:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Jennifer Gowetski

Jennifer Gowetski  
Special Counsel