



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

DIVISION OF  
CORPORATION FINANCE

**Via Fax (858) 495-4267**

February 28, 2011

Eric L. Kelly  
Chief Executive Officer  
Overland Storage, Inc.  
9112 Spectrum Center Boulevard  
San Diego, CA 92123

**Re: Overland Storage, Inc.  
Form 10-K and 10-K/A for Fiscal Year Ended June 27, 2010  
Filed September 24, 2010 and October 25, 2010, respectively  
File No. 000-22071**

Dear Mr. Kelly:

We have completed our review of your Form 10-K and 10-K/A and related filings and have no further comments at this time on the specific issues raised

Sincerely,

Craig D. Wilson  
Sr. Assistant Chief Accountant