

Mail Stop 3561

July 10, 2008

Barry Diller  
Chairman of the Board and Chief Executive Officer  
IAC/InterActiveCorp  
555 West 18<sup>th</sup> Street  
New York, NY 10011

**Re: IAC/InterActiveCorp  
Revised Preliminary Proxy Statement on Schedule 14A  
Filed July 7, 2008  
File No. 0-20570**

Dear Mr. Diller:

We have completed our review of your preliminary proxy statement and have no further comments at this time.

Sincerely,

H. Christopher Owings  
Assistant Director

cc: Pamela Seymon  
Wachtell, Lipton, Rosen & Katz