



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

DIVISION OF  
CORPORATION FINANCE

August 25, 2010

Edward R. Rosenfeld  
Chairman and Chief Executive Officer  
Steven Madden, Ltd.  
52-16 Barnett Avenue  
Long Island City, NY 11104

**Re: Steven Madden, Ltd.  
Definitive Proxy Statement on Schedule 14A  
Filed April 13, 2010  
File No. 000-23702**

Dear Mr. Rosenfeld:

We have reviewed your filing and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter within ten business days by amending your filing, by providing the requested information, or by advising us when you will provide the requested response. If you do not believe our comments apply to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing any amendment to your filing and the information you provide in response to these comments, we may have additional comments.

Summary Compensation Table, page 24

1. We reissue comment two in our letter dated August 5, 2010. We note your response that the awards were granted in 2008 but not earned until 2009. It appears that these are annual cash bonuses paid to Mr. Sinha and Ms. Varela. Therefore, please explain why the awards granted in 2009 to be earned in 2010 were not included in the grants of plan-based awards table.

You may contact Raquel Howard at (202) 551-3315 or Ryan Milne at (202) 551-3688 if you have questions regarding comments on the financial statements and related matters.

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Please contact Damon Colbert at (202) 551-3581 or Pamela Howell at (202) 551-3357 with any other questions.

Sincerely,

John Reynolds  
Assistant Director

cc: Arvind Dharia  
Fax: (718) 396-3767

Michele Vaillant, Esq.  
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