



DIVISION OF  
CORPORATION FINANCE  
Mail Stop 3030

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

June 16, 2011

Via e-mail

Raymond A. Link  
Chief Financial Officer  
FEI Company  
5350 NE Dawson Creek Drive  
Hillsboro, Oregon 97124-5793

**Re: FEI Company**  
**Form 10-K for the fiscal year ended December 31, 2010**  
**Filed February 18, 2011**  
**File No. 000-22780**

Dear Mr. Link:

We have completed our review of your filings. 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 filings 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 filings to be certain that the filings includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Brian Cascio

Brian Cascio  
Accounting Branch Chief