



DIVISION OF
CORPORATION FINANCE

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

May 2, 2011

Via Facsimile

Randy S. Selman
Chief Executive Officer
Onstream Media Corporation
1291 SW 29th Avenue
Pompano Beach, FL 33069

**Re: Onstream Media Corporation
Preliminary Proxy Statement on Schedule 14A
Filed April 20, 2011
File No. 000-22849**

Dear Mr. Selman:

We have reviewed your filing and have no further comments at this time on the specific issues raised.

Sincerely,

/s/ Maryse Mills-Apenteng

Maryse Mills-Apenteng
Special Counsel