



DIVISION OF  
CORPORATION FINANCE

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

February 8, 2011

Herman Man Guo  
Chief Executive Officer  
AirMedia Group Inc.  
17/F, Sky Plaza  
No. 46 Dongzhimenwai Street  
Dongcheng District, Beijing 100027  
People's Republic of China

**Re: AirMedia Group Inc.  
Form 20-F  
Filed May 28, 2010  
File No. 001-33765**

Dear Mr. Guo:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

/s/ Paul Fischer for  
Larry Spigel  
Assistant Director

Fax: Z. Julie Gao, Esq.  
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