



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

DIVISION OF
CORPORATION FINANCE

August 19, 2010

Mr. James D. Burns
Chief Financial Officer
Istar Financial Inc.
1114 Avenue of the Americas, 39th Floor
New York, NY 10036

**Re: Istar Financial Inc.
Form 10-K for the year ended December 31, 2009
Filed March 1, 2010
File No. 001-15371**

Dear Mr. Burns:

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

Sincerely,

Kevin Woody
Accounting Branch Chief