

UNITED STATES SECURITIES AND EXCHANGE COMMISSION 100 F Street, N.E.

WASHINGTON, D.C. 20549-7010

February 7, 2006

Ms. Jacqueline Danforth, Chief Financial Officer Capital Reserve Canada Ltd 1530 – 9 Avenue S.E. Calgary, Alberta CANADA T2G 0T7

> Re: Capital Reserve Canada Ltd.

> > Form 20-F for Fiscal Year Ended December 31, 2004

Filed July 29, 2005 File No. 0-50339

Dear Ms. Danforth:

We have completed our review of your Form 10-K and related filings and do not, at this time, have any further comments.

Sincerely,

April Sifford **Branch Chief**