



DIVISION OF
CORPORATION FINANCE

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

October 14, 2011

Via Email to Chris Barber

Roger A. Parker
Chairman, Board of Directors
Recovery Energy, Inc.
1515 Wynkoop St., Suite 200
Denver, Colorado 80202

**Re: Recovery Energy, Inc.
Preliminary Proxy Statement on Schedule 14A
Filed April 29, 2011, as revised September 12, 2011
File No. 0-54320**

Dear Mr. Parker:

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 filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/H. Roger Schwall

H. Roger Schwall
Assistant Director

cc: Jeffrey M. Knetsch (via e-mail)