



DIVISION OF
CORPORATION FINANCE

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

January 24, 2011

Mr. Earl R. Wait
Vice President of Accounting
Natural Gas Services Group, Inc.
508 W. Wall Street, Suite 550
Midland, Texas 79701

**Re: Natural Gas Services Group, Inc.
Form 10-K for Fiscal Year Ended
December 31, 2009
Filed March 4, 2010
Form 10-Q for Fiscal Quarter Ended
September 30, 2010
Filed November 3, 2010
File No. 001-31398**

Dear Mr. Wait:

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

Sincerely,

Ethan Horowitz
Branch Chief