



April 26, 2011

Securities and Exchange Commission  
Division of Corporate Finance  
100 F Street, N.E.  
Washington, D.C. 20549  
Attention: Michael McTiernan  
Assistant Director**Re: AG Mortgage Investment Trust, Inc.**  
**Registration Statement on Form S-11 (SEC File No. 333-172656)**

Ladies and Gentlemen:

In connection with the above-referenced Registration Statement, and pursuant to Rule 461 under the Securities Act of 1933, as amended (the "Act"), we hereby join in the request of AG Mortgage Investment Trust, Inc. that the effective date of the Registration Statement be accelerated so that it will be declared effective at 4:00 p.m., Eastern time, on April 28, 2011 or as soon thereafter as practicable. This request for acceleration supersedes the request we submitted on April 25, 2011.

Pursuant to Rule 460 under the Act, please be advised that the undersigned effected the following approximate distribution of copies of the Preliminary Prospectus dated April 18, 2011 (the "Preliminary Prospectus"):

	<u>No. of Copies</u>
Prospective Underwriters	3,960
Dealers	1,937
Institutions	686
Others	1,843
<b>Total</b>	<b>8,426</b>

In connection with the Preliminary Prospectus distribution for the above-reference issue, the prospective underwriters have confirmed that they are complying with the 48-hour requirement as promulgated by Rule 15c2-8 under the Securities Exchange Act of 1934, as amended.

Very truly yours,

MERRILL LYNCH, PIERCE, FENNER & SMITH  
INCORPORATED

J.P. MORGAN SECURITIES LLC  
UBS SECURITIES LLC

*As Representatives of the several Underwriters*

MERRILL LYNCH, PIERCE, FENNER & SMITH  
INCORPORATED

By: /s/ Richard A. Diaz

Name: Richard A. Diaz

Title: Authorized Signatory

J.P. MORGAN SECURITIES LLC

By: /s/ Ray Craig

Name: Ray Craig

Title: Executive Director

UBS SECURITIES LLC

By: /s/ Andrew Platt

Name: Andrew Platt

Title: Executive Director

By: /s/ Justin P. Nance

Name: Justin P. Nance

Title: Associate Director