



DIVISION OF  
CORPORATION FINANCE

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

August 9, 2011

Via E-mail

Ms. Marcia A. Dall  
Chief Financial Officer  
Erie Indemnity Company  
100 Erie Insurance Place  
Erie, Pennsylvania 16530

**Re: Erie Indemnity Company  
Form 10-K for the Year Ended December 31, 2010  
Filed on February 24, 2011  
File No. 000-24000**

Dear Ms. Dall:

We have completed our review of your filing. 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 filing 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[s] to be certain that the filing[s] include[s] the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Gus Rodriguez

Gus Rodriguez  
Accounting Branch Chief