

Paul, Weiss, Rifkind, Wharton & Garrison LLP  
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May 3, 2019

**CONFIDENTIAL**

**VIA EDGAR**

Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

**Re: Churchill Capital Corp II**

**Registration Statement on Form S-1**

Ladies and Gentlemen:

On behalf of our client, Churchill Capital Corp II, a Delaware corporation (the "Company"), we confidentially submit a draft registration statement on Form S-1 (the "Registration Statement") for an underwritten offering of Units consisting of common stock and warrants. The Registration Statement is confidentially submitted pursuant to Title I, Section 106 under the Jumpstart Our Business Startups Act, as amended, for non-public review by the staff of the Securities and Exchange Commission prior to the public filing of the Registration Statement.

Any questions or notifications with respect to this letter should be directed to the undersigned at (212) 373-3309 or Katherine Shaia at (212) 373-3329.

Very truly yours,

/s/ Raphael M. Russo

Raphael M. Russo

cc: Peter Seibold  
Churchill Capital Corp II

Joel L. Rubinstein, Esq.  
Winston & Strawn LLP

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