

SERFF Tracking Number: MWSG-125808139 State: Arkansas
Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
Company Tracking Number: 3ENAVJ08
TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
Product Name: Merger Endorsements
Project Name/Number: /

Filing at a Glance

Company: Aviva Life and Annuity Company

Product Name: Merger Endorsements

TOI: L08 Life - Other

Sub-TOI: L08.000 Life - Other

Filing Type: Form

SERFF Tr Num: MWSG-125808139

SERFF Status: Closed

Co Tr Num: 3ENAVJ08

Co Status:

Authors: June Stracener, Sherri Watts

Date Submitted: 09/23/2008

State: ArkansasLH

State Tr Num: 40338

State Status: Approved-Closed

Reviewer(s): Linda Bird

Disposition Date: 10/01/2008

Disposition Status: Approved

Implementation Date:

Implementation Date Requested: On Approval

State Filing Description:

General Information

Project Name:

Project Number:

Requested Filing Mode: Review & Approval

Explanation for Combination/Other:

Submission Type: New Submission

Overall Rate Impact:

Filing Status Changed: 10/01/2008

State Status Changed: 10/01/2008

Corresponding Filing Tracking Number:

Filing Description:

Status of Filing in Domicile: Pending

Date Approved in Domicile:

Domicile Status Comments:

Market Type: Individual

Group Market Size:

Group Market Type:

Deemer Date:

We represent ALAC and its affiliates, Indianapolis Life Insurance Company ("ILIC") and Aviva Life Insurance Company ("ALIC"), in connection with certain merger activities to occur shortly, and specifically with regard to the related policy forms filings which must be submitted to ensure there is no interruption in the ability of the surviving insurer, ALAC, to continue to issue policy forms it is presently issuing as well as certain forms currently being issued by ALIC. There are no presently approved ILIC forms that will be marketed after September 30, 2008 in the name of ALAC. Both ILIC, an Indiana domiciled life insurance company, and ALIC, a Delaware domiciled life insurance company, are licensed in your

SERFF Tracking Number: MWSG-125808139 State: Arkansas
Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
Company Tracking Number: 3ENAVJ08
TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
Product Name: Merger Endorsements
Project Name/Number: /

state. The two companies will be merged with and into ALAC, with ALAC being the surviving company. The proposed effective date of the mergers is September 30, 2008. For your information, a UCAA Corporate Amendments Application concerning the mergers was submitted to your Department's Corporate Division by Dewey & LeBoeuf LLP on September 12, 2008.

Accordingly, in addition to the above-referenced endorsement forms, we are enclosing the following:

1. The Company's letter authorizing Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C. to make this filing on the Company's behalf.
2. A Statement of Variability.
3. A Flesch score certification.
4. An executed Certification of Compliance,
5. A listing of all presently approved non-survivor forms (by product) that will be marketed after September 30, 2008 in the name of ALAC together with a Certification attached to each list stating that there are no changes to the presently approved forms other than as set forth in the Certification. Please note that there are no presently approved ILIC forms that will be marketed after September 30, 2008 in the name of ALAC.

The filing fee in the amount of \$ 60.00 which represents a fee of \$20.00 per incidental form is being sent to you via EFT.

We are submitting the enclosed Merger Endorsements to Iowa, ALAC's domestic state, simultaneously. These endorsements will be sent to all existing policyholders of ILIC and ALIC as appropriate. Note that Endorsements 3ENAVJ08 and 3EN1VJ08, both pertaining to the merger of ILIC with and into ALAC, are identical except for the language in Endorsement 3EN1VJ08 which reflects that this endorsement form will be used for policies issued after September 30, 2008 for applications that are in the "pipeline" before September 30, 2008. No such companion endorsement is necessary as to the merger of ALIC with and into ALAC as ALIC's products are primarily annuities and the time between application and issuance is minimal.

We could select only one type of insurance and product filing code while building this SERFF filing and, therefore, we selected L08.000 Life – Other. Please note, however, that these endorsements will be sent to ILIC and ALIC policyholders for all lines of business written by these insurers.

Finally, we note that the listing of all presently approved forms attached to the Certification may need to be supplemented at a later date. Such supplemental listing, if any, would include forms that are the subject of filings

<i>SERFF Tracking Number:</i>	<i>MWSG-125808139</i>	<i>State:</i>	<i>Arkansas</i>
<i>Filing Company:</i>	<i>Aviva Life and Annuity Company</i>	<i>State Tracking Number:</i>	<i>40338</i>
<i>Company Tracking Number:</i>	<i>3ENAVJ08</i>		
<i>TOI:</i>	<i>L08 Life - Other</i>	<i>Sub-TOI:</i>	<i>L08.000 Life - Other</i>
<i>Product Name:</i>	<i>Merger Endorsements</i>		
<i>Project Name/Number:</i>	<i>/</i>		

currently pending with your Department and that become approved before the effective date of September 30, 2008 or filings which may be submitted and approved between now and the effective date.

To the best of ALAC's knowledge, information and belief, the forms submitted herewith are in compliance in all respects with the provisions of the insurance laws, rules and regulations of your state, and contain no provisions previously disapproved by your Department.

These forms are in final print. ALAC reserves the right to change the appearance and pagination but not the text of these forms (other than as identified in the enclosed Statement of Variability) to comply with future changes in print systems. No font will be less than a 10-point font size. ALAC also reserves the right to change the color and/or weight of the paper on which these forms are printed and to correct typographical errors without refileing.

Company and Contact

Filing Contact Information

(This filing was made by a third party - MWSGW01)

Doak Foster, Attorney	dfoster@mws gw.com
425 West Capitol Avenue	(501) 688-8841 [Phone]
Little Rock, AR 72201-3525	(501) 688-8807[FAX]

Filing Company Information

Aviva Life and Annuity Company	CoCode: 61689	State of Domicile: Iowa
611 Fifth Avenue	Group Code: 1225	Company Type: Life insurer
Des Moines, IA 50309	Group Name: Aviva USA Group	State ID Number:
(800) 800-9882 ext. [Phone]	FEIN Number: 42-0175020	

Filing Fees

Fee Required?	Yes
Fee Amount:	\$60.00
Retaliatory?	No
Fee Explanation:	Arkansas charges \$ 20 per incidental form.
Per Company:	No

SERFF Tracking Number: MWSG-125808139 State: Arkansas
Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
Company Tracking Number: 3ENAVJ08
TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
Product Name: Merger Endorsements
Project Name/Number: /

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Aviva Life and Annuity Company	\$60.00	09/23/2008	22664670

SERFF Tracking Number: MWSG-125808139

State: Arkansas

Filing Company: Aviva Life and Annuity Company

State Tracking Number: 40338

Company Tracking Number: 3ENAVJ08

TOI: L08 Life - Other

Sub-TOI: L08.000 Life - Other

Product Name: Merger Endorsements

Project Name/Number: /

Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved	Linda Bird	10/01/2008	10/01/2008

SERFF Tracking Number: MWSG-125808139 State: Arkansas
Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
Company Tracking Number: 3ENAVJ08
TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
Product Name: Merger Endorsements
Project Name/Number: /

Disposition

Disposition Date: 10/01/2008

Implementation Date:

Status: Approved

Comment:

Rate data does NOT apply to filing.

SERFF Tracking Number: MWSG-125808139 State: Arkansas
 Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
 Company Tracking Number: 3ENAVJ08
 TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
 Product Name: Merger Endorsements
 Project Name/Number: /

Item Type	Item Name	Item Status	Public Access
Supporting Document	Certification/Notice		Yes
Supporting Document	Application		No
Supporting Document	Authorization Letter		Yes
Supporting Document	Flesch Score Certification		Yes
Supporting Document	Statement of Variability		Yes
Supporting Document	ALIC Certification and Listings		Yes
Supporting Document	Cover Letter dated 9-22-08		Yes
Form	Merger Endorsement		Yes
Form	Merger Endorsement		Yes
Form	Merger Endorsement		Yes

SERFF Tracking Number: MWSG-125808139 State: Arkansas
 Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
 Company Tracking Number: 3ENAVJ08
 TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
 Product Name: Merger Endorsements
 Project Name/Number: /

Form Schedule

Lead Form Number: 3ENAVJ08

Review Status	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
	3EN1VJ08	Policy/Cont	Merger Endorsement Initial ract/Fratern al Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Initial		50	3EN1VJ08.pdf
	3ENAVJ08	Policy/Cont	Merger Endorsement Initial ract/Fratern al Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Initial		51	3ENAVJ08.pdf
	LE37000	Policy/Cont	Merger Endorsement Initial ract/Fratern al Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Initial		51	LE37000 Final.pdf



Aviva Life and Annuity Company

Home Office: 611 Fifth Avenue, Des Moines, Iowa 50309
Administrative Office: [611 Fifth Avenue, Des Moines, Iowa 50309
1-888-800-9882]
[10075 Red Run Boulevard, Owings Mills, Maryland 21117
800-721-7838]

MERGER ENDORSEMENT

This Endorsement is made part of and should be attached to your policy, contract or certificate.

In accordance with the merger by and between INDIANAPOLIS LIFE INSURANCE COMPANY and AVIVA LIFE AND ANNUITY COMPANY effective September 30, 2008, and pursuant to the necessary regulatory approvals, your insurance company is now AVIVA LIFE AND ANNUITY COMPANY (the "Company") and the home office is located at 611 Fifth Avenue, Des Moines, Iowa 50309. The state of domicile of the Company is Iowa.

All references in your policy, contract or certificate to "INDIANAPOLIS LIFE INSURANCE COMPANY" are hereby changed to "AVIVA LIFE AND ANNUITY COMPANY". No terms, conditions or benefits of your policy, contract or certificate have changed. AVIVA LIFE AND ANNUITY COMPANY is responsible for all benefits payable under your policy, contract or certificate. Your rights as an owner are not affected.

In addition, this Endorsement certifies that the product applied for through INDIANAPOLIS LIFE INSURANCE COMPANY is identical to the product issued under AVIVA LIFE AND ANNUITY COMPANY.

If you have any questions, you may call or write to the Company at the Administrative Office listed above. All future premium payments, notices, claims, actions and any other correspondence with the Company should be sent to the Administrative Office.

Signed for the Company at its offices in Des Moines, Iowa.

A handwritten signature in black ink, appearing to read "Thomas C. Godlasky".

Thomas C. Godlasky
President

A handwritten signature in black ink, appearing to read "Michael H. Miller".

Michael H. Miller
Secretary



Aviva Life and Annuity Company

Home Office: 611 Fifth Avenue, Des Moines, Iowa 50309
Administrative Office: [611 Fifth Avenue, Des Moines, Iowa 50309
1-888-800-9882]
[10075 Red Run Boulevard, Owings Mills, Maryland 21117
800-721-7838]

MERGER ENDORSEMENT

This Endorsement is made part of and should be attached to your policy, contract or certificate.

In accordance with the merger by and between INDIANAPOLIS LIFE INSURANCE COMPANY and AVIVA LIFE AND ANNUITY COMPANY effective September 30, 2008, and pursuant to the necessary regulatory approvals, your insurance company is now AVIVA LIFE AND ANNUITY COMPANY (the "Company") and the home office is located at 611 Fifth Avenue, Des Moines, Iowa 50309. The state of domicile of the Company is Iowa.

All references in your policy, contract or certificate to "INDIANAPOLIS LIFE INSURANCE COMPANY" are hereby changed to "AVIVA LIFE AND ANNUITY COMPANY". No terms, conditions or benefits of your policy, contract or certificate have changed. AVIVA LIFE AND ANNUITY COMPANY is responsible for all benefits payable under your policy, contract or certificate. Your rights as an owner are not affected.

If you have any questions, you may call or write to the Company at the Administrative Office listed above. All future premium payments, notices, claims, actions and any other correspondence with the Company should be sent to the Administrative Office.

Signed for the Company at its offices in Des Moines, Iowa.

Thomas C. Godlasky
President

Michael H. Miller
Secretary



Aviva Life and Annuity Company

Home Office: 611 Fifth Avenue, Des Moines, Iowa 50309
Administrative Office: [611 Fifth Avenue, Des Moines, Iowa 50309
1-888-800-9882]
[Batterymarch Park Bldg III, 3 Pine Hill Drive, Quincy, Massachusetts 02169-7472
1-888-285-4332]

MERGER ENDORSEMENT

This Endorsement is made part of and should be attached to your policy, contract or certificate.

In accordance with the merger by and between AVIVA LIFE INSURANCE COMPANY and AVIVA LIFE AND ANNUITY COMPANY effective September 30, 2008, and pursuant to the necessary regulatory approvals, your insurance company is now AVIVA LIFE AND ANNUITY COMPANY (the "Company") and the home office is located at 611 Fifth Avenue, Des Moines, Iowa 50309. The state of domicile of the Company is Iowa.

All references in your policy, contract or certificate to "AVIVA LIFE INSURANCE COMPANY" are hereby changed to "AVIVA LIFE AND ANNUITY COMPANY". No terms, conditions or benefits of your policy, contract or certificate have changed. AVIVA LIFE AND ANNUITY COMPANY is responsible for all benefits payable under your policy, contract or certificate. Your rights as an owner are not affected.

If you have any questions, you may call or write to the Company at the Administrative Office listed above. All future premium payments, notices, claims, actions and any other correspondence with the Company should be sent to the Administrative Office.

Signed for the Company at its offices in Des Moines, Iowa.

A handwritten signature in black ink, appearing to read "Thomas C. Godlasky".

Thomas C. Godlasky
President

A handwritten signature in black ink, appearing to read "Michael H. Miller".

Michael H. Miller
Secretary

SERFF Tracking Number: MWSG-125808139 *State:* Arkansas
Filing Company: Aviva Life and Annuity Company *State Tracking Number:* 40338
Company Tracking Number: 3ENAVJ08
TOI: L08 Life - Other *Sub-TOI:* L08.000 Life - Other
Product Name: Merger Endorsements
Project Name/Number: /

Rate Information

Rate data does NOT apply to filing.

SERFF Tracking Number: MWSG-125808139

State: Arkansas

Filing Company: Aviva Life and Annuity Company

State Tracking Number: 40338

Company Tracking Number: 3ENAVJ08

TOI: L08 Life - Other

Sub-TOI: L08.000 Life - Other

Product Name: Merger Endorsements

Project Name/Number: /

Supporting Document Schedules

Review Status:

Satisfied -Name: Certification/Notice

09/08/2008

Comments:

Attachment:

AR Certificate of Compliance.pdf

Review Status:

Satisfied -Name: Authorization Letter

09/21/2008

Comments:

Attachment:

Authorization Letter.pdf

Review Status:

Satisfied -Name: Flesch Score Certification

09/21/2008

Comments:

Attachment:

Flesch Score Certification.pdf

Review Status:

Satisfied -Name: Statement of Variability

09/21/2008

Comments:

Attachment:

Statement of Variability.pdf

Review Status:

Satisfied -Name: ALIC Certification and Listings

09/21/2008

Comments:

Attachments:

ALIC Certification.pdf

AR Annuity Forms.pdf

AR Life Forms.pdf

SERFF Tracking Number: MWSG-125808139 State: Arkansas
Filing Company: Aviva Life and Annuity Company State Tracking Number: 40338
Company Tracking Number: 3ENAVJ08
TOI: L08 Life - Other Sub-TOI: L08.000 Life - Other
Product Name: Merger Endorsements
Project Name/Number: /

Review Status:

Satisfied -Name: Cover Letter dated 9-22-08

09/21/2008

Comments:

Attachment:

AR 9-22-08 Cover Letter.pdf

CERTIFICATION

I, Randy Matzke, Vice President Annuity Product Compliance, of Aviva Life and Annuity Company, do hereby certify that the forms identified below complies with:

- ... Arkansas Rule and Regulation 19, Unfair Sex Discrimination in the Sale of Insurance.
- ... Arkansas Rule and Regulation 49, Life and Health Insurance Guaranty Association Notices.
- ... Arkansas Code Annotated § 23-79-138 as provided for in Bulletin 11-88, Consumer Information Notice.

AVIVA LIFE AND ANNUITY COMPANY



RANDY MATZKE
Vice President

Date: 9-15-08

Name of Form

Form Number

Merger Endorsement
Merger Endorsement
Merger Endorsement

3ENAVJ08
3EN1VJ08
LE37000



Aviva Life and Annuity Company 611 Fifth Ave. Des Moines IA 50309 Tel 800 800 9882 Fax 515 242 4692
www.avivausa.com

July 11, 2008

INSURANCE COMMISSIONER

This letter, or a copy thereof, will authorize Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C. to represent Aviva Life and Annuity Company in any matters related to the submission of merger endorsements for approval.

Very truly yours,

A handwritten signature in black ink that reads "Laurel Colton". The signature is written in a cursive, flowing style.

Laurel Colton, FLMI, ACS, AIRC
Director, Product Compliance

AVIVA LIFE AND ANNUITY COMPANY

FLESCH SCORE CERTIFICATION

<u>Form Number</u>	<u>Flesch Score</u>
3ENAVJ08	51.4
3EN1VJ08	50.3
LE37000	51.4

I certify that the machine scored Flesch Readability score for the above mentioned form is accurate.



Randy Matzke
Vice President

September 8, 2008

STATEMENT OF VARIABILITY

Administrative Office – This is the address and phone number of the administrative office that can answer any questions the policy owner may have regarding the merger as well as any questions concerning his/her particular policy. The address and phone number of this office will vary based on the type of product to which the Merger Endorsement will be attached.

CERTIFICATION

I hereby certify that, with regard to the forms designated on the attached listing, in issuing the forms by and under the name of Aviva Life and Annuity Company on and after the October 1, 2008 effective date of the merger of Aviva Life Insurance Company with and into Aviva Life and Annuity Company, no changes will be made to these forms from the form in which they were previously filed and approved in your state, except for the following items as applicable:

- Company name
- Company address
- Administrative Office Address
- Telephone Number
- Company logo

AVIVA LIFE AND ANNUITY COMPANY

By Laurel Colton

Dated 7/8/08

**ANNUITIES Previously Approved for AVIVA LIFE INSURANCE COMPANY ("ALIC")
to be Marketed by AVIVA LIFE AND ANNUITY COMPANY ("ALAC")
After Merger of ALIC into ALAC**

State of Arkansas

Form Number	Form Title	Form Type	Approval Date
LP35207	Limited Flexible Premium Deferred Annuity Contract	Policy	5/18/2006
LP35172	Flexible Premium Deferred Annuity Contract	Policy	3/22/2005
LA35175	Flexible Premium Deferred Annuity Application	Application	3/22/2005
LA35209	Flexible Premium Deferred Annuity Application	Application	5/18/2006
LE35100	Waiver of Surrender Charge Endorsement	Endorsement	2/24/2003
LR35040	IRA Endorsement	Endorsement	12/26/2002
LP35153	Single Premium Immediate Annuity Contract-Annuity Certain	Policy	6/15/2004
LA35154	Irrevocable SPIA-Annuity Certain Application	Application	6/15/2004
LP35138	Single Premium Immediate Annuity-Annuity Certain	Policy	2/23/2004
LP35139	Single Premium Immediate Annuity-Life	Policy	2/23/2004
LP35140	Single Premium Immediate Annuity-Life with Guaranteed Payments	Policy	2/23/2004
LP35141	Single Premium Immediate Annuity-Joint Life	Policy	2/23/2004
LA35146	Annuity Application	Application	2/23/2004
LE35143	Limited Payment of Commuted Value to Owner Upon Request	Endorsement	2/23/2004
LP35191	Single Premium Deferred Paid Up Fixed Annuity	Policy	8/17/2006
LP35212	Single Premium Deferred Paid Up Fixed Annuity	Policy	8/17/2006
LP35213	Single Premium Deferred Paid Up Fixed Annuity-Joint & Survivor	Policy	8/17/2006
LA35193	Application for Single Premium Deferred Fixed Annuity with No Surrender Value	Application	8/17/2006
LP35066	Structured Settlement SPIA - Certain	Policy	6/30/2003
LP35067	Structured Settlement SPIA - Life	Policy	6/30/2003
LP35068	Structured Settlement SPIA - Joint & Survivor	Policy	6/30/2003
LP35069	Structured Settlement SPIA - Life w/Guaranteed Period	Policy	6/30/2003
LE35101	Structured Settlement Commuted Value Endorsement - to Owner upon Death of Annuitant	Endorsement	6/30/2003
LE35102	Structured Settlement Commuted Value Endorsement - to Beneficiary upon Death of Annuitant	Endorsement	6/30/2003
LE35103	Structured Settlement Commuted Value Endorsement - Elimination of Liability	Endorsement	6/30/2003
LE35104	Structured Settlement Commuted Value Endorsement - Marriage of Annuitant	Endorsement	6/30/2003
LA34984	Structured Settlement Application	Application	6/30/2003
LP35155	Individual Flexible Premium Deferred Annuity	Policy	4/11/2005
LR35041	Roth IRA Endorsement	Endorsement	12/26/2002
LR35059	Tax Sheltered Annuity Endorsement	Endorsement	12/26/2002

**LIFE INSURANCE FORMS Previously Approved for AVIVA LIFE INSURANCE COMPANY ("ALIC")
to be Marketed by AVIVA LIFE AND ANNUITY COMPANY ("ALAC")
After Merger of ALIC into ALAC**

State of Arkansas

Form Number	Form Title	Form Type	Approval Date
LP35157	Flexible Premium Adjustable Life Insurance	Policy	6/616/04
LA35144AR	Life Insurance Application	Application	2/12/2004
LA35145	Life Insurance Application - Conditional Receipt	Application	2/12/2004
LA35217AR	Life Insurance Application	Application	12/1/2006
LR34097	Accelerated Benefits Rider	Rider	6/19/2001
LA34948	Supplemental Application - Aviation Activities Questionnaire	Application	6/19/2001
LA34949	Supplemental Application - Motor Racing Questionnaire	Application	6/19/2001
LA34950	Supplemental Application - Sky Sports Questionnaire	Application	6/19/2001
LA34951	Supplemental Application - Skin and Scuba Diving Questionnaire	Application	6/19/2001
LA34952	Application Amendment	Application	6/19/2001
LA34953	Supplemental Application	Application	6/19/2001
LA35060	Supplemental Application – Foreign Travel / Military Service Questionnaire	Application	10/24/2002
LA35061	Supplemental Application - Alcohol & Drug Use Questionnaire	Application	10/24/2002
LA35062	Supplemental Application - Diabetes Questionnaire	Application	10/24/2002
LA35063	Supplemental Application - Reinstatement, Conversion, or Change to Life Insurance	Application	10/24/2002
LA35064	Supplemental Application - Medical Exam	Application	10/24/2002
LA35218	Supplemental Application - Medical Exam	Application	10/2/2006
LA35219	Supplemental Application - Reinstatement, Conversion with Evidence, or Change to Life Insurance	Application	10/2/2006
LA35220	Supplemental Application - Tobacco Use	Application	10/2/2006
LA35222	Supplemental Application – Term Life Insurance Conversion without Evidence of Insurability	Application	10/2/2006
LR35223	Aviation Exclusion Rider	Rider	11/7/2006
CF34925AR	HIV Consent Form	Supplemental Form	5/9/2001

MITCHELL || WILLIAMS

DOAK FOSTER
DIRECT DIAL: 501-688-8841
E-MAIL: DFOSTER@MWSGW.COM

425 WEST CAPITOL AVENUE, SUITE 1800
LITTLE ROCK, ARKANSAS 72201-3525
TELEPHONE 501-688-8800
FAX 501-688-8807

September 22, 2008

The Honorable Julie Benafield Bowman
Commissioner of Insurance
Arkansas Insurance Department
1200 West Third Street
Little Rock, Arkansas 72201-1904

Attn: Mr. Dan Honey
Director, Life and Health

RE: **AVIVA LIFE AND ANNUITY COMPANY**
NAIC # 61689; FEIN # 42-0175020

- Merger Endorsement (Form 3ENAVJ08)
- Merger Endorsement (Form 3EN1VJ08)
- Merger Endorsement (Form LE37000)

SERFF TRACKING NO.: MWSG-125808139

Dear Commissioner Bowman:

On behalf of Aviva Life and Annuity Company ("ALAC"), a licensed insurer in your state, we are enclosing the above-referenced forms for your review and approval.

We represent ALAC and its affiliates, Indianapolis Life Insurance Company ("ILIC") and Aviva Life Insurance Company ("ALIC"), in connection with certain merger activities to occur shortly, and specifically with regard to the related policy forms filings which must be submitted to ensure there is no interruption in the ability of the surviving insurer, ALAC, to continue to issue policy forms it is presently issuing as well as certain forms currently being issued by ALIC. There are no presently approved ILIC forms that will be marketed after September 30, 2008 in the name of ALAC. Both ILIC, an Indiana domiciled life insurance company, and ALIC, a Delaware domiciled life insurance company, are licensed in your state. The two companies will be merged with and into ALAC, with ALAC being the surviving company. The proposed effective date of the mergers is September 30, 2008. For your information, a UCAA Corporate Amendments Application concerning the mergers was submitted to your Department's Corporate Division by Dewey & LeBoeuf LLP on September 12, 2008.

Accordingly, in addition to the above-referenced endorsement forms, we are enclosing the following:

1. The Company's letter authorizing Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C. to make this filing on the Company's behalf.

2. A Statement of Variability.
3. A Flesch score certification.
4. An executed Certification of Compliance,
5. A listing of all presently approved non-survivor forms (by product) that will be marketed after September 30, 2008 in the name of ALAC together with a Certification attached to each list stating that there are no changes to the presently approved forms other than as set forth in the Certification. Please note that there are no presently approved ILIC forms that will be marketed after September 30, 2008 in the name of ALAC.

The filing fee in the amount of \$ 60.00 which represents a fee of \$20.00 per incidental form is being sent to you via EFT.

We are submitting the enclosed Merger Endorsements to Iowa, ALAC's domestic state, simultaneously. These endorsements will be sent to all existing policyholders of ILIC and ALIC as appropriate. Note that Endorsements 3ENAVJ08 and 3EN1VJ08, both pertaining to the merger of ILIC with and into ALAC, are identical except for the language in Endorsement 3EN1VJ08 which reflects that this endorsement form will be used for policies issued after September 30, 2008 for applications that are in the "pipeline" before September 30, 2008. No such companion endorsement is necessary as to the merger of ALIC with and into ALAC as ALIC's products are primarily annuities and the time between application and issuance is minimal.

We could select only one type of insurance and product filing code while building this SERFF filing and, therefore, we selected L08.000 Life – Other. Please note, however, that these endorsements will be sent to ILIC and ALIC policyholders for all lines of business written by these insurers.

Finally, we note that the listing of all presently approved forms attached to the Certification may need to be supplemented at a later date. Such supplemental listing, if any, would include forms that are the subject of filings currently pending with your Department and that become approved before the effective date of September 30, 2008 or filings which may be submitted and approved between now and the effective date.

To the best of ALAC's knowledge, information and belief, the forms submitted herewith are in compliance in all respects with the provisions of the insurance laws, rules and regulations of your state, and contain no provisions previously disapproved by your Department.

These forms are in final print. ALAC reserves the right to change the appearance and pagination but not the text of these forms (other than as identified in the enclosed Statement of

The Honorable Julie Benafield Bowman
September 22, 2008
Page 3

Variability) to comply with future changes in print systems. No font will be less than a 10-point font size. ALAC also reserves the right to change the color and/or weight of the paper on which these forms are printed and to correct typographical errors without refileing.

If you have any questions or need anything further to expedite the review and approval of this filing, please contact me at (501) 688-8841 or my paralegal, June Stracener, at (501) 370-4225. Thank you for your assistance in this matter.

Sincerely,

MITCHELL, WILLIAMS, SELIG,
GATES & WOODYARD, P.L.L.C.

By

A handwritten signature in black ink that reads "Doak Foster" with a stylized flourish underneath.

Doak Foster

DF:ka

Enclosures

cc: Mr. Chris Guttin
Ms. Laurel Colton
Mr. Randy Matzke