

SERFF Tracking Number: WEST-125826665 State: Arkansas
Filing Company: ING USA Annuity and Life Insurance Company State Tracking Number: 40329
Company Tracking Number: IU-RA-4009
TOI: A03I Individual Annuities - Deferred Variable Sub-TOI: A03I.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

Filing at a Glance

Company: ING USA Annuity and Life Insurance Company

Product Name: MGIB

SERFF Tr Num: WEST-125826665 State: ArkansasLH

TOI: A03I Individual Annuities - Deferred Variable

SERFF Status: Closed

State Tr Num: 40329

Sub-TOI: A03I.002 Flexible Premium

Co Tr Num: IU-RA-4009

State Status: Approved-Closed

Filing Type: Form

Co Status:

Reviewer(s): Linda Bird

Authors: Karen Flieck, Alicia

Disposition Date: 10/07/2008

Gemelli, Susan Holloway, Carolyn

Mulhall, Christine Runkle-DiFonzo

Date Submitted: 09/22/2008

Disposition Status: Approved

Implementation Date Requested: On Approval

Implementation Date:

State Filing Description:

General Information

Project Name: MGIB

Status of Filing in Domicile: Pending

Project Number: IU-RA-4009

Date Approved in Domicile:

Requested Filing Mode: Review & Approval

Domicile Status Comments:

Explanation for Combination/Other:

Market Type: Individual

Submission Type: New Submission

Group Market Size:

Overall Rate Impact:

Group Market Type:

Filing Status Changed: 10/07/2008

State Status Changed: 10/07/2008

Deemer Date:

Corresponding Filing Tracking Number:

Filing Description:

The referenced form is filed for your review and approval. The form is new and is not intended to replace any riders previously approved by your department. The rider is an optional guaranteed benefit available at a cost for use with currently approved individual flexible premium deferred variable annuity contract IU-IA-4000 approved on September 16, 2008 as well as other deferred variable annuities as may be filed and approved by your department. The rider will be attached at issue based on the applicant's election of the rider.

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Rider form IU-RA-4009 guarantees a lifetime income stream starting ten or more years from when the contract is issued. The rider protects against market declines with its 7% roll-up feature that grows the benefit base at 7% per year until it reaches 2½ times initial premiums or age 80, whichever is first. The rider can offer protection from inflation with quarterly ratchet opportunities that continue until age 90. When the contract is turned into an income stream, the amount is determined by comparing income produced by the contract value and contract annuity plan factors and that produced by the benefit base and rider annuity plan factors and using the greater amount.

Information considered variable is enclosed in brackets. Such information will be varied to the extent necessary to reflect "issue specific" information as well as to allow the company to periodically change specific fees or charges applicable only to new issues. Enclosed is a Statement of Variability which provides the ranges for the variable information set forth in the rider. Note that all fees and charges stated in the rider at issue are considered maximums. We reserve the right to charge less than the stated maximum to reflect anticipated reductions in the expenses of administration, the impact of state and federal regulatory changes, and other sales related expenses. All charges and fees or any reductions will be applied on a uniform basis that would not be unfairly discriminatory. In addition, changes in printing technology may periodically alter slightly form format. We reserve the right to make such changes without refilling. Any such change, when made, will comply with state laws and contract guarantees.

As benefits attached to and made a part of variable annuities, the above form is filed and registered with the SEC and must conform to the requirements of that regulatory agency. Therefore, it is exempt from any state readability requirements.

Company and Contact

Filing Contact Information

Susan Holloway, Contract Analyst sue.holloway@us.ing.com
1475 Dunwoody Drive (800) 325-3792 [Phone]
West Chester, PA 19380 (610) 425-3520[FAX]

Filing Company Information

ING USA Annuity and Life Insurance Company CoCode: 80942 State of Domicile: Iowa
1475 Dunwoody Drive Group Code: 229 Company Type:

SERFF Tracking Number: WEST-125826665 State: Arkansas
Filing Company: ING USA Annuity and Life Insurance Company State Tracking Number: 40329
Company Tracking Number: IU-RA-4009
TOI: A031 Individual Annuities - Deferred Variable Sub-TOI: A031.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

West Chester, PA 19380
(800) 325-3792 ext. [Phone]

Group Name:
FEIN Number: 41-0991508

State ID Number:

SERFF Tracking Number: WEST-125826665 State: Arkansas
Filing Company: ING USA Annuity and Life Insurance Company State Tracking Number: 40329
Company Tracking Number: IU-RA-4009
TOI: A031 Individual Annuities - Deferred Variable Sub-TOI: A031.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

Filing Fees

Fee Required? Yes
Fee Amount: \$20.00
Retaliatory? No
Fee Explanation: Fee is based upon Arkansas' fee regulations.
Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
ING USA Annuity and Life Insurance Company	\$20.00	09/22/2008	22641728

SERFF Tracking Number: WEST-125826665 State: Arkansas
Filing Company: ING USA Annuity and Life Insurance Company State Tracking Number: 40329
Company Tracking Number: IU-RA-4009
TOI: A031 Individual Annuities - Deferred Variable Sub-TOI: A031.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved	Linda Bird	10/07/2008	10/07/2008

SERFF Tracking Number: WEST-125826665 *State:* Arkansas
Filing Company: ING USA Annuity and Life Insurance Company *State Tracking Number:* 40329
Company Tracking Number: IU-RA-4009
TOI: A031 Individual Annuities - Deferred Variable *Sub-TOI:* A031.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

Disposition

Disposition Date: 10/07/2008

Implementation Date:

Status: Approved

Comment:

Rate data does NOT apply to filing.

SERFF Tracking Number: WEST-125826665 State: Arkansas
 Filing Company: ING USA Annuity and Life Insurance Company State Tracking Number: 40329
 Company Tracking Number: IU-RA-4009
 TOI: A031 Individual Annuities - Deferred Variable Sub-TOI: A031.002 Flexible Premium
 Product Name: MGIB
 Project Name/Number: MGIB/IU-RA-4009

Item Type	Item Name	Item Status	Public Access
Supporting Document	Certification/Notice		Yes
Supporting Document	Application		Yes
Supporting Document	Life & Annuity - Actuarial Memo		No
Supporting Document	Statement of Variability		Yes
Form	Minimum Guaranteed Income Benefit Rider		Yes

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Form Schedule

Lead Form Number: IU-RA-4009

Review Status	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
	IU-RA-4009	Policy/Cont	Minimum ract/Fratern al Benefit Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Initial		0	IU-RA-4009.pdf

ING USA Annuity and Life Insurance Company

ING USA is a stock company domiciled in Iowa
(Hereinafter called We, Us and Our)

Minimum Guaranteed Income Benefit Rider

Rider Data Table

Contract Number [C000000-AY]	Rider Effective Date [September 15, 2008]																																																																		
Accepted Funds [BlackRock Global Allocation V.I. Fund ING American Funds Asset Allocation Portfolio ING American Funds World Allocation Portfolio ING Franklin Templeton Founding Strategy Portfolio ING Global Equity Option Portfolio ING Lifestyle Conservative Portfolio ING Lifestyle Growth Portfolio ING Lifestyle Moderate Growth Portfolio ING Lifestyle Moderate Portfolio ING Liquid Assets Portfolio ING MFS Total Return Portfolio ING Oppenheimer Active Asset Allocation Portfolio ING Russell Global Large Cap Index 85% Portfolio ING T. Rowe Price Capital Appreciation Portfolio ING T.Rowe Price Personal Strategy Growth Portfolio ING Van Kampen Equity and Income Portfolio ING Van Kampen Global Tactical Asset Allocation Portfolio ING WisdomTree(SM) Global High - Yielding Equity Index Portfolio Fixed Accounts or Fixed Interest Divisions]	Fixed Allocation Funds [ING American Funds Bond Portfolio ING Lehman Brothers U.S. Aggregate Bond Index Portfolio ING PIMCO Core Bond Portfolio ING VP Intermediate Bond Portfolio]																																																																		
Excluded Funds [None]	Special Funds [ING Liquid Assets Portfolio Fixed Accounts or Fixed Interest Divisions]																																																																		
Minimum Fixed Allocation Fund Percentage [0]% of Accumulation Value allocated to Non-Accepted Funds	Exercise Date First Date [September 15, 2018] Subsequent Dates – Each [Annual] Contract Anniversary after the First Exercise Date and prior to the Annuity Commencement Date																																																																		
Determination Dates Each [Quarterly] Contract Anniversary following the Rider Effective Date	MGIB Rollup Rate [7]%																																																																		
Maximum MGIB Rollup Base Factor [2.5]	Partial Annuity Benefit Percentage [50]% or less of the MGIB Benefit Base]																																																																		
MGIB Charge Rate [0.1875]%, deducted quarterly (annual rate [0.75]%)	Eligible Premium Time Period More than [5] Contract Years before the earliest Exercise Date																																																																		
Automatic MGIB Rebalancing Date Each [Annual] Contract Anniversary following the Rider Effective Date	Maximum MGIB Rollup Age [80] Years																																																																		
Maximum MGIB Ratchet Age [90]	MGIB Annuity Plan Factors [1.5]% interest per annum and [Adjusted Annuity 2000 Mortality Table] <table border="1"> <thead> <tr> <th rowspan="3">Age</th> <th colspan="2">Life with Period Certain</th> <th colspan="2">Period Certain</th> </tr> <tr> <th>Male/Female</th> <th>Male/Female</th> <th rowspan="2">Years</th> <th rowspan="2">Factor</th> </tr> <tr> <th>10 Year Certain</th> <th>20 Year Certain</th> </tr> </thead> <tbody> <tr> <td>50</td> <td>\$[3.01/2.78</td> <td>\$[2.95/2.75</td> <td>20</td> <td>\$[4.81</td> </tr> <tr> <td>55</td> <td>3.37/3.09</td> <td>3.25/3.03</td> <td>21</td> <td>4.62</td> </tr> <tr> <td>60</td> <td>3.83/3.49</td> <td>3.60/3.37</td> <td>22</td> <td>4.44</td> </tr> <tr> <td>65</td> <td>4.43/4.02</td> <td>3.98/3.76</td> <td>23</td> <td>4.28</td> </tr> <tr> <td>70</td> <td>5.19/4.72</td> <td>4.33/4.17</td> <td>24</td> <td>4.13</td> </tr> <tr> <td>75</td> <td>6.08/5.63</td> <td>4.59/4.51</td> <td>25</td> <td>3.99</td> </tr> <tr> <td>80</td> <td>7.04/6.70</td> <td>4.75/4.72</td> <td>26</td> <td>3.86</td> </tr> <tr> <td>85</td> <td>7.90/7.72</td> <td>4.80/4.80</td> <td>27</td> <td>3.75</td> </tr> <tr> <td>90</td> <td>8.51/8.44]</td> <td>4.81/4.81]</td> <td>28</td> <td>3.64</td> </tr> <tr> <td></td> <td></td> <td></td> <td>29</td> <td>3.54</td> </tr> <tr> <td></td> <td></td> <td></td> <td>30</td> <td>3.44]</td> </tr> </tbody> </table>	Age	Life with Period Certain		Period Certain		Male/Female	Male/Female	Years	Factor	10 Year Certain	20 Year Certain	50	\$[3.01/2.78	\$[2.95/2.75	20	\$[4.81	55	3.37/3.09	3.25/3.03	21	4.62	60	3.83/3.49	3.60/3.37	22	4.44	65	4.43/4.02	3.98/3.76	23	4.28	70	5.19/4.72	4.33/4.17	24	4.13	75	6.08/5.63	4.59/4.51	25	3.99	80	7.04/6.70	4.75/4.72	26	3.86	85	7.90/7.72	4.80/4.80	27	3.75	90	8.51/8.44]	4.81/4.81]	28	3.64				29	3.54				30	3.44]
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Minimum Guaranteed Income Benefit Rider

The Contract to which this Minimum Guaranteed Income Benefit Rider (this "Rider") is attached is modified by the provisions of this Rider. The Rider's provisions shall control when there is a conflict between this Rider and the Contract. Any capitalized terms not defined in this Rider shall have the meaning given to them in the Contract.

Benefits provided and charges made under the terms and conditions of this Rider are described below. This Rider will remain in effect until terminated under the conditions described below

Subject to the terms and conditions stated herein, this Rider provides minimum guaranteed Annuity Payments which may be greater than the Annuity Payments otherwise provided under the Contract.

1. IMPORTANT TERMS

The **Contract** means the Contract to which this Rider is attached.

A **Determination Date** is any date on which the applicable MGIB Ratchet Base is determined. Determination Dates are shown in the Rider Data Table.

Eligible Premiums are Premiums paid on or after the Rider Effective Date but within the Eligible Premium Time Period as shown in the Rider Data Table.

An **Exercise Date** is any date on which an MGIB Annuity Plan can be elected. Exercise Dates are shown in the Rider Data Table.

The **Rider Effective Date** is the date this Rider becomes effective. The Rider Effective Date is the same as the Contract Date unless a different Rider Effective Date is shown in the Rider Data Table.

2. INVESTMENT OPTION CLASSIFICATIONS

The following investment option classifications are used to determine the MGIB as described below in the "Minimum Guaranteed Income Benefit Calculation" section:

Covered Funds, applicable to this Rider, are any investment options not designated as Special Funds or Excluded Funds. While the Rider is in effect, any investments in Fixed Allocation Funds are to be considered as Covered Funds for purposes of determining the applicable MGIB Rollup Base, as well as any applicable Death Benefit under the Contract.

Special Funds, applicable to this Rider and existing on the Rider Effective Date, are shown in the Rider Data Table. We may classify newly available investment options as Special Funds. We may reclassify an existing investment option as a Special Fund or remove such designation upon prior notice to you. Such reclassification will apply to amounts transferred or otherwise added to such investment option(s) after the date of change.

Excluded Funds, applicable to this Rider and existing on the Rider Effective Date, are shown in the Rider Data Table. We may classify newly available investment options as Excluded Funds. We may reclassify an existing investment option as an Excluded Fund or remove such designation upon prior notice to you. Such reclassification will apply to amounts transferred or otherwise added to such investment option(s) after the date of change.

The following investment option classifications are used for the purpose of "MGIB Rebalancing" (as described below):

Accepted Funds, applicable to this Rider and existing on the Rider Effective Date, are shown in the Rider Data Table. We may classify newly available investment options as Accepted Funds. We may reclassify an existing investment option as an Accepted Fund or remove such designation upon prior notice to you. Such reclassification will apply to amounts transferred or otherwise added to such investment option(s) after the date of change.

Non-Accepted Funds, applicable to this Rider and existing on the Rider Effective Date, are all investment options designated as Fixed Allocation Funds or Other Funds.

Fixed Allocation Funds, applicable to this Rider and existing on the Rider Effective Date, are shown in the Rider Data Table. We may classify newly available investment options as Fixed Allocation Funds. We may reclassify an existing investment option as a Fixed Allocation Fund or remove such designation upon prior notice to you. Such reclassification will apply to amounts transferred or otherwise added to such investment option(s) after the date of change.

Other Funds, applicable to this Rider and existing on the Rider Effective Date, are any investment options not designated as Accepted Funds or Fixed Allocation Funds. We may classify newly available investment options as Other Funds. We may reclassify an existing investment option as an Other Fund or remove such designation upon prior notice to you. Such reclassification will apply to amounts transferred or otherwise added to such investment option(s) after the date of change.

3. MINIMUM GUARANTEED INCOME BENEFIT CALCULATION

The MGIB is calculated as (1) multiplied by (2) where:

- (1) Is the MGIB Base (as defined below) on the Exercise Date, less any Surrender charges and Premium Tax, and after any Market Value Adjustment, if applicable; and
- (2) Is the applicable MGIB Annuity Plan Factor (as shown in the Rider Data Table) divided by \$1,000 on the Exercise Date.

MGIB Base Definition

The MGIB Base for determining the MGIB on the Exercise Date is calculated as the greater of (1) or (2), where:

- (1) Is the lesser of the Maximum MGIB Rollup Base (as defined below) and the sum of (a), (b) and (c) where:
 - (a) Is the MGIB Rollup Base for Covered Funds (as defined below);
 - (b) Is the MGIB Rollup Base for Special Funds (as defined below); and
 - (c) Is the Accumulation Value allocated to Excluded Funds; or
- (2) Is the sum of (a) and (b) where:
 - (a) Is the MGIB Ratchet Base for Covered Funds and Special Funds (as defined below); and
 - (b) Is the Accumulation Value allocated to Excluded Funds.

Calculation of the MGIB Rollup Bases

Maximum MGIB Rollup Base

The Maximum MGIB Rollup Base is the Maximum MGIB Rollup Base Factor (as shown in the Rider Data Table) multiplied by the sum of (1), (2), (3) and (4) adjusted for any Withdrawals, where:

- (1) Is the MGIB Rollup Base for Covered Funds on the Rider Effective Date;
- (2) Is the MGIB Rollup Base for Special Funds on the Rider Effective Date;
- (3) Is the Accumulation Value allocated to Excluded Funds on the Rider Effective Date; and
- (4) Is any Eligible Premiums paid and any Premium Credits thereon, if applicable, after the Rider Effective Date.

Any addition to the Accumulation Value due to spousal continuation will have no effect on any of the MGIB Rollup Bases (as defined below) or the Maximum MGIB Rollup Base. Withdrawals will reduce the Maximum MGIB Rollup Base on a pro-rata basis.

MGIB Rollup Base for Covered Funds

If this Rider is effective as of the Contract Date, the initial MGIB Rollup Base for Covered Funds is the Initial Premium plus any Premium Credits, if applicable, allocated to Covered Funds. If this Rider is added to the Contract after the Contract Date, the initial MGIB Rollup Base for Covered Funds is equal to the Accumulation Value allocated to Covered Funds on the Rider Effective Date. Thereafter, the MGIB Rollup Base for Covered Funds is increased by Eligible Premiums allocated to Covered Funds, plus any Premium Credits thereon, if applicable, adjusted for any Withdrawals and transfers, accumulated at the "MGIB Rollup Rate" (as described below).

MGIB Rollup Base for Special Funds

If this Rider is effective as of the Contract Date, the initial MGIB Rollup Base for Special Funds is the Initial Premium plus any Premium Credits, if applicable, allocated to Special Funds. If this Rider is added to the Contract after the Contract Date, the initial MGIB Rollup Base for Special Funds is equal to the Accumulation Value allocated to Special Funds on the Rider Effective Date. Thereafter, the MGIB Rollup Base for Special Funds is increased by Eligible Premiums allocated to Special Funds, plus any Premium Credits thereon, if applicable, adjusted for any Withdrawals and transfers. The MGIB Rollup Rate does not apply to the calculation of the MGIB Rollup Base for Special Funds.

MGIB Rollup Base for Excluded Funds

If this Rider is effective as of the Contract Date, the initial MGIB Rollup Base for Excluded Funds is the Initial Premium plus any Premium Credits, if applicable, allocated to Excluded Funds. If this Rider is added to the Contract after the Contract Date, the initial MGIB Rollup Base for Excluded Funds is equal to the Accumulation Value allocated to Excluded Funds on the Rider Effective Date. Thereafter, the MGIB Rollup Base for Excluded Funds is increased by Eligible Premiums allocated to Excluded Funds, plus any Premium Credits thereon, if applicable, adjusted for any Withdrawals and transfers, accumulated at the "MGIB Rollup Rate" (as described below).

Effect of Transfers on the Applicable MGIB Rollup Base

Net transfers from Special Funds, Covered Funds or Excluded Funds will reduce the applicable MGIB Rollup Base on a pro-rata basis. This transfer adjustment is equal to (1) divided by (2) multiplied by (3), where:

- (1) Is the Accumulation Value transferred;
- (2) Is the Accumulation Value immediately prior to the transfer; and
- (3) Is the applicable MGIB Rollup Base immediately prior to the transfer.

Separate adjustments will apply to Covered Funds, Special Funds and Excluded Funds.

Net transfers from Special Funds to Covered Funds or Excluded Funds will result in a corresponding increase in the MGIB Rollup Base for Covered Funds or the MGIB Rollup Base for Excluded Funds, as applicable. Such increase will equal the reduction in the MGIB Rollup Base for Special Funds.

Net transfers from Covered Funds to Special Funds or Excluded Funds will result in a corresponding increase in the MGIB Rollup Base for Special Funds or the MGIB Rollup Base for Excluded Funds, as applicable. Such increase will equal the reduction in the MGIB Rollup Base for Covered Funds.

Net transfers from Excluded Funds to Covered Funds or Special Funds will result in a corresponding increase in the MGIB Rollup Base for Covered Funds or the MGIB Rollup Base for Special Funds, as applicable. Such increase will equal the lesser of the reduction in the MGIB Rollup Base for Excluded Funds and the net Accumulation Value transferred.

Effect of Withdrawals on the Applicable MGIB Rollup Base

The applicable MGIB Rollup Base will be reduced by a pro-rata Withdrawal adjustment (including applicable Surrender charges, Premium Credit recapture and Market Value Adjustments) each time a Withdrawal is made. The pro-rata Withdrawal adjustment is equal to (1) divided by (2), multiplied by (3), where:

- (1) Is the Accumulation Value withdrawn;
- (2) Is the Accumulation Value immediately prior to Withdrawal; and
- (3) Is the amount of the applicable MGIB Rollup Base immediately prior to the Withdrawal.

Separate adjustments will apply to Covered Funds, Special Funds and Excluded Funds.

MGIB Rollup Rate

The MGIB Rollup Rate is shown in the Rider Data Table. The MGIB Rollup Rate will be set to zero on the earlier of (1) and (2); where:

- (1) Is the Contract Anniversary on which the Owner's Age equals the Maximum MGIB Rollup Age shown in the Rider Data Table; and
- (2) Is the date the sum of the MGIB Rollup Base for Covered Funds, the MGIB Rollup Base for Special Funds and the MGIB Rollup Base for Excluded Funds is equal to or would exceed the "Maximum MGIB Rollup Base" (as described above).

Calculation of the MGIB Ratchet Bases

MGIB Ratchet Base for Covered Funds and Special Funds

If this Rider is effective as of the Contract Date, the MGIB Ratchet Base for Covered Funds and Special Funds is the Initial Premium plus any Premium Credits, if applicable, allocated to Covered Funds and Special Funds. If this Rider is added to a Contract after the Contract Date, the initial MGIB Ratchet Base for Covered Funds and Special Funds is equal to the Accumulation Value allocated to Covered Funds and Special Funds on the Rider Effective Date. Thereafter, the MGIB Ratchet Base for Covered Funds and Special Funds is calculated as follows:

- (1) Start with the MGIB Ratchet Base for Covered Funds and Special Funds from the most recent prior Determination Date;
- (2) Add to (1) any additional Eligible Premiums and any Premium Credits, if applicable, allocated to Covered Funds and Special Funds since the most recent prior Determination Date;
- (3) Add to, or subtract from, (2) adjustments for transfers and any adjustments for Withdrawals from Covered Funds and Special Funds since the most recent prior Determination Date; and
- (4) On any Determination Date that occurs on or prior to the date on which the Owner's Age equals the Maximum MGIB Ratchet Age shown in the Rider Data Table, we set the MGIB Ratchet Base for Covered Funds and Special Funds equal to the greater of (3) or the Accumulation Value in Covered Funds and Special Funds minus any fees and charges incurred as of such date. At any other time, the MGIB Ratchet Base for Covered Funds and Special Funds is equal to (3).

For purposes of this calculation on the first Determination Date, the Rider Effective Date is deemed to be the "most recent prior Determination Date."

MGIB Ratchet Base for Excluded Funds

If this Rider is effective as of the Contract Date, the MGIB Ratchet Base for Excluded Funds is the Initial Premium plus any Premium Credits, if applicable, allocated to Excluded Funds. If this Rider is added to a Contract after the Contract Date, the initial MGIB Ratchet Base for Excluded Funds is equal to the Accumulation Value allocated to Excluded Funds on the Rider Effective Date. Thereafter, the MGIB Ratchet Base for Excluded Funds is calculated as follows:

- (1) Start with the MGIB Ratchet Base for Excluded Funds from the most recent prior Determination Date;
- (2) Add to (1) any additional Eligible Premiums and any Premium Credits, if applicable, allocated to Excluded Funds since the most recent prior Determination Date;
- (3) Add to, or subtract from, (2) adjustments for transfers and any Withdrawals from Excluded Funds since the most recent prior Determination Date; and
- (4) On a Determination Date that occurs on or prior to the date on which the Owner's Age equals the Maximum MGIB Ratchet Age shown in the Rider Data Table, we set the MGIB Ratchet Base for Excluded Funds equal to the greater of (3) or the Accumulation Value in Excluded Funds minus any fees and charges incurred as of such date. At any other time, the MGIB Ratchet Base for Excluded Funds is equal to (3).

For purposes of this calculation on the first Determination Date, the Rider Effective Date is deemed to be the "most recent prior Determination Date."

Effect of Transfers on the Applicable MGIB Ratchet Base

Net transfers from Special Funds and/or Covered Funds to Excluded Funds will reduce the MGIB Ratchet Base for Covered Funds and Special Funds on a pro-rata basis. The resulting increase in the MGIB Ratchet Base for Excluded Funds will equal the reduction in the MGIB Ratchet Base for Covered Funds and Special Funds.

Net transfers from Excluded Funds to Covered Funds and/or Special Funds will reduce the MGIB Ratchet Base for Excluded Funds on a pro-rata basis. The resulting increase in the MGIB Ratchet Base for Covered Funds and Special Funds will equal the lesser of the reduction in the MGIB Ratchet Base for Excluded Funds and the net Accumulation Value transferred.

Effect of Withdrawals on the Applicable MGIB Ratchet Base

The applicable MGIB Ratchet Base will be reduced by a pro-rata Withdrawal adjustment each time a Withdrawal is made. The pro-rata Withdrawal adjustment is equal to (1) divided by (2), multiplied by (3), where:

- (1) Is the Accumulation Value withdrawn;

- (2) Is the Accumulation Value immediately prior to Withdrawal; and
- (3) Is the amount of the applicable MGIB Ratchet Base immediately prior to the Withdrawal.

Separate adjustments will apply to Covered Funds, Special Funds and Excluded Funds.

4. MGIB REBALANCING

If, on any MGIB Rebalancing Date (as defined below) the Accumulation Value in Fixed Allocation Funds is less than the Minimum Fixed Allocation Fund Percentage of the total Accumulation Value in Non-Accepted Funds, as shown in the Rider Data Table, we will automatically rebalance the Accumulation Value allocated to Non-Accepted Funds to restore the minimum requirement.

MGIB Rebalancing Dates are defined as the following:

- (1) Each Automatic MGIB Rebalancing Date as shown in the Rider Data Table;
- (2) The day any Additional Premiums are paid;
- (3) The day any transfer/reallocation among Fixed Allocation Funds or Other Funds occurs, whether automatic or specifically directed by you;
- (4) The day of any Withdrawal from Fixed Allocation Funds or Other Funds; and
- (5) The day you elect the "Partial Annuity Benefit Option" (as described below).

Such rebalancing will occur, pro-rata, among Non-Accepted Funds and will be the last transaction processed on that date. No MGIB Rebalancing will occur if you are entirely invested in Accepted Funds.

5. MGIB CHARGE

The charge for this Rider (the "MGIB Charge") will be deducted on each quarterly Contract Anniversary, in arrears, from the Accumulation Value in the Variable Separate Account, in the same proportion that the Accumulation Value in each Variable Sub-account bears to the total Accumulation Value in the Variable Separate Account. If there is insufficient Accumulation Value in the Variable Sub-accounts, charges will be deducted from the Accumulation Value in the Market Value Adjustment Account, if any, starting with that portion of the Accumulation Value nearest the end of the applicable Guarantee Period until the charge has been paid. A Market Value Adjustment may be applied to charges deducted from any Market Value Adjustment Account. The MGIB Charge is a percentage of the MGIB Charge Base (as defined below) on the date the MGIB Charge is deducted. This percentage, the "MGIB Charge Rate", will not exceed the MGIB Charge Rate in effect on the Rider Effective Date, but we may, at any time, charge less at our sole discretion.

The MGIB Charge Base is the greater of (1) and (2), where:

- (1) Is the lesser of the Maximum MGIB Rollup Base and the sum of (a), (b), and (c) where:
 - (a) Is the MGIB Rollup Base for Covered Funds;
 - (b) Is the MGIB Rollup Base for Special Funds;
 - (c) Is the MGIB Rollup Base for Excluded Funds; and
- (2) Is the sum of (a) and (b) where:
 - (a) Is the MGIB Ratchet Base for Covered Funds and Special Funds; and
 - (b) Is the MGIB Ratchet Base for Excluded Funds.

If the Contract to which this Rider is attached is terminated by Surrender, cancellation or application of the Contract's Accumulation Value to an Annuity Plan, the MGIB Charge for that portion of the current quarter completed will be deducted from the Contract's Accumulation Value prior to termination of the Contract. Charges will be calculated using the MGIB Charge Base immediately prior to termination.

6. MGIB ANNUITY PAYMENTS AND ANNUITY OPTIONS

Election of MGIB

The MGIB is a minimum periodic income. The MGIB will be paid monthly, unless you elect to receive it less frequently. You can elect to receive the MGIB on a monthly, quarterly, semi-annual, or annual basis. If you elect to receive the MGIB, you must provide Notice to Us at least 30 days prior to an Exercise Date. Your election will become effective as of the Exercise Date following receipt of your Notice to Us. On and after the Exercise Date that you elect to begin receiving the MGIB:

- (1) No other benefits under the Contract are payable;
- (2) No Additional Premium may be paid under the Contract;

- (3) No further MGIB Charges will be deducted; and
- (4) All charges under the Contract will cease.

Partial Annuity Benefit Option

On any Exercise Date before the MGIB has been exercised, you may elect to apply the Partial Annuity Benefit Percentage, as shown in the Rider Data Table, to any one of the MGIB Annuity Plans available. The Partial Annuity Benefit Percentage will then be used to determine the MGIB Annuity Payments. MGIB Annuity Payments under this option will not be less than the Annuity Payments the Contract would otherwise provide using the same percentage of the Contract's Accumulation Value and the same Annuity Plan. The Contract's Accumulation Value will be reduced on a pro-rata basis and the reduction will be treated as a Withdrawal under the Contract. Any subsequent exercise of the MGIB must be for 100% of the MGIB Base remaining under the Rider.

Premium Taxes

Any Premium Taxes paid by us relating to Premiums for the Contract will be deducted from the MGIB Base prior to determining the MGIB payable.

Notification

We will notify you of your options not less than 30 days prior to an Exercise Date.

MGIB Annuity Plans

The following are the MGIB Annuity Plans available:

- (1) Payments for a Period Certain. MGIB Annuity Payments are paid in equal installments for a fixed number of years. The number of years cannot be less than 20 or more than 30;
- (2) Payments for a Period Certain and Life. MGIB Annuity Payments are paid in equal installments for a fixed number of years and as long thereafter as the Annuitant is living. The number of years cannot be less than 10 or more than 20;
- (3) Joint and Last Survivor Payments for a Period Certain and Life. MGIB Annuity Payments are paid in equal installments for a fixed number of years and as long thereafter as either of two Annuitants is living. The number of years cannot be less than 10 or more than 20; and
- (4) Any other MGIB Annuity Plan offered by us on the Exercise Date.

You may also elect to have MGIB Annuity Payments increased annually at 1%, 2% or 3% compounded annually. We will issue a separate written agreement putting each MGIB Annuity Plan into effect.

MGIB Annuity Plan Factors

MGIB Annuity Plan Factors are calculated using the Mortality Table and interest rate found in the Rider Data Table. MGIB Annuity Plan Factors for other ages and/or payment frequencies are available upon request. MGIB Annuity Plans for Life with Period Certain vary by sex and Age of the Annuitant on the Exercise Date that MGIB payments begin.

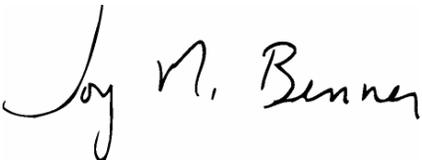
7. RIDER TERMINATION

This Rider will terminate immediately if any of the following events occur:

- (1) If the Contract terminates;
- (2) If you die, unless the Contract is continued on the life of your spouse as defined by federal law, pursuant to Code Section 72(s) and the terms of the Contract, in which case the Rider will continue with your surviving spouse as Owner;
- (3) If the Owner is not a natural person and the Annuitant dies; and
- (4) If ownership of this Contract changes and the new Owner is other than the spouse of the previous Owner.

This Rider has no Cash Surrender Value or other non-forfeiture benefits upon termination. This Rider may not be cancelled unless the Contract is terminated.

Signed:

[] Secretary

SERFF Tracking Number: WEST-125826665 *State:* Arkansas
Filing Company: ING USA Annuity and Life Insurance Company *State Tracking Number:* 40329
Company Tracking Number: IU-RA-4009
TOI: A031 Individual Annuities - Deferred Variable *Sub-TOI:* A031.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

Rate Information

Rate data does NOT apply to filing.

SERFF Tracking Number: WEST-125826665 State: Arkansas
Filing Company: ING USA Annuity and Life Insurance Company State Tracking Number: 40329
Company Tracking Number: IU-RA-4009
TOI: A031 Individual Annuities - Deferred Variable Sub-TOI: A031.002 Flexible Premium
Product Name: MGIB
Project Name/Number: MGIB/IU-RA-4009

Supporting Document Schedules

Review Status: 09/22/2008
Satisfied -Name: Certification/Notice
Comments:
Attachment:
AR Rule 19 Certification.pdf

Review Status: 09/22/2008
Satisfied -Name: Application
Comments:
Application is not attached to the contract or the rider.

Review Status: 09/22/2008
Satisfied -Name: Statement of Variability
Comments:
Attachment:
SoV IU-RA-4009.pdf

**ARKANSAS
POLICY FORM CERTIFICATION**

Form: IU-RA-4009

I have reviewed the enclosed policy form and certify that the form submitted meets the provisions of Rule 19 as well as all applicable requirements of the Arkansas Insurance Department.

Signed:

A handwritten signature in cursive script that reads "Alice W. Su".

Alice W. Su, FSA, MAAA
Vice President

ING USA Annuity and Life Insurance Company
Statement of Variability for
Minimum Guaranteed Income Benefit Rider
Form No. IU-RA-4009

Rider Data Table

Item	Variability
Contract Number Rider Effective Date	This information will vary to the extent necessary to reflect "issue specific" data.
Accepted Funds	The Accepted Funds may vary if a fund is introduced, no longer available for investment, or reclassified as an Accepted Fund. The Accepted Funds could change as an alternative to raising the rider charge if market conditions change or risk management requirements change. Examples of market conditions that may have an effect on the performance of the product include: interest rates, equity growth assumptions, mortality experience, competitor product designs, contract owner behavior experience, and reserve or capital requirements. Risk management requirements are set by company management but may be impacted by regulatory bodies and market analysts.
Fixed Allocation Funds	The Fixed Allocation Funds may vary if a fund is introduced, no longer available for investment, or reclassified as a Fixed Allocation Fund. The Fixed Allocation Funds could change as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds).
Excluded Funds	The Excluded Funds may vary if a fund is introduced, no longer available for investment, or reclassified as an Excluded Fund. The Excluded Funds could change as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds).
Special Funds	The Special Funds may vary if a fund is introduced, no longer available for investment, or reclassified as a Special Fund. The Special Funds could change as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds).
Minimum Fixed Allocation Fund Percentage	The Minimum Fixed Allocation Fund Percentage shown is the current percentage at filing. However, the Minimum Fixed Allocation Fund Percentage may vary from 0-50%. The Minimum Fixed Allocation Fund Percentage could change as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds). Such change would only apply to all new issues on a uniform basis and would not unfairly discriminate.
Exercise Date	The Exercise Dates shown are the current dates at filing. The first Exercise Date for each Rider is set on the Rider

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	<p>Date and will not change. Subsequent Dates may vary and could occur each quarter, semi-annual, or annual Contract Anniversary after the First Exercise Date and prior to the Annuity Commencement Date. Subsequent Dates could be changed from every quarterly contract anniversary to every semi-annual contract anniversary, or annual contract anniversary as an alternative to raising the rider charge in response to a change in market conditions or risk management requirements (see examples above under Accepted Funds). Such change would only apply to all new issues on a uniform basis and would not unfairly discriminate.</p>
Determination Dates	<p>The Determination Dates shown are the current Determination Dates at filing. However, the Determination Dates could occur quarterly, semi-annually, or annually. Determination Dates could be changed from every quarterly contract anniversary to every semi-annual contract anniversary, or annual contract anniversary as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds). Any change in Determination Dates would only apply to all new issues on a uniform basis and would not unfairly discriminate.</p>
MGIB Rollup Rate	<p>The MGIB Rollup Rate shown is the current rate at filing. However, we may vary the MGIB Rollup Rate between 0% and 10%. The MGIB Rollup Rate could be lowered as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds). Any change in the MGIB Rollup Rate would only apply to all new issues on a uniform basis and would not unfairly discriminate.</p>
Maximum MGIB Rollup Base Factor	<p>We may change the Maximum MGIB Rollup Base Factor between 1 and 5 if market conditions change or risk management requirements change (see examples above under Accepted Funds). Such change would only apply to all new issues on a uniform basis and would not unfairly discriminate.</p>
Partial Annuity Benefit Percentage	<p>The Partial Annuity Benefit Percentage shown is the current percentage at filing. The percentage could vary from 0% to 75% or less of the MGIB Benefit Base. We may raise or lower the Partial Annuity Benefit Percentage in response to a change in market conditions or risk management requirements (see examples above under Accepted Funds). Such change would only apply to all new issues on a uniform basis and would not unfairly discriminate.</p>
MGIB Charge Rate	<p>The MGIB Charge Rate shown is the current charge for this rider at filing. However, we reserve the right to charge up to 1.50% annually (0.375% quarterly) without</p>

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Statement of Variability for
Minimum Guaranteed Income Benefit Rider
Form No. IU-RA-4009

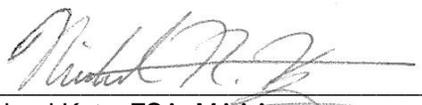
	re-filing as well as attach the rider without cost to the owner. We may change the charge in response to changing market conditions or risk management requirements (see examples above under Accepted Funds). Any change would only apply to all new issues on a uniform basis and would not unfairly discriminate.
Eligible Premium Time Period	The Eligible Premium Time Period shown is the current time period at filing. We may vary the Eligible Premium Time Period between 1 and 10 year(s) before the earliest Exercise Date. We may change the Eligible Premium Time Period in response to changing market conditions or risk management requirements (see examples above under Accepted Funds). Such change would only apply to all new issues on a uniform basis and would not unfairly discriminate.
Automatic MGIB Rebalancing Date	The Automatic MGIB Rebalancing Dates shown are the current Automatic MGIB Rebalancing Dates at filing. However, the Automatic MGIB Rebalancing Dates could occur quarterly, semi-annually, or annually. The Automatic MGIB Rebalancing Dates could change as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds). Such change would only apply to all new issues on a uniform basis and would not unfairly discriminate.
Maximum MGIB Rollup Age	The Maximum MGIB Rollup Age shown is the current age at filing. However, we may vary the Maximum MGIB Rollup Age between 75 to 95 years. The Maximum MGIB Rollup Age could be lowered as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds). Any change in the Maximum MGIB Rollup Age would only apply to all new issues on a uniform basis and would not unfairly discriminate.
Maximum MGIB Ratchet Age	The Maximum MGIB Ratchet Age shown is the current age at filing. However, we may vary the Maximum MGIB Ratchet Age between 75 to 95 years. The Maximum MGIB Ratchet Age could be changed as an alternative to raising the rider charge if market conditions change or risk management requirements change (see examples above under Accepted Funds). Any change in the Maximum MGIB Ratchet Age would only apply to all new issues on a uniform basis and would not unfairly discriminate.

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MGIB Annuity Plan Factors	The MGIB Annuity Plan Factors are bracketed, since the variability of the interest rate, mortality table would change the income factors. We may change to more current mortality tables or projection scales as they are developed, or vary the interest rate from 0.5% – 3.5%. Any such changes would only apply to all new issues on a uniform basis and would not unfairly discriminate.
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Item	Variability
Officer Signature	The Officer's signature is filed as variable to allow us to modify it in response to changes in company operations.



 Michael Katz, FSA, MAAA
 Actuary
 ING USA Annuity and Life Insurance Company

August 25, 2008
 Date