

SERFF Tracking Number: PRUD-125783377 State: Arkansas
Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
Company Tracking Number: IFSA-END-403(1/09)
TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable
Product Name: END-403(1/09)
Project Name/Number: END-403(1/09)/END-403(1/09)

Filing at a Glance

Company: Prudential Annuities Life Assurance Corporation

Product Name: END-403(1/09) SERFF Tr Num: PRUD-125783377 State: ArkansasLH

TOI: A02.1G Group Annuities - Deferred Non- SERFF Status: Closed State Tr Num: 40043
Variable and Variable

Sub-TOI: A02.1G.002 Flexible Premium Co Tr Num: IFSA-END-403(1/09) State Status: Approved-Closed

Filing Type: Form Co Status: IFSA Reviewer(s): Linda Bird

Authors: John Witteman, Anthony Disposition Date: 08/26/2008

Pereira, Carolyn Cargnel, Pamela

Bonaparte-Golding

Date Submitted: 08/21/2008

Disposition Status: Approved

Implementation Date Requested: On Approval

Implementation Date:

State Filing Description:

General Information

Project Name: END-403(1/09)

Status of Filing in Domicile: Pending

Project Number: END-403(1/09)

Date Approved in Domicile:

Requested Filing Mode: Review & Approval

Domicile Status Comments:

Explanation for Combination/Other:

Market Type: Group

Submission Type: New Submission

Group Market Size: Large

Overall Rate Impact:

Group Market Type: Discretionary

Filing Status Changed: 08/26/2008

State Status Changed: 08/26/2008

Deemer Date:

Corresponding Filing Tracking Number:

Filing Description:

VIA: SERFF

August 20, 2008

SERFF Tracking Number: PRUD-125783377 State: Arkansas
Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
Company Tracking Number: IFSA-END-403(1/09)
TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable
Product Name: END-403(1/09)
Project Name/Number: END-403(1/09)/END-403(1/09)

Honorable Julia Benafield Bowman
Insurance Commissioner
Life and Health Division
Arkansas Insurance Department
1200 West Third Street
Little Rock, AR 72201

Attn: Claudia Meeks, Rates and Form Filings

Re: PRUDENTIAL ANNUITIES LIFE ASSURANCE CORPORATION (PALAC, "we, "us")
NAIC No. 86630 FEIN No. 06-1241288

ENDORSEMENT FILING

403(b) Annuity Endorsement: Form END-403(1/09)

Dear Ms. Meeks:

Prudential Annuities Life Assurance Corporation respectfully submits for your approval the referenced Endorsement. It does not include any provision previously disapproved by your Department.

Any filing material we believe your Department requires is enclosed. Unless we are informed otherwise, we reserve the right to alter the layout, color, sequential order, and typeface of the form. We confirm that any such change will be in conformance with your requirements.

We believe that these forms are exempt from any "Flesch Score" or state readability requirements or regulations, since these forms conform to the requirements under federal law.

Sincerely,

Pamela Bonaparte-Golding
Contract Specialist

SERFF Tracking Number: PRUD-125783377 State: Arkansas
 Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
 Company Tracking Number: IFSA-END-403(1/09)
 TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
 Variable and Variable
 Product Name: END-403(1/09)
 Project Name/Number: END-403(1/09)/END-403(1/09)

Phone: (203) 944-7544

Email: Pamela.Bonaparte-Golding@Prudential.com

Fax: (203) 944-7737

Enclosures

Company and Contact

Filing Contact Information

Anthony Pereira, Senior Compliance Analyst Anthony.Pereira@Prudential.com
 One Corporate Drive (800) 628-6039 [Phone]
 Shelton, CT 06484 (203) 944-7510[FAX]

Filing Company Information

Prudential Annuities Life Assurance CoCode: 86630 State of Domicile: Connecticut
 Corporation
 One Corporate Drive Group Code: 304 Company Type: Life
 P.O. Box 883
 Shelton, CT 06484 Group Name: Prudential Annuities State ID Number:
 (800) 628-6039 ext. [Phone] FEIN Number: 06-1241288

Filing Fees

Fee Required? No
 Retaliatory? No
 Fee Explanation:
 Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Prudential Annuities Life Assurance Corporation	\$20.00	08/21/2008	22054130

SERFF Tracking Number: PRUD-125783377 State: Arkansas
Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
Company Tracking Number: IFSA-END-403(1/09)
TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable
Product Name: END-403(1/09)
Project Name/Number: END-403(1/09)/END-403(1/09)

Disposition

Disposition Date: 08/26/2008

Implementation Date:

Status: Approved

Comment:

Rate data does NOT apply to filing.

SERFF Tracking Number: PRUD-125783377 State: Arkansas
 Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
 Company Tracking Number: IFSA-END-403(1/09)
 TOI: A02.1G Group Annuities - Deferred Non- Variable and Variable Sub-TOI: A02.1G.002 Flexible Premium
 Product Name: END-403(1/09)
 Project Name/Number: END-403(1/09)/END-403(1/09)

Item Type	Item Name	Item Status	Public Access
Supporting Document	Certification/Notice		Yes
Supporting Document	Application		No
Supporting Document	Life & Annuity - Actuarial Memo		No
Supporting Document	Filing Fee Form		Yes
Supporting Document	Coverletter		Yes
Form (revised)	403(b) Endorsement		Yes
Form	403(b) Endorsement	Withdrawn	Yes

SERFF Tracking Number: PRUD-125783377 State: Arkansas
 Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
 Company Tracking Number: IFSA-END-403(1/09)
 TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
 Variable and Variable
 Product Name: END-403(1/09)
 Project Name/Number: END-403(1/09)/END-403(1/09)

Amendment Letter

Amendment Date:
 Submitted Date: 08/25/2008

Comments:

Endorsement attachment was in incorrect format. Replaced attachment in PDF format.

Changed Items:

Form Schedule Item Changes:

Form Schedule Item Changes:

Form Number	Form Type	Form Name	Action	Form Action Other	Previous Filing #	Replaced Form #	Readability Score	Attachments
END-403(1/09)	Certificate Amendment, Endorsement or Rider	403(b)	Initial				0	END-403(1-09).pdf

SERFF Tracking Number: PRUD-125783377 State: Arkansas
 Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
 Company Tracking Number: IFSA-END-403(1/09)
 TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
 Variable and Variable
 Product Name: END-403(1/09)
 Project Name/Number: END-403(1/09)/END-403(1/09)

Form Schedule

Lead Form Number: END-403(1/09)

Review Status	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
	END-403(1/09)	Certificate Amendment, Insert Page, Endorsement or Rider	403(b) Endorsement Initial			0	END-403(1-09).pdf

PRUDENTIAL ANNUITIES LIFE ASSURANCE CORPORATION
(A Prudential Financial Company)
[One Corporate Drive, P.O. Box 883
Shelton, Connecticut 06484]

403(b) Annuity Endorsement

Endorsement - In this Endorsement, "contract" means either an individual annuity contract or a certificate evidencing coverage under a group annuity contract. Any such group contract provides for separate accounting of your benefits from those of other participants. The contract to which this Endorsement is attached is hereby amended, at your request, so that it may qualify as a Tax Sheltered Annuity ("TSA") pursuant to Section 403(b) of the Internal Revenue Code of 1986 (the "Code"), as amended. This Endorsement contains numerous references to various Code sections, Treasury Regulations and Internal Revenue Service ("IRS") rulings and notices. Such references are subject to change and this Endorsement will follow the most current guidelines. Unless otherwise defined in this Endorsement, capitalized terms are as defined in the contract. If the terms of the contract and those of this Endorsement conflict, the provisions of this Endorsement shall control. We may amend your contract or this Endorsement to comply with applicable tax requirements. We will notify you of any changes. Should you not consent to such changes, we will not continue your contract as qualifying under Section 403(b). This contract and this Endorsement do not constitute a prototype, master plan or other document approved as to form or otherwise by the IRS.

Beneficiary - For purposes of this Endorsement, the definition of Beneficiary is amended to be the designated beneficiary as defined in the Code.

Code and Other Restrictions:

1. Nontransferability
This contract may not be sold, transferred, assigned, discounted, or pledged as collateral for a loan or as security for the performance of an obligation or for any other purpose, to any person other than this company. This contract is not transferable. The requirements of this section shall not be deemed to preclude a transfer under a "qualified domestic relations order" within the meaning of Code section 414(p).
2. Nonforfeitability
Your interest in the contract may not be forfeited. The contract is maintained for the exclusive benefit of you and any Beneficiary.
3. Ownership and Beneficiaries
The Annuitant may not be changed. You are the Annuitant. You may not name a contingent Annuitant or a contingent Owner. Generally, you may at any time name or change a Beneficiary who will receive payments, if any are due, after your death (unless an irrevocable Beneficiary has previously been named or is required to be named by law).
4. Limits on Salary Reduction Contributions
The contributions to this contract and any other 403(b) annuity or account by you which are made under a salary reduction agreement within the meaning of Code section 402(g)(3)(C), plus other elective deferrals to a 401(k) plan, a Code section 408(k) simplified employee pension ("SEP"), or a Code section 408(p) simple retirement account ("SIMPLE"), may not exceed the applicable annual limit under Code section 402(g), except as may otherwise be permitted under Code section 414(v). In addition, in the case of contributions made pursuant to a salary reduction agreement, such agreement may be made only with respect to compensation which is not currently available.

5. General Limits on Contributions

- (a) Contributions to this contract and such other 403(b) annuities or accounts or 401(a) plans, if any, as may be required to be aggregated with this contract for purposes of Code section 415, may not exceed the limit on annual additions under Code section 415 as well as the limits of Code section 414(v) (the "Contribution Limits"). For purposes of these limits "compensation" shall be determined in accordance with Code section 403(b)(3).
- (b) You are solely responsible for compliance with the Contribution Limits. Your employer is solely responsible for applicable employment taxes, withholding and reporting with respect to any contributions, including contributions in excess of the Contribution Limits. You are also responsible for maintaining records of any after-tax contributions made to the contract as a result of exceeding the Contribution Limits and for the correction and reporting of any excess annual additions that may be permissible under applicable Treasury guidance.

6. Distribution Restrictions

- (a) Salary reduction contributions. Except to the extent otherwise permitted or limited by Treasury Regulations or other applicable law, contributions to the contract made pursuant to a salary reduction agreement and earnings related thereto may be distributed only:
 - i. After you attain age 59 ½,
 - ii. After you have a severance from employment,
 - iii. After you die,
 - iv. After you become disabled within the meaning of Code section 72(m)(7),
 - v. After you experience a hardship within the meaning of Code section 403(b)(11)(B), or
 - vi. After termination of the plan of which this contract is a part.
- (b) Nonelective employer contributions. Except to the extent otherwise permitted or limited by Treasury Regulations or other applicable law, for contracts issued on or after January 1, 2009, nonelective contributions to the contract made by your employer may be distributed only:
 - vii. After two years have elapsed since the nonelective contribution was made,
 - viii. After you attain age 59 ½,
 - ix. After you have a severance from employment,
 - x. After you die,
 - xi. After you become disabled within the meaning of Code section 72(m)(7),
 - xii. After you experience a hardship within the meaning of Code section 403(b)(11)(B), or
 - xiii. After termination of the plan of which this contract is a part.

Should a distribution be requested, we reserve the right to require a representation as to any of the listed events In Writing. In the case of a contract which is not part of an employee benefit plan subject to the requirements of Title 1 of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), the Annuitant's employer shall not be required to provide evidence with respect to such distribution other than to certify to us facts within the employer's knowledge as an employer, or to transmit to us another party's certification as to other facts. Distributions for your financial hardship or separation from service may be subject to an additional penalty tax as a premature distribution.

7. Rollovers

A distributee may elect to have any portion of an eligible rollover distribution paid directly to an eligible retirement plan specified by the distributee in a direct rollover. For this purpose, the following definitions and rules apply:

Eligible rollover distribution. An eligible rollover distribution is any distribution of all or any portion of the balance to the credit of the distributee, except that an eligible rollover distribution does not include: any distribution that is one of a series of substantially equal periodic payments (not less frequently than annually) made for the life (or life expectancy) of the distributee or the joint lives (or joint life expectancies) of the distributee and the distributee's designated beneficiary, or for a specified period of ten years or more; any distribution to the extent such distribution is required under Code section 401(a)(9) as made applicable by Code section 403(b)(10); any distribution made upon the hardship of the employee; and any other amounts designated in applicable federal tax guidance. The term eligible rollover distribution shall not include the portion of any distribution that is not includible in gross income except to the extent that such amount is paid directly to an eligible retirement plan that is an individual retirement account described in Code section 408(a), an individual retirement annuity described in Code section 408(b), or an annuity described in Code section 403(b) or qualified trust described in Code section 401(a) and such annuity or trust agrees to separately account for such amounts so transferred, including separately accounting for the portion of such distribution that is includible in gross income and the portion that is not so includible.

Eligible Retirement Plan. An eligible retirement plan is an individual retirement account described in Code section 408(a), an individual retirement annuity described in Code section 408(b), an annuity plan described in Code sections 403(a) or 403(b), a qualified trust described in Code section 401(a), or an eligible deferred compensation plan described in Code section 457(b) which is maintained by an eligible governmental employer described in Code section 457(e)(1)(A), that accepts the distributee's eligible rollover distribution.

Distributee. You are a distributee whether you are an employee or former employee. In addition, your surviving spouse or your spouse or former spouse who is the alternate payee under a qualified domestic relations order, as defined in ERISA section 206(d), are distributees with regard to the interest of the spouse or former spouse.

Nonspouse Beneficiary. To the extent permitted by Code section 402(c)(11) and applicable federal tax guidance thereunder, a direct trustee-to-trustee transfer may be made to an individual retirement account described in Code section 408(a) or an individual retirement annuity described in Code section 408(b) of an individual who is your designated beneficiary but who is not your surviving spouse if such transfer would be an eligible rollover distribution but for that the distribution is not being made to you or your surviving spouse.

Direct Rollover. A direct rollover is a payment by the plan to the eligible retirement plan specified by the distributee.

8. Minimum Required Distributions

Except to the extent otherwise permitted by Treasury Regulations or other applicable law, the requirements of Code section 401(a)(9), including the minimum incidental death benefit requirements of Code section 401(a)(9)(G), shall apply to distributions from the contract in the manner applicable under Code section 403(b)(10).

9. Coverage and Nondiscrimination Rules

To the extent that amounts paid to this contract are subject to the coverage and nondiscrimination requirements of Code section 403(b)(12), your employer is solely responsible for compliance with such requirements.

10. ERISA

If this contract is part of an employee benefit plan which is subject to Title 1 of ERISA, or if this contract contains amounts transferred from a plan which was subject to Title 1 of ERISA, your employer shall take all such actions as are necessary to assure that the contract is administered in compliance therewith, including but not limited to compliance with the reporting and disclosure requirements of ERISA, and that any distributions from this contract or from such transferred amounts, as applicable, and any Beneficiary designations, shall be subject to the joint and survivor annuity requirements and preretirement survivor annuity requirements of ERISA section 205 to the extent applicable. We are under no obligation to determine whether Title 1 of ERISA is applicable to the contract. Any determination in that regard shall be the sole responsibility of your employer, and we shall be entitled to rely on that determination by your employer. We are entitled to regard the contract as not subject to Title 1 of ERISA unless notified otherwise In Writing by your employer.

11. Construction and Amendment

The provisions of this contract shall be construed to comply with the requirements applicable under Code section 403(b), and may be amended from time to time as necessary to comply with such requirements.

12. Loans

Loans are not available under this contract.

13. Limit of Liability

We will not incur any liability or be responsible for:

- (a) the timing, purpose or propriety of any contribution or distribution;
- (b) any tax or penalty imposed on account of any such contribution or distribution; or
- (c) any other failure, in whole or in part, by you or your employer to comply with the provisions set forth in the Code, ERISA, if applicable, or any other law.

PRUDENTIAL ANNUITIES LIFE ASSURANCE CORPORATION



[_____]

SERFF Tracking Number: PRUD-125783377 State: Arkansas
Filing Company: Prudential Annuities Life Assurance Corporation State Tracking Number: 40043
Company Tracking Number: IFSA-END-403(1/09)
TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
Variable and Variable
Product Name: END-403(1/09)
Project Name/Number: END-403(1/09)/END-403(1/09)

Supporting Document Schedules

Review Status:
Satisfied -Name: Certification/Notice 08/20/2008
Comments:
Attachment:
AR - 7.pdf

Review Status:
Satisfied -Name: Filing Fee Form 08/21/2008
Comments:
Attachment:
AR - 7a.pdf

Review Status:
Satisfied -Name: Coverletter 08/21/2008
Comments:
Attachment:
PALAC 403(b) Cover Letter.pdf

**Prudential Annuities Life Assurance Corporation
One Corporate Drive
Shelton, CT 06484**

STATE OF ARKANSAS

CERTIFICATION OF COMPLIANCE

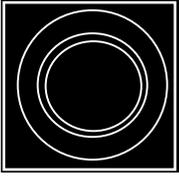
I hereby certify that Prudential Annuities Life Assurance Company complies with the requirements of Rules and Regulation #34 of the Arkansas Insurance Department regarding our Form No. END-403(1/09)



Suzanne Hurel –Vice President, Contracts

August 20, 2008

Date



**ARKANSAS
INSURANCE
DEPARTMENT**

400 University Tower Building
1123 South University Ave.
Little Rock, Arkansas 72204

Lee Douglass
Insurance Commissioner

501-686-2900

ATTN: LIFE & HEALTH DIVISION, ARKANSAS INSURANCE DEPARTMENT

Company Name: Prudential Annuities Life Assurance Corporation (A Prudential Financial Company)

Company NAIC Code: 86630

Company Contact Person & Telephone # Pamela Bonaparte-Golding (203) 944-7544

INSURANCE DEPARTMENT USE ONLY

ANALYST: _____ AMOUNT: _____ ROUTE SLIP: _____

ALL FEES ARE PER EACH INSURER. PER ANNUAL STATEMENT LINE OF BUSINESS.
UNLESS OTHERWISE INDICATED.

FEE SCHEDULE FOR ADMITTED INSURERS

RATE/FORM FILINGS

Life and/or Disability policy form filing review, per each policy, contract, annuity form, per each insurer, per each filing.

* x \$ 50 =

**Retaliatory

Life and/or Disability - Filing and review of each rate filing or loss ratio guarantee filing, per each insurer.

* x \$ 50 =

**Retaliatory

Life and/or Disability: Filing and review of Annuity Forms: Filing and review of each certificate, rider, endorsement or application if each is filed separately from the basic form.

* 1 x \$ 20. = 20.00

**Retaliatory

Life and/or Disability: Filing and review of Insurer's advertisements, per advertisement, per each insurer.

* x \$ 25 =

**Retaliatory

AMEND CERTIFICATE OF AUTHORITY

Review and processing of information to amend an Insurer's Certificate of Authority.

* x \$400=

Filing to amend Certificate of Authority.

*** x \$100=

*THESE FEES ARE PAYABLE UNDER THE NEW FEE SCHEDULE AS OUTLINED UNDER RULE AND REGULATION 57.

**THESE FEES ARE PAYABLE UNDER THE OLD FEE SCHEDULE AS OUTLINED UNDER ARK. CODE ANN. 23-63-102, RETALIATORY TAX.

***THESE FEES ARE PAYABLE AS REQUIRED IN ARK. ANN. § 23-61-401.



Prudential Annuities
A Business of Prudential Financial, Inc.
1 Corporate Dr
Shelton, CT 06484
(800) 752-6342

VIA: SERFF

August 20, 2008

Honorable Julia Benafield Bowman
Insurance Commissioner
Life and Health Division
Arkansas Insurance Department
1200 West Third Street
Little Rock, AR 72201

Attn: Claudia Meeks, Rates and Form Filings

Re: PRUDENTIAL ANNUITIES LIFE ASSURANCE CORPORATION (PALAC, "we, "us")
NAIC No. 86630 FEIN No. 06-1241288

ENDORSEMENT FILING

403(b) Annuity Endorsement: Form END-403(1/09)

Dear Ms. Meeks:

Prudential Annuities Life Assurance Corporation respectfully submits for your approval the referenced Endorsement. It does not include any provision previously disapproved by your Department.

Any filing material we believe your Department requires is enclosed. Unless we are informed otherwise, we reserve the right to alter the layout, color, sequential order, and typeface of the form. We confirm that any such change will be in conformance with your requirements.

We believe that these forms are exempt from any "Flesch Score" or state readability requirements or regulations, since these forms conform to the requirements under federal law.

Sincerely,

A handwritten signature in blue ink that reads "Pamela Bonaparte-Golding". The signature is written in a cursive, flowing style.

Pamela Bonaparte-Golding
Contract Specialist
Phone: (203) 944-7544
Email: Pamela.Bonaparte-Golding@Prudential.com
Fax: (203) 944-7737
Enclosures