

State: Arkansas **Filing Company:** Nationwide Life Insurance Company
TOI/Sub-TOI: A03I Individual Annuities - Deferred Variable/A03I.002 Flexible Premium
Product Name: Individual Variable Deferred Annuity Application Filing: marketFLEX Advisor and II Applications
Project Name/Number: Individual Variable Deferred Annuity Application Filing: marketFLEX Advisor and II Applications/

Filing at a Glance

Company: Nationwide Life Insurance Company
 Product Name: Individual Variable Deferred Annuity Application Filing: marketFLEX Advisor and II Applications
 State: Arkansas
 TOI: A03I Individual Annuities - Deferred Variable
 Sub-TOI: A03I.002 Flexible Premium
 Filing Type: Form
 Date Submitted: 10/31/2012
 SERFF Tr Num: NWFA-128740994
 SERFF Status: Closed-Approved-Closed
 State Tr Num:
 State Status: Approved-Closed
 Co Tr Num: VAAA-0109M3

 Implementation: 01/14/2013
 Date Requested:
 Author(s): Amy Burchette, Jenny Christiansen, Grace Holland, Leonja Merritt, Darcy L. Spangler, Gayla Pace, zSERFFStaff zIndustrySupportCL, Clara Pollard, Jennifer Kamadana
 Reviewer(s): Linda Bird (primary)
 Disposition Date: 11/07/2012
 Disposition Status: Approved-Closed
 Implementation Date:

 State Filing Description:

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General Information

Project Name: Individual Variable Deferred Annuity Application Status of Filing in Domicile: Pending

Filing: marketFLEX Advisor and II Applications

Project Number:

Date Approved in Domicile:

Requested Filing Mode: Review & Approval

Domicile Status Comments: Concurrently being filed in Nationwide's state of domicile, Ohio, via the Interstate Compact.

Explanation for Combination/Other:

Market Type: Individual

Submission Type: New Submission

Individual Market Type:

Overall Rate Impact:

Filing Status Changed: 11/07/2012

State Status Changed: 11/07/2012

Deemer Date:

Created By: Grace Holland

Submitted By: Grace Holland

Corresponding Filing Tracking Number: 44602 / 44603

Filing Description:

RE: Nationwide Life Insurance Company

NAIC # 66869 FEIN 31-4156830 NAIC Group # 140

Individual Flexible Purchase Payment Variable Deferred Annuity Applications

America's marketFLEX® Annuity II Application VAAA-0109M3

America's marketFLEX® Advisor Annuity Application VAAA-0110M3

Nationwide Life Insurance Company ("Nationwide") is filing the above referenced forms for general use and approval by the Department of Insurance ("Department"). Nationwide will begin utilizing these forms January 14, 2013 or upon approval of the Department. No part of this filing contains any unusual or possible controversial items from normal company or industry standards.

The Applications are new product specific paper applications and are being filed in "John Doe" format with example data. These applications are being filed to add Nationwide® Guided Portfolio Strategies (GPS), four new investment funds, and to request additional contact information in the Parties to the Contract section.

Application VAAA-0109M3 will replace application VAA-0111AO.2 previously approved on 01/19/2010 (DOI # 44603). This application will be used with Contract VAC-0110AO previously approved on 09/22/2006 (DOI # 33410).

Application VAAA-0110M3 will replace application VAA-0113AO.1 previously approved on 01/19/2010 (DOI # 44602). This application will be used with Contract VAC-0111AO previously approved on 02/15/2007 (DOI # 35035).

Target Market

The Applications will be distributed through Registered Investment Advisors (RIAs) and Third Party Investment Advisors (TPIAs) who actively manage client assets and want an annuity wrapper to take full advantage of the tax deferral that annuities offer. The base contracts are written for non-qualified issuance only, but it may also be sold as (with appropriate tax endorsements) an IRA, Roth IRA, SEP IRA, SIMPLE IRA, 401(a) (investment only), or Charitable Remainder Trust (CRT).

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Nationwide certifies that, to the best of its knowledge and belief, the forms submitted comply with all of the laws and regulations of your state.

Nationwide's printers use various fonts and layouts; therefore, Nationwide reserves the right to format the pages of these forms to conform to the printer's requirements. No change in language will occur, only a possible page break or page renumbering.

If you have questions regarding this filing, please contact me at 1-800-691-0023, ext. 9-3245 or via SERFF.

Company and Contact

Filing Contact Information

Grace Holland, Specialist, Paralegal hollang2@nationwide.com
 Corporate Compliance
 PO Box 182455 800-691-0023 [Phone] 93245 [Ext]
 1-33-102 614-249-2112 [FAX]
 Columbus, OH 43272-8921

Filing Company Information

Nationwide Life Insurance CoCode: 66869 State of Domicile: Ohio
 Company Group Code: 140 Company Type:
 PO Box 182455 Group Name: State ID Number:
 1-33-102 FEIN Number: 31-4156830
 Columbus, OH 43272-8921
 (800) 691-0023 ext. [Phone]

Filing Fees

Fee Required? Yes
 Fee Amount: \$100.00
 Retaliatory? No
 Fee Explanation: 2 forms @ \$50.00 per form
 Per Company: No

Company	Amount	Date Processed	Transaction #
Nationwide Life Insurance Company	\$100.00	10/31/2012	64424497

SERFF Tracking #:

NWFA-128740994

State Tracking #:

Company Tracking #:

VAAA-0109M3

State: Arkansas **Filing Company:** Nationwide Life Insurance Company
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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved-Closed	Linda Bird	11/07/2012	11/07/2012

State: Arkansas **Filing Company:** Nationwide Life Insurance Company
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Disposition

Disposition Date: 11/07/2012

Implementation Date:

Status: Approved-Closed

Comment:

Rate data does NOT apply to filing.

Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		No
Supporting Document	Application		Yes
Supporting Document	Life & Annuity - Acturial Memo		No
Supporting Document	Memorandum of Variables		Yes
Form	marketFLEX II Application		Yes
Form	marketFLEX Advisor Application		Yes

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Filing Company: Nationwide Life Insurance Company

Form Schedule

Lead Form Number: VAAA-0109M3									
Item No.	Schedule Item Status	Form Name	Form Number	Form Type	Form Action	Action Specific Data		Readability Score	Attachments
1		marketFLEX II Application	VAAA-0109M3	AEF	Revised	Previous Filing Number:	44603	0.000	VAAA-0109-M3 Bracketed John Doe.pdf
						Replaced Form Number:	VAA-0111AO.2		
2		marketFLEX Advisor Application	VAAA-0110M3	AEF	Revised	Previous Filing Number:	44602	0.000	VAAA-0110-M3 Bracketed John Doe.pdf
						Replaced Form Number:	VAA-0113AO.1		

Form Type Legend:

ADV	Advertising	AEF	Application/Enrollment Form
CER	Certificate	CERA	Certificate Amendment, Insert Page, Endorsement or Rider
DDP	Data/Declaration Pages	FND	Funding Agreement (Annuity, Individual and Group)
MTX	Matrix	NOC	Notice of Coverage
OTH	Other	OUT	Outline of Coverage
PJK	Policy Jacket	POL	Policy/Contract/Fraternal Certificate
POLA	Policy/Contract/Fraternal Certificate: Amendment, Insert Page, Endorsement or Rider	SCH	Schedule Pages

P.O. Box [182021]
 Columbus, OH [43218-2021]
 [1-866-233-3223]

Application for
**Individual Flexible Purchase Payment
 Variable Deferred Annuity**
 Minimum Initial Purchase Payment of \$10,000



The Federal Defense of Marriage Act states that neither civil union partners, domestic partners, nor same gender married couples are considered married under federal law. Therefore the favorable tax treatment provided by federal tax law to a surviving spouse is NOT available to a surviving civil union partner, surviving domestic partner, or the surviving spouse of a same gender married couple. For information regarding federal tax laws please consult a tax advisor.

1. Parties to the Contract *Please print.*

1a. Contract Owner

First Name: [John] MI: [Q] Last Name: [Doe]
 Employer/Trust Name (if applicable): [_____] *(Additional forms required. See the New Business enrollment packet.)*
 Date of Birth: [01/01/1956] Sex: M F Soc. Sec. No. or Tax ID: [123 - 456 - 789]
 Street: [123 Anystreet]
 City: [Anycity] State: [Anystate] ZIP: [12345]
 E-mail Address: [jdoe@abccompany.com] Daytime Phone Number: ([222] 222-2222)

1b. Joint/Contingent Owner

Check **one** box only: Joint Owner *(Limited to spouses. Available only with Non-Qualified Contracts.)*
 Contingent Owner *(Available only with Non-Qualified Contracts.)*
 First Name: [Jane] MI: [M] Last Name: [Doe]
 Date of Birth: [12/01/1961] Sex: M F Soc. Sec. No. or Tax ID: [987 - 65 - 4321]
 Address: Same address as owner Street: [_____] City: [_____] State: [_____] ZIP: [_____] E-mail Address: [_____] Daytime Phone Number: ([_____])

1c. Annuitant *Complete only if different from Contract Owner. (Annuitant must be age 85 or younger.)*

First Name: [_____] MI: [_____] Last Name: [_____] Relationship to Contract Owner: [_____] Date of Birth: [_____] Sex: M F Soc. Sec. No. or Tax ID: [- -] Address: Same address as owner Street: [_____] City: [_____] State: [_____] ZIP: [_____] E-mail Address: [_____] Daytime Phone Number: ([_____])

1d. Co-Annuitant *(Must be age 75 or younger.)*

Same as Joint Owner
 First Name: [_____] MI: [_____] Last Name: [_____] Date of Birth: [_____] Sex: M F Soc. Sec. No. or Tax ID: [- -] Address: Same address as owner Street: [_____] City: [_____] State: [_____] ZIP: [_____] E-mail Address: [_____] Daytime Phone Number: ([_____])



1e. Contingent Annuitant *(Must be age 85 or younger.)*

First Name: MI: Last Name:
 Date of Birth: Sex: M F Soc. Sec. No. or Tax ID: - -
 Address: Same address as owner Street:
 City: State: ZIP:
 E-mail Address: Daytime Phone Number: ())

1f. Beneficiaries *Allocation to all Primary Beneficiaries must equal 100%. Contingent Beneficiaries must also equal 100%. Providing your Beneficiaries social security numbers (SSN) will help expedite Beneficiary claims and will ensure that Nationwide can properly identify your Beneficiaries.*

Primary Beneficiaries

Pay all Primary Beneficiaries equally

Legal First Name: John MI: Q Last Name: Doe
 Relationship to Annuitant: Self Allocation (whole % only): 100 %
 SSN #: 123 - 45 - 6789 Sex: M F Date of Birth: 01/01/1956
 Address: Same address as owner Street:
 City: State: ZIP:
 E-mail Address: Daytime Phone Number: ())

Legal First Name: Jane MI: M Last Name: Doe
 Relationship to Annuitant: Wife Allocation (whole % only): 100 %
 SSN #: 987 - 65 - 4321 Sex: M F Date of Birth: 12/01/1961
 Address: Same address as owner Street:
 City: State: ZIP:
 E-mail Address: Daytime Phone Number: ())

If more than two Beneficiaries, list additional names on the Additional Beneficiaries form (in New Business Enrollment Packet).



1f. Beneficiaries *Allocation to all Contingent Beneficiaries must equal 100%***Contingent Beneficiaries** Pay all Contingent Beneficiaries equallyLegal First Name: MI: Last Name: Relationship to Annuitant: Allocation (whole % only): %SSN #: - - Sex: M F Date of Birth: Address: Same address as owner Street: City: State: ZIP: E-mail Address: Daytime Phone Number: () Legal First Name: MI: Last Name: Relationship to Annuitant: Allocation (whole % only): %SSN #: - - Sex: M F Date of Birth: Address: Same address as owner Street: City: State: ZIP: E-mail Address: Daytime Phone Number: () *If more than two Beneficiaries, list additional names on the Additional Beneficiaries form (in New Business Enrollment Packet).***2. Contract Information****2a. Contract Type** *Must specify by checking a box.*

<input checked="" type="checkbox"/> Non-Qualified	<input type="checkbox"/> SEP IRA*
<input type="checkbox"/> IRA – Tax Year: <input type="text"/>	<input type="checkbox"/> 401(a)* (Investment Only)
<input type="checkbox"/> Roth IRA – Tax Year: <input type="text"/>	<input type="checkbox"/> SIMPLE IRA*
<input type="checkbox"/> CRT* (Charitable Remainder Trust)	

* Additional forms required.

2b. Transfer Authorization for Registered Representative

By checking this box, you have authorized and directed Nationwide to accept instructions from the Registered Representative signing this application to execute exchanges among the investment options available under your Contract and/or to allocate any future Purchase Payments on your behalf. This power is personal to the Registered Representative, but may be delegated by written notification to Nationwide and only to individuals employed or under control of the Registered Representative for administrative/processing purposes. This power is not available for use by any person or organization providing any type market-timing advice or service. Nationwide may revoke the authority of the Registered Representative to act on your behalf at any time by written notification to you.

If the box above is checked, your signature and the Registered Representatives signature at the end of this application represents agreement for yourselves, your heirs and the legal representatives of your estates and your successors in interest or assigns to release and hold harmless Nationwide from any and all liability in reliance on instructions given under the authority described above. You and the Registered Representative also agree to jointly and severally indemnify Nationwide for and against any claim, liability or expense arising out of any action taken by Nationwide in reliance of such instructions.

2c. Waiver of Transaction Confirmation

- Contract Owner:** I elect not to receive my transaction confirmations.
- Registered Representative:** I elect not to receive my transaction confirmations.



2d. Purchase Payment

Approximate Amount: \$ 10,000 (\$10,000 initial minimum.)

Payment Submitted Via: Check Wire 1035(a) Exchange* Transfer/Rollover*

* Additional forms required. Please see the New Business Enrollment Packet.

3. Contract Options *Election of Options in this section increases the Variable Account charges on your contract. Consult your prospectus.*

3a. Death Benefits *Includes a Standard Death Benefit unless an Enhanced Death Benefit is elected.*

I elect (choose only **one**): Highest Anniversary Enhanced Death Benefit Option (Annuitant/Co-Annuitant, age 75 or younger.)
 Return of Premium Enhanced Death Benefit Option (Annuitant/Co-Annuitant, age 75 or younger.)

3b. CDSC Schedules *Includes a Standard Seven-year CDSC (B-Schedule) unless the L- or C-Schedule Option is elected.*

I elect (choose only **one**): Four-year CDSC Option (L-Schedule)
 No CDSC Option (C-Schedule)

3c. Extra Value

I elect (choose only **one**): 3% Extra Value Option
 4% Extra Value Option

4. Investment Options

4a. Asset Rebalancing *The contract value will be rebalanced based on the variable fund purchase payment allocations elected on the application at the frequency selected below unless subsequently changed. Please note that if elected, asset rebalancing will apply to all funds, including Nationwide® Guided Portfolio Strategies and actively traded funds.*

Quarterly Semi-Annually Annually



4b. Nationwide® Guided Portfolio Strategies (GPS)

To elect a GPS, enter your portfolio allocation as a whole percentage next to the portfolio elected. Only **one** portfolio can be elected; however, you may combine a portfolio allocation with Sub-Account allocations in section 4c. Total fund allocations among the GPS and/or Sub-account(s) must equal 100%.

We will not automatically rebalance your Variable Account value to stay consistent with your original allocation, unless you specifically direct us to do so in section 4a of this application, Asset Rebalancing. If Asset Rebalancing is not elected, the allocation of your Contract Value among the Sub-Accounts may vary over time from the original allocation percentages shown below. If you elect to put less than 100% in a GPS, that allocation will also change over time.

We are not providing investment advice by providing these portfolios. You are responsible for determining which GPS and/or Sub-account(s) are best for you. Please consult with your investment professional.

Guided Portfolio Strategies		
100 % Conservative Alt 20	% Moderate Alt 20	% Aggressive Alt 20
80% NVIT Cardinal SM Conservative Fund 10% American Century VP Inflation Protection Fund 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT Global Bond (unhedged)	80% NVIT Cardinal SM Balanced Fund 10% American Century VP Inflation Protection Fund 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT Global Bond (unhedged)	80% NVIT Cardinal SM Capital Appreciation Fund 5% NVIT Emerging Markets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% UIF Global Real Estate Portfolio 5% Van Eck VIPT Global Hard Assets Fund
% Conservative Alt 40	% Moderate Alt 40	% Aggressive Alt 40
60% NVIT Cardinal SM Moderately Conservative Fund 15% American Century VP Inflation Protection Fund 10% PIMCO VIT Global Bond (unhedged) 10% UIF Emerging Markets Debt Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue	60% NVIT Cardinal SM Moderate Fund 10% American Century VP Inflation Protection Fund 10% PIMCO VIT Global Bond (unhedged) 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% UIF Emerging Markets Debt Portfolio 4% Northern Lights VT Mariner Hyman Beck Portfolio 3% UIF Global Real Estate Portfolio 3% Van Eck VIPT Global Hard Assets Fund	60% NVIT Cardinal SM Moderate Fund 15% UIF Global Real Estate Portfolio 10% NVIT Emerging Markets Fund 10% Van Eck VIPT Global Hard Assets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio
% Conservative Alt 60	% Moderate Alt 60	% Aggressive Alt 60
40% NVIT Cardinal SM Balanced Fund 20% PIMCO VIT Global Bond (unhedged) 15% American Century VP Inflation Protection Fund 10% PIMCO VIT High Yield Portfolio 10% UIF Emerging Markets Debt Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue	40% NVIT Cardinal SM Capital Appreciation Fund 15% American Century VP Inflation Protection Fund 10% PIMCO VIT Global Bond (unhedged) 10% UIF Emerging Markets Debt Portfolio 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT High Yield Portfolio 4% Van Eck VIPT Global Hard Assets Fund 3% NVIT Emerging Markets Fund 3% UIF Global Real Estate Portfolio	40% NVIT Cardinal SM Balanced Fund 20% UIF Global Real Estate Portfolio 15% NVIT Emerging Markets Fund 15% Van Eck VIPT Global Hard Assets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% PIMCO VIT High Yield Portfolio

Only one portfolio can be elected; however, you may combine a portfolio allocation with Sub-Account allocations in section 4c.

Total fund allocations among the Nationwide® Guided Portfolio Strategies and/or Sub-account(s) must equal 100%.

% Aggressive Alt 100
25% PIMCO VIT Global Bond (unhedged) 15% NVIT Emerging Markets Fund 10% American Century VP Inflation Protection Fund 10% PIMCO VIT Commodity RealReturn® Strategy Portfolio 10% UIF Global Real Estate Portfolio 10% Van Eck VIPT Global Hard Assets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT High Yield Portfolio 5% UIF Emerging Markets Debt Portfolio



4c. Purchase Payment Allocation and Disclosures *Must be whole percentages and must add up to 100%.*

Funds designated by an * may include additional restrictions and/or charges. Please review the underlying fund prospectus carefully. The underlying investment options listed below are only available in variable annuity insurance products issued by life insurance companies or, in some cases, through participation in certain qualified pension or retirement plans. They are NOT offered to the general public directly.

Consult your prospectus for reference to Share Class.

AllianceBernstein Variable Products Series Fund, Inc.	Guggenheim Variable Funds (Continued)	Guggenheim Variable Funds (Continued)
% AllianceBernstein VPS Balanced Wealth Strategy Portfolio	% Rydex VT Banking Fund	% Rydex VT S&P MidCap 400 Pure Value Fund
American Century Variable Portfolios, Inc.	% Rydex VT Basic Materials Fund	% Rydex VT S&P SmallCap 600 Pure Growth Fund
% American Century VP Income & Growth Fund*	% Rydex VT Biotechnology Fund	% Rydex VT S&P SmallCap 600 Pure Value Fund
% American Century VP Value Fund*	% Rydex VT Commodities Strategy Fund	% Rydex VT Strengthening Dollar 2x Strategy Fund
American Century Variable Portfolios II, Inc.	% Rydex VT Consumer Products Fund	% Rydex VT Technology Fund
% American Century VP Inflation Protection Fund	% Rydex VT Dow 2x Strategy Fund	% Rydex VT Telecommunications Fund
BlackRock Variable Series Funds, Inc.	% Rydex VT Electronics Fund	% Rydex VT Transportation Fund
% BlackRock Global Allocation VI Fund	% Rydex VT Energy Fund	% Rydex VT Utilities Fund
Credit Suisse Trust	% Rydex VT Energy Services Fund	% Rydex VT Weakening Dollar 2x Strategy Fund
% Commodity Return Strategy Portfolio	% Rydex VT Europe 1.25x Strategy Fund	Ivy Funds Variable Insurance Portfolios, Inc.
Direxion Insurance Trust	% Rydex VT Financial Services Fund	% Ivy Funds VIP Asset Strategy
% Dynamic VP HY Bond Fund	% Rydex VT Government Long Bond 1.2x Strategy Fund	MFS® Variable Insurance Trust II
Fidelity Variable Insurance Products Fund	% Rydex VT Health Care Fund	% MFS VIT Global Tactical Allocation Portfolio
% Fidelity VIP Asset Manager Portfolio	% Rydex VT Internet Fund	
% Fidelity VIP Equity-Income Portfolio*	% Rydex VT Inverse Dow 2x Strategy Fund	
% Fidelity VIP Growth Portfolio*	% Rydex VT Inverse Government Long Bond Strategy Fund	
% Fidelity VIP High Income Portfolio*	% Rydex VT Inverse Mid-Cap Strategy Fund	
Franklin Templeton Variable Insurance Products Trust	% Rydex VT Inverse NASDAQ-100® Strategy Fund	
% Franklin Templeton VIPT Founding Funds Allocation Fund	% Rydex VT Inverse Russell 2000® Strategy Fund	
Guggenheim Variable Funds	% Rydex VT Inverse S&P 500 Strategy Fund	
% Guggenheim Variable Fund All-Asset Aggressive Strategy	% Rydex VT Japan 2x Strategy Fund	
% Guggenheim Variable Fund All-Asset Conservative Strategy	% Rydex VT Leisure Fund	
% Guggenheim Variable Fund All-Asset Moderate Strategy	% Rydex VT Mid-Cap 1.5x Strategy Fund	
% Guggenheim Variable Fund CLS AdvisorOne Amerigo	% Rydex VT NASDAQ-100® 2x Strategy Fund	
% Guggenheim Variable Fund CLS AdvisorOne Clermont	% Rydex VT NASDAQ-100® Fund	
% Guggenheim Variable Fund CLS AdvisorOne Select Allocation	% Rydex VT Nova Fund	
% Guggenheim Variable Fund DWA Flexible Allocation	% Rydex VT Precious Metals Fund	
% Guggenheim Variable Fund DWA Sector Rotation	% Rydex VT Real Estate Fund	
% Guggenheim Variable Fund Global Managed Futures Strategy	% Rydex VT Retailing Fund	
% Guggenheim Variable Fund Multi-Hedge Strategies	% Rydex VT Russell 2000® 1.5x Strategy Fund	
% Guggenheim Variable Fund U.S. Long Short Momentum	% Rydex VT S&P 500 2x Strategy Fund	
	% Rydex VT S&P 500 Pure Growth Fund	
	% Rydex VT S&P 500 Pure Value Fund	
	% Rydex VT S&P MidCap 400 Pure Growth Fund	

Continued on page 7.

Total fund allocations among the Nationwide® Guided Portfolio Strategies and/or sub-account(s) must equal 100%.

4c. Purchase Payment Allocation and Disclosures *Must be whole percentages and must add up to 100%.*

Funds designated by an * may include additional restrictions and/or charges. Please review the underlying fund prospectus carefully. The underlying investment options listed below are only available in variable annuity insurance products issued by life insurance companies or, in some cases, through participation in certain qualified pension or retirement plans. They are NOT offered to the general public directly.

Consult your prospectus for reference to Share Class.

Nationwide Variable Insurance Trust (NVIT)	Northern Lights Variable Trust	ProFunds Variable Trust (Continued)
% American Funds NVIT Asset Allocation Fund	% Northern Lights VT Mariner Hyman Beck Portfolio	% ProFund VP Short International
% Loring Ward NVIT Capital Appreciation Fund	% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue	% ProFund VP Short NASDAQ-100
% Loring Ward NVIT Moderate Fund		% ProFund VP Technology
% NVIT Cardinal SM Aggressive Fund	PIMCO Variable Insurance Trust	% ProFund VP Telecommunications
% NVIT Cardinal SM Balanced Fund	% PIMCO VIT All Asset Portfolio	% ProFund VP U.S. Government Plus
% NVIT Cardinal SM Capital Appreciation Fund	% PIMCO VIT Commodity RealReturn [®] Strategy Portfolio	% ProFund VP UltraNASDAQ-100
% NVIT Cardinal SM Conservative Fund	% PIMCO VIT Emerging Markets Bond Portfolio	% ProFund VP UltraShort NASDAQ-100
% NVIT Cardinal SM Moderate Fund	% PIMCO VIT Foreign Bond Portfolio (unhedged)	% ProFund VP Utilities
% NVIT Cardinal SM Moderately Aggressive Fund	% PIMCO VIT Global Bond (unhedged)	The Universal Institutional Funds, Inc.
% NVIT Cardinal SM Moderately Conservative Fund	% PIMCO VIT High Yield Portfolio	% UIF Emerging Markets Debt Portfolio
% NVIT Core Plus Bond Fund	% PIMCO VIT Low Duration Portfolio	% UIF Global Real Estate Portfolio
% NVIT Emerging Markets Fund*	% PIMCO VIT Total Return Portfolio	% UIF Global Tactical Asset Allocation Portfolio
% NVIT Government Bond Fund*	ProFunds Variable Trust	Van Eck VIP Trust
% NVIT Investor Dest. Aggressive Fund*	% ProFund VP Access High Yield Fund	% Van Eck VIPT Global Hard Assets Fund
% NVIT Investor Dest. Balanced Fund*	% ProFund VP Asia 30	% Van Eck VIPT Multi-Manager Alternatives Fund
% NVIT Investor Dest. Capital Appreciation Fund*	% ProFund VP Banks	
% NVIT Investor Dest. Conservative Fund*	% ProFund VP Basic Materials	
% NVIT Investor Dest. Moderate Fund*	% ProFund VP Bear	
% NVIT Investor Dest. Moderately Aggressive Fund*	% ProFund VP Biotechnology	
% NVIT Investor Dest. Moderately Conservative Fund*	% ProFund VP Bull	
% NVIT Money Market Fund	% ProFund VP Consumer Goods	
% NVIT Multi-Manager International Growth Fund*	% ProFund VP Consumer Services	
% NVIT Multi-Manager International Value Fund*	% ProFund VP Emerging Markets	
% NVIT Multi-Manager Large Cap Growth Fund	% ProFund VP Europe 30	
% NVIT Multi-Manager Large Cap Value Fund	% ProFund VP Financials	
% NVIT Multi-Manager Mid Cap Growth Fund	% ProFund VP Health Care	
% NVIT Multi-Manager Mid Cap Value Fund	% ProFund VP Industrials	
% NVIT Multi-Manager Small Cap Growth Fund*	% ProFund VP International	
% NVIT Multi-Manager Small Cap Value Fund*	% ProFund VP Internet	
% NVIT Multi-Manager Small Company Fund*	% ProFund VP Japan	
% NVIT Nationwide Fund*	% ProFund VP NASDAQ-100	
% NVIT Short Term Bond Fund	% ProFund VP Oil & Gas	
	% ProFund VP Pharmaceuticals	
	% ProFund VP Precious Metals	
	% ProFund VP Real Estate	
	% ProFund VP Rising Rates Opportunity	
	% ProFund VP Semiconductor	
	% ProFund VP Short Emerging Markets	

Total fund allocations among the Nationwide[®] Guided Portfolio Strategies and/or sub-account(s) must equal 100%.

5. State Disclosure

Notice to AR Residents Only: Any person who, knowingly and with intent to injure, defraud or deceive any insurance company or other person, files an application for insurance or statement of claim containing any materially false information or conceals for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act, which may be a crime and may subject such person to criminal and civil penalties, fines, imprisonment, or a denial of insurance benefits.

Notice to DC Residents Only; WARNING: It is a crime to provide false or misleading information to an insurer for the purpose of defrauding the insurer or any other person. Penalties include imprisonment and/or fines. In addition, an insurer may deny insurance benefits if false information materially related to a claim was provided by the applicant.

Notice to MA Residents Only: You must complete the application approved for use in Massachusetts and you must be issued a Massachusetts approved contract.

Notice to ND and SD Residents Only: Annuity payments, death benefits, surrender values, and other Contract values provided by this Contract, when based on the investment experience of a separate account, may increase or decrease in accordance with the fluctuations in the net investment factor and are not guaranteed as to fixed-dollar amount, unless otherwise specified.

Additionally, any benefits, values or payments based on performance of the underlying investment options may vary and are NOT guaranteed by Nationwide Life Insurance Company, any other insurance company, by the U.S. Government, or any State Government. They are NOT federally insured by the FDIC, the Federal Reserve Board or any agency Federal or State.

6. Contract Owner Signatures and Authorizations

6a. Replacement Information

Yes No Do you have existing life insurance or annuity contracts?

Yes No Will the applied for Contract replace, discontinue or change any existing life insurance or annuity contracts?



If you answered "yes" to EITHER question above, your state may require NAIC or state specific replacement forms. Please look in the New Business Enrollment Packet to see if your state requires additional NAIC or state specific replacement forms.

6b. Acknowledgements, Disclosure and Signatures

I acknowledge that I have received and understand the current prospectus for this variable annuity Contract, and that by signing this application I understand and acknowledge the following:

Annuity payments, death benefits, surrender values, and other Contract Values provided by this Contract, when based on the investment experience of a separate account, may increase or decrease and are not guaranteed as to fixed-dollar amount, unless otherwise specified.

- The Contract limits purchase payments to \$1 million for all Contracts issued by Nationwide with the same Contract Owner and/or Annuitant, subject to permission from Nationwide
- That I do not represent a corporate entity or institutional investor
- I understand the purpose of the Contract for which I am applying is to provide long-term benefits to the Contract Owner and/or Annuitant and that, if I plan to change the Contract Owner or assign benefits under the Contract, the Contract will not meet this objective
- I understand the purpose of the Contract for which I am applying is to provide long-term benefits to the Contract Owner and/or Annuitant and that, if the Annuitant I am naming has been diagnosed with or has an indication of an illness expected to result in death within 12 months, the Contract will not meet this objective

When you sign this application, you are agreeing to the elections you have made and acknowledging your understanding of the terms and conditions described in this application. If you have any questions, ask your Registered Representative BEFORE you sign this application.



Contract Owner

Must Sign Here:

X John Q. Doe

Joint Contract Owner Signature (if any):

X Jane M. Doe

State In Which Application Was Signed:

Anystate

Date:

January 18, 2013

7. Primary Registered Representative Information

7a. Primary Registered Representative Replacement Information



Yes No Are you aware of any existing annuities or insurance owned by the applicant?
 Yes No Will the applied for Contract replace, discontinue or change any existing life insurance or annuity contracts?

7b. Primary Registered Representative Information (Please print.)

First Name: MI: Last Name:

Office Street Address:

City: State: ZIP:

Phone: Percentage

E-mail:

Broker/Dealer Name:

SSN #: (Not required if broker and broker dealer name are printed clearly above.)

When the Registered Representative signs this application, he/she is agreeing to all the terms and conditions applicable to him/her as the Registered Representative.

Signature: Thomas A Moore

Date:

Principal's Signature: James P Smith

Date:

8. Additional Registered Representative Information

8a. Additional Registered Representative Replacement Information



Yes No Are you aware of any existing annuities or insurance owned by the applicant?
 Yes No Will the applied for Contract replace, discontinue or change any existing life insurance or annuity contracts?

8b. Additional Registered Representative Information (Please print.)

First Name: MI: Last Name:

Office Street Address:

City: State: ZIP:

Phone: Percentage

E-mail:

Broker/Dealer Name:

SSN #: (Not required if broker and broker dealer name are printed clearly above.)

When the Registered Representative signs this application, he/she is agreeing to all the terms and conditions applicable to him/her as the Registered Representative.

Signature:

Date:

Principal's Signature:

Date:





The Federal Defense of Marriage Act states that neither civil union partners, domestic partners, nor same gender married couples are considered married under federal law. Therefore the favorable tax treatment provided by federal tax law to a surviving spouse is NOT available to a surviving civil union partner, surviving domestic partner, or the surviving spouse of a same gender married couple. For information regarding federal tax laws please consult a tax advisor.

1. Parties to the Contract *Please print.*

1a. Contract Owner

First Name: [John] MI: [Q] Last Name: [Doe]
 Employer/Trust Name (if applicable): []
(Additional forms required. See the New Business enrollment packet.)
 Date of Birth: [01/01/1956] Sex: M F Soc. Sec. No. or Tax ID: [123 - 45 6 - 789]
 Street: [123 Anystreet]
 City: [Anycity] State: [Anystate] ZIP: [12345]
 E-mail Address: [jdoe@abccompany.com] Daytime Phone Number: ([222]) 222-2222

1b. Joint/Contingent Owner

Check **one** box only: Joint Owner *(Limited to spouses. Available only with Non-Qualified Contracts.)*
 Contingent Owner *(Available only with Non-Qualified Contracts.)*
 First Name: [Jane] MI: [M] Last Name: [Doe]
 Date of Birth: [12/01/1961] Sex: M F Soc. Sec. No. or Tax ID: [987 - 65 - 4321]
 Address: Same address as owner Street: []
 City: [] State: [] ZIP: []
 E-mail Address: [] Daytime Phone Number: ([])

1c. Annuitant *Complete only if different from Contract Owner. (Annuitant must be age 85 or younger.)*

First Name: [] MI: [] Last Name: []
 Relationship to Contract Owner: []
 Date of Birth: [] Sex: M F Soc. Sec. No. or Tax ID: [- -]
 Address: Same address as owner Street: []
 City: [] State: [] ZIP: []
 E-mail Address: [] Daytime Phone Number: ([])

1d. Co-Annuitant *(Must be age 75 or younger.)*

Same as Joint Owner
 First Name: [] MI: [] Last Name: []
 Date of Birth: [] Sex: M F Soc. Sec. No. or Tax ID: [- -]
 Address: Same address as owner Street: []
 City: [] State: [] ZIP: []
 E-mail Address: [] Daytime Phone Number: ([])



1e. Contingent Annuitant *(Must be age 85 or younger.)*

First Name: MI: Last Name:
 Date of Birth: Sex: M F Soc. Sec. No. or Tax ID: - -
 Address: Same address as owner Street:
 City: State: ZIP:
 E-mail Address: Daytime Phone Number: ()

1f. Beneficiaries *Allocation to all Primary Beneficiaries must equal 100%. Contingent Beneficiaries must also equal 100%. Providing your Beneficiaries social security numbers (SSN) will help expedite Beneficiary claims and will ensure that Nationwide can properly identify your Beneficiaries.***Primary Beneficiaries** Pay all Primary Beneficiaries equally

Legal First Name: John MI: Q Last Name: Doe
 Relationship to Annuitant: Self Allocation (whole % only): 100 %
 SSN #: 123 - 45 - 6789 Sex: M F Date of Birth: 01/01/1956
 Address: Same address as owner Street:
 City: State: ZIP:
 E-mail Address: Daytime Phone Number: ()

Legal First Name: Jane MI: M Last Name: Doe
 Relationship to Annuitant: Wife Allocation (whole % only): 100 %
 SSN #: 987 - 65 - 4321 Sex: M F Date of Birth: 12/01/1961
 Address: Same address as owner Street:
 City: State: ZIP:
 E-mail Address: Daytime Phone Number: ()

If more than two Beneficiaries, list additional names on the Additional Beneficiaries form (in New Business Enrollment Packet).



1f. Beneficiaries Allocation to all Contingent Beneficiaries must equal 100%**Contingent Beneficiaries** Pay all Contingent Beneficiaries equallyLegal First Name: MI: Last Name: Relationship to Annuitant: Allocation (whole % only): %SSN #: - - Sex: M F Date of Birth: Address: Same address as owner Street: City: State: ZIP: E-mail Address: Daytime Phone Number: () Legal First Name: MI: Last Name: Relationship to Annuitant: Allocation (whole % only): %SSN #: - - Sex: M F Date of Birth: Address: Same address as owner Street: City: State: ZIP: E-mail Address: Daytime Phone Number: () *If more than two Beneficiaries, list additional names on the Additional Beneficiaries form (in New Business Enrollment Packet).***2. Contract Information****2a. Contract Type** Must specify by checking a box.

<input checked="" type="checkbox"/> Non-Qualified	<input type="checkbox"/> SEP IRA*
<input type="checkbox"/> IRA – Tax Year: <input type="text"/>	<input type="checkbox"/> 401(a)* (Investment Only)
<input type="checkbox"/> Roth IRA – Tax Year: <input type="text"/>	<input type="checkbox"/> SIMPLE IRA*
<input type="checkbox"/> CRT* (Charitable Remainder Trust)	

* Additional forms required.

2b. Transfer Authorization for Registered Representative

By checking this box, you have authorized and directed Nationwide to accept instructions from the Registered Representative signing this application to execute exchanges among the investment options available under your Contract and/or to allocate any future Purchase Payments on your behalf. This power is personal to the Registered Representative, but may be delegated by written notification to Nationwide and only to individuals employed or under control of the Registered Representative for administrative/processing purposes. This power is not available for use by any person or organization providing any type market-timing advice or service. Nationwide may revoke the authority of the Registered Representative to act on your behalf at any time by written notification to you.

If the box above is checked, your signature and the Registered Representatives signature at the end of this application represents agreement for yourselves, your heirs and the legal representatives of your estates and your successors in interest or assigns to release and hold harmless Nationwide from any and all liability in reliance on instructions given under the authority described above. You and the Registered Representative also agree to jointly and severally indemnify Nationwide for and against any claim, liability or expense arising out of any action taken by Nationwide in reliance of such instructions.

2c. Waiver of Transaction Confirmation

- Contract Owner:** I elect not to receive my transaction confirmations.
- Registered Representative:** I elect not to receive my transaction confirmations.



2d. Purchase Payment

Approximate Amount: \$ 10,000 (\$10,000 initial minimum.)

Payment Submitted Via: Check Wire 1035(a) Exchange* Transfer/Rollover*

* Additional forms required. Please see the New Business Enrollment Packet.

3. Contract Options *Election of Options in this section increases the Variable Account charges on your contract. Consult your prospectus.***3a. Death Benefits** *Includes a Standard Death Benefit unless an Enhanced Death Benefit is elected.*I elect: Return of Premium Enhanced Death Benefit Option (Annuitant/Co-Annuitant, age 75 or younger.)**3b. Extra Value**I elect (choose only one): 3% Extra Value Option
 4% Extra Value Option**4. Investment Options****4a. Asset Rebalancing** *The contract value will be rebalanced based on the variable fund purchase payment allocations elected on the application at the frequency selected below unless subsequently changed. Please note that if elected, asset rebalancing will apply to all funds, including Nationwide® Guided Portfolio Strategies and actively traded funds.* Quarterly Semi-Annually Annually

4b. Nationwide® Guided Portfolio Strategies (GPS)

To elect a GPS, enter your portfolio allocation as a whole percentage next to the portfolio elected. Only **one** portfolio can be elected; however, you may combine a portfolio allocation with Sub-Account allocations in section 4c. Total fund allocations among the GPS and/or Sub-account(s) must equal 100%.

We will not automatically rebalance your Variable Account value to stay consistent with your original allocation, unless you specifically direct us to do so in section 4a of this application, Asset Rebalancing. If Asset Rebalancing is not elected, the allocation of your Contract Value among the Sub-Accounts may vary over time from the original allocation percentages shown below. If you elect to put less than 100% in a GPS, that allocation will also change over time.

We are not providing investment advice by providing these portfolios. You are responsible for determining which GPS and/or Sub-account(s) are best for you. Please consult with your investment professional.

Guided Portfolio Strategies		
100 % Conservative Alt 20	% Moderate Alt 20	% Aggressive Alt 20
80% NVIT Cardinal SM Conservative Fund 10% American Century VP Inflation Protection Fund 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT Global Bond (unhedged)	80% NVIT Cardinal SM Balanced Fund 10% American Century VP Inflation Protection Fund 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT Global Bond (unhedged)	80% NVIT Cardinal SM Capital Appreciation Fund 5% NVIT Emerging Markets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% UIF Global Real Estate Portfolio 5% Van Eck VIPT Global Hard Assets Fund
% Conservative Alt 40	% Moderate Alt 40	% Aggressive Alt 40
60% NVIT Cardinal SM Moderately Conservative Fund 15% American Century VP Inflation Protection Fund 10% PIMCO VIT Global Bond (unhedged) 10% UIF Emerging Markets Debt Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue	60% NVIT Cardinal SM Moderate Fund 10% American Century VP Inflation Protection Fund 10% PIMCO VIT Global Bond (unhedged) 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% UIF Emerging Markets Debt Portfolio 4% Northern Lights VT Mariner Hyman Beck Portfolio 3% UIF Global Real Estate Portfolio 3% Van Eck VIPT Global Hard Assets Fund	60% NVIT Cardinal SM Moderate Fund 15% UIF Global Real Estate Portfolio 10% NVIT Emerging Markets Fund 10% Van Eck VIPT Global Hard Assets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio
% Conservative Alt 60	% Moderate Alt 60	% Aggressive Alt 60
40% NVIT Cardinal SM Balanced Fund 20% PIMCO VIT Global Bond (unhedged) 15% American Century VP Inflation Protection Fund 10% PIMCO VIT High Yield Portfolio 10% UIF Emerging Markets Debt Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue	40% NVIT Cardinal SM Capital Appreciation Fund 15% American Century VP Inflation Protection Fund 10% PIMCO VIT Global Bond (unhedged) 10% UIF Emerging Markets Debt Portfolio 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT High Yield Portfolio 4% Van Eck VIPT Global Hard Assets Fund 3% NVIT Emerging Markets Fund 3% UIF Global Real Estate Portfolio	40% NVIT Cardinal SM Balanced Fund 20% UIF Global Real Estate Portfolio 15% NVIT Emerging Markets Fund 15% Van Eck VIPT Global Hard Assets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% PIMCO VIT High Yield Portfolio
		% Aggressive Alt 100
		25% PIMCO VIT Global Bond (unhedged) 15% NVIT Emerging Markets Fund 10% American Century VP Inflation Protection Fund 10% PIMCO VIT Commodity RealReturn [®] Strategy Portfolio 10% UIF Global Real Estate Portfolio 10% Van Eck VIPT Global Hard Assets Fund 5% Northern Lights VT Mariner Hyman Beck Portfolio 5% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue 5% PIMCO VIT High Yield Portfolio 5% UIF Emerging Markets Debt Portfolio

Only one portfolio can be elected; however, you may combine a portfolio allocation with Sub-Account allocations in section 4c.

Total fund allocations among the Nationwide® Guided Portfolio Strategies and/or Sub-account(s) must equal 100%.

4c. Purchase Payment Allocation and Disclosures *Must be whole percentages and must add up to 100%.*

Funds designated by an * may include additional restrictions and/or charges. Please review the underlying fund prospectus carefully. The underlying investment options listed below are only available in variable annuity insurance products issued by life insurance companies or, in some cases, through participation in certain qualified pension or retirement plans. They are NOT offered to the general public directly.

Consult your prospectus for reference to Share Class.

AllianceBernstein Variable Products Series Fund, Inc.	Guggenheim Variable Funds (Continued)	Guggenheim Variable Funds (Continued)
% AllianceBernstein VPS Balanced Wealth Strategy Portfolio	% Rydex VT Banking Fund	% Rydex VT S&P MidCap 400 Pure Value Fund
American Century Variable Portfolios, Inc.	% Rydex VT Basic Materials Fund	% Rydex VT S&P SmallCap 600 Pure Growth Fund
% American Century VP Income & Growth Fund*	% Rydex VT Biotechnology Fund	% Rydex VT S&P SmallCap 600 Pure Value Fund
% American Century VP Value Fund*	% Rydex VT Commodities Strategy Fund	% Rydex VT Strengthening Dollar 2x Strategy Fund
American Century Variable Portfolios II, Inc.	% Rydex VT Consumer Products Fund	% Rydex VT Technology Fund
% American Century VP Inflation Protection Fund	% Rydex VT Dow 2x Strategy Fund	% Rydex VT Telecommunications Fund
BlackRock Variable Series Funds, Inc.	% Rydex VT Electronics Fund	% Rydex VT Transportation Fund
% BlackRock Global Allocation VI Fund	% Rydex VT Energy Fund	% Rydex VT Utilities Fund
Credit Suisse Trust	% Rydex VT Energy Services Fund	% Rydex VT Weakening Dollar 2x Strategy Fund
% Commodity Return Strategy Portfolio	% Rydex VT Europe 1.25x Strategy Fund	Ivy Funds Variable Insurance Portfolios, Inc.
Dirxion Insurance Trust	% Rydex VT Financial Services Fund	% Ivy Funds VIP Asset Strategy
% Dynamic VP HY Bond Fund	% Rydex VT Government Long Bond 1.2x Strategy Fund	MFS® Variable Insurance Trust II
Fidelity Variable Insurance Products Fund	% Rydex VT Health Care Fund	% MFS VIT Global Tactical Allocation Portfolio
% Fidelity VIP Asset Manager Portfolio	% Rydex VT Internet Fund	
% Fidelity VIP Equity-Income Portfolio*	% Rydex VT Inverse Dow 2x Strategy Fund	
% Fidelity VIP Growth Portfolio*	% Rydex VT Inverse Government Long Bond Strategy Fund	
% Fidelity VIP High Income Portfolio*	% Rydex VT Inverse Mid-Cap Strategy Fund	
Franklin Templeton Variable Insurance Products Trust	% Rydex VT Inverse NASDAQ-100® Strategy Fund	
% Franklin Templeton VIPT Founding Funds Allocation Fund	% Rydex VT Inverse Russell 2000® Strategy Fund	
Guggenheim Variable Funds	% Rydex VT Inverse S&P 500 Strategy Fund	
% Guggenheim Variable Fund All-Asset Aggressive Strategy	% Rydex VT Japan 2x Strategy Fund	
% Guggenheim Variable Fund All-Asset Conservative Strategy	% Rydex VT Leisure Fund	
% Guggenheim Variable Fund All-Asset Moderate Strategy	% Rydex VT Mid-Cap 1.5x Strategy Fund	
% Guggenheim Variable Fund CLS AdvisorOne Amerigo	% Rydex VT NASDAQ-100® 2x Strategy Fund	
% Guggenheim Variable Fund CLS AdvisorOne Clermont	% Rydex VT NASDAQ-100® Fund	
% Guggenheim Variable Fund CLS AdvisorOne Select Allocation	% Rydex VT Nova Fund	
% Guggenheim Variable Fund DWA Flexible Allocation	% Rydex VT Precious Metals Fund	
% Guggenheim Variable Fund DWA Sector Rotation	% Rydex VT Real Estate Fund	
% Guggenheim Variable Fund Global Managed Futures Strategy	% Rydex VT Retailing Fund	
% Guggenheim Variable Fund Multi-Hedge Strategies	% Rydex VT Russell 2000® 1.5x Strategy Fund	
% Guggenheim Variable Fund U.S. Long Short Momentum	% Rydex VT S&P 500 2x Strategy Fund	
	% Rydex VT S&P 500 Pure Growth Fund	
	% Rydex VT S&P 500 Pure Value Fund	
	% Rydex VT S&P MidCap 400 Pure Growth Fund	

Continued on page 7.

Total fund allocations among the Nationwide® Guided Portfolio Strategies and/or sub-account(s) must equal 100%.

4c. Purchase Payment Allocation and Disclosures *Must be whole percentages and must add up to 100%.*

Funds designated by an * may include additional restrictions and/or charges. Please review the underlying fund prospectus carefully. The underlying investment options listed below are only available in variable annuity insurance products issued by life insurance companies or, in some cases, through participation in certain qualified pension or retirement plans. They are NOT offered to the general public directly.

Consult your prospectus for reference to Share Class.

Nationwide Variable Insurance Trust (NVIT)	Northern Lights Variable Trust	ProFunds Variable Trust (Continued)
% American Funds NVIT Asset Allocation Fund	% Northern Lights VT Mariner Hyman Beck Portfolio	% ProFund VP Short International
% Loring Ward NVIT Capital Appreciation Fund	% Northern Lights VT Power Income VIT Fund, advised by WE Donoghue	% ProFund VP Short NASDAQ-100
% Loring Ward NVIT Moderate Fund	PIMCO Variable Insurance Trust	% ProFund VP Technology
% NVIT Cardinal SM Aggressive Fund	% PIMCO VIT All Asset Portfolio	% ProFund VP Telecommunications
% NVIT Cardinal SM Balanced Fund	% PIMCO VIT Commodity RealReturn [®] Strategy Portfolio	% ProFund VP U.S. Government Plus
% NVIT Cardinal SM Capital Appreciation Fund	% PIMCO VIT Emerging Markets Bond Portfolio	% ProFund VP UltraNASDAQ-100
% NVIT Cardinal SM Conservative Fund	% PIMCO VIT Foreign Bond Portfolio (unhedged)	% ProFund VP UltraShort NASDAQ-100
% NVIT Cardinal SM Moderate Fund	% PIMCO VIT Global Bond (unhedged)	% ProFund VP Utilities
% NVIT Cardinal SM Moderately Aggressive Fund	% PIMCO VIT High Yield Portfolio	The Universal Institutional Funds, Inc.
% NVIT Cardinal SM Moderately Conservative Fund	% PIMCO VIT Low Duration Portfolio	% UIF Emerging Markets Debt Portfolio
% NVIT Core Plus Bond Fund	% PIMCO VIT Total Return Portfolio	% UIF Global Real Estate Portfolio
% NVIT Emerging Markets Fund*	ProFunds Variable Trust	% UIF Global Tactical Asset Allocation Portfolio
% NVIT Government Bond Fund*	% ProFund VP Access High Yield Fund	Van Eck VIP Trust
% NVIT Investor Dest. Aggressive Fund*	% ProFund VP Asia 30	% Van Eck VIPT Global Hard Assets Fund
% NVIT Investor Dest. Balanced Fund*	% ProFund VP Banks	% Van Eck VIPT Multi-Manager Alternatives Fund
% NVIT Investor Dest. Capital Appreciation Fund*	% ProFund VP Basic Materials	
% NVIT Investor Dest. Conservative Fund*	% ProFund VP Bear	
% NVIT Investor Dest. Moderate Fund*	% ProFund VP Biotechnology	
% NVIT Investor Dest. Moderately Aggressive Fund*	% ProFund VP Bull	
% NVIT Investor Dest. Moderately Conservative Fund*	% ProFund VP Consumer Goods	
% NVIT Money Market Fund	% ProFund VP Consumer Services	
% NVIT Multi-Manager International Growth Fund*	% ProFund VP Emerging Markets	
% NVIT Multi-Manager International Value Fund*	% ProFund VP Europe 30	
% NVIT Multi-Manager Large Cap Growth Fund	% ProFund VP Financials	
% NVIT Multi-Manager Large Cap Value Fund	% ProFund VP Health Care	
% NVIT Multi-Manager Mid Cap Growth Fund	% ProFund VP Industrials	
% NVIT Multi-Manager Mid Cap Value Fund	% ProFund VP International	
% NVIT Multi-Manager Small Cap Growth Fund*	% ProFund VP Internet	
% NVIT Multi-Manager Small Cap Value Fund*	% ProFund VP Japan	
% NVIT Multi-Manager Small Company Fund*	% ProFund VP NASDAQ-100	
% NVIT Nationwide Fund*	% ProFund VP Oil & Gas	
% NVIT Short Term Bond Fund	% ProFund VP Pharmaceuticals	
	% ProFund VP Precious Metals	
	% ProFund VP Real Estate	
	% ProFund VP Rising Rates Opportunity	
	% ProFund VP Semiconductor	
	% ProFund VP Short Emerging Markets	

Total fund allocations among the Nationwide[®] Guided Portfolio Strategies and/or sub-account(s) must equal 100%.

5. State Disclosure

Notice to AR Residents Only: Any person who, knowingly and with intent to injure, defraud or deceive any insurance company or other person, files an application for insurance or statement of claim containing any materially false information or conceals for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act, which may be a crime and may subject such person to criminal and civil penalties, fines, imprisonment, or a denial of insurance benefits.

Notice to DC Residents Only; WARNING: It is a crime to provide false or misleading information to an insurer for the purpose of defrauding the insurer or any other person. Penalties include imprisonment and/or fines. In addition, an insurer may deny insurance benefits if false information materially related to a claim was provided by the applicant.

Notice to MA Residents Only: You must complete the application approved for use in Massachusetts and you must be issued a Massachusetts approved contract.

Notice to ND and SD Residents Only: Annuity payments, death benefits, surrender values, and other Contract values provided by this Contract, when based on the investment experience of a separate account, may increase or decrease in accordance with the fluctuations in the net investment factor and are not guaranteed as to fixed-dollar amount, unless otherwise specified.

Additionally, any benefits, values or payments based on performance of the underlying investment options may vary and are NOT guaranteed by Nationwide Life Insurance Company, any other insurance company, by the U.S. Government, or any State Government. They are NOT federally insured by the FDIC, the Federal Reserve Board or any agency Federal or State.

6. Contract Owner Signatures and Authorizations

6a. Replacement Information

Yes No Do you have existing life insurance or annuity contracts?

Yes No Will the applied for Contract replace, discontinue or change any existing life insurance or annuity contracts?



If you answered "yes" to EITHER question above, your state may require NAIC or state specific replacement forms. Please look in the New Business Enrollment Packet to see if your state requires additional NAIC or state specific replacement forms.

6b. Acknowledgements, Disclosure and Signatures

I acknowledge that I have received and understand the current prospectus for this variable annuity Contract, and that by signing this application I understand and acknowledge the following:

Annuity payments, death benefits, surrender values, and other Contract Values provided by this Contract, when based on the investment experience of a separate account, may increase or decrease and are not guaranteed as to fixed-dollar amount, unless otherwise specified.

- The Contract limits purchase payments to \$1 million for all Contracts issued by Nationwide with the same Contract Owner and/or Annuitant, subject to permission from Nationwide
- That I do not represent a corporate entity or institutional investor
- I understand the purpose of the Contract for which I am applying is to provide long-term benefits to the Contract Owner and/or Annuitant and that, if I plan to change the Contract Owner or assign benefits under the Contract, the Contract will not meet this objective
- I understand the purpose of the Contract for which I am applying is to provide long-term benefits to the Contract Owner and/or Annuitant and that, if the Annuitant I am naming has been diagnosed with or has an indication of an illness expected to result in death within 12 months, the Contract will not meet this objective

When you sign this application, you are agreeing to the elections you have made and acknowledging your understanding of the terms and conditions described in this application. If you have any questions, ask your Registered Representative BEFORE you sign this application.



Contract Owner

Must Sign Here: X John Q. Doe

Joint Contract Owner Signature (if any): X Jane M. Doe

State In Which Application Was Signed: Anystate

Date: January 18, 2013



7. Primary Registered Representative Information**7a. Primary Registered Representative Replacement Information**

- Yes No Are you aware of any existing annuities or insurance owned by the applicant?
 Yes No Will the applied for Contract replace, discontinue or change any existing life insurance or annuity contracts?

7b. Primary Registered Representative Information (Please print.)

First Name: MI: Last Name:

Office Street Address:

City: State: ZIP:

Phone: Percentage

E-mail:

Broker/Dealer Name:

SSN #: (Not required if broker and broker dealer name are printed clearly above.)

When the Registered Representative signs this application, he/she is agreeing to all the terms and conditions applicable to him/her as the Registered Representative.

Signature: Thomas A Moore Date:

Principal's Signature: James P Smith Date:

8. Additional Registered Representative Information**8a. Additional Registered Representative Replacement Information**

- Yes No Are you aware of any existing annuities or insurance owned by the applicant?
 Yes No Will the applied for Contract replace, discontinue or change any existing life insurance or annuity contracts?

8b. Additional Registered Representative Information (Please print.)

First Name: MI: Last Name:

Office Street Address:

City: State: ZIP:

Phone: Percentage

E-mail:

Broker/Dealer Name:

SSN #: (Not required if broker and broker dealer name are printed clearly above.)

When the Registered Representative signs this application, he/she is agreeing to all the terms and conditions applicable to him/her as the Registered Representative.

Signature: Date:

Principal's Signature: Date:



State: Arkansas

Filing Company: Nationwide Life Insurance Company

TOI/Sub-TOI: A03I Individual Annuities - Deferred Variable/A03I.002 Flexible Premium

Product Name: Individual Variable Deferred Annuity Application Filing: marketFLEX Advisor and II Applications

Project Name/Number: Individual Variable Deferred Annuity Application Filing: marketFLEX Advisor and II Applications/

Supporting Document Schedules

		Item Status:	Status Date:
Bypassed - Item:	Flesch Certification		
Bypass Reason:	N/A - The applications will be issued with variable annuity products subject to federal jurisdiction.		

		Item Status:	Status Date:
Satisfied - Item:	Application		
Comments:	Revised applications replacing the following referenced applications are attached to the Forms Schedule tab. VAA-0113AO.1, approved 01/19/2010, Dept # 44602 VAA-0111AO.2, approved 01/19/2010, Dept # 44603		

		Item Status:	Status Date:
Satisfied - Item:	Memorandum of Variables		
Comments:			
Attachment(s):	Memorandum of Variables - Non-Compact.pdf		

**Memorandum of Variables for
VAAA-0109M3 and VAAA-0110M3**

PLEASE NOTE: THE MARKS LOCATED IN THE UPPER LEFT AND LOWER RIGHT-HAND CORNERS ON EACH PAGE OF THE APPLICATION ARE FORMATTING MARKS AND DO NOT REPRESENT VARIABILITY.

- (1) The post office box and zip code found in the address is bracketed as well as the phone number, as they may change over time.
- (2) The marketing name and product identifier number in the bottom right-hand corner are bracketed, as other proprietary relationships may decide to market this product.

Section 2a. Contract Type

The text in this field will vary depending on the contract type elected at the time of application. Below is a list of current Contract Types the Contract can be sold as.

• Non-Qualified	• SEP IRA
• IRA	• 401(a) (Investment Only)
• Roth IRA	• SIMPLE IRA
• CRT	

Section 4b. Nationwide® Guided Portfolio Strategies (GPS) and Section 4c. Purchase Payment Allocation and Disclosures

The underlying mutual fund options are bracketed to allow fund name changes or to add/delete funds from the product.