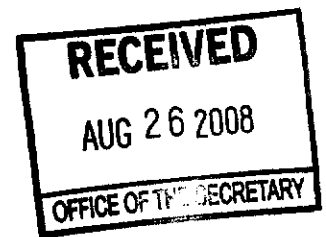




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Aviva USA 699 Walnut Street Des Moines IA 50309-3929 Tel 515 362 3600 www.avivausa.com

August 20, 2008

Florence E. Harmon
Acting Secretary
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549

Re: Request to Extend Time for Comment
File No. S7-14-08
Indexed Annuities and Certain Other Insurance Contracts
Proposed Rules, Release Nos. 33-8933; 34-58022

Dear Ms. Harmon:

Aviva USA Corporation, a major issuer of indexed annuities in the United States,¹ respectfully requests that the U.S. Securities and Exchange Commission (the "Commission") extend the time period by ninety (90) days to December 9, 2008 for filing comments in connection with Release Nos. 33-8933 and 34-58022 (File No. S7-14-08) (the "Proposing Release"), regarding, in part, proposed Rule 151A under the Securities Act of 1933 (the "1933 Act").² The comment period for the rulemaking currently expires on September 10, 2008. For the reasons stated below, we believe that an extension of time is necessary and appropriate.

We have long been an ardent supporter of rational regulatory efforts to ensure that indexed annuities are sold in an environment in which the interests of the consumer are protected. To that end, we exceed the most stringent state insurance regulatory requirements relating to the suitability of indexed annuity sales and to indexed annuity disclosure.

Our deliberations on proposed Rule 151A began immediately after the Commission voted to publish the rulemaking. If adopted as proposed, the Rule would fundamentally alter the basic legal test used to determine whether an annuity qualifies for the exclusion set forth in Section 3(a)(8) of the 1933 Act. Proposed Rule 151A essentially would change the securities status of certain indexed and other fixed annuity contracts, and thus will have far reaching consequences beyond what was set forth in the Proposing Release. Just identifying all the issues raised by the proposed rule has been, and continues to be, a

¹ Aviva USA Corporation issues indexed annuities through its direct wholly owned subsidiaries, Aviva Life and Annuity Company, Aviva Life and Annuity Company of New York and American Investors Life Insurance Company.

² The Proposing Release also requests comment on proposed Rule 12h-7 under the Securities Exchange Act of 1934.

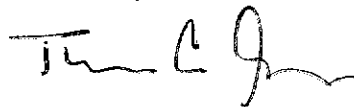
significant undertaking. We believe that at a minimum such a change requires carefully considered study and analysis.

In order to thoroughly consider proposed Rule 151A's consequences, we have engaged numerous professionals in multiple disciplines. These professionals are evaluating the complex legal, financial and practical implications of Rule 151A to determine Rule 151A's potential impact on various sectors including our indexed annuity distribution network, the state insurance regulatory system, the state securities regulatory system, and consumers. The evaluation process is deliberate and requires substantial coordination: such process, however, is made more difficult by the timing of the rule proposal.

The Commission proposed Rule 151A on June 25, 2008, almost 11 years after the Commission issued its Concept Release on Equity Indexed Insurance Products in 1997 (the "Concept Release").³ To the best of our knowledge, the rule proposal was undertaken without recent significant input from state insurance regulators or industry representatives. Further, the Proposing Release poses more than 100 questions for comment, more than 60 of which are directed at Rule 151A. Given the important consequences proposed Rule 151A will have on the insurance industry and consumers, we believe that a 90 day extension of time will enable us as well as other interested parties to provide more thoughtful and comprehensive comments on proposed Rule 151A. These comments should facilitate the Commission's regulatory goals set forth in the Proposing Release without unduly delaying the Commission's decision making process.

Thank you for your consideration of this request. If you have any questions or if additional information would be helpful, please contact me at 515.362.3663.

Sincerely,



Thomas C. Godlasky
President and Chief Executive
Officer

cc: Chairman Christopher Cox
Commissioner Kathleen L. Casey
Commissioner Elisse B. Walter
Commissioner Luis A. Aguilar
Commissioner Troy A. Paredes

³ See *Equity Index Insurance Products*, Release No. 33-7438 (Aug. 20, 1997).