MEMORANDUM

TO: File #S7-14-08: Indexed Annuities and Certain Other Insurance Contracts

FROM: Christian L. Broadbent

Counsel to Commissioner Walter

DATE: December 3, 2008

RE: Meeting with representatives of AVIVA USA Corporation

On November 24, 2008, Christian Broadbent of Commissioner Walter's office met with Christopher Littlefield and Michael Miller of AVIVA USA Corporation, and Stephen Roth and Pamela Ellis of Sutherland Asbill & Brennan LLP regarding the above-referenced proposal.