EQ ADVISORS TRUST
AXA PREMIER VIP TRUST

February 28, 2008

Ms. Nancy Morris, Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-1090

Re: *Enhanced Disclosure and New Prospectus Delivery Option for Registered Open-End Management Investment Companies, Release No. 33-8861, File No. S7-28-07*

Dear Ms. Morris:

EQ Advisors Trust and AXA Premier VIP Trust[1] appreciate the opportunity to comment on the Securities and Exchange Commission's proposed amendments to certain rules under the 1933 Act and Form N-1A under the 1933 Act ("Amendments"). The Amendments provide, among other things, a streamlined and layered mutual fund disclosure system that contemplates a standardized, "Summary Prospectus" as well as access via the Internet to additional, more detailed information.[2] Overall, we agree with the Commission's intent to improve the current framework of mutual fund disclosure with easier and more readily accessible information while "retaining the comprehensive quality of the information" by making such information available on an Internet web site.

At the outset, we would like to express our strong support for the comments submitted by the Investment Company Institute with respect to the Commission's proposal. We write separately, however, to comment on certain items discussed in the Proposing Release that are of particular concern. As more fully discussed below, we firmly believe that (1) limiting disclosure in the Summary Prospectus to the specific items described in the Amendments is not appropriate in all cases; (2) the Summary Prospectus should not be given "greater prominence" than other materials accompanying it and may be bound with other such materials; and (3) quarterly updating of top 10 portfolio holdings and performance information should not be required for the Summary Prospectus.

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[1] EQ Advisors Trust ("EQAT") and AXA Premier VIP Trust ("VIP Trust") (collectively referred to as the "Trusts") are each a registered open-end investment company under the Securities Act of 1933, as amended ("1933 Act") and the Investment Company Act of 1940, as amended. As of December 31, 2007, EQAT has 64 portfolios and total assets of approximately $75 billion and VIP Trust has 22 portfolios and total assets of approximately $45 billion. Each portfolio is a separate series of the applicable Trust and has its own investment objective, investment strategies and risks. One or more sub-advisers furnish the day-to-day portfolio management for each portfolio. Currently, 48 sub-advisers have been retained on behalf of one or more portfolios to provide such services. Each Trust's shares are currently sold only to insurance company separate accounts in connection with variable life insurance contracts and variable annuity certificates and contracts issued or to be issued by AXA Equitable Life Insurance Company or other affiliated and unaffiliated insurance companies.

[2] Release No. 33-8861; IC-28064 (Nov. 21, 2007) ("Proposing Release"), available at http://www.sec.gov/rules/proposed/2007/33-8861.pdf.

1. *Limiting Disclosure to that Prescribed in the Amendments is not Appropriate in All Cases*

The Proposing Release states that although "a fund may continue to include information in the prospectus that is not required, a fund may not include any such additional information in the [Summary Prospectus]."[3] Although the Commission's stated intent of presenting mutual fund shareholders with standardized information via the Summary Prospectus is laudable, we believe that the Amendments, as currently proposed, do not contemplate basic disclosures for funds that, for example, serve as investment vehicles of variable life insurance contracts and/or variable annuity certificates (collectively, "Variable Contracts"). For instance, disclosures detailing the relationship of a fund as an investment option to a particular Variable Contract, or disclosure instructing shareholders to review the applicable Variable Contract prospectus do not appear to be disclosures permitted in a Summary Prospectus. We submit that such information is critical to investors and to exclude such disclosure from the Summary Prospectus would have the potential to create confusion. As a result, we would recommend that the Commission permit such disclosure regarding particular fund structures to be included in a Summary Prospectus.

2. *The Summary Prospectus Should not be Given Greater Prominence than Other Materials and Funds Should be Granted Discretion to Bind the Summary Prospectus with Other Materials*

The Proposing Release provides that to satisfy the prospectus delivery requirements of the 1933 Act, the Summary Prospectus, among other things, must be given "greater prominence" than any materials accompanying it and that such materials are "not bound together with any of those materials."[4] We respectfully submit that the greater prominence requirement, and the requirement that the Summary Prospectus be bound separately, would be potentially confusing to Variable Contract investors. As the Commission is aware, Variable Contracts are, in essence, bi-lateral contracts governed in large measure by state law. In particular, it is the Variable Contract prospectus that contains all the salient information regarding the particular features of the product, including among other things, strategies, benefits, fees, and underlying investment options.

In some cases, the Variable Contract prospectus has physically incorporated the statutory prospectus of the underlying fund to accommodate investors. By requiring that the Summary Prospectus have "greater prominence" than other documents that accompany it at delivery and that the Summary Prospectus may not be bound to any other accompanying materials, we believe that shareholders may focus attention on the more prominent Summary Prospectus at the expense of the Variable Contract material which, in our view, is the critical disclosure document delivered at the point of sale. For example, in circumstances in which a Variable Contract offers upwards of 50 underlying fund options, each one described in a stand-alone Summary Prospectus and separately bound, the requirements could unintentionally cloud an investor's understanding of how each investment option fits within the overall design and function of the particular Variable Contract. Indeed, implicit in the "greater prominence" requirement is the notion that materials accompanying the Summary Prospectus are of lesser prominence than that document. With regards to Variable Contracts, that is simply not the case.

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[3] *See* Proposing Release at n.37.

[4] *See* Proposing Release at sec. II.B.1.

Further, because the Proposing Release does not define or offer guidance on the term "greater prominence," and in light of the potential 1933 Act liability in connection with the failure to properly deliver a Summary Prospectus, firms whose prospectus delivery always will be accompanied by Variable Contract materials, would be discouraged from utilizing the Summary Prospectus. To reduce the risk of investor confusion and to promote the use of the Summary Prospectus, we would respectfully recommend that the greater prominence requirement be deleted and permit delivery of a Summary Prospectus that is as prominent as other materials with which it is delivered and that, where appropriate, firms be granted the option whether to bind the Summary Prospectus together with other materials.

3. *Quarterly Updating of Top 10 Portfolio Holdings and Performance Information Would be Overly Burdensome and Duplicative*

The Proposing Release states that a fund's top 10 portfolio holdings and average annual total return and yield information contained in a Summary Prospectus be updated as of the end of each calendar quarter, subject to a one-month lag.[5] In short, we do not believe that the time and expense of preparing such updates in addition to existing updating requirements imposed on registered investment companies is warranted. As the Commission is aware, each portfolio of EQAT and VIP Trust reports its entire portfolio holdings as of the end of each fiscal quarter on Form N-CSR or Form N-Q. We submit that such fulsome disclosure is more useful to investors than regularly disclosing (in many cases) a sketch of a fund's holdings as of four days each year. Such a requirement to show only the fund's top 10 holdings in a Summary Prospectus would be incomplete at best, or at worst, distort the overall positioning and risk profile of a fund.

Further, with respect to quarterly updating of performance, we believe that such updating is unnecessary in light of the other avenues through which shareholders may review performance information, including company websites or via financial intermediaries. To impose additional costs and burdens on funds, and by extension, shareholders, by requiring duplication of information otherwise available does not appear to be consistent with the Commission's goal of streamlining mutual fund disclosure and better incorporating the Internet into the current disclosure regime.

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We appreciate the Commission's consideration of these comments. If you have any questions or would like additional information, please do not hesitate to contact me at 212 314-5718 or Patricia Louie, Secretary of the Trusts, at 212 314-5329.

Sincerely,

Steven M. Joenk
Chair, Chief Executive Officer and President

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[5] *See* Proposing Release at sec. II.B.2. & n. 104, 106.

cc: Board of Trustees of EQ Advisors Trust
Board of Trustees of AXA Premier VIP Trust
Patricia Louie, Esq.

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