



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Mailstop 3561

October 23, 2007

Via U.S. Mail

James Whang
Director
Synthetic Fixed-Income Securities, Inc.
One Wachovia Center
301 S. College Street
Charlotte, North Carolina

Re: STRATS Trust for Allstate Corporation Securities, Series 2006-3
Form 10-K for the fiscal year ended December 31, 2006
Filed March 29, 2007
File No. 001-32867

Dear Mr. Whang,

We have completed our review of your Form 10-K and related filings and have no further comments at this time.

Sincerely,

Rolaine S. Bancroft
Attorney Advisor

cc: Mark R. Riccardi, Esq.
Orrick, Herrington & Sutcliffe LLP
via facsimile: 202-339-8500