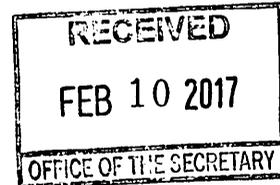


Andrea D. Calhoun
Steven D. Calhoun



February 7, 2017

Brent J. Fields, Esq.
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549



Re: SEC File Nos. 812-14446 & 812-14447

Dear Mr. Fields:

We are responding to the letter dated January 27, 2017 to the U.S. Securities and Exchange Commission from Sutherland, Asbill & Brennan LLP on behalf of the three Hartford companies opposing our request for a hearing regarding their applications for a substitution order. If granted, this order would permit Hartford to replace various funds managed by the “leading” investment advisers we have selected with the help of our financial adviser in our Hartford Leaders Edge Variable Annuity Contract without our consent. These new funds seem to be designed to help further Hartford’s corporate goals at our expense. Hartford’s letter in response to our request for a hearing underscores our concerns and the need for a public hearing.

HARTFORD DOES NOT HAVE THE RIGHT TO HARM US

Hartford suggests in its letter that it has the “unilateral right” to change fund offerings. Hartford also states that it has put us on notice in the contract prospectus that it has “reserved the right” to make investment changes; it further states that this substitution right is one of the primary ways it manages the changing needs of its contract holders. Well, our needs have not changed and we have no idea how Hartford would be in a position to know if they had. Moreover, we like the funds we are invested in and do not want to lose them. We simply do not believe that Hartford has the right to make these proposed changes because they will harm us. This is the reason we think a public hearing is so important.

The proposed substitutions appear to be designed to benefit Hartford at the expense of contract holders. This is a classic “heads Hartford wins, tails we lose proposition.” Hartford will reap the benefit of management fees that it is not now receiving and lower hedging costs because the proposed replacement funds closely resemble indexes. As a consequence, if the Commission approves Hartford’s requested substitution, the government will be failing to protect us by essentially aiding and

abetting Hartford in robbing of us of our potential investment upside; at the same time, the government will be assisting Hartford in forcing us to "overpay" for guarantees that were based on the investments that we are being forced to give up.

HARTFORD'S SUBSTITUTION WILL DESTROY OUR FUND INVESTMENTS

Hartford states in its letter that the "replacement funds will be managed by proven managers, HIMCO and BlackRock, and in addition, the Calhouns will continue to have access to the following investment managers: Hartford, Wellington, American Funds, Invesco, MFS, and Franklin Templeton." After reading this passage in the letter you might ask -- what in the world are the Calhouns complaining about? Look at all the choices Hartford will continue to provide them!

The reality is quite different. Our carefully selected investment portfolio of funds will be completely destroyed. Contrary to Hartford's representation in its letter, we will not have access to all of the investment managers listed above. Here's what will happen to our fund investments if the Commission approves Hartford's application: **All eight of our current fund investments will be replaced by Hartford funds without our consent.** The Hartford replacement funds have no track record and appear very similar to index funds to us -- with higher than average management fees for these type of funds to boot! We would never select these funds voluntarily. This is not what we bargained for and this is not what we were sold -- talk about a "bait and switch"! 36 out of 45 of our current fund options will be eliminated. In the case of American Funds, 11 out of 13 current investment options will be eliminated. In the case of MFS and Franklin Templeton, each investment manager will have 11 out of 12 current investment options eliminated. In the case of Invesco, five out of nine current investment options will be eliminated. Oh, by the way, Hartford's investment options -- the ones that we believe are so fundamentally different than our current investments and the investments that we do not want and that have no track record -- will swell from one to 12! (See attachment.)

In other words, given that Hartford is attempting to eliminate all but one choice from MFS and Franklin Templeton, all but two fund choices from American Funds and the majority of fund choices from Invesco -- for Hartford to try to represent that we will continue to have access to these investment managers is incredibly misleading.

REDUCING OUR INVESTMENT CHOICES IS A NOT A BENEFIT

To further rub salt in our wounds, Hartford goes on to state in its letter that we will somehow "benefit" because our investment choices are being drastically reduced! Could you imagine going into a grocery store and walking down the aisle and seeing only one or two brands from which to choose? That market would not be in business for long because if the manager tried to explain it away by saying the market just wanted to eliminate "overlapping and redundant" options in the same way Hartford is attempting to do in this case, it simply wouldn't wash. After all, the last time we checked this was America, not the old Soviet Union! Hartford's real goal in doing this seems to be to

generate more profits at contract holder expense -- this is not a benefit to us or other contract holders.

HARTFORD'S ATTEMPTS TO KEEP CONTRACT HOLDERS IN THE DARK IS INEXCUSABLE

We do not believe that the "appropriate time" to communicate with contract holders about being forced into inferior investments is after it is too late to object. Hartford makes a point of citing language from the contract prospectus about the substitution provision which we have quoted above. Curiously, even though Hartford has been seeking to invoke this provision for some time it has not notified contract holders through contract prospectuses of these plans. Consequently, contract owners have been kept in the dark about this long planned substitution and have been unable to make truly informed decisions about their ongoing investments into the contracts or object to these plans since the applications were filed. Waiting to inform contract holders about this proposed substitution until it is too late to object is inexcusable.

HARTFORD'S APPLICATIONS WOULD NOT PROTECT INVESTORS

Hartford self-righteously asserts in its letter that its applications are "wholly consistent with prior substitution applications approved by the Commission. Indeed, the Applications include all the elements of investor protection developed by the staff over the years." Yet, our common sense tells us that if this is the case, then the Commission and its staff need to seriously reevaluate how they go about protecting investors -- because it frightens us that Hartford has been allowed to get this far.

A PUBLIC HEARING IS NEEDED TO PROTECT US

In summary, we believe that if a public hearing were held on this matter, contract holders would be saved from irreparable harm because the Commission would not approve this proposed substitution and would most likely change this process going forward to better protect investors.

Very truly yours,



Andrea D. Calhoun and Steven J. Calhoun
Contract holders, Hartford Leaders Edge

cc: The Honorable Michael S. Piwowar
The Honorable Kara M. Stein
David W. Grim, Director, Division of Investment Management
Rick A. Fleming, Investor Advocate
Stephen E. Roth and Dodie C. Kent, Sutherland, Asbill & Brennan LLP



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Hartford Leaders Edge Series 3

Performance will vary	<p>PAST PERFORMANCE IS NOT INDICATIVE OF FUTURE RESULTS.</p> <ul style="list-style-type: none"> The performance data quoted on this page represents past performance Current performance may be higher or lower than that quoted on this page For more current performance information to the most recent month ended please call (800) 862-6668 if you are a client or (800) 862-7155 if you are an investment professional.
The value of your investment will vary	<p>The investment return and principal value of an investment will fluctuate</p> <ul style="list-style-type: none"> When redeemed, underlying fund shares may be worth more or less than their original cost
Performance may vary by issuing company	<p>Standardized performance is displayed for both Hartford Life (HL) and Hartford Life and Annuity (HLA) issuing companies</p> <ul style="list-style-type: none"> Your issuing company is reflected in your contract Refer to your contract or your Financial Advisor for more details
Election of optional benefit(s) will lower performance results	<p>Your performance will be lower than that displayed if optional benefit riders are purchased. Refer to the Prospectus or Product Overview for more information</p>
Your investment will be subject to charges and fees	<ul style="list-style-type: none"> An annual maintenance fee of \$30 which is waived for account values of \$50,000 or more Total Annual Fund Operating Expenses Total Mortality & Expense Risk Charge of 0.85%. Optional Rider Fees The upfront sales charge is applied based on a percentage of the total aggregate premiums, ranging from 5.50% to 1%.

This material is authorized for distribution only when accompanied or preceded by a prospectus for the annuity being offered. The prospectus contains investment objectives, risks, fees, charges, expenses, and other information regarding the variable annuity contract and the underlying investments, which should be considered carefully before investing. You should read the prospectus carefully before investing money.

Pricing & Non-Standardized	Standardized	Adjusted Non-Standardized	Asset Allocation
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Pricing & Non-Standardized Performance

Investment Choices	Daily Prices or Yields as of 02/01/2017				Monthly Average Annual Total Return as of 01/31/2017					
	Value	\$Chg	%Chg or Yield ^Y	%Chg YTD	1 yr	3 yrs	5 yrs	10 yrs	Since Inception	Inception Date [†]
American Funds Asset Allocation Fund^{7,14}	24.625522	-0.011803	-0.05%	1.97%	13.59%	5.69%	9.13%	5.06%	7.23%	08/01/1989
American Funds Blue Chip Income and Growth Fund⁵	2.156520	0.003091	0.14%	2.46%	23.04%	10.57%	13.34%	5.41%	5.10%	07/05/2001
American Funds Bond Fund^{5,6,14}	17.689214	-0.016960	-0.10%	0.11%	0.10%	1.16%	1.01%	1.97%	3.58%	01/02/1996
American Funds Global Bond Fund ^{5,14}	13.388860	-0.012182	-0.09%	1.18%	1.53%	-0.93%	-0.62%	2.72%	2.78%	10/04/2006

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Investment Choices	Daily Prices or Yields as of 02/01/2017				Monthly Average Annual Total Return as of 01/31/2017					
	Value	\$Chg	%Chg or Yield [†]	%Chg YTD	1 yr	3 yrs	5 yrs	10 yrs	Since Inception	Inception Date [†]
	American Funds Global Growth and Income Fund^{2,4}	16.401018	0.048762	0.30%	2.62%	13.30%	4.30%	8.43%	3.90%	4.59%
American Funds Global Growth Fund^{2,3,6}	27.091819	0.032090	0.12%	4.07%	10.64%	4.95%	9.98%	5.27%	8.05%	04/30/1997
American Funds Global Small Capitalization Fund^{2,5,6}	27.713831	0.093077	0.34%	4.89%	16.06%	1.80%	7.93%	2.93%	7.95%	04/30/1998
American Funds Growth Fund²	28.149561	0.075699	0.27%	4.60%	21.06%	9.39%	12.46%	6.14%	11.22%	02/08/1984
American Funds Growth Income Fund^{5,6}	27.675597	0.035828	0.13%	3.40%	19.94%	8.49%	12.82%	5.46%	9.93%	02/08/1984
American Funds International Fund^{5,6}	19.299001	0.097630	0.51%	5.59%	14.39%	0.65%	5.34%	1.82%	6.70%	05/01/1990
American Funds New World Fund ^{2,5,6}	32.218048	0.125292	0.39%	4.58%	14.43%	0.01%	2.87%	2.90%	6.69%	06/17/1999
Franklin Flex Cap Growth VIP Fund Class 2^{4,5}	18.516132	0.029629	0.16%	4.51%	9.92%	3.11%	8.51%	4.94%	5.20%	03/01/2005
Franklin Income VIP Fund Class 2^{2,9,14}	23.997563	-0.000559	—	0.90%	17.40%	2.85%	5.94%	4.00%	7.60%	01/24/1989
Franklin Large Cap Growth VIP Fund Class 2^{4,5}	19.770941	0.095779	0.49%	5.70%	11.12%	6.91%	9.85%	4.63%	6.10%	05/01/1996
Franklin Mutual Global Discovery VIP Fund Class 2^{4,5,7}	33.519472	-0.000781	—	1.34%	18.66%	4.75%	9.09%	4.77%	7.90%	11/08/1996
Franklin Mutual Shares VIP Fund Class 2^{4,5,7}	28.662295	-0.042820	-0.15%	1.52%	21.21%	6.26%	10.17%	3.53%	6.57%	11/08/1996
Franklin Rising Dividends VIP Fund Class 2^{4,5}	27.343562	-0.120858	-0.44%	0.45%	18.16%	7.48%	10.52%	5.41%	8.21%	01/27/1992
Franklin Small Cap Value VIP Fund Class 2⁵	17.881600	-0.028170	-0.16%	-0.23%	34.00%	7.32%	11.64%	6.01%	7.15%	05/01/1998
Franklin Small-Mid Cap Growth VIP Fund Class 2⁴	23.281596	0.013178	0.06%	4.22%	16.90%	3.60%	9.06%	5.56%	7.15%	11/01/1995
Franklin Strategic Income VIP Fund Class 1^{5,6,7,9,14}	25.262928	0.022234	0.09%	0.47%	7.76%	1.06%	2.83%	4.46%	5.39%	07/01/1999
Hartford Ultrashort Bond HLS Fund ^{7,14,15}	1.135804	-0.000026	—	0.03%	-0.88%	-0.75%	-0.79%	-0.16%	3.77%	06/30/1980
Invesco V.I. American Franchise Fund^{4,5}	17.444317	0.107109	0.62%	5.91%	16.66%	6.82%	11.48%	6.79%	7.96%	07/03/1995
Invesco V.I. Core Equity Fund^{4,5}	19.600157	-0.017186	-0.09%	1.57%	15.58%	4.25%	8.64%	4.78%	7.01%	05/02/1994
Invesco V.I. Government Money Market Fund ^{1,2,3}	9.708256	-0.000148	—	-0.05%	-1.72%	-1.13%	-1.01%	-0.30%	1.44%	05/05/1993
Invesco V.I. Government Securities Fund ^{7,14}	1.488431	-0.001335	-0.09%	0.10%	-1.82%	0.44%	-0.01%	2.69%	3.39%	05/05/1993
Invesco V.I. International Growth Fund^{3,5,6,7}	2.629414	0.006124	0.23%	3.33%	5.97%	0.85%	4.74%	1.96%	5.95%	05/05/1993
Invesco V.I. Mid Cap Core Equity Fund^{4,5,6,7}	2.777469	-0.004302	-0.15%	1.79%	19.10%	4.65%	8.10%	4.84%	6.40%	09/10/2001
Invesco V.I. Mid Cap Growth Fund ^{3,5}	15.178676	-0.000353	—	4.83%	15.81%	4.43%	9.50%	5.91%	-0.04%	09/25/2000
Invesco V.I. Small Cap Equity Fund^{4,5}	25.588931	-0.041893	-0.16%	1.07%	19.79%	3.45%	9.06%	5.59%	7.64%	08/29/2003
Invesco V.I. Value Opportunities Fund^{1,5,6,7,13,17}	1.954354	0.011588	0.60%	3.63%	34.54%	5.87%	10.66%	2.18%	3.53%	09/10/2001

Investment Choices	Daily Prices or Yields as of 02/01/2017				Monthly Average Annual Total Return as of 01/31/2017					
	Value	\$Chg	%Chg or Yield [†]	%Chg YTD	1 yr	3 yrs	5 yrs	10 yrs	Since Inception	Inception Date [†]
MFS Global Equity Series^{5,6}	27.961573	0.028447	0.10%	3.31%	13.65%	4.78%	9.99%	5.06%	6.16%	05/03/1999
MFS Growth Series⁵	19.404097	0.018751	0.10%	4.21%	10.45%	7.32%	12.64%	7.92%	7.61%	07/24/1995
MFS High Yield Portfolio ^{5,7,14}	11.652090	-0.000271	—	1.31%	15.19%	2.91%	5.06%	4.94%	6.48%	06/12/1985
MFS Investors Trust Series⁵	20.486309	0.007325	0.04%	2.62%	14.55%	7.42%	12.02%	5.93%	6.77%	10/09/1995
MFS Massachusetts Investors Growth Stock Portfolio⁵	11.117417	0.020666	0.19%	3.56%	11.73%	6.86%	11.00%	6.48%	4.37%	05/06/1998
MFS Mid Cap Growth Series^{3,5}	10.288491	0.012323	0.12%	2.81%	12.54%	6.65%	11.93%	4.74%	0.98%	05/01/2000
MFS New Discovery Series^{2,5}	30.767358	0.073025	0.24%	3.08%	22.66%	1.11%	8.77%	6.72%	6.93%	05/01/1998
MFS Research International Portfolio^{5,6}	9.774565	0.027701	0.28%	3.32%	7.39%	-1.66%	3.07%	-0.25%	4.22%	05/06/1998
MFS Research Series⁵	22.546183	0.007894	0.04%	2.92%	15.34%	7.46%	11.84%	6.39%	6.90%	07/26/1995
MFS Total Return Bond Series^{5,7,14}	15.169758	-0.011907	-0.08%	0.23%	1.76%	1.70%	1.87%	3.77%	4.47%	10/24/1995
MFS Total Return Series^{5,14}	24.314722	-0.031714	-0.13%	0.96%	10.73%	5.44%	7.84%	4.26%	7.23%	01/03/1995
MFS Value Series⁵	32.016011	-0.084693	-0.26%	0.82%	18.11%	8.55%	12.81%	5.92%	6.99%	01/03/2002
Templeton Developing Markets VIP Fund Class 1 ^{4,5,6}	24.184256	0.060743	0.25%	6.26%	28.27%	-1.41%	-1.84%	0.11%	1.82%	03/04/1996
Templeton Foreign VIP Fund Class 2^{4,5,6}	16.574543	0.104743	0.64%	4.18%	17.92%	-2.32%	3.87%	1.02%	5.85%	05/01/1992
Templeton Growth VIP Fund Class 2^{4,5,6,13}	19.877751	0.112164	0.57%	2.99%	20.10%	0.78%	7.67%	1.18%	5.71%	03/15/1994

Non-Standardized Performance reflects hypothetical performance from the inception date of the underlying fund (including periods predating inception in the separate account) and is computed using hypothetical annuity unit values based on the underlying funds' performance (which includes total annual fund operations expenses) less Separate Account Annual Expenses.

Standardized Performance reflects a hypothetical \$1,000 investment and includes deductions for Separate Account Annual Expenses (including Mortality & Expense Risk Charges, and Administrative Charges), Total Annual Fund Operating Expenses (including Management, 12b-1, and other fees), Distribution Charges, the Annual Maintenance Fee, and all applicable Sales Charges.

Adjusted Non-Standardized reflects hypothetical performance from the inception date of the underlying fund (including periods predating inception in the separate account) and is computed using hypothetical annuity unit values based on the underlying funds' performance (which includes total annual fund operation expenses), less Separate Account Annual Expenses (including Mortality & Expense Risk Charges, and Administrative Charges), Distribution Charges, the Annual Maintenance Fee, and all applicable Sales Charges. Adjusted Non-Standardized performance is calculated on a monthly basis whereas, standardized performance is calculated on a quarterly basis. (See Standardized Performance.)

Footnotes

[†]Since Inception returns are cumulative for funds in existence less than 1 year.

Yield figures would be lower if optional riders are elected. Yield is generated monthly; rate is accurate as of date noted.

Underlying Fund Notes

- 1. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time. You can lose money by investing in the fund.**
2. Small company investing generally involves higher risk and return characteristics than large-company stocks.
3. Mid cap investing generally have higher risk and return characteristics than large-company stocks.
4. The fund may invest in small and mid-cap companies. Small company, and to a lesser extent, mid-cap investing involves higher risks than large company investing.
5. Investments in foreign securities may involve different and additional risks associated with foreign currencies, investment disclosure, accounting, securities regulation, commissions, taxes, political or social instability, war, or expropriation.
6. Emerging markets may involve similar but greater risks than foreign investing due to smaller size and lesser liquidity.

AFFIDAVIT OF SERVICE

We, **Steven J. Calhoun and Andrea D. Calhoun**, hereby certify that on February 8, 2017, we caused a true and correct copy of the foregoing, **Response to Hartford**, to be served via Federal Express on the following:

Lisa Proch
Vice President, Assistant General Counsel
Hartford Life Insurance Company
P.O. Box 2999
Hartford, Connecticut 06104-2999


Steven J. Calhoun and Andrea D. Calhoun