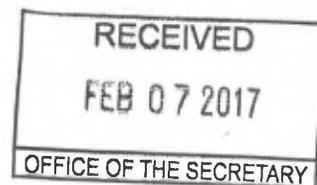


Morgan Lewis

Thomas S. Harman

Partner

+ [REDACTED]
[REDACTED]



February 6, 2017

BY HAND

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

Re: Hartford Life Insurance Co., SEC File Nos. 812-14446 & 812-14447

Dear Mr. Fields:

On February 2, 2017 we and Kalorama Legal Services, PLLC filed a response to Hartford Life's opposition to our request for a hearing with respect to the above-captioned exemptive applications ("Applications"). In that response, we noted that Hartford's Opposition Letter of January 21, 2017 relied upon purported documentation it submitted to the SEC Staff, and Staff rulings and conclusions regarding the Applications *based upon that documentation*, none of which are part of the record in connection with the Commission's Notices of these Applications. We are submitting this letter to update our prior reference to the FOIA Office's repeated failures to respond to our FOIA request.

On February 3, we received—after a year-and-a-half—a response to our FOIA request on behalf of American Funds Insurance Series ("AFIS"), seeking the substantive documents on which the Staff's allegedly favorable conclusions regarding the Applications were premised. The FOIA Office's response (copy attached) provided almost no substantive communications that occurred between Hartford and the Staff of the Division of Investment Management (approximately 95 of the 101 pages produced discussed only proposed meetings). It also appears that no attempt was made to produce "reasonably segregable" portions of records that do not contain confidential commercial or financial information (and that would be required to understand the basis on which the Applications may be granted). The response therefore is completely useless in permitting AFIS and

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☎ +1.202.739.3001

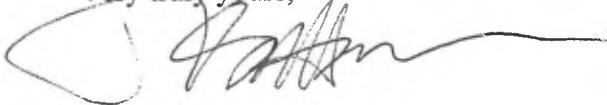
Morgan Lewis

Brent J. Fields
Securities and Exchange Commission
February 6, 2017
Page 2

other interested parties to understand, assess and test the basis for Hartford's assertion that the Staff resolved all the issues raised in our requests for a hearing. We believe this response to our FOIA request is inconsistent with the Commission's obligation to provide meaningful notice of, and an opportunity for substantive comment on, the Applications, and is in violation of the Commission's obligations under the FOIA. While we will pursue our legal remedies with respect to the denial of a substantive response to our FOIA request, we did want to update the record.

As we stated in our request for a hearing, the Applicants are asking the Commission to deny AFIS' hearing request on the basis of a secret record. Neither we nor any other interested party can respond to materials relied upon by the Applicants but withheld from the public, interested parties and, presumably, reviewing courts. Unlike Staff comments on registration statements and proxy statements, which are routinely made public on the SEC's Website as Edgar correspondence, Staff comments and correspondence on Investment Company Act exemptive applications are unfortunately available only through FOIA requests. The wholly inadequate response to our FOIA request effectively prevents AFIS and all other interested persons from assessing and offering meaningful comments regarding Hartford's Applications.

Very truly yours,

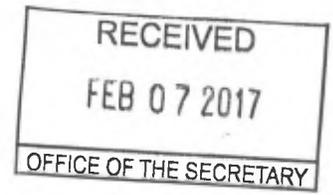


Thomas S. Harman

cc: The Honorable Michael S. Piwowar
The Honorable Kara M. Stein
David W. Grim, Director, Division of Investment Management
Michael J. Downer, Senior Vice President, Senior Counsel and Secretary,
Capital Research and Management Company
Stephen T. Joyce, Senior Vice President, American Funds Distributors, Inc.
Paul F. Roye, Senior Vice President and Senior Counsel, Capital Research and
Management Company
Michael J. Triessl, Senior Vice President and Senior Counsel, Capital Research
and Management Company



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
STATION PLACE
100 F STREET, NE
WASHINGTON, DC 20549-2465



Office of FOIA Services

February 3, 2017

Mr. Thomas Harman
Morgan Lewis & Bockius LLP
2020 K Street NW
Washington, DC 20006-1806

Re: Freedom of Information Act (FOIA), 5 U.S.C. § 552
Request No. 16-02193-FOIA

Dear Mr. Harman:

This letter responds to your request, dated September 5, 2016 and received in this office on February 17, 2016, for all records and communications from April 21, 2014 to the present concerning applications filed by Hartford Life Insurance Company, on April 21, 2015. This also relates to our communications of April 13, July 15, August 4, August 30, September 23, November 1, November 4, and December 21, 2016.

We have determined to release 101 pages of records in their entirety that are responsive to your request. Further, access is denied to 153 pages of records in their entirety under 5 U.S.C. § 552(b)(4), 17 CFR § 200.80(b)(4), since they contain confidential commercial or financial information, the release of which could cause substantial competitive harm to the submitter.

I am the deciding official with regard to this adverse determination. You have the right to appeal my decision to the SEC's General Counsel under 5 U.S.C. § 552(a)(6), 17 CFR § 200.80(d)(5)(iv). The appeal must be received within ninety (90) calendar days of the date of this adverse decision. Your appeal must be in writing, clearly marked "Freedom of Information Act Appeal," and should identify the requested records. The appeal may include facts and authorities you consider appropriate.

You may file your appeal by completing the online Appeal form located at https://www.sec.gov/forms/request_appeal, or mail your appeal to the Office of FOIA Services of the Securities and Exchange Commission located at Station Place, 100 F Street NE, Mail Stop 2465, Washington, D.C. 20549, or deliver it to Room 1120 at that address. Also, send a copy to the SEC

Thomas Harman
February 3, 2017
Page Two

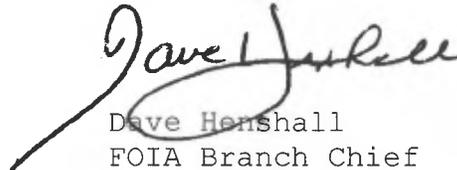
16-02193-FOIA

Office of the General Counsel, Mail Stop 9612, or deliver it to Room 1120 at the Station Place address.

You also have the right to seek assistance from me as a FOIA Public Liaison or contact the Office of Government Information Services (OGIS) for dispute resolution services. OGIS can be reached at 1-877-684-6448 or <https://ogis.archives.gov/?p=/ogis/index.html>.

If you have any questions, please contact Frank Mandic of my staff at mandicf@sec.gov or (202) 551-7510. You may also contact me at foiapa@sec.gov or (202) 551-7900.

Sincerely,



Dave Henshall
FOIA Branch Chief

Enclosures

From: Kent, Dodie [<mailto:Dodie.Kent@sutherland.com>]
Sent: Wednesday, May 13, 2015 12:10 PM
To: Abraham, Anil K.; Marchesani, Daniele
Cc: Roth, Steve
Subject: Hartford Companies -- Substitution Applications

Hi Anil and Daniele. As you requested, the first two attachments contain the communications we have had with your colleague Holly Hunter-Cece. The second two attachments are the courtesy copies of each application, respectively. The final attachment is a redline, which compares Application 1 to Application 2. In deciding to split the concurrent applications, we recognized there would be redundancies between the two. In informal consultation with Holly, we decided that a redline might help avoid redundant - or at least facilitate a more efficient - review of the same narrative portions.

It was nice to "meet" you yesterday Anil, and to speak with you again Daniele. As I said, please do not hesitate to contact us with any questions or concerns. We appreciate that the applications contain a lot of information, and we are hopeful that we can help make your efforts as pain-free as possible. Look forward to working with you... Thanks! Dodie.

Dodie Kent | *Partner*

SUTHERLAND

Sutherland Asbill & Brennan LLP

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From: Kent, Dodie
To: hunter-ceciah@sec.gov
Cc: [Roth, Steve](#)
Subject: RE: Hartford Companies - Substitution Applications
Date: Tuesday, May 12, 2015 11:11:52 AM

Hi Holly. I hope all is well. This is a just a friendly (of course, no pressure!) reach-out on the Hartford applications (File Nos. 812-14446-03 and 812-14447-03) that were filed on April 21, 2015. We are wondering if they have been assigned to staff, as yet, and if it might be helpful for us to have a brief discussion as to the applications' general organization and content. Of course, we understand if this is premature, given the time it takes to review such applications, but we are more than willing to support the process in any way that might be helpful.

Please do not hesitate to get in touch, or put us in touch with the appropriate staff member(s) if that makes more sense. Thanks very much. Dodie.

Dodie Kent | *Partner* | 212.389.5080

From: Kent, Dodie
Sent: Monday, April 27, 2015 9:04 PM
To: hunter-ceciah@sec.gov
Cc: Roth, Steve
Subject: Hartford Companies - Substitution Applications

Hi Holly: Attached please find courtesy copies of the Hartford's recently filed substitution applications (File Nos. 812-14446-03 and 812-14447-03). In order to better facilitate the staff's review, the Hartford opted to divide the proposed substitutions between two applications. If you would like me to directly forward these attachments to someone else, please let me know.

As we informally discussed, the Hartford intends to implement the substitutions in a single series of communications and operations. In effect, if it gets one order ahead of the other, the current intention is to wait for the second order to begin communicating and executing the substitutions. The applications were divided based on receiving funds, and each application cross-references the other for purposes of the "before and after" impact of the proposed substitutions at the contract level.

As we also discussed, we are hopeful that the two applications will be reviewed on the same general timeline and any comments, particularly with regard to the sections that are in common between the applications, might be coordinated by the respective reviewers. To this end, we have also provided a courtesy copy that black-lines the applications against each other.

In preparing the application, we have looked at recent "noticed" applications and included similar representations, as appropriate, and used a similar style of organization. We are hopeful that this, too, will better facilitate the staff's review.

We look forward to working with the staff on these applications and are eager to make the review process as straight-forward as possible. To that end, please do not hesitate to contact us with any questions or follow-up at your convenience. Thanks. Dodie.

Dodie Kent | *Partner*

From: [Kent, Dodie](#)
To: [Hunter-Ceci, Holly L.](#)
Cc: [Roth, Steve](#)
Subject: RE: Follow up on Substitution Applications
Date: Tuesday, March 17, 2015 5:34:37 PM

Hi Holly. Thanks for the information and communication. The Hartford's applications will involve 70 funds, excluding share classes, or 98 funds, including share classes. We estimate that dividing the application into two would result in applications that are less than approximately 200 pages long. About 45 pages per each application represents company information and other narrative that will appear identically in both applications.

We note that the Horace Mann application was approximately 240 pages. If we filed Hartford's application as a single application, we estimate it would be approximately 285 pages.

The plan is to divide the application based on receiving funds (there are currently a total of 14 receiving funds). Each application will cross-reference the other for purposes of the "before and after" impact of the substitutions at the product level, as we think it would be an incomplete picture not to assume the two applications together for this purpose.

The Hartford is happy to black-line the applications against each other, and we will pay close attention to the PaLife application and order in our final drafting. Thank you for that reference.

The timing of the filing of the application is approximately April 20th.

Again, the Hartford intends to implement the substitutions in a single series of communications and operations. If they get one order ahead of the other, their current intention is to wait for the second order to begin communicating and executing the substitutions.

Thanks again for the additional information. Please let me know if you have any questions, and we would, of course, appreciate you sharing any further thoughts. Best, Dodie.

Dodie Kent | *Partner* | 212.389.5080

From: Hunter-Ceci, Holly L. [mailto:Hunter-CeciH@sec.gov]
Sent: Tuesday, March 17, 2015 11:21 AM
To: Roth, Steve
Cc: Kent, Dodie
Subject: RE: Follow up on Substitution Applications

Steve, thanks for your message. I appreciate the heads up. How many substitutions is the Hartford envisioning (what is the approximate page count per application, if you know)? And what is your time frame for filing? I will let the office know. If I hear reactions on the size, I will let you know.

As to coordination of staff review, I believe that we will do our best to avoid conflicting comments and to keep the reviews on the same time frame (however, as I am sure you understand, I cannot ensure this). The staff may also request blacklines from you comparing your applications to help facilitate the review. With respect to conditions (and these applications in general), you should

look at the recent Pacific Life application for guidance. It was recently noticed and ordered.

Thanks,
Holly.

From: Roth, Steve [<mailto:Steve.Roth@sutherland.com>]
Sent: Monday, March 16, 2015 4:57 PM
To: Hunter-Ceci, Holly L.
Cc: Kent, Dodie
Subject: RE: Follow up on Substitution Applications
Importance: High

Thanks for your note, Holly. We appreciate your thoughts. Let me lay out some specific concerns our client (which is the Hartford Life Insurance Company) has as they move forward with finalizing the application, including splitting it into two separate filings. Once you have a chance to review what I briefly set forth below, I will defer to you as to whether having a call to discuss these items makes more sense.

First, as a courtesy, the Hartford very much wanted you to be aware that the application is forthcoming, as they realize large applications do have an impact on staffing and resources in your office.

We appreciate your input about your neutrality in terms of how the application is divided. We wanted to be sure there was not some positive prior staff experience with other applications that might lend itself to more definite suggestions. To be clear, the Hartford very much wants to make the application as intuitive and straight-forward as possible for the staff reviewer(s).

I also wanted to confirm, from our original discussion a few weeks ago, my understanding of how the review of the split application would proceed. As we discussed, the applications will be reviewed in tandem - likely by two different reviewers. To the extent they have commonalities, the reviewers will ensure their comments are coordinated, so as to avoid any conflicting comments. Also, the reviews will proceed on the same approximate timeline such that the Hartford would have a reasonable expectation of obtaining relief for the two applications together, so that it can execute the substitutions in the same timeframe. This latter point is very important to Hartford (which is no longer selling variable annuities) for several reasons, including administrative as well as from a customer and selling firm relationship standpoint given the number of communications that the substitutions will entail.

Last, we have heard informally that the staff is considering issuing "conditions" that they are looking for in substitution applications. We were wondering if you might have some insights to share on those, as the Hartford very much wants to make the application as complete, intuitive and straight-forward as possible for the staff reviewer(s).

Again, Holly, I do greatly appreciate your responsiveness and helpfulness. Please let us know if you would rather have a call to discuss these items.

Steve Roth | *Partner*

SUTHERLAND

Sutherland Asbill & Brennan LLP

700 Sixth Street, NW, Suite 700 | Washington, DC 20001-3980
202.383.0158 direct | 202.637.3593 facsimile
steve.roth@sutherland.com | www.sutherland.com
[Biography](#) | [Download vCard](#)

From: Hunter-Ceci, Holly L. [<mailto:Hunter-CeciH@sec.gov>]

Sent: Monday, March 16, 2015 10:05 AM

To: Roth, Steve

Cc: Kent, Dodie

Subject: RE: Follow up on Substitution Applications

Steve, sorry I missed your call on Friday – have not had a chance to get back to you. As I mentioned during our calls, my own personal view (and one that I believe some in the former Office of Insurance Products shared) is that very large substitution applications are unwieldy to process. As such, it would be helpful if they were separated into smaller applications (your firm's recent Horace Mann application is probably the max for number of substitutions in an application – but again, this is my personal view). I don't have any suggestions re: how to break up applications. I think it would be up to you and your client.

As I don't have anything more to add, I would suggest that a call might not be necessary. But please let me know if you have any questions.

Thanks,
Holly.

Holly Hunter-Ceci
Branch Chief
Chief Counsel's Office, Division of Investment Management
Securities and Exchange Commission
(202) 551-6869
Hunter-cecih@sec.gov

From: Roth, Steve [<mailto:Steve.Roth@sutherland.com>]

Sent: Wednesday, March 11, 2015 6:09 PM

To: Hunter-Ceci, Holly L.

Cc: Kent, Dodie

Subject: Follow up on Substitution Applications

Holly,

I hope you are doing well. I would like to follow up on our discussion a month or more ago about the process for submitting insurance company separate account substitution applications. We have a client who is planning to file an application involving a significant number of underlying fund substitutions, and so I would like to revisit our discussion to be sure I understand any

recommended guidelines for drafting the application that would assist the staff in reviewing the submission.

Would you have 15 minutes sometime tomorrow or Friday to reconnect on this? Please let me know what times might work for you. I also am copying my partner Dodie Kent who has been working on this application to facilitate her participation in our call.

Thanks.

Steve

Steve Roth | *Partner*

SUTHERLAND

Sutherland Asbill & Brennan LLP

700 Sixth Street, NW, Suite 700 | Washington, DC 20001-3980

202.383.0158 direct | 202.637.3593 facsimile

steve.roth@sutherland.com | www.sutherland.com

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From: Marchesani, Daniele

Sent: Wednesday, February 10, 2016 11:23 AM

To: Kent, Dodie

Cc: Roth, Steve; Scheidt, Douglas J.; Blass, Dalia Osman; Marcinkus, David; Ufford, Roberta J

Subject: Hartford Substitution Applications (File Nos. 812-14446; 812-14447) -- Capital Research Correspondence

Dodie,

Attached is correspondence that we have just received regarding Hartford's applications. Please let us know if you have any questions.

Regards,

Daniele

DANIELE MARCHESANI

Branch Chief

U.S. Securities and Exchange Commission

Division of Investment Management, Chief Counsel's Office

100 F Street NE

Washington DC 20549

Phone | 202.551.6747

From: Marcinkus, David
Sent: Friday, February 12, 2016 1:37 PM
To: Marchesani, Daniele; Kent, Dodie
Subject: RE: Hartford Substitution Applications (File Nos. 812-14446; 812-14447) -- Capital Research Correspondence

Dodie,

Attached are the other two letters.

Regards,

Dave

From: Marchesani, Daniele
Sent: Friday, February 12, 2016 1:24 PM
To: Kent, Dodie
Cc: Marcinkus, David
Subject: RE: Hartford Substitution Applications (File Nos. 812-14446; 812-14447) -- Capital Research Correspondence

Dodie:

No worries; it was probably a problem with our system. We'll send you copies of the other letters.

Regards,
Daniele

From: Kent, Dodie [<mailto:Dodie.Kent@sutherland.com>]
Sent: Friday, February 12, 2016 11:41 AM
To: Marchesani, Daniele
Subject: RE: Hartford Substitution Applications (File Nos. 812-14446; 812-14447) -- Capital Research Correspondence

Daniele: I understand from Dave Marcinkus that you did not receive my voicemail yesterday, thanking you very much for this letter. I am so sorry. I must have pressed the wrong number at the end. Hopefully, Dave has let you know now that I did (try at least) reach out.

In summary, here's my voicemail: Thank you for sending us the letter. We appreciate it. We are wondering if you are comfortable sending us the communications/materials referenced in footnote 1 of the letter, as we were not aware of those. Last, I wanted to be sure that we are still on the so-called 120 day schedule for comments.

Dave said he would get back to me about those "footnote" 1 materials, and he also indicated that the letter will not impact the 120 days and that you are moving forward towards that date. If you have anything to add to this, I would of course appreciate knowing.

I apologize again about my mis-fired emails. Again, thank you for your continued attention to the Hartford's applications. Please let us know if we can be of any support on this end.

Warm regards, Dodie.

Dodie Kent | *Partner* | 212.389.5080

From: Marchesani, Daniele [<mailto:MarchesaniD@sec.gov>]

Sent: Wednesday, February 10, 2016 11:23 AM

To: Kent, Dodie

Cc: Roth, Steve; Scheidt, Douglas J.; Blass, Dalia Osman; Marcinkus, David; Ufford, Roberta J

Subject: Hartford Substitution Applications (File Nos. 812-14446; 812-14447) -- Capital Research Correspondence

Dodie,

Attached is correspondence that we have just received regarding Hartford's applications. Please let us know if you have any questions.

Regards,

Daniele

DANIELE MARCHESANI

Branch Chief

U.S. Securities and Exchange Commission

Division of Investment Management, Chief Counsel's Office

100 F Street NE

Washington DC 20549

Phone | 202.551.6747

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

APPLICATION FOR AN ORDER OF APPROVAL PURSUANT TO
SECTION 26(c) OF THE INVESTMENT COMPANY ACT OF 1940 AND AN ORDER OF EXEMPTION PURSUANT TO SECTION 17
(b) OF THE INVESTMENT COMPANY ACT OF 1940 FROM SECTION 17(a) THEREOF

Hartford Life Insurance Company
Hartford Life and Annuity Insurance Company
Hartford Life Insurance Company Separate Account Three
Hartford Life and Annuity Insurance Company Separate Account Three
Hartford Life Insurance Company Separate Account Seven
Hartford Life and Annuity Insurance Company Separate Account Seven
HIMCO Variable Insurance Trust
Hartford Investment Management Company

P.O. Box 2999
Hartford, CT 06104-2999

Notice and Order to:

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

Communications and Copies of Notice and Order to:

Stephen E. Roth, Esq.
Dodie Kent, Esq.
Sutherland Asbill & Brennan LLP
700 Sixth Street, NW, Suite 700
Washington, D.C. 20001-3980

Dated: April 21, 2015

This document contains a total of 189 pages.



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

DIVISION OF
INVESTMENT MANAGEMENT

August 18, 2015

VIA ELECTRONIC MAIL

Dodie C. Kent, Esq.
Sutherland Asbill & Brennan LLP
1114 Avenue of the Americas, 40th Floor
New York, NY 10036-7703

Re: Hartford Life Insurance Company, et al., File No. 812-14446
Hartford Life Insurance Company, et al., File No. 812-14447

Dear Ms. Kent:

We have reviewed the above referenced applications for orders of approval under section 26(c) of the Investment Company Act of 1940 (the "Act") and for orders under section 17(b) for exemptions from section 17(a) (together, the "Applications").¹ We have the following questions:

1. Please explain supplementally, in greater detail: (1) the Applicants' reasons for proposing the Substitutions; and (2) the scope of the Substitutions in the context of the Applicants' variable annuity business.
2. Will the Applicants submit the proposed Substitutions to the Contract owners for approval?
3. If the Substitutions are effected, will all of the Funds be managed by subadvisers, or will HIMCO directly manage one or more of the Replacement Portfolios?
4. We understand that all the Replacement Portfolios are new funds with no operating history. What execution costs and operational risks will be associated with the transition from the Existing Portfolios to new funds with no operating history? Among other things, please answer the following:
 - a. Is there any risk that one or more of the new Replacement Portfolios will have to be liquidated because such Replacement Portfolio(s) will have insufficient assets under management?

¹ Unless otherwise indicated, all section references herein are to the Act. Capitalized terms have the same meaning as in the applications unless otherwise indicated. The term "Applicants" means the applicants in both Applications. Page references are to the versions of the applications filed on EDGAR on April 21, 2015.

- b. Will the in-kind Substitutions impose any costs on the Replacement Portfolios or the Contract owners? For example, will such Substitutions trigger any tax consequences for either the Replacement Portfolios or the Contract owners?
 - c. Will the cash transactions trigger any tax consequences for either the Replacement Portfolios or the Contract owners?
5. What is the manager history for the persons who will be managing the Replacement Portfolios? Are they already managing funds that have investment objectives, strategies, and risks similar to the Replacement Portfolios?
 6. Please explain supplementally the types of quantitative investment methods that are employed by the Replacement Portfolios.
 7. When describing the differences between an Existing Portfolio and a Replacement Portfolio, the Application often uses the phrase "For example" to discuss one or more of such differences. Please confirm that the Application does not omit any material differences between any Existing Portfolio and its corresponding Replacement Portfolio.
 8. Are the performance figures for the Existing Portfolios presented net of fees?
 9. In certain instances, proposed Substitutions would cause increases in expenses characterized as "Other Expenses" and/or cause reductions in "Fee Waiver[s]" and/or "Expense Reimbursement[s]." Please explain supplementally the reasons for such changes in fund expenses.
 10. Do either the Existing or Replacement Portfolios have any breakpoints? Will Contract owners, as a result of the Substitutions, lose any breakpoint discounts?

Application 1 (File No. 812-14446)

11. On page 3, in the 3rd paragraph, line 2: Is 1986 the correct year for the establishment of HL Separate Account 7 – i.e., eight years before the establishment of HL Separate Account 3?
12. On page 4, in the 1st paragraph, 2nd sentence, and in the 2nd paragraph, 2nd sentence: Why did the Applicants stop selling these contracts in April 2013? Do the Applicants or any of their affiliates intend to resume selling these contracts in the future? If not, is it appropriate for the Replacement Portfolios to charge a 12b-1 fee?
13. On page 5, in footnote 6: Why are these two investment options no longer available?
14. On pages 10-18: Why are only certain classes of the existing portfolios being replaced? If only certain classes of the existing portfolios are being replaced, will the expected reduction in mailings sent to Contract owners actually materialize?

15. On page 20: Is HIMCO a successor to Fortis Advisers, Inc. (“Fortis”) for purposes of the *Fortis Series Fund, Inc. and Fortis Advisers, Inc.* multi-manager order (Investment Company Act Rel. Nos. 24158 (Nov. 30, 1999) (notice) and 24211 (Dec. 21, 1999) (order)) (“*Fortis* multi-manager order”)? If so, please explain supplementally how HIMCO became Fortis’s successor for purposes of such order.
16. On page 23, in footnote 13, and on page 168, referencing the bullet point beginning “Their riders”: Will Contract owners be specifically warned if they select, or are about to select, investment options that invalidate, or would invalidate, any riders or benefits under their Contracts?
17. On page 25, in the 2nd full paragraph, at lines 4-7: What does it mean when the Application says that the proposed Substitutions “will not result in increased direct revenue for the Hartford Insurance Companies,” given that HIMCO will receive increased advisory fees as a result of the Substitutions (as noted in footnote 14 on page 25)?
18. On page 26, in the paragraph entitled “Greater Efficiencies in Compliance Matters”: The Application states, or at least suggests, that the Applicants have experienced inefficiencies in coordinating with third party fund companies and/or investment advisers on compliance matters. What types of problems have been occurring?
19. On page 37, in the 2nd full paragraph: To what extent do the market capitalizations of the companies in the Existing Portfolios overlap with the market capitalizations of the companies in the Replacement Portfolios?
20. On page 41, in the 1st paragraph, 2nd sentence: For this Substitution, why should debt securities be considered equivalent or comparable to preferred stock, given their different seniority in a company’s capital structure?
21. The Applications, in certain of the comparisons between Existing Portfolios and their corresponding Replacement Portfolios, the Applications reference the concepts of risk and volatility. Are the Applications using those terms interchangeably?
22. On page 166, in the 3rd paragraph, last line: If the execution of a proposed Substitution reduces the cash value of a Contract, who will bear the responsibility for such loss?

Application 2 (File No. 812-14447)

23. On page 4, in the 2nd full paragraph, line 2: Is 1986 the correct year for the establishment of HL Separate Account 7 – i.e., eight years before the establishment of HL Separate Account 3?
24. On page 5, in footnote 6: Why are these two investment options no longer available?

25. On pages 10-16: Why are only certain classes of the existing portfolios being replaced? If only certain classes of the existing portfolios are being replaced, will the expected reduction in mailings sent to Contract owners actually materialize?
26. On page 17, in the 1st full paragraph: Is HIMCO a successor to Fortis for purposes of the Fortis multi-manager order? If so, please explain supplementally how HIMCO became Fortis's successor for purposes of such order.
27. On page 23, in the 2nd full paragraph, lines 4-7: What does it mean when the Application says that the proposed Substitutions "will not result in increased direct revenue for the Hartford Insurance Companies," given that HIMCO will receive increased advisory fees as a result of the Substitutions (as noted in footnote 14 on page 23)?
28. On page 28, in the 2nd full paragraph, lines 3-5: For this Substitution, why should debt securities be considered equivalent or comparable to preferred stock, given their different seniority in a company's capital structure?
29. On page 86, in the 2nd full paragraph, lines 12-14: For this Substitution, why should debt securities be considered equivalent to preferred stock, given their different seniority in a company's capital structure?
30. On page 122, in the 2nd full paragraph, lines 5-8: Would Greece be considered a developed country?
31. On page 138, referencing the bullet point beginning "Their riders": Will Contract owners be specifically warned if they select, or are about to select, investment options that invalidate, or would invalidate, any riders or benefits under their Contracts?

* * * * *

If you plan to amend the Application in response to our comments, please respond by filing an amendment to the application electronically on EDGAR.² Please submit the following material with the filed amendment: (1) a letter, in HTML format, identifying each change made in response to this comment letter and (2) a PDF file of the amendment marked to indicate all changes. If you believe that no change is necessary in response to a comment, please state the basis for your position in your letter. You should submit both your response letter in HTML and the blackline in PDF as "correspondence" electronically as part of the EDGAR submission in which you file your amendment. You should also review the Division's May 2014 Information Update, *Exemptive Applications Review: Comparison Documents* (IM-INFO-2014-3), available at <http://www.sec.gov/investment/im-info-2014-3.pdf>, and comply with the requests made therein.

² See Investment Company Act Release No. 28476 (Oct. 29, 2008).

Dodie C. Kent, Esq.
August 18, 2015
Page 5

If you do not file an amendment within 60 days of your receipt of this letter, the application will be placed on inactive status without further communication from the staff. Being placed on inactive status will not prejudice the merits of your application. You may reactivate the application at any time by filing an amendment. If you do not intend to take further action on the application, please submit a letter requesting that it be withdrawn; the letter should be filed through EDGAR as form type APP-WD.

Please call me at (202) 551-2614 if you have any questions or wish to discuss our comments.

Sincerely,

/s/ Anil K. Abraham

Anil K. Abraham
Senior Special Counsel

cc: Daniele Marchesani, Branch Chief

From: Kent, Dodie [<mailto:Dodie.Kent@sutherland.com>]
Sent: Thursday, October 29, 2015 6:40 PM
To: Abraham, Anil K.; Marchesani, Daniele
Cc: Roth, Steve; Coenen, Ron
Subject: Hartford Companies -- Substitution Applications -- Responses to Comments

Hello. I hope this email finds you both well.

With respect to the substitution applications for Hartford Life Insurance Company, et al. (File Nos. 812-14446; 812-14447), we filed an SEC correspondence earlier today that responds to your comments conveyed by letter to me on August 18, 2015. For your convenience, please find attached a courtesy copy of that filing. If you have any questions, or if you would like to discuss the applicants' responses, please do not hesitate to call Steve Roth (202.383.0158) or me (212.389.5080). Thank you.

Regards, Dodie

Dodie Kent | *Partner*



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212.389.5080 direct | 212.389.5099 facsimile

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ATTACHMENTS

FOIA Request No. 16-2193 (Hartford Life)

Documents I. – XIX.

I.

From: Kent, Dodie [mailto:Dodie.Kent@sutherland.com]

Sent: Monday, April 27, 2015 9:04 PM

To: Hunter-Ceci, Holly L.

Cc: Roth, Steve

Subject: Hartford Companies - Substitution Applications

Hi Holly: Attached please find courtesy copies of the Hartford's recently filed substitution applications (File Nos. 812-14446-03 and 812-14447-03). In order to better facilitate the staff's review, the Hartford opted to divide the proposed substitutions between two applications. If you would like me to directly forward these attachments to someone else, please let me know.

As we informally discussed, the Hartford intends to implement the substitutions in a single series of communications and operations. In effect, if it gets one order ahead of the other, the current intention is to wait for the second order to begin communicating and executing the substitutions. The applications were divided based on receiving funds, and each application cross-references the other for purposes of the "before and after" impact of the proposed substitutions at the contract level.

As we also discussed, we are hopeful that the two applications will be reviewed on the same general timeline and any comments, particularly with regard to the sections that are in common between the applications, might be coordinated by the respective reviewers. To this end, we have also provided a courtesy copy that black-lines the applications against each other.

In preparing the application, we have looked at recent "noticed" applications and included similar representations, as appropriate, and used a similar style of organization. We are hopeful that this, too, will better facilitate the staff's review.

We look forward to working with the staff on these applications and are eager to make the review process as straightforward as possible. To that end, please do not hesitate to contact us with any questions or follow-up at your convenience. Thanks. Dodie.

Dodie Kent | *Partner*

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II.

From: Abraham, Anil K.
Sent: Tuesday, May 12, 2015 3:53 PM
To: dodie.kent@sutherland.com
Cc: Marchesani, Daniele
Subject: Contact information

Dodie,

It was very nice talking with you today, and you'll find my contact information below. Please don't hesitate to call or e-mail if you have any questions or concerns. We look forward to speaking with you again in the near future.

Best regards,
Anil Abraham

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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III.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Thursday, July 23, 2015 6:29 PM
To: Abraham, Anil K.
Cc: Coenen, Ron
Subject: Follow-up

Hi Anil. Is it possible to chat tomorrow for a few minutes about the red-line? Let me know what might be convenient for you? Ron Coenen, the Associate who was the chief drafter, will join us on the call. Thanks. Dodie.

Dodie Kent | *Partner*

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212.389.5080 direct | 212.389.5099 facsimile

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From: Abraham, Anil K.
Sent: Thursday, July 23, 2015 6:35 PM
To: Kent, Dodie
Cc: Coenen, Ron
Subject: Re: Follow up
Attachments: image001.gif

Dodie,

Sure — I think late morning or early afternoon would be best for me. Would either of those slots work for both of you?

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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From: "Kent, Dodie" <Dodie.Kent@sutherland.com>
Date: Thursday, July 23, 2015 at 6:28 PM
To: SEC <Abrahamak@sec.gov>
Cc: "Coenen, Ron" <Ron.Coenen@sutherland.com>
Subject: Follow-up

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Dodie Kent | Partner

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IV.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Friday, July 24, 2015 7:36 AM
To: Abraham, Anil K.
Subject: Re: Follow-up

How about 11am? Thanks.

Dodie Kent | Partner



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[Biography](#) | [Download vCard](#)

On Jul 23, 2015, at 6:35 PM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

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Sure — I think late morning or early afternoon would be best for me. Would either of those slots work for both of you?

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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Date: Thursday, July 23, 2015 at 6:28 PM
To: SEC <Abrahamak@sec.gov>
Cc: "Coenen, Ron" <Ron.Coenen@sutherland.com>
Subject: Follow-up

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Dodie Kent | Partner

IV. (page 2)

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<image001.gif>

From: Abraham, Anil K.
Sent: Friday, July 24, 2015 10:14 AM
To: Kent, Dodie
Subject: Re: Follow-up
Attachments: image001.gif

11am works. I'm at 202-551-2614.

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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From: "Kent, Dodie" <Dodie.Kent@sutherland.com>
Date: Friday, July 24, 2015 at 7:36 AM
To: SEC <Abrahamak@sec.gov>
Subject: Re: Follow-up

How about 11am? Thanks.

Dodie Kent | Partner



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On Jul 23, 2015, at 6:35 PM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

Dodie,

Sure — I think late morning or early afternoon would be best for me. Would either of those slots work for both of you?

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549

IV. (Page 4)

Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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From: "Kent, Dodie" <Dodie.Kent@sutherland.com>
Date: Thursday, July 23, 2015 at 6:28 PM
To: SEC <Abrahamak@sec.gov>
Cc: "Coenen, Ron" <Ron.Coenen@sutherland.com>
Subject: Follow-up

Hi Anil. Is it possible to chat tomorrow for a few minutes about the red-line? Let me know what might be convenient for you? Ron Coenen, the Associate who was the chief drafter, will join us on the call. Thanks. Dodie.

Dodie Kent | *Partner*



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<image001.gif>

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Friday, July 24, 2015 10:35 AM
To: Abraham, Anil K.
Cc: Coenen, Ron
Subject: RE: Follow-up

Speak with then. Thanks.

Dodie Kent | Partner | 212.389.5080

From: Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
Sent: Friday, July 24, 2015 10:14 AM
To: Kent, Dodie
Subject: Re: Follow-up

11am works. I'm at 202-551-2614.

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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On Jul 23, 2015, at 6:35 PM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

IV. (Page 6)

Dodie,

Sure -- I think late morning or early afternoon would be best for me. Would either of those slots work for both of you?

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
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<image001.gif>

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Monday, July 27, 2015 11:10 AM
To: Abraham, Anil K.
Cc: Coenen, Ron
Subject: Hartford Redlines
Attachments: Redline No. 1 - Hartford App 1 (812-14446) v Horace Mann App (812-14336) - Section 26(c) Analysis and Conditions.pdf; Redline No. 2 - Hartford App 2 (812-14447) v. Horace Mann App (812-14336) - Section 26(c) Analysis and Conditions.pdf; Redline No. 3 - Hartford App 1 (812-14446) v. Voya App (812-14302) - Conditions.pdf; Redline No. 4 - Hartford App 2 (812-14447) v. Voya App (812-14302) - Conditions.pdf; Redline No. 5 - PacLife App (812-14359) v. Hartford App 1 (812-14446) - Conditions.pdf; Redline No. 6 - PacLife App (812-14359) v. Hartford App 2 (812-14447) - Conditions.pdf; Redline No. 7 - MetLife App (812-14221) v. Hartford App 1 (812-14446) - Section 17(b) Analysis.pdf; Redline No. 8 - MetLife App (812-14221) v. Hartford App 1 (812-14447) - Section 17(b) Analysis.pdf

Attached and listed below are the proposed Hartford redlines, as we discussed this past Friday. They are compared in chronological order (so Hartford's application is not always the original or modified document for purposes of the comparison). We have also included an explanatory note at the beginning of each redline explaining the information being compared. The parentheticals below briefly connote the nature of the comparisons. We hope this is helpful. Please let us know if we can provide anything further to help facilitate your process.

- Redline No. 1: First Hartford Application (812-14446) v. the Horace Mann Application (812-14336) (compares section 26(c) analyses and applicants' conditions);
- Redline No. 2: Second Hartford Application (812-14447) v. the Horace Mann Application (812-14336) (compares section 26(c) analyses and applicants' conditions);
- Redline No. 3: First Hartford Application (812-14446) v. the Voya Application (812-14336) (compares applicants' conditions);
- Redline No. 4: Second Hartford Application (812-14447) v. the Voya Application (812-14336) (compares applicants' conditions);
- Redline No. 5: PacLife Application (812-14359) v. First Hartford Application (812-14446) (compares applicants' conditions);
- Redline No. 6: PacLife Application (812-14359) v. Second Hartford Application (812-14447) (compares applicants' conditions);
- Redline No. 7: MetLife Application (812-14221) v. First Hartford Application (812-14446) (compares section 17(b) analyses);
- Redline No. 8: MetLife Application (812-14221) v. Second Hartford Application (812-14447) (compares section 17(b) analyses);

Dodie Kent | *Partner* | 212.389.5080

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VI.

From: Abraham, Anil K.
Sent: Wednesday, August 12, 2015 4:02 PM
To: Kent, Dodie
Subject: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

Dodie,

I left you a voicemail earlier this afternoon responding to your voicemail from yesterday. I didn't say anything on my voicemail except to ask you to call me back, but I thought maybe I should give you some additional details.

Daniele and I would like to set up a time for the three of us to talk about the *Hartford/HIMCO* applications on Friday, along with anyone you'd like to include at your end. Our best window of time is early Friday afternoon, and it would be ideal if that time slot would work for you. Otherwise, we are going to run into some delays because of vacation schedules, and we'd like to avoid losing time if we can. Let me know if you think early Friday afternoon will work.

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
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VI. (page 2)

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Wednesday, August 12, 2015 5:16 PM
To: Abraham, Anil K.
Subject: Re: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

Hi Anil. Steve Roth, Ron Coenen and I can do 1. Is there anyway you can start at 12:30 or 12:45. If not, I it is, and I will send an invite. Thanks for getting in touch. Best, Dodie

Dodie Kent | *Partner*



Sutherland Asbill & Brennan LLP

The Grace Building, 40th Floor | 1114 Avenue of the Americas | New York, NY 10036-7703

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Dodie.Kent@sutherland.com | www.sutherland.com

[Biography](#) | [Download vCard](#)

On Aug 12, 2015, at 4:01 PM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

Dodie,

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Anil

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Chief Counsel's Office, Division of Investment Management
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VII. (page 3)

From: Abraham, Anil K.
Sent: Wednesday, August 12, 2015 5:22 PM
To: Kent, Dodie
Subject: Re: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

I'll check about the time and get back to you shortly.

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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Subject: Re: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

Hi Anil. Steve Roth, Ron Coenen and I can do 1. Is there anyway you can start at 12:30 or 12:45. If not, 1 it is, and I will send an invite. Thanks for getting in touch. Best, Dodie

Dodie Kent | *Partner*



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212.389.5080 direct | 212.389.5099 facsimile
Dodie.Kent@sutherland.com | www.sutherland.com
[Biography](#) | [Download vCard](#)

On Aug 12, 2015, at 4:01 PM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

Dodie,

I left you a voicemail earlier this afternoon responding to your voicemail from yesterday. I didn't say anything on my voicemail except to ask you to call me back, but I thought maybe I should give you some additional details.

Daniele and I would like to set up a time for the three of us to talk about the *Hartford/HIMCO* applications on Friday, along with anyone you'd like to include at your end. Our best window of time is early Friday afternoon, and it would be ideal if that time slot would work for

VI. (Page 4)

you. Otherwise, we are going to run into some delays because of vacation schedules, and we'd like to avoid losing time if we can. Let me know if you think early Friday afternoon will work.

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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VI. (page 5)

From: Abraham, Anil K.
Sent: Wednesday, August 12, 2015 6:58 PM
To: Kent, Dodie
Subject: Re: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

Dodie,

Daniele and I can both be available at 12:30pm on Friday. Please send call-in details when you have them. Looking forward to talking with you, Steve, and Ron.

Best,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
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From: SEC <Abrahamak@sec.gov>
Date: Wednesday, August 12, 2015 at 5:21 PM
To: "Kent, Dodie" <Dodie.Kent@sutherland.com>
Subject: Re: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

I'll check about the time and get back to you shortly.

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100 F Street NE | Washington, DC 20549
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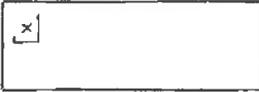
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From: "Kent, Dodie" <Dodie.Kent@sutherland.com>
Date: Wednesday, August 12, 2015 at 5:16 PM
To: SEC <Abrahamak@sec.gov>
Subject: Re: Conference call on Friday regarding Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

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VI. (page 6)



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VII.

From: Abraham, Anil K.
Sent: Tuesday, August 18, 2015 5:28 PM
To: Kent, Dodie
Cc: Marchesani, Daniele
Subject: Hartford Life Insurance Company, et al. (File Nos. 812-14446 and 812-14447)
Attachments: Hartford Life Insurance Company, et al. comment letter (File Nos. 812-14446 and 812-14447).pdf

Dodie,

It was nice speaking with you earlier this afternoon. As discussed, please find attached a comment letter regarding the applications filed by Hartford Life Insurance Company, et al. (File Nos. 812-14446 and 812-14447). As always, please do not hesitate to contact me or Daniele Marchesani if you have any questions.

Best regards,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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VIII.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Thursday, September 03, 2015 11:18 AM
To: Abraham, Anil K.
Subject: Hartford Meeting

Good Morning/Almost Afternoon Anil. Nice to catch up last night. Thanks for the quick call-back.

We are wondering if we can lock-down Wednesday, September 16th for the in-person Hartford meeting. We are very flexible as to the time, but early afternoon would work well. I think it's a difficult week, as both Monday and Tuesday are holidays. And we have someone who is unavailable on Thursday and Friday! Let's see if we can get the 16th to work.

Many thanks. Dodie.

Dodie Kent | *Partner*

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From: Abraham, Anil K.
Sent: Thursday, September 03, 2015 11:41 AM
To: Kent, Dodie
Subject: Re: Hartford Meeting
Attachments: image001.gif

Hi Dodie,

I'll check with my colleagues about September 16 and get back to you. Regarding our security procedures, at some point I'll need you to send me a list of the attendees on your end and each attendee's company/affiliation. I don't need it now, and we can wait until we lock down a date, but the earlier I can get that information into our system, the better.

I'll be in touch as soon as I can.

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
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From: "Kent, Dodie" <Dodie.Kent@sutherland.com>
Date: Thursday, September 3, 2015 at 11:18 AM
To: SEC <Abrahamak@sec.gov>
Subject: Hartford Meeting

Good Morning/Almost Afternoon Anil. Nice to catch up last night. Thanks for the quick call-back.

We are wondering if we can lock-down Wednesday, September 16th for the in-person Hartford meeting. We are very flexible as to the time, but early afternoon would work well. I think it's a difficult week, as both Monday and Tuesday are holidays. And we have someone who is unavailable on Thursday and Friday! Let's see if we can get the 16th to work.

Many thanks. Dodie.

Dodie Kent | *Partner*

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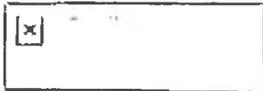
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IX.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Friday, September 04, 2015 8:17 AM
To: Abraham, Anil K.
Subject: Hartford

Anil. I am so sorry to do this but Hartford has just determined that a key attendee cannot attend at all the week of the 14th and would like to move it to any day the following week. Shall we start with Thursday the 24th? Thank you.

Dodie Kent | *Partner*



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IX. (pages)

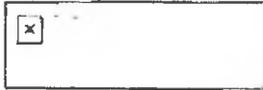
From: Abraham, Anil K.
Sent: Friday, September 04, 2015 8:39 AM
To: 'Dodie.Kent@sutherland.com'
Subject: Re: Hartford

Okay, let me work on it and get back to you. Anytime on the 24th?

From: Kent, Dodie [<mailto:Dodie.Kent@sutherland.com>]
Sent: Friday, September 04, 2015 08:17 AM Eastern Standard Time
To: Abraham, Anil K.
Subject: Hartford

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From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Friday, September 04, 2015 9:23 AM
To: Abraham, Anil K.
Subject: Re: Hartford

I am checking. Apologies for this.

Dodie Kent | *Partner*



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IX. (page 4)

From: Abraham, Anil K.
Sent: Friday, September 04, 2015 12:04 PM
To: Kent, Dodie
Subject: RE: Hartford

It's okay, we'll figure out a good day and time. How long do you think the meeting will run?

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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IX. (page 5)



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Sent: Friday, September 04, 2015 12:18 PM
To: Abraham, Anil K.
Subject: RE: Hartford

in a holding pattern...! I would suggest 90 minutes. By the time people are introduced, we'd probably get in a good 60 minutes of substance. Hartford plans to make a presentation of their business and thinking, etc... be back on the timing shortly. Thank you.

Dodie Kent | Partner | 212.389.5080

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IX. (page 8)

From: Abraham, Anil K.
Sent: Friday, September 04, 2015 1:01 PM
To: Kent, Dodie
Subject: RE: Hartford

Dodie,

Sept. 24 is not going to work on our end. In an effort to minimize the back and forth on scheduling, can I suggest the following? Please ask your clients and colleagues what days would work for them over the next several weeks (particularly days on which they have flexibility as to time). Then send us at least three (happy to take more) days or days-and-time-windows that would work on your end. We'll then try to make ourselves available during one of those windows.

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From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Friday, September 04, 2015 1:16 PM
To: Abraham, Anil K.
Subject: RE: Hartford

Got it. Will do. Thank you. My guess is they will propose other days that same week, so I will assume there is not a problem with the week in general...? TY. This is not easy, I know. Dodie.

Dodie Kent | *Partner*, 212.389.5080

From: Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
Sent: Friday, September 04, 2015 1:01 PM
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Dodie Kent | *Partner*, 212.389.5080

IX. (page 19)

From: Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
Sent: Friday, September 04, 2015 12:04 PM
To: Kent, Dodie
Subject: RE: Hartford

It's okay, we'll figure out a good day and time. How long do you think the meeting will run?

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
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IX. (page 13)



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FYI, and don't quote me on this, but I think September 23 is another holiday.

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Thanks,
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Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management

IX. (Page 15)

U.S. Securities and Exchange Commission
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IX. (page 17)

From: Kent, Dodie <Dodie.Kent@sutherland.com>
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To: Abraham, Anil K.
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Got it. Thank you. You're totally right about the 23d.

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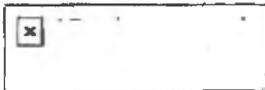
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From: Kent, Dodie <Dodie.Kent@sutherland.com>
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Subject: Hartford Dates

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XI.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
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XI. (page 2)

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>212.389.5080 direct | 212.389.5099 facsimile Dodie.Kent@sutherland.com
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><http://sutherland.com/webportal/perform.v?obj=ve oid:poid:Z1tOI9NPIOLPo>
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>DtR

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>>http://sutherland.com/webportal/perform.v?obj=ve_oid:poid:Z1tOI9NPIOLP

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>>DtR

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>

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Thursday, September 10, 2015 1:23 PM
To: Abraham, Anil K.
Subject: RE: Hartford Dates

We are 3 from Sutherland, and I think Hartford will be approximately 5 (that is slightly in flux - but not many more or less). Thank you.

Dodie Kent | Partner | 212.389.5080

-----Original Message-----

From: Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
Sent: Thursday, September 10, 2015 11:54 AM
To: Kent, Dodie
Subject: Re: Hartford Dates

Dodie, how many people will be attending on your end?

On 9/10/15, 11:37 AM, "Kent, Dodie" <Dodie.Kent@sutherland.com> wrote:

>Will do. Thanks!

>

>Dodie Kent | Partner | 212.389.5080

>

>-----Original Message-----

>**From:** Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
>**Sent:** Thursday, September 10, 2015 11:31 AM
>**To:** Kent, Dodie
>**Subject:** Re: Hartford Dates

>

>Hi Dodie,

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>I think we're closing in on a date. Please stand by.

>

>Thanks,

>Anil

>

>Anil K. Abraham | Senior Special Counsel Chief Counsel's Office,
>Division of Investment Management U.S. Securities and Exchange
>Commission
>100 F Street NE | Washington, DC 20549 Tel 202.551.2614 | E-mail:
>abrahamak@sec.gov

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XI. (page 9)

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>On 9/10/15, 11:26 AM, "Kent, Dodie" <Dodie.Kent@sutherland.com> wrote:

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>>

>>Dodie Kent | Partner | 212.389.5080

>>

>>-----Original Message-----

>>From: Kent, Dodie

>>Sent: Tuesday, September 08, 2015 12:01 PM

>>To: abrahamak@sec.gov

>>Subject: Hartford Dates

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>>Anil. Hello. Hope you had a nice long weekend. Back to our meeting
>>planning. We offer the following dates for your consideration. Other
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>>mid-morning and early afternoon make sense.

>>

>>9/29

>>10/1 (9 or 9:30 or 3:00 on)

>>10/2

>>

>>Thanks so much, Anil. Hopefully something will work in these timeframes.

>> Will be happy to get this scheduled and move on! Best, Dodie

>>

>>

>>Dodie Kent | Partner

>>Sutherland Asbill & Brennan LLP

>>The Grace Building, 40th Floor | 1114 Avenue of the Americas | New

>>York, NY 10036-7703

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>

XL (page 10)

From: Abraham, Anil K.
Sent: Thursday, September 10, 2015 1:48 PM
To: Kent, Dodie
Subject: Re: Hartford Dates

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Also, FYI, 9/29 is definitely out for us, so you can release that day on your end.

At some point, please send me a list of the attendees and their affiliations. It would be fine to include any maybes — I just want to make sure that Security is ready to receive them. If someone ends up not making it, no harm done.

Thanks,
Anil

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>>Subject: Re: Hartford Dates

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>>Anil

XI. (Page 11)

>>
>>Anil K. Abraham | Senior Special Counsel Chief Counsel's Office,
>>Division of Investment Management U.S. Securities and Exchange
>>Commission
>>100 F Street NE | Washington, DC 20549 Tel 202.551.2614 | E-mail:
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XI. (Page 12)

>>>P
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>>>kfJCv4JCq0!&action=vCard
>>>
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>

XI. (page 13)

From: Abraham, Anil K.
Sent: Thursday, September 10, 2015 3:54 PM
To: Kent, Dodie
Subject: Re: Hartford Dates

Dodie,

We are confirmed for Thursday, October 1, from 3:30pm to 5:00pm. At your convenience (but sooner rather than later), please send me a list of the Hartford and Sutherland attendees, along with their affiliations and titles. I'll then make sure that Security is ready to receive them downstairs.

Best,
Anil

Anil K. Abraham | Senior Special Counsel Chief Counsel's Office, Division of Investment Management U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614

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>>Dodie Kent | Partner | 212.389.5080

XI. (page 14)

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>>Subject: Re: Hartford Dates

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>>>>Dodie Kent | Partner | 212.389.5080
>>>>
>>>>-----Original Message-----

XI. (Page 15)

>>>>From: Kent, Dodie
>>>>Sent: Tuesday, September 08, 2015 12:01 PM
>>>>To: abrahamak@sec.gov
>>>>Subject: Hartford Dates

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>>>>LP
>>>>o
>>>>DtR
>>>>[kfJCv4JCq0!&action=vCard](http://sutherland.com/webportal/perform.v?obj=ve_oid:poid:Z1tO19NP10)

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>>>>
>>>>
>>>>

XI. Gage (6)

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Thursday, September 10, 2015 4:20 PM
To: Abraham, Anil K.
Subject: RE: Hartford Dates

Will do. Thank you!

Dodie Kent | Partner | 212.389.5080

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From: Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
Sent: Thursday, September 10, 2015 3:54 PM
To: Kent, Dodie
Subject: Re: Hartford Dates

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XI. (Page 17)

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XI. (Page 18)

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XII.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Wednesday, September 16, 2015 5:37 PM
To: Abraham, Anil K.
Subject: Hartford Meeting

Anil. Hello. I wanted to give you the following list of attendees for our upcoming October 1st meeting at 3:30. Thanks again for your help in pulling this together. (I thought I sent this yesterday but cannot find it in my "Send" box. Apologies if I did!) Let me know if you need anything else. Best, Dodie.

From Hartford:

Maria Andrade, Assistant Vice President, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Paul Bukowski, Executive Vice President and Senior Portfolio Manager, HIMCO
Aidan Kidney, Senior Vice President, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Brenda Page, Vice President, Assistant General Counsel, Chief Legal Officer and Secretary HIMCO VIT Funds
Lisa Proch, Vice President, Assistant General Counsel, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Pete Sannizzaro, Senior Vice President, Chief Financial Officer, HIMCO, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

From Sutherland:

Ronald Coenen Jr., Associate, Sutherland
Dodie Kent, Partner, Sutherland
Stephen E. Roth, Partner, Sutherland

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XII. (page 2)

From: Abraham, Anil K.
Sent: Wednesday, September 16, 2015 6:26 PM
To: Kent, Dodie
Subject: Re: Hartford Meeting

Dodie,

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Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
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From: Dodie Kent <Dodie.Kent@sutherland.com>
Date: Wednesday, September 16, 2015 at 5:36 PM
To: SEC <Abrahamak@sec.gov>
Subject: Hartford Meeting

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Pete Sannizzaro, Senior Vice President, Chief Financial Officer, HIMCO, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

From Sutherland:

Ronald Coenen Jr., Associate, Sutherland
Dodie Kent, Partner, Sutherland

XII. (Page 3)

Stephen E. Roth, Partner, Sutherland

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XII. (page 4)

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Wednesday, September 16, 2015 6:32 PM
To: Abraham, Anil K.
Subject: RE: Hartford Meeting

Of course. Many thanks. Dodie.

Dodie Kent | Partner 212.389.5080

From: Abraham, Anil K. [mailto:AbrahamAk@SEC.GOV]
Sent: Wednesday, September 16, 2015 6:26 PM
To: Kent, Dodie
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Dodie Kent, Partner, Sutherland
Stephen E. Roth, Partner, Sutherland

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XIII.

From: Abraham, Anil K.
Sent: Wednesday, September 23, 2015 11:53 AM
To: Kent, Dodie
Subject: Re: Hartford Meeting

Hi Dodie,

Just wanted to check in with you regarding next week's meeting. Any changes to your lineup of attendees?

Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614

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From: Dodie Kent <Dodie.Kent@sutherland.com>
Date: Wednesday, September 16, 2015 at 5:36 PM
To: SEC <Abrahamak@sec.gov>
Subject: Hartford Meeting

Anil. Hello. I wanted to give you the following list of attendees for our upcoming October 1st meeting at 3:30. Thanks again for your help in pulling this together. (I thought I sent this yesterday but cannot find it in my "Send" box. Apologies if I did!) Let me know if you need anything else. Best, Dodie.

From Hartford:

Maria Andrade, Assistant Vice President, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Paul Bukowski, Executive Vice President and Senior Portfolio Manager, HIMCO
Aidan Kidney, Senior Vice President, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Brenda Page, Vice President, Assistant General Counsel, Chief Legal Officer and Secretary HIMCO VIT Funds
Lisa Proch, Vice President, Assistant General Counsel, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Pete Sannizzaro, Senior Vice President, Chief Financial Officer, HIMCO, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

From Sutherland:

Ronald Coenen Jr., Associate, Sutherland
Dodie Kent, Partner, Sutherland
Stephen E. Roth, Partner, Sutherland

XIII. (Page 2)

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From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Wednesday, September 23, 2015 12:41 PM
To: Abraham, Anil K.
Subject: Re: Hartford Meeting

Hi Anil. Will confirm with the Hartford, but I believe this is set. Will let you know tomorrow at the latest.

Do you have a sense of who will be attending on your end? I would appreciate that.

Hope you are surviving the papal visit! Sure things are crazy there... We're next! Sprinkle in a little UN Summit week true chaos!

Dodie Kent | *Partner*



Sutherland Asbill & Brennan LLP

The Grace Building, 40th Floor | [1114 Avenue of the Americas](#) | New York, NY 10036-7703
[212.389.5080](#) direct | [212.389.5099](#) facsimile
Dodie.Kent@sutherland.com | www.sutherland.com
[Biography](#) | [Download vCard](#)

On Sep 23, 2015, at 11:54 AM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

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XIII. (Page 4)

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Paul Bukowski, Executive Vice President and Senior Portfolio Manager, HIMCO

Aidan Kidney, Senior Vice President, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

Brenda Page, Vice President, Assistant General Counsel, Chief Legal Officer and Secretary HIMCO VIT Funds

Lisa Proch, Vice President, Assistant General Counsel, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

Pete Sannizzaro, Senior Vice President, Chief Financial Officer, HIMCO, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

From Sutherland:

Ronald Coenen Jr., Associate, Sutherland

Dodie Kent, Partner, Sutherland

Stephen E. Roth, Partner, Sutherland

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From: Abraham, Anil K.
Sent: Wednesday, September 23, 2015 6:34 PM
To: Kent, Dodie
Subject: Re: Hartford Meeting

Hi Dodie,

I'm having Outlook issues today, so I hope you are not getting this twice. We're finalizing our lineup, and I'll get it to you once it's final.

Talk to you soon,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614

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Hope you are surviving the papal visit! Sure things are crazy there... We're next! Sprinkle in a little UN Summit week - true chaos!

Dodie Kent | Partner



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[Biography](#) | [Download vCard](#)

On Sep 23, 2015, at 11:54 AM, Abraham, Anil K. <AbrahamAk@SEC.GOV> wrote:

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XIII. (page 6)

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Thanks,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
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100 F Street NE | Washington, DC 20549
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Lisa Proch, Vice President, Assistant General Counsel, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company
Pete Sannizzaro, Senior Vice President, Chief Financial Officer, HIMCO, Hartford Life Insurance Company and Hartford Life and Annuity Insurance Company

From Sutherland:

Ronald Coenen Jr., Associate, Sutherland
Dodie Kent, Partner, Sutherland
Stephen E. Roth, Partner, Sutherland

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XIV.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Monday, September 28, 2015 2:42 PM
To: Abraham, Anil K.
Subject: Confirming Attendees

Hi Anil. I am confirming that the Hartford is holding steady with the attendees I previously provided. I am wondering if you have a list of scheduled attendees on your side, as yet? Thanks so much for your help. Looking forward to meeting you in person. Best, Dodie.

Dodie Kent | *Partner*

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Sutherland Asbill & Brennan LLP

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212.389.5080 direct | 212.389.5099 facsimile

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XIV. (page 2)

From: Abraham, Anil K.
Sent: Monday, September 28, 2015 3:25 PM
To: Kent, Dodie
Subject: Re: Confirming Attendees
Attachments: image001.gif

Hi Dodie,

We've spoken so much — and your tripartite bio photo is so lifelike — that I forgot we hadn't met in person yet. Looking forward to it.

The following staff from the Division of Investment Management will attend the meeting:

Douglas Scheidt, Associate Director and Chief Counsel
Elizabeth Osterman, Associate Director and Deputy Chief Counsel
Dalia Blass, Assistant Chief Counsel
Daniele Marchesani, Branch Chief
Roberta Ufford, Senior Special Counsel
Anil Abraham, Senior Special Counsel

All of the above are from the Chief Counsel's Office except Roberta, who is in our Risk and Examinations Office. If we have any additions to the lineup, I will let you know.

Best regards,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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From: Dodie Kent <Dodie.Kent@sutherland.com>
Date: Monday, September 28, 2015 at 2:42 PM
To: SEC <Abrahamak@sec.gov>
Subject: Confirming Attendees

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Dodie Kent | Partner

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XIV. (page 3)

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XV.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Wednesday, September 30, 2015 4:17 PM
To: Abraham, Anil K.
Subject: Checking in

Hi Anil. We and the Hartford team will see you tomorrow at 3:30. Wondering if your list of attendees is holding steady or if you might have some additions. Thanks. See you soon! Dodie

Dodie Kent | *Partner*



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XV. (Page)

From: Abraham, Anil K.
Sent: Wednesday, September 30, 2015 6:04 PM
To: Kent, Dodie
Subject: Re: Checking in

Hi Dodie,

Thanks for checking in. We're all set for tomorrow, and there has been no change to our lineup. Have a safe trip to DC, and we're looking forward to the meeting.

Best regards,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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Date: Wednesday, September 30, 2015 at 4:17 PM
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Dodie Kent | *Partner*



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XVI.

From: Abraham, Anil K.
Sent: Thursday, October 01, 2015 2:40 PM
To: Dodie Kent
Subject: Contact info

Dodie,

If you have any trouble getting through Security, please ask them to call me at x1-2614. Or you can call me directly, 202-551-2614, and I'll come downstairs.

Best,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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XVII.

From: Roth, Steve <Steve.Roth@sutherland.com>
Sent: Friday, October 02, 2015 6:33 PM
To: Blass, Dalia Osman; Marchesani, Daniele; Abraham, Anil K.
Cc: Kent, Dodie
Subject: Thank you

Dalia, Daniele and Anil,

We want to again thank you for your time yesterday. We appreciate the open dialogue on the comments, questions and process.

As we indicated, we intend to submit written responses to the comments Hartford received within the next couple of weeks. If in the meantime you have any questions or need any further information, please let us know.

Regards,

Steve

Stephen E. Roth | *Partner*

SUTHERLAND

Sutherland Asbill & Brennan LLP

700 Sixth Street, NW, Suite 700 | Washington, DC 20001-3980

202.383.0158 direct | 202.637.3593 facsimile

steve.roth@sutherland.com | www.sutherland.com

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XVIII

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Thursday, October 29, 2015 6:40 PM
To: Abraham, Anil K.; Marchesani, Daniele
Cc: Roth, Steve; Coenen, Ron
Subject: Hartford Companies -- Substitution Applications -- Responses to Comments
Attachments: Hartford - Sub. Applications - Response Letter #1 As-Filed Proof (2).pdf

Hello. I hope this email finds you both well.

With respect to the substitution applications for Hartford Life Insurance Company, et al. (File Nos. 812-14446; 812-14447), we filed an SEC correspondence earlier today that responds to your comments conveyed by letter to me on August 18, 2015. For your convenience, please find attached a courtesy copy of that filing. If you have any questions, or if you would like to discuss the applicants' responses, please do not hesitate to call Steve Roth (202.383.0158) or me (212.389.5080). Thank you.

Regards, Dodie

Dodie Kent | *Partner*

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XVIII. (page 2)

From: Abraham, Anil K.
Sent: Thursday, October 29, 2015 6:51 PM
To: Kent, Dodie
Cc: Marchesani, Daniele
Subject: Re: Hartford Companies -- Substitution Applications -- Responses to Comments
Attachments: image001.gif

Thanks, Dodie. We'll start looking at it. Hope all is well with you.

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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From: Dodie Kent <Dodie.Kent@sutherland.com>
Date: Thursday, October 29, 2015 at 6:40 PM
To: SEC <Abrahamak@sec.gov>, "Marchesani, Daniele" <MarchesaniD@sec.gov>
Cc: "Roth, Steve" <Steve.Roth@sutherland.com>, "Coenen, Ron" <Ron.Coenen@sutherland.com>
Subject: Hartford Companies -- Substitution Applications -- Responses to Comments

Hello. I hope this email finds you both well.

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Regards, Dodie

Dodie Kent | Partner

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XIX.

From: Kent, Dodie <Dodie.Kent@sutherland.com>
Sent: Tuesday, December 01, 2015 1:14 PM
To: Abraham, Anil K.
Subject: Checking In

Hi Anil. It's Dodie Kent from Sutherland, checking in on your review of the Hartford's response letter. I was wondering if we might catch up in person later or tomorrow? Let me know.

I hope you had a peaceful holiday and enjoyed a little down time and maybe some good food. I love the holidays, and I will never be a Scrooge, but they are exhausting!

Hope all is well. Thanks. Dodie.

Dodie Kent | *Partner*

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Sutherland's Energy, Environmental and Commodities Practice Group expands in New York with addition of Partner Madeleine Tan.

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XIX. (page 2)

From: Abraham, Anil K.
Sent: Tuesday, December 01, 2015 4:01 PM
To: Kent, Dodie
Subject: Re: Checking In
Attachments: image001.gif

Hi Dodie,

I was trying to figure out if you were in DC since you asked if we could catch up "in person." If you're checking in re: status, I can tell you that we're working actively on the applications, but we don't have any information to share with you at this time. If there's something you want to share with us, let me know, and I'll arrange an opportunity for us to talk.

We had a good Thanksgiving here in town, and some good food as well. The kids kept us busy, so there wasn't exactly any "down" time; however, I didn't have to work much over the long weekend, so I had a nice break in that regard.

Hope all is well with you and your colleagues, and that you all had a relaxing Thanksgiving.

Talk to you soon,
Anil

Anil K. Abraham | Senior Special Counsel
Chief Counsel's Office, Division of Investment Management
U.S. Securities and Exchange Commission
100 F Street NE | Washington, DC 20549
Tel 202.551.2614 | E-mail: abrahamak@sec.gov

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Date: Tuesday, December 1, 2015 at 1:14 PM
To: SEC <Abrahamak@sec.gov>
Subject: Checking In

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Hope all is well. Thanks. Dodie.

Dodie Kent | Partner

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XIX. (Page 3)

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Sutherland's Energy, Environmental and Commodities Practice Group expands in New York with addition of Partner Madeleine Tan.

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From: Marcinkus, David
Sent: Wednesday, January 13, 2016 8:13 AM
To: Kent, Dodie
Subject: RE: Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

4:00 is fine with me. You can just call my office line (202-551-6882), but please send an invite just so I have it on my calendar.

From: Kent, Dodie [mailto:Dodie_Kent@sutherland.com]
Sent: Tuesday, January 12, 2016 6:37 PM
To: Marcinkus, David
Subject: RE: Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

I am so sorry I did not respond sooner! Thank you for the quick response. I will try you tomorrow. Is 4:00 ok? Let me know. Look forward to "meeting" you. Thanks again. Dodie

Dodie Kent | *Partner* | 212.389.5080

From: Marcinkus, David [<mailto:MarcinkusD@SEC.GOV>]
Sent: Monday, January 11, 2016 11:22 AM
To: Kent, Dodie
Subject: RE: Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

Dodie,

I'm happy to talk and around all week except Thursday. I was also sorry to see Anil go. He was a good guy. Before he left we spoke extensively about the application, but wouldn't mind getting some more context.

Dave

From: Kent, Dodie [mailto:Dodie_Kent@sutherland.com]
Sent: Monday, January 11, 2016 10:23 AM
To: Marcinkus, David
Subject: Hartford/HIMCO applications (File Nos. 812-14446 and 812-14447)

Hi Dave. My name is Dodie Kent. I am one of the partners at Sutherland who has been heavily involved in the above-noted applications. We heard from Dalia at the end of the year that Anil had left the staff and that you had stepped in for him with regard to their review. While I am very sorry to see Anil go (he was a real professional, not to mention a nice guy), I wanted to welcome you to this process, and let you know I am looking forward to working with you.

I was hoping that we could catch up for a few minutes by phone. I just want to touch base, make live contact so to speak. Let me know if you might have some time this week. I am generally around.

I hope you had a good end of the year, and your holidays went smoothly. I have 2 kids, so "smooth" is not exactly how I would describe them, but fun!

Meantime, happy new year. Regards, Dodie Kent.

Dodie Kent | *Partner*

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