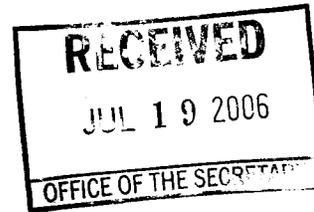


July 14, 2006

Ms. Nancy M. Morris, Secretary
Securities & Exchange Commission
100 F Street NE
Washington, DC 20549-1090



Re: File#SR-NASD-2004-183 Amendment#2

To Whom It May Concern:

I would like to comment on NASD's proposed 2nd amendment to variable annuity sales and practice NASD Rue 2821. I have reviewed the proposed changes to the variable annuity sales practices. As a Registered Representative in the field I would like to suggest that the current variable annuity sales practice rules are quite adequate to make sure that our clients are given the proper tools to make an informed investment decision.

Specifically, variable annuities offer a very unique and important function with today's aging population. Not only do they guarantee a minimum death benefit which is very important to many families (I have recently had two claims and the beneficiaries were pleased to received more than the contract value). They also offer living benefit income guarantees which serve to assure our clients of lifetime income regardless of poor market performance.

I do not believe there are widespread abuses in our industry with regard to variable annuities or other products. There will always be unethical and unprofessional representatives. Under current practices, my clients are required to sign and initial at least 10 places for variable annuity transaction. Additional disclosures would in my opinion be onerous.

Most firms employ a checklist of important points relating to variable annuity sales practice which are reviewed with the potential clients. These points clearly point out any of the negatives of variable annuities and in my opinion are more than adequate in properly informing clients of the advantages and disadvantages of variable annuities.

In regard to you're requiring a certain amount of investment experience for an investor to invest in a variable annuity, I see that as a huge injustice to clients who want and need growth and who are currently invested in fixed annuities or savings accounts. Prohibiting an investor from investing in a variable annuity because they don't have proper length of investment experience unfairly penalizes the investor.



WILLIAM A. MESERVE
Registered Representative
9141 Clemson Street
Indianapolis, IN 46268
Telephone 317 875-5675
Call 1 800 317 8757
Fax 317 875-7657
wmeserve@tfamail.com

Transamerica
Financial Advisors, Inc.
A Registered Broker/Dealer
8777 Purdue Road, Suite 340
Indianapolis, IN 46268
Telephone 317 876-6280

Yes the fees are higher than those of many mutual funds but you have a death benefit and can offer guaranteed lifetime income.

I urge you not to make any changes to the excellent checks and balances that are already in place with regard to variable annuities sales practices.

Sincerely,

A handwritten signature in cursive script that reads "William A. Meserve".

William A. Meserve
Registered Representative
Transamerica Financial Advisors, Inc.