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An Annuity Illustration using

## ING SECURE INDEX OPPORTUNITIES PLUS ANNUITY

### *A Fixed Index Single Premium Deferred Annuity*

(Standard Form #IU-IA-3050, IU-RA-3059 (08/08) Nonqualified; may vary by state and not available in all states.)

ING USA Annuity and Life Insurance Company

*Designed for:*

**Sample Client**

*Presented by:*

- FSD FINANCIAL SERVICES

5530 Corbin Ave

Suite 333

Tarzana, CA 91356

800-373-9697



Your future. Made easier.®

ING SECURE INDEX OPPORTUNITIES PLUS ANNUITY

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 ING USA Annuity and Life Insurance Company



HYPOTHETICAL ILLUSTRATION  
 ING IncomeProtector Withdrawal Benefit  
 Nonqualified Annuity

Prepared for:

Sample Client, Owner  
 Male, 55  
 State of Issue: California  
 Single Premium: \$100,000.00  
 Bonus: 5.00%

First Annual Withdrawal: \$7,363.40  
 MAW: 5% of the Projected MGWB Base  
 Annuitant's age at first withdrawal: 60

STRATEGY OPTIONS

Strategy	Percentage	Illustrated Rate	Index Cap
S&P 500® Point-to-Point Cap Index Strategy	100.00%	N/A	4.00%

The following hypothetical illustration is based on the actual historical experience of the S&P 500® Index . Your actual contract values may be greater than the guaranteed value, depending on the performance of the S&P 500® Index. A favorable and unfavorable S&P 500® Index time period are illustrated as well as the time period you selected. After the initial term, the interest rate, index cap, participation rate, and index spread if applicable are subject to change. Past performance is no guarantee of future results.

This illustration assumes the accumulation, cash surrender, and the projected MGWB base values are shown as of the end of each contract year and the premium and withdrawal are shown at the beginning of the modal period. There is no participation in current indexing period equity gains if the contract is annuitized or surrendered, or withdrawals are made prior to the end of the indexing period.

Specified Period - S&P 500® from 09/30/2000 to 09/30/2010

Year Ending	Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit	Election Interest Credited	S&P 500® Index Performance Annual	ING IncomeProtector Withdrawal Benefit	
										Projected MGWB Base	Maximum Annual Withdrawal for Life
09/30/2001	1	100,000	0	89,250	104,562	89,624	105,000	0.00%	-27.53%	112,350	-
09/30/2002	2	0	0	91,035	104,093	91,035	105,000	0.00%	-21.67%	120,215	-
09/30/2003	3	0	0	92,856	107,740	93,375	109,149	4.00%	22.16%	128,630	-
09/30/2004	4	0	0	94,713	111,497	96,631	113,442	4.00%	11.90%	137,634	-
09/30/2005	5	0	0	96,607	115,365	102,181	117,885	4.00%	10.24%	147,268	-

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Specified Period - S&P 500® from 09/30/2000 to 09/30/2010

**ING IncomeProtector  
 Withdrawal Benefit**

Year Ending	Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit	Election Interest Credited	S&P 500® Index Performance Annual	Projected MGWB Base	Maximum Annual Withdrawal for Life
09/30/2006	6	0	7,363	<b>91,029</b>	111,715	99,240	114,824	4.00%	8.71%	147,268	7,363
09/30/2007	7	0	7,363	<b>85,338</b>	107,919	98,038	111,617	4.00%	14.29%	147,268	7,363
09/30/2008	8	0	7,363	<b>79,535</b>	99,967	91,789	104,254	0.00%	-23.71%	147,268	7,363
09/30/2009	9	0	7,363	<b>73,615</b>	92,014	86,335	96,890	0.00%	-9.24%	147,268	7,363
09/30/2010	10	0	7,363	<b>67,576</b>	87,430	82,916	92,895	4.00%	7.95%	147,268	7,363

After the 10th contract anniversary the surrender charge period has ended.

Total                      100,000                      36,817

AVERAGE COMPOUND RATE. The average compound rate for the period illustrated: 2.38% based upon the rates displayed in the election interest credited column. The impacts of additional premiums or withdrawals are not factored into the calculation. This rate is not intended to represent the level annual investment rate necessary to produce the final accumulation value illustrated above.

Favorable Period - S&P 500® from 01/31/1989 to 01/31/1999

**ING IncomeProtector  
 Withdrawal Benefit**

Year Ending	Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit	Election Interest Credited	S&P 500® Index Performance Annual	Projected MGWB Base	Maximum Annual Withdrawal for Life
01/31/1990	1	100,000	0	<b>89,250</b>	108,749	93,213	109,187	4.00%	10.62%	112,350	-
01/31/1991	2	0	0	<b>91,035</b>	112,616	96,528	113,523	4.00%	4.51%	120,215	-
01/31/1992	3	0	0	<b>92,856</b>	116,604	101,057	118,013	4.00%	18.85%	128,630	-
01/31/1993	4	0	0	<b>94,713</b>	120,715	104,620	122,661	4.00%	7.33%	137,634	-
01/31/1994	5	0	0	<b>96,607</b>	124,952	110,672	127,472	4.00%	9.76%	147,268	-

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Favorable Period - S&P 500® from 01/31/1989 to 01/31/1999

**ING IncomeProtector  
 Withdrawal Benefit**

Year Ending	Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit	Election Interest Credited	S&P 500® Index Performance Annual	Projected MGWB Base	Maximum Annual Withdrawal for Life
01/31/1995	6	0	7,363	<b>91,029</b>	117,000	103,971	120,109	0.00%	-2.32%	147,268	7,363
01/31/1996	7	0	7,363	<b>85,338</b>	113,415	103,063	117,113	4.00%	35.20%	147,268	7,363
01/31/1997	8	0	7,363	<b>79,535</b>	109,687	100,769	113,974	4.00%	23.60%	147,268	7,363
01/31/1998	9	0	7,363	<b>73,615</b>	105,810	99,343	110,686	4.00%	24.69%	147,268	7,363
01/31/1999	10	0	7,363	<b>67,576</b>	101,778	96,580	107,243	4.00%	30.53%	147,268	7,363

After the 10th contract anniversary the surrender charge period has ended.

Total                      100,000                      36,817

AVERAGE COMPOUND RATE. The average compound rate for the period illustrated: 3.59% based upon the rates displayed in the election interest credited column. The impacts of additional premiums or withdrawals are not factored into the calculation. This rate is not intended to represent the level annual investment rate necessary to produce the final accumulation value illustrated above.

Unfavorable Period - S&P 500® from 01/31/1966 to 01/31/1976

**ING IncomeProtector  
 Withdrawal Benefit**

Year Ending	Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit	Election Interest Credited	S&P 500® Index Performance Annual	Projected MGWB Base	Maximum Annual Withdrawal for Life
01/31/1967	1	100,000	0	<b>89,250</b>	104,562	89,624	105,000	0.00%	-6.75%	112,350	-
01/31/1968	2	0	0	<b>91,035</b>	108,261	92,795	109,169	4.00%	6.50%	120,215	-
01/31/1969	3	0	0	<b>92,856</b>	112,075	97,132	113,484	4.00%	11.67%	128,630	-
01/31/1970	4	0	0	<b>94,713</b>	111,538	96,667	113,484	0.00%	-17.46%	137,634	-
01/31/1971	5	0	0	<b>96,607</b>	115,408	102,219	117,929	4.00%	12.77%	147,268	-

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Unfavorable Period - S&P 500® from 01/31/1966 to 01/31/1976

**ING IncomeProtector**  
Withdrawal Benefit

Year Ending	Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit	Election Interest Credited	S&P 500® Index Performance Annual	Projected MGWB Base	Maximum Annual Withdrawal for Life
01/31/1972	6	0	7,363	<b>91,029</b>	111,760	99,280	114,869	4.00%	8.40%	147,268	7,363
01/31/1973	7	0	7,363	<b>85,338</b>	107,966	98,080	111,664	4.00%	11.63%	147,268	7,363
01/31/1974	8	0	7,363	<b>79,535</b>	100,013	91,832	104,301	0.00%	-16.77%	147,268	7,363
01/31/1975	9	0	7,363	<b>73,615</b>	92,061	86,379	96,937	0.00%	-20.28%	147,268	7,363
01/31/1976	10	0	7,363	<b>67,576</b>	87,479	82,962	92,944	4.00%	31.02%	147,268	7,363

After the 10th contract anniversary the surrender charge period has ended.

Total                      100,000                      36,817

AVERAGE COMPOUND RATE. The average compound rate for the period illustrated: 2.38% based upon the rates displayed in the election interest credited column. The impacts of additional premiums or withdrawals are not factored into the calculation. This rate is not intended to represent the level annual investment rate necessary to produce the final accumulation value illustrated above.

Hypothetical Illustration 0% Index Credit - S&P 500®

Lifetime Automatic Periodic Benefit

**ING IncomeProtector**  
Withdrawal Benefit

Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit Detail	Annual Gross Hypothetical Index Credit	Projected MGWB Base	Maximum Annual Withdrawal for Life
1	100,000	0	<b>89,250</b>	104,562	89,624	105,000	0.00%	112,350	-
2	0	0	<b>91,035</b>	104,093	91,035	105,000	0.00%	120,215	-
3	0	0	<b>92,856</b>	103,591	92,856	105,000	0.00%	128,630	-
4	0	0	<b>94,713</b>	103,054	94,713	105,000	0.00%	137,634	-
5	0	0	<b>96,607</b>	102,480	96,607	105,000	0.00%	147,268	-

This illustration is not valid without all pages.



**Hypothetical Illustration 0% Index Credit - S&P 500®**  
Lifetime Automatic Periodic Benefit

**ING IncomeProtector**  
**Withdrawal Benefit**

Yr	Premiums	Withdrawals	Minimum Guaranteed Contract Value	Accum Value	Cash Surrender Value	Death Benefit Detail	Annual Gross Hypothetical Index Credit	Projected MGWB Base	Maximum Annual Withdrawal for Life
6	0	7,363	<b>91,029</b>	94,527	91,029	97,637	0.00%	147,268	7,363
7	0	7,363	<b>85,338</b>	86,575	85,338	90,273	0.00%	147,268	7,363
8	0	7,363	<b>79,535</b>	78,623	79,535	82,910	0.00%	147,268	7,363
9	0	7,363	<b>73,615</b>	70,670	73,615	75,546	0.00%	147,268	7,363
10	0	7,363	<b>67,576</b>	62,718	67,576	68,183	0.00%	147,268	7,363
After the 10th contract anniversary the surrender charge period has ended.									
11	0	7,363	<b>60,815</b>	54,765	60,815	60,820	0.00%	147,268	7,363
12	0	7,363	<b>53,986</b>	46,813	53,986	53,986	0.00%	147,268	7,363
13	0	7,363	<b>47,089</b>	38,860	47,089	47,089	0.00%	147,268	7,363
14	0	7,363	<b>40,123</b>	30,908	40,123	40,123	0.00%	147,268	7,363
15	0	7,363	<b>33,087</b>	22,955	33,087	33,087	0.00%	147,268	7,363
16	0	7,363	<b>25,981</b>	15,003	25,981	25,981	0.00%	147,268	7,363
17	0	7,363	<b>18,804</b>	7,050	18,804	18,804	0.00%	147,268	7,363
18	0	7,363	<b>0</b>	0	0	0	0.00%	147,268	7,363
19	0	7,363	<b>0</b>	0	0	0	0.00%	147,268	7,363
20	0	7,363	<b>0</b>	0	0	0	0.00%	147,268	7,363
Total	100,000	110,451							

**AVERAGE COMPOUND RATE.** The average compound rate for the period illustrated: 0% based upon the rates displayed in the election interest credited column. The impacts of additional premiums or withdrawals are not factored into the calculation. This rate is not intended to represent the level annual investment rate necessary to produce the final accumulation value illustrated above.

The cash surrender values do not reflect any applicable market value adjustment. Upon surrender or withdrawal, a market value adjustment is applied, which may increase or decrease your contract's cash surrender value. Some contracts may have a limit on the amount of the increase or decrease caused by application of the market value adjustment. Refer to the Valuable Information page for detailed information regarding the market value adjustment.

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Note that although this illustration ends at a specific point in time, payments are guaranteed to continue until the first death of an owner (first annuitant death during lifetime automatic periodic benefit status).

**S&P 500® INDEX.** "Standard & Poor's®", "S&P®", "S&P 500®", and "Standard & Poor's 500" are trademarks of Standard & Poor's Financial Services LLC ("S&P") and have been licensed for use by ING USA Annuity and Life Insurance Company. The Contracts are not sponsored, endorsed, sold or promoted by S&P, and S&P makes no representation regarding the advisability of investing in the Contracts.

**INDEX STRATEGY.** A strategy with an interest rate based on the movement of the S&P 500® Index. The actual interest rate received is determined according to the indexing method of the particular strategy.

**INDEX CAP.** The cap places a limit on the maximum interest rate that can be credited to your contract. It is declared by the company in advance, is guaranteed for one year and may change annually.

**SPECIFIED PERIOD.** The minimum of a 10 year period ending on the date of the most recent S&P 500® Index values.

**FAVORABLE PERIOD.** The 10 year period beginning 01/31/1989 where the index experienced an overall increase in value.

**UNFAVORABLE PERIOD.** The 10 year period beginning 01/31/1966 where the index experienced an overall decrease in value.

**WITHDRAWAL.** Dollar amount of withdrawal taken in the contract year. Values are shown as of the beginning of the period.

**ELECTION INTEREST CREDITED.** For illustration purposes the election interest credited is calculated using the assumed strategy election. The election interest credited is not adjusted for modal withdrawals or premiums made during the year illustrated.

**S&P 500® INDEX PERFORMANCE ANNUAL RATE.** This value can be either positive or negative. This value is based on the performance of the S&P 500® Index. The annual index rate is calculated by taking the value of the S&P 500® Index at the end of the period less the value at the beginning of the period divided by the value at the beginning of the period. This rate is independent of the contract's performance.

**ING INCOMEPROTECTOR WITHDRAWAL BENEFIT.** Guarantees withdrawals up to the maximum annual withdrawal per year until the owner dies. If the accumulation value is reduced to zero due to withdrawals per year greater than the maximum annual withdrawal, the rider terminates and all benefits and charges cease. If the accumulation value is reduced to zero due to withdrawals per year not exceeding the maximum annual withdrawal, the contract will enter lifetime automatic periodic benefit status. At this point periodic annual payments will only terminate upon notice of the annuitant's death. The values illustrated are net of the ING IncomeProtector Withdrawal Benefit charges of 0.40% annually of the MGWB base (0.1000% deducted quarterly).

**ING INCOMEPROTECTOR WITHDRAWAL BENEFIT BASE ("MGWB base").** The MGWB Base determines the maximum annual withdrawal. The MGWB benefit base will be equal to the amount of eligible premiums received, including any applicable bonus, during the growth phase. Eligible premiums will be subject to a vesting percentage dependent upon the crediting strategies elected. Please see your contract for more details.

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The MGWB base accumulates at 7.00% until the earlier of the first maximum annual withdrawal under the rider (which begins the withdrawal phase) or the end of the 10th contract year. The MGWB base will automatically be stepped up to the adjusted accumulation value, if greater, on each contract anniversary.

The withdrawal phase begins at the first maximum annual withdrawal and the MGWB base will automatically be stepped up to the adjusted account value, if greater. The MGWB base will automatically step up to the adjusted account value, if greater, at each contract anniversary until the rider is terminated. Illustrated values are shown as of the end of the period.

Please note that the likelihood of obtaining value from the ING IncomeProtector Withdrawal Benefit rider decreases as issue ages increase. In order for owners issue age 75 and above to benefit from this rider, the interest credited to the client's accumulation value must be significantly less than expected based on historic averages. Depending on the client's issue age and the interest credited to the client's accumulation value, deferring their payment stream may significantly reduce the likelihood of obtaining value from the ING IncomeProtector Withdrawal Benefit.

**MAXIMUM ANNUAL WITHDRAWAL.** On the date of the first maximum annual withdrawal, the withdrawal will equal a percentage of the greater of the adjusted account value and the MGWB base as of the previous business day (the last day of the deferral phase). This percentage will be based on the age at the time of the first maximum annual withdrawal. Once determined, the percentage will never change for the contract. Please see your contract for more details. Withdrawals taken up to the maximum annual withdrawal are not subject to surrender charges. Any withdrawal greater than the maximum will cause a pro-rata reduction of the MGWB Base.

<u>Actual Age of the annuitant on the date of the first withdrawal</u>	<u>Maximum Annual Withdrawal Percentage</u>
50-54	4.00%
55-59	4.50%
60-64	5.00%
65-69	5.50%
70-74	6.00%
75-79	6.50%
80-84	7.00%
85-89	7.50%
90+	8.00%

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## VALUABLE INFORMATION ABOUT YOUR ILLUSTRATION

**THIS IS AN ILLUSTRATION ONLY. AN ILLUSTRATION IS NOT INTENDED TO PREDICT ACTUAL PERFORMANCE. INTEREST RATES OR VALUES SET FORTH IN THE ILLUSTRATION ARE NOT GUARANTEED, EXCEPT FOR THOSE ITEMS CLEARLY LABELED AS GUARANTEED.**

This illustration does not recognize the effect of inflation. As a result of inflation, the illustrated values have more purchasing power today than in the future.

This is for illustrative purposes only and is not a representation of future results. The performance data quoted represents past performance, and the contract rate and principal value will fluctuate so that an insurance product, when redeemed, may be worth more or less than its original cost, but will always be at least the value mandated by your state's standard nonforfeiture law requirements. The rates of return are based on hypothetical past performance only, and are not an indication of current or future results. The examples assume that the product had been available and had been purchased on the dates indicated.

Products offering a bonus may offer lower credited interest rates, participation rates, index caps, and/or higher index spreads than products not offering a bonus. Over time, and under certain circumstances, the amount of the bonus may be more than offset by the lower credited interest rates, participation rates, index caps, and/or higher index spreads.

**ILLUSTRATIONS.** This illustration is not the actual annuity contract you will receive, nor is it part of the contract. The illustration is intended only to show you how the annuity might function based on the interest, tax rate, and premium payment assumptions contained in the illustration. The values are also net of the ING IncomeProtector Withdrawal Benefit charges of 0.40% annually of the MGWB base (0.1000% deducted quarterly). Due to your individual circumstances, your contract, upon issue, may differ from what is illustrated. In that event, the terms of your contract control.

**S&P 500® POINT-TO-POINT CAP INDEX STRATEGY.** Interest credited based on an annual reset index strategy based on changes in the S&P 500® Index. The annual index rate credited is based on any positive index change during the contract year up to the stated index cap and floored at zero. The cap is declared in advance, is guaranteed for one year, and may change annually.

**MINIMUM GUARANTEED CONTRACT VALUE.** The surrender value will not be less than the minimum guaranteed contract value. The minimum guaranteed contract value equals the sum of the minimum guaranteed strategy value of each strategy. The minimum guaranteed strategy value of each strategy equals 87.50% of the premium elected to each strategy, less premium taxes, adjusted for any re-elections and surrenders from the accumulation value in the strategy, accumulated at the minimum guaranteed strategy value rate of 2.00% for index strategies and 2.00% for the fixed rate strategy. The initial minimum guaranteed strategy value rates will not change for the first 10 years. After the 10th contract anniversary, new rates will be declared within a range of 1-3% at each subsequent contract anniversary.

**PREMIUM BONUS.** The bonus is a percentage of the single premium paid which is credited at issue and applied pro-rata to each elected strategy in the same ratio as the premium elected to the strategy. A bonus recapture will be applied to the bonus and associated index credits for surrenders and partial withdrawals in excess of the free amount during the surrender charge period. Products offering a bonus may offer lower credited interest rates, lower caps, lower participation rates, and/or higher index spreads than products not offering a bonus. Over time, and under certain circumstances, the amount of the bonus may be more than offset by the lower crediting rate.

**HYPOTHETICAL ACCUMULATION VALUES.** Strategy accumulation value is based on premiums paid plus any bonus available, elections to the strategies plus any interest credited on fixed rate strategies and index credits on index strategies, less any withdrawals and elections from the strategies. The accumulation value tracks separately for each strategy. Index credits are credited to the strategy on the contract anniversary only. For index strategies during a contract year, the accumulation value associated with a given premium payment is equal to the accumulation value on the previous anniversary, less any withdrawals.

**HYPOTHETICAL SURRENDER VALUES.** The surrender value equals the hypothetical accumulation value adjusted by any market value adjustments less any surrender charge and bonus recapture.

**MARKET VALUE ADJUSTMENT.** A MARKET VALUE ADJUSTMENT ("MVA"), WHICH CAN BE POSITIVE OR NEGATIVE, MAY BE APPLIED WHEN A WITHDRAWAL IS MADE OR A CONTRACT IS SURRENDERED PRIOR TO THE END OF THE SURRENDER CHARGE PERIOD. The amount of the MVA applied (positive or negative) is dependent on whether the interest rates in the market at the time of the surrender or withdrawal are higher or lower than when the applicable purchase payment was applied to your annuity contract. The MVA may change as often as daily. For all strategies, a 10-Yr MVA is applied upon withdrawal or surrender in the first 10 years. For purposes of determining the applicable interest rates, the MVA is based on the 10-year constant maturity Treasury series. Subject to state approval.

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**PREMIUM TAXES.** We may charge for state and local premium taxes depending on your state of residence. These taxes can range from 0% to 4% of the premium payment. We have the right to change this amount to conform with changes in the law or if you change your state of residence.

We may deduct the premium tax on the annuity start date. However, some jurisdictions impose a premium tax at the time initial and additional premiums are paid, regardless of when the annuity payments begin. In those states we may defer collection of the premium taxes from your accumulation value and deduct it when you surrender the contract or on the income phase start date.

**SURRENDER CHARGES.** If a partial withdrawal is taken in excess of the free withdrawal amount within 10 years of its issue date, the excess amount surrendered is subject to a surrender charge based on the following surrender charge schedule. The surrender charge is a percentage of the excess amount surrendered associated with the premium after the application of any market value adjustment.

<u>Contract Year</u>	<u>Surrender Charge (%)</u>
1	10%
2	10%
3	10%
4	10%
5	9%
6	8%
7	7%
8	6%
9	5%
10	4%
11 and later	0%

The surrender charge, market value adjustment and bonus recapture will be applied to the total amount surrendered during the contract year of a full surrender, including any prior partial withdrawals. The market value adjustment and bonus recapture apply to the first 10 contract years only and will not renew. Any withdrawal charges imposed in this illustration are reflected in the contract values.

**BONUS RECAPTURE.** If the contract is surrendered or a partial withdrawal is taken in excess of the free withdrawal amount within 10 years of its issue date, the amount surrendered is subject to a bonus recapture based on the following bonus recapture schedule. The bonus recapture is the percentage of the amount surrendered associate with the premium bonus after the application of any market value adjustment.

<u>Contract Year</u>	<u>Bonus Recapture (%)</u>
1	100%
2	100%
3	80%
4	80%
5	60%
6	60%
7	40%
8	40%
9	20%
10	20%
11 and later	0%

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**DEATH BENEFIT.** The contract death benefit equals the greater of the accumulation value or the minimum guaranteed contract value. If the Owner dies prior to any of the following events: (1) Lifetime Automatic Periodic Benefit Status, (2) the termination of the rider or (3) a withdrawal taken in excess of the MAW, the total rider charges paid will be refunded back into the Accumulation Value prior to the calculation of the Death Benefit. Rider charges will not be refunded back to the Accumulation Value if the Spouse elects to continue the contract upon death of the original owner.

**WITHDRAWALS ILLUSTRATED.** During the first contract year, you may make withdrawals of interest that has been credited to your contract without a surrender charge, market value adjustment and bonus recapture from the Fixed Rate Strategy only. After the first contract year, you may withdraw per contract year up to 10% of the accumulation value on the date of withdrawal. The penalty free amount is based on the total contract accumulation value (e.g., summed over all strategies) at the time of the first withdrawal taken during the contract year less prior free amounts taken in the same contract year. Surrender charge, market value adjustment and bonus recapture will be applied to amounts withdrawn in excess of free withdrawal amount. Surrender charges, market value adjustment and bonus recapture will be applied to the total amount surrendered during the contract year of a full surrender, including any prior partial withdrawals. If you withdraw money from your contract, or if you begin receiving annuity payments, we may deduct any applicable state imposed premium taxes.

**WITHDRAWALS.** This illustration shows an annual withdrawal in contract year 6 and continuing until the withdrawal account reaches \$0 for 5% of eligible premiums. Loans and withdrawals may generate an income tax liability, reduce available cash value and reduce death benefits (refer to your individual contract for provisions).

**TAX TREATMENT.** When you make withdrawals from a non-qualified annuity, you will be subject to federal income tax on the amount withdrawn that represents interest credited. Federal law requires that withdrawals be taken first from interest credited. Withdrawals may be subject to Federal / State income tax and, if taken prior to age 59 1/2, an additional 10% Federal penalty tax. Individual Retirement Accounts (IRA's) and/or other qualified plans already receive tax-deferred treatment. The tax-deferred feature of an annuity should not be a factor in purchasing an annuity in a tax qualified plan. Tax deferral is provided by the plan and the tax-deferral of the annuity does not provide any additional benefit. Individuals should only purchase an annuity in a qualified plan when its other benefits, such as lifetime income payments, family protection through death benefits, and/or guaranteed fees meet their current needs. Other features of an annuity besides tax deferral should be considered. The tax treatment of annuity distributions may differ substantially from distributions from other investments. State premium taxes may reduce the value of your annuity. Tax laws change frequently. Neither the company nor its agents and representatives can provide tax, legal or accounting advice. Clients should consult their own attorney or tax advisor about your specific circumstances.

**FREE LOOK.** The annuity contract contains a free-look period allowing you to review all of its provisions. The number of days in the free-look period is shown on the first page of your contract. If, within that free-look period, you do not wish to keep the contract, you may return it to the Company to receive a full refund of any premium paid.

**NURSING HOME WAIVER.** If, after the first contract anniversary, the owner is hospitalized and/or confined to an eligible nursing home for 45 days during any continuous 60 day period then any portion of the accumulation value may be surrendered without incurring surrender charges. Such surrender must be made within 90 days of the last day of the qualifying period of confinement. Market value adjustments and bonus recapture are not waived in these circumstances. Other restrictions apply; refer to your contract for more information. Not available in all states.

**ISSUER.** ING Secure Index Opportunities Plus Annuity is a fixed index single premium deferred annuity available in most states. In those states where it is available, certain provisions may vary or may not be available. ING Secure Index Opportunities Plus Annuity is issued by ING USA Annuity and Life Insurance Company (the Company), a member of the ING family of companies, located at 909 Locust St., Des Moines, IA 50309. Form #IU-IA-3050, IU-RA-3059 (08/08) (may vary by state).

All guarantees are based upon the financial strength and claims-paying ability of the issuing Company, which is solely responsible for all obligations under its contracts.

Historical performance of the S&P 500® Index should not be considered a representation of current or future performance of the Index or of your annuity. Since this product may not have been available during the Specified Period illustrated the annual effective performance rate is based on hypothetical past performance only and is not an indication of current or future results. This is an example only.

**The annuity is not a deposit or other obligation of, or guaranteed by any bank or any affiliate of any bank. Annuities are not insured by the FDIC, national credit union administration, or any other agency of the United States, any financial institution or its affiliates. Annuities involve risk, including the possible loss of value.**

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This illustration is not valid without all pages.