

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 61600 / February 26, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-11579

In the Matter of

INVIVA, INC. and
JEFFERSON NATIONAL LIFE
INSURANCE COMPANY,

Respondents.

ORDER APPROVING PLAN,
APPOINTING A FUND
ADMINISTRATOR, AND
WAIVING BOND

On August 9, 2004, the Commission entered an Order instituting settled administrative and cease-and-desist proceedings against Inviva, Inc. (“Inviva”) and Jefferson National Life Insurance Company (“Jefferson National”) (together, “Respondents”) in this matter (“Order”). *In the Matter of Inviva, Inc. and Jefferson National Life Insurance Company*, Admin. Proc. File No. 3-11579, Securities Act of 1933 Release No. 8456 (Aug. 9, 2004). In the Order, the Commission authorized the establishment of a Fair Fund, comprised of \$5,000,000 in disgorgement and penalties paid by Respondents, for distribution to investors affected by certain market timing trading through Jefferson National’s variable annuity products. The Order provided that the Fair Fund was to be distributed pursuant to a distribution plan developed by an Independent Distribution Consultant. The Respondents retained William Randolph Thompson as the IDC, who has developed a proposed distribution plan (the “Distribution Plan”) in consultation with the Division of Enforcement and Respondents.

On December 19, 2009, the Commission published a “Notice of Proposed Plan of Distribution and Opportunity for Comment” (“Notice”) pursuant to Rule 1103 of the Commission’s Rules of Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1103. (Exchange Act Release No. 61210). The Notice advised all interested parties that they may print a copy of the Distribution Plan from the Commission’s public website, <http://www.sec.gov>, or by submitting a written request to George S. Canellos, Regional Director, United States Securities and Exchange Commission, 3 World Financial Center, Room 400, New York, NY 10281.

The Notice also advised all persons desiring to comment on the Distribution Plan that they may submit their comments, in writing, no later than 30 days from the date of the Notice by

sending a letter to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, N.E., Washington, DC 20549-1090; by using the Commission's Internet comment form (<http://www.sec.gov/litigation.admin.shtml>); or by sending an e-mail to rule-comments@sec.gov. The Commission received no comments on the Distribution Plan and no modification has been made to the Distribution Plan since its publication.

The Distribution Plan provides for distribution of the Fair Fund to eligible investment company portfolios identified in the plan that were harmed by the actions of certain market timers that Respondents permitted to market time Jefferson National variable annuities despite prospectus disclosures between October 2002 and September 2003. The Distribution Plan describes the procedures to be used to identify the eligible investment company portfolios that will receive distributions. The Distribution Plan further describes the procedures to be used to calculate the amounts to be paid to the eligible investment company portfolios and to distribute those amounts to the eligible investment company portfolios. Eligible investment company portfolios will not be required to make a claim or submit documentation to establish their eligibility.

The Distribution Plan also proposes Mr. Thompson as the Fund Administrator and sets forth, among other things, procedures for distributing funds from the Fair Fund to investors; procedures for the administration of the Fair Fund, including provisions for filing tax returns; and a proposed timeframe for the termination of the Distribution Plan.

Mr. Thompson has not posted the bond generally required of third parties under Fair Fund Rule 1105(c). Pursuant to 17 C.F.R. §200.30-7(a)(11), bond "may be waived if the fair or disgorgement funds are held at the U.S. Department of the Treasury and will be disbursed by Treasury." All of the distributions in this matter will be made by the Treasury's Financial Management Service ("FMS") directly to the eligible investment company portfolios, with no handling of money by the Fund Administrator or any non-governmental entity. The payees, and the relative amounts to be paid by FMS to each, will have been reviewed and approved by the Commission prior to the distributions.

The staff requests that the Commission approve the Distribution Plan, appoint Mr. Thompson as the Fund Administrator, and waive the bond requirement of the Fund Administrator for the good cause shown in the Plan.

Accordingly, pursuant to Fair Fund Rule 1104, it is hereby ORDERED that the Distribution Plan is approved.

It is hereby ORDERED, pursuant to Fair Fund Rules 1105(a) and (c), that Mr. Thompson is appointed as the Fund Administrator in accordance with the terms of the Distribution Plan and that the bond requirement is waived for good cause shown.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary