

**For more information
please contact:**

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This is a summary only. Product/features not available in all states. Provisions may vary or become unavailable. Acceptance of new premiums and transfers into a strategy can cease at any time. Initial and additional premiums earn interest based on rates in effect when received. Rates and caps are guaranteed for one year and reset annually. Surrender values are based on the Accumulation Value. Withdrawals may be subject to federal income tax and a 10% federal penalty tax prior to age 59½. No participation in current year equity gains if annuitized or withdrawn prior to the end of indexing period. State premium taxes may reduce annuity final value. Federal law requires withdrawals to be taken first from interest earnings. Redistributions from strategies are performed on a last-in, first-out basis. IRAs/qualified plans are already tax deferred; consider other annuity features. Funded plans under The Employee Retirement Income Security Act of 1974 (ERISA) cannot be used with this annuity. The contract does not directly participate in stock or equity products. Neither the company nor its agents offer tax or legal advice. Please consult your tax advisor or attorney. Guarantees based upon claims-paying ability of insurer.

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Contract Form Series: FA-2017

Annuities



Can you face a future without enough income?

ING Income Outcome Annuity
The Outcome is Income

Get Ready **for the challenge of your life.**

41%

of Americans think they won't have enough money for retirement.

Source: Roper ASW 2003

45%

of retirees are less secure than they thought they'd be.

Source: LIMRA 2003

74%

of Americans rate having retirement income that will last long enough as their #1 goal.

Source: Phoenix / Harris Interactive Wealth Study 2003

78%

of Americans do not have a formal written retirement plan.

Source: LIMRA 2003

78%

of Americans say they could do more to plan their retirement.

Source: LIMRA 2003

80%

of Americans think they'll have to work in retirement.

Source: AARP Study 2003

There's a challenge out there.

America's "Baby Boomer" generation has successfully endured many challenges. Recessions. Market corrections. Global conflicts and more. But there is another challenge...one that's very real...and very personal...and potentially very alarming.

It's your retirement future.

Simply stated, making enough money to retire is a challenge of the highest order. And one that, if not met, can have serious consequences on your everyday life.

But you're not alone.

Millions of hard-working Americans find it difficult to ready themselves for retirement. In fact two of the top concerns of retirees are:

1. Having enough money to last through retirement
2. Having enough money to maintain their lifestyle in retirement

You probably have these concerns as well. The question is, how do you create the income you need to achieve the outcome you want in these areas.

ING Income Outcome Annuity.

The ING Income Outcome Annuity is a flexible premium index annuity that helps you answer this challenge. It helps change your financial focus from the accumulation phase to the payout phase. It helps you plan for the future and shows you how to get more once you get there. In short, it helps you create income to achieve your retirement outcomes.

Read on for details on how this challenge affects you and how the Income Outcome Annuity helps you rise above it.

Longevity

Challenging your money to last as long as you do.

Living longer.

It's a fact of life.

And a great one at that. But it's also part of the challenge you need to be prepared for in the future.

Over the past 100 years, life spans have virtually doubled. In 1900, a person wasn't expected to live past age 47. But with medical and technological advances, today's 70-year-old is like yesterday's 40-year-old.

In fact, for a healthy couple age 65, there is a 55% chance that one person will live to at least age 90.*

The point is, in this day and age, you've got a lot more life ahead of you than your ancestors did.

That's why, compared to past generations, you need your money to work harder and to last longer to meet your retirement needs. A person retiring at age 60 will have to fund a retirement that lasts 22 years on average. That's over a quarter of one's life.

Are you prepared to fund this type of outcome with retirement income that will last as long as you do?

*Source: LIMRA 1999

We're Living Long.

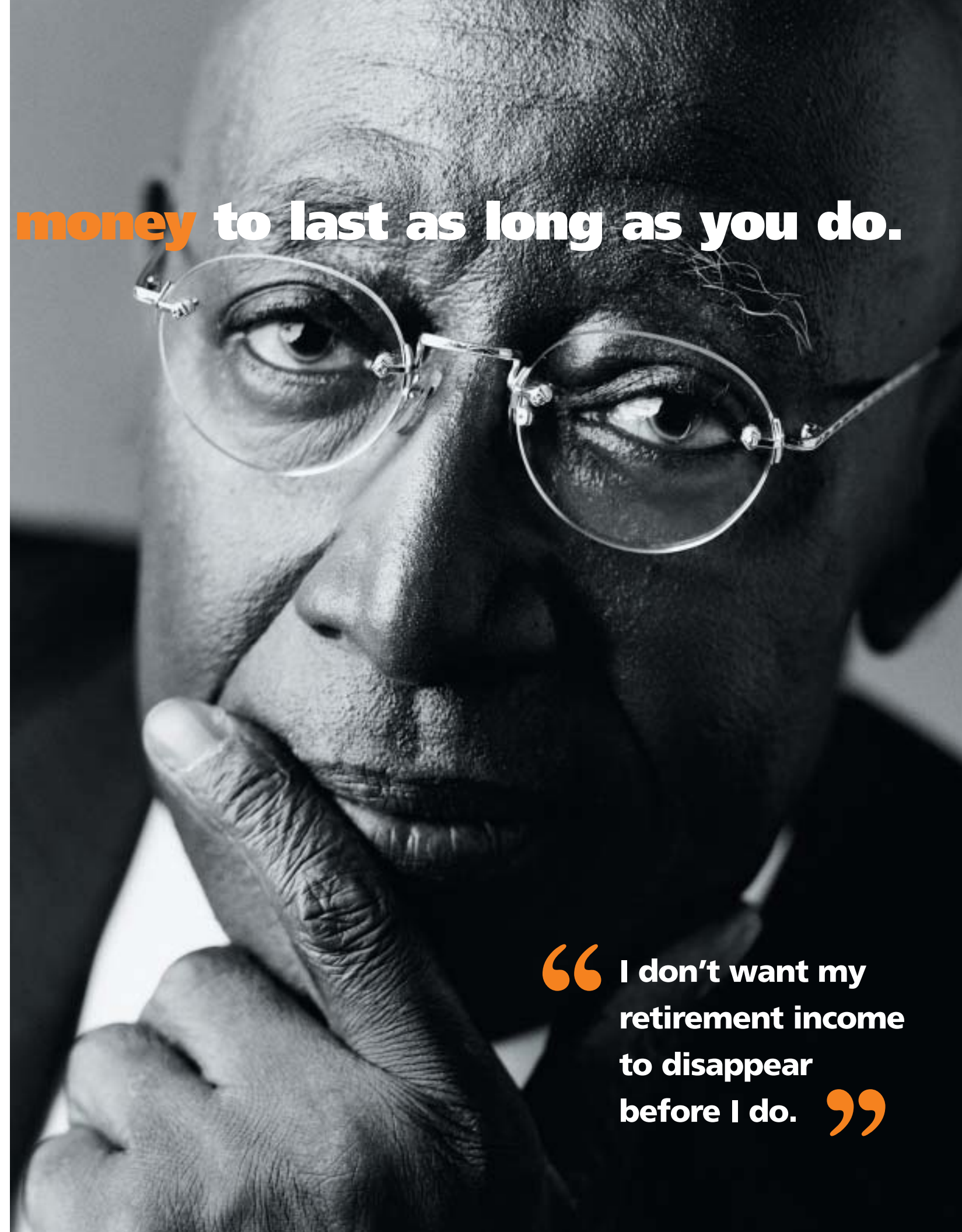
U.S. Life Expectancy

1930	1940	1950	1960	1970	1980	1990	2000
59.7	62.9	68.2	69.7	70.8	73.7	75.4	76.9

And living Longer Retirements.

If you reach age:	40	50	60	70	80	90
You could live to age:	79.2	80.2	81.2	84.6	88.8	94.8

Source: National Center for Health Statistics 12/2002



“ I don't want my retirement income to disappear before I do. ”

Inflation

Challenging your money to keep up with the cost of living.

Along with living longer, there's another challenge you will face in the future.

Inflation.

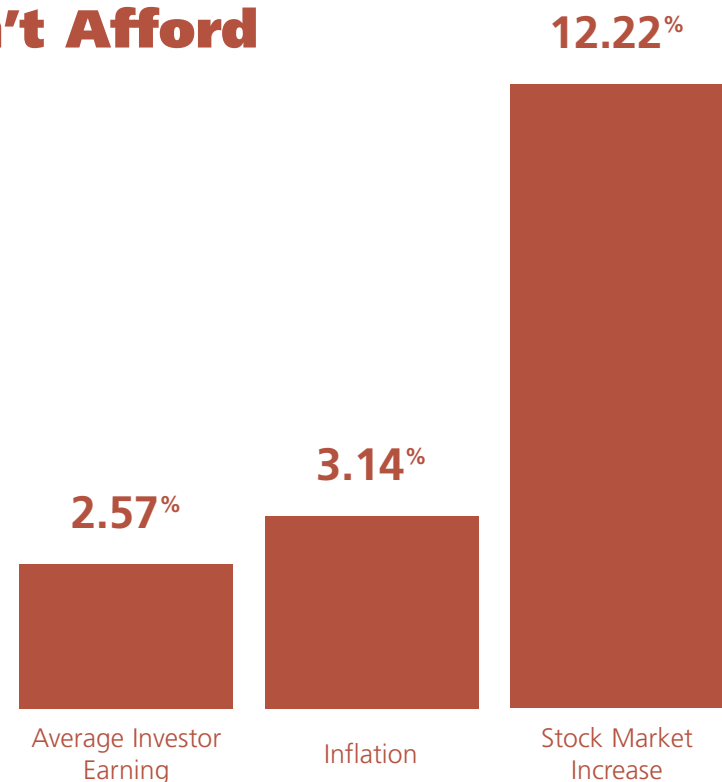
And the longer you live, the more it will affect you. And the harder it will be to preserve your lifestyle.

Depending on your age, you may remember a time when you could buy a movie ticket for a dollar. Or a new car for hundreds, not thousands. Those days are gone. But the cost of living is not going down. And you need to make sure your money is going to keep up.

But that's hard to do. Especially when many investors suffer sub-par results. According to an investor study, from 1983 to 2002, a period that includes the greatest bull market America has ever experienced, the average investor earned only 2.5%. Mainly because they were risk averse and didn't invest for the long term, buying and selling at all the wrong times. Unfortunately, over the same period, inflation averaged over 3%. So, not only did the typical investor not experience the benefits of the bull market, they didn't even keep up with inflation.

Can you afford this type of financial planning outcome?

Results You Can't Afford 1983 - 2002



Source: DALBAR Associate Investors Study, 1983-2002

**“ I don't just want to retire.
I want to be able to afford to retire. ”**



Growth Meeting the challenge with a great growth outcome.

ING Income Outcome Annuity offers two different growth strategies to help you meet and beat the challenges of longevity and inflation. You choose which of these strategies you want your money in. You choose how much you want in each strategy. And you can even change your choices as often as your needs change. Premiums received after the contract effective date are distributed among the strategies in the same percentage as your original request, unless you instruct otherwise. Here's a look at the strategies Income Outcome offers.

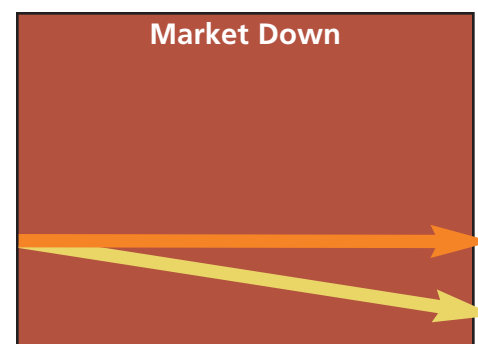
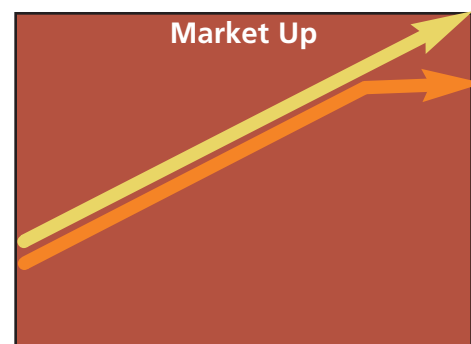
Fixed Rate Strategy: This strategy gives you the safety and security of guaranteed growth. It features fixed interest rates you can count on.

Retirement Index Strategy: This strategy is perfect for people who believe in planning over the long term but are afraid of stock market volatility. It lets you participate in the gains of the the S&P 500 Index, up to a pre-set cap, without participating in the losses. So, when the Index rises, so does your value. But unlike direct participation in the market, if the Index is flat or if it declines, you do not lose any of your money that's in this strategy.

In other words, you can get upside potential and downside protection.

What a great growth outcome.

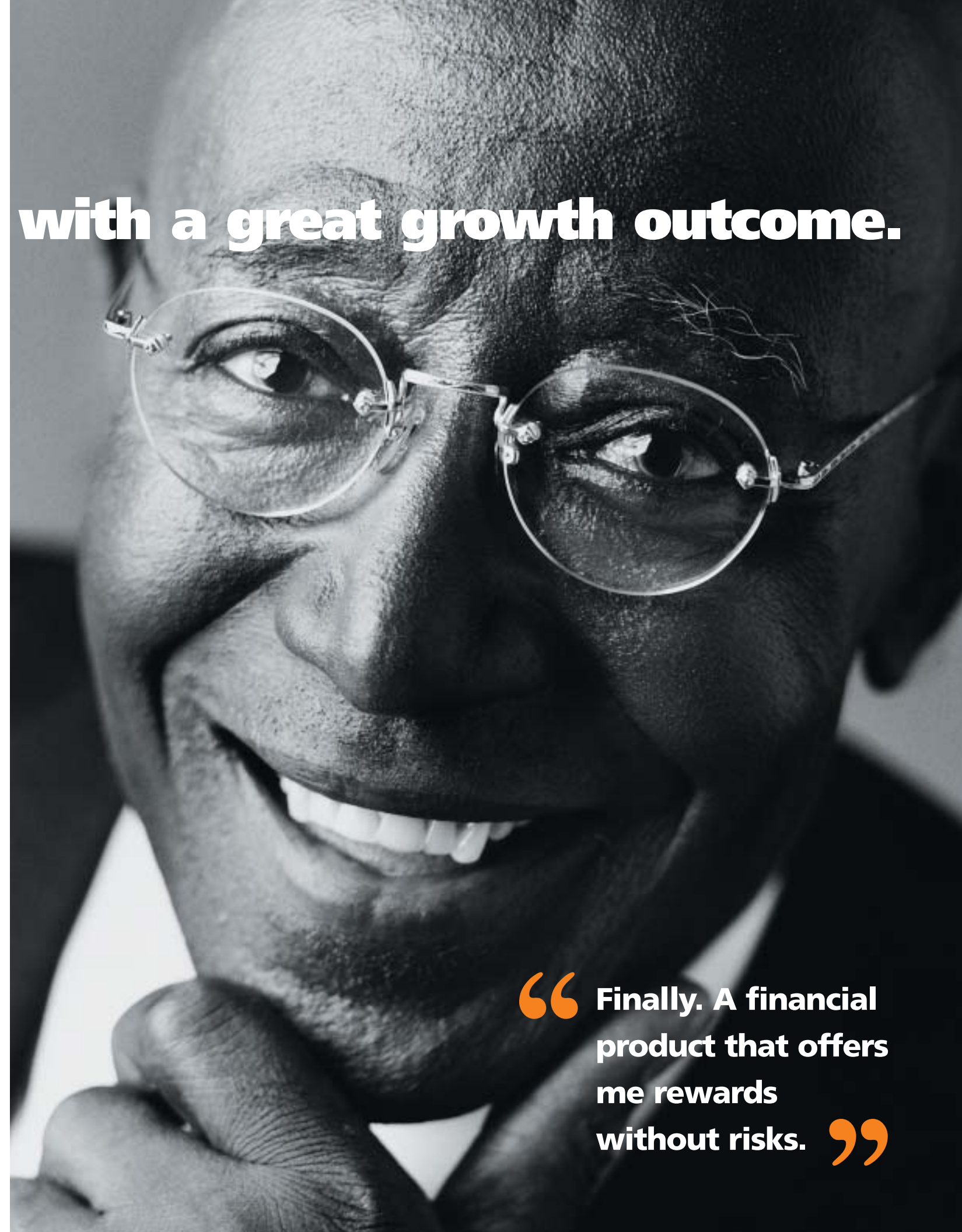
How Income Outcome Grows



→ When the market index increases in value...
→ The Retirement Index Strategy increases in value up to a cap.

→ When the market index loses value...
→ The Retirement Index Strategy does not lose value.

“ Finally. A financial product that offers me rewards without risks. ”



Income **Rising above the challenge with increased income.**

ING Income Outcome Annuity helps you rise above financial challenges by incorporating an innovative two-track approach that has the ability to boost your growth and income. Basically, the product tracks two values.

Track 1- Accumulation Value: The Accumulation Value offers competitive values if you elect income before 10 years or take a lump sum thereafter.

Track 2- Income Value: The Income Value can offer much higher values if you elect income after 10 years, for at least a 10-year payout period. This can create a dramatically enhanced payout possibility.

Of course, **Income Outcome** allows you to take a retirement payout whenever you want after one year. But the example of a typical client, Mary (below), showcases the power and potential of the Income Value payout track.

In the example, when Mary puts \$100,000 in the index strategy, she sees two types of growth in her contract. The Accumulation Value increases nicely for a reasonable return that's available if she needs it. But the Income Value rises above that return right from the start, ultimately offering Mary over \$44,000 more after 10 years, if she chooses income as her outcome.



Mary's Money

\$100,000 in Retirement Index Strategy
Accumulation Value Cap is 6%
Income Value Cap is 11%

Two Track Growth

Accumulation Value Track

Income Value Track

Year	S&P 500 Annual Performance	Mary's Growth	Mary's Accum Value	Mary's Growth	Mary's Income Value
Year 1	+11%	6%	\$106,000	11%	\$111,000
Year 2	+12%	6%	\$112,360	11%	\$123,210
Year 3	-8%	0% - NO LOSS	\$112,360	0% - NO LOSS	\$123,210
Year 4	+8%	6%	\$119,101	8%	\$133,066
Year 5	+12%	6%	\$126,247	11%	\$147,704
Year 6	+7%	6%	\$133,822	7%	\$158,043
Year 7	-10%	0% - NO LOSS	\$133,822	0% - NO LOSS	\$158,043
Year 8	-7%	0% - NO LOSS	\$133,822	0% - NO LOSS	\$158,043
Year 9	+11%	6%	\$141,851	11%	\$175,428
Year 10	+12%	6%	\$150,363	11%	\$194,725

Hypothetical example. Not a representation of current or future results. Caps are for illustrative purposes and subject to change. Assumes no withdrawals.

Mary's Outcome for Emergencies

If Mary needs her money due to unforeseen circumstances, she can access this track.
(subject to surrender charge)

Mary's Outcome for Income

If Mary wants retirement income she can turn this track into an income she can't outlive.

“ The more income I have when I retire, the more outcomes I can enjoy. ”

Facts **Get the facts for your future.**

ING Income Outcome Annuity is a fixed annuity.

It offers a number of safe, solid features and benefits.

Great Guarantee: This product gives you a great guarantee no matter what happens with your strategy mix or the market index. You are guaranteed to earn at least 3% on 87.5% of your premium, less withdrawals and premium taxes. Remember, this is only the minimum guarantee. The product has the potential to earn much more.

Excellent Income: You may start a stream of income after the first contract year by choosing a payout period of at least ten years. You can even elect guaranteed income for life that assures you won't outlive your income. But remember, the way to get the highest retirement income possible is to hold this product at least 10 years prior to payout.

Tax Deferred Growth: You pay no income tax on the money you earn until you withdraw it. This helps you accumulate more than you would in a comparable taxable product.

Nursing Home Waiver: Owners are guaranteed access to the Accumulation Value without surrender charge if the annuitant becomes hospitalized or confined to an eligible nursing home for at least 30 consecutive days.

Death Benefit: The Accumulation Value is paid to the beneficiary, without surrender charge, upon death of the annuitant and may avoid probate.

Withdrawals: You have access to your money if you need it. You may withdraw interest from the Fixed Rate Strategy in the first contract year without a charge. After that, you may withdraw 10% of the Accumulation Value annually without a charge. Partial withdrawals are taken proportionately from each of the strategies. If more than the free amount is withdrawn, or if the annuity is surrendered, a surrender charge based on the total withdrawal in that contract year applies as follows:

Year:	1	2	3	4	5	6	7	8	9	10	11+
%:	12	12	12	10	8	7	6	5	4	2	0

In some states, lower charges may apply and charges may only apply to the amount withdrawn over 10% of the Accumulation Value.

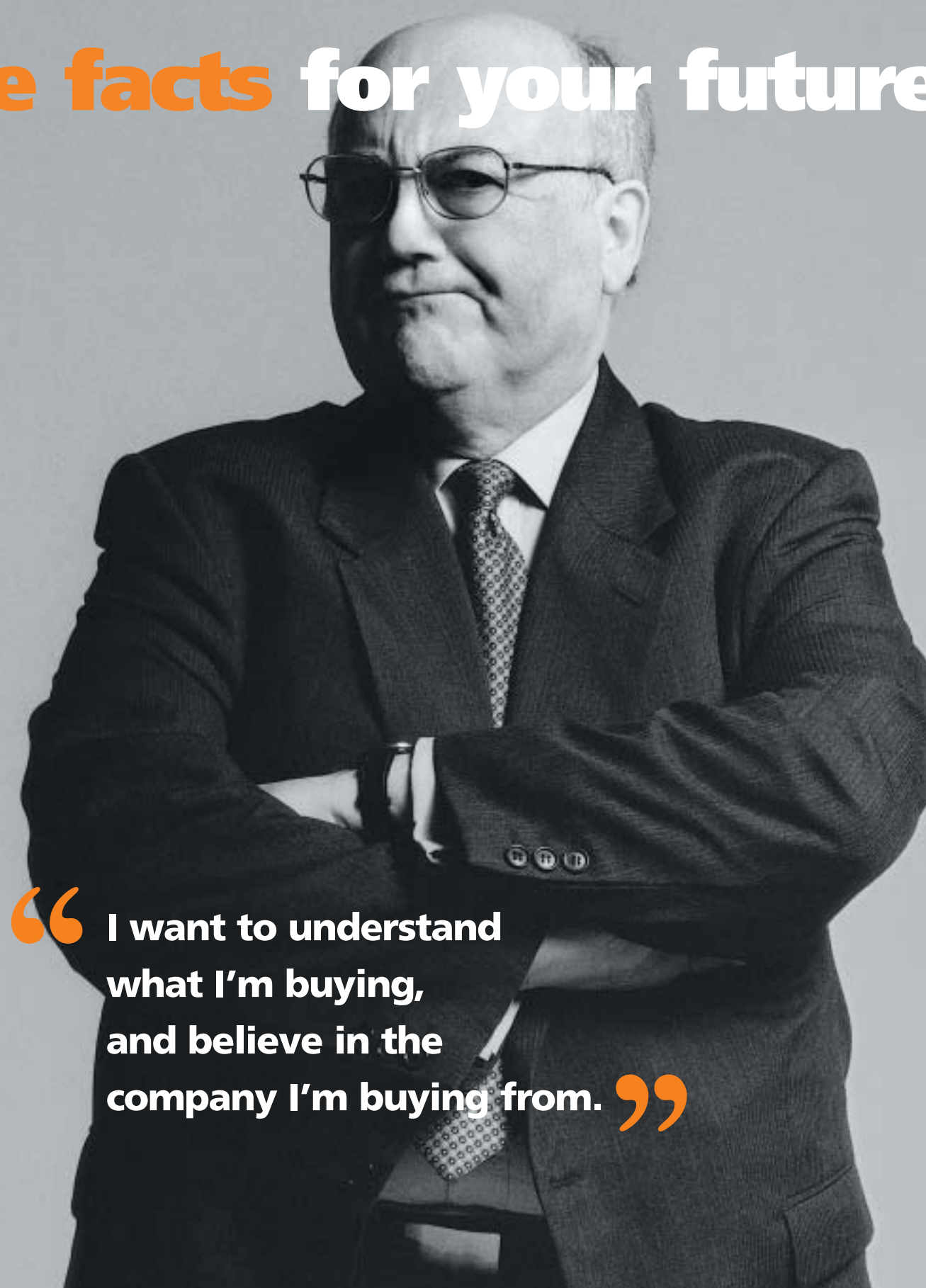
Flexible Premiums: You have a choice of flexible payments which can start as low as \$50 per month.

Easy Eligibility: You can purchase this product if you are age 75 or younger.

Financial Strength: ING Income Outcome Annuity is issued by ING USA Annuity and Life Insurance Company, a proud member of the ING Group. ING Group is one of the largest integrated financial services organizations in the world, offering a full range of financial products and services designed to meet the changing needs of its clientele. ING has 60 million clients in 60 countries worldwide and over \$583 billion in assets under management.* ING USA's annuity contracts are supported by a prudent, balanced investment approach which leaves us well positioned to meet our long-term obligations to you.

The parent company, ING Group, is not responsible for the contractual obligations of its member insurance companies.

*As of 12/31/2003



“ I want to understand what I'm buying, and believe in the company I'm buying from. ”

Outcome

It's not about putting it in. It's about getting it out.

Retirement planning.

When it comes right down to it:

It's not about putting it in.

It's about getting it out.

That's what the ING Income Outcome Annuity is all about. It can help you establish a retirement income...and achieve a retirement outcome...that is big enough to continue your standard of living and lasts long enough so you won't outlive your money.

So, don't let your retirement plans take a beating from the challenges of the future. Check out our FREE web site with FREE product information and a FREE retirement income calculator.

www.ing.com/incomeoutcome

Then contact your ING USA representative. His or her personalized service and professional advice can make sure the outcome is income for you.

