

July 17, 2006

Mr. Don Clark
Office of the Secretary
Federal Trade Commission
Room H-135 (Annex W)
600 Pennsylvania Ave., N.W.
Washington, D.C. 20580

RE: Proposed FTC Business Opportunity Rule R511993

Dear Mr. Clark:

It recently came to our attention that the Federal Trade Commission is considering a proposed rule that would dramatically hurt the business we do as Primerica Financial Services representatives. The proposed rule seems to be targeted as fraudulent business schemes. While it may be unintended, the rule would create huge hardships for us and for the many hardworking, honest individuals who earn part or all of their income as Primerica representatives.

We have been independent sales representatives with Primerica for twenty years. We currently live in Minnetonka, Minnesota. We both hold our series 6, 26 and 63 securities licenses as well as insurance licenses in several states.

Primerica is a subsidiary of Citigroup, Inc., a Fortune 100 company. The United States Securities and Exchange Commission, the National Association of Securities Dealers and the fifty state insurance commissioners stringently regulate our securities and term life insurance businesses. We get paid commissions on the sale of its financial products, not for our recruiting of new representatives.

When we began as independent sales representatives, we both held typical corporate jobs. We were introduced to a Primerica agent who showed us what "buy term, invest the difference" means. Our business was founded on making family and friends aware of the value of foregoing traditional, cash whole life insurance policies and instead purchasing lower cost term life insurance. The difference in the cost of premiums is then invested in mutual funds and other securities. This simple message has helped numerous

people to obtain reasonably priced financial protection and begin investing for their future. The Primerica opportunity also provided us with the ability to work together as husband and wife, set our own hours and goals, and build our business in the way we thought best.

We are very concerned with the FTC's proposed rule because we believe that it minimalizes the good work that we and tens of thousands of fellow Primerica representatives do for our families and our communities. In addition to having a devastating administrative and cost impact on our business, the proposed rule adversely discriminates against us because we are independent contractors, not employees. We are most concerned about the seven day delay before a prospective agent can join our team after being initially introduced to the Primerica business. This required delay sends a message to recruits that my company is a dangerous proposition.

Furnishing a list of the ten most recent local recruits is administratively difficult. It also subjects these individuals to unwanted recruiting phone calls by other organizations and could very well make them more vulnerable to identity theft. Do these new recruits waive their rights under Do Not Call rules? These new recruits also must pay for the incoming calls if the number listed is their cell phone. The costs associated with this requirement are extremely high and burdensome to each representative – the one doing the recruiting and the new recruits that are listed as references.

Finally, the "lawsuit" disclosure requirement our part-time agents who have limited resources and time. Primerica has very little litigation of any kind and no recruiting litigation at all. However, under the proposed rule, the recruiting agent would be required to disclose all the litigation of the 3000 Citigroup businesses no matter how irrelevant to Primerica and the decision to become a Primerica representative.

It is our belief that the honorable intention of the Federal Trade Commission was to regulate a small number of fraudsters. Unfortunately, the proposed rule will negatively impact tens of thousands of Primerica business people who have worked hard over the years to support their families by providing needed financial services to middle Americans. Our wish is that our son will someday take over the business that we worked so hard to build. We hope that this dream will not be dashed by this misguided and overbroad proposed rule.

Sincerely,

Dennis and Shawn Vaillant