

MERRILL LYNCH LIFE VARIABLE ANNUITY SEPARATE ACCOUNT C

Form 497J

August 19, 2009

Merrill Lynch Life Insurance Company

4333 Edgewood Road NE

Cedar Rapids, IA 52499

August 19, 2009

VIA EDGAR TRANSMISSION

Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 20549-0506

**Re: Merrill Lynch Consults AnnuitySM
Merrill Lynch Life Variable Annuity Separate Account C
Merrill Lynch Life Insurance Company
(File No. 333-73544)**

Commissioners:

On behalf of the above-captioned registrant, I hereby certify, pursuant to Rule 497(j) of the Securities Act of 1933, that the form of the prospectus dated May 1, 2008 (except the Prospectus Supplement dated August 17, 2009) and statement of additional information dated August 17, 2009, that would have been filed under paragraph (c) of Rule 497 does not differ from those contained in the most recently filed amendment to the above-captioned registration statement. The text of the registrant's most recent post-effective amendment was filed electronically via EDGAR.

If you have any questions regarding this certification, please call the undersigned at (319) 355-8330.

Sincerely,

/s/ Darin D. Smith

Darin D. Smith

General Counsel

cc: Mary E. Thornton, Esq.