

AUGUST 1, 2013

SIXTH AMENDMENT TO

MANAGEMENT AND ADMINISTRATIVE SERVICES AGREEMENT

among

FMR LLC, STRATEGIC ADVISERS, INC., AND FIDELITY BROKERAGE
SERVICES LLC

and

DELAWARE COLLEGE INVESTMENT BOARD
ACTING AS TRUSTEES OF THE
DELAWARE QUALIFIED TUITION SAVINGS PLAN TRUST

WHEREAS, the parties desire to clarify compensation language and update the name of a subcontractor to the Delaware College Investment Plan (the "Plan") of said Management and Administrative Services Agreement (the "Agreement");

WHEREAS, the parties now desire to amend said Agreement as provided for in Section 9.10 thereof;

NOW THEREFORE, in consideration of the above premises, the parties hereby amend the Agreement as follows:

I. Unless otherwise noted, defined terms used herein have the same meaning ascribed to them in the Agreement.

II. Section 4.3 is deleted and replaced with the following:

The investment management contract between Strategic and the Trust required under Section 1.2 hereof shall contain a provision under which Strategic shall be compensated for its investment management services in connection with the Portfolios of the Trust, other than the Bank Deposit Portfolio, in accordance with the terms of such investment management contract. During the term of this Agreement, the payment by the Trust of such compensation as provided in such investment management agreement shall be the only, and the complete, reimbursement to Fidelity for all expenses, of whatever nature, incurred by Fidelity in the performance hereof with the exception of the compensation paid by the Trust to FBS for the performance of services in connection with the Bank Deposit Portfolio. The payment by the Trust of such compensation to FBS for services in connection with the Bank Deposit Portfolio is set forth on Schedule B of the Agreement. The Trust, the Trustees, the Plan, and the State shall have no liability to

Fidelity for fees or compensation for services other than such compensation as set forth in the separate investment management agreement and on Schedule B of the Agreement.

III. Schedule A is deleted and replaced with the revised Schedule A attached hereto.

This Amendment is effective as of August 1, 2013.

SCHEDULE A

SUBCONTRACTORS


Pursuant to Sections 1.4 and 1.5 of the Management and Administrative Services Agreement, as amended, the Trustees hereby approve the following entities as subcontractors:

- Fiserv Solutions, Inc. and its Affiliates will provide services including but not limited to online electronic payment, processing, billing and transmissions for Fidelity's 529 online payment platform.
- Wells Fargo Bank, N.A. (the "Bank") will hold deposits in a FDIC-insured interest-bearing omnibus account for the Bank Deposit Portfolio.
- UMB Financial Corporation will provide data transmission services between the Bank and Fidelity for the Bank Deposit Portfolio.

IN WITNESS WHEREOF

DELAWARE COLLEGE INVESTMENT BOARD


By:



Jose Echeverri
Chairperson, Delaware College Investment Board

FIDELITY BROKERAGE SERVICES LLC

By:



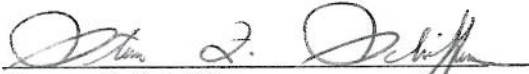
Sriram Subramaniam
President

Acknowledgement: State of _____, County of _____

On _____, 2013, before the undersigned officer, personally appeared the person identified above, or satisfactorily proven to be the person whose name is signed above, and acknowledged that s/he executed this document in the capacity indicated above.

Signature of Notary Public: _____
(seal)

FMR LLC

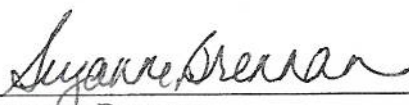
By: 
Steven F. Schiffman
Treasurer

Acknowledgement: State of _____, County of _____

On _____, 2013, before the undersigned officer, personally appeared the person identified above, or satisfactorily proven to be the person whose name is signed above, and acknowledged that s/he executed this document in the capacity indicated above.

Signature of Notary Public: _____
(seal)

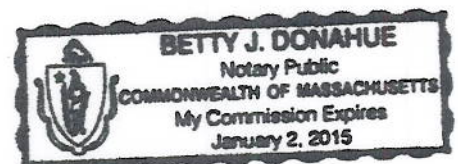
STRATEGIC ADVISERS, INC

By: 
Suzanne Brennan
Chief Operating Officer

Acknowledgement: State of Massachusetts County of Suffolk

On July 19, 2013, before the undersigned officer, personally appeared the person identified above, or satisfactorily proven to be the person whose name is signed above, and acknowledged that s/he executed this document in the capacity indicated above.

Signature of Notary Public: 
(seal)



CERTIFICATE OF AUTHORITY
FMR LLC
(the "Company")

In connection with the August 1, 2013 Amendment to Management and Administrative
Services Agreement

Among

FMR LLC, Fidelity Brokerage Services LLC, and Strategic Advisers, Inc.

and

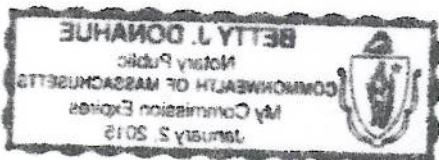
the Trustees of the Delaware Qualified Tuition Savings Plan Trust
(the "Amendment")

I, Peter D. Stahl, Assistant Secretary of FMR LLC (the "Company"), do hereby certify that Steven F. Schiffman is the duly elected, appointed and qualified Treasurer of the Company, is acting as such officer of the Company at the time of the signing of the Amendment, is duly authorized to sign the Amendment on behalf of the Company, and is empowered to bind the Company to the terms and conditions of the Amendment.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated below.

Date: _____

Peter D. Stahl
Assistant Secretary



CERTIFICATE OF AUTHORITY
Strategic Advisers, Inc.
(the "Company")

In connection with the August 1, 2013 Amendment to Management and Administrative
Services Agreement

Among

FMR LLC, Fidelity Brokerage Services LLC, and Strategic Advisers, Inc.

and

the Trustees of the Delaware Qualified Tuition Savings Plan Trust
(the "Amendment")

I, Peter D. Stahl, Assistant Secretary of Strategic Advisers, Inc. (the "Company"), do hereby certify that Suzanne Brennan is the duly elected, appointed and qualified Chief Operating Officer of the Company, is acting as such officer of the Company at the time of the signing of the Amendment, is duly authorized to sign the Amendment on behalf of the Company, and is empowered to bind the Company to the terms and conditions of the Amendment.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated below.

Date: _____

Peter D. Stahl
Assistant Secretary

CERTIFICATE OF AUTHORITY
Fidelity Brokerage Services LLC
(the "Company")

In connection with the August 1, 2013 Amendment to Management and Administrative
Services Agreement

Among

FMR LLC, Fidelity Brokerage Services LLC, and Strategic Advisers, Inc.
and

the Trustees of the Delaware Qualified Tuition Savings Plan Trust
(the "Amendment")

I, Peter D. Stahl, Assistant Secretary of Fidelity Brokerage Services LLC (the
"Company"), do hereby certify that Sriram Subramaniam is the duly elected, appointed
and qualified President of the Company, is acting as such officer of the Company at the
time of the signing of the Amendment, is duly authorized to sign the Amendment on
behalf of the Company, and is empowered to bind the Company to the terms and
conditions of the Amendment.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated
below.

Date: _____

Peter D. Stahl
Assistant Secretary

CERTIFICATE OF AUTHORITY
Fidelity Brokerage Services LLC
(the "Company")

In connection with the August 1, 2013 Amendment to Management and Administrative
Services Agreement

Among

FMR LLC, Fidelity Brokerage Services LLC, and Strategic Advisers, Inc.

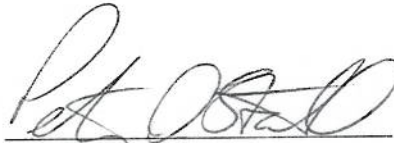
and

the Trustees of the Delaware Qualified Tuition Savings Plan Trust
(the "Amendment")

I, Peter D. Stahl, Assistant Secretary of Fidelity Brokerage Services LLC (the
"Company"), do hereby certify that Sriram Subramaniam is the duly elected, appointed
and qualified President of the Company, is acting as such officer of the Company at the
time of the signing of the Amendment, is duly authorized to sign the Amendment on
behalf of the Company, and is empowered to bind the Company to the terms and
conditions of the Amendment.

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below.

Date: _____



Peter D. Stahl
Assistant Secretary

CERTIFICATE OF AUTHORITY
Strategic Advisers, Inc.
(the "Company")

In connection with the August 1, 2013 Amendment to Management and Administrative
Services Agreement

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FMR LLC, Fidelity Brokerage Services LLC, and Strategic Advisers, Inc.

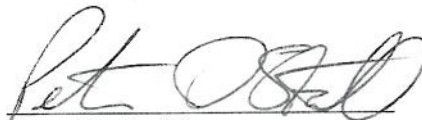
and

the Trustees of the Delaware Qualified Tuition Savings Plan Trust
(the "Amendment")

I, Peter D. Stahl, Assistant Secretary of Strategic Advisers, Inc. (the "Company"), do hereby certify that Suzanne Brennan is the duly elected, appointed and qualified Chief Operating Officer of the Company, is acting as such officer of the Company at the time of the signing of the Amendment, is duly authorized to sign the Amendment on behalf of the Company, and is empowered to bind the Company to the terms and conditions of the Amendment.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated below.

Date: _____

A handwritten signature in dark ink, appearing to read 'Pet. Stahl', written over a horizontal line.

Peter D. Stahl
Assistant Secretary

CERTIFICATE OF AUTHORITY
FMR LLC
(the "Company")

In connection with the August 1, 2013 Amendment to Management and Administrative
Services Agreement

Among
FMR LLC, Fidelity Brokerage Services LLC, and Strategic Advisers, Inc.
and
the Trustees of the Delaware Qualified Tuition Savings Plan Trust
(the "Amendment")

I, Peter D. Stahl, Assistant Secretary of FMR LLC (the "Company"), do hereby
certify that Steven F. Schiffman is the duly elected, appointed and qualified Treasurer of
the Company, is acting as such officer of the Company at the time of the signing of the
Amendment, is duly authorized to sign the Amendment on behalf of the Company, and is
empowered to bind the Company to the terms and conditions of the Amendment.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated
below.

Date: _____



Peter D. Stahl
Assistant Secretary