

OCTOBER 31, 2006
AMENDMENT TO INVESTMENT MANAGEMENT AGREEMENT
BETWEEN
STRATEGIC ADVISERS, INC.

and

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

WHEREAS, the Trustees desire to reduce fees to participants and expand the roster of investment options: and

THEREFORE, the parties the parties hereby Amend the Agreement as follows:

Schedules A and B are hereby deleted, and the new Schedules A and B attached hereto are adopted in their place.

IN WITNESS WHEREOF, the parties have set their hands as of the 31st day of October, 2006.

TREASURER, STATE OF DELAWARE
acting as Chairperson of the
DELAWARE COLLEGE INVESTMENT BOARD

By: Jack Markell
Jack Markell
Treasurer, State of Delaware

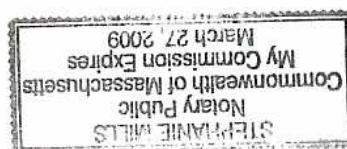
STRATEGIC ADVISERS, INC.

By: J. Gregory Wass
J. Gregory Wass
Assistant Treasurer

Acknowledgment: State of Massachusetts, County of Suffolk.

On November 10, 2006, 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: Stephanie Mills
(seal)



SCHEDULE A

Investment Management Guidelines for Delaware Qualified Tuition Savings Plan Trust

The Trustee hereby establishes investment guidelines dated November 16, 2006.

The Trust is composed of a number of investment pools ("Portfolios") dedicated exclusively to the management of the assets contributed by donors for ultimate direction to qualified higher education expenses.

There shall be two types of Portfolios. The first type of Portfolio ("changing allocation Portfolios") shall be designed to accommodate beneficiaries of similar ages. The second type of Portfolio ("static allocation Portfolios") shall be designed to accommodate beneficiaries without regard to age. The Portfolios shall have the following characteristics:

I. INVESTMENT OBJECTIVES

The investment objective of each changing allocation Portfolio shall be capital appreciation with reasonable safety of principal, consistent with the ages of the beneficiaries. For younger beneficiaries the Investment Manager shall place a greater emphasis on capital appreciation. For older beneficiaries, the Investment Manager shall place a greater emphasis on preservation of capital.

There shall be three static allocation Portfolios investing in mutual funds that are not index funds. The first Portfolio shall be invested 100% in equity mutual funds at all times. The second Portfolio shall be invested approximately 70% in equity mutual funds and 30% in bond mutual funds at all times. The third Portfolio shall be invested approximately 45% in bond mutual funds and 55% in money market mutual funds at all times.

The investment objective of the first static allocation Portfolio shall be growth of capital over the long term.

The investment objective of the second static allocation Portfolio shall be to maximize total return over the long term by allocating its assets among stock and bond mutual funds.

The primary investment objective of the third static allocation Portfolio is preservation of capital by allocating its assets among bond and money market mutual funds. Income is a secondary objective.

Each of the above Portfolios shall have a counterpart that is invested exclusively in index-based mutual funds. Each such index-based Portfolio shall have an investment objective identical to its counterpart that invests in non index-based mutual funds.

In addition, there shall be Portfolios that each invest in a single underlying index-based mutual fund. The investment objective of each such Portfolio shall be the same as the investment objective of the mutual fund in which it invests. Initially the mutual funds in which such Portfolios invest shall be as follows: Spartan 500 Index Fund; Spartan Total Market Index Fund; Spartan International Index Fund; Spartan Intermediate Treasury Bond Index Fund.

Finally, there shall be a Portfolio that invests exclusively in Fidelity Cash Reserves, a non-index based money market mutual fund. Its investment objective shall be the same as that of Fidelity Cash Reserves, as stated in the then-current prospectus for the mutual fund.

II. INVESTMENT PHILOSOPHY

The Trust's investment philosophy seeks to take advantage of the opportunities available through investing in separate portfolios of mutual funds geared to the Investment Objectives set forth above. The Investment Manager shall set the allocation of each Portfolio's assets in a portfolio of Fidelity Investments mutual funds consistent with the investment objectives of that Portfolio.

III. PORTFOLIO GUIDELINES

A. Universe

The available universe of the Portfolios shall include a broad list of Fidelity Investments mutual funds with investment objectives and policies running across several market category and capitalization lines, although the focus of the Investment Manager should usually be on larger and more seasoned funds.

B. Investment Restrictions

The Portfolios will not make any investments other than those set forth in Section III.A.

C. Changes in Portfolio Guidelines

In consultation with the Investment Manager, the Trustee may make such changes from time to time in the investment guidelines set forth in A and B above as it deems beneficial to accomplish the purposes of the Trust.

SCHEDULE B

Fee Schedule

The Investment Manager shall be entitled to receive a fee as follows:

Except as provided in the following paragraph: (i) for Portfolios that do not invest in index funds, the Trustee shall pay to the Investment Manager a fee accrued and computed daily and payable monthly at an annual rate of 0.15% of the net assets in all Portfolios not invested in index funds; (ii) for Portfolios that invest in index funds, the fee shall be computed by multiplying the net assets of such Portfolios by a rate computed as follows: (a) start with an annual rate of 0.50%; (b) subtract from (a) a rate equal to the then-current estimated annual dollar-weighted blended expense ratio for all the indexed mutual funds in which the Portfolio invests; (c) subtract from that result the fee of 0.05% of assets payable to Fidelity Brokerage Services LLC pursuant to section 4.3 of the Management and Administrative Services Agreement. The result shall be the annual rate of the Program Manager's fee for the Portfolio. Payment shall be made immediately following the end of each calendar month.

With respect to an amount equal to the sum of the amounts in all accounts in the Advisor College Investing Plan where the Participant is a resident of Delaware at the time of the establishment of the Account, Strategic Advisers' fee under this Agreement shall be reduced by an amount accrued and computed daily and payable monthly at an annual rate of .15% of the assets in such Accounts.

The Investment Manager will collect all fees from the assets of the Trust. Fees shall be payable solely out of the assets in the Accounts.

The Trustee agrees and acknowledges that in addition to the charges described above, each of the mutual funds that are chosen by the Investment Manager also has investment management fees and expenses.

The Investment Manager agrees and acknowledges that no assets of the Trust shall be invested in any mutual fund if a sales charge would be imposed on that investment.