

**SCHOLARSHARE PLAN FEE AND EXPENSE STRUCTURE AS OF 6/30/08: INDEX FUNDS**

<b>Portfolio</b>	<b>Estimated Underlying Fund Expenses<sup>1</sup></b>	<b>Program Manager Fee<sup>2</sup></b>	<b>State Fee<sup>3</sup></b>	<b>Miscellaneous Fee<sup>4</sup></b>	<b>Total Annual Asset-Based Fee<sup>5</sup></b>	<b>Annual Account Maintenance Fee<sup>6</sup></b>
Index Portfolio 2027	0.13%	0.27%	0.10%	N/A	0.50%	N/A
Index Portfolio 2024	0.13%	0.27%	0.10%	N/A	0.50%	N/A
Index Portfolio 2021	0.13%	0.27%	0.10%	N/A	0.50%	N/A
Index Portfolio 2018	0.14%	0.26%	0.10%	N/A	0.50%	N/A
Index Portfolio 2015	0.16%	0.24%	0.10%	N/A	0.50%	N/A
Index Portfolio 2012	0.16%	0.24%	0.10%	N/A	0.50%	N/A
Index Portfolio 2009	0.17%	0.23%	0.10%	N/A	0.50%	N/A
Index College Portfolio	0.18%	0.22%	0.10%	N/A	0.50%	N/A
Index 100% Equity Portfolio	0.12%	0.28%	0.10%	N/A	0.50%	N/A
Index 70% Equity Portfolio	0.14%	0.26%	0.10%	N/A	0.50%	N/A
Index Conservative Portfolio	0.19%	0.21%	0.10%	N/A	0.50%	N/A
Intermediate Treasury Index Portfolio	0.20%	0.20%	0.10%	N/A	0.50%	N/A
International Index Portfolio	0.20%	0.20%	0.10%	N/A	0.50%	N/A
Spartan 500 Index Portfolio	0.10%	0.30%	0.10%	N/A	0.50%	N/A
Total Market Index Portfolio	0.10%	0.30%	0.10%	N/A	0.50%	N/A

<sup>1</sup> The "Estimated Underlying Fund Expenses" are based on a weighted average of the expenses of the underlying mutual funds before reductions in which the Portfolio invests as of June 30, 2008.

<sup>2</sup> The "Program Manager Fee" is the percentage of net assets paid to Fidelity for performing services for the ScholarShare Plan.

<sup>3</sup> The "State Fee" is the percentage of net assets paid to California's ScholarShare Investment Board for administrative costs.

<sup>4</sup> The "Miscellaneous Fee" represents any other type of fee or expense imposed by the ScholarShare Plan.

<sup>5</sup> The "Total Annual Asset-Based Fee" illustrates the total asset-based fees assessed against net assets annually. Please refer to the "Hypothetical \$10,000 Investment Cost Chart" on page 26 to review the impact of fees and expenses on a hypothetical \$10,000 investment in the Plan over 1-, 3-, 5-, and 10-year periods.

<sup>6</sup> The "Annual Account Maintenance Fee" is the annual fee deducted from an account balance each year. The ScholarShare Plan does **NOT** assess an annual account maintenance fee.