



Mr. Kenneth Fisher
Chairman of the Audit Committee
University of Alaska
P.O. Box 755300
Fairbanks, AK

December 7, 2012

Re: College Savings Program - Direct Plans & John Hancock Freedom 529 and Education Trust of Alaska

Dear Mr. Fisher:

We have issued our opinions on the June 30, 2012 financial statements of the College Savings Program - Direct Plans & John Hancock Freedom 529 (the "CSP") and the Education Trust of Alaska (the "Trust"). Professional standards require that we communicate certain matters to those having responsibility for oversight of financial reporting. This letter is a summary of that information, and is intended solely for the use of you as Plan Sponsor and management of the CSP, Trustee of the Trust and management of the Trust and is not intended to be and should not be used by anyone other than these specified parties.

We are grateful for the cooperation and assistance we have received from you and the CSP's and Trust's service providers during the execution of our audits. We look forward to continuing to provide audit services to the CSP and Trust.

If you would like to discuss the results of our audits or any other matters in further detail, please feel free to call Chet Godrick at (410) 659-3350 or John McCardell at (410) 659-3628.

Very truly yours,

PricewaterhouseCoopers LLP

Required Communications

Matter to be communicated	Auditor's response
Auditor's responsibility under Auditing Standards Generally Accepted in the United States of America	Our responsibility under auditing standards generally accepted in the United States of America was described in our engagement letter for both the CSP and Trust dated September 1, 2012.
Planned scope and timing of the audit	Our planned scope and timing for both the CSP and Trust were communicated to James Lynch, Associate Vice President, in June 2012.
Significant accounting policies, alternative treatments within generally accepted accounting principles, and auditor's judgment about the quality of accounting policies and financial statement disclosures	<p>T. Rowe Price Associates, Inc., Program Manager to the CSP, has the primary responsibility for the accounting principles used by the CSP. Management of the University of Alaska has the primary responsibility for the accounting principles used by the Trust.</p> <p>Our consideration includes items significantly impacting the consistency of accounting policies and their application, and the clarity and completeness of the financial statements, including disclosures. Examples of such items include the selection of new or changed accounting policies; estimates, judgments and uncertainties; unusual transactions; and accounting policies relating to significant financial statement items, including the timing of transactions and the period in which they are recorded.</p> <p>The accounting policies used by the CSP and Trust, summarized in the notes of both the CSP's and Trust's financial statements, and financial statement disclosures, are consistent with those used in the prior year and appear appropriate.</p>
Management judgments and accounting estimates	<p>The CSP and Trust account for their investments at quoted market prices.</p> <p>We tested the expenses and accruals of the CSP and Trust for reasonableness via a search for unrecorded liabilities, test of details and performance of analytical procedures.</p> <p>We obtained and reviewed the actuarial report prepared by Milliman USA Consultants related to the tuition-value guarantee liability of the Trust. We discussed the assumptions used with the Trust's management and Milliman and reviewed the assumptions for reasonableness.</p>
Audit adjustments	There were no proposed adjustments arising from the CSP or Trust audits. Additionally, there are no uncorrected misstatements aggregated by us during prior engagements that were determined by you to be material, both individually and in the aggregate.

Matter to be communicated	Auditor's response
Other information in documents containing audited financial statements	<p>We have reviewed the John Hancock Freedom 529 Plan, T. Rowe Price College Savings Plan, and University of Alaska College Savings Plan annual reports which include selected financial data. We noted that the selected financial data included in each of the annual reports was consistent with the CSP audited financial statements.</p> <p>We have not reviewed any documents containing the audited financial statements of the Trust.</p>
Disagreements with management	We have had no disagreements with you.
Consultation with other accountants	We are not aware of any consultations between you and other accounting firms regarding any significant audit and accounting matters of the CSP or Trust.
Significant issues discussed, or subject to correspondence, with management prior to retention	No major issues were discussed with you prior to our appointment as auditor of the CSP or Trust.
Significant Difficulties encountered during the audit	No serious difficulties were encountered in the performance of our audits of the CSP and Trust.
Control Deficiencies	<p>In planning and performing our audits of the financial statements of the CSP and Trust as of and for the year ended June 30, 2012, in accordance with auditing standards generally accepted in the United States of America, we considered the CSP's and Trust's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinion on the CSP's and Trust's financial statements, but not for the purpose of expressing an opinion on the CSP's and Trust's internal control over financial reporting. Accordingly, we do not express an opinion on the CSP's or Trust's internal control over financial reporting.</p> <p>We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses during our audits of the CSP and Trust. A material weakness is a control deficiency, or combination of control deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected.</p>
Fraud and illegal acts	No irregularities, fraud or illegal acts involving senior management or others that would cause a material misstatement to the financial statements, came to our attention as a result of our audit procedures.
Potential effect on the financial statements of any significant risks and exposures	No significant risks identified during our audits of the CSP. Consistent with prior years, we have identified the tuition-value guarantee to be a significant risk given the level of estimation and variability to the Trust. We have concluded the liability is reasonably stated as of 6/30/12, however the guarantee liability is dependent on tuition inflation, investment return and

Matter to be communicated	Auditor's response
	account usage/withdrawal rates that are all subject to variability.
Material uncertainties related to events and conditions that may cast doubt on the ability to continue as a going concern	We are not aware of any material uncertainties that cast doubt on the CSP's or Trust's ability to continue as a going concern.
Other material written communications	Our representation letters dated September 14, 2012 for the CSP and November 9, 2012 for the Trust are attached.
Other matters	There are no other matters.

James F. Lynch
Associate Vice President
Phone: (907) 450-8121
Fax: (907) 450-8023



UNIVERSITY
of ALASKA
Many Traditions One Alaska

Butrovich Building
910 Yukon Drive, Suite 207
PO Box 755120
Fairbanks, AK 99775-5120
Jim.Lynch@alaska.edu

November 9, 2012

PricewaterhouseCoopers LLP
100 East Pratt Street, Suite 1900
Baltimore, MD 21202

We are providing this letter in connection with your audit of the combined statements of net assets of Education Trust of Alaska (the "Trust") as of June 30, 2012 (hereinafter referred to as the "balance sheet date") and the related combined statements of operations and changes in net assets for the year then ended (hereinafter referred to as the "period"), (hereinafter collectively referred to as the "financial statements"), for the purpose of expressing an opinion as to whether such financial statements present fairly, in all material respects, the financial position, results of operations and changes in net assets of the Trust in conformity with accounting principles generally accepted in the United States of America. We confirm that we are responsible for the fair presentation in the financial statements of the financial position, results of operations and changes in net assets in conformity with accounting principles generally accepted in the United States of America, including the appropriate selection and application of accounting policies.

Certain representations in this letter are described as being limited to those matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would have been changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, as of November 9, 2012, the date of your report, the following representations made to you during your audit:

General

1. The financial statements referred to above are fairly presented in conformity with accounting principles generally accepted in the United States of America (GAAP), and include all disclosures necessary for such fair presentation and disclosures otherwise required to be included therein by the laws and regulations to which the Trust is subject. We have prepared the Trust's financial statements on the basis that the Trust is able to continue as a going concern, including to meet its obligations in the ordinary course of business, and we are not aware of any significant information to the contrary.
2. We have made available to you
 - a. All financial records and related data.
 - b. Unconditional access to persons within the Investment Manager entity (the "Manager") and the Trust's service providers from whom you have requested audit evidence.

- c. All minutes of the meetings of committees or other governing bodies applicable to the Trust, including but not limited to, the Board of Regents, including summaries of actions of recent meetings for which minutes have not yet been prepared and the agenda for the November 7, 2012 meeting. The most recent meeting held was: November 7, 2012
 - d. Trust Documents and amendments thereto (individually or collectively referred to hereinafter as the "Governing Documents"), and all other agreements to which the Trust is subject.
 - e. All contracts or other agreements with the Trust's service providers.
 - f. All reports, findings, recommendations and communications (whether written or oral) from specialists or professional advisors engaged to review investments, systems, processes, operations, or compliance programs of the Manager, its affiliates, or the Trust.
3. We are responsible for all significant estimates and judgments affecting the financial statements. Significant estimates and judgments and their underlying assumptions, methods, procedures and the source and reliability of supporting data are reasonable and based on applicable guidance, and are appropriately disclosed in the financial statements. The procedures and methods utilized in developing assumptions, estimates and judgments are appropriate and have been consistently applied in the periods presented.

Legal and Regulatory Compliance

4. We have identified to you all regulatory agencies to which the Manager, its affiliates, and the Trust are subject, and for which noncompliance with their respective statutes, laws or regulations would have a material effect on the Trust's financial statements. There have been no communications from such regulatory agencies, including, but not limited to, the Internal Revenue Service, concerning noncompliance with or deficiencies in financial reporting practices.
5. There have been no violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency. We have received no communications from employees, former employees, regulators, service providers, counterparties, current or former investors, or anyone else relating to any violations or possible violations of laws or regulations affecting the Trust. We have informed you of all legal counsel retained by or on behalf of the Trust or any affiliated entity in connection with the affairs of the Trust.
6. There are no agreements (written or oral) between any of the Trust's affiliates and third parties which would permit market timing or late trading activity in the shares of mutual funds, whether or not permitted by such mutual fund's prospectus.
7. The Trust has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.

Fraud

8. We acknowledge our responsibility for the design and implementation of programs and controls to provide reasonable assurance that fraud is prevented and detected.
9. We have no knowledge of any fraud or suspected fraud affecting the Trust involving:
 - a. Management of the Trust, the trustee or their affiliates;
 - b. Employees of the Manager or its affiliates or the Trust's service providers who have significant roles in the Trust's internal control over financial reporting; or
 - c. Others where the fraud could have a material effect on the financial statements.
10. We have no knowledge of any allegations of fraud or suspected fraud affecting the Trust. We have received no communications from employees, former employees, regulators, service providers, counterparties, current or former investors, or anyone else relating to allegation of fraud or suspected fraud affecting the Trust.

(As to items 8, 9 and 10, we understand the term "fraud" to mean those matters described in Statement on Auditing Standards No. 99.)

Assets and Liabilities

Investments:

With respect to investments held:

11. There are no securities whose fair values have been estimated by the Trust.
12. Investments included in the Trust's financial statements have been stated at fair values as determined by the Manager in accordance with the valuation methods set forth in the Governing Documents and related policies and procedures. Such policies are in accordance with GAAP (e.g., fair value of an investment is that price which would be received to sell or paid to transfer, respectively, those assets or liabilities in orderly transactions between market participants).
13. We have informed you of any investments as of the balance sheet date that have restrictions on their sale or transferability. We have appropriately considered restrictions that are an attribute of the investment in our fair value determination.
14. All investments made during the period were in accordance with the investment policies stated in the Governing Documents. All investments made during the period were authorized by appropriate personnel.
15. We have made available to you all information obtained (whether written or oral) or prepared with respect to other investment funds in which the Trust holds an interest (an "investee trust"), including, but not limited to: (a) risk assessments; (b) due diligence documentation (e.g. questionnaires, summaries, reports); (c) audited and unaudited financial statements; (d) portfolio related information (e.g. detailed and/or summary portfolio listings); (e) NAV or capital account statements, (f) investor letters, and (g) other communications. When using the practical expedient to measure fair value at the net asset value per share (or its equivalent), we have determined that

the net asset values furnished to us by such investment funds in preparing the Trust's financial statements represents fair value at balance sheet date, in accordance with GAAP, and meet the criteria established by ASC 820, *Fair Value Measurement*, ASC 820-10-35-59.

16. The cost of portfolio securities was determined on the basis of specific identification method.

Assets:

17. The Trust has satisfactory title to all owned assets, including investments, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral, including, but not limited to, assets pledged or assigned as security for liabilities and performance of contracts, except as disclosed in the financial statements. All deposit and brokerage accounts and all investments and other assets of the Trust of which we are aware are included in the financial statements.
18. Receivables recorded in the financial statements including, but not limited to, receivables for unsettled transactions and interest income, represent bona fide claims against debtors, including prime brokers and counterparties, for transactions arising on or before the balance sheet date. Receivables do not include any material amounts which are collectible after one year. No losses are expected to be sustained on realization of the receivables.
19. We have evaluated all transfers of financial assets during the period, including, but not limited to, transfers between the Trust and other affiliates, to determine that control over the transferred assets has been surrendered and that all of the conditions in accordance with Accounting Standards Codification (ASC) 860, *Transfers and Servicing*, 860-10-40-5 have been met.

Liabilities:

20. All liabilities of the Trust of which we are aware are included in the financial statements including payables to affiliated entities for amounts in connection with the cost sharing program and reimbursement to University of Alaska. There are no other liabilities or gain or loss contingencies that are required to be accrued or disclosed by ASC 450, *Contingencies*, and no unasserted claims or assessments that the Trust's legal counsel has advised us are probable of assertion and required to be disclosed in accordance with that Topic.
21. The Trust does not have any ISDA agreements, line of credit or other borrowings, during the period and through the date of this letter.
22. The Trust is not an "SEC registrant" as that term is used in ASC 480, *Distinguishing Liabilities from Equity*, 480-10-65-1. The Trust does not have any mandatorily redeemable securities or other financial instruments that are within the scope of ASC 480-10-65, *Effective Date, Disclosures, and Transition for Mandatorily Redeemable Financial Instruments of Certain Nonpublic Entities and Certain Mandatorily Redeemable Noncontrolling Interests*, in the financial statements.

Statement of Operations

23. All expenses incurred by the Trust during the period are permissible under the terms of the Governing Documents.

Tax Matters

24. The Trust is organized as a qualified tuition program under Section 529 of the Internal Revenue Code of 1986, as amended, and intends to continue to qualify. Accordingly, the Trust is not subject to federal taxes.
25. There are no tax liabilities incurred by the Trust under the provision of ASC 740, *Income Taxes*.

Disclosure and Presentation of Financial Statements

26. We have appropriately reconciled the Trust's books and records (including, but not limited to, general ledger accounts, financial accounts maintained outside the general ledger and trial balances) underlying the financial statements to their related supporting information (e.g., sub ledger, third-party data). All related reconciling items considered to be material were identified and included on the reconciliations and were appropriately reflected in the financial statements, as necessary. There were no material unreconciled differences or material general ledger suspense account items that should have been adjusted or reclassified to another account balance. There were no other material general ledger suspense account items reclassified to a balance sheet account, which should have been written off to an income statement account and vice versa.
27. There are no material transactions, agreements or accounts that have not been properly recorded in the accounting records underlying the financial statements.
28. The following, if material, have been properly recorded or disclosed in the financial statements:
- a. Relationships and transactions with related parties, as described in ASC 850, *Related Party Disclosures*, including expenses for management fees, administration fees, incentive fees, purchases and sales of securities, transfers, affiliated investor capital, guarantees, other fees and expenses charged to the Trust, and amounts receivable from or payable to related parties.
 - b. Significant estimates and material concentrations known to us that are required to be disclosed in accordance with ASC 275, *Risks and Uncertainties*, 275-10-50. (Significant estimates are estimates at the balance sheet date that could change materially within the next year. Concentrations refer to matters such as volume of investment activity, available sources of financing, markets or geographic areas for which events could occur that would significantly disrupt investment performance within the next year.)
 - c. Guarantees, whether written or oral, under which the Trust is contingently liable.
29. There are no:
- a. Transactions made on margin and selling short.
 - b. Agreements to repurchase assets previously sold.
 - c. Fee income and expenses associated with stock lending and borrowing arrangements.
 - d. Transactions made in foreign currencies.

- e. Arrangements with financial institutions involving compensating balances, or other arrangements involving restrictions on cash balances, lines of credit, collateral posted or similar arrangements.
 - f. Financial instruments, including those with off-balance-sheet risk (including, but not limited to, swaps, forwards and futures), as required under GAAP. This includes the following information with respect to the off-balance-sheet risks and the concentrations of credit risk:
 - i. The extent, nature, and terms of financial instruments with off-balance-sheet risk.
 - ii. The amount of credit risk of financial instruments with off-balance-sheet risk and information about the collateral supporting such financial instruments.
 - g. Significant concentration of credit risk arising from all financial instruments, and information about the collateral supporting such financial instruments, whether from an individual counterparty/prime broker or group of counterparties/prime brokers in accordance with ASC 825, *Financial Instruments* and ASC 815, *Derivatives and Hedging* (ASC 815), 815-10-65.
 - h. Commitments to purchase or sell financial instruments, commitments on certain debt instruments such as revolving credit facilities and obligations to Trust capital calls.
30. The Trust has classified and disclosed financial assets and liabilities in the financial statements as Level 1, Level 2 and Level 3 in accordance with ASC 820, *Fair Value Measurement*, including a description of inputs and information used to develop valuation techniques as well as facts that required a change to such techniques, where applicable.
31. All borrowings and financial obligations of the Trust have been disclosed to you and are properly recorded in the financial statements.
32. We have evaluated the Trust's obligations or potential obligations as described in ASC 460, *Guarantees*, and have concluded that there are no oral or contractual indemnifications that need to be disclosed in the notes to the Trust's financial statements.

Other


33. We have no plans or intentions that may materially affect the Trust's carrying value or classification of assets and liabilities. We have no plans or intentions to liquidate the Trust or to cease operations.
34. We are not aware of any deficiencies in the design or operation of internal control over financial reporting. In addition, we are not aware of any deficiencies in the design or operation of internal control over financial reporting at the Trust's service providers.
35. There were no omissions from the participants' data provided to the Trust's actuary for the purpose of determining the tuition-value guarantee.
36. We assume responsibility for the findings of specialists in evaluating the tuition-value guarantee and have adequately considered the qualifications of the specialists in determining the amounts and disclosures used in the financial statements and underlying accounting records. We did not give nor cause any instructions to be given to specialists with respect to the values or amounts

derived in an attempt to bias their work, and we are not otherwise aware of any matters that have had an impact on the objectivity of the specialists.

37. The Trust has not made any commitments during the year as underwriter, nor did it engage in joint trading or a joint investment account.
38. The Trust has complied with the provisions of its trust documents and the requirements of the laws under which the Trust operates.

To the best of our knowledge and belief, no events have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustments to, or disclosure in, the aforementioned financial statements.

University of Alaska, Trustee for the Education Trust of Alaska

 11/9/12

James F. Lynch – Associate Vice President and Trust Administrator

 11/9/12

Myron Dosch – Controller

P.O. Box 89000
Baltimore, Maryland
21289-9999
100 East Pratt Street
Baltimore, Maryland
21202-1009
Phone 410-345-2000

September 14, 2012

PricewaterhouseCoopers LLP
100 East Pratt Street
Baltimore, MD 21202-1096

RE: College Savings Program - Direct Plans & John Hancock Freedom 529

We are providing this letter in connection with your audits of the statements of net assets of the College Savings Program- Direct Plans and John Hancock Freedom 529 (the "Plans") as of June 30, 2012 and the related statements of operations and changes in net assets, and the financial highlights for the period then ended (hereinafter collectively referred to as the "financial statements"), for the purpose of expressing an opinion as to whether such financial statements present fairly, in all material respects, the financial position, results of operations, changes in net assets, and financial highlights of the Plans in conformity with accounting principles generally accepted in the United States of America. We confirm that we are responsible for the fair presentation in the financial statements of the financial position, results of operations, changes in net assets, and financial highlights in conformity with accounting principles generally accepted in the United States of America, including the appropriate selection and application of accounting policies. This letter is intended to refer to and be binding individually to each Plan.

Certain representations in this letter are described as being limited to those matters that are material. Items are considered material, regardless of amount, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the omission or misstatement would have changed or influenced the judgment of a reasonable person relying on the information.

We confirm, to the best of our knowledge and belief, as of September 14, 2012, the date of your reports, the following representations made to you during your audits:

General

1. The financial statements are fairly presented in conformity with accounting principles generally accepted in the United States of America (GAAP), and include all disclosures necessary for such fair presentation and disclosures otherwise required to be included therein by the laws and regulations to which each Plan is subject. We have prepared each Plan's financial statements on the basis that each Plan is able to continue as a going concern, including to meet its obligations in the ordinary course of business, and we are not aware of any significant information to the contrary.
2. We have made available to you:
 - a. All financial records and related data of the Plans.
 - b. Unconditional access to persons employed by T. Rowe Price Associates, Inc., which has primary investment management responsibility for each Plan (the "Program Manager"), and each Plan's service providers from whom you have requested audit evidence. References

herein to "each Plan's service providers" are understood to mean, as applicable, service providers engaged directly by each Plan and service providers engaged by the Program Manager to perform services for each Plan.

- c. All minutes of the meetings of committees or other governing bodies applicable to each Plan, including but not limited to, the Asset Allocation Committee (including summaries of actions of recent meetings for which minutes have not been prepared). The most recent meetings held were: Asset Allocation Committee on July 20, 2012..
 - d. Plan documents and amendments thereto (individually or collectively referred to hereinafter as the "Governing Documents"), and all other agreements to which each Plan is subject.
 - e. All contracts or other agreements with each Plan's service providers.
 - f. All reports, findings, recommendations and communications (whether written or oral) from specialists or professional advisors engaged to review investments, systems, processes, operations, or compliance programs of each Plan.
 - g. Any side letter arrangements, whether written or oral, with any investors and that were entered into or cancelled during the period and for which noncompliance would have a material effect on each Plan's financial statements. Any such side letters are not prohibited under the terms of the Governing Documents.
 - h. Other documents pertaining to each Plan's liquidity terms, including applicable lock-up periods and redemption restrictions.
 - i. Redemption requests submitted or communicated by investors through the date of this letter.
3. We are responsible for all significant estimates and judgments affecting the financial statements. Significant estimates and judgments; their underlying assumptions, methods, and procedures; and the source and reliability of supporting data, are reasonable and based on applicable guidance. Those estimates and judgments are completely and appropriately disclosed in the financial statements; and, where relevant, appropriately reflect management's intent and ability to carry out specific courses of action. The procedures and methods used to develop assumptions, estimates, and judgments are appropriate and have been consistently applied in the periods presented. There have been no subsequent events which would require the adjustment of any significant estimate and related disclosures.

Legal and Regulatory Compliance

- 4. We have communicated to you all regulatory agencies to which the Program Manager, its affiliates, and each Plan are subject, and for which noncompliance with their respective statutes, laws or regulations would have a material effect on each Plan's financial statements. There have been no communications from such regulatory agencies, including, but not limited to, the Securities and Exchange Commission and the Internal Revenue Service, concerning noncompliance with or deficiencies in financial reporting practices.
- 5. The Program Manager is registered with the SEC as an investment adviser; is compliant with the provisions of the Investment Advisers Act of 1940 as of the balance sheet date; and has been so compliant at all times during the period and through the date of this letter.

6. There have been no violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency. We have received no communications from employees, former employees, regulators, service providers, counterparties, current or former investors, or anyone else relating to any violations or possible violations of laws or regulations affecting each Plan. We have informed you of all legal counsel retained by or on behalf of each Plan or any affiliated entity in connection with the affairs of each Plan.
7. There are no agreements (written or oral) between either of the Plan's affiliates and third parties which would permit market timing or late trading activity in the shares of mutual funds, whether or not permitted by each Plan's Governing Documents.
8. Each Plan has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.

Fraud

9. We acknowledge our responsibility for the design and implementation of programs and controls to provide reasonable assurance that fraud is prevented and detected.
10. We have no knowledge of any fraud or suspected fraud affecting each Plan involving:
 - a. The Program Manager of each Plan or its affiliates,
 - b. Employees of the Program Manager and each Plan, or their affiliates or its service providers who have significant roles in each Plan's internal control over financial reporting; or
 - c. Others where the fraud could have a material effect on the financial statements.
11. We have no knowledge of any allegations of fraud or suspected fraud affecting each Plan. We have received no communications from employees, former employees, regulators, service providers, counterparties, current or former investors, or anyone else relating to allegation of fraud or suspected fraud affecting each Plan.

(As to items 9, 10 and 11, we understand the term "fraud" to mean those matters described in Statement on Auditing Standards No. 99.)

Assets, Liabilities and Capital

Assets:

12. Each Plan has satisfactory title to all owned assets, including investments, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral, including, but not limited to, assets pledged or assigned as security for liabilities and performance of contracts, except as disclosed in the financial statements. All deposit and brokerage accounts and all investments and other assets of each Plan of which we are aware are included in the financial statements.
13. Receivables recorded in the financial statements including, but not limited to, receivables for unsettled transactions and receivables for interest income and dividend income, represent bona fide claims against debtors, including counterparties, for transactions arising on or before the

balance sheet date. Receivables do not include any material amounts which are collectible after one year. No losses are expected to be sustained on realization of the receivables.

14. We have evaluated all transfers of financial assets during the period, if any, including, but not limited to, transfers between each Plan and other affiliates, to determine that control over the transferred assets has been surrendered and that all of the conditions in accordance with Accounting Standards Codification (ASC) 860, *Transfers and Servicing*, 860-10-40-5 have been met.

Investments:

With respect to investments held:

15. Investments included in each Plan's financial statements have been stated at fair values as determined by the Program Manager of each Plan in accordance with the valuation methods set forth in the Governing Documents and related policies and procedures. Such policies are in accordance with GAAP (e.g., fair value of an asset or liability is that price which would be received to sell, or paid to transfer, that asset or liability in orderly transactions between market participants).
16. The valuation policies used for investments whose fair values have been estimated by the Program Manager of each Plan are appropriate and have been consistently applied and documented. The policies for fair value measurement are appropriately disclosed in each Plan's financial statements. The methods, assumptions, and inputs used are appropriate and result in a fair value appropriate for financial statement measurement and disclosure purposes. As of the balance sheet date, the investments for which fair value were determined by estimates made by the Program Manager of each Plan are appropriately disclosed in each Plan's financial statements.
17. We have informed you of any investments that, as of the balance sheet date, are subject to restrictions on sale or transferability. In our fair value determination, we have appropriately considered restrictions that are an attribute of the investment.
18. All investments made during the period were in accordance with the investment policies stated in the Governing Documents. All investments made during the period were authorized by appropriate personnel.
19. We have made available to you all information obtained (whether written or oral) or prepared with respect to other investment funds in which each Plan holds an interest (an "investee fund"), including, but not limited to: (a) risk assessments; (b) due diligence documentation (e.g. questionnaires, summaries, reports); (c) audited and unaudited financial statements; (d) portfolio related information (e.g. detailed and/or summary portfolio listings); (e) NAV or capital account statements, (f) investor letters, and (g) other communications. When using the practical expedient to measure fair value at the net asset value per share (or its equivalent), we have determined that the net asset values furnished to us by such investment funds in preparing each Plan's financial statements represents fair value at balance sheet date, in accordance with GAAP, and meet the criteria established by ASC 820, *Fair Value Measurements and Disclosures* (ASC 820), 820-10-35-59.
20. During the period, to the extent that investments were to be or should have been allocated amongst each Plan, such investments were allocated in a fair and equitable manner in accordance with the Governing Documents.

21. Investments distributed or contributed in-kind during the period have been valued in accordance with the valuation methods set forth in the Governing Documents and related policies and procedures. Such policies are in accordance with GAAP.

Liabilities:

22. All liabilities of each Plan of which we are aware are included in the financial statements at the balance sheet date. There are no other liabilities or gain or loss contingencies that are required to be accrued or disclosed by ASC 450, *Contingencies*, and no unasserted claims or assessments that each Plan's legal counsel has advised us are probable of assertion and required to be disclosed in accordance with that Topic.

Capital:

23. Except as disclosed to you and corrected in accordance with policies and procedures adopted for each Plan relating to the correction of net asset value calculation errors, net asset values, including the allocation of income, gains and losses, the calculation of management or similar fees where applicable, have been properly calculated throughout the period in accordance with the Governing Documents, after giving consideration to the terms identified in each investor's subscription document where applicable. The methodology was consistently applied throughout the period and was correctly applied in the computation of subscription and redemption transactions during the period.
24. Interests in each Plan have not been offered for sale either directly or indirectly, by any offering material or document or means other than by its Governing Documents. No offer or solicitations of any Plan interests have been made in any jurisdiction in which such offer or solicitation would be unlawful.

Statement of Operations

25. All expenses incurred by each Plan during the period, if any, are permissible under the terms of the Governing Documents.
26. We have appropriately classified distributions received from portfolio companies as return of capital, capital gains, or income based upon our knowledge of the earnings and profits of such portfolio companies.

Tax Matters

27. Each Plan is organized as a qualified tuition program under Section 529 of the Internal Revenue Code of 1986, as amended, and intends to continue to so qualify. Accordingly, each Plan is not subject to federal income taxes.

Disclosure and Presentation of Financial Statements

28. We have appropriately reconciled each Plan's books and records (including, but not limited to, general ledger accounts, financial accounts maintained outside the general ledger and trial balances) performed by the Program Manager underlying the financial statements to their related supporting information (e.g., sub ledger, third-party data). All related reconciling items considered to be material were identified and included on the reconciliations and were appropriately reflected in the financial statements, as necessary. There were no material un-reconciled differences or

material general ledger suspense account items that should have been adjusted or reclassified to another account balance. There were no material general ledger suspense account items written off to a balance sheet account, which should have been written off to a statement of operations account and vice versa.

29. There are no material transactions, agreements or accounts that have not been properly recorded in the accounting records underlying the financial statements.
30. The following, if material, have been properly recorded or disclosed in the financial statements:
 - a. Transactions made on margin and selling short.
 - b. Agreements to repurchase assets previously sold.
 - c. Transactions made in foreign currencies.
 - d. Relationships and transactions with related parties, as described in ASC 850, *Related Party Disclosures*, including expenses for management fees, administration fees, purchases and sales of securities, transfers, affiliated investor capital, guarantees, other fees and expenses charged to each Plan, and amounts receivable from or payable to related parties.
 - e. Significant estimates and material concentrations known to us that are required to be disclosed in accordance with ASC 275, *Risks and Uncertainties*, 275-10-50. (Significant estimates are estimates at the balance sheet date that could change materially within the next year. Concentrations refer to matters such as volume of investment activity, available sources of financing, markets or geographic areas for which events could occur that would significantly disrupt investment performance within the next year.)
 - f. Arrangements with financial institutions involving compensating balances, or other arrangements involving restrictions on cash balances, lines of credit, collateral posted or similar arrangements.
 - g. All financial instruments, including those with off-balance-sheet risk (including, but not limited to, swaps, forwards and futures), as required under GAAP. This includes the following information with respect to the off-balance-sheet risks and the concentrations of credit risk:
 - i. The extent, nature, and terms of financial instruments with off-balance-sheet risk.
 - ii. The amount of credit risk of financial instruments with off-balance-sheet risk and information about the collateral supporting such financial instruments.
 - h. Each significant concentration of credit risk arising from all financial instruments, and information about the collateral supporting such financial instruments, whether from an individual counterparty/prime broker or group of counterparties/prime brokers in accordance with ASC 825, *Financial Instruments* and ASC 815, *Derivatives and Hedging* (ASC 815), 815-10-50.
 - i. All pertinent rights and privileges of the units of each Plan.
 - j. Commitments to purchase or sell financial instruments.

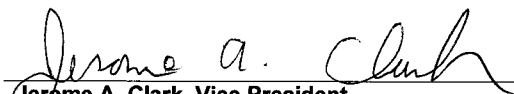
- k. Guarantees, whether written or oral, under which each Plan is contingently liable.
31. Each Plan's schedule of investments have been presented in all material respects in accordance with ASC 946, *Financial Services - Investment Companies* (ASC946), 946-210-50-1 through 50-10. The schedule of investments includes the separate presentation of all investments of each Plan in issuers (including subsidiaries and affiliates) that exceeds 5% of net assets at the balance sheet date. The classifications indicated in the schedule of investments represent an appropriate presentation of each Plan's investment portfolio as described in Note 2 to each Plan's financial statements.
 32. Each Plan has classified and disclosed financial assets and liabilities in the financial statements as Level 1, Level 2 and Level 3 in accordance with ASC 820, including a description of inputs and information used to develop valuation techniques as well as facts that required a change to such techniques, where applicable.
 33. All borrowings and financial obligations of each Plan have been disclosed to you and are properly recorded in the financial statements.
 34. We have evaluated each Plan's obligations or potential obligations as described in ASC 460, *Guarantees*, and have concluded that all necessary items including oral and contractual indemnifications have been disclosed in the notes to each Plan's financial statements.
 35. Each Plan has made appropriate disclosure in the financial statements with respect to any individual investor (including affiliated investors) which may represent a significant concentration (greater than 25%) in relation to each Plan's total net assets.
 36. Each Plan's liquidity terms, including applicable lock-up periods and redemption restrictions, have been appropriately disclosed in the financial statements.
 37. Each Plan's financial highlights have been computed in all material respects in accordance with ASC 946-205-50, including the determination as to what constitutes a "class" and the determination that each Plan is not a "limited-life Plan".
 38. Each Plan has met the conditions outlined in ASC 230, *Statement of Cash Flows*, 230-10-15-4, for not presenting a statement of cash flows.
 39. We have disclosed to you all significant contractual arrangements, whether written or oral, between each Plan and its service providers. We are not aware of any arrangements directing each Plan's assets to be utilized for purposes other than the original contractual intentions which have not been the subject of written amendments and/or formal Board approval. Additionally, we are not aware of any quantitatively and/or qualitatively significant arrangements, whether written or oral between the individual service providers to each Plan and its affiliates, which provide referral, rebate or other transfers of money or other assets that lack an appropriate business purpose.

Other

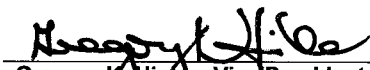
40. We have no plans or intentions that may materially affect each Plan's carrying value or classification of assets and liabilities. We have no plans or intentions to liquidate either Plan or to cease operations.

41. We are not aware of any deficiencies in the design or operation of internal control over financial reporting. We are also not aware of any deficiencies in the design or operation of internal control over financial reporting at the service providers.
42. The revenue sharing agreement between T. Rowe Price Associates, Inc. and John Hancock has been properly disclosed in the financial statements.
43. The revenue sharing between T. Rowe Price Associates, Inc. and the Education Trust of Alaska related to the College Savings Program - Direct Plans has been properly disclosed in the financial statements.
44. All directed brokerage and other expense reimbursement agreements, if any, have been properly disclosed in the financial statements.

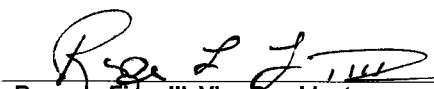
To the best of our knowledge and belief, no events have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustments to, or disclosure in, the aforementioned financial statements.




Jerome A. Clark, Vice President
T. Rowe Price Associates, Inc.



Gregory K. Hinkle, Vice President
T. Rowe Price Associates, Inc.



Roger L. Fiery III, Vice President
T. Rowe Price Associates, Inc.



Gregory S. Golczewski, Vice President
T. Rowe Price Associates, Inc.