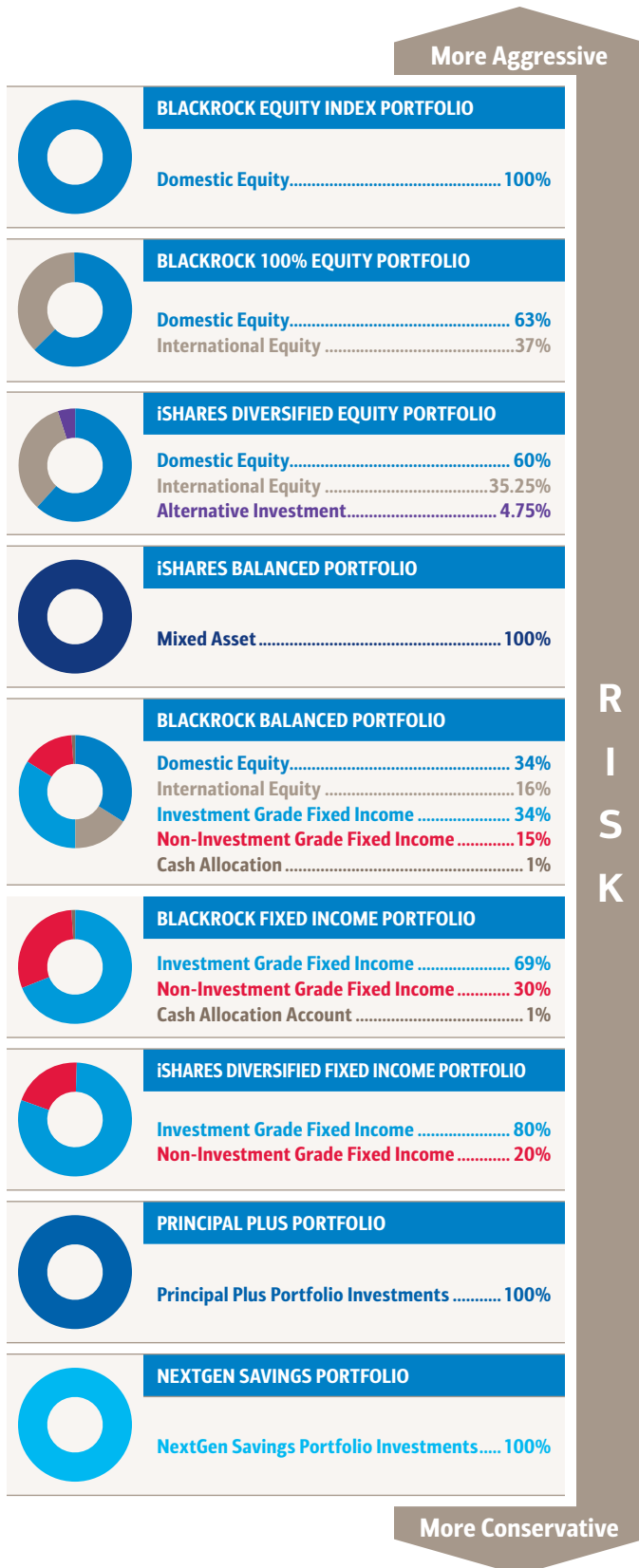


NextGen College Investing Plan[®] Client Direct Series

Target asset allocations of Diversified, Single Fund and Stable Principal portfolios



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Diversified Portfolios

Each Diversified Portfolio will have a specific investment strategy. Unlike the Age-Based Diversified Portfolios, each Diversified Portfolio is invested in a combination of underlying funds that is consistent with the established sector allocation of each Portfolio. These Portfolios allow you to build a strategy best suited to your investment needs.¹

The Diversified Portfolios are the BlackRock 100% Equity, BlackRock Fixed Income, BlackRock Balanced, iShares[®] Diversified Equity and iShares Diversified Fixed Income Portfolios.

Single-Fund Portfolios

These Portfolios invest in one underlying fund, allowing an allocation based on the underlying fund's range of investments.¹

The Single Fund Portfolios are the BlackRock Equity Index and iShares Balanced Portfolios.

Stable Principal Portfolios

These Portfolios strive to retain principal.¹

The **NextGen Savings Portfolio** is comprised exclusively of deposits in an interest-bearing, FDIC-insured bank account.

See important information on the last page regarding the Bank Deposit Account.

The **Principal Plus Portfolio** is currently invested in only a guaranteed interest account although it may also invest in corporate fixed income investments and/or similar instruments.

Please remember there's always the potential of losing money when you invest in securities.

Merrill Edge[®] is available through Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPF&S"), and consists of the Merrill Edge Advisory Center[™] (investment guidance) and self-directed online investing.

MLPF&S is a registered broker-dealer, Member SIPC and a wholly owned subsidiary of Bank of America Corporation.

Investment products:

| | | |
|----------------------|-------------------------|----------------|
| Are Not FDIC Insured | Are Not Bank Guaranteed | May Lose Value |
|----------------------|-------------------------|----------------|

Client Direct Series

| | PORTFOLIOS INCUR THE FOLLOWING ANNUAL ASSET-BASED FEES ² | | | ADDITIONAL INVESTOR EXPENSES |
|---|---|-----------------------------|--|------------------------------|
| | ESTIMATED UNDERLYING FUND EXPENSES ³ | MANAGEMENT FEE ⁴ | TOTAL ANNUAL ASSET-BASED FEES ⁵ | SALES CHARGES |
| Diversified Portfolios | | | | |
| BlackRock 100% Equity Portfolio | 0.58% | 0.00% | 0.58% | None |
| BlackRock Balanced Portfolio | 0.56% | 0.00% | 0.56% | None |
| BlackRock Fixed Income Portfolio | 0.53% | 0.00% | 0.53% | None |
| iShares Diversified Equity Portfolio | 0.11% | 0.20% | 0.31% | None |
| iShares Diversified Fixed Income Portfolio | 0.19% | 0.20% | 0.39% | None |
| Single-Fund Portfolios | | | | |
| BlackRock Equity Index Portfolio | 0.11% | 0.07% | 0.18% | None |
| iShares Balanced Portfolio | 0.23% | 0.20% | 0.43% | None |
| Stable Principal Portfolio | | | | |
| Principal Plus Portfolio | N/A ⁶ | 0.20% | 0.20% | None |



The College Investing Plan
for the Next Generation®



Program Administrator



Merrill Lynch, Pierce, Fenner & Smith
Incorporated, Program Manager

The NextGen plan is a Section 529 plan administered by the Finance Authority of Maine (FAME). Before you invest in the NextGen plan, request a NextGen College Investing Plan Program Description from your Maine bank or Merrill Edge, or call FAME at 800.228.3734, or download it from nextgenforme.com and read it carefully. The Program Description contains more complete information, including investment objectives, charges, expenses and risks of investing in the NextGen plan, which you should carefully consider before investing. You also should consider whether your home state or your designated beneficiary's home state offers any state tax or other benefits that are only available for investments in such state's 529 plan. Merrill Lynch, Pierce, Fenner & Smith Incorporated, a registered broker-dealer, Member SIPC, is the program manager and underwriter.

This brochure provides general information about portfolios offered in the NextGen College Investing Plan Client Direct Series.

Section 529 Qualified Tuition Programs are intended to be used only to save for qualified higher-education expenses. None of the Finance Authority of Maine, the Treasurer of the State of Maine, Bank of America, Merrill Lynch, any Sub-Advisor, or any Maine Distribution Agent, nor any of their affiliates provide legal, tax or accounting advice. You should consult your own legal and/or tax advisors before making any financial decisions.

¹ The investment strategies of Portfolios are subject to change. There can be no assurance that the strategy of any portfolio will be successful.

² Expressed as an annual percentage of the average daily net assets of each Portfolio, except the NextGen Savings Portfolio for which there are currently no Annual Asset-Based Fees or other fees or expenses, though the Program Manager and FAME reserve the right to charge fees in the future.

³ For Portfolios that invest in more than one Underlying Fund, the Underlying Fund expenses are based on a weighted average of each Underlying Fund's expense ratio that corresponds to the Portfolio's target asset allocation. Each Portfolio's target asset allocation for Portfolio Investments is effective as of the Program Description date, and each Portfolio's fees and expenses are based on the Underlying Fund's or Funds' most recent prospectus as of June 30, 2016. Underlying Fund fee and expense information may change from time to time. Updated expense information, if any, will be available online at nextgenforme.com or from the Program Manager by calling 877.4.NEXTGEN (463.9843).

⁴ The Management Fee for any Portfolio may be voluntarily reduced at any time on a temporary or permanent basis by the Program Manager. The Program Manager may pay a portion of the Management Fee or other compensation to FDS for acting as the Portfolio Servicing Agent.

⁵ Annual Asset-Based Fees are subject to change at any time, and are assessed against assets over the course of the year. See "Investment Cost Charts" on page 28 of the Program Description for the approximate cost of investing in the Program's Portfolios over 1-, 3-, 5- and 10-year periods.

⁶ The Principal Plus Portfolio does not invest in mutual funds or ETFs, and therefore has no Underlying Fund expenses. However, there are expenses associated with the New York Life GIA that reduce the interest credited thereunder. There are currently 0.20% of expenses associated with the New York Life GIA.

Important information regarding the NextGen Savings Portfolio. The portion of the underlying deposits in the Bank Deposit Account that is attributable to the Units held by a Participant in the NextGen Savings Portfolio is (a) eligible for FDIC insurance coverage of up to \$250,000 per Participant (calculated on a basis which aggregates that portion of the underlying deposits attributable to the Units held by the Participant in the NextGen Savings Portfolio with all FDIC-insured assets held by the Participant at the Bank) and (b) for purposes of FDIC insurance coverage only, considered to be held in the same ownership capacity as a Participant's other single ownership accounts held at the Bank. However, Units of the NextGen Savings Portfolio are not insured or guaranteed by the FDIC or any other agency of state or federal government, FAME, the Bank or the Program Manager, nor does a Participant have a direct beneficial interest or the rights of an owner in the underlying deposits in the Bank Deposit Account. Participants are responsible for monitoring the aggregated value of the portion of the underlying deposits of the NextGen Savings Portfolio attributable to the Units of such Portfolios held by a Participant plus their other deposits held directly with the Bank, for purposes of the \$250,000 FDIC insurance coverage limit. Deposits held in different ownership capacities, as provided in the FDIC rules, are insured separately. UGMA/UTMA Accounts are generally treated as assets of the Designated Beneficiary, and other types of trust Accounts may be treated as assets of the trustee, for purposes of the FDIC limit. Custodians of UGMA/UTMA Accounts and trustees of trust Accounts should consider how these assets will be treated for purposes of the FDIC limit. For more information, please visit fdic.gov. Capitalized terms used in this paragraph are defined in the NextGen College Investing Plan Program Description.

The Bull symbol, Merrill Edge, Merrill Edge Advisory Center and Merrill Lynch are trademarks of Bank of America Corporation.

iShares is a registered trademark of BlackRock, Inc., or its subsidiaries.

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