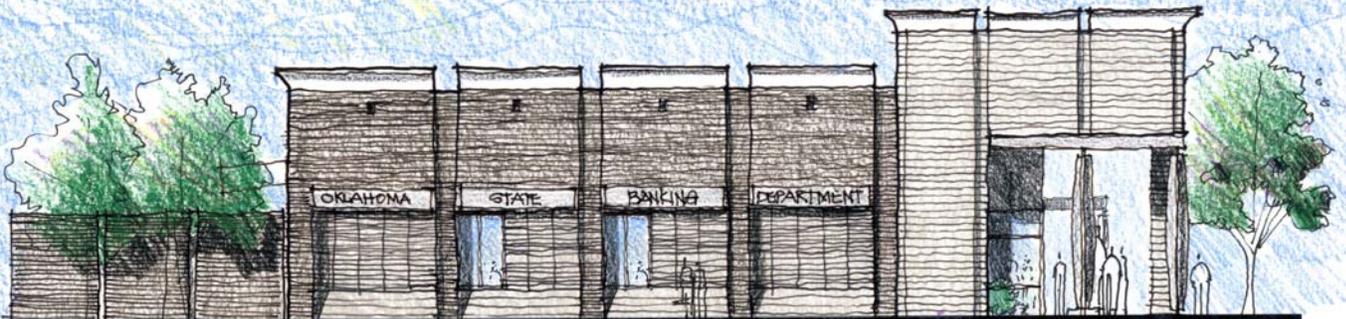




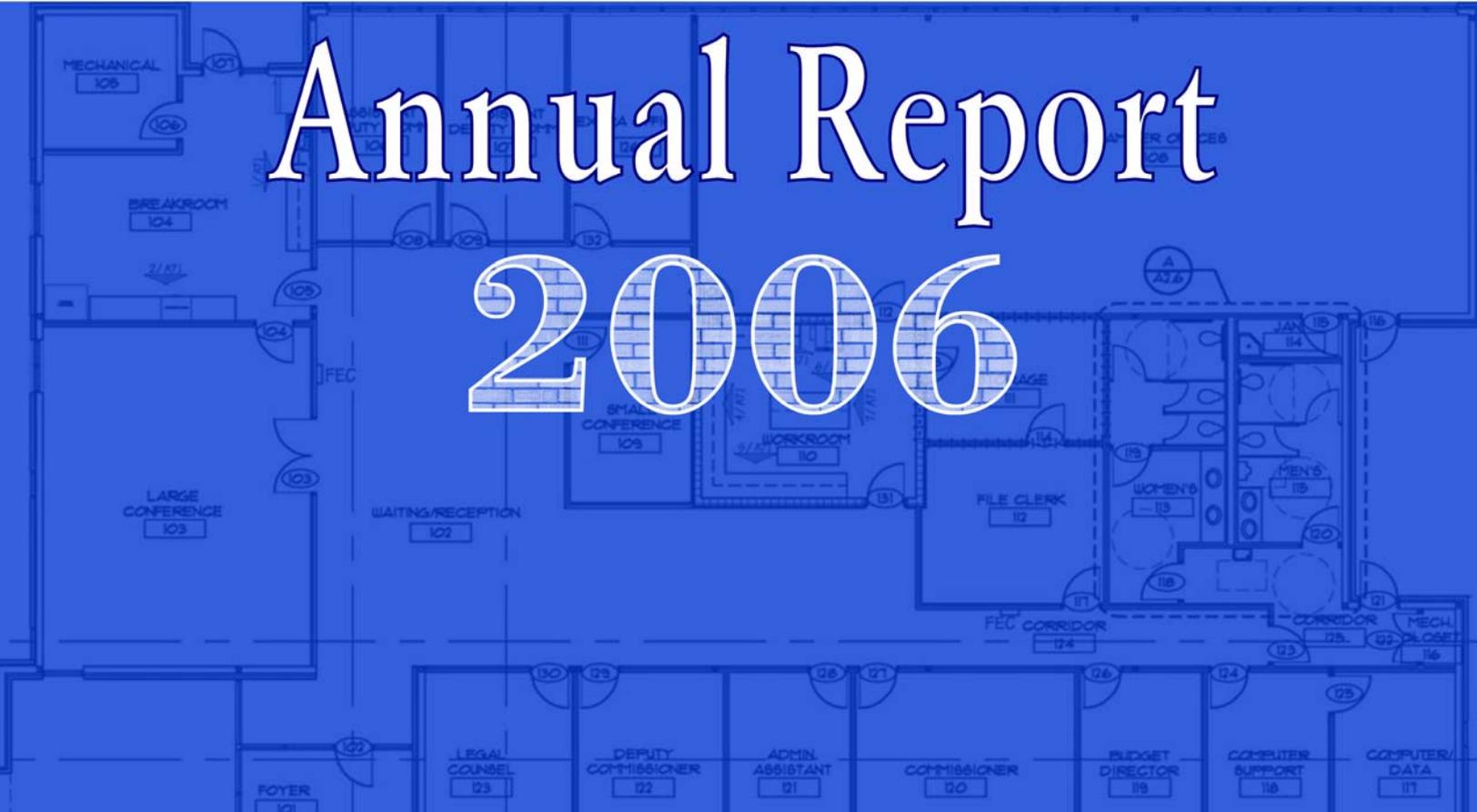
Oklahoma

State Banking Department

Banking Department - Building for the next century

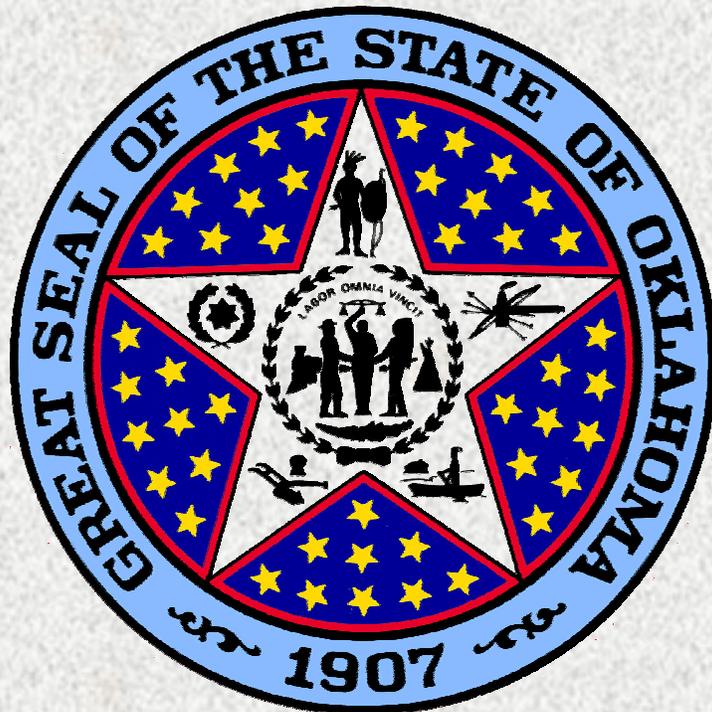


Annual Report 2006



BANKING DEPARTMENT ANNUAL REPORT

Fiscal Year Ending June 30, 2006



**Mick Thompson
COMMISSIONER**

On the Cover:

The future home of The Oklahoma State Banking Department. This view is the west side facing Lincoln Boulevard. The building should be completed sometime in early 2008 and will be the first new State office building built along Lincoln Boulevard under the Governor's plan for the Capitol Complex and Centennial Commemoration Commission.

Special Thanks to:

Rhonda Bruno, Sherbie Kiffin, Ilene Martzen, Debbie Moore, Angela Morris, Tony Reel, Terry Slagle and Stacey Tayar of the State Banking Department for the preparation and submission of the material used in this report and other contributions to the process of creating a finished product.

The Banking Department Architectural Committee – *Mick Thompson, Charles Griffith, Stacey Tayar, Rhonda Bruno and Deron Brubaker* for their time and effort in helping to create a building of which the industry and the state can be proud.

TAP Architecture for all the drawings used throughout this publication.

Kyle Lombardo, Project Manager, Department of Central Services, for his guidance in the design of the new Banking Department building.

This publication, printed by Oklahoma Correctional Industries (OCI) is issued by the Oklahoma State Banking Department as authorized by the Commissioner pursuant to §212 of the Oklahoma Banking Code and Rules and Regulations. 150 copies have been prepared and distributed at a cost of \$25.54 per copy at no cost to the Oklahoma Taxpayer. Copies have been deposited with the Publications Clearinghouse of the Oklahoma Department of Libraries.



STATE OF OKLAHOMA
STATE BANKING DEPARTMENT

November 1, 2006

The Honorable Brad Henry
Governor, State of Oklahoma
Room 212, State Capitol
Oklahoma City, Oklahoma 73105

Dear Governor Henry:

Pursuant to Title 6 O.S., Section 212 of the Oklahoma Banking Code and Rules and Regulations, I am pleased to submit the State Banking Department's 2006 Annual Report. This report contains information on the financial institutions the Department regulates as well as an update on the agency's budget and regulatory activities during the past year.

The State Banking Department is charged with regulating all state chartered banks, credit unions, savings and loan associations, trust companies, money order companies, and for-profit cemeteries in the State of Oklahoma. The total assets regulated by the State Banking Department is approximately \$28.6 Billion.

I hope you find this report informative and should you have any questions regarding the contents of this publication, please do not hesitate to contact me.

Sincerely,

A handwritten signature in dark ink, appearing to read "Mick Thompson", with a long, sweeping underline.

Mick Thompson
Commissioner

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Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

OKLAHOMA STATE BANKING DEPARTMENT

MISSION

The mission of the State Banking Department is to allocate human and other resources existing to implement an effective regulatory program for financial institutions. The Department has been, and will continue to be, an advocate of banking in the implementation of this program. However, our primary focus is to ensure the continuance of safe and sound financial practices in the state's financial institutions. It would follow that the financial services offered by these sound institutions would foster economic growth and meet the public demand for these services in their communities.

HOW MISSION IS ACCOMPLISHED

The Department is committed to the development of its staff through education, economic rewards and the availability of a pleasant work environment. For this reason, the following objectives have been formulated by the Department:

To strengthen the examination program by improving examination methods and procedures and by improving research and development to stay abreast of changes within the financial industry;

To improve training programs for Department personnel by more efficient utilization of funds and resources, enhancement of internal training programs, and early detection and identification of external schools and seminars to be attended;

To improve communication among bank management through regulatory agencies, public entities, and the general public;

To acquire and maintain the required physical and human resources to allow more efficient and consistent operation; and

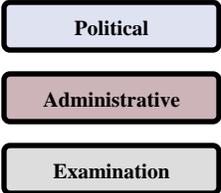
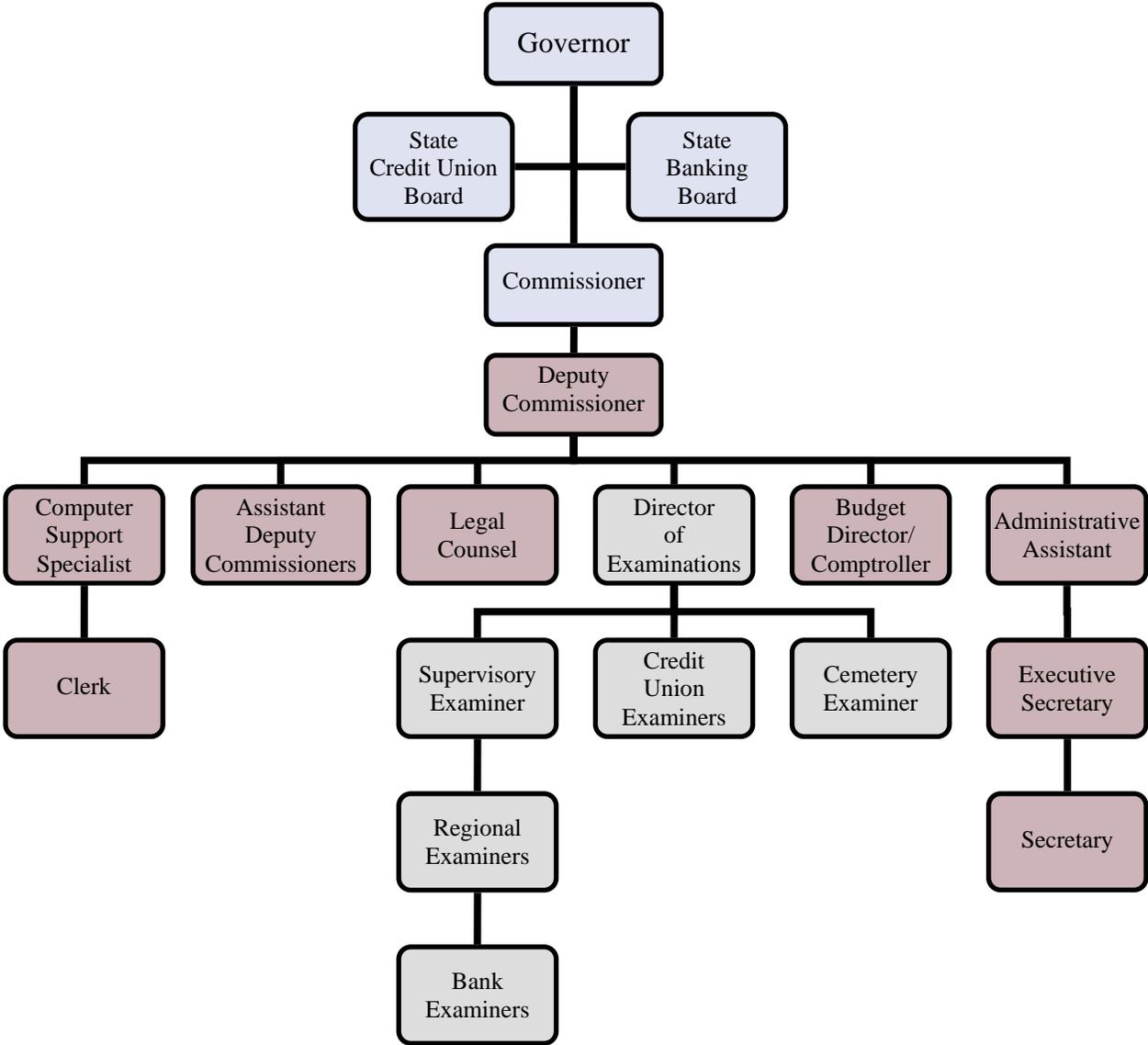
To improve the work environment, benefits and morale of Department personnel in order to enhance staff motivation and satisfaction, improve productivity, and reduce turnover.

HOW MISSION IS MEASURED

To accomplish this, the Banking Department examines banks, credit unions, and savings associations, and rates them based on safety and soundness. The Department also compares trends of capital requirements and assets of prior years.

The Department can then recognize weaknesses and implement formal and informal supervisory action to ensure compliance with applicable laws and prevent the failure of a financial institution. The Department can also compare the results of each examination to evaluate the progress of the bank, credit union, and savings association.

OKLAHOMA STATE BANKING DEPARTMENT ORGANIZATIONAL CHART



PERSONNEL

Mick Thompson	Commissioner
Charles R. Griffith	Deputy Commissioner
Dudley Gilbert	Legal Counsel
Sherbie L. Kiffin	Assistant Deputy Commissioner
Harold A. Reel	Assistant Deputy Commissioner
Rhonda Bruno	Budget Director/Comptroller
Stacey Tayar	Administrative Assistant
Deron Brubaker	Computer Support Specialist
Angela S. Morris	Executive Secretary
Deborah Moore	Secretary
Zenia Fiddes	Clerk

Randall J. Brooks	Director of Examinations
--------------------------	--------------------------

Jeffrey K. Bagby	Regional Examiner
K. Paul Qualls	Regional Examiner

Rick Nelson	Senior Examiner
Carter Mathews	Senior Examiner
Terry L. Slagle	Senior Examiner
Lance Lassiter	Senior Examiner
Wayne Arbuthnot	Senior Examiner
R. Kurt Blair	Senior Examiner
Roger L. Brock	Senior Examiner
Deloris Finley	Senior Examiner
Daryl Jones	Senior Examiner
Doyle Jones	Senior Examiner
Mike Faulkenberry	Senior Examiner
Jonathan Morphis	Senior Examiner
Randy Willard	Senior Examiner
Kandace Natale	Senior Examiner
Kenneth E. Fisher	Senior Examiner
Michael Kellum	Senior Examiner
Melanie Sparks	Senior Examiner
Donna Shaw	Senior Examiner

Ilene Martzen	Examiner
Shawn Burcham	Examiner
Laurie Ridgway	Examiner
Gwen Wright	Examiner
Michael Truitt	Examiner

Steven Coates	Examiner Trainee
Trisha Hoag	Examiner Trainee
Michael Morris	Examiner Trainee

THE SECOND REGULAR SESSION OF THE 50TH OKLAHOMA LEGISLATURE

HB 2483 (Nance of the House and Gumm of the Senate) Effective July 1, 2006

- Creates the Oklahoma Financial Transaction Reporting Act, which provides for regulation of money service businesses by the Oklahoma State Banking Department.
- Requires any money service business in Oklahoma to file a registration application and secure a license to engage in the business of money services (doing business as a money transmitter).
- Requires licensees to provide a list, to the Banking Commissioner, of each person to whom the necessary equipment to send or receive money has been supplied.

HB 2147 (Piatt of the House and Gumm of the Senate) Effective July 1, 2006

- Prohibits certain acts which involve or include a lender's name, trade name or trademark or the inclusion of loan number, amount of other information in certain solicitations without lender consent. Permits the use of such information if certain statement is provided.
- Creates a Task Force for the Study of State Banking Services.

HB 2626 (Pruett of the House and Rabon of the Senate) Effective November 1, 2006

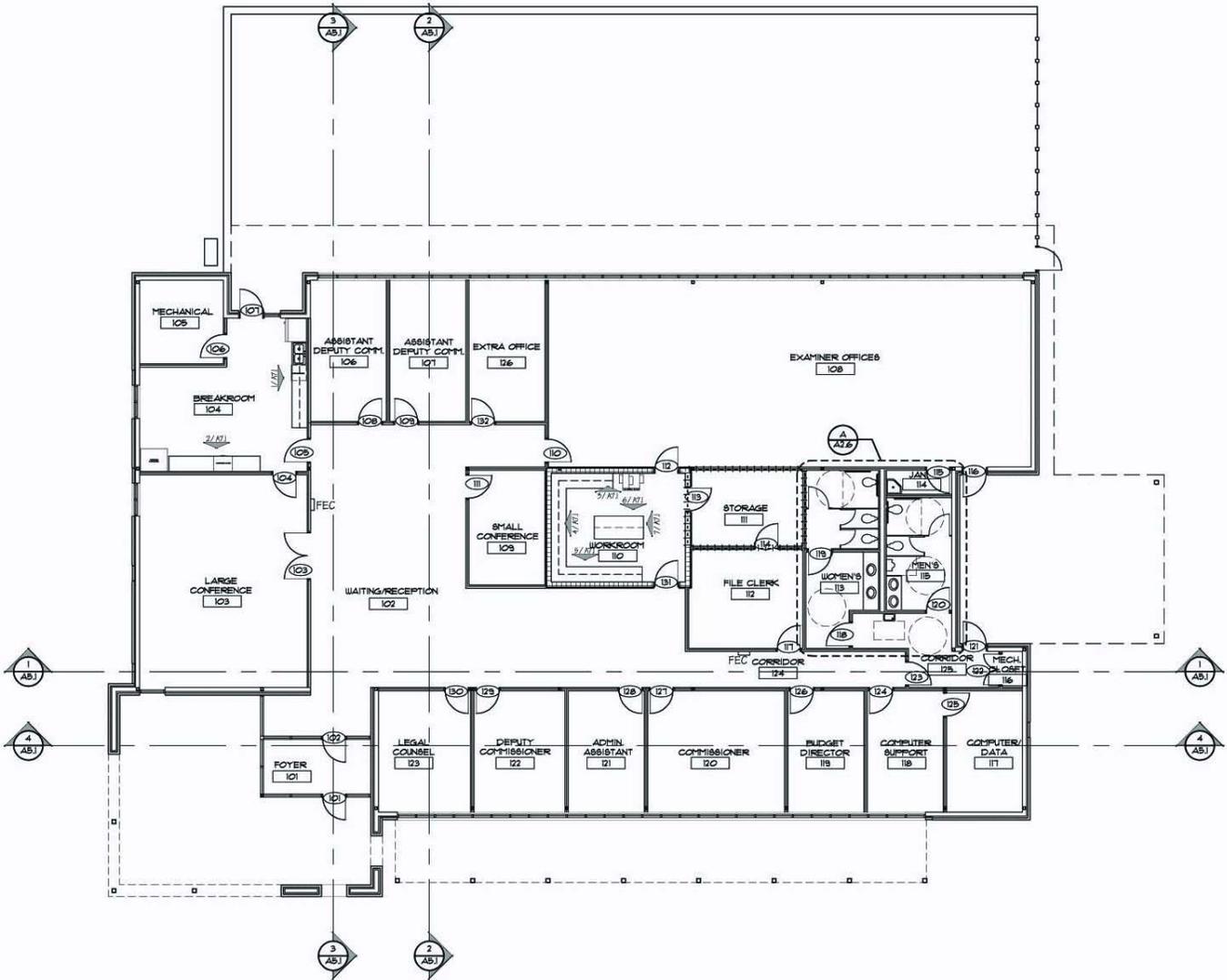
- Modifies and adds procedures regarding beneficiaries of "payable on death" or "P.O.D." accounts.
- Provides a procedure for granting access to a safe deposit box upon the death of the lessee of the box.

SB 1598 (Coffee of the Senate and Morgan of the House) Effective November 1, 2006

- Authorizes certain banks, trust companies and savings and loan associations to employ an affiliate to provide brokerage and other account services and to receive compensation for such services.

SB 1680 (Fisher of the Senate and Covey of the House) Effective June 6, 2006

- Creates the "Oklahoma Industrial Loan Company Branch Act of 2006".
- Limits the conditions under which an out-of-state industrial loan company may establish a de novo branch in Oklahoma.



1 REFERENCE PLAN
SCALE: 1/8" = 1'-0"

COMPARATIVE STATEMENT OF EXPENDITURES AND RECEIPTS

EXPENDITURES	FY-06	FY-05
Personal Services	\$3,405,930	\$3,022,982
Professional Services	10,743	23,342
Travel	383,084	317,878
Equipment	28,685	57,150
Other Operating Expenses	181,282	225,620
TOTAL	\$4,009,724	\$3,646,972

RECEIPTS	FY-06	FY-05
Assessments Deposited into GRF	\$1,004,766	\$907,830
Fees Deposited into the Banking Department's Revolving Funds		
- Bank and Trust Fees	4,486,816	3,885,796
- Trust Companies	171,425	44,868
- Credit Union	449,532	446,203
- Savings and Loan Associations	3,009	3,038
- Money Order Companies	30,690	32,260
- Cemeteries	60,200	54,950
- Misc. Fees	734	130
TOTAL ASSESSMENTS & FEES	\$6,207,172	\$5,375,075

INSTITUTIONS SUPERVISED

As of June 30, 2006

Types of Institutions	Number	Examinations Performed 7/1/2005 to 6/30/2006
Commercial Banks*	184	87
Bank Trust Departments		
- Active	21	10
- Inactive**	12	N/A
Savings and Loans	2	2
Trust Companies	12	6
Credit Unions	26	19
Money Order Companies	15	2
Perpetual Care Cemeteries	41	19
Cemetery Merchandise Permittees***	27	14
Total	339	159

*Commercial banks: 65 were independent exams and 22 joint with FDIC or Federal Reserve.

**Trust Departments endowed with trust powers which do not at present provide fiduciary supervision for any trust accounts.

***All cemeteries have perpetual care funds established, but not all cemeteries are cemetery merchandise permittees. A total of 19 perpetual care examinations occurred and of that total 14 were also cemetery permittees.

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

STATE BANKING BOARD

Mick Thompson

Chairman
State Bank Commissioner
Oklahoma City
(Term expires September 1, 2008)

David Burrage

President & CEO
FirstBank
Antlers
(Term expires May 6, 2012)

Chris Conn

Executive Vice President
The F&M Bank & Trust Company
Tulsa
(Term expires June 1, 2009)

John Goad

President
Kirkpatrick Bank
Edmond
(Term expires June 1, 2008)

Gordon Greer

Vice Chairman
BancFirst
Tulsa
(Term expires June 1, 2009)

Jim Meyer

Lay Member
Oklahoma City
(Term expires June 1, 2012)

Bob Newcomb

Vice Chairman of the Board
Bank of Western Oklahoma
Elk City
(Term expires June 1, 2007)

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

As of December 31, 2005

Number of Banks – 186

ASSETS	Thousands of Dollars
Cash and Due from Banks	1,358,601
Securities	4,841,971
Federal Funds Sold	695,055
Loans – Net of Reserve	16,427,489
Bank Premises – F&F	577,887
Other Real Estate Owned	43,915
Intangible Assets	137,939
Other Assets	620,476
TOTAL ASSETS	24,703,333

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	4,437,936
Interest-bearing Accounts	16,148,553
TOTAL DEPOSITS	20,586,489
Federal Funds Purchased	547,807
Other Borrowed Money	1,003,220
Subordinated Notes and Debentures	8,933
Other Liabilities	142,346
TOTAL LIABILITIES	22,288,795
Limited – Life Preferred Stock	0

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	23,390
Common Stock	135,176
Surplus	824,573
Undivided Profits	1,431,399
TOTAL EQUITY CAPITAL	2,414,538
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	24,703,333

	12-31-2005	12-31-2004	12-31-2003
Percentage of Total Capital to Total Assets	9.77%	9.84%	9.66%
Percentage of Total Capital to Total Deposits	11.73%	11.95%	11.95%
Percentage of Total Loans to Total Deposits	79.80%	79.34%	80.83%
Percentage of Cash Reserve to Total Deposits	6.60%	5.92%	6.85%

CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED BANKS As of June 30, 2006

Number of Banks – 184

ASSETS	Thousands of Dollars
Cash and Due from Banks	1,262,694
Securities	5,037,961
Federal Funds Sold	993,737
Loans – Net of Reserve	16,847,079
Bank Premises – F&F	602,464
Other Real Estate Owned	39,793
Intangible Assets	173,329
Other Assets	675,723
TOTAL ASSETS	25,632,780

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	4,453,332
Interest-bearing Accounts	17,009,351
TOTAL DEPOSITS	21,462,683
Federal Funds Purchased	636,229
Other Borrowed Money	921,421
Subordinated Notes and Debentures	10,683
Other Liabilities	143,257
TOTAL LIABILITIES	23,174,273
Limited – Life Preferred Stock	0

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	23,300
Common Stock	134,930
Surplus	889,033
Undivided Profits	1,411,244
TOTAL EQUITY CAPITAL	2,458,507
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	25,632,780

	6-30-2006	6-30-2005	6-30-2004
Percentage of Total Capital to Total Assets	9.59%	9.95%	9.58%
Percentage of Total Capital to Total Deposits	11.45%	12.09%	11.57%
Percentage of Total Loans to Total Deposits	78.35%	80.76%	76.41%
Percentage of Cash Reserve to Total Deposits	5.88%	6.39%	6.97%

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

Selected Performance and Condition Ratios

	6-30-2006	12-31-2005	6-30-2005	12-31-2004	6-30-2004	12-31-2003
Number of Banks Reporting	184	186	187	187	183	185
Unprofitable Banks	3.26%	2.69%	2.14%	5.35%	2.73%	4.32%
Banks with Earnings Gains	67.93%	69.89%	61.50%	60.43%	61.20%	54.05%
Yield on Earning Assets	7.12%	6.43%	6.09%	5.81%	5.71%	5.94%
Net Interest Margin	4.58%	4.56%	4.48%	4.50%	4.45%	4.29%
Noninterest Inc./Earning Assets	1.16%	1.21%	1.18%	1.23%	1.25%	1.30%
Noninterest Exp./Earning Assets	3.54%	3.64%	3.58%	3.70%	3.64%	3.60%
Net Operating Income to Assets	1.49%	1.41%	1.40%	1.31%	1.38%	1.22%
Cash Dividends to Net Income	69.18%	63.13%	74.85%	51.97%	51.58%	59.98%
Return on Assets (ROA)	1.48%	1.41%	1.42%	1.32%	1.39%	1.26%
Return on Equity (ROE)	15.33%	14.25%	14.31%	13.44%	14.18%	13.01%
Loan Loss Reserve to Loans	1.17%	1.14%	1.16%	1.17%	1.25%	1.25%
Noncurrent Loans to Loans	0.76%	0.89%	0.95%	0.98%	1.12%	1.04%
Core Capital (Leverage) Ratio	9.46%	9.68%	9.55%	9.58%	9.41%	9.24%
Tier 1 Risk-Based Capital Ratio	12.55%	12.75%	12.79%	13.04%	13.14%	12.72%
Total Risk-Based Capital Ratio	13.60%	13.78%	13.83%	14.11%	14.25%	13.86%



The south side of the new building with a view of the Capitol.

SUMMARY OF CHANGES OKLAHOMA STATE CHARTERED BANKS

July 1, 2005 through June 30, 2006

TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2005	187
Add:	
NEW BANK CHARTERS	0
CONVERSIONS TO STATE BANKS	1
Less:	
CONVERSIONS TO NATIONAL BANKS	1
MERGERS	
- State Banks merged into Other State Banks	2
- State Banks merged into National Banks	1
TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2006	184

APPLICATIONS APPROVED BY THE STATE BANKING BOARD July 1, 2005 through June 30, 2006

NEW BANK CHARTERS

None

CONVERSIONS FROM NATIONAL BANKS TO STATE BANKS

1. Community National Bank, Alva, Oklahoma; approval date April 19, 2006.

MERGERS

1. Southwestern Bancshares, Inc., Oklahoma City, Oklahoma; merger with and into First United Bank and Trust Company, Durant, Oklahoma; approval date November 16, 2005.
2. The Farmers State Bank, Hazelton, Kansas; merger with and into Meno Guaranty Bank, Meno, Oklahoma; approval date December 21, 2005.
3. Park State Bank, Nicoma Park, Oklahoma; merger with and into BancFirst, Oklahoma City, Oklahoma; approval date January 18, 2006.
4. The State Bank, Winfield, Kansas; merger with and into The Bank of Beaver City, Beaver, Oklahoma; approval date June 21, 2006.

PURCHASE AND ASSUMPTION OF BANKS

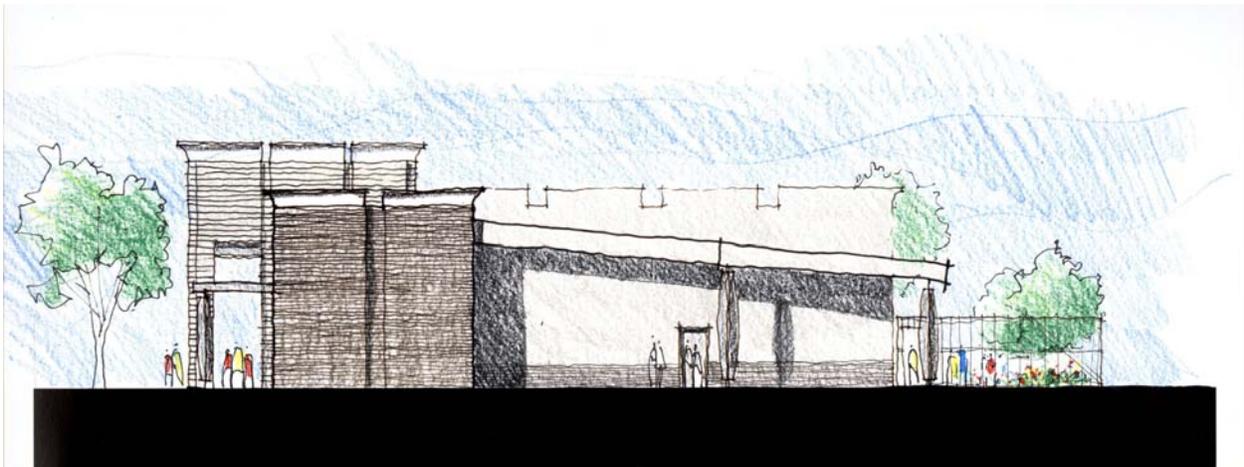
1. Cleo State Bank, Cleo Springs, Oklahoma; purchase and assumption of Meno Guaranty Bank, Meno, Oklahoma; approval date December 21, 2005.

DE NOVO BRANCHES

1. The Bank of Beaver City, Beaver, Oklahoma; branch at 10 East Tucker Road, Liberal, Kansas; approval date June 21, 2006.

ACQUIRED BRANCHES

1. Cleo State Bank, Cleo Springs, Oklahoma; acquired branch at Highway 60 and Main Street, Meno, Oklahoma; approval date December 21, 2005.
2. Meno Guaranty Bank, Meno, Oklahoma; acquired branch at 401 East Main Street, Hazelton, Kansas; approval date December 21, 2005.
3. BancFirst, Oklahoma City, Oklahoma; acquired branch at 2414 North Westminster Road, Nicoma Park, Oklahoma; approval date January 18, 2006.



The east side of the new building facing the parking lot. The courtyard is to the right.

**APPLICATIONS APPROVED
BY THE BANK COMMISSIONER
July 1, 2005 through June 30, 2006**

PURCHASE AND ASSUMPTION OF BANKS

1. First United Bank and Trust Company, Durant, Oklahoma; purchase and assumption of Southwestern Bank, Oklahoma City, Oklahoma; approval date November 16, 2005.

DE NOVO BRANCHES

1. First Bank & Trust Co., Duncan, Oklahoma; branch at 2400 Alameda Street, Norman, Oklahoma; approval date July 12, 2005.
2. FirstBank, Antlers, Oklahoma; branch at 704 South Broadway, Coalgate, Oklahoma; approval date July 6, 2005.
3. Peoples Bank, Oklahoma City, Oklahoma; branch at 12401 North May, Oklahoma City, Oklahoma; approval date July 6, 2005.
4. Armstrong Bank, Muskogee, Oklahoma; branch at 800 West Ruth Avenue, Sallisaw, Oklahoma; approval date July 25, 2005.
5. SpiritBank, Tulsa, Oklahoma; branch at 200 East Highway 33, Perkins, Oklahoma, approval August 25, 2005.
6. BancFirst, Oklahoma City, Oklahoma; branch at 2809 East 101st Street, Tulsa, Oklahoma; approval date July 26, 2005.
7. Legacy Bank, Hinton, Oklahoma; branch at 1289 East 15th Street, Edmond, Oklahoma; approval date August 5, 2005.
8. Citizens Bank of Ada, Ada, Oklahoma; branch at 1419 North Country Club Road, Ada, Oklahoma; approval date September 8, 2005.
9. The Bank of Kremlin, Kremlin, Oklahoma; branch at 3901 La Mesa Drive, Enid, Oklahoma; approval date October 3, 2005.
10. Bank of Commerce, Stilwell, Oklahoma; branch at 26263 Highway 82, Park Hill, Oklahoma; approval date October 10, 2005.
11. First United Bank and Trust Company, Durant, Oklahoma; branch at 1221 Arlington, Ada, Oklahoma; approval date November 9, 2005.
12. Bank 2, Oklahoma City, Oklahoma; branch at 1701 South Morgan Road, Oklahoma City, Oklahoma; approval date November 10, 2005.
13. SpiritBank, Tulsa, Oklahoma; branch at 1358 East 15th Street, Edmond, Oklahoma; approval date March 2, 2006.

14. RCB Bank, Claremore, Oklahoma; branch at 1727 North Highway 66, Catoosa, Oklahoma; approval date December 9, 2005.
15. McClain Bank, Purcell, Oklahoma; branch at 213 North Main, Noble, Oklahoma; approval date January 12, 2006.
16. ONB Bank and Trust Company, Tulsa, Oklahoma; branch at 3501 French Park Drive, Suite B, Edmond, Oklahoma; approval date January 12, 2006.
17. BancFirst, Oklahoma City, Oklahoma; branch at 12924 N.E. 23rd Street, Nicoma Park, Oklahoma; approval date March 10, 2006.
18. American Heritage Bank, Sapulpa, Oklahoma; branch at Northwest corner of 71st Street South and South Union Avenue, Tulsa, Oklahoma; approval date March 10, 2006.
19. BancFirst, Oklahoma City, Oklahoma; branch at 10275 South Memorial Drive, Tulsa, Oklahoma; approval date March 24, 2006.
20. Bank of Commerce, Chelsea, Oklahoma; branch at 1126 West Will Rogers Boulevard, Claremore, Oklahoma; approval date April 13, 2006.
21. First State Bank, Waukomis, Oklahoma; branch at 100 North Main Street, Waukomis, Oklahoma; approval date June 2, 2006.
22. Citizens Bank of Edmond, Edmond, Oklahoma; branch at 3600 South Boulevard, Edmond, Oklahoma; approval date June 2, 2006.
23. Bank 7, Medford, Oklahoma; branch at 1003 Oklahoma Avenue, Woodward, Oklahoma; approval date June 30, 2006.

MAIN OFFICE RELOCATIONS

1. Community State Bank, Hennessey, Oklahoma; from 123 South Main Street to 525 North Main Street, Hennessey, Oklahoma; approval date December 2, 2005.
2. The Farmers State Bank, Meno, Oklahoma; from Highway 60 and Main Street, Meno, Oklahoma to 9601 North May Avenue, Oklahoma City, Oklahoma; approval date May 4, 2006.
3. First State Bank, Waukomis, Oklahoma; from 100 North Main Street, Waukomis, Oklahoma to 309 South Ranchwood Boulevard, Yukon, Oklahoma; approval date June 2, 2006.

BRANCH RELOCATIONS

1. Bank of Commerce, Chelsea, Oklahoma; from 11121 East 41st Street to 6655 South Lewis, Tulsa, Oklahoma; approval date November 9, 2005.
2. BancFirst, Oklahoma City, Oklahoma; from 722 North Broadway to 220 North Broadway, Oklahoma City, Oklahoma; approval date May 4, 2006.

NAME CHANGES

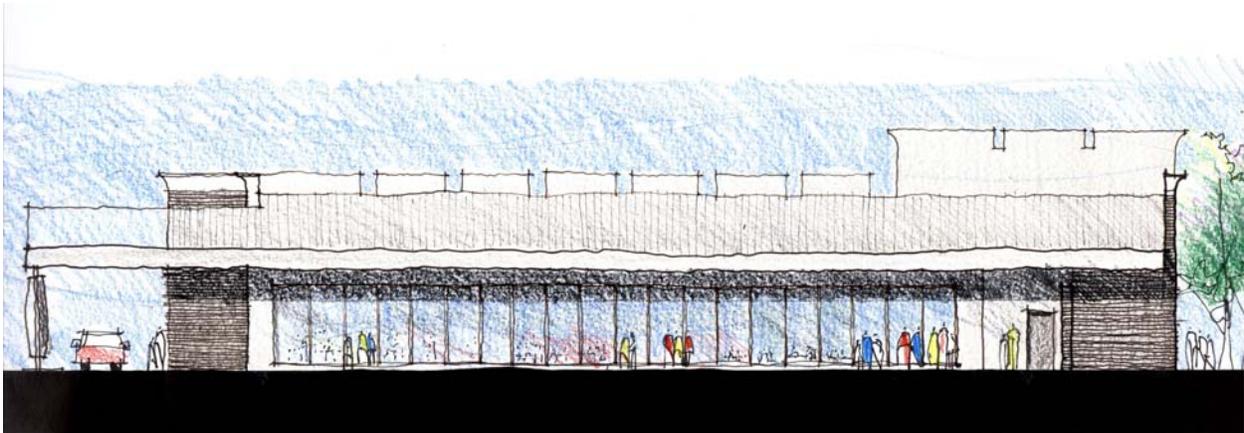
None

PURCHASE AND ASSUMPTION OF BRANCHES

1. ACB Bank, Cherokee, Oklahoma; purchase and assumption of Waukomis branch of First State Bank at 100 North Main Street, Waukomis, Oklahoma; approval date June 5, 2006.

ACQUIRED BRANCHES

1. First United Bank and Trust Company, Durant, Oklahoma; acquired branch at 6000 South Western, Oklahoma City, Oklahoma; approval date November 16, 2005.
2. ACB Bank, Cherokee, Oklahoma; acquired branch at 100 North Main Street, Waukomis, Oklahoma; approval date June 5, 2006.



The north side of the new building will look out into the courtyard.

BANKING BOARD RULES

July 1, 2005 - June 30, 2006

No permanent rules were promulgated during the 2006 Legislative Session.

OKLAHOMA STATE CHARTERED BANKS

June 30, 2006

Number of Banks - 184

CITY	BANK
A	
Ada	▪ Citizens Bank of Ada
Allen	▪ Farmers State Bank, Allen, Oklahoma
Altus	▪ First State Bank of Altus ▪ Stockmans Bank
Alva	▪ Alva State Bank & Trust Company ▪ Community Bank
Anadarko	▪ Anadarko Bank and Trust Company ▪ First State Bank
Antlers	▪ FirstBank
Ardmore	▪ Citizens Bank and Trust Company of Ardmore
Arnett	▪ Farmers and Merchants Bank
Atoka	▪ AmeriState Bank
B	
Barnsdall	▪ Barnsdall State Bank
Bartlesville	▪ First Bartlesville Bank
Beaver	▪ The Bank of Beaver City ▪ The First Security Bank
Bethany	▪ First Bethany Bank & Trust
Bixby	▪ Citizens Security Bank & Trust Company
Blair	▪ Peoples State Bank
Boise City	▪ The First State Bank
Bristow	▪ Community Bank
Broken Arrow	▪ The Arkansas Valley State Bank ▪ First BankCentre
Broken Bow	▪ 1st Bank & Trust
Buffalo	▪ Oklahoma State Bank
Burns Flat	▪ Washita State Bank
C	
Calumet	▪ AllNations Bank
Camargo	▪ The First State Bank
Canton	▪ Community State Bank of Canton
Canute	▪ The First State Bank
Carnegie	▪ The Farmers Bank
Carney	▪ The Carney State Bank
Chandler	▪ First Bank of Chandler ▪ Union Bank of Chandler
Chelsea	▪ Bank of Commerce
Cherokee	▪ ACB Bank ▪ Farmers Exchange Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2006

Number of Banks - 184

CITY	BANK
C	
Cheyenne	▪ Security State Bank
Chickasha	▪ Chickasha Bank & Trust Company
Chouteau	▪ Bank of Commerce
Claremore	▪ RCB Bank
Cleo Springs	▪ Cleo State Bank
Cleveland	▪ The Cleveland Bank
Clinton	▪ First Bank and Trust Company ▪ Oklahoma Bank and Trust Company
Collinsville	▪ American Bank of Oklahoma
Cordell	▪ Bank of Cordell
Crescent	▪ Farmers & Merchants Bank
Cushing	▪ Bank of Cushing and Trust Company
Cyril	▪ Cyril State Bank
D	
Duke	▪ Farmers & Merchants Bank
Duncan	▪ Bank of Commerce ▪ First Bank & Trust Co.
Durant	▪ First United Bank and Trust Company
E	
Edmond	▪ The Citizens Bank of Edmond ▪ Edmond Bank and Trust ▪ First Commercial Bank ▪ Kirkpatrick Bank
Elk City	▪ Bank of Western Oklahoma ▪ InterBank
Elmore City	▪ First State Bank
Erick	▪ First American Bank
Eufaula	▪ Bank of Eufaula
F	
Fairfax	▪ The First State Bank
Fairland	▪ The First Bank of Fairland
Fort Cobb	▪ Washita Valley Bank
Fort Gibson	▪ Fort Gibson State Bank
Freedom	▪ The Freedom State Bank
G	
Glencoe	▪ Glencoe State Bank
Grandfield	▪ First State Bank
Grove	▪ Grand Savings Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2006

Number of Banks - 184

CITY	BANK
G	
Guthrie	<ul style="list-style-type: none"> ▪ First Capital Bank ▪ Oklahoma State Bank
Guymon	<ul style="list-style-type: none"> ▪ Bank of the Panhandle
H	
Haskell	<ul style="list-style-type: none"> ▪ The First Bank of Haskell
Hennessey	<ul style="list-style-type: none"> ▪ Community State Bank
Henryetta	<ul style="list-style-type: none"> ▪ American Exchange Bank
Hinton	<ul style="list-style-type: none"> ▪ Legacy Bank
Hopeton	<ul style="list-style-type: none"> ▪ Hopeton State Bank
Hulbert	<ul style="list-style-type: none"> ▪ Bank of Cherokee County
Hydro	<ul style="list-style-type: none"> ▪ Bank of Hydro
I	
J	
Jones	<ul style="list-style-type: none"> ▪ First State Bank, Jones, Oklahoma
K	
Ketchum	<ul style="list-style-type: none"> ▪ The First State Bank
Keyes	<ul style="list-style-type: none"> ▪ The First State Bank
Kremlin	<ul style="list-style-type: none"> ▪ The Bank of Kremlin
L	
Lamont	<ul style="list-style-type: none"> ▪ The State Exchange Bank
Laverne	<ul style="list-style-type: none"> ▪ Bank of Laverne
Lawton	<ul style="list-style-type: none"> ▪ The Guarantee State Bank
Lindsay	<ul style="list-style-type: none"> ▪ American Exchange Bank, Lindsay, Oklahoma
Locust Grove	<ul style="list-style-type: none"> ▪ Bank of Locust Grove
M	
Maysville	<ul style="list-style-type: none"> ▪ Farmers and Merchants Bank
Medford	<ul style="list-style-type: none"> ▪ Bank 7 ▪ Grant County Bank
Meno	<ul style="list-style-type: none"> ▪ Meno Guaranty Bank
Miami	<ul style="list-style-type: none"> ▪ Security Bank and Trust Company
Morris	<ul style="list-style-type: none"> ▪ The Morris State Bank
Morrison	<ul style="list-style-type: none"> ▪ Citizens State Bank
Muskogee	<ul style="list-style-type: none"> ▪ Armstrong Bank ▪ Territory Bank
N	
Noble	<ul style="list-style-type: none"> ▪ First State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2006

Number of Banks - 184

CITY	BANK
N	
Norman	▪ Republic Bank & Trust
O	
Okarche	▪ The First Bank of Okarche
Okeene	▪ State Guaranty Bank
Okemah	▪ The Citizens State Bank
Oklahoma City	▪ All America Bank ▪ BancFirst ▪ Bank 2 ▪ Bank of Nichols Hills ▪ The Bankers Bank ▪ Canadian State Bank ▪ Coppermark Bank ▪ First Enterprise Bank ▪ First Security Bank and Trust Company ▪ Frontier State Bank ▪ NBanC ▪ Rose Rock Bank
Oologah	▪ Lakeside State Bank
Owasso	▪ First Bank of Owasso
P	
Pawhuska	▪ Citizens Bank of Oklahoma
Pawnee	▪ Security Bank
Perkins	▪ The Payne County Bank
Perry	▪ Exchange Bank and Trust Company ▪ First Bank & Trust Company, Perry, Oklahoma
Picher	▪ First State Bank, Picher, Oklahoma
Ponca City	▪ Pioneer Bank and Trust
Pond Creek	▪ The First State Bank
Porter	▪ The First State Bank of Porter
Poteau	▪ The Community State Bank
Pryor	▪ First Priority Bank
Purcell	▪ First American Bank ▪ McClain Bank
Q	
Quapaw	▪ The Bank of Quapaw
Quinton	▪ The Farmers State Bank
R	
Roff	▪ Oklahoma Heritage Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2006

Number of Banks - 184

CITY	BANK
R	
Ryan	<ul style="list-style-type: none"> ▪ The First State Bank ▪ Peoples Bank and Trust Company
S	
Salina	<ul style="list-style-type: none"> ▪ Lakeside Bank of Salina
Sapulpa	<ul style="list-style-type: none"> ▪ American Heritage Bank
Sentinel	<ul style="list-style-type: none"> ▪ Southwest State Bank
Skiatook	<ul style="list-style-type: none"> ▪ The Exchange Bank
Snyder	<ul style="list-style-type: none"> ▪ Bank of the Wichitas
Spencer	<ul style="list-style-type: none"> ▪ Advantage Bank
Spiro	<ul style="list-style-type: none"> ▪ Spiro State Bank
Stilwell	<ul style="list-style-type: none"> ▪ Bank of Commerce
Stonewall	<ul style="list-style-type: none"> ▪ First American Bank
Sulphur	<ul style="list-style-type: none"> ▪ Sulphur Community Bank
T	
Tahlequah	<ul style="list-style-type: none"> ▪ First State Bank
Temple	<ul style="list-style-type: none"> ▪ First State Bank in Temple
Thomas	<ul style="list-style-type: none"> ▪ The Bank of the West
Tulsa	<ul style="list-style-type: none"> ▪ American Bank and Trust Company ▪ American State Bank ▪ Bank South ▪ Community Bank & Trust Company ▪ The F & M Bank & Trust Company ▪ Freedom Bank of Oklahoma ▪ Grand Bank ▪ NBanC ▪ ONB Bank and Trust Company ▪ Peoples Bank ▪ SpiritBank ▪ Summit Bank
Tuttle	<ul style="list-style-type: none"> ▪ Sooner State Bank
U	
Union City	<ul style="list-style-type: none"> ▪ The Bank of Union
V	
Valliant	<ul style="list-style-type: none"> ▪ First State Bank
Velma	<ul style="list-style-type: none"> ▪ Citizens Bank
Verden	<ul style="list-style-type: none"> ▪ The Bank of Verden
Vici	<ul style="list-style-type: none"> ▪ Bank of Vici
Vinita	<ul style="list-style-type: none"> ▪ Oklahoma State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2006

Number of Banks - 184

CITY	BANK
W	
Wagoner	<ul style="list-style-type: none">▪ The American Bank▪ First Bank & Trust Company
Walters	<ul style="list-style-type: none">▪ Walters Bank and Trust Company
Watonga	<ul style="list-style-type: none">▪ First State Bank▪ Watonga State Bank
Waynoka	<ul style="list-style-type: none">▪ First State Bank
Welch	<ul style="list-style-type: none">▪ Welch State Bank of Welch, Okla.
Westville	<ul style="list-style-type: none">▪ Peoples Bank
Wetumka	<ul style="list-style-type: none">▪ The Bank of Commerce
Wewoka	<ul style="list-style-type: none">▪ Security State Bank of Wewoka, Oklahoma
Wilburton	<ul style="list-style-type: none">▪ Latimer State Bank▪ Wilburton State Bank
Woodward	<ul style="list-style-type: none">▪ The Stock Exchange Bank
Wyandotte	<ul style="list-style-type: none">▪ Bank of Wyandotte
Wynnewood	<ul style="list-style-type: none">▪ The State Bank of Wynnewood
X	
Y	
Yukon	<ul style="list-style-type: none">▪ First State Bank
Z	

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2006

CITY	BANK	BRANCH LOCATION
A		
Ada	■ Citizens Bank of Ada	Ada
Altus	■ Stockmans Bank	Gould, Hollis, Mangum
Alva	■ Alva State Bank & Trust Company	Burlington, Enid
Anadarko	■ Anadarko Bank and Trust Company	Anadarko, Binger
	■ First State Bank	Gracemont
Antlers	■ FirstBank	Atoka
Ardmore	■ Citizens Bank and Trust Company of Ardmore	Ardmore, Dickson
Atoka	■ AmeriState Bank	Atoka
B		
Beaver	■ The Bank of Beaver City	Forgan, Turpin
	■ The First Security Bank	Beaver
Bethany	■ First Bethany Bank & Trust	Oklahoma City
Bixby	■ Citizens Security Bank & Trust Company	Bixby, Muskogee (3), Okmulgee
Blair	■ Peoples State Bank	Lawton
Broken Arrow	■ The Arkansas Valley State Bank	Broken Arrow
Broken Bow	■ 1st Bank & Trust	Broken Bow (2), Wright City
Buffalo	■ Oklahoma State Bank	Gage
C		
Chandler	■ Union Bank of Chandler	Tulsa
Chelsea	■ Bank of Commerce	Adair, Catoosa, Tulsa
Cherokee	■ Farmers Exchange Bank	Helena, Tonkawa, Wakita
Chickasha	■ Chickasha Bank & Trust Company	Apache, Blanchard, Cement, Tuttle
Claremore	■ RCB Bank	Broken Arrow (2), Catoosa, Claremore (2), Collinsville, Inola, Owasso (2), Pryor (2), Skiatook
Cleo Springs	■ Cleo State Bank	Carmen, Jet
Clinton	■ Oklahoma Bank and Trust Company	Arapaho
Collinsville	■ American Bank of Oklahoma	Ramona
Crescent	■ Farmers & Merchants Bank	Guthrie
Cushing	■ Bank of Cushing and Trust Company	Cushing
D		
Duncan	■ First Bank & Trust Co.	Ardmore (2), Duncan, Healdton

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2006

CITY	BANK	BRANCH LOCATION
D		
Durant	<ul style="list-style-type: none"> ■ First United Bank and Trust Company 	Ada, Bokchito, Calera, Colbert, Durant (2), Holdenville, Hugo, Madill, Pauls Valley, Sapulpa (2), Seminole, Shawnee (2), Tecumseh, Wewoka; Texas branches in Denton (3), Krum, McKinney, Sanger
E		
Edmond	<ul style="list-style-type: none"> ■ Edmond Bank and Trust ■ Kirkpatrick Bank 	Edmond Edmond (2), Oklahoma City; Colorado branches in Castle Rock, Colorado Springs
	<ul style="list-style-type: none"> ■ The Citizens Bank of Edmond 	Edmond (3)
Elk City	<ul style="list-style-type: none"> ■ Bank of Western Oklahoma ■ InterBank 	Cordell, Geary, Weatherford, Vici Hobart
F		
Fairfax	<ul style="list-style-type: none"> ■ The First State Bank 	Ralston
G		
Grandfield	<ul style="list-style-type: none"> ■ First State Bank 	Davidson
Guthrie	<ul style="list-style-type: none"> ■ Oklahoma State Bank 	Coyle, Edmond, Mulhall
H		
Hennessey	<ul style="list-style-type: none"> ■ Community State Bank 	Cashion, Dover
Hinton	<ul style="list-style-type: none"> ■ Legacy Bank 	Binger, Blanchard, Duncan (2), Elk City, Hammon, Marlow, Newcastle, Oklahoma City, Weatherford
Hulbert	<ul style="list-style-type: none"> ■ Bank of Cherokee County 	Park Hill, Tahlequah
Hydro	<ul style="list-style-type: none"> ■ Bank of Hydro 	Eakly
I		
J		
K		
Ketchum	<ul style="list-style-type: none"> ■ The First State Bank 	Disney
Keyes	<ul style="list-style-type: none"> ■ The First State Bank 	Boise City, Cordell
Kremlin	<ul style="list-style-type: none"> ■ The Bank of Kremlin 	Drummond, Enid, Goltry

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2006

CITY	BANK	BRANCH LOCATION
L		
Lawton	<ul style="list-style-type: none"> ■ The Guarantee State Bank 	Carter, Granite, Mangum, Willow
M		
Medford	<ul style="list-style-type: none"> ■ Bank 7 	Oklahoma City
Miami	<ul style="list-style-type: none"> ■ Security Bank and Trust Company 	Miami
Morrison	<ul style="list-style-type: none"> ■ Citizens State Bank 	Stillwater
Muskogee	<ul style="list-style-type: none"> ■ Armstrong Bank 	Checotah, Gore, Muldrow, Muskogee (2), Park Hill Stilwell, Tahlequah (2), Vian, Warner, Webbers Falls
N		
Noble	<ul style="list-style-type: none"> ■ First State Bank 	Norman, Wanette
Norman	<ul style="list-style-type: none"> ■ Republic Bank & Trust 	Norman (2)
O		
Okemah	<ul style="list-style-type: none"> ■ The Citizens State Bank 	Paden
Oklahoma City	<ul style="list-style-type: none"> ■ All America Bank ■ BancFirst ■ Bank of Nichols Hills ■ Canadian State Bank ■ Coppermark Bank ■ First Enterprise Bank ■ NBanC 	Mustang Ardmore (2), Blackwell (2), Chattanooga, Coweta, Davenport, Del City, Duncan (3), Frederick (2), Glenpool, Guthrie (2), Harrah, Hobart (2), Hugo, Jenks, Kingfisher (2), Kingston, Konawa, Lawton (4), Lone Wolf, Madill, Marietta (2), Marlow (2), McAlester (2), McLoud, Meeker, Muskogee (3), Nicoma Park, Norman (2), Oklahoma City (14), Prague, Sand Springs (2), Seminole (2), Shawnee (3), Stillwater (3), Stratford, Stroud, Sulphur, Tahlequah (3), Tecumseh, Thackerville, Tishomingo, Tulsa (3), Weatherford Oklahoma City El Reno, Yukon Edmond, Norman, Oklahoma City (4); Texas branches in Dallas (2) Oklahoma City (3) Oklahoma City

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2006

CITY	BANK	BRANCH LOCATION
O		
Oklahoma City (Continued)	■ Rose Rock Bank	El Reno (2), Enid, Hennessey, Kingfisher (2)
Owasso	■ First Bank of Owasso	Owasso (2)
P		
Perry	■ First Bank & Trust Company, Perry, Oklahoma	Billings, Covington
Ponca City	■ Pioneer Bank and Trust	Ponca City
Pond Creek	■ The First State Bank	Enid
Porter	■ The First State Bank of Porter	Locust Grove
Poteau	■ The Community State Bank	Poteau, Spiro, Wister
Purcell	■ First American Bank McClain Bank	Garber, Maysville, Moore, Norman (2), Taloga, Woodward Lexington, Norman, Purcell
Q		
Quinton	■ The Farmers State Bank	Red Oak, Stigler
R		
Roff	■ Oklahoma Heritage Bank	Byng
S		
Sapulpa	■ American Heritage Bank	Beggs, Berryhill, Cleveland, Kiefer, Mannford, Mounds, Sand Springs, Yale
Skiatook	■ The Exchange Bank	Owasso, Sperry
Snyder	■ Bank of the Wichitas	Cache, Elgin
Spencer	■ Advantage Bank	Harrah, Midwest City
Spiro	■ Spiro State Bank	Talihina
T		
Tahlequah	■ First State Bank	Keyes
Thomas	■ The Bank of the West	Clinton, Leedey, Oklahoma City
Tulsa	■ American Bank and Trust Company ■ Bank South ■ Community Bank & Trust Company ■ The F & M Bank & Trust Company ■ Grand Bank ■ NBanC ■ ONB Bank and Trust Company	Tulsa Tulsa Tulsa Owasso, Tulsa (5); Texas branch in Dallas Bixby, Claremore, Grove Altus (4), Duncan, Enid, Kingfisher Owasso, Sapulpa, Tulsa

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2006

CITY	BANK	BRANCH LOCATION
T		
Tulsa (Continued)	<ul style="list-style-type: none"> ■ Peoples Bank ■ SpiritBank 	Tulsa Bristow, Cushing, Depew, Drumright, Edmond, Oilton, Oklahoma City, Sapulpa, Stillwater, Stroud, Tulsa (4)
Tuttle	<ul style="list-style-type: none"> ■ Sooner State Bank 	Konawa, Newcastle, The Village
U		
Union City	<ul style="list-style-type: none"> ■ The Bank of Union 	El Reno
V		
Vinita	<ul style="list-style-type: none"> ■ Oklahoma State Bank 	Langley
W		
Wagoner	<ul style="list-style-type: none"> ■ First Bank & Trust Company 	Luther
Welch	<ul style="list-style-type: none"> ■ Welch State Bank of Welch, Okla. 	Miami
Westville	<ul style="list-style-type: none"> ■ Peoples Bank 	West Siloam Springs (Arkansas)
Wetumka	<ul style="list-style-type: none"> ■ The Bank of Commerce 	Weleetka
Woodward	<ul style="list-style-type: none"> ■ The Stock Exchange Bank 	Woodward
X		
Y		
Z		

**Department
Banks**

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

STATE CREDIT UNION BOARD

Mick Thompson

Chairman
State Bank Commissioner
Oklahoma State Banking Department
Oklahoma City
(Term expires September 1, 2008)

Floyd Atha

President/CEO
Oklahoma Educators Credit Union
Oklahoma City
(Term expires October 1, 2009)

Richard Forshee

Attorney
Williams, Box, Forshee & Bullard, P.C.
Oklahoma City
(Term expires October 11, 2008)

Steve Rasmussen

President/CEO
FAA Credit Union
Oklahoma City
(Term expires October 1, 2006)

Leslie Rector

President/CEO
Tulsa Teachers Credit Union
Tulsa
(Term expires October 11, 2007)

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

As of December 31, 2005

Number of Credit Unions – 26
 Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	193,350
Total Loans	1,712,244
Loans Held for Sale	857
<i>Less: Allowance for Loan Losses</i>	(15,155)
Total Investments (Market Value, AFS only)	788,026
Land & Building (Net of Depreciation)	62,031
Other Fixed Assets	11,514
Other Real Estate Owned	1,124
Share Insurance Capitalization Deposit	21,031
Other Assets (including Share Insurance Fund)	34,999
TOTAL ASSETS	2,810,020

LIABILITIES	Thousands of Dollars
Total Borrowings	153,550
Dividend/Interest Payable	994
Accounts Payable and Other Liabilities	32,207
TOTAL LIABILITIES	186,751
TOTAL SHARES AND DEPOSITS	2,284,252

EQUITY	Thousands of Dollars
Regular Reserves	82,825
Plus: Unrealized Gain on AFS Securities	(4,949)
Other Reserves and Miscellaneous Equity	6,670
Reserve for Nonconforming Investments	459
Undivided Earnings (including YTD Net Income)	254,012
TOTAL EQUITY	339,017
TOTAL LIABILITIES, SHARES AND EQUITY	2,810,020

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

As of June 30, 2006

Number of Credit Unions – 26
 Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	182,756
Total Loans	1,764,528
Loans Held for Sale	1,432
<i>Less: Allowance for Loan Losses</i>	(16,530)
Total Investments (Market Value, AFS only)	813,007
Land & Building (Net of Depreciation)	63,335
Other Fixed Assets	13,139
Other Real Estate Owned	382
Share Insurance Capitalization Deposit	21,058
Other Assets (including Share Insurance Fund)	26,469
TOTAL ASSETS	2,869,576

LIABILITIES	Thousands of Dollars
Total Borrowings	135,290
Dividend/Interest Payable	1,168
Accounts Payable and Other Liabilities	33,940
TOTAL LIABILITIES	170,398
TOTAL SHARES AND DEPOSITS	2,355,648

EQUITY	Thousands of Dollars
Regular Reserves	82,432
Plus: Unrealized Gain on AFS Securities	(8,907)
Other Reserves and Miscellaneous Equity	6,802
Reserve for Nonconforming Investments	440
Undivided Earnings (including YTD Net Income)	262,763
TOTAL EQUITY	343,530
TOTAL LIABILITIES, SHARES AND EQUITY	2,869,576

SUMMARY OF CHANGES OKLAHOMA STATE CHARTERED CREDIT UNIONS

July 1, 2005 through June 30, 2006

NAME CHANGE

None.

MERGER

None.

OKLAHOMA STATE CHARTERED CREDIT UNIONS

June 30, 2006

Number Of Credit Unions - 26

CITY	CREDIT UNION
Ada	<ul style="list-style-type: none"> ▪ Ada Federal Employees Credit Union ▪ East Central Credit Union
Anadarko	<ul style="list-style-type: none"> ▪ Cooperative Employees Credit Union
El Reno	<ul style="list-style-type: none"> ▪ El Reno RIL Credit Union
McAlester	<ul style="list-style-type: none"> ▪ McAlester Credit Union
Midwest City	<ul style="list-style-type: none"> ▪ Midwest City Credit Union
Oklahoma City	<ul style="list-style-type: none"> ▪ Allegiance Credit Union ▪ Communications Credit Union ▪ Credit Union One Of Oklahoma ▪ FAA Credit Union ▪ Municipal Employees Credit Union of Oklahoma City ▪ Oklahoma Educators Credit Union ▪ Oklahoma Employees Credit Union ▪ Oklahoma R. E. & T. Employees Credit Union ▪ Santa Fe Credit Union ▪ Teachers Credit Union ▪ WEOKIE Credit Union ▪ Woods Credit Union
Ponca City	<ul style="list-style-type: none"> ▪ Cherokee Strip Credit Union
Tulsa	<ul style="list-style-type: none"> ▪ Fire Fighters Credit Union ▪ Frisco Employees Credit Union ▪ Fraternal Order Of Police Credit Union ▪ Oklahoma Central Credit Union ▪ Tulsa Federal Employees Credit Union ▪ Tulsa Teachers Credit Union ▪ WilServe Credit Union

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

TRUST COMPANIES

June 30, 2006

CITY	TRUST COMPANY	BRANCHES
Duncan	▪ Investors Trust Company	0
Newkirk	▪ Albright Title & Trust Company	2
Oklahoma City	▪ American First Title & Trust	0
	▪ Columbia Trust Co., L.L.C.	0
	▪ First American Title & Trust	7
	▪ Heritage Trust Company	0
	▪ MidFirst Trust Company	0
	▪ North Bay Trust Company	0
Tulsa	▪ AmeriTrust Corporation	0
	▪ The Trust Company of Oklahoma	4

APPLICATIONS APPROVED BY THE OKLAHOMA STATE BANKING BOARD July 1, 2005 through June 30, 2006

Conversion to National Bank

1. Southwest Trust Company, Oklahoma City, Oklahoma; effective date April 14, 2006.

Main Office Relocation

1. The Trust Company of Oklahoma, Tulsa, Oklahoma; from 5727 S. Lewis Avenue to 6120 S. Yale Avenue, Tulsa, Oklahoma; approval date December 19, 2005.

CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED TRUST COMPANIES

As of December 31, 2005

Number of Trust Companies - 11

ASSETS	Thousands of Dollars
Cash & due from banks	40,989
Notes, Loans & Other Receivables	4,560
Stocks, Bonds, Securities & Investments	10,424
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	2,769
Other Real Estate	0
Investments in subsidiaries	11,271
Title records	809
Other Assets	797
TOTAL ASSETS	71,619

LIABILITIES	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnership and Corporations	8,800
Certificates & Other Forms representing deposits of Government and Political Subdivisions	0
Accounts Payable	1,338
Notes Payable	0
Custodial and Escrow Accounts Payable	9,829
Reserve provision for taxes, interest, etc...	2,646
Other Liabilities	104
TOTAL LIABILITIES	22,717

RESERVES ON LOANS & SECURITIES	Thousands of Dollars
Reserves for bad debt losses on loans	131
Reserves for losses on securities	0
TOTAL RESERVES ON LOANS & SECURITIES	131

CAPITAL ACCOUNTS	Thousands of Dollars
Capital Notes and Debentures (Specify interest & maturity each issue outstanding)	0
Preferred Stock-total par value	0
Common Stock-total par value	5,068
Surplus	34,904
Paid in Excess	0
Undivided Profits	8,799
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	0
TOTAL CAPITAL ACCOUNTS	48,771
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS	71,619

CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED TRUST COMPANIES

As of June 30, 2006

Number of Trust Companies - 10

ASSETS	Thousands of Dollars
Cash & due from banks	41,871
Notes, Loans & Other Receivables	2,705
Stocks, Bonds, Securities & Investments	11,228
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	1,879
Other Real Estate	0
Investments in subsidiaries	9,711
Title records	809
Other Assets	747
TOTAL ASSETS	68,950

LIABILITIES	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnership and Corporations	7,051
Certificates & Other Forms representing deposits of Government and Political Subdivisions	0
Accounts Payable	1,301
Notes Payable	0
Custodial and Escrow Accounts Payable	11,714
Reserve provision for taxes, interest, etc...	706
Other Liabilities	203
TOTAL LIABILITIES	20,975

RESERVES ON LOANS & SECURITIES	Thousands of Dollars
Reserves for bad debt losses on loans	80
Reserves for losses on securities	0
TOTAL RESERVES ON LOANS & SECURITIES	80

CAPITAL ACCOUNTS	Thousands of Dollars
Capital Notes and Debentures (Specify interest & maturity each issue outstanding)	0
Preferred Stock-total par value	0
Common Stock-total par value	4,287
Surplus	34,343
Paid in Excess	0
Undivided Profits	9,265
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	0
TOTAL CAPITAL ACCOUNTS	47,895
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS	68,950

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

STATE SAVINGS & LOAN ADVISORY COUNCIL

Alvin C. Harrell

Chairman, President, and CEO
Home Savings and Loan Association of Oklahoma City
Oklahoma City
(Term ending at the pleasure of the State Bank Commissioner)

Bradley Krieger

CEO
Arvest Bank
Oklahoma City
(Term ending at the pleasure of the State Bank Commissioner)

Burton L. Mann

President
Okmulgee Savings and Loan Association
Okmulgee
(Term ending at the pleasure of the State Bank Commissioner)

Russell Pembroke

President and CEO
Fairview Savings and Loan Association
Fairview
(Term ending at the pleasure of the State Bank Commissioner)

Harold Reel

Savings and Loan Administrator/Assistant Deputy
Oklahoma State Banking Department
Oklahoma City
(Term ending at the pleasure of the State Bank Commissioner)

SAVINGS AND LOAN ASSOCIATIONS

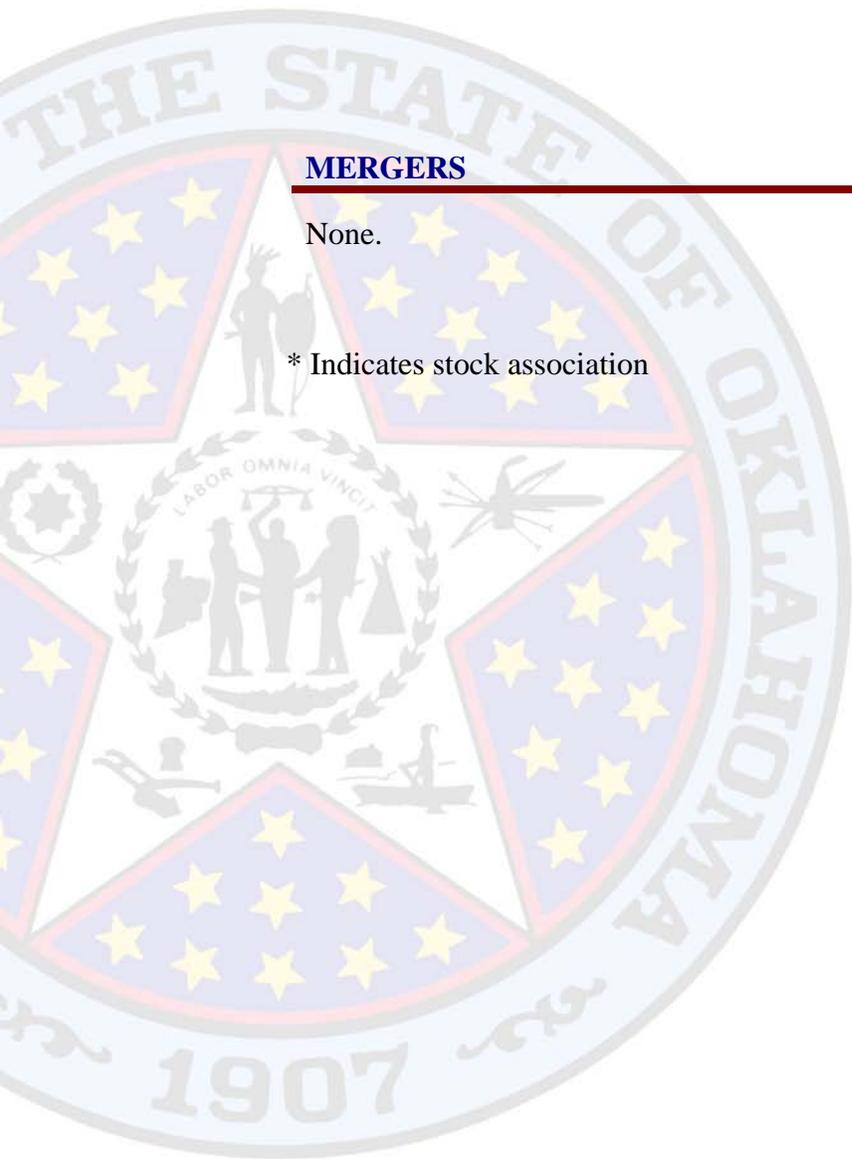
June 30, 2006

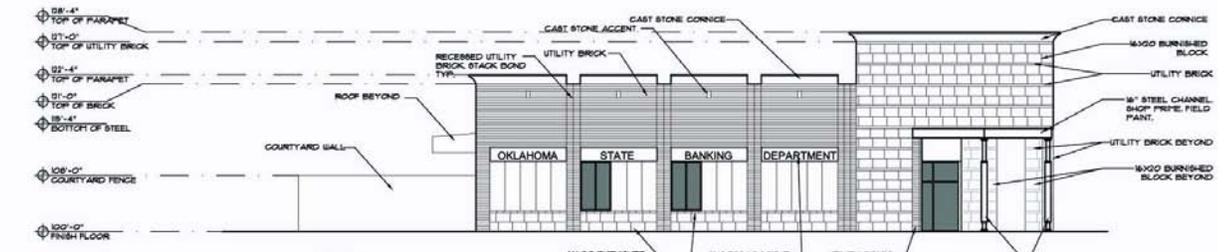
<u>CITY</u>	<u>ASSOCIATION</u>
Oklahoma City	Home Savings and Loan Association of Oklahoma City *
Okmulgee	The Okmulgee Savings and Loan Association

MERGERS

None.

* Indicates stock association

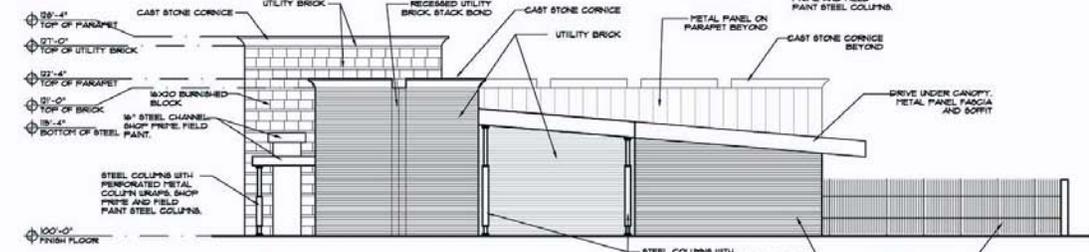




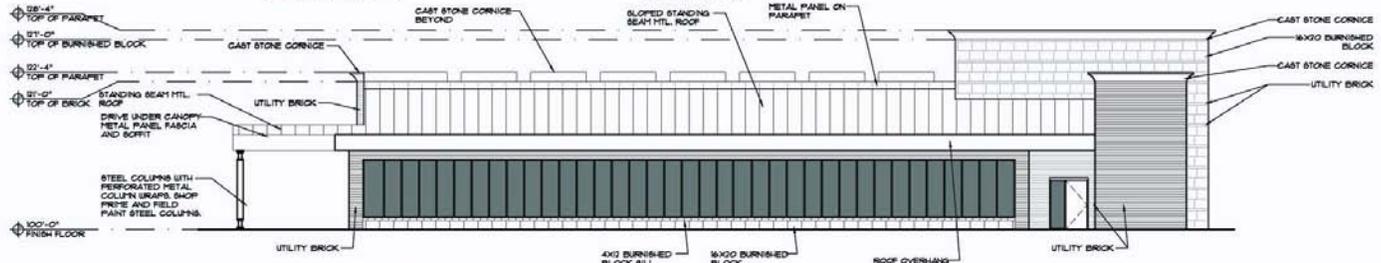
1 WEST ELEVATION
SCALE: 1/8" = 1'-0"



2 SOUTH ELEVATION
SCALE: 1/8" = 1'-0"



3 EAST ELEVATION
SCALE: 1/8" = 1'-0"



4 NORTH ELEVATION
SCALE: 1/8" = 1'-0"

COURTYARD WALL NOT SHOWN FOR CLARITY

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED SAVINGS & LOANS

As of December 31, 2005

Number of Savings & Loans – 2

ASSETS	Thousands of Dollars
Cash and Investment Securities	10,535
Mortgage Pool Securities	5
Mortgage Loans	2,124
Non-Mortgage Loans	183
Repossessed Real Estate and Other Assets	2
Real Estate Held for Investment	317
Investment in Subsidiaries	0
Premises and Equipment	22
Other Assets	29
TOTAL ASSETS	13,217

LIABILITIES	Thousands of Dollars
Deposits	8,806
Advances from Federal Home Loan Bank	0
Other Borrowings	27
Other Liabilities	1
TOTAL LIABILITIES	8,834

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Undivided Profits	3,499
TOTAL EQUITY CAPITAL	4,383
TOTAL LIABILITIES AND EQUITY CAPITAL	13,217

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED SAVINGS & LOANS

As of June 30, 2006

Number of Savings & Loans – 2

ASSETS	Thousands of Dollars
Cash and Investment Securities	10,721
Mortgage Pool Securities	4
Mortgage Loans	2,044
Non-Mortgage Loans	186
Repossessed Real Estate and Other Assets	2
Real Estate Held for Investment	315
Investment in Subsidiaries	0
Premises and Equipment	17
Other Assets	36
TOTAL ASSETS	13,325

LIABILITIES	Thousands of Dollars
Deposits	8,916
Advances from Federal Home Loan Bank	0
Other Borrowings	18
Other Liabilities	1
TOTAL LIABILITIES	8,935

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Undivided Profits	3,506
TOTAL EQUITY CAPITAL	4,390
TOTAL LIABILITIES AND EQUITY CAPITAL	13,325

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

SALE OF CHECKS

(Money Order Companies)

Title 6, Chapter 5, §2103(a) states in part, “no person shall engage in the business of selling or issuing checks as a service or for a fee or other consideration without first securing a license to do so from the Commissioner...”

PRINCIPALS	LOCATION	AGENTS
American Express Travel Related Services Company, Inc.	New York, NY	8
Continental Exchange Solutions, Inc.	Cerritos, CA	0
Continental Express Money Order Co., Inc.	Santa Ana, CA	1
E-Z Mart Stores, Inc.	Texarkana, TX	71
Food Industry Services, Inc. <i>d/b/a RGA/KFDA Money Orders</i>	Shawnee Mission, KS	1
Grocers Express, LLC	Oklahoma City, OK	10
GSC Enterprises, Inc. <i>d/b/a Fidelity Express Money Order Company</i>	Sulphur Springs, TX	19
Integrated Payment Systems, Inc.	Greenwood Village, CO	643
Intermex Wire Transfers, LLC	Miami, FL	1
Michael F. “Mick” Lafevers	Poteau, OK	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	232
Oklahoma Grocers Association	Oklahoma City, OK	220
SSP Partners	Corpus Christi, TX	19
Travelex Currency Services, Inc.	Toronto, Ontario	0
Western Union Financial Services, Inc.	Greenwood Village, CO	515

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Cemeteries

OKLAHOMA PERPETUAL CARE CEMETERIES

CONSOLIDATED STATEMENT

as of December 31, 2005

Number of Perpetual Care Cemeteries – 41

2004 Beginning Perpetual Care Fund (Principal)	\$25,618,013
Principal Added From Sales (2005)	632,074
Total Perpetual Care Fund	\$26,250,087

CONSOLIDATED STATEMENT

as of December 31, 2004

Number of Perpetual Care Cemeteries – 41

2003 Beginning Perpetual Care Fund (Principal)	\$24,939,066
Principal Added from sales (2004)	678,947
Total Perpetual Care Fund	\$25,618,013

CONSOLIDATED STATEMENT

as of December 31, 2003

Number of Perpetual Care Cemeteries – 41

2002 Beginning Perpetual Care Fund (Principal)	\$24,415,072
Principal Added from sales (2003)	523,994
Total Perpetual Care Fund	\$24,939,066

PERPETUAL CARE CEMETERIES

2006

City	Cemetery
Ada	<ul style="list-style-type: none"> ▪ Lowell-Phillips Company, LLC d/b/a Swan Hill Cemetery ▪ Memorial Park of Ada, Inc. d/b/a Memorial Park of Ada
Ardmore	<ul style="list-style-type: none"> ▪ Local Funeral Home, LLC d/b/a Hillcrest Memorial Park
Bartlesville	<ul style="list-style-type: none"> ▪ Gennis Group, Inc. d/b/a Memorial Park Cemetery
Bristow	<ul style="list-style-type: none"> ▪ Magnolia Memorial Gardens
Broken Arrow	<ul style="list-style-type: none"> ▪ Floral Haven Memorial Gardens, An Express Trust
Claremore	<ul style="list-style-type: none"> ▪ Oakhaven Memorial Gardens
Cushing	<ul style="list-style-type: none"> ▪ Cushing Fairlawn New Zion Association d/b/a Fairlawn and New Zion Cemetery ▪ Euchee Valley Memorial Park d/b/a Euchee Valley Memorial Park
Drumright	<ul style="list-style-type: none"> ▪ Oak Hill Cemetery of Drumright, Inc. d/b/a Oak Hill Cemetery
Duncan	<ul style="list-style-type: none"> ▪ Resthaven Gardens, LLC d/b/a Resthaven Memorial Garden & Mausoleum
Guthrie	<ul style="list-style-type: none"> ▪ Memory Gardens Memorial Park
Lawton	<ul style="list-style-type: none"> ▪ Sunset Memorial Gardens, Inc.
McAlester	<ul style="list-style-type: none"> ▪ Memory Gardens Memorial Park, LLC d/b/a Memory Gardens Memorial Park
Miami	<ul style="list-style-type: none"> ▪ Glen Abbey Memorial Gardens
Midwest City	<ul style="list-style-type: none"> ▪ Arlington Memorial Gardens d/b/a Arlington Memorial Gardens
Muskogee	<ul style="list-style-type: none"> ▪ Booker T. Washington Memorial Cemetery, Inc. ▪ Memorial Park of Muskogee, Inc. d/b/a Memorial Park Cemetery Association
Norman	<ul style="list-style-type: none"> ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Sunset Memorial Cemetery Park
Oklahoma City	<ul style="list-style-type: none"> ▪ Carriage Services of Oklahoma, LLC d/b/a Resthaven Memory Gardens ▪ Memorial Park Association, A Trust Estate d/b/a Memorial Park Association ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Chapel Hill Memorial Gardens ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Rose Hill Burial Park ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Sunny Lane Cemetery ▪ The Trice Hill Cemetery Association
Owasso	<ul style="list-style-type: none"> ▪ Graceland Memorial Park

PERPETUAL CARE CEMETERIES

2006

City	Cemetery
Ponca City	<ul style="list-style-type: none"> ▪ DMI, Inc. d/b/a Resthaven-Sunset Memorial Park
Sand Springs	<ul style="list-style-type: none"> ▪ Gennis Group, Inc. d/b/a Woodland Memorial Park
Sapulpa	<ul style="list-style-type: none"> ▪ Cemetery Trust Company d/b/a Green Hill Memorial Gardens
Seminole	<ul style="list-style-type: none"> ▪ Swearingen Funeral Home, Inc. d/b/a Rest Haven Memorial Gardens
Shawnee	<ul style="list-style-type: none"> ▪ Resthaven Memorial Park
Spencer	<ul style="list-style-type: none"> ▪ Hillcrest Memory Gardens, Inc. d/b/a Hillcrest Memory Gardens ▪ Kolb Cemetery, Inc.
Stillwater	<ul style="list-style-type: none"> ▪ Sunset Memorial Garden Cemetery, Inc. d/b/a Sunset Memorial Gardens
Tulsa	<ul style="list-style-type: none"> ▪ The Belvadere Corporation d/b/a Green Acres Memorial Gardens ▪ Funeral Services Management, Inc. d/b/a Rolling Oaks Memorial Park ▪ Meadowbrook Cemetery ▪ Memorial Park, A Trust Estate ▪ New Crown Management Corporation, Inc. d/b/a Crown Hill Cemetery ▪ SCI Oklahoma Funeral Services d/b/a Rose Hill Memorial Park
Waurika	<ul style="list-style-type: none"> ▪ Waurika Cemetery Association, Inc.

CEMETERY MERCHANDISE PERMITTEES

2006

City	Permittee
Ada	<ul style="list-style-type: none"> ▪ Lowell-Phillips Company, Inc. d/b/a Swan Hill Cemetery ▪ Memorial Park of Ada, Inc.
Ardmore	<ul style="list-style-type: none"> ▪ Local Funeral Home, LLC d/b/a Hillcrest Memorial Park
Bartlesville	<ul style="list-style-type: none"> ▪ Gennis Group, Inc. d/b/a Memorial Park Cemetery
Bristow	<ul style="list-style-type: none"> ▪ Magnolia Memorial Gardens
Broken Arrow	<ul style="list-style-type: none"> ▪ Floral Haven Memorial Gardens, An Express Trust
Claremore	<ul style="list-style-type: none"> ▪ Oakhaven Memorial Gardens
Cushing	<ul style="list-style-type: none"> ▪ Euchee Valley Memorial Park d/b/a Euchee Valley Memorial Park
Duncan	<ul style="list-style-type: none"> ▪ Resthaven Gardens, LLC d/b/a Resthaven Memorial Gardens & Mausoleum
Lawton	<ul style="list-style-type: none"> ▪ Sunset Memorial Gardens, Inc.
McAlester	<ul style="list-style-type: none"> ▪ Memory Gardens Memorial Park LLC d/b/a Memory Gardens Memorial Park
Midwest City	<ul style="list-style-type: none"> ▪ Arlington Memorial Gardens, Inc. d/b/a Arlington Memorial Gardens
Muskogee	<ul style="list-style-type: none"> ▪ Memorial Park of Muskogee, Inc. d/b/a Memorial Park Cemetery Association
Norman	<ul style="list-style-type: none"> ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Sunset Memorial Cemetery Park
Oklahoma City	<ul style="list-style-type: none"> ▪ Carriage Services of Oklahoma, LLC d/b/a Resthaven Memory Gardens ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Chapel Hill Memorial Gardens ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Rose Hill Burial Park
Ponca City	<ul style="list-style-type: none"> ▪ DMI, Inc. d/b/a Resthaven-Sunset Memorial Park
Sand Springs	<ul style="list-style-type: none"> ▪ Gennis Group, Inc. d/b/a Woodland Memorial Park
Seminole	<ul style="list-style-type: none"> ▪ Swearingen Funeral Home, Inc. d/b/a Rest Haven Memorial Gardens
Spencer	<ul style="list-style-type: none"> ▪ Hillcrest Memory Gardens, Inc. d/b/a Hillcrest Memory Gardens
Stillwater	<ul style="list-style-type: none"> ▪ Sunset Memorial Garden Cemetery, Inc. d/b/a Sunset Memorial Gardens
Tulsa	<ul style="list-style-type: none"> ▪ The Belvadere Corporation d/b/a Green Acres Memorial Gardens ▪ Meadowbrook Cemetery ▪ New Crown Management Corporation, Inc. d/b/a Crown Hill Cemetery ▪ SCI Oklahoma Funeral Services, Inc. d/b/a Rose Hill Memorial Park



Vision of the Lincoln Renaissance Project

