

# BANKING DEPARTMENT



# ANNUAL REPORT 2007

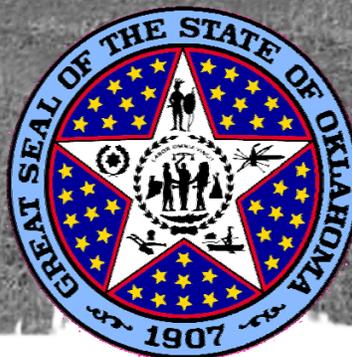


# Banking Department

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# Annual Report

Fiscal Year Ending June 30, 2007



**Mick Thompson**  
Commissioner

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## On the Cover:

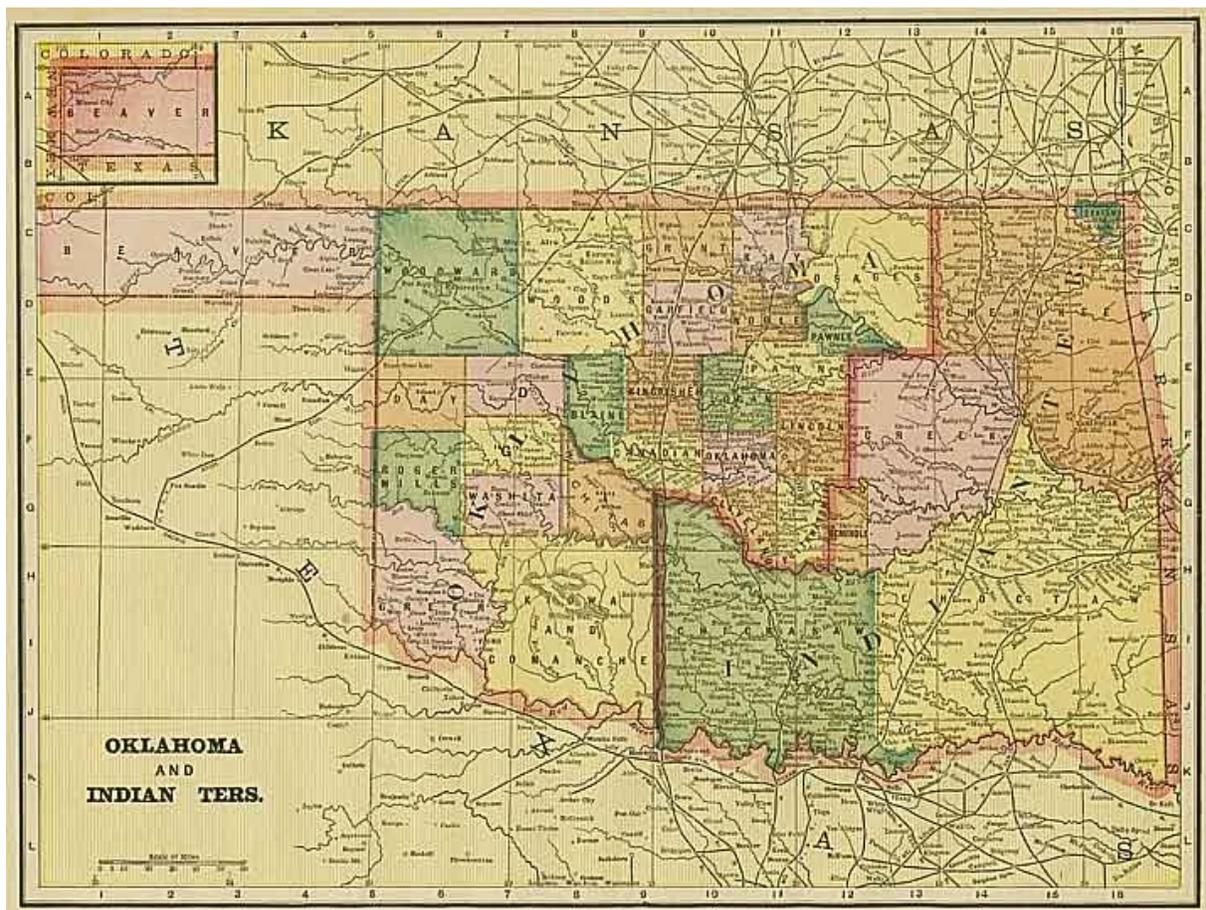
The State of Oklahoma and The Banking Department both turn 100 years old!

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## Special Thanks to:

**Deron Brubaker, Rhonda Bruno, Zenia Fiddes, Dudley Gilbert, Doyle Jones, 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.

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STATE OF OKLAHOMA  
STATE BANKING DEPARTMENT

November 30, 2007

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 2007 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, money transmission licensees and for-profit cemeteries in the State of Oklahoma. The total assets regulated by the State Banking Department are approximately \$26.9 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



# Oklahoma State Banking Department

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## 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.

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## 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.

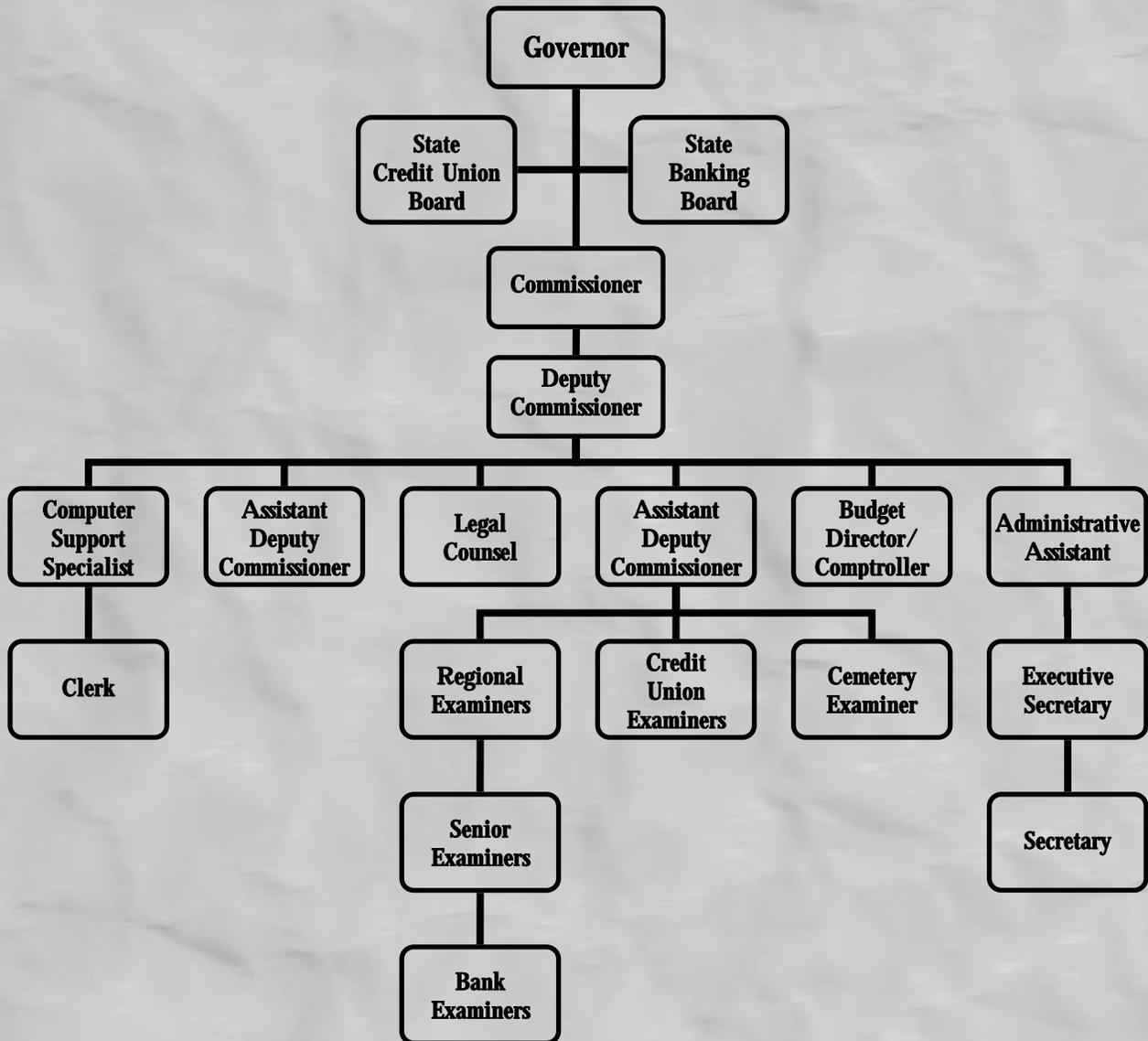
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## How Mission is Measured

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



# DEPARTMENT PERSONNEL



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

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<b>Jeffrey K. Bagby</b>	<i>Regional Examiner</i>
<b>K. Paul Qualls</b>	<i>Regional Examiner</i>

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

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<b>Ilene Martzen</b>	<i>Examiner</i>
<b>Laurie Ridgway</b>	<i>Examiner</i>
<b>Gwen Wright</b>	<i>Examiner</i>
<b>Michael Truitt</b>	<i>Examiner</i>
<b>Trisha Parham</b>	<i>Examiner</i>
<b>Michael Morris</b>	<i>Examiner</i>



# THE SECOND REGULAR SESSION OF THE 50<sup>TH</sup> OKLAHOMA LEGISLATURE



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## **HB 1543 (Winchester of the House and Corn of the Senate) Effective January 1, 2008**

- Increases the portion of the capital a state bank may invest to promote the public welfare.
- Prohibits a bank, savings and loan or industrial loan company from establishing a branch on the premises of an affiliate engaging in commercial activities (defined as activities which a bank may not engage in).
- Deletes prohibition against industrial loan company or bank establishing a branch in a retail store.
- Broadens authority of Commissioner to authorize institution affected by an emergency to open one or more temporary facilities.
- Extends current procedures relating to deposits where there is no payable-on-death beneficiary to credit unions as well as banks.
- Allows credit unions and banks to establish sole proprietorship account for a husband and wife primarily for business.
- Clarifies amount of loan or line of credit which may be made to a credit union member.
- Authorizes credit unions to engage in finance lease transactions.
- Authorizes credit unions to establish a deposit account with multiple P.O.D. beneficiaries.
- For purposes of cemetery perpetual care funds, authorizes a fund of less than \$100,000 to be deposited in a CD rather than a trust account and limits withdrawals from such funds to those approved by the Banking Commissioner.

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## **HB 1596 (Duncan of the House and Mazzei of the Senate) Effective November 1, 2007**

- Creates the Uniform Prudent Management of Institutional Funds Act to establish standards of conduct and procedures for management and investing of institutional funds.



# COMPARATIVE STATEMENT OF EXPENDITURES AND RECEIPTS



EXPENDITURES	FY-07	FY-06
<b>Personal Services</b>	\$3,650,276	\$3,405,930
<b>Professional Services</b>	9,792	10,743
<b>Travel</b>	355,987	383,084
<b>Equipment</b>	7,987	28,685
<b>Other Operating Expenses</b>	206,578	181,282
<b>TOTAL</b>	<b>\$4,230,620</b>	<b>\$4,009,724</b>

RECEIPTS	FY-07	FY-06
<b>Assessments Deposited into GRF</b>	\$512,076	\$1,004,766
<b>Fees Deposited into the Banking Department's Revolving Funds</b>		
- Bank and Trust Fees	4,710,809	4,315,391
- Trust Companies	142,660	171,425
- Credit Union	497,169	449,532
- Savings and Loan Associations	3,309	3,009
- Money Order Companies	32,636	30,690
- Money Transmitter Companies	33,600	0
- Cemeteries	63,400	60,200
- Misc. Fees	156	734
<b>TOTAL ASSESSMENTS &amp; FEES</b>	<b>\$5,995,815</b>	<b>\$6,035,747</b>

# INSTITUTIONS SUPERVISED

As of June 30, 2007



<b>Types of Institutions</b>	<b>Number</b>	<b>Examinations Performed 7/1/2006 to 6/30/2007</b>
<b>Commercial Banks*</b>	<i>177</i>	<i>68</i>
<b>Bank Trust Departments</b>		
- Active	<i>20</i>	<i>7</i>
- Inactive**	<i>12</i>	<i>N/A</i>
<b>Savings and Loans</b>	<i>2</i>	<i>2</i>
<b>Trust Companies</b>	<i>10</i>	<i>6</i>
<b>Credit Unions</b>	<i>25</i>	<i>20</i>
<b>Money Order Companies</b>	<i>17</i>	<i>3</i>
<b>Perpetual Care Cemeteries</b>	<i>41</i>	<i>18</i>
<b>Cemetery Merchandise Permittees***</b>	<i>24</i>	<i>14</i>
<b>Total</b>	<b><i>328</i></b>	<b><i>138</i></b>

\*Commercial banks: 60 were independent exams and 8 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 18 perpetual care examinations occurred and of that total 14 were also cemetery merchandise permittees.



Name of Bank	City	Date of Charter
Union Bank of Chandler	Chandler	1/1/1891
First Bank of Okarche	Okarche	10/28/1892
First Bank of Chandler	Chandler	12/31/1892
First State Bank of Pond Creek, Oklahoma	Pond Creek	9/16/1893
First State Bank	Ryan	6/1/1894
Grand County Bank	Medford	1/1/1895
First Bank & Trust Company	Wagoner	1/1/1895
Exchange Bank & Trust Company	Perry	2/20/1896
Bank of Commerce	Chelsea	3/23/1896
Bank of Cushing and Trust Company	Cushing	1/1/1897
First Bank of Fairland	Fairland	12/1/1897
Payne County Bank	Perkins	1/8/1898
First United Bank and Trust Company	Durant	1/1/1900
State Guaranty Bank	Okeene	1/1/1900
First Pryority Bank	Pryor	1/1/1900
Bank of the Union	Union City	1/1/1900
Bank of Kremlin	Kremlin	5/1/1900
Cleo State Bank	Cleo Springs	10/25/1900
FirstBank	Antlers	1/1/1901
AllNations Bank	Calumet	1/1/1901
Bank 7	Medford	5/6/1901
Anadarko Bank and Trust Company	Anadarko	6/7/1901
Alva State Bank & Trust Company	Alva	9/10/1901
Interbank	Elk City	9/11/1901
State Exchange Bank	Lamont	10/1/1901
Bank of Beaver City	Beaver	1/1/1902
Farmers & Merchants Bank	Crescent	1/1/1902
First Capital Bank	Guthrie	1/1/1902
Legacy Bank	Hinton	1/1/1902
Security Bank	Pawnee	1/1/1902
Bank of Vici	Vici	1/1/1902
Bank of Cordell	Cordell	5/29/1902
First State Bank	Noble	7/4/1902
Washita Valley Bank	Ft Cobb	7/9/1902
First State Bank	Canute	8/12/1902
Carney State Bank	Carney	9/20/1902
Bank of Wyandotte	Wyandotte	9/27/1902
First American Bank	Erick	12/12/1902
First Bank and Trust Company	Clinton	1/1/1903
First State Bank	Elmore City	1/1/1903
Citizens State Bank	Morrison	1/1/1903
Bank 2	OKC	1/1/1903
Sooner State Bank	Tuttle	1/1/1903
Stock Exchange Bank	Woodward	1/3/1903
Peoples Bank	Westville	2/3/1903
Bank of Hydro	Hydro	10/1/1903
Cleveland Bank	Cleveland	1/1/1904
First State Bank of Porter	Porter	1/1/1905
Arkansas Valley State Bank	Broken Arrow	2/16/1905
American Heritage Bank	Sapulpa	6/15/1905
Farmers Bank	Carnegie	10/27/1905
Citizens Bank of Oklahoma	Pawhuska	11/23/1905
Peoples Bank and Trust	Ryan	3/5/1906
Ameristate Bank	Atoka	8/6/1906
First Enterprise Bank	OKC	1/1/1907
Peoples Bank	Tulsa	1/1/1907
Bank of Verden	Verden	8/1/1907
Bank of Quapaw	Quapaw	10/7/1907



BONKS



# 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)**

*Gordon Greer*



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

*Bradley Krieger*



**EVP – Regional Manager**  
**Arvest Bank**  
**Oklahoma City**  
**(Term expires June 1, 2008)**

*Bob Newcomb*



**Vice Chairman of the Board**  
**Bank of Western Oklahoma**  
**Elk City**  
**(Term expires June 1, 2013)**

*Bob Weaver*



**Lay Member**  
**Shawnee**  
**(Term expires June 1, 2012)**

# CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED BANKS As of December 31, 2006

Number of Banks – 180

<b>ASSETS</b>	Thousands of Dollars
Cash and Due from Banks	1,298,535
Securities	5,161,550
Federal Funds Sold	1,126,969
Loans – Net of Reserve	17,439,349
Bank Premises – F&F	628,227
Other Real Estate Owned	35,412
Intangible Assets	164,359
Other Assets	692,939
<b>TOTAL ASSETS</b>	<b>26,547,340</b>

<b>LIABILITIES</b>	Thousands of Dollars
<b>DEPOSITS</b>	
Noninterest-bearing Deposits	4,345,273
Interest-bearing Accounts	17,844,537
<b>TOTAL DEPOSITS</b>	<b>22,189,810</b>
Federal Funds Purchased	560,423
Other Borrowed Money	1,011,120
Subordinated Notes and Debentures	9,500
Other Liabilities	167,625
<b>TOTAL LIABILITIES</b>	<b>23,938,478</b>
Limited – Life Preferred Stock	0

<b>EQUITY CAPITAL</b>	Thousands of Dollars
Preferred Stock	23,300
Common Stock	136,478
Surplus	901,606
Undivided Profits	1,547,478
<b>TOTAL EQUITY CAPITAL</b>	<b>2,608,862</b>
<b>TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL</b>	<b>26,547,340</b>

	12-31-2006	12-31-2005	12-31-2004
Percentage of Total Capital to Total Assets	9.83%	9.77%	9.84%
Percentage of Total Capital to Total Deposits	11.76%	11.73%	11.95%
Percentage of Total Loans to Total Deposits	78.59%	79.80%	79.34%
Percentage of Cash Reserve to Total Deposits	5.85%	6.60%	5.92%

# CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED BANKS

As of June 30, 2007

Number of Banks – 177

<b>ASSETS</b>	Thousands of Dollars
Cash and Due from Banks	1,191,132
Securities	5,398,162
Federal Funds Sold	1,194,507
Loans – Net of Reserve	17,922,885
Bank Premises – F&F	644,200
Other Real Estate Owned	33,069
Intangible Assets	215,593
Other Assets	747,317
<b>TOTAL ASSETS</b>	<b>27,346,865</b>

<b>LIABILITIES</b>	Thousands of Dollars
<b>DEPOSITS</b>	
Noninterest-bearing Deposits	4,365,122
Interest-bearing Accounts	18,543,023
<b>TOTAL DEPOSITS</b>	<b>22,908,145</b>
Federal Funds Purchased	489,798
Other Borrowed Money	1,052,735
Subordinated Notes and Debentures	9,500
Other Liabilities	171,617
<b>TOTAL LIABILITIES</b>	<b>24,631,795</b>
Limited – Life Preferred Stock	0

<b>EQUITY CAPITAL</b>	Thousands of Dollars
Preferred Stock	23,300
Common Stock	137,316
Surplus	997,191
Undivided Profits	1,557,263
<b>TOTAL EQUITY CAPITAL</b>	<b>2,715,070</b>
<b>TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL</b>	<b>27,346,865</b>

	6-30-2007	6-30-2006	6-30-2005
Percentage of Total Capital to Total Assets	9.93%	9.59%	9.95%
Percentage of Total Capital to Total Deposits	11.85%	11.45%	12.09%
Percentage of Total Loans to Total Deposits	78.24%	78.35%	80.76%
Percentage of Cash Reserve to Total Deposits	5.20%	5.88%	6.39%

# CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED BANKS

## Selected Performance and Condition Ratios



	6-30-2007	12-31-2006	6-30-2006	12-31-2005	6-30-2005	12-31-2004
<b>Number of Banks Reporting</b>	177	180	184	186	187	187
<b>Unprofitable Banks</b>	2.82%	5.00%	3.26%	2.69%	2.14%	5.35%
<b>Banks with Earnings Gains</b>	58.76%	62.78%	67.93%	69.89%	61.50%	60.43%
<b>Yield on Earning Assets</b>	7.58%	7.39%	7.12%	6.43%	6.09%	5.81%
<b>Net Interest Margin</b>	4.45%	4.61%	4.58%	4.56%	4.48%	4.50%
<b>Noninterest Inc./Earning Assets</b>	1.17%	1.17%	1.16%	1.21%	1.18%	1.23%
<b>Noninterest Exp./Earning Assets</b>	3.50%	3.60%	3.54%	3.64%	3.58%	3.70%
<b>Net Operating Income to Assets</b>	1.53%	1.45%	1.49%	1.41%	1.40%	1.31%
<b>Cash Dividends to Net Income</b>	62.57%	63.92%	69.18%	63.13%	74.85%	51.97%
<b>Return on Assets (ROA)</b>	1.52%	1.43%	1.48%	1.41%	1.42%	1.32%
<b>Return on Equity (ROE)</b>	15.44%	14.63%	15.33%	14.25%	14.31%	13.44%
<b>Loan Loss Reserve to Loans</b>	1.18%	1.16%	1.17%	1.14%	1.16%	1.17%
<b>Noncurrent Loans to Loans</b>	0.97%	0.83%	0.76%	0.89%	0.95%	0.98%
<b>Core Capital (Leverage) Ratio</b>	9.53%	9.50%	9.46%	9.68%	9.55%	9.58%
<b>Tier 1 Risk-Based Capital Ratio</b>	12.66%	12.61%	12.55%	12.75%	12.79%	13.04%
<b>Total Risk-Based Capital Ratio</b>	13.71%	13.68%	13.60%	13.78%	13.83%	14.11%



## Guthrie, Oklahoma



The city of Guthrie was the capital of the Oklahoma Territory and later became the first capital of the State of Oklahoma. The State Seal, which was kept at the Logan County Court House (left) was moved to Oklahoma City on June 11, 1910.

# SUMMARY OF CHANGES OKLAHOMA STATE CHARTERED BANKS

July 1, 2006 through June 30, 2007



<b>TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2006</b>	<b>184</b>
<b>Add:</b>	
NEW BANK CHARTERS	0
CONVERSIONS TO STATE BANKS	2
<b>Less:</b>	
CONVERSIONS TO NATIONAL BANKS	0
MERGERS	
- State Banks merged into Other State Banks	5
- State Banks merged into National Banks	4
<b>TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2007</b>	<b>177</b>

## APPLICATIONS APPROVED BY THE STATE BANKING BOARD

July 1, 2006 through June 30, 2007



### CONVERSIONS FROM NATIONAL BANKS TO STATE BANKS

1. Bank of Grove, F.S.B., Grove, Oklahoma; approval date December 13, 2006.
2. Valliance Bank, N.A., Oklahoma City, Oklahoma; approval date December 13, 2006.

### MERGERS

1. Territory Bank, Muskogee, Oklahoma; merger with and into American Bank of Oklahoma, Collinsville, Oklahoma; approval date September 20, 2006.
2. First Bartlesville Bank, Bartlesville, Oklahoma; merger with and into BancFirst, Oklahoma City, Oklahoma; approval date September 20, 2006.
3. Bank of Nichols Hills, Oklahoma City, Oklahoma; merger with and into RCB Bank, Claremore, Oklahoma; approval date October 18, 2006.
4. The First National Bank of Chelsea, Chelsea, Oklahoma; merger with and into Lakeside State Bank, Oologah, Oklahoma; approval date November 15, 2006.
5. The First Bank of Haskell, Haskell, Oklahoma; merger with and into Citizens Security Bank & Trust Company, Bixby, Oklahoma; approval date November 15, 2006.

6. Pioneer Bank & Trust, Ponca City, Oklahoma; merger with and into RCB Bank, Claremore, Oklahoma; approval date January 17, 2007.
7. Twenty-First Century Building, L.L.C., Tulsa, Oklahoma; merger with and into ONB Bank and Trust Company, Tulsa, Oklahoma; approval date April 18, 2007.

### **ACQUIRED BRANCHES**

1. American Bank of Oklahoma, Collinsville, Oklahoma; acquired branch at 3300 West Broadway, Muskogee, Oklahoma; approval date September 20, 2006.
2. BancFirst, Oklahoma City, Oklahoma; acquired branch at 401 S.E. Dewey, Suite 108, Bartlesville, Oklahoma; approval date September 20, 2006.
3. RCB Bank, Claremore, Oklahoma; acquired branch at 2644 N.W. 63<sup>rd</sup>, Oklahoma City, Oklahoma; approval date October 18, 2006.
4. Citizens Security Bank & Trust Company, Bixby, Oklahoma; acquired branch at 202 North Broadway, Haskell, Oklahoma; approval date November 15, 2006.
5. Lakeside State Bank, Oologah, Oklahoma; acquired branch at 516 Walnut, Chelsea, Oklahoma; approval date November 15, 2006.
6. RCB Bank, Claremore, Oklahoma; acquired branch at 1223 East Highland, Ponca City, Oklahoma; approval date January 17, 2007.

**APPLICATIONS APPROVED  
BY THE BANK COMMISSIONER  
July 1, 2006 through June 30, 2007**



### **DE NOVO BRANCHES**

1. First State Bank, Picher, Oklahoma, Picher, Oklahoma; branch at 102 North Mickey Mantle Boulevard, Commerce, Oklahoma; approval date July 20, 2006.
2. Citizens Security Bank & Trust Company, Bixby, Oklahoma; branch at 10051 South Yale Avenue, Suite 203, Tulsa, Oklahoma; approval date July 19, 2006.
3. Watonga State Bank, Watonga, Oklahoma; branch at intersection of Mustang Road and S.W. 59<sup>th</sup> Street, Mustang, Oklahoma; approval date July 25, 2006.
4. Ameristate Bank, Atoka, Oklahoma; branch at 4322 Loy Lake Road, Sherman, Texas; approval date July 19, 2006.
5. SpiritBank, Tulsa, Oklahoma; branch at 3823 South Boulevard, Edmond, Oklahoma; approval date October 11, 2006.

6. The F&M Bank & Trust Company, Tulsa, Oklahoma; branch at 7100 South Harvard Avenue, Tulsa, Oklahoma; approval date August 29, 2006.
7. BancFirst, Oklahoma City, Oklahoma; mobile branch at 202 South Hester Street, Stillwater, Oklahoma; approval date September 6, 2006.
8. American Heritage Bank, Sapulpa, Oklahoma; branch at 200 block of South Adams Road, Sand Springs, Oklahoma; approval date August 29, 2006.
9. The Stock Exchange Bank, Woodward, Oklahoma; branch at 34<sup>th</sup> and Oklahoma, Woodward, Oklahoma; approval date September 6, 2006.
10. McClain Bank, Purcell, Oklahoma; mobile branch at 750 Canadian Trails Drive, Norman, Oklahoma; approval date October 19, 2006.
11. First United Bank and Trust Company, Durant, Oklahoma; branch at 3712 West Main Street, Durant, Oklahoma; approval date October 11, 2006.
12. Arkansas Valley State Bank, Broken Arrow; branch at 2201 North Elm Place, Broken Arrow; approval date January 8, 2007.
13. Bank of Nichols Hills, Oklahoma City, Oklahoma; branch at 7400 North Western, Oklahoma City, Oklahoma; approval date November 29, 2006.
14. Sulphur Community Bank, Sulphur, Oklahoma; branch at 1200 East Main, Davis, Oklahoma; approval date December 27, 2006.
15. First State Bank, Picher, Oklahoma, Picher, Oklahoma; branch at 101 North Mickey Mantle Boulevard, Commerce, Oklahoma; approval date January 8, 2007.
16. Exchange Bank & Trust Company, Perry, Oklahoma; branch at 4301 West 6<sup>th</sup>, Stillwater, Oklahoma; approval date February 16, 2007.
17. The First State Bank, Canute, Oklahoma; branch at 2500 South Douglas Boulevard, Midwest City, Oklahoma; approval date April 25, 2007.
18. First American Bank, Purcell, Oklahoma; branch at 10731 South Western Avenue, Oklahoma City, Oklahoma; approval date April 13, 2007.
19. First American Bank, Purcell, Oklahoma; branch at 3020 Classen Boulevard, Norman, Oklahoma; approval date April 13, 2007.
20. The Citizens Bank of Edmond, Edmond, Oklahoma; branch at Southwest corner of North Pennsylvania Avenue and 164<sup>th</sup> Street, Oklahoma City, Oklahoma; approval date April 12, 2007.
21. The Bank of Verden, Verden, Oklahoma; branch at 2245 North Main, Newcastle, Oklahoma; approval date April 20, 2007.
22. ONB Bank and Trust Company, Tulsa, Oklahoma; branch at 623 South Main Street Stillwater, Oklahoma; approval date May 29, 2007.

23. Valliance Bank, Oklahoma City, Oklahoma; branch at 702 Wall Street, Suite 100, Norman, Oklahoma; approval date May 29, 2007.
24. First Bank & Trust Co., Duncan, Oklahoma; branch at 1321 Sam Noble Parkway, Ardmore, Oklahoma; approval date June 6, 2007.
25. BancFirst, Oklahoma City, Oklahoma; branch at 1117 24<sup>th</sup> Avenue NW, Norman, Oklahoma; approval date June 4, 2007.

### **BRANCH RELOCATIONS**

1. BancFirst, Oklahoma City, Oklahoma; relocate Bartlesville Branch from 401 S.E. Dewey, Suite 108 to 300 S.E. Frank Phillips Boulevard, Bartlesville, Oklahoma; approval date October 19, 2006.
2. Ameristate Bank, Atoka, Oklahoma; relocate branch in Sherman, Texas, from 4322 Loy Lake Road to 2200 Loy Lake Road, Sherman, Texas; approval date December 27, 2006.
3. First Bank & Trust Co., Duncan, Oklahoma; from 1640 W. Plato Road to 2802 N. Highway 81, Duncan, Oklahoma; approval date June 29, 2007.

### **NAME CHANGES**

1. Watonga State Bank, Watonga, Oklahoma; corporate name change to Cornerstone Bank; approval date September 27, 2006.
2. The Farmers State Bank, Meno, Oklahoma; corporate name change to First Liberty Bank; approval date September 19, 2006.
3. Sulphur Community Bank, Sulphur, Oklahoma; corporate name change to Community Bank of the Arbuckles; approval date December 27, 2006.
4. First State Bank, Picher, Oklahoma, Picher, Oklahoma; corporate name change to First State Bank; approval date May 29, 2007.

### **PURCHASE AND ASSUMPTION OF BRANCHES**

1. ACB Bank, Cherokee, Oklahoma; purchase and assumption of Garber branch of First American Bank, Purcell, Oklahoma; approval date August 25, 2006.

### **ACQUIRED BRANCHES**

1. ACB Bank, Cherokee, Oklahoma; acquired branch at 323 Main Street, Garber, Oklahoma; approval date August 25, 2006.

## OPERATING SUBSIDIARIES

1. Alva State Bank & Trust Company, Alva, Oklahoma; operating subsidiary at 518 College, Alva, Oklahoma (ASB Land, L.L.C.); approval date January 29, 2007.
2. The Bankers Bank, Oklahoma City, Oklahoma; operating subsidiary at 3015 United Founders Blvd., Oklahoma City, Oklahoma (TBB Segregated Operations, Inc.); approval date December 19, 2006.

## LOAN PRODUCTION/DEPOSIT PRODUCTION OFFICES

1. Sulphur Community Bank, Sulphur, Oklahoma; office at 302 East Main Street, Davis, Oklahoma; approval date August 10, 2006.
2. SpiritBank, Tulsa, Oklahoma; office at 301 N.W. 63<sup>rd</sup> Street, Suite 340, Oklahoma City, Oklahoma; approval date November 29, 2006.

## The Oklahoma State Quarter

The first commemorative quarter-dollar coin to be released in 2008 honors Oklahoma, and is the 46th coin in the United States Mint's 50 State Quarters® Program. The Oklahoma quarter features an image of the State bird, the Scissortail Flycatcher, in flight with its distinctive tail feathers spread. The bird is soaring over the State wildflower, the Indian Blanket, backed by a field of similar wildflowers. The depiction of Indian Blanket (or Gaillardia) symbolizes the State's rich Native American heritage and native long grass prairies that are abundant in wildlife.



The process to choose the coin's reverse design began in February 2006. Citizens submitted more than 1,000 concepts for consideration. This eventually led to the creation of ten narratives based on these concepts. A vote by Oklahoma citizens narrowed the field to five, which were sent to the United States Mint for consideration. The final artistic renderings, developed by United States Mint Sculptor-Engravers and artists in the United States Mint's Artistic Infusion Program, were then proposed to Oklahoma for a statewide vote. On April 30, 2007, Governor Brad Henry announced his recommendation of the State bird and wildflower design, based on the overwhelming number of citizen votes for this design. The Department of the Treasury approved the design on May 25, 2007. – [www.usmint.gov](http://www.usmint.gov)

# BANKING BOARD RULES

July 1, 2006 - June 30, 2007

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## TITLE 85. STATE BANKING DEPARTMENT CHAPTER 15. MONEY SERVICE BUSINESSES

### SUBCHAPTER 1. GENERAL PROVISIONS AND DEFINITIONS

#### **85:15-1-1. Scope and purpose**

This Chapter sets forth the supervisory and regulatory requirements, procedures, and standards for licensing of money transmitters under the Oklahoma Financial Transaction Reporting Act (Title 6 O.S. §§ 1511 - 1515). That Act generally requires the registration and licensing of money service businesses and gives the State Banking Board authority to clarify and define by rule the application of the Act. These rules are intended to apply the licensing requirements to money transmitter companies but not their authorized delegates, except as otherwise provided. Furthermore, these rules create standards for approval of such licenses, such as requiring a security bond for the protection of the public. Applicants for a license that have filed an application within 90 days of the effective date of the rules under this Chapter will be deemed to be in compliance with this Chapter until such time as the Commissioner grants or denies the license application.

#### **85:15-1-2. Definitions**

The following words and terms, when used in this Chapter, shall have the following meanings, unless the context clearly indicates otherwise.

- (1) "Act" means the Oklahoma Financial Transaction Reporting Act, Title 6 O.S. § 1511 *et seq.*, and all rules promulgated under that Act.
- (2) "Applicant" means a person that files an application for a license under the Act.
- (3) "Authorized delegate" means a person a licensee designates to provide money services on behalf of the licensee.
- (4) "Bank" means an institution identified as a "bank" in 31 C.F.R. section 103.11.
- (5) "Board" means the Oklahoma State Banking Board.
- (6) "Commissioner" means the Oklahoma State Banking Commissioner.
- (7) "Control" means:
  - (A) ownership of, or the power to vote, directly or indirectly, at least 25 percent of a class of voting securities or voting interests of a licensee or person in control of a licensee;
  - (B) power to elect a majority of executive officers, managers, directors, trustees, or other persons exercising managerial authority of a licensee or person in control of a licensee; or
  - (C) the power to exercise directly or indirectly, a controlling influence over the management or policies of a licensee or person in control of a licensee.
- (8) "Department" means the Oklahoma State Banking Department.
- (9) "Executive officer" means a president, chairperson of the executive committee, chief financial officer, responsible individual, or other individual who performs similar functions.
- (10) "Licensee" means a person licensed under the Act. A licensee under this chapter is a "supplier" or "money transmitter" under section 2 of the Oklahoma Financial Transaction Reporting Act.

(11) "Material litigation" means litigation that according to generally accepted accounting principles is significant to an applicant's or a licensee's financial health and would be required to be disclosed in the applicant's or licensee's annual audited financial statements, report to shareholders, or similar records.

(12) "Money" means a medium of exchange that is authorized or adopted by the United States or a foreign government. The term includes a monetary unit of account established by an intergovernmental organization or by agreement between two or more governments.

(13) "Money transmission" means receiving money for transmission of the money or the value of the money, by any means through a financial agency or institution, a Federal Reserve Bank or other facility of one or more Federal Reserve Banks, the Board of Governors of the Federal Reserve System or both, or any other electronic network by which money or its value may be transmitted. Money transmission does not include the business of selling or issuing checks that is required to be licensed under the Oklahoma Sale of Checks Act, Title 6 O.S. § 2101 *et seq.*

(14) "Person" means an individual, corporation, business trust, estate, trust, partnership, limited liability company, association, joint venture, government; governmental subdivision, agency or instrumentality; public corporation; or any other legal or commercial entity.

(15) "Record" means information that is inscribed on a tangible medium or that is stored in an electronic or other medium and is retrievable in perceivable form.

(16) "Responsible individual" means an individual who is employed by a licensee and has principal managerial authority over the provision of money transmission services by the licensee in this State.

(17) "State" means a State of the United States, the District of Columbia, Puerto Rico, the United States Virgin Islands, or any territory or insular possession subject to the jurisdiction of the United States.

(18) "Unsafe or unsound practice" means a practice or conduct by a person licensed to engage in money transmission or an authorized delegate of such a person which creates the likelihood of material loss, insolvency, or dissipation of the licensee's assets, or otherwise materially prejudices the interests of its customers.

### **85:15-1-3. Exclusions**

The Act does not apply to:

- (1) the United States or a department, agency, or instrumentality thereof;
- (2) money transmission by the United States Postal Service or by a contractor on behalf of the United States Postal Service;
- (3) a state, county, city, or any other governmental agency or governmental subdivision of a State;
- (4) a Bank;
- (5) electronic funds transfer of governmental benefits for a federal, state, county, or governmental agency by a contractor on behalf of the United States or a department, agency, or instrumentality thereof, or a State or governmental subdivision, agency, or instrumentality thereof;
- (6) a board of trade designated as a contract market under the federal Commodity Exchange Act [7 U.S.C. Section 1-25 (1994)] or a person that, in the ordinary course of business, provides clearance and settlement services for a board of trade to the extent of its operation as or for such a board;
- (7) a registered futures commission merchant under the federal commodities laws to the extent of its operation as such a merchant;
- (8) a person that provides clearance or settlement services pursuant to a registration as a clearing agency or an exemption from such registration granted under the federal securities

- laws to the extent of its operation as such a provider;
- (9) an operator of a payment system to the extent that it provides processing, clearing, or settlement services, between or among persons excluded by this section, in connection with wire transfers, credit card transactions, debit card transactions, stored-value transactions, automated clearing house transfers, or similar funds transfers; or
- (10) a person registered as a securities broker-dealer under federal or state securities laws to the extent of its operation as such a broker-dealer.

### **SUBCHAPTER 3. MONEY TRANSMISSION LICENSES**

#### **85:15-3-1. License required**

- (a) A person may not engage in the business of money transmission or advertise, solicit, or hold itself out as providing money transmission unless the person:
- (1) is licensed under the Act; or
  - (2) is an authorized delegate of a person licensed under the Act.
- (b) A license under the Act is not transferable or assignable.

#### **85:15-3-2. Application for license**

- (a) A person applying for a license under the Act shall do so in a form and in a medium prescribed by the Commissioner. The application may require the following information:
- (1) the legal name and residential and business addresses of the applicant and any fictitious or trade name used by the applicant in conducting its business;
  - (2) a list of any criminal convictions of the applicant and any material litigation in which the applicant has been involved in the 5-year period next preceding the submission of the application;
  - (3) a description of all money transmission services currently provided anywhere by the applicant and the money transmission services that the applicant seeks to provide in this State;
  - (4) a list of the applicant's proposed authorized delegates and the locations in this State where the applicant and its authorized delegates propose to engage in money transmission;
  - (5) a list of other States in which the applicant is licensed to engage in money transmission and any license revocations, suspensions, or other disciplinary action taken against the applicant in another State during the previous 10-year period;
  - (6) information concerning any bankruptcy or receivership proceedings affecting the licensee during the previous 10-year period;
  - (7) a sample form of contract for authorized delegates;
  - (8) a description of the source of money and credit to be used by the applicant to provide money transmission services; and
  - (9) any other information the Commissioner reasonably requires with respect to the applicant.
- (b) If an applicant is a corporation, limited liability company, partnership, or other entity, the applicant shall also provide:
- (1) the date of the applicant's incorporation or formation and State or country of incorporation or formation;
  - (2) if applicable, a certificate of good standing from the State or country in which the applicant is incorporated or formed;
  - (3) a brief description of the structure or organization of the applicant, including any parent or subsidiary of the applicant, and whether any parent or subsidiary is publicly traded;
  - (4) the legal name, any fictitious or trade name, all business and residential addresses, and the employment, in the 5-year period next preceding the submission of the application of

- each executive officer, manager, director, or person that has control, of the applicant;
- (5) a list of any criminal convictions and material litigation in which any executive officer, manager, director, or person in control of, the applicant has been involved in the 10-year period next preceding the submission of the application;
- (6) a copy of the applicant's audited financial statements for the most recent fiscal year and, if available, for the two-year period next preceding the submission of the application;
- (7) a copy of the applicant's unconsolidated financial statements for the current fiscal year, whether audited or not, and, if available, for the two-year period next preceding the submission of the application;
- (8) if the applicant is publicly traded, a copy of the most recent report filed with the United States Securities and Exchange Commission under Section 13 of the federal Securities Exchange Act of 1934 [15 U.S.C. Section 78m (1994 & Supp. V 1999)];
- (9) if the applicant is a wholly owned subsidiary of:
- (A) a corporation publicly traded in the United States, a copy of audited financial statements for the parent corporation for the most recent fiscal year or a copy of the parent corporation's most recent report filed under Section 13 of the federal Securities Exchange Act of 1934 [15 U.S.C. Section 78m (1994 & Supp. V 1999)];
  - or
  - (B) a corporation publicly traded outside the United States, a copy of similar documentation filed with the regulator of the parent corporation's domicile outside the United States;
- (10) if the applicant has a registered agent in this State, the name and address of the applicant's registered agent in this State; and
- (11) any other information the Commissioner reasonably requires with respect to the applicant.

(c) A nonrefundable application fee of \$3,000, a license fee of \$2,000, and \$50 per authorized delegate must accompany an application for a license under the Act. The license fee and authorized delegate fees will be refunded if the application is denied.

(d) The Commissioner may waive one or more requirements of subsections (a) and (b) or permit an applicant to submit other information in lieu of the required information.

### **85:15-3-3. Security**

(a) A surety bond, letter of credit, or other similar security acceptable to the Commissioner in the amount of \$50,000 plus \$10,000 per location of each authorized delegate, not exceeding a total of \$500,000, must accompany an application for a license. The issuer of the security must be authorized to do business in this state and in good standing under Oklahoma law (if applicable) and the law of its state of organization.

(b) Security must be in a form satisfactory to the Commissioner and payable to the Department for the benefit of (1) any claimant against the licensee and/or its authorized delegates to secure the faithful performance of the obligations of the licensee with respect to money transmission; and (2) any costs, expenses, and fees (including attorneys fees) incurred by the Department in connection with enforcement of the Act with respect to the licensee and its authorized delegates.

(c) The aggregate liability on a surety bond may not exceed the principal sum of the bond. A claimant against a licensee may maintain an action on the bond, or the Commissioner may maintain an action on behalf of the claimant and/or the Department.

(d) A surety bond must cover claims for so long as the Commissioner specifies, but for at least five years after the licensee ceases to provide money transmission services in this State. However, the Commissioner may permit the amount of security to be reduced or eliminated before the expiration of that time to the extent the amount of the licensee's obligations outstanding in this State is reduced. The Commissioner may permit a licensee to substitute another form of security acceptable to the

Commissioner for the security effective at the time the licensee ceases to provide money services in this State.

(e) The Commissioner may increase the amount of security required to a maximum of \$1,000,000 if the financial condition of a licensee so requires, as evidenced by reduction of net worth, financial losses, or other relevant criteria.

#### **85:15-3-4. Issuance of license**

(a) When an application is filed under the Act, the Commissioner shall investigate the applicant's financial condition and responsibility, financial and business experience, character, and general fitness. The Commissioner may conduct an on-site investigation of the applicant, the cost of which the applicant must pay. The amount charged the applicant shall be the same as charged under subsection B. of section 2113 of Title 6 of the Oklahoma Statutes. The Commissioner shall issue a license to an applicant under the Act if the Commissioner finds that all of the following conditions have been fulfilled:

(1) the applicant has complied with sections 85:15-3-2, 85:15-3-3, and 85:15-3-6 of this subchapter; and

(2) the financial condition and responsibility, financial and business experience, competence, character, and general fitness of the applicant; and the competence, experience, character, and general fitness of the executive officers, managers, directors, and persons in control of, the applicant indicate that it is in the interest of the public to permit the applicant to engage in money transmission;

(b) When an application for an original license under the Act is complete, the Commissioner shall promptly notify the applicant in a record of the date on which the application was determined to be complete and:

(1) the Commissioner shall approve or deny the application within 120 days after that date; or

(2) if the application is not approved or denied within 120 days after that date:

(A) the application is approved; and

(B) the license takes effect as of the first business day after expiration of the 120-day period.

(c) The Commissioner may for good cause extend the application period.

(d) An applicant whose application is denied by the Commissioner under the Act may appeal, within 30 days after receipt of the notice of the denial, from the denial and request a hearing before the Board. A hearing is not required in order for the Commissioner to initially deny a license application.

#### **85:15-3-5. Renewal of license**

(a) A licensee shall pay an annual renewal fee of \$2,000 plus \$50 per authorized delegate existing as of December 31 of each year. The fees shall be due no later than January 31 of each year. If a license is first issued to the licensee on or after October 1, the license shall be effective for the year of issuance and the next calendar year without a requirement to pay renewal fees or file a renewal report on the first January after issuance.

(b) A licensee shall submit a renewal report with the renewal fee, in a form and in a medium prescribed by the Commissioner. The renewal report must state or contain:

(1) a copy of the licensee's most recent audited annual financial statement or, if the licensee is a wholly owned subsidiary of another corporation, the most recent audited consolidated annual financial statement of the parent corporation or the licensee's most recent audited consolidated annual financial statement;

(2) a description of each material change in information submitted by the licensee in its original license application which has not been reported to the Commissioner on any

required report;

(3) a list of the licensee's permissible investments and a certification that the licensee continues to maintain permissible investments according to the requirements set forth in the Act;

(4) proof that the licensee continues to maintain adequate security as required by this Chapter; and

(5) a list of the locations in this State where the licensee or authorized delegates of the licensee engages in money transmission.

(c) If a licensee does not file a renewal report and pay its renewal fees by the renewal date or any extension of time granted by the Commissioner, the Commissioner shall send the licensee a notice of suspension. Unless the licensee files the report and pays the renewal fees before expiration of 10 days after the notice is sent, the licensee's license is suspended 10 days after the Commissioner sends the notice of suspension. The suspension will be lifted if, within 20 days after its license is suspended, the licensee:

(1) files the report and pays all renewal fees; and

(2) pays \$100 for each day after suspension that the Commissioner did not receive the renewal report and the renewal fees.

(d) If the licensee fails to file its renewal report and pay all fees (including the fee imposed under (2) of this subsection), the licensee's license will automatically expire and the person must reapply for a license under the Act and must then pay all applicable fees (including fees imposed under (2) of this subsection). No administrative hearing is required for suspension or expiration of licenses under the provisions of this section.

(e) The Commissioner for good cause may grant an extension of the renewal date.

### **85:15-3-6. Net worth**

Each licensee under the Act shall at all times maintain a minimum net worth of at least Two Hundred Seventy-five Thousand Dollars (\$275,000.00) in order to engage in money transmission at one (1) to fifty (50) locations, Five Hundred Thousand Dollars (\$500,000.00) in order to engage in money transmission at fifty-one (51) to three hundred (300) locations, One Million Five Hundred Thousand Dollars (\$1,500,000.00) in order to engage in money transmission at three hundred one (301) to eight hundred (800) locations, or Three Million Dollars (\$3,000,000.00) in order to engage in money transmission at over eight hundred (800) locations. Net worth must be demonstrated annually by filing with the Commissioner, at the time of application for a license and at each time of license renewal, the most current annual audited financial statement of the licensee certified by a licensed public accountant holding a permit to practice in this state or by a certified public accountant. For purposes of this section, a financial statement shall be deemed to be current if it is no more than twelve (12) months old. Financial statements may be submitted to the Commissioner at any time in order to maintain a current status. The Commissioner may require, upon request, a more current statement than the last statement submitted by the licensee.

## **SUBCHAPTER 5. AUTHORIZED DELEGATES**

### **85:15-5-1. Relationship between licensee and authorized delegate**

(a) In this section, "remit" means to make direct payments of money to a licensee or its representative authorized to receive money or to deposit money in a bank in an account specified by the licensee.

(b) A contract between a licensee and an authorized delegate must require the authorized delegate to operate in full compliance with the Act. The licensee shall furnish in a record to each authorized delegate policies and procedures sufficient for compliance with the Act.

(c) An authorized delegate shall remit all money owing to the licensee in accordance with the terms

of the contract between the licensee and the authorized delegate.

(d) If a license is suspended or revoked or a licensee does not renew its license, the licensee must notify all authorized delegates of the licensee whose names are in a record filed with the Commissioner of the suspension, revocation, or non-renewal. After notice is sent or publication is made, an authorized delegate shall immediately cease to provide money transmission services as a delegate of the licensee. The former licensee must submit proof to the Commissioner that all authorized delegates have been notified of the suspension, revocation, or non-renewal. If the former licensee fails to provide the required notice, the Commissioner may provide the notice and recover his costs and expenses from the bond or other security posted by the former licensee or may require reimbursement of costs and expenses before the person may obtain a new or reinstated license.

(e) An authorized delegate may not provide money transmission services outside the scope of activity permissible under the contract between the authorized delegate and the licensee, unless the authorized delegate holds its own license under the Act or other money transmission services laws. An authorized delegate of a licensee holds in trust for the benefit of the licensee all money net of fees received from money transmission.

(f) An authorized delegate may not use a subdelegate to conduct money transmission services on behalf of a licensee.

#### **85:15-5-2. Unauthorized activities**

A person may not provide money transmission on behalf of a person not licensed under the Act and this Chapter. A person that engages in that activity provides money transmission services to the same extent as if the person were a licensee, including penalties for violations of the Act and this Chapter.

### **SUBCHAPTER 7. EXAMINATIONS; REPORTS; RECORDS**

#### **85:15-7-1. Authority to conduct examinations**

(a) The Commissioner, or another state agency authorized by the Commissioner, may conduct an examination of a licensee or of any of its authorized delegates upon 10 days' notice in a record to the licensee.

(b) The Commissioner, or another state agency authorized by the Commissioner, may examine a licensee or its authorized delegate, at any time, without notice, if the Commissioner or such other agency has reason to believe that the licensee or authorized delegate is engaging in an unsafe or unsound practice or has violated or is violating any state or federal money laundering or criminal law.

(c) If an on-site examination is necessary under subsections (a) or (b), the licensee shall pay the reasonable cost of the examination. The amount charged shall be the same as charged under subsection B. of section 2113 of Title 6 of the Oklahoma Statutes.

#### **85:15-7-2. Cooperation**

The Commissioner may consult and cooperate with other state money transmission services regulators in enforcing and administering the Act. They may jointly pursue examinations and take other official action that they are otherwise empowered to take.

#### **85:15-7-3. Reports**

(a) A licensee shall file with the Commissioner within 15 business days any material changes in information provided in a licensee's application as prescribed by the Commissioner.

(b) A licensee shall file with the Commissioner within 30 days after the end of each calendar quarter a current list of all authorized delegates, and locations in this State where the licensee or an authorized delegate of the licensee provides money transmission. The Commissioner may prescribe

the type of information and format by which the information shall be submitted for each location and authorized delegate.

(c) A licensee shall file a report with the Commissioner within two business days after the licensee has reason to know of the occurrence any of the following events:

- (1) the filing of a petition by or against the licensee under the United States Bankruptcy Code for bankruptcy or reorganization;
- (2) the filing of a petition by or against the licensee for receivership, the commencement of any other judicial or administrative proceeding for its dissolution or reorganization, or the making of a general assignment for the benefit of its creditors;
- (3) the commencement of a proceeding to revoke or suspend its license in a State or country in which the licensee engages in business or is licensed;
- (4) the cancellation or other impairment of the licensee's bond or other security;
- (5) a charge or conviction of the licensee or of an executive officer, manager, director, or person in control, of the licensee for a felony; or
- (6) a charge or conviction of an authorized delegate for a felony.

#### **85:15-7-4. Change of control**

(a) A licensee shall:

- (1) give the Commissioner notice in a record of a proposed change of control within 15 days after learning of the proposed change of control;
- (2) request approval of the acquisition; and
- (3) submit a nonrefundable fee of \$3,000 with the notice.

(b) After review of a request for approval under subsection (a), the Commissioner may require the licensee to provide additional information concerning the proposed persons in control of the licensee. The additional information must be limited to the same types required of the licensee or persons in control of the licensee as part of its original license or renewal application.

(c) The Commissioner shall approve a request for change of control under subsection (a) if, after investigation, the Commissioner determines that the person or group of persons requesting approval has the competence, experience, character, and general fitness to operate the licensee or person in control of the licensee in a lawful and proper manner and that the public interest will not be jeopardized by the change of control.

(d) When an application for a change of control under this Chapter is complete, the Commissioner shall notify the licensee in a record of the date on which the request was determined to be complete and:

- (1) the Commissioner shall approve or deny the request within 120 days after that date; or
- (2) if the request is not approved or denied within 120 days after that date:
  - (A) the request is deemed approved; and
  - (B) the Commissioner shall permit the change of control under this section, to take effect as of the first business day after expiration of the period.

(e) The Commissioner may exempt a person from any of the requirements of subsection (a) (2) and (3) if it is in the public interest to do so.

(f) Subsection (a) does not apply to a public offering of securities.

(g) Before filing a request for approval to acquire control of a licensee or person in control of a licensee, a person may request in a record a determination from the Commissioner as to whether the person would be considered a person in control of a licensee upon consummation of a proposed transaction. If the Commissioner determines that the person would not be a person in control of a licensee, the Commissioner shall enter an order to that effect and the proposed person and transaction are not subject to the requirements of subsections (a) through (c).

### **85:15-7-5. Records**

- (a) A licensee shall maintain the following records for determining its compliance with the Act for at least three years:
- (1) a general ledger posted at least monthly containing all asset, liability, capital, income, and expense accounts;
  - (2) bank statements and bank reconciliation records;
  - (3) a list of the last known names and addresses of all of the licensee's authorized delegates; and
  - (4) any other records the Commissioner reasonably requires.
- (b) Authorized delegates shall maintain the following records for at least three years:
- (1) for each money transmission of \$1,000 or more, the records specified in 31 C.F.R. § 103.33(f);
  - (2) all documents required to be maintained or completed by the federal Bank Secrecy Act; and
  - (3) any other records the Commissioner reasonably requires.
- (c) The items specified in subsections (a) and (b) may be maintained in any form of record.
- (d) Records may be maintained outside this State if they are made accessible to the Commissioner on seven business-days' notice that is sent in a record.
- (e) All records maintained by the licensee and authorized delegates as required in subsections (a) through (d) are open to inspection by the Commissioner or the Commissioner's authorized representative, including another state agency authorized by the Commissioner.

### **85:15-7-6. Money laundering reports**

A licensee and all authorized delegates shall file all reports required by federal currency reporting, record keeping, and suspicious transaction reporting requirements as set forth in 31 U.S.C. Section 5311, 31 C.F.R. Part 103, and other federal and state laws pertaining to money laundering.

## **SUBCHAPTER 9. PERMISSIBLE INVESTMENTS**

### **85:15-9-1. Maintenance of permissible investments**

- (a) A licensee shall maintain at all times permissible investments that have a market value computed in accordance with generally accepted accounting principles of not less than the aggregate amount of all of money transmitted from all states by the licensee.
- (b) The Commissioner, with respect to any licensees, may limit the extent to which a type of investment within a class of permissible investments may be considered a permissible investment, except for money and certificates of deposit issued by a bank. The Commissioner may allow other types of investments that the Commissioner determines to have a safety substantially equivalent to other permissible investments.

### **85:15-9-2. Types of permissible investments**

- (a) Except to the extent otherwise limited by the Commissioner pursuant to Section 85:15-9-1, the following investments are permissible under Section 85:15-9-1:
- (1) cash, a certificate of deposit, or senior debt obligation of an insured depository institution, as defined in the Federal Deposit Insurance Act;
  - (2) banker's acceptance or bill of exchange that is eligible for purchase upon endorsement by a member bank of the Federal Reserve System and is eligible for purchase by a Federal Reserve Bank;
  - (3) an investment bearing a rating of one of the three highest grades as defined by a nationally recognized organization that rates securities;
  - (4) an investment security that is an obligation of the United States or a department, agency,

or instrumentality thereof; an investment in an obligation that is guaranteed fully as to principal and interest by the United States; or an investment in an obligation of a State or a governmental subdivision, agency, or instrumentality thereof;

(5) receivables that are payable to a licensee from its authorized delegates, in the ordinary course of business, pursuant to contracts which are not past due or doubtful of collection if the aggregate amount of receivables under this paragraph does not exceed 20 percent of the total permissible investments of a licensee and the licensee does not hold at one time receivables under this paragraph in any one person aggregating more than 10 percent of the licensee's total permissible investments; and

(6) a share or a certificate issued by an open-end management investment company that is registered with the United States Securities and Exchange Commission under the Investment Companies Act of 1940, and whose portfolio is restricted by the management company's investment policy to investments specified in paragraphs (1) through (4).

(b) The following investments are permissible under Section 85:15-9-1, but only to the extent specified:

(1) an interest-bearing bill, note, bond, or debenture of a person whose equity shares are traded on a national securities exchange or on a national over-the-counter market, if the aggregate of investments under this paragraph does not exceed 20 percent of the total permissible investments of a licensee and the licensee does not at one time hold investments under this paragraph in any one person aggregating more than 10 percent of the licensee's total permissible investments;

(2) a share of a person traded on a national securities exchange or a national over-the-counter market or a share or a certificate issued by an open-end management investment company that is registered with the United States Securities and Exchange Commission under the Investment Companies Act of 1940, and whose portfolio is restricted by the management company's investment policy to shares of a person traded on a national securities exchange or a national over-the-counter market, if the aggregate of investments under this paragraph does not exceed 20 percent of the total permissible investments of a licensee and the licensee does not at one time hold investments in any one person aggregating more than 10 percent of the licensee's total permissible investments;

(3) a demand-borrowing agreement made to a corporation or a subsidiary of a corporation whose securities are traded on a national securities exchange if the aggregate of the amount of principal and interest outstanding under demand-borrowing agreements under this paragraph does not exceed 20 percent of the total permissible investments of a licensee and the licensee does not at one time hold principal and interest outstanding under demand-borrowing agreements under this paragraph with any one person aggregating more than 10 percent of the licensee's total permissible investments; and

(4) any other investment the Commissioner designates, to the extent specified by the Commissioner.

(c) The aggregate of investments under subsection (b) may not exceed 50 percent of the total permissible investments of a licensee calculated in accordance with Section 85:15-9-1.

## **SUBCHAPTER 11. ENFORCEMENT**

### **85:15-11-1. Suspension and revocation**

(a) The Commissioner may suspend or revoke a license or order a licensee to revoke the designation of an authorized delegate if:

(1) the licensee violates the Act;

(2) the licensee does not cooperate with an examination or investigation by the Commissioner or the Commissioner's designee;

- (3) the licensee engages in fraud, intentional misrepresentation, or gross negligence;
  - (4) an authorized delegate is convicted of a violation of a state or federal anti-money laundering statute, or violates a rule adopted or an order issued under the Act, as a result of the licensee's willful misconduct or willful blindness;
  - (5) the competence, experience, character, or general fitness of the licensee, authorized delegate, person in control of a licensee, or responsible person of the licensee or authorized delegate indicates that it is not in the public interest to permit the person to provide money services;
  - (6) the licensee engages in an unsafe or unsound practice;
  - (7) the licensee is insolvent, suspends payment of its obligations, or makes a general assignment for the benefit of its creditors;
  - (8) the licensee does not remove an authorized delegate after the Commissioner issues and serves upon the licensee a final order including a finding that the authorized delegate has violated the Act; or
  - (9) a material misstatement of fact in an initial or renewal application, the loss of license in another jurisdiction (due to fraud or dishonest dealing) and criminal convictions involving fraud or dishonest dealing as grounds for license denial, suspension or non-renewal.
- (b) In determining whether a licensee is engaging in an unsafe or unsound practice, the Commissioner may consider the size and condition of the licensee's money transmission, the magnitude of the loss, the gravity of the violation of the Act, and the previous conduct of the person involved.

**85:15-11-2. Suspension and revocation of authorized delegates**

- (a) The Commissioner may issue an order suspending or revoking the designation of an authorized delegate, if the Commissioner finds that:
- (1) the authorized delegate violated the Act or an order issued under the Act;
  - (2) the authorized delegate did not cooperate with an examination or investigation by the Commissioner or the Commissioner's designee;
  - (3) the authorized delegate engaged in fraud, intentional misrepresentation, or gross negligence;
  - (4) the authorized delegate is charged with a violation of a state or federal anti-money laundering statute or other criminal statutes in connection with its money transmission;
  - (5) the competence, experience, character, or general fitness of the authorized delegate or a person in control of the authorized delegate indicates that it is not in the public interest to permit the authorized delegate to provide money services; or
  - (6) the authorized delegate is engaging in an unsafe or unsound practice.
- (b) In determining whether an authorized delegate is engaging in an unsafe or unsound practice, the Commissioner may consider the size and condition of the authorized delegate's provision of money services, the magnitude of the loss, the gravity of the violation of the Act, and the previous conduct of the authorized delegate.
- (c) An authorized delegate may apply for relief from a suspension or revocation of designation as an authorized delegate according to procedures prescribed by the Commissioner.

**85:15-11-3. Orders to cease and desist**

- (a) If the Commissioner determines that a violation of the Act or an order issued under the Act by a licensee or authorized delegate is likely to cause immediate and irreparable harm to the licensee, its customers, or the public as a result of the violation, or cause insolvency or significant dissipation of assets of the licensee, the Commissioner may issue an order requiring the licensee or authorized delegate to cease and desist from the violation. The order becomes effective upon service of it upon the licensee or authorized delegate.

(b) The Commissioner may issue an order against a licensee to cease and desist from providing money services through an authorized delegate that is the subject of a separate order by the Commissioner.

(c) An order to cease and desist remains effective and enforceable pending the completion of an administrative proceeding pursuant to sections 85:15-11-1 or 85:15-11-2.

(d) A licensee or an authorized delegate that is served with an order to cease and desist may petition the Oklahoma County District Court, for a judicial order setting aside, limiting, or suspending the enforcement, operation, or effectiveness of the order pending the completion of an administrative proceeding pursuant to sections 85:15-11-1 or 85:15-11-2.

(e) An order to cease and desist expires unless the Commissioner commences an administrative proceeding pursuant to sections 85:15-11-1 or 85:15-11-2 within 10 days after it is issued.

#### **85:15-11-4. Consent orders**

The Commissioner may enter into a consent order at any time with a person to resolve a matter arising under the Act or a rule adopted or order issued under the Act. A consent order must be signed by the person to whom it is issued or by the person's authorized representative, and must indicate agreement with the terms contained in the order. A consent order may provide that it does not constitute an admission by a person that the Act or an order issued under the Act has been violated.

#### **85:15-11-5. Civil penalties**

The Commissioner may assess a civil penalty against a person that violates the Act or an order issued under the Act in an amount not to exceed \$100 per day for each day the violation is outstanding, plus the State's costs and expenses for the investigation and prosecution of the matter, including reasonable attorney's fees.

#### **85:15-11-6. Hearings**

Except as otherwise provided in the Act, the Commissioner may not suspend or revoke a license, suspend or revoke the designation of an authorized delegate, or assess a civil penalty without notice and an opportunity to be heard. The Commissioner shall also hold a hearing when requested to do so by an applicant whose application for a license is denied.



# OKLAHOMA STATE CHARTERED BANKS

June 30, 2007

Number of Banks - 177

<b>A</b>	
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>B</b>	
Barnsdall	▪ Barnsdall State 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
<b>C</b>	
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, 2007

Number of Banks - 177

<b>C</b>	
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
<b>D</b>	
Duke	▪ Farmers & Merchants Bank
Duncan	▪ Bank of Commerce ▪ First Bank & Trust Co.
Durant	▪ First United Bank and Trust Company
<b>E</b>	
Edmond	▪ The Citizens Bank of Edmond ▪ 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
<b>F</b>	
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
<b>G</b>	
Glencoe	▪ Glencoe State Bank
Grandfield	▪ First State Bank

# OKLAHOMA STATE CHARTERED BANKS

June 30, 2007

Number of Banks - 177

<b>G</b>	
Grove	<ul style="list-style-type: none"><li>▪ Bank of Grove</li><li>▪ Grand Savings Bank</li></ul>
Guthrie	<ul style="list-style-type: none"><li>▪ First Capital Bank</li><li>▪ Oklahoma State Bank</li></ul>
Guymon	<ul style="list-style-type: none"><li>▪ Bank of the Panhandle</li></ul>
<b>H</b>	
Hennessey	<ul style="list-style-type: none"><li>▪ Community State Bank</li></ul>
Henryetta	<ul style="list-style-type: none"><li>▪ American Exchange Bank</li></ul>
Hinton	<ul style="list-style-type: none"><li>▪ Legacy Bank</li></ul>
Hopeton	<ul style="list-style-type: none"><li>▪ Hopeton State Bank</li></ul>
Hulbert	<ul style="list-style-type: none"><li>▪ Bank of Cherokee County</li></ul>
Hydro	<ul style="list-style-type: none"><li>▪ Bank of Hydro</li></ul>
<b>I</b>	
<b>J</b>	
Jones	<ul style="list-style-type: none"><li>▪ First State Bank, Jones, Oklahoma</li></ul>
<b>K</b>	
Ketchum	<ul style="list-style-type: none"><li>▪ The First State Bank</li></ul>
Keyes	<ul style="list-style-type: none"><li>▪ The First State Bank</li></ul>
Kremlin	<ul style="list-style-type: none"><li>▪ The Bank of Kremlin</li></ul>
<b>L</b>	
Lamont	<ul style="list-style-type: none"><li>▪ The State Exchange Bank</li></ul>
Laverne	<ul style="list-style-type: none"><li>▪ Bank of Laverne</li></ul>
Lindsay	<ul style="list-style-type: none"><li>▪ American Exchange Bank, Lindsay, Oklahoma</li></ul>
Locust Grove	<ul style="list-style-type: none"><li>▪ Bank of Locust Grove</li></ul>
<b>M</b>	
Maysville	<ul style="list-style-type: none"><li>▪ Farmers and Merchants Bank</li></ul>
Medford	<ul style="list-style-type: none"><li>▪ Bank 7</li><li>▪ Grant County Bank</li></ul>
Miami	<ul style="list-style-type: none"><li>▪ Security Bank and Trust Company</li></ul>
Morris	<ul style="list-style-type: none"><li>▪ The Morris State Bank</li></ul>
Morrison	<ul style="list-style-type: none"><li>▪ Citizens State Bank</li></ul>
Muskogee	<ul style="list-style-type: none"><li>▪ Armstrong Bank</li></ul>
<b>N</b>	
Noble	<ul style="list-style-type: none"><li>▪ First State Bank</li></ul>
Norman	<ul style="list-style-type: none"><li>▪ Republic Bank &amp; Trust</li></ul>

# OKLAHOMA STATE CHARTERED BANKS

June 30, 2007

Number of Banks - 177

<b>O</b>	
Okarche	▪ The First Bank of Okarche
Okeene	▪ State Guaranty Bank
Okemah	▪ The Citizens State Bank
Oklahoma City	▪ All America Bank
	▪ BancFirst
	▪ Bank 2
	▪ The Bankers Bank
	▪ Canadian State Bank
	▪ Coppermark Bank
	▪ First Enterprise Bank
	▪ First Liberty Bank
	▪ First Security Bank and Trust Company
	▪ Frontier State Bank
	▪ NBanC
	▪ Rose Rock Bank
	▪ Valliance Bank
Oologah	▪ Lakeside State Bank
Owasso	▪ First Bank of Owasso
<b>P</b>	
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
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
<b>Q</b>	
Quapaw	▪ The Bank of Quapaw
Quinton	▪ The Farmers State Bank
<b>R</b>	
Roff	▪ Oklahoma Heritage Bank
Ryan	▪ The First State Bank
	▪ Peoples Bank and Trust Company

# OKLAHOMA STATE CHARTERED BANKS

June 30, 2007

Number of Banks - 177

<b>S</b>	
Salina	▪ Lakeside Bank of Salina
Sapulpa	▪ American Heritage Bank
Sentinel	▪ Southwest State Bank
Skiatook	▪ The Exchange Bank
Snyder	▪ Bank of the Wichitas
Spencer	▪ Advantage Bank
Spiro	▪ Spiro State Bank
Stilwell	▪ Bank of Commerce
Stonewall	▪ First American Bank
Sulphur	▪ Community Bank of the Arbuckles
<b>T</b>	
Tahlequah	▪ First State Bank
Temple	▪ First State Bank in Temple
Thomas	▪ The Bank of the West
Tulsa	▪ American Bank and Trust Company ▪ American State Bank ▪ 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	▪ Sooner State Bank
<b>U</b>	
Union City	▪ The Bank of Union
<b>V</b>	
Valliant	▪ First State Bank
Velma	▪ Citizens Bank
Verden	▪ The Bank of Verden
Vici	▪ Bank of Vici
Vinita	▪ Oklahoma State Bank
<b>W</b>	
Wagoner	▪ The American Bank ▪ First Bank & Trust Company

# OKLAHOMA STATE CHARTERED BANKS

June 30, 2007



Number of Banks - 177

<b>W</b>	
Walters	▪ Walters Bank and Trust Company
Watonga	▪ Cornerstone Bank ▪ First State Bank
Waynoka	▪ First State Bank
Welch	▪ Welch State Bank of Welch, Okla.
Westville	▪ Peoples Bank
Wetumka	▪ The Bank of Commerce
Wewoka	▪ Security State Bank of Wewoka, Oklahoma
Wilburton	▪ Latimer State Bank ▪ Wilburton State Bank
Woodward	▪ The Stock Exchange Bank
Wyandotte	▪ Bank of Wyandotte
Wynnewood	▪ The State Bank of Wynnewood
<b>X</b>	
<b>Y</b>	
Yukon	▪ First State Bank
<b>Z</b>	

# OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2007

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

# OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2007



CITY	BANK	BRANCH LOCATION
<b>D</b>		
<b>Durant</b>	§ First United Bank and Trust Company	Ada (2), Bokchito, Calera, Colbert, Durant (3), Holdenville, Hugo, Madill, Pauls Valley, Sapulpa (2), Seminole, Shawnee (2), Tecumseh, Wewoka; Texas branches in Denton (3), Krum, McKinney, Sanger
<b>E</b>		
<b>Edmond</b>	§ Kirkpatrick Bank	Edmond (2), Oklahoma City; Colorado branches in Castle Rock, Colorado Springs
	§ The Citizens Bank of Edmond	Edmond (2)
<b>Elk City</b>	§ Bank of Western Oklahoma	Cordell, Geary, Vici, Weatherford, Woodward
	§ InterBank	Hobart
<b>F</b>		
<b>Fairfax</b>	§ The First State Bank	Ralston
<b>G</b>		
<b>Grandfield</b>	§ First State Bank	Davidson
<b>Guthrie</b>	§ Oklahoma State Bank	Coyle, Edmond, Mulhall
<b>H</b>		
<b>Hennessey</b>	§ Community State Bank	Cashion, Dover
<b>Hinton</b>	Legacy Bank	Binger, Blanchard, Duncan (2), Edmond, Elk City, Hammon, Marlow, Newcastle, Oklahoma City, Weatherford
<b>Hulbert</b>	§ Bank of Cherokee County	Park Hill, Tahlequah
<b>Hydro</b>	§ Bank of Hydro	Eakly
<b>I</b>		
<b>J</b>		
<b>K</b>		
<b>Ketchum</b>	§ The First State Bank	Disney
<b>Keyes</b>	§ The First State Bank	Boise City, Cordell
<b>Kremlin</b>	§ The Bank of Kremlin	Drummond, Enid (2), Goltry
<b>L</b>		

# OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2007



CITY	BANK	BRANCH LOCATION
<b>M</b>		
<b>Medford</b>	§ Bank 7	Oklahoma City, Woodward
<b>Miami</b>	§ Security Bank and Trust Company	Miami
<b>Morrison</b>	§ Citizens State Bank	Stillwater
<b>Muskogee</b>	§ Armstrong Bank	Checotah, Gore, Muldrow, Muskogee (2), Park Hill, Stilwell, Tahlequah (2), Vian, Warner, Webbers Falls
<b>N</b>		
<b>Noble</b>	§ First State Bank	Norman, Wanette
<b>Norman</b>	§ Republic Bank & Trust	Norman (2)
<b>O</b>		
<b>Okemah</b>	§ The Citizens State Bank	Paden
<b>Oklahoma City</b>	§ All America Bank	Mustang
	§ BancFirst	Ardmore (2), Bartlesville, 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 (2), Norman (2), Oklahoma City (14), Prague, Sand Springs (2), Seminole (2), Shawnee (3), Stillwater (4), Stratford, Stroud, Sulphur, Tahlequah (3), Tecumseh, Thackerville, Tishomingo, Tulsa (5), Weatherford
	§ Canadian State Bank	El Reno, Yukon
	§ Coppermark Bank	Edmond, Norman, Oklahoma City (4); Texas branches in Dallas (2)
	§ First Enterprise Bank	Oklahoma City (3)
	§ NBanC	Oklahoma City
§ Rose Rock Bank	El Reno (2), Enid, Hennessey, Kingfisher (2)	

# OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2007

CITY	BANK	BRANCH LOCATION
<b>0</b>		
<b>Oologah</b>	§ Lakeside State Bank	Chelsea
<b>Owasso</b>	§ First Bank of Owasso	Owasso (2)
<b>P</b>		
<b>Perry</b>	§ First Bank & Trust Company, Perry, Oklahoma	Billings, Covington
<b>Pond Creek</b>	§ The First State Bank	Enid
<b>Porter</b>	§ The First State Bank of Porter	Locust Grove
<b>Poteau</b>	§ The Community State Bank	Poteau, Spiro, Wister
<b>Purcell</b>	§ First American Bank	Garber, Maysville, Moore, Norman (2), Taloga, Woodward
	§ McClain Bank	Lexington, Norman, Purcell
<b>Q</b>		
<b>Quinton</b>	§ The Farmers State Bank	Red Oak, Stigler
<b>R</b>		
<b>Roff</b>	§ Oklahoma Heritage Bank	Byng
<b>S</b>		
<b>Sapulpa</b>	§ American Heritage Bank	Beggs, Berryhill, Cleveland, Kiefer, Mannford, Mounds, Sand Springs, Yale
<b>Skiatook</b>	§ The Exchange Bank	Owasso, Sperry
<b>Snyder</b>	§ Bank of the Wichitas	Cache, Elgin
<b>Spencer</b>	§ Advantage Bank	Harrah, Midwest City
<b>Spiro</b>	§ Spiro State Bank	Talihina
<b>T</b>		
<b>Tahlequah</b>	§ First State Bank	Keyes
<b>Thomas</b>	§ The Bank of the West	Clinton, Leedey, Oklahoma City
<b>Tulsa</b>	§ American Bank and Trust Company	Tulsa
	§ Community Bank & Trust Company	Tulsa
	§ The F & M Bank & Trust Company	Owasso, Tulsa (6); Texas branch in Dallas
	§ Grand Bank	Bixby, Claremore, Grove
	§ NBanC	Altus (4), Duncan, Enid, Kingfisher
	§ ONB Bank and Trust Company	Edmond, Owasso, Sapulpa, Tulsa
	§ Peoples Bank	Tulsa
	§ SpiritBank	Bristow, Cushing, Depew, Drumright, Edmond, Oilton, Oklahoma City, Perkins, Sapulpa, Stillwater, Stroud, Tulsa (4)

# OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2007



CITY	BANK	BRANCH LOCATION
<b>T</b>		
<b>Tuttle</b>	§ Sooner State Bank	Konawa, Newcastle, The Village
<b>U</b>		
<b>Union City</b>	§ The Bank of Union	El Reno
<b>V</b>		
<b>Vinita</b>	§ Oklahoma State Bank	Langley
<b>W</b>		
<b>Wagoner</b>	§ First Bank & Trust Company	Luther
<b>Welch</b>	§ Welch State Bank of Welch, Okla.	Miami
<b>Westville</b>	§ Peoples Bank	West Siloam Springs (Arkansas)
<b>Wetumka</b>	§ The Bank of Commerce	Weleetka
<b>Woodward</b>	§ The Stock Exchange Bank	Woodward
<b>X</b>		
<b>Y</b>		
<b>Z</b>		

# Oklahoma Banking Commissioners

1907-1909

H. H. Smock

1909-1910

A. M. Young

1910-1911

E. B. Cockrell

1911-1919

J. D. Lankford

1919-1922

Fred G. Dennis

1922-1923

Roy Walcott

1923

Joe H. Strain

1923

E. T. Bynum

1923-1928

O. B. Mothersead

1928-1932

C. G. Shull

1932-1935

W. J. Barnett

1935-1938

Howard C. Johnson

1938

Walter H. Griffith, Acting Commissioner

1938-1939

D. P. Richardson

1939-1942

Linwood O. Neal

1942-1943

Richard R. Law

1943-1948

Carl B. Sebring

1948-1950

R. B. Patton

1950-1958

O. B. Mothersead

1958-1969

Carl B. Sebring

1969

George T. Frame, Acting Commissioner

1969-1973

John D. Williams

1973

George T. Frame, Acting Commissioner

1973-1978

H. E. Leonard

1978-1979

D. F. Van Horn, Acting Commissioner

1979-1987

R. Y. Empie

1987-1992

Wayne Osborn

1992-Present

Mick Thompson



Mick Thompson

CREDIT  
UNIONS



# CREDIT UNION BOARD



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*Mick Thompson*



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

---

*Floyd Atha*



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

---

*Agnes Berkenbile*



**President**  
Municipal Employees Credit  
Union  
Oklahoma City  
(Term expires October 1, 2010)

---

*Richard Forshee*



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

---

*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, 2006



Number of Credit Unions – 26  
Corporate Credit Unions – None

<b>ASSETS</b>	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	208,755
Total Loans	1,823,623
Loans Held for Sale	970
<i>Less: Allowance for Loan Losses</i>	(15,500)
Total Investments (Market Value, AFS only)	772,675
Land & Building (Net of Depreciation)	63,407
Other Fixed Assets	15,087
Other Real Estate Owned	1,716
Share Insurance Capitalization Deposit	21,523
Other Assets (including Share Insurance Fund)	28,696
<b>TOTAL ASSETS</b>	<b>2,920,952</b>

<b>LIABILITIES</b>	Thousands of Dollars
Total Borrowings	121,611
Dividend/Interest Payable	1,452
Accounts Payable and Other Liabilities	32,496
<b>TOTAL LIABILITIES</b>	<b>155,559</b>

<b>TOTAL SHARES AND DEPOSITS</b>	<b>2,404,521</b>
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<b>EQUITY</b>	Thousands of Dollars
Regular Reserves	82,562
<i>Plus Unrealized Gain on AFS Securities</i>	(2,815)
Other Reserves and Miscellaneous Equity	6,886
Reserve for Nonconforming Investments	440
Undivided Earnings (including YTD Net Income)	273,799
<b>TOTAL EQUITY</b>	<b>360,872</b>

<b>TOTAL LIABILITIES, SHARES AND EQUITY</b>	<b>2,920,952</b>
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# CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED CREDIT UNIONS

As of June 30, 2007



Number of Credit Unions – 25  
Corporate Credit Unions – None

<b>ASSETS</b>	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	214,630
Total Loans	1,867,605
Loans Held for Sale	1,532
<i>Less: Allowance for Loan Losses</i>	(14,316)
Total Investments (Market Value, AFS only)	875,291
Land & Building (Net of Depreciation)	65,829
Other Fixed Assets	16,811
Other Real Estate Owned	1,844
Share Insurance Capitalization Deposit	22,499
Other Assets (including Share Insurance Fund)	29,408
<b>TOTAL ASSETS</b>	<b>3,081,133</b>

<b>LIABILITIES</b>	Thousands of Dollars
Total Borrowings	121,060
Dividend/Interest Payable	1,248
Accounts Payable and Other Liabilities	29,909
<b>TOTAL LIABILITIES</b>	<b>152,217</b>

<b>TOTAL SHARES AND DEPOSITS</b>	<b>2,556,206</b>
----------------------------------	------------------

<b>EQUITY</b>	Thousands of Dollars
Regular Reserves	82,718
Plus Unrealized Gain on AFS Securities	(4,268)
Other Reserves and Miscellaneous Equity	6,762
Reserve for Nonconforming Investments	440
Undivided Earnings (including YTD Net Income)	287,058
<b>TOTAL EQUITY</b>	<b>372,710</b>

<b>TOTAL LIABILITIES, SHARES AND EQUITY</b>	<b>3,081,133</b>
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# **SUMMARY OF CHANGES OKLAHOMA STATE CHARTERED CREDIT UNIONS**

**July 1, 2006 through June 30, 2007**



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## **NAME CHANGE**

None.

## **MERGER**

Santa Fe Credit Union, Oklahoma City, Oklahoma merged with and into Oklahoma Federal Credit Union, Oklahoma City, Oklahoma effective April 15, 2007.

# OKLAHOMA STATE CHARTERED CREDIT UNIONS

June 30, 2007



Number Of Credit Unions - 25

<b>Ada</b>	§ Ada Federal Employees Credit Union
	§ East Central Credit Union
<b>Anadarko</b>	§ Cooperative Employees Credit Union
<b>El Reno</b>	§ El Reno RIL Credit Union
<b>McAlester</b>	§ McAlester Credit Union
<b>Midwest City</b>	§ Midwest City Credit Union
<b>Oklahoma City</b>	§ 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
	§ Teachers Credit Union
	§ WEOKIE Credit Union
	§ Woods Credit Union
<b>Ponca City</b>	§ Cherokee Strip Credit Union
<b>Tulsa</b>	§ 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
	§ WilServ Credit Union



TRUST

COMPANIES

# TRUST COMPANIES

June 30, 2007



CITY	TRUST COMPANY	BRANCHES
Duncan	§ Investors Trust Company	0
Newkirk	§ Albright Title & Trust Company	2
Oklahoma City	§ American First Title & Trust Company	0
	§ Columbia Trust Co., L.L.C.	0
	§ First American Title & Trust Company	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, 2006 through June 30, 2007

None.



# CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED TRUST COMPANIES

As of December 31, 2006



Number of Trust Companies - 10

<b>ASSETS</b>	Thousands of Dollars
Cash & due from banks	45,013
Notes, Loans & Other Receivables	2,267
Stocks, Bonds, Securities & Investments	7,099
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	2,211
Other Real Estate	0
Investments in subsidiaries	11,224
Title records	809
Other Assets	605
<b>TOTAL ASSETS</b>	<b>69,228</b>

<b>LIABILITIES</b>	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnership and Corporations	6,524
Certificates & Other Forms representing deposits of Government and Political Subdivisions	0
Accounts Payable	1,052
Notes Payable	0
Custodial and Escrow Accounts Payable	9,748
Reserve provision for taxes, interest, etc...	1,906
Other Liabilities	228
<b>TOTAL LIABILITIES</b>	<b>19,458</b>

<b>RESERVES ON LOANS &amp; SECURITIES</b>	Thousands of Dollars
Reserves for bad debt losses on loans	40
Reserves for losses on securities	0
<b>TOTAL RESERVES ON LOANS &amp; SECURITIES</b>	<b>40</b>

<b>CAPITAL ACCOUNTS</b>	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	6,527
Surplus	42,542
Paid in Excess	0
Undivided Profits	661
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	0
<b>TOTAL CAPITAL ACCOUNTS</b>	<b>49,730</b>

<b>TOTAL LIABILITIES, RESERVES &amp; CAPITAL ACCOUNTS</b>	<b>69,228</b>
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# CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED TRUST COMPANIES

As of June 30, 2007



Number of Trust Companies - 10

<b>ASSETS</b>	Thousands of Dollars
Cash & due from banks	54,028
Notes, Loans & Other Receivables	3,228
Stocks, Bonds, Securities & Investments	7,316
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	2,942
Other Real Estate	0
Investments in subsidiaries	16,048
Title records	1,730
Other Assets	3,753
<b>TOTAL ASSETS</b>	<b>89,045</b>

<b>LIABILITIES</b>	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnership and Corporations	6,111
Certificates & Other Forms representing deposits of Government and Political Subdivisions	0
Accounts Payable	1,731
Notes Payable	0
Custodial and Escrow Accounts Payable	14,053
Reserve provision for taxes, interest, etc...	2,384
Other Liabilities	139
<b>TOTAL LIABILITIES</b>	<b>24,418</b>

<b>RESERVES ON LOANS &amp; SECURITIES</b>	Thousands of Dollars
Reserves for bad debt losses on loans	40
Reserves for losses on securities	0
<b>TOTAL RESERVES ON LOANS &amp; SECURITIES</b>	<b>40</b>

<b>CAPITAL ACCOUNTS</b>	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	4,103
Surplus	49,098
Paid in Excess	0
Undivided Profits	11,386
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	0
<b>TOTAL CAPITAL ACCOUNTS</b>	<b>64,587</b>

<b>TOTAL LIABILITIES, RESERVES &amp; CAPITAL ACCOUNTS</b>	<b>89,045</b>
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SAVINGS



LOANS



# SAVINGS & LOAN ADVISORY COUNCIL



*Alvin C. Harrell*

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

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*Burton L. Mann*

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

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*Russell Pembroke*

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

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*Harold Reel*

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



# SAVINGS AND LOAN ASSOCIATIONS

June 30, 2007



CITY	ASSOCIATION
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Oklahoma City	Home Savings and Loan Association of Oklahoma City *
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Okmulgee	The Okmulgee Savings and Loan Association
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MERGERS
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None.

\* Indicates stock association

## Oklahoma Land Run

*In honor of Oklahoma's Centennial, an Oklahoma Centennial Land Run Monument is currently being built by Oklahoma artist Paul Moore in his Norman, Oklahoma studio. The impressive landmark recreates the Land Run of 1889 in vivid detail. As elements of the 47 piece monument are finished, they are to be installed in lower Bricktown, Oklahoma City. When completed, the monument will be approximately 365 feet long, making it one of the largest bronze sculptures in the world.*

*There were five land runs in Oklahoma:*

*Land Run of 1889 took place at high noon on April 22, 1889 and involved the settlement of the Unassigned Lands (most of modern day Canadian, Cleveland, Kingfisher, Logan, Oklahoma, and Payne counties).*

*September 22, 1891: Land run to settle Iowa, Sac and Fox, Pottawatomic, and Shawnee lands.*

*April 19, 1892: Land run to settle the Cheyenne and Arapaho lands.*

*September 16, 1893: Cherokee Strip Land Run. The Run of the Cherokee Strip opened nearly 7,000,000 acres (28,000 km<sup>2</sup>) to settlement on September 16, 1893. The land was purchased from the Cherokees for \$7,000,000.*

*May 23, 1895: Land run to settle the Kickapoo lands.*

*Source: Wikipedia.org*



**CONSOLIDATED REPORT OF CONDITION**  
**OKLAHOMA STATE CHARTERED SAVINGS & LOANS**  
As of December 31, 2006



Number of Savings & Loans – 2

<b>ASSETS</b>	<b>Thousands of Dollars</b>
Cash and Investment Securities	10,668
Mortgage Pool Securities	3
Mortgage Loans	2,229
Non-Mortgage Loans	241
Repossessed Real Estate and Other Assets	2
Real Estate Held for Investment	303
Investment in Subsidiaries	0
Premises and Equipment	23
Other Assets	34
<b>TOTAL ASSETS</b>	<b>13,503</b>

<b>LIABILITIES</b>	<b>Thousands of Dollars</b>
Deposits	9,115
Advances from Federal Home Loan Bank	0
Other Borrowings	9
Other Liabilities	25
<b>TOTAL LIABILITIES</b>	<b>9,149</b>

<b>EQUITY CAPITAL</b>	<b>Thousands of Dollars</b>
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Undivided Profits	3,470
<b>TOTAL EQUITY CAPITAL</b>	<b>4,354</b>

<b>TOTAL LIABILITIES AND EQUITY CAPITAL</b>	<b>13,503</b>
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**CONSOLIDATED REPORT OF CONDITION**  
**OKLAHOMA STATE CHARTERED SAVINGS & LOANS**  
As of June 30, 2007



Number of Savings & Loans – 2

<b>ASSETS</b>	Thousands of Dollars
Cash and Investment Securities	10,830
Mortgage Pool Securities	2
Mortgage Loans	2,227
Non-Mortgage Loans	346
Repossessed Real Estate and Other Assets	1
Real Estate Held for Investment	302
Investment in Subsidiaries	0
Premises and Equipment	16
Other Assets	39
<b>TOTAL ASSETS</b>	<b>13,763</b>

<b>LIABILITIES</b>	Thousands of Dollars
Deposits	9,418
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	16
<b>TOTAL LIABILITIES</b>	<b>9,434</b>

<b>EQUITY CAPITAL</b>	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Undivided Profits	3,445
<b>TOTAL EQUITY CAPITAL</b>	<b>4,329</b>

<b>TOTAL LIABILITIES AND EQUITY CAPITAL</b>	<b>13,763</b>
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SALE  
OF  
CHECKS

# 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	10
Barri Remittance Corp.	Houston, TX	2
Continental Exchange Solutions, Inc.	Cerritos, CA	134
Continental Express Money Order Co., Inc.	Santa Ana, CA	1
E-Z Mart Stores, Inc.	Texarkana, TX	75
Grocers Express, LLC	Oklahoma City, OK	10
GSC Enterprises, Inc. <i>d/b/a Fidelity Express Money Order Company</i>	Sulphur Springs, TX	20
Integrated Payment Systems, Inc.	Englewood, CO	576
Intermex Wire Transfers, LLC	Miami, FL	1
Michael F. “Mick” Lafevers	Poteau, OK	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	817
Oklahoma Grocers Association	Oklahoma City, OK	220
Order Express, Inc.	Chicago, IL	4
Orlandi Valuta	Englewood, CO	31
SSP Partners	Corpus Christi, TX	19
Travelex Currency Services, Inc.	Toronto, Ontario	0
Western Union Financial Services, Inc.	Englewood, CO	599

MONEY

TRANSMISSION

LICENSEES

# MONEY TRANSMISSION LICENSEES

As of October 1, 2007

Pursuant to the Oklahoma Financial Transaction Reporting Act and the rules promulgated under that Act (effective May 11, 2007), the following companies have been issued a license to engage in money transmission in Oklahoma.

<b>PRINCIPALS</b>	<b>LOCATION</b>	<b>AGENT AND COMPANY-OWNED LOCATIONS*</b>
Amazon Payments, Inc.	Seattle, WA	0
Barri Remittance Corporation	Houston, TX	0
CheckFreePay Corporation	Wallingford, CT	178
Coinstar E-Payment Services, Inc.	Bellevue, WA	0
Continental Exchange Solutions, Inc. d/b/a Ria Financial Services and Associated Foreign Exchange	Cerritos, CA	141
DolEx Dollar Express, Inc.	Arlington, TX	2
Enramex, Inc.	Wheatridge, CO	16
GSC Enterprises, Inc. d/b/a Fidelity Express	Sulphur Springs, TX	10
Intermex Wire Transfer, LLC	Miami, FL	43
IPP of America, Inc.	Fairfield, NJ	53
Kwik Dollar, Inc. d/b/a "Dinex"	Houston, TX	3
Maxitransfers Corporation	Irving, TX	6
Mexico Transfers, Inc.	Irving, TX	8
MoneyGram Payment Systems, Inc.	Minneapolis, MN	102
New York Bay Remittance, Corp.	New York, New York	4
OMNEX Group, Inc.	Lake Forest, CA	12
Orlandi Valuta	Englewood, CO	31

<b>PRINCIPALS</b>	<b>LOCATION</b>	<b>AGENT AND COMPANY-OWNED LOCATIONS*</b>
Order Express, Inc.	Chicago, IL	4
PayPal	San Jose, CA	0
PreCash, Inc.	Houston, TX	273
Servicio Uniteller, Inc.	Rochelle Park, NJ	5
Travelex Currency Services, Inc.	Omaha, NE	5
Viamerica Corporation	Bethesda, MD	0
Vigo Remittance Corp.	Sunrise, FL	82
Western Union	Englewood, CO	584

**\*Agent locations do not include financial institution agents such as banks, credit unions and savings associations.**

# Groundbreaking

The Department's  
New Building



BANKING BOARD MEMBERS: MICK THOMPSON,  
BOB NEWCOMB, JOHN GOAD, CHRIS CONN,  
DAVID BURRAGE, AND BOB WEAVER

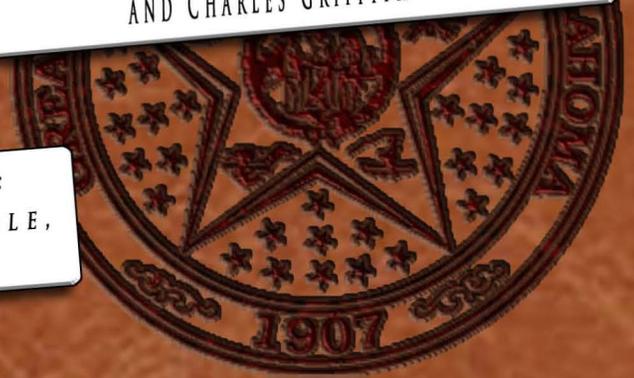


DEPARTMENT BUILDING COMMITTEE: MICK THOMPSON,  
RHONDA BRUNO, STACEY TAYAR, DERON BRUBAKER,  
AND CHARLES GRIFFITH



CREDIT UNION BOARD MEMBERS:  
MICK THOMPSON, AGNES BERKENBILE,  
AND FLOYD ATHA

2900 North Lincoln  
OKC, OK



# CEMETERIES

# OKLAHOMA PERPETUAL CARE CEMETERIES



## CONSOLIDATED STATEMENT

as of December 31, 2006

**Number of Perpetual Care Cemeteries – 41**

2005 Beginning Perpetual Care Fund (Principal) \$26,250,087

Principal Added From Sales (2006) 606,549

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**Total Perpetual Care Fund \$26,856,636**

## 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**

# PERPETUAL CARE CEMETERIES 2007



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

# PERPETUAL CARE CEMETERIES 2007



CITY	CEMETERY
<b>Owasso</b>	▪ Graceland Memorial Park
<b>Ponca City</b>	▪ DMI, Inc. d/b/a Resthaven-Sunset Memorial Park
<b>Sand Springs</b>	▪ Dillon Family Services, Inc. d/b/a Woodland Memorial Park
<b>Sapulpa</b>	▪ Cemetery Trust Company d/b/a Green Hill Memorial Gardens
<b>Seminole</b>	▪ Swearingen Funeral Home, Inc. d/b/a Rest Haven Memorial Gardens
<b>Shawnee</b>	▪ Resthaven Memorial Park
<b>Spencer</b>	▪ Hillcrest Memory Gardens, Inc. d/b/a Hillcrest Memory Gardens
<b>Stillwater</b>	▪ Kolb Cemetery, Inc.
	▪ Sunset Memorial Garden Cemetery, Inc. d/b/a Sunset Memorial Gardens
<b>Tulsa</b>	▪ 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
	▪ Rose Hill LLC d/b/a Rose Hill Memorial Park
	▪ Waurika Cemetery Association, Inc. d/b/a Waurika Cemetery
<b>Waurika</b>	▪ Waurika Cemetery Association, Inc. d/b/a Waurika Cemetery

# CEMETERY MERCHANDISE PERMITTEES



City	Permittee
<b>Ada</b>	§ Lowell-Phillips Company, Inc. d/b/a Swan Hill Cemetery
	§ Memorial Park of Ada, Inc. d/b/a Memorial Park of Ada
<b>Ardmore</b>	§ Local Funeral Home, LLC d/b/a Hillcrest Memorial Park
<b>Bartlesville</b>	§ Dillon Family Services, Inc. d/b/a Memorial Park Cemetery
<b>Broken Arrow</b>	§ Floral Haven Memorial Gardens, An Express Trust
<b>Claremore</b>	§ Oakhaven Memorial Gardens
<b>Cushing</b>	§ Euchee Valley Memorial Park d/b/a Euchee Valley Memorial Park
<b>Duncan</b>	§ Resthaven Gardens, LLC d/b/a Resthaven Memorial Gardens & Mausoleum
<b>Lawton</b>	§ Sunset Memorial Gardens, Inc. d/b/a Sunset Memorial Gardens
<b>McAlester</b>	§ Memory Gardens Memorial Park LLC d/b/a Memory Gardens Memorial Park
<b>Midwest City</b>	§ Arlington Memorial Gardens, Inc. d/b/a Arlington Memorial Gardens
<b>Muskogee</b>	§ Memorial Park of Muskogee, Inc. d/b/a Memorial Park Cemetery Association
<b>Norman</b>	§ SCI Oklahoma Funeral Services, Inc. d/b/a Sunset Memorial Cemetery Park
<b>Oklahoma City</b>	§ 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
<b>Ponca City</b>	§ DMI, Inc. d/b/a Resthaven-Sunset Memorial Park
<b>Sand Springs</b>	§ Dillon Family Services, Inc. d/b/a Woodland Memorial Park
<b>Seminole</b>	§ Swearingen Funeral Home, Inc. d/b/a Rest Haven Memorial Gardens
<b>Spencer</b>	§ Hillcrest Memory Gardens, Inc. d/b/a Hillcrest Memory Gardens
<b>Stillwater</b>	§ Sunset Memorial Garden Cemetery, Inc. d/b/a Sunset Memorial Gardens
<b>Tulsa</b>	§ The Belvadere Corporation d/b/a Green Acres Memorial Gardens
	§ New Crown Management Corporation, Inc. d/b/a Crown Hill Cemetery
	§ Rose Hill LLC d/b/a Rose Hill Memorial Park

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