

Banking Department

Annual Report

Fiscal Year Ending June 30, 2008



Mick Thompson
Commissioner

On the Cover:

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

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.

This publication, printed by Oklahoma Correctional Industries (OCI) is issued by the Oklahoma State Banking Department as authorized by the Commissioner pursuant to §212 of the Oklahoma Banking Code and Rules and Regulations. 100 copies have been prepared and distributed at a cost of \$25.54 per copy at no cost to the Oklahoma Taxpayer. Copies have been deposited with the Publications Clearinghouse of the Oklahoma Department of Libraries.



STATE OF OKLAHOMA
STATE BANKING DEPARTMENT

November 30, 2008

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 2008 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 \$31.5 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, reading "Mick Thompson".

Mick Thompson
Commissioner

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Department
Banks
Credit Unions
Trust Companies
Savings & Loans
Sale of Checks
Money Transmission
Cemeteries

Oklahoma State Banking Department

Mission

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

How Mission is Accomplished

The Department is committed to the development of its staff through education, economic rewards, and the availability of a pleasant work environment. In that regard, 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, regulatory agencies, public entities, and the general public;

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

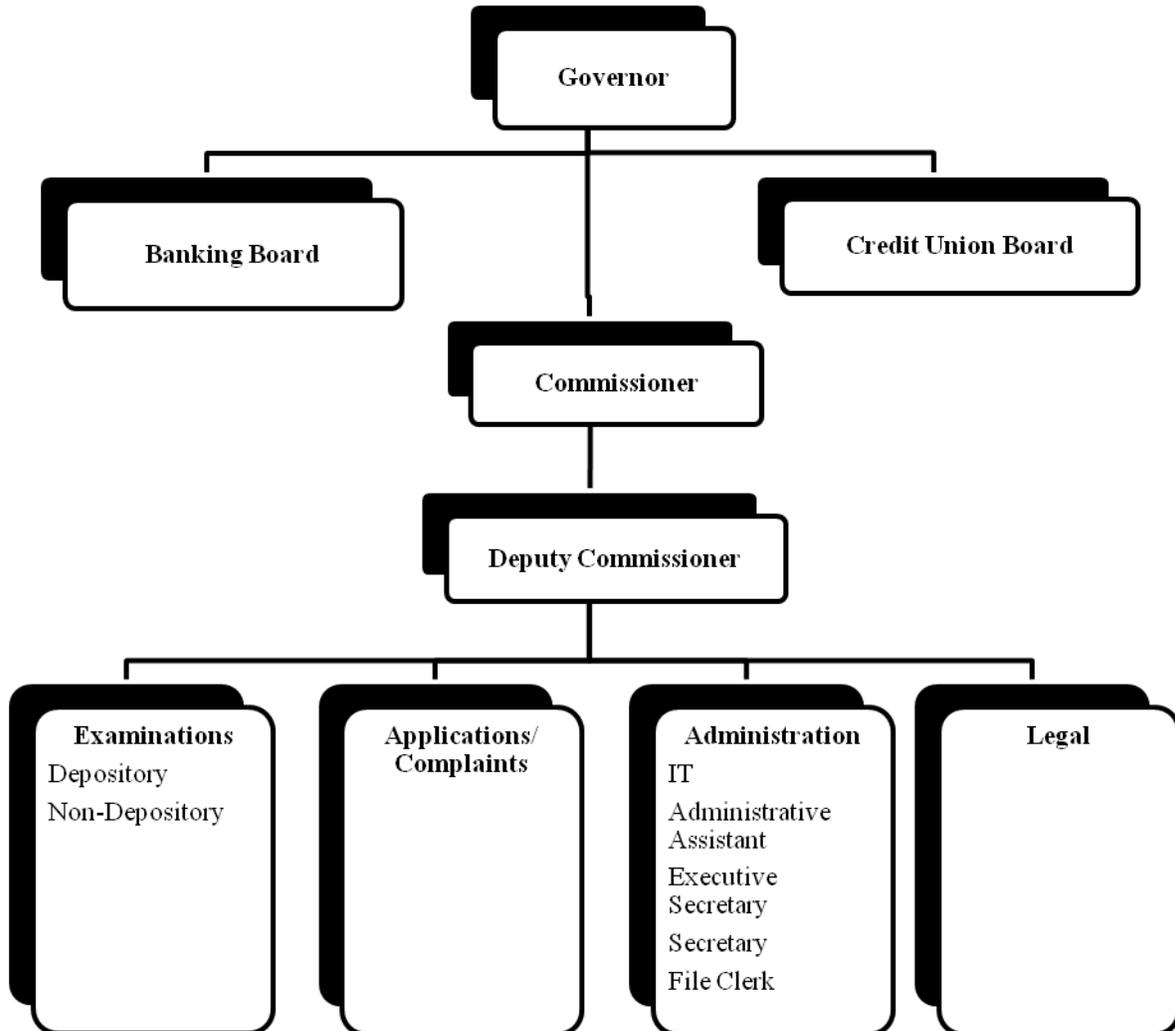
To improve the work environment, benefits, and morale of Department personnel in order to enhance staff motivation and satisfaction, improve productivity, and reduce turnover.

How Mission is Measured

To accomplish its mission, 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 each financial institution.

Oklahoma State Banking Department Organizational Chart



DEPARTMENT PERSONNEL

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

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

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

Ilene Martzen	Examiner
Laurie Ridgway	Examiner
Gwen Wright	Examiner
Michael Truitt	Examiner
Trisha Parham	Examiner

THE SECOND REGULAR SESSION OF THE 51ST OKLAHOMA LEGISLATURE

HB 2725 (Winchester of the House and Jolly of the Senate) Effective July 1, 2008.

- Clarifies the Commissioner's authority to designate seniority status for employees such as examiners, assistants, *etc.*
 - Allows the Oklahoma Banking Board to refund assessments back to financial institutions when funds are not needed by the Banking Department.
 - Requires the organizers of a new bank to collect 5% of the purchase price of stock to fund the organizational expense fund for a new bank.
 - Requires the organizers of a new bank to fully fund the organizational expense fund before an application may be accepted by the Banking Commissioner.
 - Allows a temporary branch to be established when an emergency (*e.g.*, a flood) prevents customers from accessing a permanent branch. The amendment also allows financial institutions to establish temporary branches during temporary events such as the state fair.
 - Clarifies that any fines collected from prosecuting unlicensed money transmitters will not be deposited into the Banking Department's revolving fund.
 - Clarifies that a financial institution has to have trust powers in order to serve as a trustee of a perpetual care fund trust account.
 - Authorizes an agreement between a cemetery and customer to establish a separate trust account with regard to burial spaces that are not purchased from the cemetery.
 - Clarifies that a cemetery that has failed to renew a cemetery merchandise permit must pay all late fees before the permit may be renewed.
-

COMPARATIVE STATEMENT OF EXPENDITURES AND RECEIPTS

EXPENDITURES	FY-08	FY-07
Personal Services	\$3,914,941	\$3,650,276
Professional Services	14,944	9,792
Travel	403,614	355,987
Equipment	35,242	7,987
Other Operating Expenses	221,613	206,578
Capital Expenditures	1,341,579	137,315
TOTAL	\$5,931,933	\$4,367,935

RECEIPTS	FY-08	FY-07
Assessments Deposited into GRF	\$555,473	\$512,076
Fees Deposited into the Banking Department's Revolving Funds		
- Bank and Trust Fees	5,151,718	4,710,809
- Trust Companies	158,436	142,660
- Credit Union	537,923	497,169
- Savings and Loan Associations	6,639	3,309
- Money Order Companies	30,780	32,636
- Money Transmitter Companies	302,800	33,600
- Cemeteries	57,850	63,400
- Misc. Fees	571	156
TOTAL ASSESSMENTS & FEES	\$6,802,190	\$5,995,815

INSTITUTIONS SUPERVISED

As of June 30, 2008

Types of Institutions	Number	Examinations Performed 7/1/2007 to 6/30/2008
Commercial Banks*	177	56
Bank Trust Departments		
- Active	21	10
- Inactive**	12	N/A
Savings and Loans	2	2
Trust Companies	9	2
Credit Unions	24	18
Money Order Companies	18	0
Money Transmitter Companies	27	0
Perpetual Care Cemeteries	43	19
Cemetery Merchandise Permittees***	25	14
Total	358	121

*Commercial banks: 43 were independent exams and 13 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.

**SCHOOLS ATTENDED
EXAMINER/STAFF
July 1, 2007 to December 31, 2007**

JULY 2007

BSA BOOT CAMP: Daryl Jones and Randy Willard
GRADUATE SCHOOL OF BANKING @ COLORADO: Laurie Ridgway and Shawn Burcham
CSBS BSA EMERGING ISSUES FORUM: Gwen Wright
FDIC LOAN WRITEUP SEMINAR: 6 Tulsa Office Examiners

AUGUST 2007

CSBS REAL ESTATE APPRAISAL REVIEW COURSE: Michael Truitt

SEPTEMBER 2007

OBA/BANCINSURE/BANK BOND COVERAGE: All Examiners

OCTOBER 2007

MONEY TRANSMITTER REGULATORS ASSN. ANNUAL CONFERENCE: Jon Morphis
FDIC LOAN WRITEUP SEMINAR: 12 OKC Examiners
CSBS TECHNOLOGY CONFERENCE: Carter Mathews, Mike Kellum, and Deron Brubaker
NCUA ADVANCED MEMBER BUSINESS LENDING: Kandace Natale
CSBS CURRICULUM COMMITTEE CHAIR MTG: Paul Qualls
CSBS EXAMINER EDUCATION FORUM: Tony Reel
CSBS EIC SCHOOL: Michael Truitt and Jeff Bagby (instructor)
NCUA BSA/AML/OFAC TRNG: Terry Slagle

NOVEMBER 2007

CSBS BANKDYNAMICS SCHOOL: Michael Truitt
OBA AG LENDING SCHOOL: Kurt Blair, Lance Lassiter, and Jon Morphis
FDIC INFORMATION SECURITY RISK ASSESSMENT TRAINING: Carter Mathews, Doyle Jones and Mike Kellum

DECEMBER 2007

OSU FARM & BUSINESS TAX SEMINAR: Wayne Arbuthnot, Deloris Finley, Mike Faulkenberry and Mike Kellum
NCUA EXAM ISSUES FORUM: Terry Slagle
CSBS SUPERVISORS SYMPOSIUM: Mick Thompson

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Money Transmission

Cemeteries

BANKING BOARD

Mick Thompson



Chairman
State Bank Commissioner
Oklahoma City
(Term expires September 1, 2012)

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, 2014)

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, 2007

Number of Banks – 177

ASSETS	Thousands of Dollars
---------------	----------------------

Cash and Due from Banks	1,115,250
Securities	5,418,762
Federal Funds Sold	1,268,426
Loans – Net of Reserve	18,777,401
Bank Premises – F&F	654,101
Other Real Estate Owned	50,272
Intangible Assets	189,561
Other Assets	763,105

TOTAL ASSETS	28,236,878
---------------------	-------------------

LIABILITIES	Thousands of Dollars
--------------------	----------------------

<i>DEPOSITS</i>	
Noninterest-bearing Deposits	4,520,702
Interest-bearing Accounts	18,802,608

TOTAL DEPOSITS	23,323,310
-----------------------	-------------------

Federal Funds Purchased	798,605
Other Borrowed Money	1,136,654
Subordinated Notes and Debentures	9,500
Other Liabilities	178,367

TOTAL LIABILITIES	25,446,436
--------------------------	-------------------

Limited – Life Preferred Stock	0
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EQUITY CAPITAL	Thousands of Dollars
-----------------------	----------------------

Preferred Stock	23,300
Common Stock	136,224
Surplus	940,958
Undivided Profits	1,689,960

TOTAL EQUITY CAPITAL	2,790,442
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TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	28,236,878
--	-------------------

	12-31-2007	12-31-2006	12-31-2005
Percentage of Total Capital to Total Assets	9.88%	9.83%	9.77%
Percentage of Total Capital to Total Deposits	11.96%	11.76%	11.73%
Percentage of Total Loans to Total Deposits	80.51%	78.59%	79.80%
Percentage of Cash Reserve to Total Deposits	4.78%	5.85%	6.60%

CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED BANKS

As of June 30, 2008

Number of Banks – 177

ASSETS	Thousands of Dollars
Cash and Due from Banks	1,357,319
Securities	5,463,374
Federal Funds Sold	1,397,909
Loans – Net of Reserve	20,514,728
Bank Premises – F&F	707,214
Other Real Estate Owned	61,422
Intangible Assets	253,123
Other Assets	843,736
TOTAL ASSETS	30,598,825

LIABILITIES	Thousands of Dollars
<i>DEPOSITS</i>	
Noninterest-bearing Deposits	4,952,216
Interest-bearing Accounts	20,446,927
TOTAL DEPOSITS	25,399,143
Federal Funds Purchased	730,525
Other Borrowed Money	1,243,610
Subordinated Notes and Debentures	31,500
Other Liabilities	210,577
TOTAL LIABILITIES	27,615,355
Limited – Life Preferred Stock	0

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	23,550
Common Stock	136,023
Surplus	1,114,564
Undivided Profits	1,709,333
TOTAL EQUITY CAPITAL	2,983,470
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	30,598,825

	6-30-2008	6-30-2007	6-30-2006
Percentage of Total Capital to Total Assets	9.75%	9.93%	9.59%
Percentage of Total Capital to Total Deposits	11.75%	11.85%	11.45%
Percentage of Total Loans to Total Deposits	80.77%	78.24%	78.35%
Percentage of Cash Reserve to Total Deposits	5.34%	5.20%	5.88%

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED BANKS
Selected Performance and Condition Ratios

	6-30-2008	12-31-2007	6-30-2007	12-31-2006	6-30-2006	12-31-2005
Number of Banks Reporting	177	177	177	180	184	186
Unprofitable Banks	6.18%	5.65%	2.82%	5.00%	3.26%	2.69%
Banks with Earnings Gains	55.62%	60.45%	58.76%	62.78%	67.93%	69.89%
Yield on Earning Assets	6.65%	7.58%	7.58%	7.39%	7.12%	6.43%
Net Interest Margin	4.16%	4.44%	4.45%	4.61%	4.58%	4.56%
Noninterest Inc./Earning Assets	1.20%	1.23%	1.17%	1.17%	1.16%	1.21%
Noninterest Exp./Earning Assets	3.49%	3.56%	3.50%	3.60%	3.54%	3.64%
Net Operating Income to Assets	1.21%	1.37%	1.53%	1.45%	1.49%	1.41%
Cash Dividends to Net Income	59.21%	64.16%	62.57%	63.92%	69.18%	63.13%
Return on Assets (ROA)	1.26%	1.38%	1.52%	1.43%	1.48%	1.41%
Return on Equity (ROE)	12.67%	14.04%	15.44%	14.63%	15.33%	14.25%
Loan Loss Reserve to Loans	1.18%	1.14%	1.18%	1.16%	1.17%	1.14%
Noncurrent Loans to Loans	1.44%	1.30%	0.97%	0.83%	0.76%	0.89%
Core Capital (Leverage) Ratio	9.31%	9.50%	9.53%	9.50%	9.46%	9.68%
Tier 1 Risk-Based Capital Ratio	12.10%	12.26%	12.66%	12.61%	12.55%	12.75%
Total Risk-Based Capital Ratio	13.24%	13.26%	13.71%	13.68%	13.60%	13.78%

**SUMMARY OF CHANGES
OKLAHOMA STATE CHARTERED BANKS
July 1, 2007 through June 30, 2008**

TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2007		177
<hr/>		
Add:		
	NEW BANK CHARTERS	1
	CONVERSIONS TO STATE BANKS	3
Less:		
	CONVERSIONS TO NATIONAL BANKS	0
	MERGERS	
	- State Banks merged into Other State Banks	0
	- State Banks merged into National Banks	2
	-State Banks merged into Federal Savings Banks	1
<hr/>		
TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2008		178

**APPLICATIONS APPROVED
BY THE STATE BANKING BOARD
July 1, 2007 through June 30, 2008**

NEW BANK CHARTERS

1. Great Nations Bank, Norman, Oklahoma; approval date May 14, 2008.
2. Sunrise Bank of Norman, Norman, Oklahoma; approval date February 20, 2008.
3. Prime Bank, Edmond, Oklahoma; approval date March 19, 2008.

CONVERSIONS FROM NATIONAL BANKS TO STATE BANKS

1. Century National Bank of Oklahoma, Pryor, Oklahoma, approval date August 15, 2007.
2. Union Bank, N. A., Oklahoma City, Oklahoma; approval date February 20, 2008.
3. Regent Bank, N. A., Nowata, Oklahoma; approval date May 14, 2008.

MERGERS

1. Pinnacle Mortgage Corporation, Tulsa, Oklahoma; merger with and into ONB Bank and Trust Company, Tulsa, Oklahoma; approval date September 19, 2007.
2. First National Bank of Colorado, Boulder, Colorado; merger with and into First Commercial Bank, Edmond, Oklahoma; approval date February 14, 2008.
3. Waurika National Bank, Waurika, Oklahoma; merger with and into First Bank & Trust Co., Duncan, Oklahoma; approval date March 19, 2008.
4. Barnsdall State Bank, merger with and into Osage Federal Interim Bank, Pawhuska, Oklahoma; approval date March 19, 2008.

ACQUIRED BRANCHES

1. First Commercial Bank, Edmond, Oklahoma; acquired branch at 10475 East Park Meadows Drive, Littleton, Colorado; approval date February 14, 2008.
2. First Bank & Trust Co., Duncan, Oklahoma; acquired branch at 101 North Main, Waurika, Oklahoma; approval date March 19, 2008.

APPLICATIONS APPROVED BY THE BANK COMMISSIONER July 1, 2007 through June 30, 2008

DE NOVO BRANCHES

1. First United Bank and Trust Company, Durant, Oklahoma; branch at 1600 South Agnew, Oklahoma City, Oklahoma; approval date July 20, 2007.
2. NBanC, Oklahoma City, Oklahoma; branch at 3540 South Boulevard, Edmond, Oklahoma; approval date July 20, 2007.
3. Citizens Security Bank & Trust Company, Bixby, Oklahoma; branch at 224 North 6th Street, Jenks, Oklahoma; approval date August 3, 2007.
4. The First State Bank, Keyes, Oklahoma; branch at 810 East Oklahoma Boulevard, Alva, Oklahoma; approval date August 17, 2007.
5. First United Bank and Trust Company, Durant, Oklahoma; branch at 12720 Hillcrest Road, Suite 350, Dallas, Texas; approval date September 26, 2007.

6. Republic Bank & Trust, Norman, Oklahoma; branch at 11801 South Western, Suite B, Oklahoma City, Oklahoma; approval date September 26, 2007.
7. Peoples Bank, Tulsa, Oklahoma; branch at 5155 and 5161 South 33rd West Avenue, Tulsa, Oklahoma; approval date January 4, 2008.
8. Peoples Bank, Tulsa, Oklahoma; branch at 4751 South Union, Tulsa, Oklahoma; approval date October 11, 2007.
9. The Bank of Union, Union City, Oklahoma; branch at 206 North Main Street, Union City, Oklahoma; approval date October 1, 2007.
10. First Bank & Trust Company, Wagoner, Oklahoma; branch at 2431 East 61st Street, Suite 425, Tulsa, Oklahoma; approval date October 25, 2007.
11. Citizens Security Bank & Trust Company, Bixby, Oklahoma; branch at 8085 South Yale Avenue, Tulsa, Oklahoma; approval date November 13, 2007.
12. Armstrong Bank, Muskogee, Oklahoma; branch at 1701 SE Washington Boulevard, Bartlesville, Oklahoma; approval date January 17, 2008.
13. American Heritage Bank, Sapulpa, Oklahoma; branch at Southwest corner of the intersection of State Highway 117 and South Vancouver Avenue, Glenpool, Oklahoma; approval date February 21, 2008.
14. Citizens Bank of Ada, Ada, Oklahoma; branch at 1400 South Craddock Road, Ada, Oklahoma; approval date February 21, 2008.
15. The Community State Bank, Poteau, Oklahoma; branch at 902 Dallas Street, Talihina, Oklahoma; approval date March 14, 2008.
16. Bank of Grove, Grove, Oklahoma; branch at 1102 South Main, Grove, Oklahoma; approval date March 14, 2008.
17. Canadian State Bank, Oklahoma City, Oklahoma; branch at 620 East State Highway 152, Mustang, Oklahoma; approval date May 29, 2008.
18. BancFirst, Oklahoma City, Oklahoma; branch at 701 SW 19th Street, Moore, Oklahoma; approval date May 29, 2008.

MAIN OFFICE RELOCATIONS

1. First Bank of Owasso, Owasso, Oklahoma; from 102 West Second Avenue to 8601 North Garnett Road, Owasso, Oklahoma; approval date August 3, 2007.
2. Community Bank and Trust Company, Tulsa, Oklahoma; from 2420 Southwest Boulevard to 4880 South Lewis, Tulsa, Oklahoma; approval date August 3, 2007.

3. The Bank of Union, Union City, Oklahoma; from 205 North Main Street to 2000 South Country Club Road, El Reno, Oklahoma; approval date October 1, 2007.
4. Bank 7, Medford, Oklahoma; from 120 North First Street to 1039 Northwest 63rd Street, Oklahoma City, Oklahoma; approval date December 28, 2007.

BRANCH RELOCATIONS

1. Community Bank and Trust Company, Tulsa, Oklahoma; from 4880 South Lewis to 2420 Southwest Blvd., Tulsa, Oklahoma; approval date August 3, 2007.
2. First Bank and Trust Co., Duncan, Oklahoma; from 103 C Street SW to 301 West Main Street, Ardmore, Oklahoma; approval date August 17, 2007 (detached facility).
3. Bank 7, Medford, Oklahoma; from 1039 NW 63rd Street, Oklahoma City, Oklahoma to 120 N. First Street, Medford, Oklahoma; approval date December 28, 2007.
4. Armstrong Bank, Muskogee, Oklahoma; from 604 North Main to 409 North Main, Gore, Oklahoma; approval date December 26, 2007.

SALE OF BRANCH

1. Grand Bank, Tulsa, Oklahoma; sold branch located at 310 South Broadway, Grove, Oklahoma, to Arvest Bank, Fayetteville, Arkansas; approval date November 13, 2007.

PURCHASE AND ASSUMPTION OF A BANK

1. ONB Bank and Trust Company, Tulsa, Oklahoma; purchase of assets of Community Bank and Trust Company, Tulsa, Oklahoma; approval date August 10, 2007.

ACQUIRED BRANCHES

1. ONB Bank and Trust Company, Tulsa, Oklahoma; acquired branch at 9004 East 61st Street, Tulsa, Oklahoma; approval date August 10, 2007.
2. ONB Bank and Trust Company, Tulsa, Oklahoma; acquired branch at 2420 Southwest Blvd., Tulsa, Oklahoma; approval date August 10, 2007.

OPERATING SUBSIDIARIES

1. Bank of Kremlin, Kremlin, Oklahoma; operating subsidiary at 102 Sixth Street, Kremlin, Oklahoma (Kremlin Realty, LLC); approval date July 12, 2007.

2. First United Bank and Trust Company, Durant, Oklahoma; operating subsidiary at 1400 West Main Street, Durant, Oklahoma (First United Asset Holding Company, LLC); approval date September 5, 2007.
3. Bank of the Wichitas, Snyder, Oklahoma; operating subsidiary at 1101 S.W. C Avenue, Lawton, Oklahoma (Cornerstone Home Loans, LLC); approval date August 30, 2007.
4. Bank 2, Oklahoma City, Oklahoma; operating subsidiary at 909 South Meridian, Oklahoma City, Oklahoma (Bank 2 Financial Services LLC); approval date October 23, 2007.
5. Citizens Security Bank, Okemah, Oklahoma; operating subsidiary at 323 West Broadway, Okemah, Oklahoma (American Southwest Mortgage Corp.); approval date December 28, 2007.
6. Community State Bank, Hennessey, Oklahoma; operating subsidiary at 525 North Main Street, Hennessey, Oklahoma (Cornerstone Insurance Group, LLC); approval date December 28, 2007.

LOAN PRODUCTION/DEPOSIT PRODUCTION OFFICES

1. Armstrong Bank, Muskogee, Oklahoma; office at 401 South Dewey Avenue, Suite 821, Bartlesville, Oklahoma; approval date October 3, 2007.
2. SpiritBank, Tulsa, Oklahoma; office at 1603 East 19th Street, Edmond, Oklahoma; approval date November 9, 2007.
3. Bank of the Wichitas, Snyder, Oklahoma; office at 1101 SW C Avenue, Lawton, Oklahoma; approval date December 5, 2007.
4. Canadian State Bank, Oklahoma City, Oklahoma; office at 1300 Snow Lane, Weatherford, Oklahoma; approval date February 4, 2008.
5. Bank of Commerce, Chelsea, Oklahoma; office at 6701 North Broadway, approval date February 4, 2008.
6. Summit Bank, Tulsa, Oklahoma; office at 6440 Avondale Drive, Suite 210, Oklahoma City, Oklahoma; approval date May 12, 2008.

NAME CHANGES

None

BANKING BOARD RULES

July 1, 2007 - June 30, 2008

A Banking Board Rule Review Committee (the “Committee”) was formed in March, 2007, for the purpose of reviewing all rules in Chapters 1 and 10 of Title 85 in the Oklahoma Administrative Code. Members of the Committee included 11 bankers (ranging from bank presidents to operations personnel), 6 attorneys (practicing in banking and related fields), and 5 employees of the Banking Department (including three examiners, the Deputy Commissioner, and the Legal Counsel). The Committee met monthly for nine months and reviewed all rules in Chapters 1 and 10. The Committee’s work resulted in numerous recommended amendments, with the following intended effects: (1) bringing the provisions of Chapters 1 and 10 into conformity with statutory requirements, (2) reflecting advances in technology, (3) creating clarity and certainty with respect to compliance with various statutes and rules, and (4) reflecting the current operation of banks and trust companies. Several amendments were recommended to correct typographical errors and to clarify language, with no substantive change intended.

The Committee’s recommended amendments and new rules were adopted by the Banking Board in February, 2008, and became effective May 25, 2008.

Title 85 O.A.C Chapter 1

In Subchapter 1, obsolete definitions have been deleted and other terms have been defined. For example, the terms “deposits,” “established,” “investment securities,” and “land” have been deleted from the definitions in section 85:1-1-2 because they are either no longer used in Chapter 1 of Title 85 or were a product of a statute that has since been amended or revoked. Other terms, such as “complaint,” “Code,” and “Department,” have been added for clarity in Chapter 1.

Rule 85:1-1-4 is amended to reflect the Banking Department’s new address and to identify the time period during which the Department will be open to the public. Rule 85:1-1-6 is added to describe the method whereby the public may obtain information and records from the Department.

In Subchapter 3, changes are made to update the rules of practice with regard to formal and informal proceedings before the Banking Commissioner and the Banking Board. For example, the complaint procedure has been removed from the formal proceedings before the Board and is now described in detail in new proposed rule 85:1-3-19 as a matter to be decided by the Banking Commissioner or his designee. On the other hand, appeals to the Banking Board from certain decisions of the Commissioner are added to rule 85:1-3-3 as a type of formal proceeding that follows the other procedural rules of Subchapter 3.

Rules 85:1-3-20 (Petitions for rulemaking), and 85:1-3-21 (Declaratory rulings), are new rules added to comply with the requirements of sections 305 and 307 of the Oklahoma Administrative Procedures Act (Title 75 O.S. section 250 *et seq.*)

Title 85 O.A.C. Chapter 10

The primary revisions to subchapter 1 are found in section 85:10-1-2 relating to definitions. Many definitions were deleted because such terms are defined in Chapter 1 of Title 85 and such terms are used exclusively in Chapter 1, rather than Chapter 10. For example, the terms “attorney,” “party,” “party of record,” and “protestant,” are defined in Chapter 1 and are used in Chapter 1 with respect to formal proceedings before the Banking Department (the “Department”). Those terms need not also be defined in Chapter 10. Therefore, they were deleted. Other terms, such as “established,” were deleted because they relate to statutory provisions in the Code that have been amended or revoked.

There are many changes to subchapter 3 designed to make it more convenient for banks and trust companies (referred to as “Institutions”) to submit various reports to the Department and to accommodate an Institution’s control over the effective date of various corporate activities for which it must file applications with the Department. For instance, the change to rule 85:10-3-1 (Report of condition) will allow an Institution to file its report of condition with the Federal Deposit Insurance Corporation (“FDIC”) without filing a duplicate with the Department. Changes to rules 85:10-3-2 (Report of change of controlling interest), 85:10-3-3 (Report of change of chief executive officer) and 85:10-3-4 (Report of change of director) will allow an Institution to use the same form that it is required to file with the FDIC or the Federal Reserve System (“Fed”) when submitting notices to the Department.

Amendments to rules 85:10-3-10 (Increase/decrease in capital stock), 85:10-3-11 (Change in number or par value of shares), 85:10-3-12 (Change in name – procedures and requirements), 85:10-3-14 (Applying for trust powers), 85:10-3-15 (Abandonment of trust powers), 85:10-3-17 (Merger/conversion – national bank or savings association to a state charter) and 85:10-3-21 (Fees) remove the requirement that an Institution submit a blank check (made payable to the Oklahoma Secretary of State) with various applications. This will allow an Institution to retain control over when various corporate documents are filed with the Secretary of State and will avoid having a blank check of the Institution outside of Institution control. These changes will also be beneficial to the Department by removing the requirement that the Department file an Institution’s corporate documents.

Rule 85:10-3-12 (Change in name – procedures and requirements) has been amended to impose on the Institution the requirement to search state and federal governmental records regarding whether a new name is eligible for use and not infringing on another company’s name. The amendment also removes any requirement that the Commissioner make a determination as to whether an Institution’s new name is deceptive or misleading.

Rule 85:10-3-16 (Issuance of debentures or capital notes) is amended to remove definitions of “private offering” and “public offering” because these terms are defined in rule 85:10-13-2.

Changes to rule 85:10-3-18 (Records and retention) remove the lengthy and detailed record retention schedule for numerous types of documents. The lengthy retention schedule is replaced by a retention schedule that refers to other state or federal laws that already prescribe a retention schedule for certain documents (such as consumer disclosure documents). The amended schedule also refers to statute of limitation laws when no state or federal law prescribes

a retention period for specific records. The amended schedule also allows the Commissioner to issue rulings, with the approval of the Banking Board, that require Institutions to retain certain records for a period of time that is longer than may be required under the general rule.

Rule 85:10-3-20 (Registration of bank or trust related activities) is amended to include installation of automated teller and/or cash dispensing machines as a bank or trust-related activity, for which a registration statement must be filed with the Department. Also, the definitions of the terms “deposit” and “transaction account” are deleted and the meaning of those terms is defined by reference to federal regulations.

Changes are made to rule 85:10-3-21 (Fees) but no fees were increased or decreased. In addition to the change described above, the amendments remove any requirement that fees be paid by “check” and included authorization for electronic payments to the Department if and when the Department develops electronic payment procedures.

The change to rule 85:10-3-22 (Organizational expenses) removes language that is repetitive of language already found in the Code and clarifies what expenses can and cannot be considered “organizational expenses.”

The amendment to Rule 85:10-3-23 (Suspicious activity reports) removes any differences between state and federal law as to when an Institution must file suspicious activity reports (SARs). The amendment also authorizes an Institution to file only with its primary federal regulator if and when the Department has electronic access to SARs filed with a federal regulatory agency.

Rule 85:10-3-19 (Reserve requirements) is deleted because the topic is adequately covered by federal law.

Amendments to Subchapter 5 address the requirements of an Institution’s internal control program. Many changes are clarifying or typographical changes with few substantive amendments. A new subsection (f) is added to rule 85:10-5-2, which provides that the failure of an Institution to meet the requirements of this subchapter does not by itself establish or diminish any private right of action otherwise available under other state or federal law against an Institution. Subsection (d) of rule 85:10-5-3.1 (relating to trust company reports) is deleted but added to rule 85:10-5-4 (Reports) as new subsection (b). The amendments also permit an Institution’s board of directors to determine when certain credits (*e.g.*, loans and overdrafts) become “past due” for purposes of being reported to the board of directors. The amendments also include a requirement that an Institution’s board of directors receive a report when a loan causes the aggregate indebtedness from a single borrower to exceed the lesser of 20% of the Institution’s capital or such lesser percentage as set by the Institution’s board of directors.

Amendments to Subchapter 7 address the requirements of an Institution’s directors examination. Many changes are for clarification or are typographical changes with few substantive amendments. Other changes are for the purpose of deleting obsolete terms. A new subsection (r) is added to rule 85:10-7-3 (Minimum examination procedures) to require trust companies to follow the minimum requirements of that rule. Because of the addition of subsection (r) to rule 85:10-7-3, rule 85:10-7-4 (Trust companies) is deleted as duplicative. A new section 85:10-7-5 was added, primarily for clarification, that an audit by an independent

certified public accountant resulting in an unqualified opinion being rendered constitutes satisfaction of the examination requirements of this Subchapter.

Many amendments to Subchapter 9 reflect changes to the Code regarding state bank branching laws. Because most of the branching restrictions have been removed from the Code, the amendments remove the requirements that an Institution publish its intent to open a new branch. The amendments also remove the opportunity for protests of branch applications. The amendments remove the references to “detached facilities” because changes to the Code resulted in such facilities being considered branches when the branch restrictions were removed from the Code.

Because the Commissioner may approve most branch applications, the number of branch application copies to be filed with the Department is reduced from ten to two in rule 85:10-9-2. Rule 85:10-9-3 (Military banking facilities) has been deleted but a new subsection (j) has been added to rule 85:10-9-2 relating to applications for a military installation branch.

Rule 85:10-9-4 (Consumer banking electronic facility) has been deleted in its entirety because its provisions are now obsolete in today’s electronic banking environment.

Amendments to Subchapter 11 address guidelines and restrictions on various powers and activities of an Institution. Many changes are for clarification or are typographical changes. Other changes are for the purpose of deleting language that is duplicative of language already in the Code or federal law or to delete language that is obsolete due to changes in the Code or federal law.

In rule 85:11-4 (Safe deposit boxes), a change clarifies that an Institution need not give a receipt to a customer regarding the contents of a safe deposit box but must only provide a copy of the lease contract to the customer.

Changes to rules 85:10-11-9 (Operating subsidiaries) and 85:10-11-9.1 (Financial subsidiaries) delete the requirement that an Institution submit a blank check (made payable to the Oklahoma Secretary of State) with operating and financial subsidiary applications. This will allow an Institution to retain control over when various corporate documents are filed with the Secretary of State and will avoid having a blank check of the Institution outside of Institution control. These changes will also be beneficial to the Department by removing the requirement that the Department file an Institution’s corporate documents.

Changes to rule 85:10-11-10 (Lending limits) include those made for clarification of existing provisions and substantive changes. Substantive changes are proposed to the definition of “contractual commitment to advance funds” to include most any type of agreement whereby an Institution may be called upon to advance funds to a customer (*e.g.*, borrower or letter of credit beneficiary). However, paragraph (3) to subsection (d) of rule 85:10-11-10 is amended to clarify that with respect to any contractual commitment to advance funds, only those funds that have been advanced under the terms of a contractual commitment to advance funds will be considered a loan or extension of credit for purposes of section 802 of the Code and rule 85:10-11-10.

Another substantive change is made in rule 85:10-11-10 regarding when loans to separate persons are combined when made for the purpose of acquiring an interest in a company to be owned by the borrowers. The amendment changes the borrower's minimum collective ownership of the company from "more than 50%" to "50% or more." Likewise, the definition of a "subsidiary" in paragraph 3 of subsection (b) is changed so that a company will be a "subsidiary" if any person owns "50% or more" of the company, rather than "more than 50%."

Rule 85:10-11-11 (Split-dollar insurance) is changed by deleting all existing language and replacing it with an authorization for Institutions to maintain "bank-owned life insurance" under the same circumstances allowed under federal law and guidelines.

Rule 85:10-11-13 (Loan participations) is changed to clarify that if a loan is classified, either internally or externally, the originating bank shall notify all participants of the classification status within 30 days of classification.

Rule 85:10-11-15 (Insurance) is changed to clarify that if a bank acts as insurance agent in a place that, at the time the insurance agency was established, had a population of less than 5,000 but which has grown in size to exceed 5,000, the bank may continue to maintain the agency in such place without regard to its population.

Rule 85:10-11-16 (Deposit and safekeeping fees) is changed to clarify that a bank may determine by policy when an account is considered "dormant" and such policy may determine an account is dormant even though it may not be considered abandoned or unclaimed under applicable law.

Many of the amendments to Subchapter 13 are intended to clarify certain provisions of the rules relating to investor protection (*viz.*, offering circulars). The amendments also include substantive changes, such as when a transaction is exempt from rule 85:10-13-2 (Offering circular). Under the revision to subsection (c) to rule 85:10-13-2, an offering is exempt from the rule if it is solely to existing equity security holders or where the amount of the securities offered for sale, when aggregated with the amount of all other sales by the Institution of its securities within the 12 months immediately preceding commencement of the subject offering, does not exceed \$1,000,000. The old rule limited the aggregate of all sales during the previous 12 months to \$500,000. The definition of "nonpublic offering" in subsection (d) of rule 85:10-13-2 is amended to say that if an Institution's securities are sold to not more than 25 persons during any continuous 12 month period, it may qualify as a nonpublic offering (so long as other conditions are met). The old limit was 15 persons.

In rule 85:10-13-3 (Advertising) a change removed the strict prohibition against using the name of the Department in an offering circular or other advertising. Instead, the adopted rule states that references to the Department in an offering circular may provide that the Institution shall be subject to the jurisdiction of the Department and subject to periodic examination by the Department. However, the amendment prohibits any reference to the Department that may imply that the Department's supervision or examination will afford protection from loss on any investment in the Institution's securities.

OKLAHOMA STATE CHARTERED BANKS

June 30, 2008

Number of Banks - 178

A

- Ada
 - Citizens Bank of Ada
- Allen
 - Farmers State Bank, Allen, Oklahoma
- Altus
 - First State Bank of Altus
 - Stockmans Bank
- Alva
 - Alva State Bank & Trust Company
 - Community Bank
- Anadarko
 - Anadarko Bank and Trust Company
 - First State Bank
- Antlers
 - FirstBank
- Ardmore
 - Citizens Bank and Trust Company of Ardmore
- Arnett
 - Farmers and Merchants Bank
- Atoka
 - AmeriState Bank

B

- Beaver
 - The Bank of Beaver City
 - The First Security Bank
- Bethany
 - First Bethany Bank & Trust
- Bixby
 - Citizens Security Bank & Trust Company
- Blair
 - Peoples State Bank
- Boise City
 - The First State Bank
- Bristow
 - Community Bank
- Broken Arrow
 - The Arkansas Valley State Bank
 - First BankCentre
- Broken Bow
 - 1st Bank & Trust
- Buffalo
 - Oklahoma State Bank
- Burns Flat
 - Washita State Bank

C

- Calumet
 - AllNations Bank
- Camargo
 - The First State Bank
- Canton
 - Community State Bank of Canton
- Canute
 - The First State Bank
- Carnegie
 - The Farmers Bank
- Carney
 - The Carney State Bank
- Chandler
 - First Bank of Chandler
 - Union Bank of Chandler
- Chelsea
 - Bank of Commerce
- Cherokee
 - ACB Bank
 - Farmers Exchange Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2008

Number of Banks - 178

C

Cheyenne	▪ Security State Bank
Chickasha	▪ Chickasha Bank & Trust Company
Chouteau	▪ Bank of Commerce
Claremore	▪ RCB Bank
Cleo Springs	▪ Cleo State Bank
Cleveland	▪ The Cleveland Bank
Clinton	▪ First Bank and Trust Company
	▪ Oklahoma Bank and Trust Company
Collinsville	▪ American Bank of Oklahoma
Cordell	▪ Bank of Cordell
Crescent	▪ Farmers & Merchants Bank
Cushing	▪ Bank of Cushing and Trust Company

D

Duke	▪ Farmers & Merchants Bank
Duncan	▪ Bank of Commerce
	▪ First Bank & Trust Co.
Durant	▪ First United Bank and Trust Company

E

Edmond	▪ The Citizens Bank of Edmond
	▪ First Commercial Bank
	▪ Kirkpatrick Bank
	▪ Prime Bank
El Reno	▪ The Bank of Union
Elk City	▪ Bank of Western Oklahoma
	▪ InterBank
Elmore City	▪ First State Bank
Erick	▪ First American Bank
Eufaula	▪ Bank of Eufaula

F

Fairfax	▪ The First State Bank
Fairland	▪ The First Bank of Fairland
Fort Cobb	▪ Washita Valley Bank
Fort Gibson	▪ Fort Gibson State Bank
Freedom	▪ The Freedom State Bank

G

Glencoe	▪ Glencoe State Bank
Grandfield	▪ First State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2008

Number of Banks - 178

G

- Grove
 - Bank of Grove
 - Grand Savings Bank
- Guthrie
 - First Capital Bank
 - Oklahoma State Bank
- Guymon
 - Bank of the Panhandle

H

- Hennessey
 - Community State Bank
- Henryetta
 - American Exchange Bank
- Hinton
 - Legacy Bank
- Hopeton
 - The Hopeton State Bank
- Hulbert
 - Bank of Cherokee County
- Hydro
 - Bank of Hydro

I

J

- Jones
 - First State Bank, Jones, Oklahoma

K

- Ketchum
 - The First State Bank
- Keyes
 - The First State Bank
- Kremlin
 - The Bank of Kremlin

L

- Lamont
 - The State Exchange Bank
- Laverne
 - Bank of Laverne
- Lindsay
 - American Exchange Bank, Lindsay, Oklahoma
- Locust Grove
 - Bank of Locust Grove

M

- Maysville
 - Farmers and Merchants Bank
- Medford
 - Grant County Bank
- Miami
 - Security Bank and Trust Company
- Morris
 - The Morris State Bank
- Morrison
 - Citizens State Bank
- Muskogee
 - Armstrong Bank

N

- Noble
 - First State Bank
- Norman
 - Republic Bank & Trust
- Nowata
 - Regent Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2008

Number of Banks - 178

O

- Okarche
 - The First Bank of Okarche
- Okeene
 - State Guaranty Bank
- Okemah
 - The Citizens State Bank
- Oklahoma City
 - All America Bank
 - BancFirst
 - Bank 7
 - 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
 - Union Bank
 - Valliance Bank
- Oologah
 - Lakeside State Bank
- Owasso
 - First Bank of Owasso

P

- Pawhuska
 - Citizens Bank of Oklahoma
- Pawnee
 - Security Bank
- Perkins
 - The Payne County Bank
- Perry
 - Exchange Bank and Trust Company
 - First Bank & Trust Company, Perry, Oklahoma
- Picher
 - First State Bank
- Pond Creek
 - The First State Bank
- Porter
 - The First State Bank of Porter
- Poteau
 - The Community State Bank
- Pryor
 - Century Bank of Oklahoma
 - First Priority Bank
- Purcell
 - First American Bank
 - McClain Bank

Q

- Quapaw
 - The Bank of Quapaw
- Quinton
 - The Farmers State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2008

Number of Banks - 178

R

- Roff ▪ Oklahoma Heritage Bank
- Ryan ▪ The First State Bank
- Peoples Bank and Trust Company

S

- 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

T

- 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

U

V

- Valliant ▪ First State Bank
- Verden ▪ The Bank of Verden
- Vici ▪ Bank of Vici
- Vinita ▪ Oklahoma State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2008

Number of Banks - 178

W

- | | |
|-----------|---|
| Wagoner | ▪ The American Bank |
| | ▪ First Bank & Trust Company |
| 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 |

X

Y

- | | |
|-------|--------------------|
| Yukon | ▪ First State Bank |
|-------|--------------------|

Z

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2008

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

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2008

CITY	BANK	BRANCH LOCATION
D		
Duncan	▪ First Bank & Trust Co.	Ardmore (2), Duncan, Healdton, Norman, Waurika
Durant	▪ 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), Dallas, Krum, McKinney, Sanger
E		
Edmond	▪ First Commercial Bank	Oklahoma City (5), Colorado branch in Lone Tree
	▪ Kirkpatrick Bank	Edmond (2), Oklahoma City; Colorado branches in Castle Rock, Colorado Springs
	▪ The Citizens Bank of Edmond	Edmond (3)
El Reno	▪ The Bank of Union	Union City
Elk City	▪ Bank of Western Oklahoma	Cordell, Geary, Vici, Weatherford, Woodward
	▪ InterBank	Clinton, Hobart, Sayre
F		
Fairfax	▪ The First State Bank	Ralston
G		
Grandfield	▪ First State Bank	Davidson
Grove	▪ Grand Savings Bank	Jay
Guthrie	▪ Oklahoma State Bank	Coyle, Edmond, Mulhall
H		
Hennessey	▪ Community State Bank	Cashion, Dover
Hinton	▪ Legacy Bank	Binger, Blanchard, Duncan (2), Edmond, Elk City, Hammon, Marlow, Newcastle, Oklahoma City, Weatherford
Hulbert	▪ Bank of Cherokee County	Park Hill, Tahlequah
Hydro	▪ Bank of Hydro	Eakly
I		
J		

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2008

CITY	BANK	BRANCH LOCATION
K		
Ketchum	▪ The First State Bank	Disney
Keys	▪ The First State Bank	Alva, Boise City, Cordell
Kremlin	▪ The Bank of Kremlin	Drummond, Enid (2), Goltry
L		
M		
Miami	▪ Security Bank and Trust Company	Miami
Morrison	▪ Citizens State Bank	Stillwater
Muskogee	▪ Armstrong Bank	Bartlesville, Checotah, Gore, Keys, Muldrow, Muskogee (2), Park Hill, Stilwell, Tahlequah (2), Vian, Wagoner, Warner
N		
Noble	▪ First State Bank	Norman, Wanette
Norman	▪ Republic Bank & Trust	Norman (2), Oklahoma City
Nowata	▪ Regent Bank	Nowata, South Coffeyville
O		
Okemah	▪ The Citizens State Bank	Paden
Oklahoma City	▪ 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
	▪ Bank 7	Medford, Woodward
	▪ Canadian State Bank	El Reno, Yukon

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2008

CITY	BANK	BRANCH LOCATION
Oklahoma City (Cont'd)	▪ Coppermark Bank	Edmond, Norman, Oklahoma City (4); Texas branches in Dallas (2)
	▪ First Enterprise Bank	Oklahoma City (3)
	▪ NBanC	Edmond, Oklahoma City
	▪ Union Bank	Edmond, El Reno (2), Enid, Hennessey, Kingfisher (2), Oklahoma City (5)
Oologah	▪ Valliance Bank	Norman
	▪ Lakeside State Bank	Chelsea
Owasso	▪ First Bank of Owasso	Owasso (2)
P		
Pawnee	▪ Security Bank	Tulsa
Perry	▪ Exchange Bank and Trust Company	Stillwater
	▪ First Bank & Trust Company, Perry, Oklahoma	Billings, Covington
Picher	▪ First State Bank	Commerce
Pond Creek	▪ The First State Bank	Enid
Porter	▪ The First State Bank of Porter	Locust Grove
Poteau	▪ The Community State Bank	Poteau, Spiro, Wister
Pryor	▪ Century Bank of Oklahoma	Pryor
Purcell	▪ First American Bank	Garber, Maysville, Moore, Norman (2), Oklahoma City, Taloga, Woodward
	▪ McClain Bank	Lexington, Noble, Norman,
Q		
Quinton	▪ The Farmers State Bank	Red Oak, Stigler
R		
Roff	▪ Oklahoma Heritage Bank	Byng
S		
Sapulpa	▪ American Heritage Bank	Beggs, Berryhill, Cleveland, Kiefer, Kellyville, Mannford, Mounds, Sand Springs (2), Tulsa, Owasso, Sperry
Skiatook	▪ The Exchange Bank	Owasso, Sperry
Snyder	▪ Bank of the Wichitas	Cache, Elgin
Spencer	▪ Advantage Bank	Harrah, Midwest City
Spiro	▪ Spiro State Bank	Talihina
Sulphur	▪ Community Bank of the Arbuckles	Davis

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2008

CITY	BANK	BRANCH LOCATION
Tahlequah	▪ First State Bank	Keys
Thomas	▪ The Bank of the West	Clinton, Leedey, Oklahoma City
Tulsa	▪ American Bank and Trust Company	Tulsa
	▪ Community Bank & Trust Company	Tulsa
	▪ The F & M Bank & Trust Company	Owasso, Tulsa (6); Texas branch
	▪ Grand Bank	Bixby, Claremore
	▪ NBanC	Altus (4), Duncan, Enid,
	▪ ONB Bank and Trust Company	Edmond, Owasso, Sapulpa,
	▪ Peoples Bank	Tulsa
	▪ SpiritBank	Bristow, Cushing, Depew,
Tuttle	▪ Sooner State Bank	Konawa, Newcastle, The Village
U		
V		
Vinita	▪ Oklahoma State Bank	Langley
W		
Wagoner	▪ First Bank & Trust Company	Luther
Welch	▪ Welch State Bank of Welch, Okla.	Miami
Westville	▪ Peoples Bank	West Siloam Springs (Arkansas)
Wetumka	▪ The Bank of Commerce	Weleetka
Woodward	▪ The Stock Exchange Bank	Woodward (2)
X		
Y		
Z		

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Money Transmission

Cemeteries

CREDIT UNION BOARD

Mick Thompson



Chairman
State Bank Commissioner
Oklahoma City
(Term expires September 2, 2012)

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, 2012)

Leslie Rector



President/CEO
Tulsa Teachers Credit Union
Tulsa
(Term expires October 11, 2011)

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

As of December 31, 2007

Number of Credit Unions – 24
 Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	240,425
Total Loans	1,925,106
Loans Held for Sale	730
<i>Less: Allowance for Loan Losses</i>	(14,105)
Total Investments (Market Value, AFS only)	867,889
Land & Building (Net of Depreciation)	74,703
Other Fixed Assets	13,557
Other Real Estate Owned	2,996
Share Insurance Capitalization Deposit	23,607
Other Assets (including Share Insurance Fund)	29,650
TOTAL ASSETS	3,164,558

LIABILITIES	Thousands of Dollars
Total Borrowings	141,103
Dividend/Interest Payable	1,416
Accounts Payable and Other Liabilities	36,418
TOTAL LIABILITIES	178,937

TOTAL SHARES AND DEPOSITS	2,596,124
----------------------------------	------------------

EQUITY	Thousands of Dollars
Regular Reserves	82,854
<i>Plus: Unrealized Gain on AFS Securities</i>	(2,284)
Other Reserves and Miscellaneous Equity	6,618
Reserve for Nonconforming Investments	440
Undivided Earnings (including YTD Net Income)	297,301
TOTAL EQUITY	389,497

TOTAL LIABILITIES, SHARES AND	3,164,558
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CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED CREDIT UNIONS
As of June 30, 2008

Number of Credit Unions – 24
 Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	235,264
Total Loans	1,977,664
Loans Held for Sale	1,328
<i>Less: Allowance for Loan Losses</i>	(14,306)
Total Investments (Market Value, AFS only)	1,052,233
Land & Building (Net of Depreciation)	76,875
Other Fixed Assets	13,768
Other Real Estate Owned	2,663
Share Insurance Capitalization Deposit	23,838
Other Assets (including Share Insurance Fund)	38,890
TOTAL ASSETS	3,408,217

LIABILITIES	Thousands of Dollars
Total Borrowings	161,715
Dividend/Interest Payable	1,264
Accounts Payable and Other Liabilities	34,994
TOTAL LIABILITIES	197,973

TOTAL SHARES AND DEPOSITS **2,812,516**

EQUITY	Thousands of Dollars
Regular Reserves	82,992
Plus: Unrealized Gain on AFS Securities	(1,878)
Other Reserves and Miscellaneous Equity	6,447
Reserve for Nonconforming Investments	440
Undivided Earnings (including YTD Net Income)	309,727
TOTAL EQUITY	397,728

TOTAL LIABILITIES, SHARES AND **3,408,217**

SUMMARY OF CHANGES

OKLAHOMA STATE CHARTERED CREDIT UNIONS

July 1, 2007 through June 30, 2008

NAME CHANGE

None.

MERGER

WilServ Credit Union, Tulsa, Oklahoma merged with and into Oklahoma Central Credit Union, Tulsa, Oklahoma effective October 8, 2007.

OKLAHOMA STATE CHARTERED CREDIT UNIONS

June 30, 2008

Number Of Credit Unions - 24

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

TRUST COMPANIES

June 30, 2008

CITY	TRUST COMPANY	BRANCHES
Duncan	▪ Investors Trust Company	0
Newkirk	▪ Albright Title & Trust Company	1
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, 2007 through June 30, 2008

None.

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED TRUST COMPANIES
As of December 31, 2007

Number of Trust Companies - 10

ASSETS		Thousands of Dollars
Cash & due from banks		43,876
Notes, Loans & Other Receivables		2,375
Stocks, Bonds, Securities & Investments		17,048
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises		2,759
Other Real Estate		0
Investments in subsidiaries		7,619
Title records		1,838
Other Assets		3,664
TOTAL ASSETS		79,179
LIABILITIES		Thousands of Dollars
Certificates & Other Forms Representing Deposits of <i>Individuals, Partnership and Corporations</i>		
Certificates & Other Forms representing deposits of Government and Political Subdivisions		
Accounts Payable		1,676
Notes Payable		1,948
Custodial and Escrow Accounts Payable		12,103
Reserve provision for taxes, interest, etc...		1,522
Other Liabilities		188
TOTAL LIABILITIES		17,437
RESERVES ON LOANS & SECURITIES		Thousands of Dollars
Reserves for bad debt losses on loans		40
Reserves for losses on securities		0
TOTAL RESERVES ON LOANS & SECURITIES		40
CAPITAL ACCOUNTS		Thousands of Dollars
Capital Notes and Debentures (Specify interest & maturity each issue outstanding)		0
Preferred Stock-total par value		0
Common Stock-total par value		4,102
Surplus		49,160
Paid in Excess		0
Undivided Profits		8,440
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees		0
TOTAL CAPITAL ACCOUNTS		61,702
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS		79,179

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED TRUST COMPANIES
As of June 30, 2008

~~Number of Trust Companies - 10~~

ASSETS		Thousands of Dollars
Cash & due from banks		40,908
Notes, Loans & Other Receivables		3,188
Stocks, Bonds, Securities & Investments		19,679
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises		2,535
Other Real Estate		0
Investments in subsidiaries		9,756
Title records		1,806
Other Assets		3,777
TOTAL ASSETS		81,649
LIABILITIES		Thousands of Dollars
Certificates & Other Forms Representing Deposits of <i>Individuals, Partnership and Corporations</i>		0
Certificates & Other Forms representing deposits of Government and Political Subdivisions		0
Accounts Payable		1,430
Notes Payable		0
Custodial and Escrow Accounts Payable		14,407
Reserve provision for taxes, interest, etc...		1,740
Other Liabilities		159
TOTAL LIABILITIES		17,736
RESERVES ON LOANS & SECURITIES		Thousands of Dollars
Reserves for bad debt losses on loans		40
Reserves for losses on securities		0
TOTAL RESERVES ON LOANS & SECURITIES		40
CAPITAL ACCOUNTS		Thousands of Dollars
Capital Notes and Debentures (Specify interest & maturity each issue outstanding)		0
Preferred Stock-total par value		0
Common Stock-total par value		4,130
Surplus		48,997
Paid in Excess		0
Undivided Profits		10,746
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees		0
TOTAL CAPITAL ACCOUNTS		63,873
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS		81,649

SAVINGS & LOAN ADVISORY COUNCIL

Alvin C. Harrell

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

Burton L. Mann

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

Russell Pembroke

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

Harold Reel

Savings & 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, 2008

CITY	ASSOCIATION
Oklahoma City	Home Savings and Loan Association of Oklahoma City *
Okmulgee	The Okmulgee Savings and Loan Association

MERGERS

None.

* Indicates stock association

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED SAVINGS & LOANS
As of December 31, 2007

Number of Savings & Loans – 2

ASSETS	Thousands of Dollars
Cash and Investment Securities	11,301
Mortgage Pool Securities	1
Mortgage Loans	2,111
Non-Mortgage Loans	308
Repossessed Real Estate and Other Assets	1
Real Estate Held for Investment	292
Investment in Subsidiaries	0
Premises and Equipment	24
Other Assets	32
TOTAL ASSETS	14,070

LIABILITIES	Thousands of Dollars
Deposits	9,771
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	6
TOTAL LIABILITIES	9,777

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale	0
Undivided Profits	3,409
TOTAL EQUITY CAPITAL	4,293
TOTAL LIABILITIES AND EQUITY	14,070

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED SAVINGS & LOANS
As of June 30, 2008

Number of Savings & Loans – 2

ASSETS	Thousands of Dollars
Cash and Investment Securities	10,898
Mortgage Pool Securities	1
Mortgage Loans	2,053
Non-Mortgage Loans	265
Repossessed Real Estate and Other Assets	2
Real Estate Held for Investment	285
Investment in Subsidiaries	0
Premises and Equipment	22
Other Assets	36
TOTAL ASSETS	13,562

LIABILITIES	Thousands of Dollars
Deposits	9,489
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	14
TOTAL LIABILITIES	9,503

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale	0
Undivided Profits	3,175
TOTAL EQUITY CAPITAL	4,059
TOTAL LIABILITIES AND EQUITY	13,562

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	15
Barri Remittance Corp.	Houston, TX	2
Continental Exchange Solutions, Inc.	Cerritos, CA	0
Continental Express Money Order Co., Inc.	Santa Ana, CA	1
DolEx Dollar Express, Inc.	Arlington, TX	2
E-Z Mart Stores, Inc.	Texarkana, TX	76
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	596
Intermex Wire Transfers, LLC	Miami, FL	1
JK&K Corporation d/b/a Financial Express	Tuttle, OK	17
Michael F. “Mick” Lafevers	Poteau, OK	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	745
Oklahoma Grocers Association	Oklahoma City, OK	188
Order Express, Inc.	Chicago, IL	3
SSP Partners	Corpus Christi, TX	19
Travelex Currency Services, Inc.	Toronto, Ontario	0
Western Union Financial Services, Inc.	Englewood, CO	553

MONEY TRANSMISSION LICENSEES

As of June 30, 2008

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.

PRINCIPALS	LOCATION	AGENT AND COMPANY-OWNED LOCATIONS*
Amazon Payments, Inc.	Seattle, WA	0
Barri Remittance Corporation	Houston, TX	2
CheckFreePay Corporation	Wallingford, CT	185
Coinstar E-Payment Services, Inc.	Bellevue, WA	2
Continental Exchange Solutions, Inc. d/b/a Ria Financial Services and Associated Foreign Exchange	Cerritos, CA	118
DolEx Dollar Express, Inc.	Arlington, TX	2
Enramex, Inc.	Wheatridge, CO	13
GSC Enterprises, Inc. d/b/a Fidelity Express	Sulphur Springs, TX	11
Integrated Payment Systems, Inc.	Englewood, CO	1
Intermex Wire Transfer, LLC	Miami, FL	26
IPP of America, Inc.	Fairfield, NJ	77
Kwik Dollar, Inc. d/b/a "Dinex"	Houston, TX	17
Maxitransfers Corporation	Irving, TX	13
Mexico Transfers, Inc.	Irving, TX	8
MoneyGram Payment Systems, Inc.	Minneapolis, MN	357
OboPay	Redwood City, CA	0
OMNEX Group, Inc.	Lake Forest, CA	22

PRINCIPALS	LOCATION	AGENT AND COMPANY-OWNED LOCATIONS*
Order Express, Inc.	Chicago, IL	4
Orlandi Valuta	Englewood, CO	35
PayPal	San Jose, CA	0
PreCash, Inc.	Houston, TX	329
Servicio Uniteller, Inc.	Rochelle Park, NJ	10
Trans-Fast Remittance LLC	New York, NY	4
Travelex Currency Services, Inc.	Omaha, NE	0
Viamerica Corporation	Bethesda, MD	5
Vigo Remittance Corp.	Sunrise, FL	72
Western Union	Englewood, CO	595

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

OKLAHOMA PERPETUAL CARE CEMETERIES

CONSOLIDATED STATEMENT as of December 31, 2007

Number of Perpetual Care Cemeteries – 43

2006 Beginning Perpetual Care Fund (Principal)	\$26,856,636
Principal Added From Sales (2007)	811,116
Total Perpetual Care Fund	\$27,667,752

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
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

PERPETUAL CARE CEMETERIES

2008

CITY	CEMETERY
Ada	▪ Lowell-Phillips Company, LLC d/b/a Swan Hill Cemetery
	▪ Memorial Park of Ada, Inc. d/b/a Memorial Park of Ada
Ardmore	▪ Local Funeral Home, LLC d/b/a Hillcrest Memorial Park
Bartlesville	▪ Dillon Family Services, Inc. d/b/a Memorial Park Cemetery
Bristow	▪ Magnolia Memorial Gardens
Broken Arrow	▪ Floral Haven Memorial Gardens, An Express Trust
Claremore	▪ Oakhaven Memorial Gardens
Cushing	▪ Cushing Fairlawn New Zion Association d/b/a Fairlawn and New Zion Cemetery
	▪ Euchee Valley Memorial Park d/b/a Euchee Valley Memorial Park
Drumright	▪ Oak Hill Cemetery of Drumright, Inc. d/b/a Oak Hill Cemetery
Duncan	▪ Resthaven Gardens, LLC
	▪ d/b/a Resthaven Memorial Garden & Mausoleum
Guthrie	▪ Memory Gardens Memorial Park
Lawton	▪ Sunset Memorial Gardens, Inc.
	▪ d/b/a Sunset Memorial Gardens
McAlester	▪ Memory Gardens Memorial Park, LLC
	▪ d/b/a Memory Gardens Memorial Park
Miami	▪ Glen Abbey Memorial Gardens
Midwest City	▪ Arlington Memorial Gardens
	▪ d/b/a Arlington Memorial Gardens
Muskogee	▪ Booker T. Washington Memorial Cemetery, Inc.
	▪ Memorial Park of Muskogee, Inc.
	▪ d/b/a Memorial Park Cemetery Association
Norman	▪ SCI Oklahoma Funeral Services, Inc. d/b/a Sunset Memorial Cemetery Park
	▪ Carriage Services of Oklahoma, LLC d/b/a Resthaven Memory Gardens
Oklahoma City	▪ Memorial Park Association, A Trust Estate d/b/a Memorial Park Association
	▪ Riverside Gardens, LLC d/b/a Riverside 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
	▪

PERPETUAL CARE CEMETERIES

2008

CITY	CEMETERY
Oklahoma City (Cont'd)	▪ SCI Oklahoma Funeral Services, Inc. d/b/a Sunny Lane Cemetery
	▪ The Trice Hill Cemetery Association
	▪ VLS Enterprises LLC d/b/a Heritabe Burial Park
Owasso	▪ Graceland Memorial Park
Ponca City	▪ DMI, Inc. d/b/a Resthaven-Sunset Memorial Park
Sand Springs	▪ Dillon Family Services, Inc. d/b/a Woodland Memorial Park
Sapulpa	▪ Cemetery Trust Company d/b/a Green Hill Memorial Gardens
Seminole	▪ Swearingen Funeral Home, Inc. d/b/a Rest Haven Memorial Gardens
Shawnee	▪ Resthaven Memorial Park
Spencer	▪ Hillcrest Memory Gardens, Inc. d/b/a Hillcrest Memory Gardens
	▪ Kolb Cemetery, Inc.
	▪ Sunset Memorial Garden Cemetery, Inc. d/b/a Sunset Memorial Gardens
Stillwater	▪ The Belvadere Corporation d/b/a Green Acres Memorial Gardens
Tulsa	▪ 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	▪ Waurika Cemetery Association, Inc. d/b/a Waurika Cemetery