

4. Name of Registrant's parent company if any: _____

Parent's state of domicile: _____

5. List all subsidiary companies of Registrant and their respective state of domicile. *Attach additional sheets, if needed.*

6. List the addresses of each of Registrant's offices or branches located within Oklahoma. *Attach additional sheets if needed.*

*If Registrant has listed any office in Oklahoma at which any form of **trust business** will be conducted, Registrant must complete **Appendix "A"** to this Registration Statement.*

7. List all Oklahoma agencies, other than the Banking Department, with which Registrant is licensed or registered.

8. If Registrant has no offices located within Oklahoma, but is represented by agents doing business in Oklahoma, provide the name and address of each agent or representative.

9. Indicate below each category of "bank or trust-related activity" conducted by Registrant in Oklahoma and the total volume of each activity as of the date this Statement is submitted. If no business has yet been conducted, indicate the type of business anticipated.

| <i>Type of Account</i> | <i>Total No. of Accounts</i> | <i>Total Dollar Volume</i> |
|--|------------------------------|----------------------------|
| _____ Deposit Accounts <i>(check the types of deposit accounts offered)</i> | _____ | _____ |
| ___ Consumer | | |
| ___ Commercial | | |
| ___ Transaction | | |
| ___ Savings | | |
| ___ Time Deposits | | |
| ___ Other (Describe) | | |
| _____ Consumer Loans <i>(check the types of consumer loans offered)</i> | _____ | _____ |
| ___ Personal Property | | |
| ___ Mortgage | | |
| ___ Other (Describe) | | |
| _____ Commercial Loans <i>(check the types of commercial loans offered)</i> | _____ | _____ |
| ___ Construction | | |
| ___ Agriculture | | |
| ___ Real Estate | | |
| ___ Other (Describe) | | |
| _____ Consumer Finance Leases | _____ | _____ |
| _____ Commercial Finance Leases | _____ | _____ |
| _____ Consumer Installment Sales | _____ | _____ |
| _____ Commercial Installment Sales | _____ | _____ |
| _____ Fiduciary Activities | _____ | _____ |
| _____ Issuing Evidence of Debt | _____ | _____ |

_____ Installation/Operation of Automated Teller Machines or Cash Dispensing Machines. *(If checked, attach a separate sheet listing the number and address of all automated teller machines and/or cash dispensing machines in Oklahoma.)*

This Registration Statement should be sent to Oklahoma State Banking Department, 2900 N. Lincoln Blvd., Oklahoma City, Oklahoma 73105. A fee of \$500 payable to “Oklahoma State Banking Department” must accompany this Registration Statement.

Printed Name

Signature

Title (must be President, CEO, or other authorized officer)

Appendix "A" to Registration Statement

Multistate Trust Business

The following questions and items should be completed only if the Registrant indicated on Question 6 that it will have an office located in Oklahoma which engages in "trust business," as that term is defined in the Oklahoma Multistate Trust Institutions Act (Title 6 O.S. § 1701 *et seq.*)(the "Multistate Act"). If the Registrant intends to engage in trust business at the Oklahoma office, the Registrant must comply with the Multistate Act and establish and maintain the office as either a "trust office" or a "representative trust office."

10. In what state is your company chartered or incorporated? _____

11. Does the law of the state indicated in question 1 allow Oklahoma institutions to exercise trust and fiduciary powers within that state? ____ Yes ____ No. If yes, attach a copy of the applicable law. If no, Registrant may not establish the office as a "trust office" (at which Registrant will conduct fiduciary activities) but may operate the office as a "representative trust office" if approved by the Commissioner.

12. Describe the types of activities that will be conducted at the proposed office (attach additional pages if necessary):

13. Identify by name, title, address, phone and fax number each person who will have supervisory or trust responsibility both within the Oklahoma office and at the home office (attach additional pages if necessary):

Trust Office.

14. If the Registrant intends to conduct fiduciary activities in its Oklahoma office, the office will be considered a “trust office” and must be licensed by the Commissioner pursuant to the Multistate Act. Licensure requires the Registrant to:
- a. Attach a copy of the resolution adopted by the Registrant’s board of directors authorizing the Oklahoma office;
 - b. Attach evidence of compliance with Oklahoma’s requirement to qualify to do business as a foreign corporation, if applicable. (See Title 18 O.S. § 1130 *et seq.*);
 - c. Attach evidence of compliance with the requirements of the Registrant’s home state regulator with regard to establishing the office in Oklahoma;
 - d. Deposit with the Commissioner cash or interest-bearing securities pursuant to the requirements applicable to banks and trust companies in Title 6 O.S. § 1004; and
 - e. Pay a \$2,000 fee. *This is a one-time fee in lieu of the annual Registration Statement fee.*

The Registrant may commence business at the trust office on the 61st day after the Commissioner receives the Registration Statement and the items prescribed in this Appendix “A,” unless the Commissioner specifies an earlier or later date.

Representative Trust Office.

15. If the Registrant will not engage in fiduciary activities at its proposed Oklahoma location but will otherwise engage in “trust business” as defined in the Multistate Act, the location must be approved by the Commissioner as a representative trust office. Such approval requires the Registrant to:
- a. Attach evidence that Registrant is a trust institution;
 - b. Attach a copy of the resolution adopted by the Registrant’s board of directors authorizing the Oklahoma office;
 - c. Attach evidence of compliance with Oklahoma’s requirement to qualify to do business as a foreign corporation, if applicable. (Title 18 O.S. § 1130 *et seq.*); and
 - d. Pay a \$500 fee.

The Registrant may commence business at the representative trust office on the 31st day after the Commissioner receives the Registration Statement and the items prescribed in this Appendix “A,” unless the Commissioner specifies an earlier or later date.

Confirmation of Compliance with Oklahoma Law

I hereby confirm that for so long as this institution maintains a Trust Office or Representative Trust Office in Oklahoma, it will comply will all applicable laws of the state of Oklahoma.

Printed Name

Signature

Title (must be President, CEO, or other authorized officer)

85:10-3-20. Registration of bank or trust related activities

(a) **Definition of "Bank or Trust-Related Activities.** The phrase "bank or trust-related activities" shall be defined as follows:

(1) With respect to activities conducted by banks, bank holding companies or trust companies, or any affiliate thereof, domiciled outside the State of Oklahoma, directed to or offered to residents of Oklahoma in a public manner, "bank or trust-related activities" shall mean:

- (A) soliciting or receiving deposits;
- (B) offering or making loans;
- (C) issuing debentures, certificates or other evidences of debt;
- (D) offering transaction accounts;
- (E) holding funds or other property in trust;
- (F) acting in a fiduciary capacity;
- (G) installation of automated teller and/or cash dispensing machines; or
- (H) other activities deemed by the Bank Commissioner to be bank or trust related.

(2) With respect to activities conducted by business organizations which are not banks, bank holding companies or trust companies, or any affiliate thereof, directed to or offered to residents of Oklahoma in a public manner, "bank or trust-related activities" shall mean:

- (A) soliciting or receiving deposits;
- (B) issuing certificate-type evidences of debt incorporating terminologies utilized by banking and other rate-regulated financial institutions;
- (C) offering transaction accounts;
- (D) holding funds or other property in trust;
- (E) acting in a fiduciary capacity;
- (F) installation of automated teller and/or cash dispensing machines; or
- (G) other activities deemed by the Commissioner to be bank or trust-related.

(b) **Registration requirement.** Each institution or organization conducting bank or trust-related activities and not holding a certificate of authority to engage in the banking or trust company business in Oklahoma must file with the Commissioner a Registration Statement prior to engaging in bank or trust related activities and annually thereafter. Annual statements shall be filed on or before April 1 of each year.

(c) **Forms.** Registration forms may be obtained from the office of the Commissioner.

(d) **Fee.** Each Registrant shall pay annually a fee in an amount as set forth in rule 85:10-3-21.

(e) **Exemption.** Open-end investment companies and broker dealers which are registered or have securities registered with the Oklahoma Department of Securities and place on file with the Oklahoma Department of Securities on an annual basis the information required by the Registration Statement are excused from compliance with this Section, provided aggregate data for such entities is made available to the Commissioner on an annual basis.

(f) **Definition of "Deposit" and Transaction Account".** As used in this section, the terms "deposit" and "transaction account" shall have the same meaning that is given those terms in Title 12 C.F.R. section 204.2.

(g) **Definition of "Business Association".** As used in section 104 of the Code, the term "business association" shall be interpreted to exclude insured depository institutions, as defined by Section 103 of the Depository Institutions Deregulation and Monetary Control Act of 1980, and uninsured savings and loan associations and credit unions supervised by and reporting to the Department. "Business Association" shall not include entities licensed by the State of Oklahoma which license authorizes such activities to be engaged in by the licensed entity.