

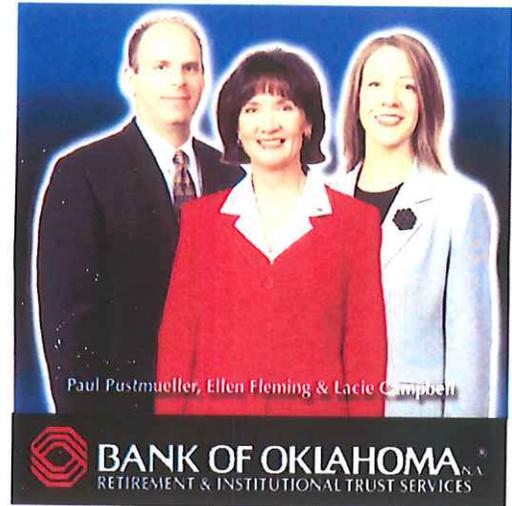
COPY



Commerce Center
9520 North May Avenue, Suite 200
Oklahoma City, OK 73120

September 12, 2008

Oklahoma State Treasurer's Office
Purchasing Division
4545 N. Lincoln Blvd, Suite 106
Oklahoma City, OK 73105



Re: Custody, Accounting, and Brokerage Services
For Unclaimed Securities – Request for Bid #TC09-0023

Dear Ms. Cantrell:

Thank you for your continued interest in Bank of Oklahoma Custody Services. I have enclosed three copies of BOK's response to your Request For Proposal for Custody, Accounting, and Brokerage Services for the State of Oklahoma's Unclaimed Securities.

The contact for the proposal is:

Paul B. Pustmueller
Vice President & Trust Officer
Bank of Oklahoma, N.A.
9520 North May Avenue, Suite 200
Oklahoma City, OK 73120
Phone: (405) 936-3959
Fax: (405) 936-3991
E-Mail: ppustmueller@bokf.com

I acknowledge that the Bank of Oklahoma meets all of the requirements to bid as stated under Section 3.0, Bank Qualifications. Bank of Oklahoma understands the provisions of this RFP in all its sections, and agrees to the terms.

I am an officer authorized to bind our services and will guarantee the terms of our response to the RFP for a minimum of sixty (60) days from the closing date.

I am confident that we can continue to provide the service required ensuring a successful custody program at a competitive price. By hiring BOK, the OST will have the comfort and advantage of working with a local service provider who is recognized for quality custody, investment and administrative services.

I appreciate your consideration and look forward to future discussions with you. Do not hesitate to call me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul".

Paul B. Pustmueller

Enclosures

State of Oklahoma
REQUEST FOR BID

Return Bid to:
Oklahoma State Treasurer's Office
Purchasing Division
4545 N Lincoln Ste 106
Oklahoma City, OK 73105

Request for Bid Number: TC09-0023

Bid Due Date/Time: September 12, 2008 4:00P.M.

Issue Date: August 13, 2008

Late Responses may not be considered.

Type of Contract Contemplated:
Service Maintenance Product

Buyer Name/Phone Number:
Trish Cantrell 405-522-4234

ATTN: Kristopher J. Neuhold
Vendor: Bank Of Oklahoma
Address: 9520 N. May Avenue, 2nd Floor
Oklahoma City, OK 73120

Ship To Address/Place of Performance:
State Treasurer's Office
UP Division
4545 N. Lincoln, Ste 106
Oklahoma City, OK 73105

Offeror's FEI/SSN 73-0780382

Offeror's Vendor Number: 0000072829

Fax Return Authorized Yes No

Offeror Complete if Applicable:

Offeror's Proposed
Delivery Date:

Offer is
FOB
Destination

Oklahoma State Sales Tax
Permit Number:

Oklahoma Minority Business
Certificate Number N/A

October 1, 2008

018656

Offeror's Signature:

Paul Pustmueller, VP 9/12/08 405.936.3959

Name & Title (Type or Print) (Date) (Phone Number)

Contracting Officer Signature:

Trish Cantrell 8/13/08 405-522-4234

Name (Type or Print) (Date) (Phone Number)

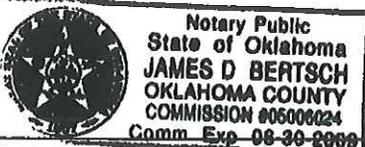
E-Mail: trish.cantrell@treasurer.ok.gov

This Offer is invalid if not signed by the Offeror and notarized below

AFFIDAVIT:

STATE OF Oklahoma COUNTY OF Oklahoma, Of lawful age, being first duly sworn, on oath says that: 1. (S)he is the duly authorized agent of Bank of Oklahoma, Bidder and/or contractor submitting the competitive bid and/or procuring the contract which is attached to the statement, for the purpose of certifying the facts pertaining to the existence of collusion among bidders and between bidders and State officials or employees, as well as, facts pertaining to the giving or offering of things of value to government personnel in return for special consideration in the letting of any contract pursuant to the bid which this statement is attached. 2. (S)he is fully aware of the fact and circumstances surrounding the making of the bid and/or procurement of the contract to which this statement is attached and has been personally and directly involved in the proceedings leading to the submission of such bids; and 3. Neither the bidder/contractor nor anyone subject to the bidder/contractor's direction or control has been a party (a.) to any collusion among bidders in restraint of freedom of competition by agreement to bid at a fixed price or to refrain from bidding, (b.) to any collusion with any state official or employee as to quantity, quality or price in the prospective contract, or as to any other terms of such prospective contract, nor (c.) in any discussions between bidders and any state official concerning exchange of money or other thing of value for special consideration in the letting of a contract, (d.) to paying, giving or donating or agreeing to pay, give or donate to any officer or employee of the State of Oklahoma, any money or other thing of value, either directly or indirectly, in procuring the contract to which this statement is attached. If this bid and/or contract is for professional services as defined in Title 74 OS § 85.2, the bidder and/or contractor further certifies that no person which has been involved in any manner in the development of the contract to which this statement is attached while employed by the State of Oklahoma shall be employed to fulfill any of the services provided for under this contract pursuant to Title 74 OS § 85.42 B as applicable.

Subscribed and sworn to before me this 12th day of September, 2008.

Authorized Representative

Notary Public (or Clerk or Judge)

My commission expires 8-30-2009



**INVITATION TO BID (ITB) SPECIFICATIONS
FOR CUSTODY, ACCOUNTING, AND BROKERAGE
SERVICES FOR UNCLAIMED SECURITIES**

1.0 General Description

- 1.01** *The Oklahoma State Treasurer ("OST"), Scott Meacham, is charged statutorily with the administration of Oklahoma's Unclaimed Property program. Oklahoma Statutes title 60, §§ 651 (2001) et seq. These duties include the duty to take custody of unclaimed securities as well as other types of property. OST has used a private bank to take custody of unclaimed securities, provide accounting information about these securities, and sell these securities if instructed to do so. The current bank is Bank of Oklahoma, N.A., 9520 N. May Ave., Oklahoma City, OK 73120.*
- 1.02** *The Oklahoma State Treasurer (OST) requests bids from qualified banks to provide safe custody, accounting, and brokerage services for unclaimed securities held by OST pursuant to the Uniform Unclaimed Property Act, Oklahoma Statutes title 60, §§ 655, 661, 663, and 667 (2001). For purposes of this ITB the term "bank" is the same as used in 15 U.S.C. § 78c(a)(6) and means:*
- (A) a banking institution organized under the laws of the United States,*
 - (B) a member bank of the Federal Reserve System,*
 - (C) any other banking institution, whether incorporated or not, doing business under the laws of any State or of the United States, a substantial portion of the business of which consists of receiving deposits or exercising fiduciary powers similar to those permitted to national banks under the authority of the Comptroller of the Currency pursuant to section 92a of title 12, and which is supervised and examined by State or Federal authority having supervision over banks, and which is not operated for the purpose of evading the provisions of this chapter, and*
 - (D) a receiver, conservator, or other liquidating agent of any institution or firm included in clauses (A), (B), or (C) of this paragraph.*
- 1.03** *OST is seeking a proven securities handling system which incorporates custody of securities, dividend and interest collections, tracking, and accounting for all activity for all issues held on behalf of individuals that cannot be located by Entities holding their securities and dividends. Accounting information must be provided with real time, on-line accessibility, via modem, or an acceptable alternative.*
- 1.04** *As of June 1, 2008, OST had approximately 1,136 issues of securities with a value greater than zero. At this time, the portfolio value exceeds \$16.6 million. Since the Holders continually report new securities, the size of OST's holdings can vary on a daily basis. OST reserves the right to liquidate any portion of the securities prior to the effective date of the contract at its sole discretion. Owners may also claim their securities prior to the transfer of custody of securities to the Bank. The most recent list of unclaimed stock is provided in Appendix B.*



1.05 Stock certificates registered in the name of OST (previously the Oklahoma Tax Commission "OTC") are currently held by OST's custodian. OST reserves the right to determine assets to be transferred to the custodian. The Holder, Owner, and securities information is maintained in OST's database system. OST uses software to help manage the Unclaimed Property program which has been developed by ACS Wagers & Associates, Inc. of 5777 Central Ave. Suite 227, Boulder, Colorado 80301.

1.06 By submitting a bid, banks certify that all information provided in response to this ITB is true and accurate. Failure to provide information required by this ITB will ultimately result in the rejection of the bid.

1.07 No pre-bid conference will be held for this ITB. In an effort to answer questions and clarify any issues in this ITB, OST will respond to questions that are presented in writing. These questions will be consolidated into a single question and answer document. This document will be distributed to all prospective banks regardless of whether they submitted questions or not.

Questions are due by September 2, 2008.

Faxed Questions to the attention of both: Trish Cantrell at (405)521-4993 and Kathy Janes at (405)522-0130

Or email to both: Trish.Cantrell@treasurer.ok.gov and Kathy.Janes@treasurer.ok.gov

If the questions are mailed they must be received by the due date. The consolidated Q&A document will be returned to banks on or about September 5, 2008.

1.08 The initial period of contract will be from October 1, 2008, through September 30, 2009, with two successive one-year options to renew in accordance with the terms of the contract, at the option of OST.

1.09 The selected Bank will assume total responsibility for all services offered in the bid whether they provide such services or utilize the services of a third party. The Bank will be required to disclose any relationships it may have with respect to any services the Bank proposes to provide as to whether these services are actually provided by the Bank or by contractual arrangement with a third party. If such relationships exist, list which services and with whom.

1.09.01 OST must approve any sub-contractors prior to award of a contract for custody, accounting, and brokerage services.

1.09.02 OST must approve any post contractual agreements between Bank and any sub-contractors the Bank is considering for custody, accounting, and brokerage services.



2.0 Selection Criteria

OST will evaluate all bids according to a uniform process. Banks should separate detailed responses to the specific requirements listed in three categories. Bids will be evaluated on a scale of one hundred (100) points distributed among these three categories as follows:

<i>• Bank Qualification</i>	<i>20 Points</i>
<i>• Custody, Accounting, and Brokerage Service Bid</i>	<i>30 Points</i>
<i>• Fees</i>	<i><u>50 Points</u></i>
<i>Total</i>	<i>100 Points</i>

Bids will receive a raw score in each category based upon OST's evaluation of responses to specific requirements. Banks may refer to attachments to bid submissions, but may not substitute such material for explicit responses to the requirements as enumerated in this ITB. The Bank with the highest raw score in a category will receive the maximum points allowed with the other Banks receiving points based upon their raw score as a percentage of the highest Bank's score. In the fee category, the highest raw score will be given to the bank bidding the lowest rate.



3.0 Bank Qualifications

Banks must include complete written responses to the following requirements in order of requirement number, and include specified documentation and any additional information which the bidder finds appropriate.

3.01 *Experience. The Bank must be a bank, as defined in ¶ 1.02, and have had at least three (3) years experience in providing custody, accounting, and brokerage services for securities.*

Bank of Oklahoma meets all of these requirements.

Bank of Oklahoma, N.A. (BOK) is the largest independently owned bank in the state of Oklahoma, and a wholly owned subsidiary of BOK Financial Corporation. BOK Financial Corporation is a publicly traded corporation listed on the NASDAQ (Symbol: BOKF). Assets of the organization exceed \$20 billion (bank assets, excludes Trust assets), and include the following subsidiaries, affiliates, and operating units:

- Bank of Oklahoma, N.A.
- Bank of Albuquerque, N.A.
- Bank of Arizona, N.A.
- Bank of Arkansas, N.A.
- Bank of Kansas City, N.A.
- Bank of Texas, N.A.
- Colorado State Bank & Trust, N.A.
- Southwest Trust Company, N.A.
- Cavanal Hill Investment Management, Inc.
- BOSCO, Inc.
- BOK Equipment Finance, Inc.
- BOK Mortgage
- TransFund Electronic Funds Network

BOK, along with all of its subsidiaries, employs approximately 4,300 employees.

Trust Division

BOK began offering trust and custody services in 1910, and today offers a full line of services to include Institutional and Custodial services, Investment Management, Employee Benefit services, Personal Trust, Mineral and Real Property Management, and Corporate Trust. BOK's Trust Division ranks as one of the nation's top 100 trust and investment management firms and also ranks as one of the nation's largest bank providers of Retirement and Deferred Compensation plan services. BOK continually seeks to capitalize on that strength by creating new markets and products.

BOK's trust services are offered through the following operating units:

- Retirement and Institutional Trust Services
- Investment Management Services
- Private Financial Services
- Corporate Trust



- Mineral and Real Property Management

Trust/Custody Services

BOK is one of the regions' leading providers of custody services for public funds, large pension plans, insurance trusts, foundations, and endowments. Our custody services include:

- Sophisticated accounting and reporting systems
- Safekeeping, trade processing and settlement, and income collection
- Trade communication
- Capital structure and proxy notification
- Master Trust ("unitized") accounting
- Cash Management
- Intra-day cash sweeps
- On-line access (for both clients and their investment managers)
- Data download capabilities
- State of the art pension payment system
- Pensioner Call Center
- Performance Measurement System
- Securities Lending
- Global Custody
- Transition Management
- Commission Recapture
- Knowledgeable and responsive service to investment managers

BOK's Trust group serves as custodian for approximately \$37 billion in assets. Our Trust Staff of more than 520 professionals includes relationship managers and operational support personnel providing accounting, reporting, and securities processing services.

- 3.02 Customer References. Provide names, addresses, and phone numbers of four (4) major accounts for which the Bank has provided similar services as specified herein within the past five (5) years.**

Oklahoma Unclaimed Property Program
Kathy Janes
4545 North Lincoln, Suite 106
Oklahoma City, OK 73105
405.522.6743

Commissioners of the Land Office
Phyllis Bolt
P.O. Box 26910
Oklahoma City, OK 73126
405.604.8120



Oklahoma EDGE Fund
James Wilbanks, Ph.D.
2300 N Lincoln Rm 217
Oklahoma City, OK 73105-4895
405. 522.4217

Oklahoma Tobacco Settlement Endowment Trust Fund
James Wilbanks, Ph.D.
2300 N Lincoln Rm 217
Oklahoma City, OK 73105-4895
405. 522.4217

3.03 Knowledge of Unclaimed Property Act. All Banks must demonstrate that they are thoroughly familiar with Oklahoma Statute Title 60, §§ 651 et seq., and the Uniform Unclaimed Property Act(s).

We have read and are thoroughly familiar with the Uniform Unclaimed Property Act, Oklahoma Statute Title 60 §§ 651 et seq., and the Uniform Unclaimed Property Act.

3.03.1 Banks shall provide a detailed description of all previous unclaimed property experience in the last five years.

BOK has successfully provided custody services for the Oklahoma Unclaimed Property Program since 2005.

3.04 Bank Complaints. List the total number of complaints filed within the last twelve (12) months and number of unsettled claims on file with any Regulatory Reporting Agencies, including, but not limited to the Better Business Bureau, the U.S. Securities and Exchange Commission and/or the National Association of Securities Dealers, Inc., Municipal Securities Rulemaking Board, National Credit Union Administration, Office of Thrift Supervision, American Stock Exchange, New York Stock Exchange, and the Oklahoma State Banking Department. Indicate which of these claims have been unsettled more than sixty (60) days.

In 2007, the SEC Examinations Division conducted an examination of AXIA Investment Management, Inc. (AXIA changed its name to Cavanal Hill Investment Management, Inc. on June 18, 2008) concerning certain marketing arrangements between AXIA (as investment adviser) and BISYS Services of Ohio, Inc. (as administrator and distributor for the American Performance Funds). The marketing arrangements originated with the creation of American Performance Funds ("AP Funds") in 1990 and ended December 31, 2003 when the arrangement was terminated. The SEC Examinations Division closed its examination without requiring any corrective action. Subsequently, the SEC Enforcement Division took testimony of a number of AXIA and AP Funds-related persons in proceedings opened by the SEC in *In Re BISYS Services of Ohio, Inc.* In April 2008, AXIA and its parent company, Bank of Oklahoma, NA, received a Wells Notice from the regional office of the SEC offering the opportunity to present arguments against a potential staff recommendation that the SEC bring a civil injunctive action concerning the pre-2004 activities. AXIA and Bank of Oklahoma submitted a response in May of 2008. AXIA and Bank of Oklahoma representatives met with the SEC Staff in June at which time the Staff



advised that it had yet to determine whether to recommend a proceeding. Nothing has been heard from the SEC since that time. The SEC has previously acknowledged the adequacy of AXIA's corrective actions. In 2007, AXIA reached a full settlement with the AP Funds respecting the expenses for which AXIA had been reimbursed pursuant to the pre-2004 marketing arrangement.

On May 5, 2008, BOSC, Inc., a broker-dealer affiliate of Bank of Oklahoma, received a Wells Notice from FINRA (formerly NASD) in which the Department of Market Regulation stated its intent to recommend action against BOSC, Inc. for certain violations of Municipal Securities Rulemaking Board regulations (the "Letter"). The primary focus of the Letter was the mark-up/down on 11 fixed income transactions (of the more than 48,500 that took place during the review period) and supervision related to such mark-ups. The Letter also noted a failure to include certain required information on the transaction memoranda for the 11 identified transactions. BOSC, Inc. submitted a response to the Letter on June 20, 2008, wherein it acknowledged certain systems and other errors and identified the corrective action taken. In September of 2008, FINRA contacted BOSC, Inc. regarding delays in compliance with the MSRB 15 minute transaction reporting requirements and the documentation associated with transaction reporting supervision. Out of 70 transactions identified, 28 were completed less than 5 minutes late, 15 were more than an hour delayed and the remainder fell somewhere in between. It is anticipated that the transaction reporting delays will be handled with the matters identified in the Letter.

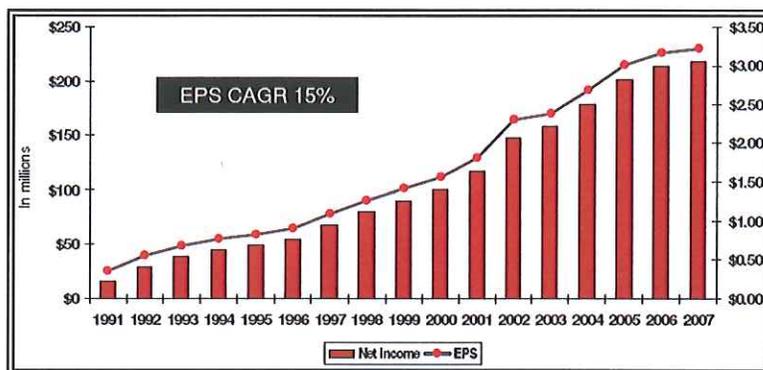
3.05 Financial Stability. Banks shall have a minimum of Five Hundred Million Dollars (\$500,000,000) in assets to be eligible for selection. Banks shall provide their last two audited annual reports, audited annual reports, audited balance sheets, or financial statements.

Enclosed in the back of this proposal are copies of the 2006 and 2007 Annual Reports for BOK Financial Corporation, which contain a detailed discussion of our financial picture.

Financial Strength

For the year ending December 31, 2007, BOK Financial reported record growth in earnings for the 17th consecutive year, with annual net income of \$217.7 million. Assets of the organization exceed \$20 billion.

The equity capital of BOK Financial Corporation at December 31, 2007 was \$1.94 billion, up from \$1.67 billion a year earlier.





3.06 Liability Insurance. Provide a copy of business liability insurance policy with appropriate provisions highlighted. The minimum acceptable level of coverage is Twenty-Five Million Dollars (\$25,000,000.00).

Please see Tab III for a copy of BOK's Business Liability Insurance Policy.

BOK maintains an effective Risk Management Program, which analyzes potential exposures, and ascertains if the risk can be effectively managed or transferred. BOK feels most risks can and should be effectively managed, not transferred to an insurance carrier. Our customers are important to us and if there is a problem we deem it our responsibility to make it right, not turn it over to a third party who may or may not place our customers' best interest above their own. With approximately \$1.94 billion in capital, BOK has the financial capacity to take care of its customers.

Following is a breakdown of BOK's insurance policies:

Policy	Coverage Up to	Carrier	Expiration Date
Financial Institution Bond	\$30 million in aggregate	National Union Fire Ins. Co. (AIG)	09/25/2008
Trust Errors and Omissions	\$10 million	Bancinsure	03/01/2009
General Liability	\$1 million per occurrence (\$2 million in aggregate)	Travellers	03/01/2009
Umbrella Liability	\$20 million	Travellers	03/01/2009

Σ ① = \$61.4M

4.0 Bids for Custody, Accounting, and Brokerage Services

4.01 Bids must be signed by an officer authorized to bind the Bank and include a statement guaranteeing terms for minimum of sixty (60) days from the closing date.

Please see attached cover letter for signature of authorization and guarantee of fees.

4.02 Bids must include a written bid that specifically addresses the requirements below in order of requirement number.

4.03 The Bank shall furnish supervision, labor, materials, and other resources necessary to provide OST with custody, accounting, and brokerage services for unclaimed securities. The Bank shall address each of the items, listed herein, which describe the absolute minimum requirements.

BOK's custody, accounting and brokerage services proposal includes all supervision, labor, materials and other resources necessary to provide such services.



4.04 The Bank must establish an account for the safekeeping of securities. The Bank must have an automated system capable of accounting for a wide variety of securities which includes, but not limited to, common and preferred stocks, stock warrants and options, corporate, government and municipal bonds, and mutual funds. The Bank must have the capability to update each security for corporate activity on an ongoing basis. The Bank is required to maintain all records for a period of five (5) years.

BOK uses automated processing systems for account transaction processing. We utilize trust accounting software provided by Metavante Investment Technologies headquartered in Brown Deer, Wisconsin. We process in-house at BOK using Metavante software, BOK hardware and BOK staff. The trust accounting system is designed for the management of public fund, employee benefit, estate and trust accounts, and all asset-level activity relating to these accounts, including accounting for all types of securities listed above. It is an on-line real-time database system. The software is processed in a remote user environment. All Metavante computerized services are provided by direct communication links. System support and business resumption services are provided by Metavante Investment Technologies.

Our trust accounting system updates each security for corporate activity, including transmissions of dividend declarations from outside pricing/corporate action services, computes interest accruals on fixed income securities, tracks and processes receipt of income, and allocates income to individual clients of the Trust Division. It obtains prices of security holdings from outside sources, performs analytical testing of reasonableness of prices, and generates accounting statements.

Trade settlement occurs daily.

Within settlement, deadline for all instruction entry is 10:00 A.M. CST daily. ID confirms will be automatically settled if affirmed within the established DTCC T+3 time frames. Trades outside T+3 time frames can still be settled timely. Federal Reserve cut-off for trade entry is normally 1:30 P.M. CST. Net cash settlement occurs at 3:00 P.M. CST daily for all trade, income and maturity proceeds.

The following features of our trust accounting system permit automatic reconciliation of our asset position to our clients' accounts:

DEPLink – is the direct link to Depository Trust & Clearing Company (DTCC) that permits us to reconcile our DTCC position daily. Our Federal Reserve Bank position is also balanced daily.

GNMA Processing – is a subsystem that automates the posting of principal and interest payments based upon factors provided by GNMA's agent.

FTInteractive Data – provides access to information for the universe of securities covered by the Cusip Directory. Its very large database allows professional and objective pricing for portfolio assets. This system generates pricing exception reports that flag on a day-to-day basis large swings in price.

Security Income Accrual Positions Report – details the accruals for all accounts that hold units of a security. Used to help correct problems caused by inaccurate information on the security record.

Account Income Accrual Report – details the accruals for all holdings of an account. It is used to start up accounts on the Accrual Accounting System, balance an account's accruals to those re-posted on a statement, and correct problems with accruals related to only one account.



Accrual Exception Report – details all exceptions detected in processing accruals on a given day. These exceptions point out corrections you might need to make.

Accrual Transaction Report – lists transactions that might need manual review for their effect on accruals. Three types of transactions are shown: reversals, backdates, and asset distributions.

Mutual fund accounts are reconciled monthly.
Asset positions are reconciled monthly.

The trust accounting system supports security processing through the Automated Trades subsystem. Auto-Trades accepts trades input on-line by investment officers and other designated personnel. Trades are then executed with a broker by a centralized trading area. Subsequent to execution, the system routes the completed trade input to the Trust Operations Department for settlement processing.

The trust accounting system maintains inventory records for the Trust Division's overall position in individual securities (including physical location of such securities or the depository/custodian at which they are maintained) and the allocations of such positions to user accounts.

Mutual Fund Processing

We have contracted with Mid Atlantic Clearing Corporation (MACC), a firm that specializes in mutual fund clearing and settlement services for Banks, Broker/Dealers, Trust Companies and Third Party Administrators (TPAs). MACC offers a fully automated, turnkey solution in the business of mutual fund clearing and settlement services. Using state of the art technology combined with the power of the National Securities Clearing Corporation's (NSCC) Fund/SERV and its networking products, MACC offers:

- Automated trading – one single connection for initiating and tracking trade orders electronically with Fund/SERV.
- One single net cash settlement per day with Fund/SERV and DCC&S
- Daily electronic exception-based reconciliation of positions between the fund account, the trust account and/or the record keeping account
- On-line access to the complete record of positions and account activity during the reconciliation process.
- Electronic notification of income transactions posted on payable date for all funds utilizing the service
- Daily report of dividend announcements and daily accrual factors.

We can maintain all records for a period of five years.

4.05 In order for OST to process owner claims.

4.05.01 The Bank must transfer certificate(s) into the Owner's name and forward the stock certificate(s) to OST within 30 days from the date of OST's request.

BOK will initiate the transfer of certificate(s) into the owner's name and forward to OST. If a transfer agent is required, BOK will provide all necessary documentation to the transfer agent within 15 days



from the date of OST's request for transfer. Assuming there is no delay on the part of the transfer agent, the certificate would be delivered to OST in the time period specified.

For in-kind certificate transfers, the instructions for re-registration of the specified number of shares are submitted through The Bank of New York Mellon to the transfer agent who will issue a physical certificate registered in the name of the owner. When the certificate is received by BOK it is verified for accuracy and mailed to the owner's address of record.

For book entry transfers to another institution, DTCC instructions for the receiving account are requested from the owner. BOK will submit instructions through The Bank of New York Mellon to deliver the specified number of shares from BOK's account into the receiving institutions DTCC account. This is the most efficient method of delivering in-kind.

4.05.02 *The Bank is required to transfer and confirm Direct Registration Shares (DRS) and/or book shares have been "deposited" into an account for the Owner or Entity as directed by OST within 30 days from the date of OST's request. The Bank is required to verify the following account information is correct:*

- *Owner or Entity's complete name*
- *Owner or Entity's complete address*
- *Owner or Entity's account number*
- *Date of transfer (actual date deposited into account)*
- *Security's CUSIP*

The Bank will be required to handle inquiries from Owners, Entities and/or transfer agents regarding the transfer of DRS and/or book shares. The Bank shall provide OST the date of transfer (actual date deposited into account) upon request and reflect the date of transfer (actual date deposited into account) on the monthly Custodian statement.

At the direction of OST, BOK will initiate the transfer and confirm DRS/book shares have been deposited into the designated account within 30 days from the date of OST's request. Assuming there is no delay on the part of the transfer agent, the transfer would occur in the time period specified.

BOK is willing to work with OST and the transfer agent to develop a process allowing BOK to verify the required account information.

BOK is willing to handle inquiries regarding the transfer of DRS and/or book shares. Our monthly statements reflect the date of transfer from the account.

4.05.03 *The Bank must be able to transfer securities (including mutual funds, dividend reinvestment plans, book shares, etc.) from the designated nominee to the Owner name and make delivery to OST within 30 days from the date of OST's request.*

BOK will initiate the transfer of certificate(s) into the owner's name and forward to OST. If a transfer agent is required, BOK will provide all necessary documentation to the transfer agent within 15 days from the date of OST's request for transfer. Assuming there is no delay on the part of the transfer



agent, the certificate would be delivered to OST in the time period specified.

For in-kind certificate transfers, the instructions for re-registration of the specified number of shares are submitted through The Bank of New York Mellon to the transfer agent who will issue a physical certificate registered in the name of the owner. When the certificate is received by BOK it is verified for accuracy and mailed to the owner's address of record.

For book entry transfers to another institution, DTCC instructions for the receiving account are requested from the owner. BOK will submit instructions through The Bank of New York Mellon to deliver the specified number of shares from BOK's account into the receiving institutions DTCC account. This is the most efficient method of delivering in-kind.

4.06 The Bank must have the capability of handling a large number of small denominations of various securities.

We have sufficient staff and system capabilities to enable us to handle transaction volumes described in request for proposal.

4.07 The Bank must provide knowledgeable staff available during normal working hours (8:00 a.m. to 5:00 p.m. CST, five days a week) that are able to respond within 24 hours to inquiries from the Unclaimed Property Division, of OST, with no particular frequency, concerning account information.

BOK utilizes an account team approach with a designated Relationship Manager who serves as the team leader and the client's primary contact. The Relationship Manager's function is to determine the needs of each client and to make sure that the appropriate support staff is utilized to satisfy those needs. A back-up Relationship Manager is also assigned to larger relationships. A Trust Analyst supports each Relationship Manager.

CLIENT SERVICE TEAM

At BOK, our Relationship Managers are among the most knowledgeable and tenured in this industry, with an average of 15 years experience.

The Unclaimed Property account team would continue to be headed by Kris Neuhold, Vice President & Trust Officer. Kris is located in Oklahoma City, OK, and is available Monday through Friday, from 8:00 am to 5:00 pm (CT) on any bank business day.

RELATIONSHIP MANAGER - KRIS NEUHOLD, Vice President and Trust Officer, would continue to serve as Relationship Manager/Account Administrator for the Oklahoma Unclaimed Properties Fund. Kris has been involved in the institutional business since 1995. Kris is a graduate of Oklahoma Christian University with a B.S. in Accounting. Kris has been with BOK since 2002.



SANDRA ROCHELL, Vice President and Trust Officer, would serve as back-up Relationship Manager. Sandra has 21 years of Trust experience, including 11 years of working with institutional relationships. Her public fund custody relationships include the Oklahoma Commissioners of the Land Office and the Oklahoma Tobacco Settlement Endowment Trust. Sandra earned her Bachelor's degree in Accounting from the University of Arkansas – Monticello.

SENIOR TRUST ANALYST – JONATHAN WILLIS, supports Kris Neuhold and Sandra Rochell as a Senior Trust Analyst. In this capacity, he is responsible for cash flow and trade settlement, as well as assisting outside portfolio managers with their reporting needs. Jonathan is currently pursuing a degree in accounting. Jonathan has more than eight years of banking experience, has been with Bank of Oklahoma for two years, and joined the Trust Division in 2008.

BOK's Trust Custody group employs 65 professional relationship managers and support staff, who are further supported by 100 operational support personnel providing accounting, reporting, securities processing, and benefit payment services.

4.08 The Bank must be able to provide on-line access to account information, corporate activity, reorganization information, sale of securities, transfers of securities, and other inquiries. The Bank will provide:

- a. OST access to the on-line systems during normal working hours.**
- b. The capability to retrieve and/or print on-line information.**

BOK provides on-line access to our trust accounting system. Portfolio Online™ is the Internet based access system described within this proposal. Data can be downloaded from this system for use by the client in creating reports or performance measurement evaluations. We can also create special reports for performance evaluation.

Consolidated Reporting Capabilities

In addition to the inquiry, reporting, and download capabilities described below, Portfolio Online™ allows users to create "working lists" of up to fifty (50) different accounts which allow the users to create consolidated reports. Multiple "working lists" can be created to meet various reporting needs.

Metavante is the trust industry leader in value-based Internet applications. Metavante's first trust Internet access feature was introduced in 1996. Exponential growth in worldwide Internet use was a signal for Metavante Data Services to begin investing in and developing company-wide Internet capability. Portfolio Online™ is the Internet-based product currently being offered by Metavante Data Services.

Features include:

- User security, Strong Authentication
- User access customization
- View of download current account and past statement holdings
- View or download current transactions and account history
- Inquiries
- Transaction origination
- Download data from the Metavante Trust System



- Use various sorting options, including posting date, CUSIP number, dollar amount, or predefined tax code (activity) grouping to find information quickly and efficiently
- View individual accounts or combine multiple accounts
- Electronic trade notification for external investment management professionals
- Access high-level graphical displays of summary information for current and past account holdings
- Review tax-lot information to determine the tax consequences of selling securities
- Research specific portfolio holdings, transactions, and security information via the Internet
- Comprehensive online help system

Reporting and Download Capabilities

The reports listed below are available for viewing, printing, or downloading:

- Portfolio view by trade date position (default)
- Portfolio view by settlement date position
- Portfolio file transfer by trade date position
- Portfolio file transfer by settlement date position
- Previous day transactions
- Month to date transactions
- Transactions since last statement
- Last statement period

For optimal performance, Portfolio Online™ recommends a personal computer that has Windows XP or Vista with a 1.4 GHz Pentium processor with 512 Mb of memory. A modem with 56K (high speed connection is recommended) is also required. Microsoft Internet Explorer 6.0 with service pack II or greater is the approved browser.

Portfolio Online™ is based on easy-to-use, point-and-click browser technology. Portfolio Online™ does not require special software or configuration. BOK supplies our customer a user ID and Password. BOK's Trust Division controls the access to the account(s) and features each customer can use.

This service is available 24 hours a day, seven (7) days a week.

BOK takes great pride in servicing our clients. Instead of requiring our clients to call a help desk, they have the ability to contact their administrator with any questions or problems that might arise.

4.09 The Bank must have the capability of researching unpublished and unknown securities within fifteen (15) working days from the date requested by OST.

We have sufficient staff and system capabilities to enable us to research unpublished and unknown securities as described in request for proposal.

4.10 The Bank must monitor and collect proceeds for bonds upon maturity and calls.

BOK has the capability of monitoring and collecting proceeds for bonds upon maturity and calls.



4.11 The Bank must have the ability to execute sales of securities involving liquidating mutual fund accounts upon instructions from OST.

We have the ability to liquidate mutual funds upon instruction from OST.

We have contracted with Mid Atlantic Clearing Corporation (MACC), a firm that specializes in mutual fund clearing and settlement services for Banks, Broker/Dealers, Trust Companies and Third Party Administrators (TPAs). MACC offers a fully automated, turnkey solution in the business of mutual fund clearing and settlement services. Using state of the art technology combined with the power of the National Securities Clearing Corporation's (NSCC) Fund/SERV and its networking products, MACC offers:

- Automated trading – one single connection for initiating and tracking trade orders electronically with Fund/SERV.
- One single net cash settlement per day with Fund/SERV and DCC&S
- Daily electronic exception-based reconciliation of positions between the fund account, the trust account and/or the record keeping account
- On-line access to the complete record of positions and account activity during the reconciliation process.
- Electronic notification of income transactions posted on payable date for all funds utilizing the service
- Daily report of dividend announcements and daily accrual factors.

4.12 The Bank is responsible for collection of dividends, all proceeds from sale of securities, interest, cash in lieu, etc. OST requires collection of dividends, interest, and cash in lieu, etc., be deposited into OST's custody account upon receipt by the custodian. The bank shall remit the related proceeds to OST within thirty (30) days. Proceeds from the sale of stock must be remitted through wire transfer within five (5) working days from the date of the sale.

Interest and dividends are reported on an accrual basis and are automatically posted on payable date for securities that have public income announcements. Income on limited partnerships or other non-publicly announced securities are posted upon receipt. Income is credited in Fed funds.

The high level of automation in our systems ensures prompt settlement of buys and sells in the account. All trades are settled on actual settlement date. Your accounts are credited or debited that day.

The direct system interface to DTCC and our custodian, The Bank of New York Mellon, insures prompt delivery of securities and cash into our positions for delivery to the custodial account. As an additional control, all security positions at the Federal Reserve Bank (FED), DTCC and The Bank of New York Mellon are matched tape to tape to maximize efficiency and eliminate human error.

Proceeds of sales are credited on settlement date in Fed Funds.

We can remit sale proceeds, interest, and dividends to OST as requested above.



4.13 The Bank must provide a monthly evaluation statement of the entire portfolio (hard copy). The Bank must also be able to transmit portfolio data in an electronic medium to OST.

The monthly evaluation statement should include the following:

- **Security description**
- **CUSIP number**
- **Class of security**
- **Maturity date and interest, if applicable**
- **Number of shares (or par value)**
- **Market value**
- **Date of sale or receipt of securities, the price received per share, and any commissions paid**
- **Detail for cash income activity**

We will provide monthly evaluation statements in both hard copy and electronic forms, both of which contain the items listed above.

The key to a superior custody reporting system is the ability to retrieve and package the information you want for the period you want it.

Trust Reporting

With Metavante's TrustReport graphical customer statements, BOK's Trust Division can provide our customers simple, easy-to-read periodic accountings. Each of the TrustReport formats include holdings and transaction history information using bolding, highlighting, or graphics.

TrustReport graphical customer statements are visually pleasing, easy to read, and easy to understand. Our customers like the simple, broker like features of TrustReport. They appreciate their modern look and feel. TrustReport statements move client communication reports to a new level of value and customer service.

TrustReport graphical customer statement formats offer the following features:

- Name/address and customizable message area at top of page one.
- Transaction activity graphically incorporated into the statement by activity category.
- Asset detail graphically incorporated into the statement by bank-defined asset sector.
- Condensed, meaningful, and graphic market reconciliation detailing value changes to the account over the statement period.
- Graphically illustrated diversification summary for whole account, common stocks, bond quality, and fixed income issues.
- Graphically illustrated performance measurement summary for last month, last quarter, and year-to-date.

The following reports are standard components of our reporting package:

Asset Allocation

Graphical summary of position totals by major asset categories.



Asset Valuation

Description of major asset categories including the market value and the percentage the account holds. This section also accounts for accrued income for a total valuation.

Market Reconciliation

Displays all activity affecting the market value for an account during the year. Report shows beginning and ending market value for year and calculates the net changes in value as a result of investment activity, benefit activity, transfers, free receipts, and deliveries. Realized and unrealized gain/loss figures are also provided.

Asset Position

Displays the asset description of account holdings groups by the major asset categories. It gives the shares, accruals (if applicable), cost and market value for each asset owned.

Distribution Activity

Gives a description of benefits paid, expenses and other payments disbursed from the account during the statement period.

Income Activity

Displays detailed listing of dividend, interest and other income.

Purchase Activity

List of all security purchases during the reporting period. Includes shares, price, brokerage and transaction cost.

Sale Activity

List of all security sales during the reporting period. Includes shares, price, cost, unrealized gain or loss and brokerage proceeds.

Non-Cash Transactions

Displays all non-cash security transactions with shares and cost value adjustment listed.

5% Transactions

Displays the description, number of transactions, unit price, cost of transaction expense and the cash realized gain/loss.

Broker Commissions

Provides information by broker. Includes total commissions and total transaction cost that the broker's expense represents.

We also offer full on-line access to your accounts on the trust accounting system. In November 2007, we rolled out an enhanced online service – Portfolio Online™. Portfolio Online™ is a service offering that allows you to retrieve holdings and transactions information 24 hours a day in a secure Internet environment. The holdings and transactions in Portfolio Online™ can be viewed on your PC or downloaded to it.

Metavante is the trust industry leader in value-based Internet applications. Metavante's first trust Internet access feature was introduced in 1996. Exponential growth in worldwide Internet use was a



signal for Metavante Data Services to begin investing in and developing company-wide Internet capability. Portfolio Online™ is the Internet-based product currently being offered by Metavante Data Services.

Portfolio Online™

Portfolio Online™ offers comprehensive and easy-to-use information delivery via the Internet. Portfolio Online™ offers you and external investment managers access to holdings and transaction data in a secured, real-time environment.

Features include:

- User security, Strong Authentication
- User access customization
- View of download current account and past statement holdings
- View or download current transactions and account history
- Inquiries
- Transaction origination
- Download data from the Metavante Trust System
- Use various sorting options, including posting date, CUSIP number, dollar amount, or predefined tax code (activity) grouping to find information quickly and efficiently
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Audited reports are produced on a monthly, quarterly, and annual basis.

4.14 The Bank must provide access to all pertinent data on all corporate restructures, mergers, spin-offs, tenders, etc.

Bank of Oklahoma Trust Division receives daily reports of all corporate actions including those listed above, from both The Bank of New York Mellon and our Trust Accounting system. Corporate actions, both mandatory and non-mandatory are communicated immediately to the client or designated third party. We utilize all major sources of corporate action data to ensure that the maximum coverage possible is achieved.

We provide clients with "preliminary" information, as it is available, rather than waiting for the final notification. This allows you the maximum amount of time to consider all of the various available options.

We will detail your entitlement under any given corporate action, calculating the cost where applicable. This saves time and eliminates misunderstanding on the value of each available option.



- 4.15 Upon completion of the contract, the Bank must, at no charge: (i) transfer all securities designated by OST to the successor Bank; (ii) provide the successor Bank with all information related to the services; and (iii) respond to any questions from OST or a successor Bank related to the Bank's prior administration of the program.**

We are willing to do this and have factored this expense into our fee quote.

- 4.16 Based on criteria provided by OST, the Bank must provide a list of securities available for sale with the estimated value upon request.**

We are capable of tracking the aging of these unclaimed securities provided we are given the original date of receipt by the Unclaimed Property Program at the time each asset is booked by us.

We offer full on-line access to your accounts on the trust accounting system for specific inquiry and reporting needs that you might incur. Portfolio Online is a service offering that allows you to retrieve holdings and transactions information 24 hours a day in a secure Internet environment. The holdings and transactions in Portfolio Online can be viewed on your PC or downloaded to it. We create custom reports for clients on a limited basis.

Portfolio Online features include:

- User security, Strong Authentication
- User access customization
- View of download current account and past statement holdings
- View or download current transactions and account history
- Inquiries
- Transaction origination
- Download data from the Metavante Trust System
- Use various sorting options, including posting date, CUSIP number, dollar amount, or predefined tax code (activity) grouping to find information quickly and efficiently
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- Last statement period



4.17 Upon acceptance of the bid and execution of the contract, the Bank will take possession of all securities that OST elects to transfer for safe custody, accounting services, and sale of securities.

As BOK is the current Custodian for the Unclaimed Property Program, no conversion or transfer of securities would be required.

4.18 The Bank will be responsible for reimbursement to OST for securities lost or stolen while in its possession.

We will be responsible for reimbursement to OST for securities lost or stolen while in our possession, however, no loss of client securities has occurred over the last 5 years.

BOK insures against catastrophic losses summarized below:

Policy	Coverage Up to	Carrier	Expiration Date
Financial Institution Bond	\$30 million in aggregate	National Union Fire Ins. Co. (AIG)	09/25/2008
Trust Errors and Omissions	\$10 million	BancInsure	03/01/2009
General Liability	\$1 million per occurrence (\$2 million in aggregate)	Travellers	03/01/2009
Umbrella Liability	\$20 million	Travellers	03/01/2009

4.19 The Bank must propose a method to determine the reimbursement amount for items lost or stolen items while in its possession.

We agree to make whole the Unclaimed Properties Program for any security lost or stolen while in our possession.

BOK maintains an effective Risk Management Program, which analyzes potential exposures, and ascertains if the risk can be effectively managed or transferred. BOK feels most risks can and should be effectively managed, not transferred to an insurance carrier. Our customers are important to us and if there is a problem we deem it our responsibility to make it right, not turn it over to a third party who may or may not place our customers' best interest above their own. With approximately \$1.94 billion in capital, BOK has the financial capacity to take care of its customers.

4.20 OST will deliver securities to the Bank as agreed between OST and the Bank.



4.21 As provided in Okla. Stat. tit. 60, § 667(d) (2001), securities listed on an established stock exchange must be sold at prices prevailing at the time of sale on the exchange. Other securities may be sold over the counter at prices prevailing at the time of sale or by another method OST considers advisable.

We agree to sell all listed securities at prevailing prices. We are open to discussion with OST regarding other methods to pursue if a security is not trading or a buyer cannot be found.

FTInteractive Data is our primary pricing source. We have the pricing frequency on most assets set to daily, with bonds set to weekly. However, if an asset is thinly traded or only has one price available each month, it is priced as available.

We have approximately fifty assets that are priced manually on a daily basis from various sources.

At each month end, we pursue additional resources, including The Bank of New York Mellon and Bloomberg, for prices of securities not priced by FTInteractive Data.

Any prices not available from FTInteractive Data or the additional resources are handled as follows:

Real Estate - Valuations for properties not managed by our Trust-Real Property Group are provided by the client or his investment advisor.

Venture Capital, Private Placements, Closely Held Stock, Closely Held LTD PRTs, Closely Held LLCs - Valuations are obtained from an independent source on the frequency needed.

Options - Bloomberg is our pricing source, because of the different CUSIP numbering systems and potential re-org issues.

In the case of a valuation difference between the investment manager and custodian, we check Bloomberg or a credentialed outside third party, for verification. If the third party agrees with the Investment Manager, we submit a pricing discrepancy to FTInteractive Data through our Trust Accounting System. FTInteractive Data will respond with a pricing correction or their justification for their price.

If a security price is not readily available, we will obtain a price quote from the investment manager or a broker who handled the trade. Once a security is priced in this way, we will flag the security and immediately notify our pricing vendors of the situation.

4.22 Unclaimed securities must be held at least for a period of one (1) year before they are sold unless otherwise specifically directed by OST in writing. OST will direct Bank when to sell securities.

We are capable of tracking the aging of these unclaimed securities provided we are given the original date of receipt by the Unclaimed Property Program at the time each asset is booked by us.



4.23 The Bank will be responsible for satisfactorily settling any disputes with the purchasers of securities which may arise as a result of the sale.

We are willing to assume this responsibility provided we are selling the security at the direction of OST and it is in tradable form.

4.24 The Bank will be required to maintain the minimum amount of liability insurance coverage. The insurance coverage must be at least in the amount of Twenty-five Million Dollars (\$25,000,000.00) to indemnify OST against any loss resulting from non-performance of the requirements of this ITB by the Bank.

We meet this requirement.

BOK maintains an effective Risk Management Program, which analyzes potential exposures, and ascertains if the risk can be effectively managed or transferred. BOK feels most risks can and should be effectively managed, not transferred to an insurance carrier. Our customers are important to us and if there is a problem we deem it our responsibility to make it right, not turn it over to a third party who may or may not place our customers' best interest above their own. With approximately \$1.94 billion in capital, BOK has the financial capacity to take care of its customers.

Following is a breakdown of BOK's insurance policies:

Policy	Coverage Up to	Carrier	Expiration Date
Financial Institution Bond	\$30 million in aggregate	National Union Fire Ins. Co. (AIG)	09/25/2008
Trust Errors and Omissions	\$10 million	Banclnsure	03/01/2009
General Liability	\$1 million per occurrence (\$2 million in aggregate)	Travellers	03/01/2009
Umbrella Liability	\$20 million	Travellers	03/01/2009

Please see Tab III for a copy of BOK's Business Liability Insurance Policy.

4.25 A Bank may submit other services or features that the Bank feels are appropriate, as long as they are not inconsistent with this ITB.

BOK currently provides Medallion Signature Guarantees at no charge to OST.



4.26 The Bank must include a statement in its bid that the Bank understands the provisions of this ITB in all its sections, and agrees to their terms.

Bank of Oklahoma acknowledges and understands the provisions of this RFP in all its sections and agrees to their terms.



5.0 Bid Prices

Bid prices should be listed using the format provided in this ITB in Appendix A, Statement of Charges. The bid should be inclusive of all services, including but not limited to, start-up and/or conversion costs (if applicable), custody, accounting, and sale of securities. Any charge for services not addressed in the Statement of Charges will not be allowed in the course of the Contract.

Upon completion of the services the successful Bank shall submit an invoice for the fees due. Invoices must contain the method of computation with any applicable documents and attachments which provide verification of charges due. Brokerage commissions may be netted out by the Bank before remitting the sales proceeds for securities to OST. However, OST must be furnished a detailed statement with each remittance of proceeds, which discloses the exact amount of commissions and which shows the computation the Bank used to determine the amount of the commissions.

Please see Tab IV for proposed fee schedule (Appendix A).



6.0 Applicable State Laws and Encumbrances

This agreement in its entirety shall be governed in all respects by the laws of the state of Oklahoma, without regard to principles of conflicts of laws. In the event any litigation shall occur concerning the terms and conditions of this agreement or the rights and duties of the parties, the parties agree that any such suit shall be maintained in the District Court of Oklahoma County, State of Oklahoma. Any out-of-state Bank shall have a service agent registered with the Oklahoma Secretary of State. The State of Oklahoma shall not be liable in the event of loss, incident, destruction, theft, damage, etc., for any products or services offered. It shall be the selected Bank's sole responsibility to obtain insurance coverage for such loss in an amount that the Bank deems appropriate.

7.0 Liability, Rights, and Remedies

7.01 *The Bank shall agree that OST shall not be responsible for any liability incurred by the Bank or its employees arising out of the sale of securities, licensing, ownership, selection, possession, leasing, renting, operation, control, use, maintenance, delivery, and/or return and installation of any products or property or services provided by the Bank, except as otherwise provided in this contract.*

7.02 *The Bank may have access to private or confidential data maintained by OST to the extent necessary to carry out its responsibilities under this contract. The Bank must comply with the Oklahoma Open Records Act, as directed by OST. No private or confidential data collected, maintained or used in the course of performance of this contract shall be disseminated by the bank except as required by statute or court order, either during the period of the contract or thereafter. The Bank must agree to return any and all data furnished by OST promptly at the request of OST in whatever form it is maintained by the Bank. On the termination or expiration of this contract, the Bank will not use any such data or any material derived from the data for any purpose and where so instructed by OST, will destroy or render it unreadable.*

7.03 *Each bank must disclose any existing or potential conflict of interest relative to the performance of the contractual services resulting from this ITB. Any such relationship that might be perceived or represented as a conflict should be disclosed. Any attempt to intentionally or unintentionally conceal a conflict of interest will automatically result in the disqualification of bank's bid. The Treasurer reserves the right to determine, at his sole discretion, whether any information, assertion, or claim received from any source indicates the existence of a real or apparent conflict of interest and whether it may reflect negatively on the Treasurer's selection of a bank.*

7.03.01 *Any existing or potential post contract conflict of interest must be disclosed to OST in writing immediately upon the Bank's knowledge. The Treasurer reserves the right to determine, at his sole discretion, whether any information, assertion, or claim received from any source indicates the existence of a real or apparent conflict of interest. The Treasurer reserves the right to determine, at his discretion, whether this post contract conflict of interest terminates the contract.*



- 7.04** *No provision in this document or in the bid shall be construed as an express or implied waiver by OST of any existing or future right and/or remedy available by law in the event of any claim of default or breach of contract made by the Bank.*
- 7.05** *OST may suspend or terminate this contract upon finding that:*
- 7.05.01** *Its terms have been breached by the Bank.*
 - 7.05.02** *The Bank has not complied with federal or state laws, regulations or interpretative guidelines.*
 - 7.05.03** *The Bank is unable to perform its obligation due to circumstances beyond its control.*
 - 7.05.04** *There is failure of revenues sufficient to meet obligations.*
 - 7.05.05** *In the event of assignment, conveyance, encumbrance, or other transfer by the Bank without the prior consent of OST.*
- 7.06** *Suspension or termination for the above stated reasons may be immediate upon issuing a written notice.*
- 7.07** *Upon conclusion of the contract, the Bank agrees to cooperate in an orderly settlement of its account with OST.*
- 7.08** *Either party to the contract may seek legal redress in the courts and each party reserves any right or privileges provided them by law.*
- 7.09** *Either OST or successful bank may terminate this agreement upon giving the other party sixty (60) days written notice. The successful bank shall be entitled to its fees for services under this contract rendered prior to the termination date.*

8.0 **Contract Documents**

- 8.01** *Banks must submit a proposed contract for review. The final written contract will be subject to negotiation. However, the proposed contract may not contain provisions inconsistent with the provisions of this ITB.*

The current custody agreement between Bank of Oklahoma and OST is included under Tab V. BOK is willing to comply with all laws governing the OST and the Oklahoma Unclaimed Property Program.

- 8.02** *The Bank shall not assign, convey, encumber, or otherwise transfer its rights or duties under the contract without prior written consent of OST.*
- 8.03** *The State of Oklahoma and its agencies such as OST are constitutionally prohibited from entering into contracts which have the effect of waiving any defense in advance of litigation, limiting liability, or agreeing to indemnify a Bank.*
- 8.04** *To the extent that a provision of the contract is contrary to the constitution or laws of the state of Oklahoma, or of the United States, the provision shall be void and unenforceable. However, to the extent possible, the balance of the contract shall remain in force between the parties.*



9.0 Amendments to Contract

No modification of any provision in the contract shall be made or construed to have been made, without the written agreement of both parties.

10.0 Payment of Services

10.01 ***Payment for all services required herein shall be made in arrears upon submission to OST of a proper invoice. OST will not make any advance payments or advance deposits except for the netting of brokerage fees as set forth in 5.0.***

10.02 ***If OST finds that an overpayment or underpayment has been made to the Bank, OST may adjust any subsequent payments to the Bank to correct the account. A written explanation of the adjustment shall be issued to the Bank with an explanation of the procedures to be followed to resolve differences.***

10.03 ***OST may withhold a part or all of a final payment until the account is settled, to assure compliance with all the terms of the contract.***

11.0 Closing

11.1 ***Bids are to be submitted in triplicate including all supporting documentation. The original bid document must be notarized. Failure to do so will result in elimination from consideration. Bids are due by 4:00pm on September 12, 2008.***

11.2 ***OST will review all bids after bid closing.***

11.3 ***Banks are reminded to comply with the instructions provided with the "Invitation to Bid" form. Mail or deliver your bid to Oklahoma State Treasurer's Office, Purchasing Division, 4545 N. Lincoln Blvd., Suite 106 Oklahoma City, OK 73105***

11.4 ***Alternative bids by banks are acceptable; however, alternative bids must be submitted as separate bids. Do not include multiple/alternative bids in a single bid.***

11.5 ***Banks should list the name and telephone number, including area code, of the person in your company who may be contacted regarding the ITB. If the Bank has representatives in Oklahoma that may be contacted, please include their names and telephone numbers.***

The contact for this ITB is:

Paul Pustmueller
Vice President & Trust Officer
405.936.3959
ppustmueller@bokf.com



11.6 Neither the State of Oklahoma nor OST is liable for any cost associated with the preparation of Bank's bid or any cost incurred prior to the issuance of an agreement or contract. All responses, inquiries, or correspondence relating to, or in reference to this ITB, when received by the State, will become property of the State.

ACORD™ CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
09/03/2008

PRODUCER (918)747-8631 FAX (918)747-8619
CFR, Inc.
5314 So. Yale, Suite 900
Tulsa, OK 74135
Kellie Jones Ext. 241

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

INSURED BOK Financial Corporation Etal
P. O. Box 2300
Tulsa, OK 74192

INSURERS AFFORDING COVERAGE	NAIC #
INSURER A: National Union Fire Ins. Co. of PA	
INSURER B:	
INSURER C:	
INSURER D:	
INSURER E:	

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	ADD'L INSR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS								
		GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC				EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMP/OP AGG \$								
		AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS				COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$								
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN AUTO ONLY: EA ACC \$ AGG \$								
		EXCESS/UMBRELLA LIABILITY <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE DEDUCTIBLE RETENTION \$				EACH OCCURRENCE \$ AGGREGATE \$ \$ \$ \$								
		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? If yes, describe under SPECIAL PROVISIONS below				<table border="1"> <tr> <td>WC STATU-TORY LIMITS</td> <td>OTH-ER</td> </tr> <tr> <td>E.L. EACH ACCIDENT</td> <td>\$</td> </tr> <tr> <td>E.L. DISEASE - EA EMPLOYEE</td> <td>\$</td> </tr> <tr> <td>E.L. DISEASE - POLICY LIMIT</td> <td>\$</td> </tr> </table>	WC STATU-TORY LIMITS	OTH-ER	E.L. EACH ACCIDENT	\$	E.L. DISEASE - EA EMPLOYEE	\$	E.L. DISEASE - POLICY LIMIT	\$
WC STATU-TORY LIMITS	OTH-ER													
E.L. EACH ACCIDENT	\$													
E.L. DISEASE - EA EMPLOYEE	\$													
E.L. DISEASE - POLICY LIMIT	\$													
A		OTHER Financial Inst. Bond Form 24 and Computer Crime	002905676	09/25/2007	09/25/2008	\$15,000,000 Limit \$5,000,000 Deductible \$30,000,000 Aggregate Limit								

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS

Financial Institution Bond Includes: Employee Dishonesty; Theft; Disappearance or Destruction; Forgery or Alteration; Securities

CERTIFICATE HOLDER

Oklahoma State Treasurer
Unclaimed Property Program
4545 North Lincoln, Suite 106
Oklahoma City, OK 73105

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE
Kellie Jones/KELLIE

CFR, Inc.
by *Kellie Jones*

IMPORTANT

If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

DISCLAIMER

The Certificate of Insurance on the reverse side of this form does not constitute a contract between the issuing insurer(s), authorized representative or producer, and the certificate holder, nor does it affirmatively or negatively amend, extend or alter the coverage afforded by the policies listed thereon.

ACORD™ CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
09/03/2008

PRODUCER (918)747-8631 FAX (918)747-8619
CFR, Inc.
5314 So. Yale, Suite 900
Tulsa, OK 74135
Kellie Jones Ext. 241

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

INSURED BOK Financial Corporation, etal
Attn: Rosalie Griffith
P.O. Box 2300
Tulsa, OK 74192

INSURERS AFFORDING COVERAGE

NAIC #

INSURER A: St. Paul Mercury Ins Co
INSURER B: BancInsure
INSURER C:
INSURER D:
INSURER E:

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	ADD'L INSR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS	
A		GENERAL LIABILITY	FS06804651	03/01/2008	03/01/2009	EACH OCCURRENCE	\$ 1,000,000
	<input checked="" type="checkbox"/>	COMMERCIAL GENERAL LIABILITY				DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 1,000,000
	<input type="checkbox"/>	CLAIMS MADE <input checked="" type="checkbox"/> OCCUR				MED EXP (Any one person)	\$ 5,000
	<input type="checkbox"/>					PERSONAL & ADV INJURY	\$ 1,000,000
	<input type="checkbox"/>					GENERAL AGGREGATE	\$ 2,000,000
	<input type="checkbox"/>					PRODUCTS - COMP/OP AGG	\$ 2,000,000
	<input type="checkbox"/>					GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC	
		AUTOMOBILE LIABILITY				COMBINED SINGLE LIMIT (Ea accident)	\$
		<input type="checkbox"/> ANY AUTO				BODILY INJURY (Per person)	\$
		<input type="checkbox"/> ALL OWNED AUTOS				BODILY INJURY (Per accident)	\$
		<input type="checkbox"/> SCHEDULED AUTOS				PROPERTY DAMAGE (Per accident)	\$
		<input type="checkbox"/> HIRED AUTOS					
		<input type="checkbox"/> NON-OWNED AUTOS					
		GARAGE LIABILITY				AUTO ONLY - EA ACCIDENT	\$
		<input type="checkbox"/> ANY AUTO				OTHER THAN EA ACC	\$
						AUTO ONLY: AGG	\$
A		EXCESS/UMBRELLA LIABILITY	FS06804651	03/01/2008	03/01/2009	EACH OCCURRENCE	\$ 5,000,000
	<input checked="" type="checkbox"/>	OCCUR <input type="checkbox"/> CLAIMS MADE				AGGREGATE	\$ 5,000,000
	<input type="checkbox"/>	DEDUCTIBLE					\$
	<input checked="" type="checkbox"/>	RETENTION \$ 10,000					\$
		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY				WC STATU-TORY LIMITS	OTH-ER
		ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED?				E.L. EACH ACCIDENT	\$
		If yes, describe under SPECIAL PROVISIONS below				E.L. DISEASE - EA EMPLOYEE	\$
						E.L. DISEASE - POLICY LIMIT	\$
B		OTHER Trust Errors & Omissions Directors & Officers	35D000139-15	02/12/2007	02/12/2010	\$10,000,000 Limit per Loss \$10,000,000 Annual Aggregate \$5,000,000 Retention	

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS

CERTIFICATE HOLDER

Oklahoma State Treasurer
Unclaimed Property Program
4545 North Lincoln, Suite 106
Oklahoma City, OK 73105

CANCELLATION

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AUTHORIZED REPRESENTATIVE
Kellie Jones/KELLIE

CFR, Inc.
by *Kellie Jones*

IMPORTANT

If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

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DISCLAIMER

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APPENDIX A

**STATEMENT OF CHARGES
CUSTODY, ACCOUNTING, AND BROKERAGE
SERVICES FOR UNCLAIMED SECURITIES**

The Statement of Charges for Custody, Accounting, and Brokerage Services represents the offeror's fee schedule. Please complete each line on the Statement of Charges, as it relates to the objectives of the RFP. This is a requirement. Any charge for services not addressed in the Statement of Charges will not be allowed in the course of the Contract.

Statement of Fees to be Charged:	<u>FEE RATE</u>	<u>UNIT PRICE</u>
Basic Administration Fee (DTC Eligible Issues Held, Per Year)	<u>\$25.00</u>	_____
Basic Administration Fee (Physical Issues Held, Per Year)	<u>\$35.00</u>	_____
Basic Administration Fee (Fed Eligible Issues Held, Per Year)	<u>\$25.00</u>	_____
Administration Fee – per transfer (DTC): In	<u>\$10.00</u>	_____
Administration Fee – per transfer (DTC): Out	<u>\$15.00</u>	_____
Administration Fee – per transfer other (Physical): In....	<u>\$35.00</u>	_____
Administration Fee – per transfer other (Physical): Out.	<u>\$35.00</u>	_____
Administration Fee – per transfer other (Fed): In.....	<u>\$10.00</u>	_____
Administration Fee – per transfer other (Fed): Out.....	<u>\$15.00</u>	_____
Administration Fee – per item (DRS/Book Share)	<u>\$15.00</u>	_____
Research Fees: Per Cusip, Per Event – includes worthless Securities	<u>\$20.00</u>	_____
Report Fees: Per Month.....	<u>INCLUDED</u>	_____
Sale of Securities – Commissions: Per Share.....	<u>\$0.05</u>	_____
Sale of DRS/Book Shares – Handling: Per item	<u>\$15.00</u>	_____
Sale of Securities: DTC, Per Trade Settled.....	<u>\$10.00</u>	_____
Sale of Securities: Physical, Per Trade Settled.....	<u>\$35.00</u>	_____
Sale of Securities: Fed, Per Trade Settled.....	<u>\$10.00</u>	_____
Other: Corporate Actions – DTC	<u>\$20.00</u>	_____
Other: Corporate Actions – Physical	<u>\$40.00</u>	_____
Other: DRS/Book Share Income Processing (per item)	<u>\$10.00</u>	_____

CUSTODY ACCOUNT AGREEMENT

This Custody Account Agreement is entered into this first day of November, 2005 by and between the *Treasurer of the State of Oklahoma* (hereinafter known as "Principal") and Bank of Oklahoma, N.A. (hereinafter known as "Custodian"). For purposes of the records of the Custodian, this Account shall be named the "State of Oklahoma Unclaimed Property Account."

ARTICLE I

1. Principal has delivered or will cause to be delivered to Custodian those assets described on the attached Schedule A. Principal may hereafter and from time to time deliver or assign to Custodian other assets subject to acceptance by Custodian.

2. Custodian will render custodial supervision over all properties delivered to it pursuant to this agreement. Custodian, upon direction from Principal or any Authorized Person as described herein, will place orders for the purchase or sale of securities, provided Custodian is assured sufficient funds are available to this Custody Account to timely complete such purchases. All purchases and sales of securities on behalf of the Custody Account shall be settled on a delivery versus payment basis and the Custodian shall retain custody of all Custody Account assets.

3. Principal shall provide Custodian instructions which indicate the person or persons authorized (an "Authorized Person") on behalf of Principal to direct Custodian with respect to actions directed to or affecting assets held under this Agreement. Custodian may conclusively rely upon any instructions of such Authorized Person which they reasonably believe to be genuine, correct and to be signed, sent, or made by an Authorized Person, until instructions revoking the authority of such person are received. Any direction, instruction or authorization which the Principal is authorized or required to make pursuant to this Agreement, including but not limited to the designation of an Authorized Person, will be deemed effective upon the Custodian receiving, in writing, directions which the Custodian reasonably believes have been executed by an Authorized Party.

ARTICLE II

1. Custodian shall be under no obligation to review the assets of this Custody Account or to make recommendations to Principal as to their retention, purchase, sale, or exchange unless provided for in a separate written agreement between the parties. Custodian shall endeavor to deliver to Principal any information and election forms with regard to Stock Dividends, Rights to Subscribe, Plans for Reorganization, or Offers to Purchase or Exchange, but Custodian will take action on such matters only at the direction of the Principal.

2. Custodian shall not be required to furnish Principal notification of securities transactions which comply with Part 12 of the Code of Federal Regulations (12 CFR 12) as amended from time to time. In lieu of such 12 CFR 12 notification, the Principal shall receive securities transaction advices directly from the registered broker executing such transaction or from the Custodian in the format then in general use by the Custodian. Principal acknowledges it may, at any time, require Custodian to provide notification pursuant to 12CFR 12 at no additional cost to the Principal.

3. Principal acknowledges it has certain rights under Rule 14b-1(c) of the Securities and Exchange Commission and/or under the Shareholder Communications Improvement Act of 1990 and

instructs Custodian to not release the name and address of the Principal to any party requesting such information.

ARTICLE III

1. Custodian shall safekeep all assets; collect income and the proceeds of sales, maturities, and redemptions; distribute net income and principal (in cash or in kind) as directed by Principal; and provide Principal with periodic accounting statements.

2. Custodian shall not retain funds in an uninvested form and, in the absence of alternative direction from Principal, shall invest such balances in the American Performance Cash Management Fund, a registered investment company for which the Custodian serves as investment adviser and administrator. Principal acknowledges (i) receipt of a current prospectus of the American Performance Cash Management Fund and (ii) that Custodian and/or its affiliate receives a fee for services rendered to the American Performance Cash Management Fund.

ARTICLE IV

1. Custodian will not be liable for loss arising from any action taken in good faith pursuant to any communication it reasonably believes to be from the Principal or its duly appointed representative regardless of the form of communication. Without limiting the generality of the foregoing, communications may be by personal or telephonic conversation, by letter, by electronic transmission (facsimile), or other reasonable means. Principal may, from time to time, designate individuals and procedures by which directions are given to Custodian. Custodian is not to be accountable for errors of judgment, but only for its willful negligence, default or misuse. Custodian and Principal agree any provision of the agreement which is a limitation of Custodian's liability shall be enforceable only to the extent permitted by Oklahoma Law.

2. Custodian shall not be responsible for the preparation of income tax returns nor for any other tax returns nor for payment of taxes.

3. All securities subject to this Agreement may be held in the name of the Custodian's nominee, but Custodian shall be liable for any actions or failure to act by Custodian's nominee to the same extent that the Custodian itself is liable under the terms of this Agreement.

4. Custodian shall receive for its services an annual fee in accordance with the fee schedule set forth in the attached Exhibit B. Custodian shall calculate fees based on this schedule at each calendar quarter end and submit an invoice for payment to Principal. Principal agrees to promptly remit payment.

5. All questions of law and interpretation involving this Agreement shall be governed and construed in accordance with the laws of the State of Oklahoma. Venue of any action arising under this Agreement shall be in the State and Federal courts located in Oklahoma City, Oklahoma.

6. Any designation of the Custodian or Principal in this Agreement shall include its successor.

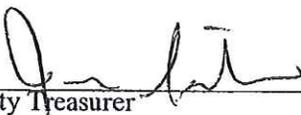
7. The terms of this Custody Account may be amended or modified in writing by the mutual consent of the parties hereto and may be terminated at any time by either party upon thirty (30) days written notice. Upon its termination, and payment of all sums due Custodian, the property held in the account shall be distributed to the Principal.

8. The federal taxpayer identification number of the Principal is 736017987

EXECUTED in Oklahoma City, Oklahoma, this 18th day of October, 2005.

Principal

Oklahoma State Treasurer

By: 
Its Deputy Treasurer

Mailing Address: Unclaimed Property Division
4545 North Lincoln Blvd., Ste 106
Oklahoma City, OK 73105

Facsimile Number: 405.521.4273

Bank of Oklahoma, N.A., Custodian

BANK OF OKLAHOMA, N.A.

By: 
Senior
Its Vice-President

9520 N. May Avenue
Oklahoma City, OK 73120

FAX: (405) 936-3991

COST COMPARE 2008 Final

Statement of Fees to be Charged:	Bank Of Oklahoma	ACS
Basic Administration Fees		
Basic Annual Fee	\$0.00	\$2,500.00
DTC Eligible Issues Held - Per Year	\$25,250	\$54,540
Physical Issues Held - Per Year	\$560	\$864
Fed Eligible Issues Held - Per Year	\$100	\$216
Administration Fee - per transfer		
Transfer In - DTC	\$7,480.00	\$14,960.00
Transfer Out - DTC	\$150.00	\$200.00
Transfer In - Physical	\$2,240.00	\$5,248.00
Transfer Out - Physical	\$29,890.00	\$70,028.00
Transfer In - Fed - Physical	\$40.00	\$328.00
Transfer Out - Fed - Physical	\$0.00	\$0.00
Per Item - DRS/Book Share	\$15,450.00	\$84,460.00
Research Fees		
Per Cusip - Per Event	\$2,440.00	\$0.00
Report Fees		
Per Month	\$0.00	\$0.00
Sale of Securities		
Commissions - Per Share	\$7,766.90	\$9,320.28
DTC - Per Trade Settled	\$3,760.00	\$5,640.00
Physical - Per Trade Settled	\$0.00	\$0.00
Fed Eligible - Per Trade Settled	\$0.00	\$0.00
DRS/BOOK Share - Handling Per Item	\$75.00	\$75.00
DRS/Book Share - Per Item	\$10,300.00	\$15,450.00
Other Fees		
Corporate Actions - DTC	\$3,060.00	\$0.00
Corporate Actions - Physical	\$0.00	\$0.00
Work Bench - Online Statement	\$0.00	\$500.00
DRS/Book Share Income Processing - Per Item	\$0.00	\$0.00
Wire Transfer - Per Wire	No Price Provided	\$72.00
Check Issuance - Per Check	No Price Provided	\$0.00
Mailout of Physical Certificates to Claimants - Per Certificate	No Price Provided	\$0.00
Total	\$108,561.90	\$264,401.28
CHECK FIGURES	\$108,561.90	\$264,401.28

FEES COMPARE

Statement of Fees to be Charged:	Bank Of Oklahoma	ACS
Basic Administration Fees		
Basic Annual Fee	\$0.00	\$2,500.00
DTC Eligible Issues Held - Per Year	\$25.00 ✓	\$54
Physical Issues Held - Per Year	\$35.00 ✓	\$54
Fed Eligible Issues Held - Per Year	\$25.00 ✓	\$54
Administration Fee - per transfer		
Transfer In - DTC	\$10.00 ✓	\$20.00
Transfer Out - DTC	\$15.00 ✓	\$20.00
Transfer In - Physical	\$35.00 ✓	\$82.00
Transfer Out - Physical	\$35.00 ✓	\$82.00
Transfer In - Fed - Physical	\$10.00 ✓	\$82.00
Transfer Out - Fed - Physical	\$15.00 ✓	\$82.00
Per Item - DRS/Book Share	\$15.00 ✓	\$82.00
Research Fees		
Per Cusip - Per Event	\$20.00 ✓	\$0.00
Report Fees		
Per Month	\$0.00 ✓	\$0.00
Sale of Securities		
Commissions - Per Share	\$0.05 ✓	\$0.06
DTC - Per Trade Settled	\$10.00 ✓	\$15.00
Physical - Per Trade Settled	\$35.00 ✓	\$15.00
Fed Eligible - Per Trade Settled	\$10.00 ✓	\$15.00
DRS/Book Share - Handling Per Item	\$15.00 ✓	\$15.00
DRS/Book Share Per Item	\$10.00 ✓	\$15.00
Other Fees		
Corporate Actions - DTC	\$20.00 ✓	\$0.00
Corporate Actions - Physical	\$40.00 ✓	\$0.00
Work Bench - Online Statement	\$0.00	\$500.00
DRS/Book Share Income Processing - Per Item	\$10.00	Not Provided
Wire Transfer - Per Wire	Not Provided	\$12.00
Check Issuance - Per Check	Not Provided	\$12.00
Mailout of Physical Certificates to Claimants - Per Certificate	Not Provided	\$6.00
CHECK FIGURES	\$390.05	\$3,717.06

COST BREAKDOWN

Statement of Fees to be Charged:	ACS	Transactions	Cost
Basic Administration Fees			
Basic Annual Fee	\$2,500.00 ✓	1	\$2,500.00
DTC Eligible Issues Held - Per Year	54 ✓	1,010	\$54,540.00
Physical Issues Held - Per Year	54 ✓	16	\$864.00
Fed Eligible Issues Held - Per Year	54 ✓	4	\$216.00
Administration Fee - per transfer			
Transfer In - DTC	\$20.00 ✓	748	\$14,960.00
Transfer Out - DTC	\$20.00 ✓	10	\$200.00
Transfer In - Physical	\$82.00 ✓	64	\$5,248.00
Transfer Out - Physical	\$82.00 ✓	854	\$70,028.00
Transfer In - Fed - Physical	\$82.00 ✓	4	\$328.00
Transfer Out - Fed - Physical	\$82.00 ✓	0	\$0.00
Per Item - DRS/Book Share	\$82.00 ✓	1030	\$84,460.00
Research Fees			
Per Cusip - Per Event	\$0.00 ✓	122	\$0.00
Report Fees			
Per Month	\$0.00 ✓	0	\$0.00
Sale of Securities			\$0.00
Commissions - Per Share	\$0.06 ✓	155338	\$9,320.28
DTC - Per Trade Settled	\$15.00 ✓	376	\$5,640.00
Physical - Per Trade Settled	\$15.00 ✓	0	\$0.00
DRS/BOOK SHARE HANDLING PER ITEM	\$15.00 ✓	5	\$75.00
Fed Eligible - Per Trade Settled	\$15.00 ✓	0	\$0.00
DRS/Book Share - Per Item	\$15.00 ✓	1030	\$15,450.00
Other Fees			
Corporate Actions - DTC	\$0.00	153	\$0.00
Corporate Actions - Physical	\$0.00	0	\$0.00
Work Bench - Online Statement	\$500.00 ✓	1	\$500.00
DRS/Book Share Income Processing - Per Item	Not Provided	0	\$0.00
Wire Transfer - Per Wire	\$12.00 ✓	6	\$72.00
Check Issuance - Per Check	\$12.00 ✓	0	\$0.00
Mailout of Physical Certificates to Claimants - Per Certificate	\$6.00 ✓	0	\$0.00
Total			\$264,401.28
CHECK FIGURES	\$3,717.06	160772	

COST BREAKDOWN

Statement of Fees to be Charged:	Bank Of Oklahoma	Transactions	Cost
Basic Administration Fees			
Basic Annual Fee	\$0.00	1	\$0.00
DTC Eligible Issues Held - Per Year	\$25.00	1,010	\$25,250.00
Physical Issues Held - Per Year	\$35.00	16	\$560.00
Fed Eligible Issues Held - Per Year	\$25.00	4	\$100.00
Administration Fee - per transfer			
Transfer In - DTC	\$10.00	748	\$7,480.00
Transfer Out - DTC	\$15.00	10	\$150.00
Transfer In - Physical	\$35.00	64	\$2,240.00
Transfer Out - Physical	\$35.00	854	\$29,890.00
Transfer In - Fed - Physical	\$10.00	4	\$40.00
Transfer Out - Fed - Physical	\$15.00	0	\$0.00
Per Item - DRS/Book Share	\$15.00	1,030	\$15,450.00
Research Fees			
Per Cusip - Per Event	\$20.00	122	\$2,440.00
Report Fees			
Per Month	\$0.00	0	\$0.00
Sale of Securities			
Commissions - Per Share	\$0.05	155,338	\$7,766.90
DTC - Per Trade Settled	\$10.00	376	\$3,760.00
Physical - Per Trade Settled	\$35.00	0	\$0.00
Fed Eligible - Per Trade Settled	\$10.00	0	\$0.00
DRS/BOOK Share - Handling Per Item	\$15.00	5	\$75.00
DRS/Book Share - Per Item	\$10.00	1,030	\$10,300.00
Other Fees			
Corporate Actions - DTC	\$20.00	153	\$3,060.00
Corporate Actions - Physical	\$40.00	0	\$0.00
Work Bench - Online Statement	\$0.00	0	\$0.00
DRS/BOOK SHARE INCOME PROCESSING-PER ITEM	No Price Provided	6	\$0.00
Wire Transfer - Per Wire	No Price Provided	0	No Price Provided
Check Issuance - Per Check	No Price Provided	0	No Price Provided
Mailout of Physical Certificates to Claimants - Per Certificate	No Price Provided	0	No Price Provided
Total			\$108,561.90

CHECK FIGURES	\$390.05	160772
CHECK FIGURES	\$0.00	0