

Oklahoma Banking Department



Annual Report 2009

Banking Department

Annual Report

Fiscal Year Ending June 30, 2009



Mick Thompson
Commissioner

On the Cover:

As one of the first agencies to participate in the Art in Public Places program, the Oklahoma State Banking Department commissioned internationally-recognized artist Enoch Kelly Haney to create the bronze sculpture titled *The Circle of Life*. This sculpture – which is simultaneously massive and elegant – is reminiscent of the image on an Indian Head Nickel.

Haney is well-known for his many pieces of artwork that grace the Oklahoma State Capitol, particularly *The Guardian*, the 22-foot bronze sculpture atop the Capitol dome. In addition to Haney's impressive art career which spans over 40 years, he has also been a successful politician serving as a State Representative from 1980 to 1986 and a State Senator from 1986 to 2002. Today Haney serves as the Principal Chief of the Seminole Nation of Oklahoma.

Special Thanks to:

Deron Brubaker, Rhonda Bruno, Dudley Gilbert, Sherbie Kiffin, Ilene Martzen, Debbie Moore, Angela Morris, Regina Rainey, Tony Reel, Diane Ries, and Terry Slagle of the State Banking Department for the preparation and submission of the material used in this report and other contributions to the process of creating a finished product.



Kelly Haney supervised the installation of the
"Circle of Life" sculpture at the State Banking Department.

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MICK THOMPSON
BANK COMMISSIONER



BRAD HENRY
GOVERNOR

STATE OF OKLAHOMA
STATE BANKING DEPARTMENT

November 30, 2009

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

Dear Governor Henry:

Pursuant to Title 6 O.S., Section 212 of the Oklahoma Banking Code and Rules and Regulations, I am pleased to submit the State Banking Department's 2009 Annual Report. This report contains information on the financial institutions the Department regulates as well as an update on the agency's budget and regulatory activities during the past year.

The State Banking Department is charged with regulating all state chartered banks, credit unions, savings and loan associations, trust companies, money order companies, money transmission licensees and for-profit cemeteries in the State of Oklahoma. The total assets regulated by the State Banking Department are approximately \$35.5 billion.

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

Sincerely,

A handwritten signature in dark ink, reading "Mick Thompson". The signature is written in a cursive style with a large, sweeping flourish at the end.

Mick Thompson
Commissioner

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Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Money Transmission

Cemeteries

OKLAHOMA STATE BANKING DEPARTMENT

Mission

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

How Mission is Accomplished

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

- To strengthen the examination program by improving examination methods and procedures and by improving research and development to stay abreast of changes within the financial industry;
- To improve training programs for Department personnel by more efficient utilization of funds and resources, enhancement of internal training programs, and early detection and identification of external schools and seminars to be attended;
- To improve communication among bank management, regulatory agencies, public entities, and the general public;
- To acquire and maintain the required physical and human resources to allow more efficient and consistent operation; and
- To improve the work environment, benefits, and morale of Department personnel in order to enhance staff motivation and satisfaction, improve productivity, and reduce turnover.

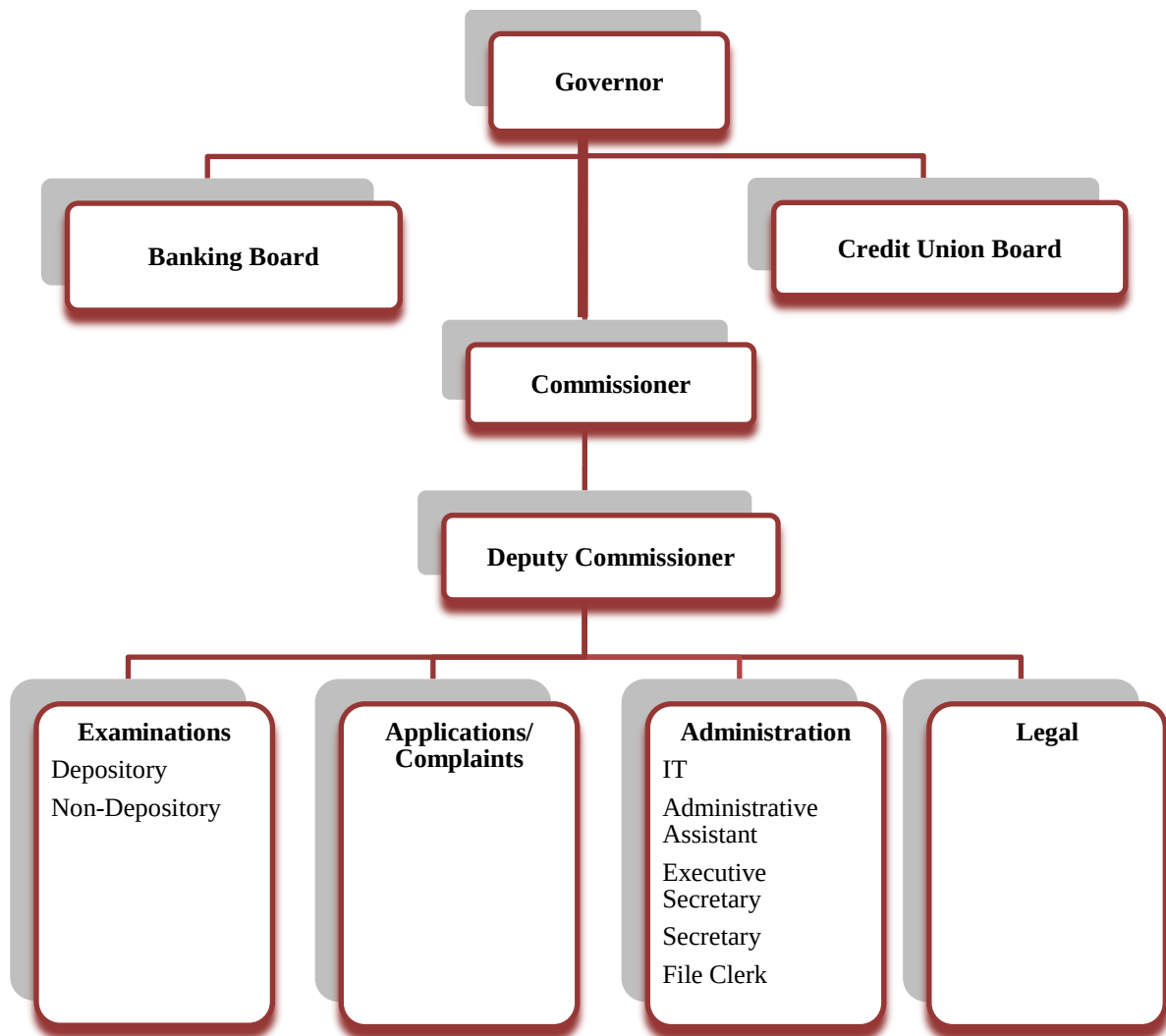
How Mission is Measured

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

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

With respect to its supervision of money order companies and money transmitters, the Department supervises such institutions to assure they maintain adequate security (such as a surety bond) and net worth. The Department's supervision is directed at consumer protection and making sure that only those companies with sound business operations may conduct business in Oklahoma.

Oklahoma State Banking Department Organizational Chart



DEPARTMENT PERSONNEL

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

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

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

Ilene Martzen	Examiner
Trisha Parham	Examiner
Michael Truitt	Examiner
Morris Wilson	Examiner
Gwen Wright	Examiner

THE FIRST REGULAR SESSION OF THE 52ND OKLAHOMA LEGISLATURE

HB 1618 (Sullivan of the House and Jolly and Ivester of the Senate) – Effective July 1, 2009

- Changes the main office address of the Banking Department to 2900 N. Lincoln Boulevard.
- Reduces the fee for companies that must file a Registration Statement but limit their bank and trust-related activities to only ATM operations. The fee is lowered from a flat fee of \$500 to \$50 per machine (with a cap of \$500).
- Makes state law consistent with federal law by allowing preferred stock to be noncumulative in order to qualify for tier one bank capital.
- Eliminates the references to “corporate” or “rural” cemeteries in the Oklahoma Perpetual Care Fund Act because those terms are not defined.
- Clarifies the following Banking Department interpretations: (1) that cemeteries must deposit in trust an amount sufficient to pay for delivery charges; and (2) that cemeteries must calculate the amount deposited in trust based on the full wholesale cost and not a discounted cost of the cemetery merchandise.
- Requires a cemetery under the Banking Department’s jurisdiction to get approval of the Department before it conveys the cemetery (and prepaid obligations) to a new owner. This will assist the potential purchaser by allowing the Banking Department to assure the trust funds are fully funded or a surety bond is available before the transfer. It will allow the potential purchaser to understand the liabilities and obligations associated with owning the cemetery.
- Requires a cemetery to deposit money in trust or have a surety bond available if it sells (prepaid) services of opening and/or closing a burial space. That type of service can often cost several hundred dollars and depositing a portion of the money in trust or maintaining a surety bond will protect the consumer.
- Requires a 90-day notice to the Banking Department before a surety bond held under the Cemetery Merchandise Trust Act may be cancelled. It also clarifies that the surety remains responsible, after cancellation, for obligations arising during the term of the bond.

COMPARATIVE STATEMENT OF EXPENDITURES AND RECEIPTS

EXPENDITURES	FY-09	FY-08
Personal Services	\$4,189,186	\$3,914,941
Professional Services	29,327	14,944
Travel	367,780	403,614
Equipment	198,866	35,242
Other Operating Expenses	284,595	221,613
Capital Expenditures	998,100	1,341,579
TOTAL	\$6,067,854	\$5,931,933

RECEIPTS	FY-09	FY-08
Assessments Deposited into GRF	\$600,267	\$555,473
Fees Deposited into the Banking Department's Revolving Funds		
- Bank and Trust Fees	5,273,902	5,151,718
- Trust Companies	144,969	158,436
- Credit Unions	591,346	537,923
- Savings and Loan Associations	1,760	6,639
- Money Order Companies	28,370	30,780
- Money Transmitter Companies	169,750	302,800
- Cemeteries	60,950	57,850
- Misc. Fees	1,472	571
TOTAL ASSESSMENTS & FEES	\$6,872,786	\$6,802,190

INSTITUTIONS SUPERVISED

As of June 30, 2009

Types of Institutions	Number	Examinations Performed 7/1/2008 to 6/30/2009
Commercial Banks*	174	67
Bank Trust Departments		
- Active	22	8
- Inactive**	11	N/A
Savings and Loans	2	1
Trust Companies	9	8
Credit Unions	22	17
Money Order Companies #	19	19
Money Transmitter Companies ##	32	29
Perpetual Care Cemeteries	43	27
Cemetery Merchandise Permittees***	24	20
Total	357	195

*Commercial banks: 55 were independent exams and 12 joint with FDIC or Federal Reserve.

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

***All cemeteries have perpetual care funds established, but not all cemeteries are cemetery merchandise permittees. A total of 18 perpetual care examinations occurred and of that total 14 were also cemetery merchandise permittees.

Money Order Companies submit audited financial statements at the time their license is renewed. The statements are reviewed internally along with other documentation that is required by statute at the time.

Money Transmitter licensees are examined annually upon renewal of their license. The Banking Department reviews each licensee for purposes of financial safety and soundness. The Banking Department has entered into agreements with the Oklahoma Bureau of Narcotics and Dangerous Drugs Control to conduct investigations of agent locations for purposes of criminal conduct.

At the Foundry



The Bronze Horse



above: Kelly Haney works on the cast of the "Circle of Life" sculpture.



Pawhuska,
Oklahoma



Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Money Transmission

Cemeteries

BANKING BOARD

Mick Thompson



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

David Burrage



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

Chris Conn



Executive Vice President
The F&M Bank & Trust Company
Tulsa
(Term expires June 1, 2015)

Gordon Greer



Vice Chairman
BancFirst
Tulsa
(Term expires June 1, 2011)

Bradley Krieger



EVP – Regional Manager
Arvest Bank
Oklahoma City
(Term expires June 1, 2014)

Bob Newcomb



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

Bob Weaver



Lay Member
Shawnee
(Term expires June 1, 2012)

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

As of December 31, 2008

Number of Banks – 174

ASSETS	Thousands of Dollars
Cash and Due from Banks	1,688,349
Securities	5,666,146
Federal Funds Sold	619,755
Loans – Net of Reserve	21,439,834
Bank Premises – F&F	717,754
Other Real Estate Owned	129,056
Intangible Assets	251,789
Other Assets	834,445
TOTAL ASSETS	31,347,128

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	5,036,804
Interest-bearing Accounts	20,807,490
TOTAL DEPOSITS	25,844,294
Federal Funds Purchased	737,723
Other Borrowed Money	1,424,172
Subordinated Notes and Debentures	19,250
Other Liabilities	191,964
TOTAL LIABILITIES	28,217,403

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	23,725
Common Stock	136,137
Surplus	1,141,371
Undivided Profits	1,828,492
TOTAL EQUITY CAPITAL	3,129,725
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	31,347,128

	12-31-2008	12-31-2007	12-31-2006
Percentage of Total Capital to Total Assets	9.98%	9.88%	9.83%
Percentage of Total Capital to Total Deposits	12.11%	11.96%	11.76%
Percentage of Total Loans to Total Deposits	82.96%	80.51%	78.59%
Percentage of Cash Reserve to Total Deposits	6.53%	4.78%	5.85%

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

As of June 30, 2009

Number of Banks – 174

ASSETS	Thousands of Dollars
Cash and Due from Banks	2,457,811
Securities	5,202,009
Federal Funds Sold	544,280
Loans – Net of Reserve	21,926,515
Bank Premises – F&F	721,115
Other Real Estate Owned	155,433
Intangible Assets	248,479
Other Assets	811,274
TOTAL ASSETS	32,066,916

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	5,021,877
Interest-bearing Accounts	21,913,504
TOTAL DEPOSITS	26,935,381
Federal Funds Purchased	523,145
Other Borrowed Money	1,187,290
Subordinated Notes and Debentures	19,250
Other Liabilities	201,489
TOTAL LIABILITIES	28,866,555

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	22,000
Common Stock	134,587
Surplus	1,204,726
Undivided Profits	1,838,318
Noncontrolling Interests in Consol. Subs.	730
TOTAL EQUITY CAPITAL	3,200,361
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	32,066,916

	6-30-2009	6-30-2008	6-30-2007
Percentage of Total Capital to Total Assets	9.98%	9.75%	9.93%
Percentage of Total Capital to Total Deposits	11.88%	11.75%	11.85%
Percentage of Total Loans to Total Deposits	81.40%	80.77%	78.24%
Percentage of Cash Reserve to Total Deposits	9.12%	5.34%	5.20%

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

Selected Performance and Condition Ratios

	12-31-2008	6-30-2008	12-31-2007	6-30-2007	12-31-2006	6-30-2006
Number of Banks Reporting	174	177	177	177	180	184
Unprofitable Banks	9.20%	6.18%	5.65%	2.82%	5.00%	3.26%
Banks with Earnings Gains	50.57%	55.62%	60.45%	58.76%	62.78%	67.93%
Yield on Earning Assets	6.45%	6.65%	7.58%	7.58%	7.39%	7.12%
Net Interest Margin	4.19%	4.16%	4.44%	4.45%	4.61%	4.58%
Noninterest Inc./Earning Assets	1.18%	1.20%	1.23%	1.17%	1.17%	1.16%
Noninterest Exp./Earning Assets	3.52%	3.49%	3.56%	3.50%	3.60%	3.54%
Net Operating Income to Assets	1.08%	1.21%	1.37%	1.53%	1.45%	1.49%
Cash Dividends to Net Income	65.63%	59.21%	64.16%	62.57%	63.92%	69.18%
Return on Assets (ROA)	1.09%	1.26%	1.38%	1.52%	1.43%	1.48%
Return on Equity (ROE)	10.96%	12.67%	14.04%	15.44%	14.63%	15.33%
Loan Loss Reserve to Loans	1.23%	1.18%	1.14%	1.18%	1.16%	1.17%
Noncurrent Loans to Loans	1.52%	1.44%	1.30%	0.97%	0.83%	0.76%
Core Capital (Leverage) Ratio	9.21%	9.31%	9.50%	9.53%	9.50%	9.46%
Tier 1 Risk-Based Capital Ratio	11.80%	12.10%	12.26%	12.66%	12.61%	12.55%
Total Risk-Based Capital Ratio	12.89%	13.24%	13.26%	13.71%	13.68%	13.60%

The Delivery



SUMMARY OF CHANGES OKLAHOMA STATE CHARTERED BANKS July 1, 2008 through June 30, 2009

TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2008		178
Add:		
	NEW BANK CHARTERS	0
	CONVERSIONS TO STATE BANKS	0
Less:		
	CONVERSIONS TO NATIONAL BANKS	0
	MERGERS	
	- State Banks merged into Other State Banks	4
	- State Banks merged into National Banks	0
	-State Banks merged into Federal Savings Banks	0
TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2009		174

APPLICATIONS APPROVED BY THE STATE BANKING BOARD July 1, 2008 through June 30, 2009

NEW BANK CHARTERS

1. InVest Community Bank, Edmond, Oklahoma; approval date October 15, 2008.
2. First Oklahoma Bank, Tulsa, Oklahoma; approval date June 17, 2009.

CONVERSIONS FROM NATIONAL BANKS TO STATE BANKS

None

MERGERS

1. NBanC, Tulsa, Oklahoma; merger with and into NBanC, Oklahoma City, Oklahoma; approval date July 29, 2008.
2. The Bank of Commerce, Wetumka, Oklahoma; merger with and into Citizens Security Bank & Trust Company, Bixby, Oklahoma; approval date August 22, 2008.

3. The First State Bank, Ketchum, Oklahoma; merger with and into First Bank & Trust Company, Wagoner, Oklahoma; approval date November 7, 2008.
4. Community Bank and Trust Company, Tulsa, Oklahoma; merger with and into ONB Bank and Trust Company, Tulsa, Oklahoma; approval date November 19, 2008.

ACQUIRED BRANCHES

1. Citizens Security Bank & Trust Company, Bixby, Oklahoma; acquired branch at 601 South Main Street, Wetumka, Oklahoma; approval date August 22, 2008.
2. First Bank & Trust Company, Wagoner, Oklahoma; acquired branch at 110 West Ketchum Avenue, Ketchum, Oklahoma; approval date November 7, 2008.

APPLICATIONS APPROVED BY THE BANK COMMISSIONER July 1, 2008 through June 30, 2009

DE NOVO BRANCHES

1. Farmers & Merchants Bank, Crescent, Oklahoma; branch at 121 East Waterloo, Edmond, Oklahoma; approval date July 11, 2008.
2. Regent Bank, Nowata, Oklahoma; branch at 7136 South Yale, Tulsa, Oklahoma; approval date August 1, 2008.
3. Citizens State Bank, Morrison, Oklahoma; branch at 525 South Jardot, Stillwater, Oklahoma; approval date August 28, 2008.
4. NBanC, Tulsa, Oklahoma; branch at 7127 South Riverside Drive, Tulsa, Oklahoma; approval date July 29, 2008.
5. Century Bank of Oklahoma, Pryor, Oklahoma; branch at 5707 East 71st Street, Tulsa, Oklahoma; approval date September 4, 2008.
6. Oklahoma State Bank, Vinita, Oklahoma; branch at ¼ mile south of southwest corner of Highway 82 and Highway 125, Afton, Oklahoma; approval date September 25, 2008.
7. First United Bank and Trust Company, Durant, Oklahoma; branch at 2000 West Grant Avenue, Pauls Valley, Oklahoma; approval date September 25, 2008.
8. Stockmans Bank, Altus, Oklahoma; branch at 107 South 4th Street, Eldorado, Oklahoma; approval date October 24, 2008.

9. Wilburton State Bank, Wilburton, Oklahoma; branch at 741 Highway 2 North, Wilburton, Oklahoma; approval date March 4, 2009.
10. The Bankers Bank, Oklahoma City, Oklahoma; branch at 1700 Redbud Blvd., Suite 310, McKinney, Texas; approval date February 20, 2009.
11. First Commercial Bank, Edmond, Oklahoma; branch at 900 36th Avenue NW, Suite 102, Norman, Oklahoma; approval date March 19, 2009.
12. RCB Bank, Claremore, Oklahoma; branch at 1500 South Lynn Riggs Blvd., Claremore, Oklahoma; approval date May 20, 2009.
13. First Commercial Bank, Edmond, Oklahoma; branch at 115 North Tejon, Colorado Springs, Colorado; approval date May 22, 2009.
14. American Bank of Oklahoma, Collinsville, Oklahoma; branch at 2401 East Chandler Road, Muskogee, Oklahoma; approval date June 18, 2009.

MAIN OFFICE RELOCATIONS

1. NBanC, Tulsa, Oklahoma; from 7127 South Riverside Drive, Tulsa, Oklahoma to 13401 North Pennsylvania, Oklahoma City, Oklahoma; approval date July 29, 2008.
2. Security Bank, Pawnee, Oklahoma; from 551 Harrison Street, Pawnee, Oklahoma to 10727 East 51st Street, Tulsa, Oklahoma; approval date September 8, 2008.
3. The Citizens State Bank, Okemah, Oklahoma; from 323 West Broadway to 402 West Broadway, Okemah, Oklahoma; approval date October 24, 2008.
4. First State Bank, Picher, Oklahoma; from 301 South Connel, Picher, Oklahoma to 101 N. Mickey Mantle Blvd., Commerce, Oklahoma; approval date June 15, 2009.

BRANCH RELOCATIONS

1. First United Bank and Trust Company, Durant, Oklahoma; from 146 West McCart to 960 West McCart, Krum, Texas; approval date August 4, 2008.
2. Security Bank, Pawnee, Oklahoma; from 10727 East 51st Street, Tulsa, Oklahoma to 551 Harrison Street, Pawnee, Oklahoma; approval date September 8, 2008.
3. Citizens Security Bank & Trust Company, Bixby, Oklahoma; from 224 N. Sixth Street to 221 S. Elm, Jenks, Oklahoma; approval date November 7, 2008.
4. Valliance Bank, Oklahoma City, Oklahoma; from 702 Wall Street to 704 Wall Street, Norman, Oklahoma; approval date May 20, 2009.

BRANCH PURCHASE AND ASSUMPTIONS

1. Armstrong Bank, Muskogee, Oklahoma; purchase and assumption of Dewey branch of Home National Bank, Blackwell, Oklahoma; approval date September 25, 2008.
2. Armstrong Bank, Muskogee, Oklahoma; purchase and assumption of Pawnee branch of Security Bank, Pawnee, Oklahoma; approval date November 7, 2008.

ACQUIRED BRANCHES

1. Armstrong Bank, Muskogee, Oklahoma; acquired branch at 825 North Osage, Dewey, Oklahoma; approval date September 25, 2008.
2. Armstrong Bank, Muskogee, Oklahoma; acquired branch at 551 Harrison Street, Pawnee, Oklahoma; approval date November 7, 2008.

OPERATING SUBSIDIARIES

1. Union Bank, Oklahoma City, Oklahoma; located at 455 Elm Street, Graham, Texas (OBS Loan Investment I); approval date July 23, 2008.
2. InterBank, Elk City, Oklahoma; located at 455 Elm Street, Graham, Texas (OBS Loan Investment II); approval date July 23, 2008.
3. Spiro State Bank, Spiro, Oklahoma; located at 1008 West Broadway, Spiro, Oklahoma (SSB Minerals, LLC); approval date October 1, 2008.
4. Union Bank, Oklahoma City, Oklahoma; located at 4921 North May, Oklahoma City, Oklahoma (Real Estate Holdings, LLC); approval date December 18, 2008.
5. Legacy Bank, Hinton, Oklahoma; located at 101 West Main, Hinton, Oklahoma (Legacy Insurance Agency, LLC); approval date March 19, 2009.
6. Bank of Cordell, Cordell, Oklahoma; located at 808 North Glenn English, Cordell, Oklahoma (Rocky Investments, Inc.); approval date March 26, 2009.
7. Summit Bank, Tulsa, Oklahoma; located at 5314 South Yale, Tulsa, Oklahoma (South Yale Holdings, Inc.); approval date March 26, 2009.

LOAN PRODUCTION/DEPOSIT PRODUCTION OFFICES

1. Farmers & Merchants Bank, Crescent, Oklahoma; office at 1733 West 33rd Street, Suite A & B, Edmond, Oklahoma; approval date October 13, 2008.
2. First Commercial Bank, Edmond, Oklahoma; office at 115 North Tejon Street, Unit 117, Colorado Springs, Colorado; approval date November 18, 2008.

3. First Commercial Bank, Edmond, Oklahoma; office at 900 26th Avenue NW, Suite 102, Norman, Oklahoma; approval date December 31, 2008.
4. Exchange Bank and Trust Company, Perry, Oklahoma; office at 1155 Kelly Johnson Blvd, Suite 111, Colorado Springs, Colorado; approval date March 19, 2009.
5. The First State Bank, Canute, Oklahoma; office at 3030 NW Expressway, Suite 1200, Oklahoma City, Oklahoma; approval date May 8, 2009.

NAME CHANGES

1. NBanC, Tulsa, Oklahoma; name change to NBC Oklahoma; approval date July 31, 2008.
2. The Arkansas Valley State Bank, Broken Arrow; name change to AVB Bank; approval date October 24, 2008.



Current and Former State Banking Board Members, left to right: David Burrage, Bob Newcomb, Chris Conn, Loretta Jackson, Commissioner Mick Thompson, Gordon Greer, and Bob Weaver

OKLAHOMA STATE CHARTERED BANKS

June 30, 2009

Number of Banks - 174

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

OKLAHOMA STATE CHARTERED BANKS

June 30, 2009

Number of Banks - 174

C	
Cherokee	▪ ACB Bank ▪ Farmers Exchange Bank
Cheyenne	▪ Security State Bank
Chickasha	▪ Chickasha Bank & Trust Company
Chouteau	▪ Bank of Commerce
Claremore	▪ RCB Bank
Cleo Springs	▪ Cleo State Bank
Cleveland	▪ The Cleveland Bank
Clinton	▪ First Bank and Trust Company ▪ Oklahoma Bank and Trust Company
Collinsville	▪ American Bank of Oklahoma
Commerce	▪ First State Bank
Cordell	▪ Bank of Cordell
Crescent	▪ Farmers & Merchants Bank
Cushing	▪ Bank of Cushing and Trust Company
D	
Duke	▪ Farmers & Merchants Bank
Duncan	▪ Bank of Commerce ▪ First Bank & Trust Co.
Durant	▪ First United Bank and Trust Company
E	
Edmond	▪ The Citizens Bank of Edmond ▪ First Commercial Bank ▪ Kirkpatrick Bank ▪ Prime Bank
El Reno	▪ The Bank of Union
Elk City	▪ Bank of Western Oklahoma ▪ InterBank
Elmore City	▪ First State Bank
Erick	▪ First American Bank
Eufaula	▪ Bank of Eufaula
F	
Fairfax	▪ The First State Bank
Fairland	▪ The First Bank of Fairland
Fort Cobb	▪ Washita Valley Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2009

Number of Banks - 174

F	
Fort Gibson	▪ Fort Gibson State Bank
Freedom	▪ The Freedom State Bank
G	
Glencoe	▪ Glencoe State Bank
Grandfield	▪ First State Bank
Grove	▪ Bank of Grove
	▪ Grand Savings Bank
Guthrie	▪ First Capital Bank
	▪ Oklahoma State Bank
Guymon	▪ Bank of the Panhandle
H	
Hennessey	▪ Community State Bank
Henryetta	▪ American Exchange Bank
Hinton	▪ Legacy Bank
Hopeton	▪ The Hopeton State Bank
Hulbert	▪ Bank of Cherokee County
Hydro	▪ Bank of Hydro
I	
J	
Jones	▪ First State Bank, Jones, Oklahoma
K	
Keyes	▪ The First State Bank
Kremlin	▪ The Bank of Kremlin
L	
Lamont	▪ The State Exchange Bank
Laverne	▪ Bank of Laverne
Lindsay	▪ American Exchange Bank, Lindsay, Oklahoma
Locust Grove	▪ Bank of Locust Grove
M	
Maysville	▪ Farmers and Merchants Bank
Medford	▪ Grant County Bank
Miami	▪ Security Bank and Trust Company
Morris	▪ The Morris State Bank
Morrison	▪ Citizens State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2009

Number of Banks - 174

M		
Muskogee	▪	Armstrong Bank
N		
Noble	▪	First State Bank
Norman	▪	Republic Bank & Trust
Nowata		Regent Bank
O		
Okarche	▪	The First Bank of Okarche
Okeene	▪	State Guaranty Bank
Okemah	▪	The Citizens State Bank
Oklahoma City	▪	All America Bank
	▪	BancFirst
	▪	Bank 7
	▪	Bank 2
	▪	The Bankers Bank
	▪	Canadian State Bank
	▪	Coppermark Bank
	▪	First Enterprise Bank
	▪	First Liberty Bank
	▪	First Security Bank and Trust Company
	▪	Frontier State Bank
	▪	NBC Oklahoma
	▪	Union Bank
	▪	Valliance Bank
Oologah	▪	Lakeside State Bank
Owasso	▪	First Bank of Owasso
P		
Pawhuska	▪	Citizens Bank of Oklahoma
Perkins	▪	The Payne County Bank
Perry	▪	Exchange Bank and Trust Company
	▪	First Bank & Trust Company, Perry, Oklahoma
Pond Creek	▪	The First State Bank
Porter	▪	The First State Bank of Porter
Poteau	▪	The Community State Bank
Pryor	▪	Century Bank of Oklahoma
	▪	First Pryority Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2009

Number of Banks - 174

P		
Purcell	▪	First American Bank
	▪	McClain Bank
Q		
Quapaw	▪	The Bank of Quapaw
Quinton	▪	The Farmers State Bank
R		
Roff	▪	Oklahoma Heritage Bank
Ryan	▪	The First State Bank
	▪	Peoples Bank and Trust Company
S		
Salina	▪	Lakeside Bank of Salina
Sapulpa	▪	American Heritage Bank
Sentinel	▪	Southwest State Bank
Skiatook	▪	The Exchange Bank
Snyder	▪	Bank of the Wichitas
Spencer	▪	Advantage Bank
Spiro	▪	Spiro State Bank
Stilwell	▪	Bank of Commerce
Stonewall	▪	First American Bank
Sulphur	▪	Community Bank of the Arbuckles
T		
Tahlequah	▪	First State Bank
Temple	▪	First State Bank in Temple
Thomas	▪	The Bank of the West
Tulsa	▪	American Bank and Trust Company
	▪	American State Bank
	▪	The F & M Bank & Trust Company
	▪	Freedom Bank of Oklahoma
	▪	Grand Bank
	▪	ONB Bank and Trust Company
	▪	Peoples Bank
	▪	Security Bank
	▪	SpiritBank
	▪	Summit Bank
Tuttle	▪	Sooner State Bank

OKLAHOMA STATE CHARTERED BANKS

June 30, 2009

Number of Banks - 174

U		
V		
Valliant	▪	First State Bank
Verden	▪	The Bank of Verden
Vici	▪	Bank of Vici
Vinita	▪	Oklahoma State Bank
W		
Wagoner	▪	The American Bank
	▪	First Bank & Trust Company
Walters	▪	Walters Bank and Trust Company
Watonga	▪	Cornerstone Bank
	▪	First State Bank
Waynoka	▪	First State Bank
Welch	▪	Welch State Bank of Welch, Okla.
Westville	▪	Peoples Bank
Wewoka	▪	Security State Bank of Wewoka, Oklahoma
Wilburton	▪	Latimer State Bank
	▪	Wilburton State Bank
Woodward	▪	The Stock Exchange Bank
Wyandotte	▪	Bank of Wyandotte
Wynnewood	▪	The State Bank of Wynnewood
X		
Y		
Yukon	▪	First State Bank
Z		

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2009

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

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2009

CITY	BANK	BRANCH LOCATION
D		
Duncan	▪ First Bank & Trust Co.	Ardmore (3), Duncan, Healdton, Norman, Waurika
Durant	▪ First United Bank and Trust Company	Ada (2), Bokchito, Calera, Colbert, Durant (3), Holdenville, Hugo, Madill, Oklahoma City, Pauls Valley, Sapulpa (2), Seminole, Shawnee (2), Tecumseh, Wewoka; Texas branches in Denton (3), Dallas, Krum, McKinney, Sanger
E		
Edmond	▪ First Commercial Bank	Norman, Oklahoma City (4), Colorado branch in Lone Tree
	▪ Kirkpatrick Bank	Edmond (2), Oklahoma City; Colorado branch in Colorado Springs
	▪ The Citizens Bank of Edmond	Edmond (3)
El Reno	▪ The Bank of Union	Union City
Elk City	▪ Bank of Western Oklahoma	Cordell, Geary, Vici, Weatherford, Woodward
	▪ InterBank	Clinton, Hobart, Sayre
F		
Fairfax	▪ The First State Bank	Ralston
G		
Grandfield	▪ First State Bank	Davidson
Grove	▪ Grand Savings Bank	Jay
Guthrie	▪ Oklahoma State Bank	Coyle, Edmond, Mulhall
H		
Hennessey	▪ Community State Bank	Cashion, Dover
Hinton	▪ Legacy Bank	Binger, Blanchard, Duncan (1), Edmond, Elk City, Hammon, Marlow, Newcastle, Oklahoma City, Weatherford
Hulbert	▪ Bank of Cherokee County	Park Hill, Tahlequah
Hydro	▪ Bank of Hydro	Eakly
I		
J		

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2009

CITY	BANK	BRANCH LOCATION
K		
Keyes	▪ The First State Bank	Alva, Boise City, Cordell
Kremlin	▪ The Bank of Kremlin	Drummond, Enid (2), Goltry
L		
M		
Miami	▪ Security Bank and Trust Company	Miami
Morrison	▪ Citizens State Bank	Stillwater
Muskogee	▪ Armstrong Bank	Bartlesville, Checotah, Dewey, Gore, Keys, Muldrow, Muskogee (2), Park Hill, Pawnee, Stilwell, Tahlequah (2), Vian, Wagoner, Warner
N		
Noble	▪ First State Bank	Norman
Norman	▪ Republic Bank & Trust	Norman (2), Oklahoma City
Nowata	▪ Regent Bank	Nowata, South Coffeyville, Tulsa
O		
Okemah	▪ The Citizens State Bank	Paden
Oklahoma City	▪ All America Bank	Mustang
	▪ BancFirst	Ardmore (2), Bartlesville, Blackwell (2), Chattanooga, Coweta, Davenport, Del City, Duncan (3), Frederick (2), Glenpool, Guthrie (2), Harrah, Hobart (2), Hugo, Jenks, Kingfisher (2), Kingston, Konawa, Lawton (4), Lone Wolf, Madill, Marietta (2), Marlow (2), McAlester (2), McLoud, Meeker, Muskogee (3), Nicoma Park (2), Norman (3), Oklahoma City (14), Prague, Sand Springs (2), Seminole (2), Shawnee (3), Stillwater (4), Stratford, Stroud, Sulphur, Tahlequah (3), Tecumseh, Thackerville, Tishomingo, Tulsa (5), Weatherford
	▪ Bank 7	Medford, Woodward
	▪ Canadian State Bank	El Reno, Yukon

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2009

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

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

June 30, 2009

CITY	BANK	BRANCH LOCATION
T		
Tahlequah	▪ First State Bank	Keys
Thomas	▪ The Bank of the West	Clinton, Leedey, Oklahoma City
Tulsa	▪ American Bank and Trust Company	Tulsa
	▪ The F & M Bank & Trust Company	Owasso, Tulsa (6); Texas branch in Dallas
	▪ Grand Bank	Bixby, Claremore
	▪ ONB Bank and Trust Company	Edmond, Owasso, Sapulpa, Stillwater, Tulsa (3)
	▪ Peoples Bank	Tulsa
	▪ SpiritBank	Bristow, Cushing, Depew, Drumright, Edmond (2), Oilton, Oklahoma City, Sapulpa, Stillwater, Stroud, Tulsa (4)
Tuttle	▪ Sooner State Bank	Konawa, Newcastle, The Village
U		
V		
Vinita	▪ Oklahoma State Bank	Langley
W		
Wagoner	▪ First Bank & Trust Company	Disney, Ketchum, Luther
Watonga	▪ Cornerstone Bank	Geary, Mustang, Watonga
Welch	▪ Welch State Bank of Welch, Okla.	Miami
Westville	▪ Peoples Bank	Arkansas branch in West Siloam Springs
Woodward	▪ The Stock Exchange Bank	Woodward (2)
X		
Y		
Z		

The Dedication

April 8,
2009



Lt. Governor Jari Askins and Chief Kelly Haney spoke during the State Banking Department's Open House and Sculpture Dedication on April 8, 2009.

Department
Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Money Transmission

Cemeteries

CREDIT UNION BOARD

Mick Thompson



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

Floyd Atha



President/CEO
Oklahoma Educators Credit Union
Oklahoma City
(Term expires October 1, 2013)

Agnes Berkenbile



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

Richard Forshee



Attorney
Williams, Box, Forshee & Bullard
Oklahoma City
(Term expires October 11, 2012)

Leslie Rector



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

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

As of December 31, 2008

Number of Credit Unions – 24
Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	229,596
Total Loans	2,043,378
Loans Held for Sale	857
<i>Less: Allowance for Loan Losses</i>	(17,532)
Total Investments (Market Value, AFS only)	1,087,265
Land & Building (Net of Depreciation)	83,328
Other Fixed Assets	11,824
Other Real Estate Owned	5,856
Share Insurance Capitalization Deposit	12,782
Other Assets (including Share Insurance Fund)	39,392
TOTAL ASSETS	3,496,746

LIABILITIES	Thousands of Dollars
Total Borrowings	203,860
Dividend/Interest Payable	1,164
Accounts Payable and Other Liabilities	42,187
TOTAL LIABILITIES	247,211

TOTAL SHARES AND DEPOSITS	2,853,466
----------------------------------	------------------

EQUITY	Thousands of Dollars
Regular Reserves	83,123
<i>Plus: Unrealized Gain on AFS Securities</i>	(2,145)
Other Reserves and Miscellaneous Equity	6,485
Reserve for Nonconforming Investments	440
Undivided Earnings (including YTD Net Income)	303,876
TOTAL EQUITY	396,069

TOTAL LIABILITIES, SHARES AND EQUITY	3,496,746
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CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

As of June 30, 2009

Number of Credit Unions – 22
Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	208,252
Total Loans	1,881,878
Loans Held for Sale	3,456
<i>Less: Allowance for Loan Losses</i>	(17,700)
Total Investments (Market Value, AFS only)	1,148,447
Land & Building (Net of Depreciation)	73,004
Other Fixed Assets	10,745
Other Real Estate Owned	7,073
Share Insurance Capitalization Deposit	18,119
Other Assets (including Share Insurance Fund)	41,226
TOTAL ASSETS	3,374,500

LIABILITIES	Thousands of Dollars
Total Borrowings	227,717
Dividend/Interest Payable	1,037
Accounts Payable and Other Liabilities	38,698
TOTAL LIABILITIES	267,452

TOTAL SHARES AND DEPOSITS	2,739,144
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EQUITY	Thousands of Dollars
Regular Reserves	72,471
Plus: Unrealized Gain on AFS Securities	(4,584)
Other Reserves and Miscellaneous Equity	5,338
Reserve for Nonconforming Investments	491
Undivided Earnings (including YTD Net Income)	285,020
TOTAL EQUITY	367,904

TOTAL LIABILITIES, SHARES AND EQUITY	3,374,500
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SUMMARY OF CHANGES OKLAHOMA STATE CHARTERED CREDIT UNIONS

July 1, 2008 through June 30, 2009

CONVERSION

Tulsa Federal Employees Credit Union, Tulsa, Oklahoma converted to a federally chartered credit union effective February 25, 2009.

MERGER

Frisco Employees Credit Union, Tulsa, Oklahoma merged with and into Western Sun Federal Credit Union, Broken Arrow, Oklahoma effective April 1, 2009.



Credit Union League Representatives, State Credit Union Board Members, and Commissioner Thompson at the State Banking Department sculpture dedication.

CREDIT UNION BOARD RULES

July 1, 2008 - June 30, 2009

A Credit Union Board Rule Review Committee (the “Committee”) was formed in March, 2008, for the purpose of reviewing all rules in Chapters 1 and 10 of Title 180 in the Oklahoma Administrative Code. Members of the Committee included credit union managing officers, the Banking Department’s legal counsel, and state credit union examiners. The Committee met monthly for nine months and reviewed all rules in Chapters 1 and 10. The Committee’s work resulted in numerous recommended amendments, with the following intended effects: (1) bringing the provisions of Chapters 1 and 10 into conformity with statutory requirements, (2) reflecting advances in technology, (3) creating clarity and certainty with respect to compliance with various statutes and rules, and (4) reflecting the current operation of credit unions. Several amendments were recommended to correct typographical errors and to clarify language, with no substantive change intended.

The Committee’s recommended amendments and new rules were adopted by the Credit Union Board in February, 2009, and became effective June 11, 2009.

Title 180 O.A.C. Chapter 1

The rule changes in Chapter 1 are a result of a review of all rules in Title 180 in the Oklahoma Administrative Code. The circumstances that created the need for the new and amended rules are (1) the lack of certain rules required under the Administrative Procedures Act, and (2) a need to update certain rules to reflect the current operation of the Banking Department (the “Department”) and statutory changes in the Oklahoma Credit Union Act (Title 6 O.S. section 2001 *et seq.*, the “Act”) occurring since the last complete review of these rules. Several amendments were suggested with respect to typographical issues or clarification of language, with no substantive change intended.

Subchapter 1. In Subchapter 1, obsolete definitions have been deleted and other terms have been defined. For example, definitions for specific types of deposit accounts offered by credit unions (such as “regular share,” “share certificate,” and “share draft/checking account”) have been deleted from the definitions in section 180:1-1-2 because those terms are not used in Chapter 1 of Title 180. A definition of the term “complaint” has been added for clarity in Chapter 1 and to correspond to new rule 180:1-3-16.

Rule 180:1-1-4 is amended to provide clarity and instruction with regard to how the public may make requests for public records. The rule also deletes an obsolete reference to Oklahoma statutes regarding those credit union records that are open for public inspection. The statute addressing public records is found at title 6 O.S. § 2027. The amended rule also describes how credit unions are to handle examination reports in their possession.

Subchapter 3. In Subchapter 3, changes are made to update the rules of practice with regard to formal and informal proceedings before the Banking Commissioner (the “Commissioner”) and the State Credit Union Board (the “Board”). For example, the complaint procedure has been removed from the formal proceedings before the Board and is now described in detail in new rule 180:1-3-16 as a matter to be decided by the Commissioner or his designee. On the other hand, appeals to the Board from certain decisions of the Commissioner are added to rule 180:1-3-6 as a type of formal proceeding that follows the other procedural rules of Subchapter 3.

Rules 180:1-3-17 (Petitions for rulemaking) and 180:1-3-18 (Declaratory rulings), are new rules added to more fully describe the procedure relating to petitioning the Board for rulemaking and for a declaratory ruling. These topics were addressed very briefly in rule 180:1-3-2 but that reference did not provide sufficient guidance to either the public or the Department with respect how these matters should be handled. The new rules are intended to comply with the requirements of sections 305 and 307 of the Oklahoma Administrative Procedures Act (Title 75 O.S. section 250 *et seq.*). Rule 180:1-3-16

(Complaint procedure) is a new rule that describes how complaints against credit unions will be handled by the Department and the type of relief that the Department may provide to a complaining party.

Title 180 O.A.C. Chapter 10

Subchapter 1. The primary revisions to subchapter 1 are found in section 180:10-1-2 relating to definitions. Many definitions were deleted from Chapter 10 because such terms are defined in Chapter 1 of Title 180 and such terms are used exclusively in Chapter 1, rather than Chapter 10. For example, the terms “attorney,” “intervenor,” “party,” “party of record,” and “protestant,” are defined in Chapter 1 and are used in Chapter 1 with respect to formal proceedings before the Department and the Board. Those terms need not also be defined in Chapter 10. Therefore, they are deleted. The term “rural service area” is deleted because it is no longer authorized as a type of community field of membership pursuant to changes to proposed rule 180:10-3-5. The term “Oklahoma Metropolitan Statistical Area” is amended to remove the specific counties comprising the various MSAs in order to accommodate future changes to the MSAs. Definitions for specific types of deposit accounts offered by credit unions (such as “regular share,” “share certificate,” and “share draft/checking account”) have been deleted because proposed revisions to rule 180:10-5-5 provide broad authorization for accounts rather than only those defined in the rules. Definitions for “financial institution” and “federally insured” are moved from rules 180:10-1-12 and 180:10-1-13 to rule 180:10-1-2.

Rule 180:10-1-4 (Change in name) has been amended to impose the duty on the credit union to search state and federal governmental records regarding whether a new name is eligible for use and not infringing on another company’s name. The new rule also removes the duty of the Commissioner to file the credit union’s amended certificate of incorporation with the Secretary of State and requires the credit union to file its amended certificate. The amendment also removes the Department’s application fee associated with the name change.

Rule 180:10-1-5 (Bond requirements) is amended to require the same minimum coverages that are required for federal credit unions.

Rule 180:10-1-6 (Approved auditors) is amended to require the Board to review its list of approved auditors at least once per calendar year.

Amendments to rule 180:10-1-11 (Records and retention) remove the lengthy and detailed record retention schedule for numerous types of documents. The lengthy retention schedule is replaced by a proposed retention schedule that refers to other state or federal laws that already prescribe a retention schedule for certain documents (such as consumer disclosure documents). The amended rule also refers to statute of limitation laws when no state or federal law prescribes a retention period for specific records. The amended rule allows the Commissioner to issue rulings, with the approval of the Board, that require credit unions to retain certain records for a longer period of time than may be required under the general rule.

Rule 180:10-1-14 (Assessments) was amended so that the payment deadline is changed from January 31 to February 5. The Credit Union Act already imposes a February 5th deadline in Title 6 O.S. § 2001.2.

Rule 180:10-1-16 (Suspicious activity reports) is a new rule that requires credit unions to file with the Department a copy of each suspicious activity report that it files with the federal government.

Rule 180:10-1-17 (Credit union branches) is a new rule relating to branch locations established by credit unions. The new rule requires credit unions to file an application with the Department and pay a \$400 fee. Department policy has required credit unions to file branch applications with the Department and receive approval from the Commissioner since 2005. The fee associated with the applications is new and is intended to defray the Department’s personnel costs associated with processing, review, and analysis of the branch application. This fee is authorized by Title 6 O.S. 2001.2(A)(9).

Subchapter 3. In rule 180:10-3-1, it is clarified that a new credit union must have share insurance from the National Credit Union Administration (“NCUA”) before it can be approved by the Board. In

rule 180:10-3-3, the procedure for converting from a state-chartered credit union to a mutual savings bank is set forth – with an emphasis on federal law (*i.e.*, NCUA rules).

Rule 180:10-3-5 (Community field of membership) was amended to remove references to “rural service area” as a type of authorized community. Changes were made to rule 180:10-3-5 to address the situation where the boundaries of a credit union’s community (metropolitan statistical area) have been adjusted based on the latest census data.

Rule 180:10-3-8 (Field of membership list) was amended to remove the requirement to notify the Department of periodic changes to a credit union’s list of select groups in its field of membership. Annual notification is still required.

Rule 180:10-3-9 (Field of membership disaffiliation) was revoked as obsolete.

Subchapter 5. The primary changes to Subchapter 5 allow credit unions to offer any instruments and accounts authorized by the Act and to offer such other instruments and accounts as shall be approved by the NCUA for federally chartered credit unions. Rule 180:10-5-6 (Issuance of Accounts) was revoked because it limited the types of accounts that credit unions could offer. Changes were made to Rule 180:10-5-1 regarding the circumstances for imposing dormant account fees. Also, the amount of the dormant account fee was removed.



Oklahoma City-based State Banking Department personnel, April 8, 2009

OKLAHOMA STATE CHARTERED CREDIT UNIONS

June 30, 2009

Number Of Credit Unions - 22

Ada	▪ Ada Federal Employees Credit Union ▪ East Central Credit Union
Anadarko	▪ Cooperative Employees Credit Union
El Reno	▪ El Reno RIL Credit Union
McAlester	▪ McAlester Credit Union
Midwest City	▪ Midwest City Credit Union
Oklahoma City	▪ Allegiance Credit Union ▪ Communications Credit Union ▪ Credit Union One Of Oklahoma ▪ FAA Credit Union ▪ Municipal Employees Credit Union of Oklahoma City ▪ Oklahoma Educators Credit Union ▪ Oklahoma Employees Credit Union ▪ Oklahoma R. E. & T. Employees Credit Union ▪ Teachers Credit Union ▪ WEOKIE Credit Union ▪ Woods Credit Union
Ponca City	▪ Cherokee Strip Credit Union
Tulsa	▪ Fire Fighters Credit Union ▪ Fraternal Order Of Police Credit Union ▪ Oklahoma Central Credit Union ▪ Tulsa Teachers Credit Union

Ribbon-Cutting and Unveiling



Representative Ken Miller and State Treasurer Scott Meacham (front row, far left) observe while Lieutenant Governor Jari Askins and Commissioner Mick Thompson cut the ceremonial ribbon to dedicate the new State Banking Department building.



Treasurer Scott Meacham, Debby Williams, Lieutenant Governor Jari Askins, Representative Anastasia Pittman, Chief Kelly Haney, and Commissioner Mick Thompson unveil the "Circle of Life" statue.

Department

Banks

Credit Unions

Trust Companies

Savings & Loans

Sale of Checks

Money Transmission

Cemeteries

TRUST COMPANIES

June 30, 2009

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



Representatives from the Community Bankers of Oklahoma Association Rick McSwain, CBAO President Craig Buford, Bank Commissioner Mick Thompson, and Randy Smith.

CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED TRUST COMPANIES

As of December 31, 2008

Number of Trust Companies - 9

ASSETS		Thousands of Dollars
Cash & due from banks		37,524
Notes, Loans & Other Receivables		2,141
Stocks, Bonds, Securities & Investments		18,573
Trust Company premises, furniture, fixtures, and		
Other assets representing Trust Company premises		2,586
Other Real Estate		0
Investments in subsidiaries		3,121
Title records		1,802
Other Assets		3,557
TOTAL ASSETS		69,304
LIABILITIES		Thousands of Dollars
Certificates & Other Forms Representing Deposits of		
Individuals, Partnership and Corporations		
Certificates & Other Forms representing deposits of		
Government and Political Subdivisions		
Accounts Payable		1,281
Notes Payable		1,831
Custodial and Escrow Accounts Payable		10,691
Reserve provision for taxes, interest, etc...		1,732
Other Liabilities		211
TOTAL LIABILITIES		15,746
RESERVES ON LOANS & SECURITIES		Thousands of Dollars
Reserves for bad debt losses on loans		0
Reserves for losses on securities		0
TOTAL RESERVES ON LOANS & SECURITIES		0
CAPITAL ACCOUNTS		Thousands of Dollars
Capital Notes and Debentures		
(Specify interest & maturity each issue outstanding)		0
Preferred Stock-total par value		0
Common Stock-total par value		3,855
Surplus		38,633
Paid in Excess		0
Undivided Profits		11,070
Reserves for Contingency & Other Capital Reserves		
including provisions for abstract & title guarantees		0
TOTAL CAPITAL ACCOUNTS		53,558
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS		69,304

CONSOLIDATED REPORT OF CONDITION OKLAHOMA STATE CHARTERED TRUST COMPANIES

As of June 30, 2009

Number of Trust Companies – 9

ASSETS	Thousands of Dollars
Cash & due from banks	34,487
Notes, Loans & Other Receivables	2,829
Stocks, Bonds, Securities & Investments	18,537
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	2,417
Other Real Estate	0
Investments in subsidiaries	5,708
Title records	1,799
Other Assets	3,579

TOTAL ASSETS	69,356
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LIABILITIES	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnership and Corporations	0
Certificates & Other Forms representing deposits of Government and Political Subdivisions	0
Accounts Payable	1,744
Notes Payable	0
Custodial and Escrow Accounts Payable	9,727
Reserve provision for taxes, interest, etc...	2,031
Other Liabilities	16

TOTAL LIABILITIES	13,518
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RESERVES ON LOANS & SECURITIES	Thousands of Dollars
Reserves for bad debt losses on loans	0
Reserves for losses on securities	0

TOTAL RESERVES ON LOANS & SECURITIES	0
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CAPITAL ACCOUNTS	Thousands of Dollars
Capital Notes and Debentures (Specify interest & maturity each issue outstanding)	0
Preferred Stock-total par value	0
Common Stock-total par value	3,871
Surplus	38,923
Paid in Excess	0
Undivided Profits	13,044
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	0

TOTAL CAPITAL ACCOUNTS	55,838
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TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS	69,356
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Department

Banks

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Savings & Loans

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SAVINGS & LOAN ADVISORY COUNCIL

Alvin C. Harrell

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

Burton L. Mann

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

Russell Pembrook

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

Harold Reel

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

SAVINGS AND LOAN ASSOCIATIONS

June 30, 2009

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

MERGERS

None.

* Indicates stock association



Current and former Oklahoma Bankers Association presidents (left to right):
Bill Rogers, Roger Beverage, Don Abernathy, Gregg Vandaveer,
State Auditor and Inspector Steve Burrage, Dale Nichols, Terry Hague,
State Bank Commissioner Mick Thompson, Kell Kelly, and Gordon Greer

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED SAVINGS & LOANS
As of December 31, 2008

Number of Savings & Loans – 2

ASSETS	Thousands of Dollars
Cash and Investment Securities	9,107
Mortgage Pool Securities	0
Mortgage Loans	2,292
Non-Mortgage Loans	269
Reposessed Real Estate and Other Assets	2
Real Estate Held for Investment	310
Investment in Subsidiaries	0
Premises and Equipment	20
Other Assets	30
TOTAL ASSETS	12,030

LIABILITIES	Thousands of Dollars
Deposits	8,475
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	42
TOTAL LIABILITIES	8,517

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale	0
Undivided Profits	2,629
TOTAL EQUITY CAPITAL	3,513
TOTAL LIABILITIES AND EQUITY CAPITAL	12,030

CONSOLIDATED REPORT OF CONDITION
OKLAHOMA STATE CHARTERED SAVINGS & LOANS
As of June 30, 2009

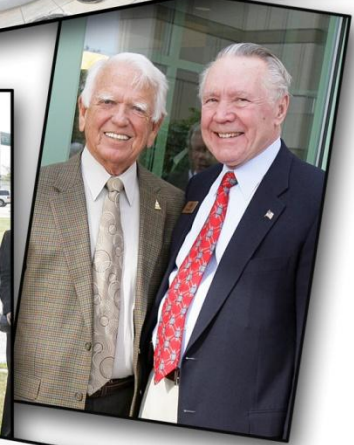
Number of Savings & Loans – 2

ASSETS	Thousands of Dollars
Cash and Investment Securities	7,859
Mortgage Pool Securities	0
Mortgage Loans	2,353
Non-Mortgage Loans	269
Reposessed Real Estate and Other Assets	1
Real Estate Held for Investment	303
Investment in Subsidiaries	0
Premises and Equipment	4
Other Assets	34
TOTAL ASSETS	10,823

LIABILITIES	Thousands of Dollars
Deposits	7,768
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	16
TOTAL LIABILITIES	7,784

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale	0
Undivided Profits	2,155
TOTAL EQUITY CAPITAL	3,039
TOTAL LIABILITIES AND EQUITY CAPITAL	10,823

Open House 2009



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SALE OF CHECKS

(Money Order Companies)

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

PRINCIPALS	LOCATION	AGENTS
American Express Travel Related Services Company, Inc.	New York, NY	14
Barri Remittance Corp.	Houston, TX	2
Continental Exchange Solutions, Inc.	Cerritos, CA	0
Continental Express Money Order Co., Inc.	Santa Ana, CA	1
Convenience Express Money Orders, LLC	Oklahoma City, OK	108
DolEx Dollar Express, Inc.	Arlington, TX	3
E-Z Mart Stores, Inc.	Texarkana, TX	74
Grocers Express, LLC	Oklahoma City, OK	12
GSC Enterprises, Inc. d/b/a Fidelity Express Money Order Company	Sulphur Springs, TX	22
Integrated Payment Systems, Inc.	Englewood, CO	638
Intermex Wire Transfers, LLC	Miami, FL	2
JK&K Corporation d/b/a Financial Express	Tuttle, OK	12
Michael F. “Mick” Lafavers	Poteau, OK	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	601
Oklahoma Grocers Association	Oklahoma City, OK	173
Order Express, Inc.	Chicago, IL	3
Stripes, LLC	Corpus Christi, TX	19
Travelex Currency Services, Inc.	Toronto, Ontario	0
Western Union Financial Services, Inc.	Englewood, CO	635

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MONEY TRANSMISSION LICENSEES

As of June 30, 2009

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

PRINCIPALS	LOCATION	AGENT AND COMPANY-OWNED LOCATIONS*
ADP Payroll Services, Inc.	Roseland, NJ	0
Amazon Payments, Inc.	Seattle, WA	0
Barri Remittance Corporation	Houston, TX	2
CheckFreePay Corporation	Wallingford, CT	282
Continental Exchange Solutions, Inc. d/b/a Ria Financial Services and Associated Foreign Exchange	Cerritos, CA	99
Custom House (USA) Ltd.	Seattle, WA	0
DolEx Dollar Express, Inc.	Arlington, TX	3
Enramex, Inc.	Wheatridge, CO	30
Envious El Cid, Inc.	Glendale, CA	28
Google Payment Corp.	Mountain View, CA	0
GSC Enterprises, Inc. d/b/a Fidelity Express	Sulphur Springs, TX	100
Hong Lan Services, Inc.	Westminster, CA	2
Integrated Payment Systems, Inc.	Englewood, CO	1
Intermex Wire Transfer, LLC	Miami, FL	20
IPP of America, Inc.	Fairfield, NJ	56
Kwik Dollar, Inc. d/b/a "Dinex"	Houston, TX	30
Maxitransfers Corporation	Irving, TX	11
Mexico Transfers, Inc.	Irving, TX	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	352
Note World, LLC	Tacoma, WA	0
OboPay	Redwood City, CA	0
OMNEX Group, Inc.	Lake Forest, CA	11
Order Express, Inc.	Chicago, IL	3
PayPal	San Jose, CA	0
PreCash, Inc.	Houston, TX	325
Remesa Quisqueyana	Lawrenceville, GA	0
Servicio Uniteller, Inc.	Rochelle Park, NJ	10
Sigue Corporation	Sylmar, CA	120
Trans-Fast Remittance LLC	New York, NY	4
Travelex Currency Services, Inc.	Omaha, NE	0
Viamerica Corporation	Bethesda, MD	7
Western Union	Englewood, CO	665

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

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OKLAHOMA PERPETUAL CARE CEMETERIES

CONSOLIDATED STATEMENT as of December 31, 2008

Number of Perpetual Care Cemeteries – 43

2007 Beginning Perpetual Care Fund (Principal)	\$27,667,752
Principal Added From Sales (2008)	808,560
Total Perpetual Care Fund	\$28,476,312

CONSOLIDATED STATEMENT as of December 31, 2007

Number of Perpetual Care Cemeteries – 43

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

CONSOLIDATED STATEMENT as of December 31, 2006

Number of Perpetual Care Cemeteries – 41

2005 Beginning Perpetual Care Fund (Principal)	\$26,250,087
Principal Added from sales (2006)	606,549
Total Perpetual Care Fund	\$26,856,636

PERPETUAL CARE CEMETERIES

2009

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

PERPETUAL CARE CEMETERIES

2009

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

CEMETERY MERCHANDISE PERMITTEES

City	Permittee
Ada	- Lowell-Phillips Company, Inc. d/b/a Swan Hill Cemetery - Memorial Park of Ada, Inc. d/b/a Memorial Park of Ada
Bartlesville	Dillon Family Services, Inc. d/b/a Memorial Park Cemetery
Broken Arrow	North Star Cemetery Services of Oklahoma, LLC Floral Haven Memorial Gardens
Claremore	Oakhaven Memorial Gardens
Cushing	Euchee Valley Memorial Park d/b/a Euchee Valley Memorial Park
Duncan	Resthaven Gardens, LLC d/b/a Resthaven Memorial Gardens & Mausoleum
Lawton	Sunset Memorial Gardens, Inc. d/b/a Sunset Memorial Gardens
McAlester	Memory Gardens Memorial Park LLC d/b/a Memory Gardens Memorial Park
Midwest City	Alderwoods (Oklahoma) Inc. d/b/a Arlington Memorial Gardens
Muskogee	Memorial Park of Muskogee, Inc. d/b/a Memorial Park Cemetery Association
Norman	SCI Oklahoma Funeral Services, Inc. d/b/a Sunset Memorial Cemetery Park
Oklahoma City	- Carriage Services of Oklahoma, LLC d/b/a Resthaven Memory Gardens - SCI Oklahoma Funeral Services, Inc. d/b/a Chapel Hill Memorial Gardens - SCI Oklahoma Funeral Services, Inc. d/b/a Rose Hill Burial Park - VLS Enterprises, LLC d/b/a Heritage Burial Park
Ponca City	DMI, Inc. d/b/a Resthaven-Sunset Memorial Park
Sand Springs	Dillon Family Services, Inc. d/b/a Woodland Memorial Park
Seminole	Swearingen Funeral Home, Inc. d/b/a Rest Haven Memorial Gardens
Shawnee	Alderwoods (Oklahoma) Inc. d/b/a Resthaven Memorial Park
Spencer	Hillcrest Memory Gardens, Inc. d/b/a Hillcrest Memory Gardens
Stillwater	Sunset Memorial Garden Cemetery, Inc. d/b/a Sunset Memorial Gardens
Tulsa	- The Belvadere Corporation d/b/a Green Acres Memorial Gardens - Rose Hill LLC d/b/a Rose Hill Memorial Park

