
OKLAHOMA BANKING DEPARTMENT



2011 ANNUAL REPORT

Banking Department

Annual Report

Fiscal Year Ending June 30, 2011



Mick Thompson
Commissioner

On the Cover:

The Lincoln Boulevard Renaissance Project began in 1998 with the intent to relocate state agencies to less-costly state-owned facilities near the Capitol. The Oklahoma State Banking Department was the first building completed, in 2008, as part of the Renaissance Project.

The Banking Department was also one of the first state agencies to participate in the Art in Public Places Program by commissioning internationally-recognized artist Enoch Kelly Haney to create the bronze sculpture titled *The Circle of Life* that decorates the entrance to the building.

Our cover photo this year captures the Banking Department and Chief Haney's sculpture at sunrise.

Photo credit: Regina Rainey

Special Thanks to:

Deron Brubaker, Rhonda Bruno, Dudley Gilbert, Sherbie Kiffin, 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.

This publication is produced by the Oklahoma State Banking Department as authorized by the Commissioner pursuant to §212 of the Oklahoma Banking Code. An electronic copy of the Annual Report has been provided to the Oklahoma Department of Libraries and published on the State Banking Department's website at no cost to the Oklahoma Taxpayer.

MICK THOMPSON
BANK COMMISSIONER



MARY FALLIN
GOVERNOR

STATE OF OKLAHOMA
STATE BANKING DEPARTMENT

October 1, 2011

The Honorable Mary Fallin
Governor, State of Oklahoma
Room 212, State Capitol
Oklahoma City, Oklahoma 73105

Dear Governor Fallin:

Pursuant to Title 6 O.S., Section 212 of the Oklahoma Banking Code, I am pleased to submit the State Banking Department's 2011 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, and money transmission licensees in the State of Oklahoma. The total assets regulated by the State Banking Department are approximately \$40.25 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 fluid and cursive, with a long horizontal stroke at the end.

Mick Thompson
Commissioner

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DEPARTMENT



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 financial institutions 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

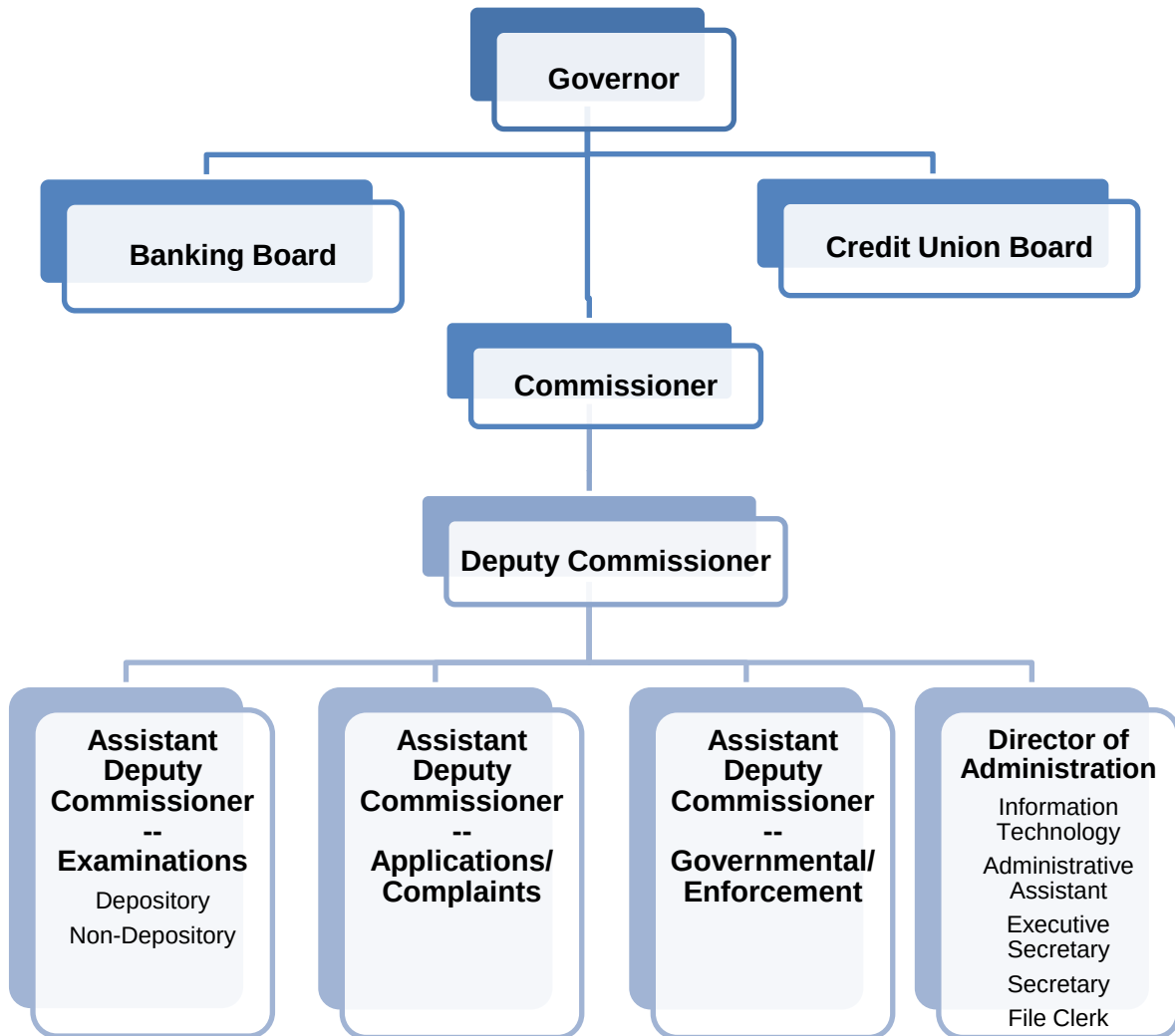
To accomplish its mission, the Banking Department examines banks, credit unions, and savings associations, and rates them based on safety and soundness. The Department also compares trends of capital requirements and assets of prior years.

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

Office Staff

Mick Thompson
Commissioner

Sherbie Kiffin
*Assistant Deputy
Commissioner*

Angela Morris
Executive Secretary

Charles Griffith
Deputy Commissioner

Rhonda Bruno
*Director of
Administration*

Deborah Moore
Secretary

Dudley Gilbert
*Assistant Deputy
Commissioner*

Regina Rainey
Administrative Assistant

Diane Ries
Secretary

Harold A. Reel
*Assistant Deputy
Commissioner*

Deron Brubaker
*Computer Support
Specialist*

Zenia Fiddes
Clerk

Holly Wingfield
Clerk

Examination Staff

Regional Examiners

Jeffrey Bagby
K. Paul Qualls

Examiners

Chuck Harryman
Justin Moore
Morris Wilson

Examiner Trainees

Brooke Tripp
Ashley Wilson

Senior Examiners

Wayne Arbuthnot
R. Kurt Blair
Roger Brock
Shawn Burcham
Mike Faulkenberry
Deloris Finley
Kenneth Fisher
Kandace Huston
Daryl Jones
Doyle Jones
Michael Kellum

Senior Examiners

Lance Lassiter
Carter Mathews
Jonathan Morphis
Rick Nelson
Laurie Ridgway
Donna Shaw
Terry Slagle
Melanie Sparks
Michael Truitt
Randy Willard
Gwen Wright

The First Regular Session of the 53rd Oklahoma Legislature

The Banking Department did not seek passage of any specific legislation affecting the banking industry or the Department during the First Regular Session of the 53rd Oklahoma Legislature. However, among the laws that were passed that affect the industry and/or the Banking Department are the following:

1. SB 246 amended section 906 of the Oklahoma Banking Code (Title 6 O.S. § 906) to increase the maximum amount of deposit that may be transferred to known heirs of the deceased owner of an account. The amount was increased from \$5,000 to \$20,000.
 2. SB 287 amended section 4-401 of the Oklahoma Uniform Commercial Code (Title 12A O.S. § 4-401) to clarify when a customer's claim accrues against a bank with respect to item that has been paid by the bank but was not properly payable due to a forged or unauthorized endorsement. As amended, the law states that the claim accrues when the item is finally paid by the bank.
-

Comparative Statement of Expenditures and Receipts

EXPENDITURES	FY-11	FY-10
Personal Services	\$4,615,922	\$4,395,575
Professional Services	48,124	42,385
Travel	410,203	407,021
Equipment	57,498	15,820
Other Operating Expenses	249,601	264,058
Capital Expenditures	0	15,000
TOTAL	\$5,381,348	\$5,139,859

RECEIPTS	FY-11	FY-10
Assessments Deposited into GRF	\$653,400	\$619,146
Assessments and Fees Deposited into the Banking Department's Revolving Funds		
- Banks	5,767,378	5,539,082
- Trust Companies	146,693	146,355
- Credit Unions	622,703	585,199
- Savings and Loan Associations	2,043	2,535
- Money Order Companies	36,940	35,610
- Money Transmitter Companies	176,300	226,502
- Cemeteries	0	60,850
- Misc. Fees	763	3,236
TOTAL ASSESSMENTS & FEES	\$7,406,220	\$7,218,515

Institutions Supervised

As of June 30, 2011

Type of Institutions	Number of Institutions	Examinations Performed 7/1/2010 to 6/30/2011
Commercial Banks*	168	62
Bank Trust Departments		
- Active	22	8
- Inactive**	7	N/A
Savings and Loans	1	1
Trust Companies	9	4
Credit Unions	21	20
Money Order Companies #	22	22
Money Transmitter Companies ##	44	44
Total	294	161

*Commercial banks: 40 were independent exams and 22 joint with FDIC or Federal Reserve.

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

Money Order licensees submit audited financial statements at the time their license is renewed. The statements are reviewed internally along with other documentation 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 and the Federal Department of Homeland Security to conduct investigations of agent locations for purposes of criminal conduct.



BANKS



STATE 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

Senior 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, 2017



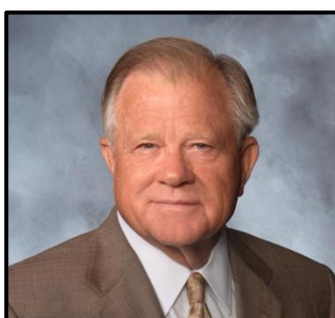
Bradley Krieger

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, 2010

Number of Banks – 171

ASSETS		Thousands of Dollars
Cash and Due from Banks		3,500,592
Securities		5,790,364
Federal Funds Sold		552,566
Loans – Net of Reserve		22,875,372
Bank Premises – F&F		751,189
Other Real Estate Owned		247,625
Intangible Assets		262,902
Other Assets		928,809
TOTAL ASSETS		34,909,419

LIABILITIES		Thousands of Dollars
DEPOSITS		
Noninterest-bearing Deposits		6,126,228
Interest-bearing Accounts		23,657,687
TOTAL DEPOSITS		29,783,915
Federal Funds Purchased		476,141
Other Borrowed Money		937,655
Subordinated Notes and Debentures		18,750
Other Liabilities		173,070
TOTAL LIABILITIES		31,389,531

EQUITY CAPITAL		Thousands of Dollars
Preferred Stock		22,000
Common Stock		137,701
Surplus		1,361,203
Undivided Profits		1,996,064
Noncontrolling Interests in Consolidated Subs.		2,920
TOTAL EQUITY CAPITAL		3,519,888
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL		34,909,419

	12-31-2010	12-31-2009	12-31-2008
Percentage of Total Capital to Total Assets	10.08%	10.07%	9.98%
Percentage of Total Capital to Total Deposits	11.82%	11.97%	12.11%
Percentage of Total Loans to Total Deposits	76.80%	79.96%	82.96%
Percentage of Cash Reserve to Total Deposits	11.75%	10.51%	6.53%

Consolidated Report of Condition Oklahoma State Chartered Banks

As of June 30, 2011

Number of Banks – 168

ASSETS	Thousands of Dollars
Cash and Due from Banks	4,161,180
Securities	6,373,883
Federal Funds Sold	696,667
Loans – Net of Reserve	22,905,593
Bank Premises – F&F	779,268
Other Real Estate Owned	250,580
Intangible Assets	267,796
Other Assets	942,202
TOTAL ASSETS	36,377,169

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	7,077,318
Interest-bearing Accounts	24,106,269
TOTAL DEPOSITS	31,183,587
Federal Funds Purchased	519,323
Other Borrowed Money	786,791
Subordinated Notes and Debentures	18,750
Other Liabilities	172,189
TOTAL LIABILITIES	32,680,640

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	22,000
Common Stock	136,000
Surplus	1,367,088
Undivided Profits	2,168,489
Noncontrolling Interests in Consolidated Subs.	2,952
TOTAL EQUITY CAPITAL	3,696,529
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	36,377,169

	6-30-2011	6-30-2010	6-30-2009
Percentage of Total Capital to Total Assets	10.16%	10.32%	9.98%
Percentage of Total Capital to Total Deposits	11.85%	12.20%	11.88%
Percentage of Total Loans to Total Deposits	73.45%	78.23%	81.40%
Percentage of Cash Reserve to Total Deposits	13.34%	10.96%	9.12%

Consolidated Report of Condition Oklahoma State Chartered Banks

Selected Performance and Condition Ratios

	6-30-11	12-31-10	6-30-2010	12-31-2009	6-30-2009	12-31-2008
Number of Banks Reporting	168	171	173	174	174	174
Unprofitable Banks	3.57%	8.77%	7.51%	11.49%	8.05%	9.20%
Banks with Earnings Gains	59.52%	57.31%	58.38%	44.25%	37.36%	50.57%
Yield on Earning Assets	4.89%	5.23%	5.29%	5.63%	5.73%	6.45%
Net Interest Margin	4.02%	4.14%	4.14%	4.15%	4.12%	4.19%
Noninterest Inc./Earning Assets	1.13%	1.19%	1.13%	1.15%	1.14%	1.18%
Noninterest Exp./Earning Assets	3.42%	3.57%	3.50%	3.59%	3.54%	3.52%
Net Operating Income to Assets	1.15%	1.01%	1.04%	0.92%	0.93%	1.08%
Cash Dividends to Net Income	45.89%	60.85%	45.76%	80.72%	69.23%	65.63%
Return on Assets (ROA)	1.22%	1.02%	1.05%	0.93%	0.94%	1.09%
Return on Equity (ROE)	12.05%	10.02%	10.27%	9.26%	9.42%	10.96%
Loan Loss Reserve to Loans	1.48%	1.46%	1.44%	1.33%	1.30%	1.23%
Noncurrent Loans to Loans	1.90%	1.98%	2.08%	1.96%	1.96%	1.52%
Core Capital (Leverage) Ratio	9.27%	9.29%	9.39%	9.24%	9.16%	9.21%
Tier 1 Risk-Based Capital Ratio	13.37%	13.01%	12.80%	12.37%	12.06%	11.80%
Total Risk-Based Capital Ratio	14.59%	14.22%	14.01%	13.52%	13.17%	12.89%

Summary of Changes Oklahoma State Chartered Banks

July 1, 2010 through June 30, 2011

TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2010	173
NEW BANK CHARTERS	0
CONVERSIONS TO STATE BANKS	0
CONVERSIONS TO NATIONAL BANKS	0
ACQUISITIONS	
-State Banks acquired by Other State Banks	(2)
MERGERS	
- State Banks merged into Other State Banks	(3)
- State Banks merged into National Banks	0
-State Banks merged into Federal Savings Banks	0
TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2011	168

Applications Approved by the Bank Commissioner

July 1, 2010 through June 30, 2011

DE NOVO BRANCHES

- Cornerstone Bank, Watonga, Oklahoma: branch at 2222 West Hefner Road, Oklahoma City, Oklahoma; approval date July 19, 2010
- BancFirst, Oklahoma City, Oklahoma: branch at 1100 South Bryant Avenue, Edmond, Oklahoma; approval date August 2, 2010
- All Nations Bank, Calumet, Oklahoma: branch at 2023 Gordon Cooper Boulevard, Shawnee, Oklahoma; approval date November 5, 2010
- Summit Bank, Tulsa, Oklahoma: branch at 1001 NW 63rd Street, Oklahoma City, Oklahoma; approval date November 5, 2010
- FirstBank, Antlers, Oklahoma: branch at 1501 East Jackson, Hugo, Oklahoma; approval date December 6, 2010
- Bank of Commerce, Yukon, Oklahoma: branch at 120 South Mustang Road, Oklahoma City, Oklahoma; approval date March 31, 2011
- Century Bank of Oklahoma, Pryor, Oklahoma: branch at 2201 East 21st Street, Tulsa, Oklahoma; approval date March 31, 2011
- BancFirst, Oklahoma City, Oklahoma: branch at 410 Piedmont Road, Piedmont, Oklahoma; approval date June 8, 2011

MAIN OFFICE RELOCATIONS

- Bank of Commerce, Oklahoma City, Oklahoma: from 120 S. Mustang Road to 2500 S. Cornwell, Yukon, Oklahoma; approval date January 5, 2011
- First Capital Bank, Guthrie, Oklahoma: from 224 E. Oklahoma Avenue to 601 S. Main Street, Kingfisher, Oklahoma; approval date June 13, 2011

BRANCH RELOCATIONS

- BancFirst, Oklahoma City, Oklahoma: from 2700 N. Kickapoo to 3401 N. Kickapoo, Shawnee, Oklahoma; approval date August 2, 2010
- Cornerstone Bank, Watonga, Oklahoma: from 2222 W. Hefner Road to 8504 N. May Avenue, Oklahoma City, Oklahoma; approval date August 17, 2010
- BancFirst, Oklahoma City, Oklahoma: from 110 N. 2nd Street to 224 N. Division Street, Guthrie, Oklahoma; approval date September 17, 2010
- RCB Bank, Claremore, Oklahoma: from 2701 N. 14th Street to 2901 N. 14th Street, Ponca City, Oklahoma; approval date September 17, 2010

Applications Approved by the Bank Commissioner (cont)

- BancFirst, Oklahoma City, Oklahoma: from 510 N. Broadway, Davenport, Oklahoma to 602 W. Main Street, Stroud, Oklahoma; approval date January 13, 2011
- BancFirst, Oklahoma City, Oklahoma: from 2414 N. Westminster Road to 12924 NE 23rd Street, Nicoma Park, Oklahoma; approval date January 13, 2011
- Armstrong Bank, Muskogee, Oklahoma: from 501 Harrison Street to 551 Harrison Street, Pawnee, Oklahoma; approval date January 18, 2011
- BancFirst, Oklahoma City, Oklahoma: from Main Street & Highway 77, Thackerville, Oklahoma to 105 SW 2nd Street, Marietta, Oklahoma; approval date April 27, 2011

BRANCH PURCHASE AND ASSUMPTIONS

- Welch State Bank, Welch, Oklahoma: purchase and assumption of South Coffeyville, Oklahoma branch of Regent Bank, Nowata, Oklahoma; approval date October 5, 2010
- InterBank, Oklahoma City, Oklahoma: purchase and assumption of Guthrie branches and Cordell loan production office of First Capital Bank, Guthrie, Oklahoma; approval date June 13, 2011

ACQUIRED BRANCHES

- RCB Bank, Claremore, Oklahoma: acquired branch at 1350 West Doolin, Blackwell, Oklahoma; approval date July 9, 2010
- Welch State Bank, Welch, Oklahoma: acquired branch at 3rd and Willow Street, South Coffeyville, Oklahoma; approval date October 5, 2010
- Union Bank, Oklahoma City, Oklahoma: acquired branch at 525 Morse, Stinnett, Texas; approval date December 2, 2010
- Union Bank, Oklahoma City, Oklahoma: acquired branch at 531 North Deahl, Borger, Texas; approval December 2, 2010
- Bank 7, Oklahoma City, Oklahoma: acquired branch at 1001 Main Street, Camargo, Oklahoma; approval January 28, 2011
- InterBank, Oklahoma City, Oklahoma: acquired branch at 224 East Oklahoma, Guthrie, Oklahoma; approval June 13, 2011
- InterBank, Oklahoma City, Oklahoma: acquired branch at 110 East Cleveland, Guthrie, Oklahoma; approval June 13, 2011

Applications Approved by the Bank Commissioner (cont)

OPERATING SUBSIDIARIES

- Alva State Bank & Trust Company, Alva, Oklahoma: located at 518 College Avenue, Alva, Oklahoma (ASB Land, LLC); approval date July 28, 2010
- BancFirst, Oklahoma City, Oklahoma: located at 101 North Broadway, Oklahoma City, Oklahoma (Seattle One, LLC); approval date September 10, 2010
- BancFirst, Oklahoma City, Oklahoma: located at 101 North Broadway, Oklahoma City, Oklahoma (Seattle Two, LLC); approval date September 10, 2010
- BancFirst, Oklahoma City, Oklahoma: located at 101 North Broadway, Oklahoma City, Oklahoma (Seattle Three, LLC); approval date September 10, 2010
- First Capital Bank, Guthrie, Oklahoma: located at 224 East Oklahoma Avenue, Guthrie, Oklahoma (DPC Investments, LLC); approval date September 30, 2010
- Union Bank, Oklahoma City, Oklahoma: located at 455 Elm Street, Friona, Texas (OBS Loan Management Company, LLC); approval date December 2, 2010
- Union Bank, Oklahoma City, Oklahoma: located at 1105 North Cleveland Avenue, Friona, Texas (Friona State Agricultural Credit Corporation); approval date December 2, 2010
- The Citizens Bank of Edmond, Edmond, Oklahoma: located at One E. First Street, Edmond, Oklahoma (Citizens Holdings, LLC); approval date December 20, 2010
- First Oklahoma Bank, Tulsa, Oklahoma: located at 2448 East 81st Street, Suite 5700, Tulsa, Oklahoma (First Oklahoma Mortgage, LLC); approval date December 29, 2010
- First Bank & Trust Company, Wagoner, Oklahoma: located at 111 South Casaver Avenue, Wagoner, Oklahoma (Gunner Properties, LLC); approval date February 25, 2011

LOAN PRODUCTION/DEPOSIT PRODUCTION OFFICES

- Bank of Commerce, Duncan, Oklahoma: office at 1 SW 11th Street, Suite 190, Lawton, Oklahoma; approval date July 23, 2010
- Stockmans Bank, Altus, Oklahoma: office at 15455 Dallas Parkway, Addison, Texas; approval date October 1, 2010
- The F&M Bank & Trust Company, Tulsa, Oklahoma: office at 14185 Dallas Parkway, Suite 140, Dallas, Texas; approval date March 28, 2011
- Evolve Bank & Trust, West Memphis, Arkansas: office at 4200 East Skelly Drive, Suite 540, Tulsa, Oklahoma; approval date April 29, 2011
- InterBank, Oklahoma City, Oklahoma: office at 123 East Main Street, Cordell, Oklahoma; approval date June 13, 2011

Applications Approved by the Bank Commissioner (cont)

- The F&M Bank & Trust Company, Tulsa, Oklahoma: office at 2642 East 21st Street, Suite 170, Tulsa, Oklahoma; approval date June 17, 2011
- Peoples Bank and Trust Company, Ryan, Oklahoma: office at 3060 Albert Pike, Suite D, Hot Springs, Arkansas; approval date June 24, 2011

BANK PURCHASE AND ASSUMPTIONS

- RCB Bank, Claremore, Oklahoma; purchase of assets of Home National Bank, Blackwell, Oklahoma; approval date July 9, 2010
- Union Bank, Oklahoma City, Oklahoma; purchase of assets of Texas offices of First National Bank of Borger, Borger, Texas; approval date December 2, 2010
- Peoples Bank, Tulsa, Oklahoma; purchase of assets of American State Bank, Tulsa, Oklahoma; approval date January 20, 2011
- Bank 7, Oklahoma City, Oklahoma; purchase of assets of The First State Bank in Camargo, Camargo, Oklahoma; approval date January 28, 2011

NAME CHANGES

- Union Bank, Oklahoma City, Oklahoma; corporate name change to InterBank; approval date December 1, 2010.

Applications Approved by the State Banking Board

July 1, 2010 through June 30, 2011

NEW BANK CHARTERS
• None
CONVERSIONS FROM NATIONAL BANKS TO STATE BANKS
• None
MERGERS
• Union Bank of Chandler, Chandler, Oklahoma: merger with and into BancFirst, Oklahoma City, Oklahoma; approval date October 20, 2010 • Olney Bancshares subsidiary banks (9 banks): merger with and into Union Bank, Oklahoma City, Oklahoma; approval date December 1, 2010 • Exchange National Bank of Moore, Moore, Oklahoma: merger with and into BancFirst, Oklahoma City, Oklahoma; approval date May 11, 2011 • First National Bank of Borger, Panhandle, Texas: merger with and into InterBank, Oklahoma City, Oklahoma; approval date May 11, 2011
ACQUIRED BRANCHES
• BancFirst, Oklahoma City, Oklahoma: acquired branch at 1001 Manvel Avenue, Chandler, Oklahoma; approval date October 20, 2010 • Union Bank, Oklahoma City, Oklahoma: acquired branch at 307 W. Main, Olney, Texas; approval date December 1, 2010 • Union Bank, Oklahoma City, Oklahoma: acquired branch at 455 Elm Street, Graham, Texas; approval date December 1, 2010 • Union Bank, Oklahoma City, Oklahoma: acquired branch at 1620 West Third, Elk City, Oklahoma; approval date December 1, 2010 • Union Bank, Oklahoma City, Oklahoma: acquired branch at 1105 North Cleveland Avenue, Friona, Texas; approval date December 1, 2010 • Union Bank, Oklahoma City, Oklahoma: acquired branch at 100 Commercial Avenue, Coleman, Texas; approval date December 1, 2010

Applications Approved by the State Banking Board (cont)

- Union Bank, Oklahoma City, Oklahoma: acquired branch at 115 Main Street, Canadian, Texas; approval date December 1, 2010
- Union Bank, Oklahoma City, Oklahoma: acquired branch at 301 West Walker, Breckenridge, Texas; approval date December 1, 2010
- Union Bank, Oklahoma City, Oklahoma: acquired branch at 100 North Washington, Seymour, Texas; approval date December 1, 2010
- BancFirst, Oklahoma City, Oklahoma: acquired branch at 600 NW 5th Street, Moore, Oklahoma; approval date May 11, 2011
- InterBank, Oklahoma City, Oklahoma: acquired branch at 400 North Main, Panhandle, Texas; approval date May 11, 2011

DE NOVO BRANCHES

- None

MAIN OFFICE RELOCATIONS

- None

Oklahoma State Chartered Banks

June 30, 2011

Total Number of Banks - 168

A

- Ada ▪ Citizens Bank of Ada
 - Allen ▪ Farmers State Bank, Allen, Oklahoma
 - 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
 - Patriot Bank
 - Broken Bow ▪ 1st Bank & Trust
 - Buffalo ▪ Oklahoma State Bank
 - Burns Flat ▪ Washita State Bank
-

C

- Calumet ▪ AllNations 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
 - Chelsea ▪ Bank of Commerce
 - Cherokee ▪ ACB Bank
 - Farmers Exchange Bank
-

Oklahoma State Chartered Banks

June 30, 2011



(Continued)

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



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



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
Elmore City	▪ First State Bank
Erick	▪ First American Bank
Eufaula	▪ Bank of Eufaula



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

Oklahoma State Chartered Banks

June 30, 2011



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



- 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



- Keyes ▪ High Plains Bank
- Kremlin ▪ The Bank of Kremlin



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



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



- Noble ▪ First State Bank
- Norman ▪ Great Nations Bank
- Republic Bank & Trust
- Nowata ▪ Regent Bank

Oklahoma State Chartered Banks

June 30, 2011



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
	▪ Coppermark Bank
	▪ First Enterprise Bank
	▪ First Liberty Bank
	▪ First Security Bank and Trust Company
	▪ Frontier State Bank
	▪ InterBank
	▪ NBC Oklahoma
	▪ Valliance Bank
Oologah	▪ Lakeside State Bank
Owasso	▪ First Bank of Owasso



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 Priority Bank
Purcell	▪ First American Bank
	▪ McClain Bank



Quinton	▪ The Farmers State Bank
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Oklahoma State Chartered Banks

June 30, 2011

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
- The F & M Bank & Trust Company
- First Oklahoma Bank
- Freedom Bank of Oklahoma
- Grand Bank
- ONB Bank and Trust Company
- Peoples Bank
- Security Bank
- SpiritBank
- Summit Bank
- Tuttle ▪ Sooner State Bank

V

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

Oklahoma State Chartered Banks

June 30, 2011



-
- | | |
|-----------|---|
| 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 |
-



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- | | |
|-------|--------------------|
| Yukon | ▪ Bank of Commerce |
| | ▪ First State Bank |
-

Oklahoma State Chartered Banks with Branch Offices

June 30, 2011

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 (1), Wright City
Buffalo	▪ Oklahoma State Bank	Gage
C		
Calumet	▪ AllNations Bank	Shawnee
Canute	▪ The First State Bank	Oklahoma City
Chelsea	▪ Bank of Commerce	Adair, Catoosa, Tulsa
Cherokee	▪ ACB Bank	Garver, Waukomis
	▪ Farmers Exchange Bank	Helena, Tonkawa, Wakita
Cheyenne	▪ Security State Bank	Hammon
Chickasha	▪ Chickasha Bank & Trust Company	Apache, Blanchard, Cement, Tuttle
Claremore	▪ RCB Bank	Blackwell, Broken Arrow (2), Catoosa (2), Claremore (3), Collinsville, Edmond, Inola, Oklahoma City (2), Owasso (2), Ponca City (4), Pryor (2), Skiatook
Cleo Springs	▪ Cleo State Bank	Carmen, Jet
Clinton	▪ Oklahoma Bank and Trust Company	Arapaho
Collinsville	▪ American Bank of Oklahoma	Muskogee (2), 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, 2011

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 (4), Krum, McKinney, Sanger
E		
Edmond	▪ The Citizens Bank of Edmond ▪ First Commercial Bank	Edmond (3) Norman, Oklahoma City (4), Colorado branches in Colorado Springs, Englewood, Littleton, Lone Tree
	▪ Kirkpatrick Bank	Edmond (2), Oklahoma City; Colorado branch in Colorado Springs
El Reno	▪ The Bank of Union	Union City
Elk City	▪ Bank of Western Oklahoma	Cordell, Geary, Vici, Weatherford, Woodward
F		
Fairfax	▪ The First State Bank	Ralston
G		
Grandfield	▪ First State Bank	Davidson
Grove	▪ Grand Savings Bank	Jay (2)
Guthrie	▪ Oklahoma State Bank	Coyle, Edmond, Mulhall
H		
Hennessey	▪ Community State Bank	Cashion, Dover
Hinton	▪ Legacy Bank	Binger, Blanchard, Duncan, Edmond, Elk City, Marlow, Newcastle, Oklahoma City, Weatherford
Hulbert	▪ Bank of Cherokee County	Park Hill, Tahlequah
Hydro	▪ Bank of Hydro	Eakly
K		
Keyes	▪ High Plains Bank	Alva, Boise City, Cordell
Kremlin	▪ The Bank of Kremlin	Drummond, Enid (2), Goltry

Oklahoma State Chartered Banks with Branch Offices

June 30, 2011

CITY	BANK	BRANCH LOCATION
M		
Miami	▪ Security Bank and Trust Company	Miami
Morrison	▪ Citizens State Bank	Stillwater (2)
Muskogee	▪ Armstrong Bank	Bartlesville, Checotah, Dewey, Fort Gibson, 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), Chandler, Chattanooga, Coweta, Davenport, Del City, Duncan (3), Frederick (2), Glenpool, Guthrie (2), Harrah, Hobart (2), Hugo, Jenks, Jones, Kingfisher (2), Kingston, Konawa, Lawton (4), Lone Wolf, Madill, Marietta (2), Marlow (2), McAlester (2), McLoud, Meeker, Moore, 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 (6), Weatherford
	▪ Bank 7	Camargo, Medford, Woodward (2)
	▪ The Bankers Bank	Texas branch in McKinney
	▪ Coppermark Bank	Edmond, Norman, Oklahoma City (4); Texas branches in Dallas (2)
	▪ First Enterprise Bank	Oklahoma City (3)

Oklahoma State Chartered Banks with Branch Offices

June 30, 2011

CITY	BANK	BRANCH LOCATION
Oklahoma City (Cont'd)	▪ InterBank	Clinton, Edmond (2), El Reno (2), Elk City, Enid, Hennessey, Hobart, Kingfisher (2), Oklahoma City (4), Sayre; Texas branches in Borger, Breckenridge, Canadian, Childress, Coleman, Follett, Friona, Graham, Olney, Panhandle, Seymour, Stinnett, Vega
	▪ NBC Oklahoma	Altus (4), Duncan, Enid, Kingfisher, Oklahoma City, Tulsa
	▪ Valliance Bank	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, Newcastle, 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	Midwest City
Spiro	▪ Spiro State Bank	Talihina
Sulphur	▪ Community Bank of the Arbuckles	Davis

Oklahoma State Chartered Banks with Branch Offices

June 30, 2011

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)
	▪ First Oklahoma Bank	Glencoe, Tulsa
	▪ Grand Bank	Bixby, Claremore
	▪ ONB Bank and Trust Company	Edmond, Owasso, Sapulpa, Stillwater, Tulsa (3)
	▪ Peoples Bank	Tulsa
	▪ SpiritBank	Bristow, Cushing, Depew, Drumright, Edmond (1), Oilton, Oklahoma City, Sapulpa, Stillwater, Stroud, Tulsa (3)
Tuttle	▪ Sooner State Bank	Konawa, Newcastle, The Village
V		
Vinita	▪ Oklahoma State Bank	Afton, Langley
W		
Wagoner	▪ First Bank & Trust Company	Disney, Grove, Ketchum, Luther
Watonga	▪ Cornerstone Bank	Geary, Mustang, Oklahoma City, Watonga
Welch	▪ Welch State Bank of Welch, Okla.	Miami
Westville	▪ Peoples Bank	Arkansas branch in West Siloam Springs
Wilburton	▪ Wilburton State Bank	Wilburton
Woodward	▪ The Stock Exchange Bank	Woodward (2)
Y		
Yukon	▪ Bank of Commerce	El Reno, Mustang, Yukon

CREDIT
UNIONS

STATE CREDIT UNION BOARD



Mick Thompson
State Bank Commissioner
Oklahoma City
Term expires September 1, 2012



Floyd Atha
President & CEO
Oklahoma Educators Credit Union
Oklahoma City
Term expires October 1, 2013



Mark W. Kelly
President & CEO
Oklahoma Employees Credit Union
Oklahoma City
Term expires October 1, 2014



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, 2010

Number of Credit Unions – 21
Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	200,148
Total Loans	1,989,675
Loans Held for Sale	3,239
<i>Less: Allowance for Loan Losses</i>	(20,638)
Total Investments (Market Value, AFS only)	1,364,184
Land & Building (Net of Depreciation)	87,582
Other Fixed Assets	11,111
Other Real Estate Owned	8,121
Share Insurance Capitalization Deposit	28,923
Other Assets (including Share Insurance Fund)	41,293
TOTAL ASSETS	3,713,638

LIABILITIES	Thousands of Dollars
Total Borrowings	220,914
Dividend/Interest Payable	811
Accounts Payable and Other Liabilities	36,379
TOTAL LIABILITIES	258,104
TOTAL SHARES AND DEPOSITS	3,044,900

EQUITY	Thousands of Dollars
Regular Reserves	72,301
<i>Plus: Unrealized Gain on AFS Securities</i>	16,372
Other Reserves and Miscellaneous Equity	5,149
Reserve for Nonconforming Investments	0
Undivided Earnings (including YTD Net Income)	316,812
TOTAL EQUITY	410,634
TOTAL LIABILITIES, SHARES, AND EQUITY	3,713,638

Consolidated Report of Condition Oklahoma State Chartered Credit Unions

As of June 30, 2011

Number of Credit Unions – 21

Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	210,095
Total Loans	2,052,221
Loans Held for Sale	1,072
<i>Less: Allowance for Loan Losses</i>	(22,200)
Total Investments (Market Value, AFS only)	1,457,252
Land & Building (Net of Depreciation)	90,007
Other Fixed Assets	9,797
Other Real Estate Owned	8,425
Share Insurance Capitalization Deposit	29,588
Other Assets (including Share Insurance Fund)	40,776
TOTAL ASSETS	3,877,033

LIABILITIES	Thousands of Dollars
Total Borrowings	221,859
Dividend/Interest Payable	725
Accounts Payable and Other Liabilities	51,739
TOTAL LIABILITIES	274,323
TOTAL SHARES AND DEPOSITS	3,174,461

EQUITY	Thousands of Dollars
Regular Reserves	69,233
<i>Plus: Unrealized Gain on AFS Securities</i>	20,622
Other Reserves and Miscellaneous Equity	5,553
Reserve for Nonconforming Investments	0
Undivided Earnings (including YTD Net Income)	332,841
TOTAL EQUITY	428,249
TOTAL LIABILITIES, SHARES AND EQUITY	3,877,033

Summary of Changes Oklahoma State Chartered Credit Unions

July 1, 2010 through June 30, 2011

CONVERSIONS
• None
MERGERS
• Tulsa Metro Federal Credit Union, Tulsa, Oklahoma: merged with and into Fraternal Order of Police Credit Union, Tulsa, Oklahoma, effective May 1, 2011.

Oklahoma State Chartered Credit Unions

June 30, 2011

Number Of Credit Unions - 21

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 ▪ Credit Union One Of Oklahoma ▪ FAA Credit Union ▪ ME/CU ▪ 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



TRUST COMPANIES



Oklahoma State Chartered Trust Companies

June 30, 2011

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

Consolidated Report of Condition Oklahoma State Chartered Trust Companies

As of December 31, 2010

Number of Trust Companies – 9

ASSETS	Thousands of Dollars
Cash & due from banks	30,642
Notes, Loans & Other Receivables	2,783
Stocks, Bonds, Securities & Investments	17,550
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	1,747
Other Real Estate	0
Investments in subsidiaries	5,998
Title records	2,071
Other Assets	3,124
TOTAL ASSETS	63,915

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	1,628
Notes Payable	1,587
Custodial and Escrow Accounts Payable	4,064
Reserve provision for taxes, interest, etc...	156
Other Liabilities	307
TOTAL LIABILITIES	7,742

RESERVES ON LOANS & SECURITIES	Thousands of Dollars
Reserves for bad debt losses on loans	0
Reserves for losses on securities	(356)
TOTAL RESERVES ON LOANS & SECURITIES	(356)

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	3,515
Surplus	39,279
Paid in Excess	0
Undivided Profits	(2,072)
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	15,807
TOTAL CAPITAL ACCOUNTS	56,529
TOTAL LIABILITIES, RESERVES & CAPITAL	63,915

Consolidated Report of Condition Oklahoma State Chartered Trust Companies

As of June 30, 2011

Number of Trust Companies – 9

ASSETS	Thousands of Dollars
Cash & due from banks	32,322
Notes, Loans & Other Receivables	3,861
Stocks, Bonds, Securities & Investments	18,892
Trust Company premises, furniture, fixtures, and Other assets representing Trust Company premises	1,792
Other Real Estate	0
Investments in subsidiaries	4,178
Title records	2,068
Other Assets	3,133
TOTAL ASSETS	66,246

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	1,746
Notes Payable	0
Custodial and Escrow Accounts Payable	6,678
Reserve provision for taxes, interest, etc...	1,737
Other Liabilities	111
TOTAL LIABILITIES	10,272

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	5,007
Surplus	35,529
Paid in Excess	0
Undivided Profits	(1,044)
Reserves for Contingency & Other Capital Reserves including provisions for abstract & title guarantees	16,482
TOTAL CAPITAL ACCOUNTS	55,974
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS	66,246

SAVINGS
& LOANS

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)

Russell Pembroke

President and CEO

Fairview Savings and Loan Association

Fairview

(Term ending at the pleasure of the State Bank Commissioner)

Harold Reel

Savings & Loan Administrator/
Assistant Deputy Commissioner

Oklahoma State Banking Department

Oklahoma City

(Term ending at the pleasure of the State Bank Commissioner)

Oklahoma State Chartered Savings and Loan Associations

June 30, 2011

CITY ASSOCIATION	
Oklahoma City	▪ Home Savings and Loan Association of Oklahoma City*
* Indicates stock association	

Summary of Changes Oklahoma State Chartered Savings and Loan Associations

July 1, 2010 through June 30, 2011

MERGERS
• None

Consolidated Report of Condition

Oklahoma State Chartered Savings and Loans

As of December 31, 2010

Number of Savings & Loans – 1

ASSETS	Thousands of Dollars
Cash and Investment Securities	6,023
Other investment securities	603
Mortgage Loans	2,916
Non-Mortgage Loans	292
Repossessed Real Estate and Other Assets	1
Real Estate Held for Investment	282
Investment in Subsidiaries	0
Premises and Equipment	1
Other Assets	32
TOTAL ASSETS	10,150

LIABILITIES	Thousands of Dollars
Deposits	7,417
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	-125
TOTAL LIABILITIES	7,292

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Pain in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Retained earnings	1,974
TOTAL EQUITY CAPITAL	2,858
TOTAL LIABILITIES AND EQUITY CAPITAL	10,150

Consolidated Report of Condition

Oklahoma State Chartered Savings and Loans

As of June 30, 2011

Number of Savings & Loans – 1

ASSETS		Thousands of Dollars
Cash and Investment Securities		6,219
Mortgage Pool Securities		0
Mortgage Loans		3,066
Non-Mortgage Loans		213
Reposessed Real Estate and Other Assets		1
Real Estate Held for Investment		258
Investment in Subsidiaries		0
Premises and Equipment		4
Other Assets		45
TOTAL ASSETS		9,806

LIABILITIES		Thousands of Dollars
Deposits		7,014
Advances from Federal Home Loan Bank		0
Other Borrowings		0
Other Liabilities		(149)
TOTAL LIABILITIES		6,865

EQUITY CAPITAL		Thousands of Dollars
Common Stock		100
Pain in Excess of Par		784
Unrealized Gains (Losses) on Available-for-Sale Securities		0
Undivided Profits		2,057
TOTAL EQUITY CAPITAL		2,941
TOTAL LIABILITIES AND EQUITY CAPITAL		9,806

SALE OF
CHECKS

Sale of Checks

(Money Order Companies)

As of June 30, 2011

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 Prepaid Card Management Corporation	Phoenix, AZ	458
American Express Travel Related Services Co., Inc.	New York, NY	18
Barri Money Services, LLC	Houston, TX	14
BCV Holdings, LP d/b/a American Money Order Company	Broken Arrow, OK	11
Blackhawk Network California, Inc.	Pleasanton, CA	17
Continental Exchange Solutions, Inc.	Buena Park, CA	0
Convenience Express Money Orders, LLC	Oklahoma City, OK	109
DolEx Dollar Express, Inc.	Arlington, TX	2
E-Z Mart Stores, Inc.	Texarkana, TX	79
Global Cash Access, Inc.	Las Vegas, NV	34
Grocers Express, LLC	Oklahoma City, OK	12
GSC Enterprises, Inc. d/b/a Fidelity Express Money Order Company	Sulphur Springs, TX	25
Integrated Payment Systems, Inc.	Englewood, CO	0
Intermex Wire Transfer, LLC	Miami, FL	2
JK&K Corporation d/b/a Retailers Express Money Order Company	Tuttle, OK	155
Michael F. “Mick” LaFevers	Poteau, OK	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	624
Order Express, Inc.	Chicago, IL	2
Stripes, LLC	Corpus Christi, TX	19
Travelex Currency Services, Inc.	Toronto, Ontario	0
Travelex Global Business Payments, Inc.	Washington DC	0
Western Union Financial Services, Inc.	Englewood, CO	992



MONEY TRANSMISSION



Money Transmission Licensees

As of June 30, 2011

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*
Ace Cash Express	Irving, TX	35
ADP Payroll Services, Inc.	Roseland, NJ	0
Amazon Payments, Inc.	Seattle, WA	0
American Express Travel Related Services Company, Inc.	New York, NY	12
Barri Remittance Corporation	Houston, TX	14
Blackhawk Network California, Inc.	Pleasanton, CA	0
Braz Transfers, Inc.	Saugus, MA	0
Cambridge Mercantile Corp.	Princeton, NJ	0
CheckFreePay Corporation	Wallingford, CT	311
Continental Exchange Solutions, Inc. d/b/a Ria Financial Services and Associated Foreign Exchange	Cerritos, CA	110
Custom House (USA) Ltd.	Seattle, WA	1
DolEx Dollar Express, Inc.	Arlington, TX	0
Enramex, Inc.	Wheatridge, CO	14
Ethos Group Payment Services, Inc./Pegasus Pay	Irving, TX	12
Google Payment Corp.	Mountain View, CA	0
GSC Enterprises, Inc. d/b/a Fidelity Express	Sulphur Springs, TX	108
Hong Lan Services, Inc.	Westminster, CA	3
Integrated Payment Systems, Inc.	Englewood, CO	1
Intermex Wire Transfer, LLC	Miami, FL	27
ITC Financial Licenses, Inc.	Columbus, GA	713
Keefe Commissary Network, LLC	St. Louis, MO	1
Kwik Dollar, Inc. d/b/a "Dinex"	Houston, TX	26
Maxitransfers Corporation	Irving, TX	17

Mexico Transfers, Inc.	Irving, TX	10
Moneybookers USA, Inc.	Brooklyn, NY	0
MoneyGram Payment Systems, Inc.	Minneapolis, MN	354
Nationwide Biweekly Administration, Inc.	Xenia, Ohio	0
Note World, LLC	Tacoma, WA	0
OboPay	Redwood City, CA	0
Official Payments Corporation	Reston, VA	0
Order Express, Inc.	Chicago, IL	1
PayPal	San Jose, CA	0
PreCash, Inc.	Houston, TX	220
Servicio Uniteller, Inc.	Rochelle Park, NJ	10
Sigue Corporation	Sylmar, CA	125
Softgate Systems, Inc.	Fairfield, NJ	173
Tempus Consulting, Inc.	Washington, DC	0
Trans-Fast Remittance LLC	New York, NY	4
Travelex Currency Services, Inc.	Omaha, NE	0
Travelex Global Business Payments, Inc.	Washington, DC	0
Unidos Financial Services, Inc.	New York, NY	10
Viamerica Corporation	Bethesda, MD	12
Western Union	Englewood, CO	809

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

