Annual Report 2014

OKLAHOMA STATE BANKING DEPARTMENT

Banking Department

Annual Report

Fiscal Year Ending June 30, 2014

Mick Thompson

Commissioner

Oklahoma City Office
Administrative Staff

Tulsa Field Office
Examination Staff

Oklahoma City Office
Examination Staff

Special Thanks to:

Deron Brubaker, Rhonda Bruno, Dudley Gilbert, Sherbie Kiffin, Debbie Moore, Angela Morris, Regina Rainey, Tony Reel, and Diane Ries 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 15, 2014

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 2014 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 $44 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,

Mick Thompson
Commissioner

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www.ok.gov/banking • FAX (405) 522-2993

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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 for 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:

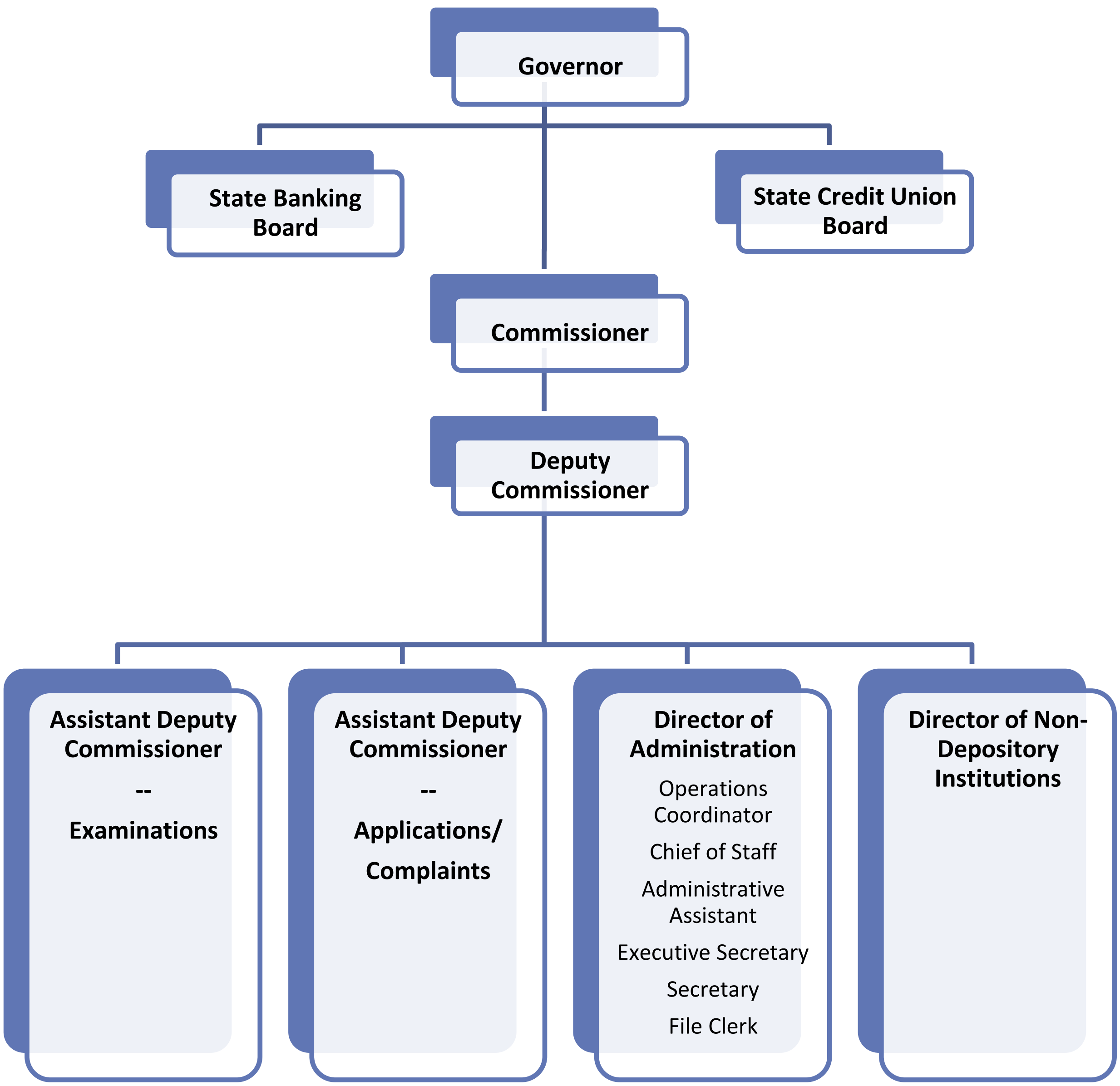
- To strengthen the examination program by improving examination methods and procedures and by improving research and development to stay abreast of changes within the financial industry;
- To improve training programs for Department personnel by more efficient utilization of funds and resources, enhancement 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, trust companies, 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.

ORGANIZATIONAL CHART



DEPARTMENT PERSONNEL

Office Staff

Mick Thompson
Commissioner

Dudley Gilbert
Deputy Commissioner

Harold A. Reel
Assistant Deputy Commissioner

Sherbie Kiffin
Assistant Deputy Commissioner

Rhonda Bruno
Director of Administration

Regina Rainey
Chief of Staff

Deron Brubaker
Operations Coordinator

Angela Morris
Administrative Assistant

Deborah Moore
Executive Secretary

Diane Ries
Secretary

Holly Wingfield
Secretary

Zenia Fiddes
Clerk

Examination Staff

Regional Examiners
Jeffrey Bagby
K. Paul Qualls

Examiners
Garry Groom
Chuck Harryman
April Malone
Brooke Tripp
Ashley Wilson
Morris Wilson

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

Senior Examiners
Michael Kellum
Lance Lassiter
Carter Mathews
Jonathan Morphis
Rick Nelson
Laurie Ridgway
Donna Shaw
Melanie Sparks
Randy Willard
Gwen Wright

THE SECOND REGULAR SESSION OF THE 54TH OKLAHOMA LEGISLATURE

The Banking Department did not recommend revisions to the Oklahoma Banking Code (Title 6 O.S. § 101 *et seq*) during the Second Regular Session of the 54th Oklahoma Legislature. Additionally, no other bills amending Title 6 were signed into law during the Second Regular Session of the 54th Oklahoma Legislature.

COMPARATIVE STATEMENT OF EXPENDITURES AND RECEIPTS

EXPENDITURES	FY-14	FY-13
Personal Services	$4,955,309	$4,788,980
Professional Services	119,272	62,771
Travel	386,347	455,683
Equipment	27,330	35,595
Other Operating Expenses	278,048	281,712
TOTAL	**$5,766,306**	**$5,624,741**

RECEIPTS	FY-14	FY-13
Assessments Deposited into GRF	**$658,489**	**$638,465**
Assessments and Fees Deposited into the Banking Department's Revolving Funds		
- Banks	**5,608,495**	**5,649,482**
- Trust Companies	**157,128**	**191,191**
- Credit Unions	**683,786**	**616,894**
- Savings and Loan Associations	**1,914**	**1,951**
- Money Order Companies	**29,960**	**24,790**
- Money Transmitter Companies	**234,000**	**184,000**
- Misc. Fees	**2,013**	**2,513**
TOTAL ASSESSMENTS & FEES	**$7,375,785**	**$7,309,286**

INSTITUTIONS SUPERVISED

as of June 30, 2014

Type of Institutions	Number of Institutions	Examinations Performed 7/1/2013 to 6/30/2014
Commercial Banks*	160	48
Bank Trust Departments		
- Active	16	5
- Inactive**	12	N/A
Savings and Loans	1	1
Trust Companies	8	4
Credit Unions	17	16
Money Order Companies #	23	23
Money Transmitter Companies ##	63	63
Total	272	155

**Commercial banks: 38 were independent exams and 10 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, 2016

Sandy Bracken
VP & CFO
First Liberty Bank
Oklahoma City
Term expires May 6, 2018

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, 2020

Bob Newcomb
Vice Chairman of the Board
Bank of Western Oklahoma
Elk City
Term expires June 1, 2019

Tommy Thompson
Lay Member
Norman
Term expires June 1, 2018

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

as of December 31, 2013

Number of Banks – 164

ASSETS	Thousands of Dollars
Cash and Due from Banks	4,680,740
Securities	7,478,618
Federal Funds Sold	841,059
Loans – Net of Reserve	25,133,424
Bank Premises – F&F	856,761
Other Real Estate Owned	153,600
Intangible Assets	315,854
Other Assets	928,175
TOTAL ASSETS	**40,388,231**

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	8,725,240
Interest-bearing Accounts	26,261,412
TOTAL DEPOSITS	**34,986,652**
Federal Funds Purchased	453,548
Other Borrowed Money	733,516
Subordinated Notes and Debentures	2,500
Other Liabilities	188,362
TOTAL LIABILITIES	**36,364,578**

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	20,000
Common Stock	131,425
Surplus	1,643,063
Undivided Profits	2,228,159
Noncontrolling Interests in Consolidated Subs.	1,006
TOTAL EQUITY CAPITAL	**4,023,653**
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	**40,388,231**

	12-31-2013	12-31-2012	12-31-2011
Percentage of Total Capital to Total Assets	9.96%	10.13%	10.30%
Percentage of Total Capital to Total Deposits	11.50%	11.71%	11.98%
Percentage of Total Loans to Total Deposits	71.83%	71.23%	72.50%
Percentage of Cash Reserve to Total Deposits	13.37%	14.31%	14.13%

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

as of June 30, 2014

Number of Banks – 160

ASSETS	Thousands of Dollars
Cash and Due from Banks	4,288,758
Securities	7,689,346
Federal Funds Sold	753,331
Loans – Net of Reserve	24,438,068
Bank Premises – F&F	849,619
Other Real Estate Owned	156,229
Intangible Assets	342,726
Other Assets	839,700
TOTAL ASSETS	**39,357,777**

LIABILITIES	Thousands of Dollars
DEPOSITS	
Noninterest-bearing Deposits	9,012,634
Interest-bearing Accounts	24,851,337
TOTAL DEPOSITS	**33,863,971**
Federal Funds Purchased	466,464
Other Borrowed Money	762,078
Subordinated Notes and Debentures	2,500
Other Liabilities	199,101
TOTAL LIABILITIES	**35,294,114**

EQUITY CAPITAL	Thousands of Dollars
Preferred Stock	20,000
Common Stock	137,750
Surplus	1,472,096
Undivided Profits	2,432,951
Noncontrolling Interests in Consolidated Subs.	866
TOTAL EQUITY CAPITAL	**4,063,663**
TOTAL LIABILITIES, PREFERRED STOCK AND EQUITY CAPITAL	**39,357,777**

	6-30-2014	6-30-2013	6-30-2012
Percentage of Total Capital to Total Assets	10.32%	10.14%	10.32%
Percentage of Total Capital to Total Deposits	11.99%	11.70%	11.96%
Percentage of Total Loans to Total Deposits	72.16%	72.02%	71.89%
Percentage of Cash Reserve to Total Deposits	12.66%	12.25%	13.52%

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED BANKS

Selected Performance and Condition Ratios

	6-30-2014	12-31-2013	6-30-2013	12-31-2012	6-30-2012	12-31-2011
Number of Banks Reporting	160	164	165	168	169	169
Unprofitable Banks	1.25%	4.88%	2.42%	3.57%	3.55%	5.92%
Banks with Earnings Gains	58.12%	50.61%	44.85%	69.64%	72.78%	63.31%
Yield on Earning Assets	4.22%	4.23%	4.26%	4.48%	4.58%	4.84%
Net Interest Margin	3.81%	3.76%	3.78%	3.89%	3.95%	4.03%
Noninterest Inc./Earning Assets	1.14%	1.03%	1.07%	1.05%	1.10%	1.09%
Noninterest Exp./Earning Assets	3.08%	3.10%	3.06%	3.10%	3.39%	3.44%
Net Operating Income to Assets	1.30%	1.08%	1.23%	0.99%	1.14%	1.01%
Cash Dividends to Net Income	49.20%	59.36%	53.51%	73.14%	45.49%	55.27%
Return on Assets (ROA)	1.33%	1.09%	1.25%	1.05%	1.20%	1.06%
Return on Equity (ROE)	12.99%	10.76%	12.30%	10.24%	11.66%	10.43%
Loan Loss Reserve to Loans	1.39%	1.58%	1.57%	1.58%	1.61%	1.57%
Noncurrent Loans to Loans	1.16%	1.74%	1.76%	1.57%	1.63%	1.89%
Core Capital (Leverage) Ratio	9.62%	9.59%	9.54%	9.41%	9.42%	9.44%
Tier 1 Risk-Based Capital Ratio	13.78%	13.62%	13.74%	13.55%	13.72%	13.65%
Total Risk-Based Capital Ratio	14.86%	14.72%	14.86%	14.68%	14.90%	14.87%

SUMMARY OF CHANGES

OKLAHOMA STATE CHARTERED BANKS

July 1, 2013 through June 30, 2014

TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2013	165
NEW BANK CHARTERS	0
CONVERSIONS TO STATE BANKS	0
CONVERSIONS TO NATIONAL BANKS	0
ACQUISITIONS	
- State Banks acquired by Other State Banks (page 17)	(2)
MERGERS	
- State Banks merged into Other State Banks (page 18)	(1)
- State Banks merged into National Banks	0
- State Banks merged into Out-of-State Banks *	(2)
TOTAL STATE CHARTERED BANKS AS OF JUNE 30, 2014	160

*Summit Bank, Tulsa, Oklahoma, merged with/into Commerce Bank, Kansas City, Missouri; effective date September 1, 2013

*The F & M Bank & Trust Company, Tulsa, Oklahoma, merged with/into Prosperity Bank, El Campo, Texas; effective date April 1, 2014

APPLICATIONS APPROVED BY THE BANK COMMISSIONER

July 1, 2013 through June 30, 2014

DE NOVO BRANCHES

- Regent Bank, Nowata, Oklahoma: branch at 1900 NW Expressway, Oklahoma City, Oklahoma; approval date September 25, 2013

- Citizens Bank of Oklahoma, Pawhuska, Oklahoma: branch at 400 North Broadway, Cleveland, Oklahoma; approval date October 25, 2013

- Grand Savings Bank, Grove, Oklahoma: branch at 3401 SW 2nd Street, Suite 115 in Bentonville, Arkansas; approval date November 19, 2013

- American Heritage Bank, Sapulpa, Oklahoma: branch at Northwest corner of Caddo Street and Broadway Street, Cleveland, Oklahoma; approval date January 24, 2014

- Grand Savings Bank, Grove, Oklahoma: branch at 1303 West Hudson Road, Rogers, Arkansas; approval date March 6, 2014

- Welch State Bank, Welch, Oklahoma: branch at 2227 East Steve Owens Boulevard, Miami, Oklahoma; approval date March 12, 2014

- The First State Bank, Ryan, Oklahoma: branch at 1403 East Main Street, Weatherford, Oklahoma; approval date April 21, 2014

- American Heritage Bank, Sapulpa, Oklahoma: branch at 40201 West Highway 51, Mannford, Oklahoma; approval date June 16, 2014

- Citizens Security Bank & Trust Company, Bixby, Oklahoma; branch at 2525 East 21st Street, Tulsa, Oklahoma; approval date June 16, 2014

- RCB Bank, Claremore, Oklahoma; branch 1126 Rambling Oaks Drive, Norman, Oklahoma; approval date June 16, 2014

MAIN OFFICE RELOCATIONS

- Lakeside State Bank, Oologah, Oklahoma: from 12602 S. Old Highway 169 to 699 S. Highway 169, Oologah, Oklahoma; approval date December 3, 2013

BRANCH RELOCATIONS

- Grand Bank, Tulsa, Oklahoma: from 12345 S. Memorial Drive, Bixby, Oklahoma to 8200 E. 101st Street, Tulsa, Oklahoma; approval date July 29, 2013

- Sooner State Bank, Tuttle, Oklahoma: from 101 North Broadway to 127 North Broadway, Konawa, Oklahoma; approval date August 30, 2013

- Yorktown Bank, Pryor, Oklahoma: from 2201 East 21st Street to 2222 S. Utica Place, Tulsa, Oklahoma; approval date September 13, 2013

- Oklahoma State Bank, Guthrie, Oklahoma: from 900 36th Avenue Northwest to 2122 West Main, Norman, Oklahoma; approval date October 18, 2013

- Republic Bank & Trust, Norman, Oklahoma: from 11801 S. Western to 11671 S. Western, Oklahoma City, Oklahoma; approval date November 1, 2013

- American Heritage Bank, Sapulpa, Oklahoma: from 105 West Caddo Street to 100 North Broadway, Cleveland, Oklahoma; approval date January 24, 2014

BRANCH PURCHASE AND ASSUMPTIONS

- RCB Bank, Claremore, Oklahoma: purchase and assumption of 7 branches from SpiritBank, Tulsa, Oklahoma; approval date April 7, 2014

ACQUIRED BRANCHES

- BancFirst, Oklahoma City, Oklahoma: acquired branch at 2000 South Country Club Road, El Reno, Oklahoma; approval date January 24, 2014

- RCB Bank, Claremore, Oklahoma: acquired branches in Drumright, Oilton, Stroud, Edmond, Oklahoma City, Cushing and Stillwater, Oklahoma; approval date April 7, 2014

- Alva State Bank & Trust Company, Alva, Oklahoma: acquired branch at 1085 Main Street, Freedom, Oklahoma; approval date June 27, 2014

FINANCIAL SUBSIDIARIES

- None

OPERATING SUBSIDIARIES

- The Citizens State Bank, Okemah, Oklahoma: located at 5900 Mosteller Drive, Suite 10, Oklahoma City, Oklahoma (American Southwest Mortgage Funding Corp.); approval date September 3, 2013

- First State Bank, Elmore City, Oklahoma: located at 1704 South Boulevard, Suite B, Edmond, Oklahoma (American Mortgage Bank, LLC); approval date November 14, 2013

- First American Bank, Purcell, Oklahoma: located at 570 24th Avenue NW, Norman, Oklahoma (CFC Property Holdings, LLC); approval date February 4, 2014

- 1st Bank & Trust, Broken Bow, Oklahoma: located at 710 South Park Drive, Broken Bow, Oklahoma (King Baron LLC); approval date May 28, 2014

LOAN PRODUCTION/DEPOSIT PRODUCTION OFFICES

- Bank of the Wichitas, Snyder, Oklahoma: office at 201 North Main Street, Altus, Oklahoma; approval date August 12, 2013

- Bank of the Wichitas, Snyder, Oklahoma: office at 444 West State Highway 152, Mustang, Oklahoma; approval date August 12, 2013

- InterBank, Oklahoma City, Oklahoma: office at 262 Carroll Street, Fort Worth, Texas; approval date August 20, 2013

- Bank of the Wichitas, Snyder, Oklahoma: office at 203 South Broadway Street, Weatherford, Oklahoma; approval date September 25, 2013

- Bank of Cordell, Cordell, Oklahoma: office at 2448 East 81st Street, Tulsa, Oklahoma; approval date October 4, 2013

- RCB Bank, Claremore, Oklahoma: office at 1130 Rambling Oaks Drive, Suite 200, Norman, Oklahoma; approval date November 13, 2013

- InterBank, Oklahoma City, Oklahoma: office at 13900 North Portland, Oklahoma City, Oklahoma; approval date January 7, 2014

- Peoples Bank and Trust Company, Ryan, Oklahoma: office at 2236 NW 164th Street, Edmond, Oklahoma; approval date February 26, 2014

- Oklahoma Heritage Bank, Roff, Oklahoma: office at North Hills Shopping Center, Ada, Oklahoma; approval date March 7, 2014

- SpiritBank, Tulsa, Oklahoma: office at 2575 Kelley Pointe Parkway, Suite 180, Edmond, Oklahoma; approval date May 21, 2014

- SpiritBank, Tulsa, Oklahoma: office at 10441 South Regal Boulevard, Tulsa, Oklahoma; approval date May 21, 2014

- Union State Bank, Arkansas City, Kansas: office at 200 Frank Phillips Boulevard, Bartlesville, Oklahoma; approval date June 10, 2014

- Kirkpatrick Bank, Edmond, Oklahoma: office at 5801 Broadway Extension, Oklahoma City, Oklahoma; approval date June 19, 2014

TRUST ASSETS PURCHASE AND ASSUMPTIONS

- Heritage Trust Company, Oklahoma City, Oklahoma: purchased trust assets of NBC Oklahoma, Oklahoma City, Oklahoma; approval date November 15, 2013

BANK PURCHASE AND ASSUMPTIONS

- BancFirst, Oklahoma City, Oklahoma: purchase and assumption of The Bank of Union, El Reno, Oklahoma; approval date January 24, 2014

- Alva State Bank & Trust Company, Alva, Oklahoma: purchase and assumption of The Freedom State Bank, Freedom, Oklahoma; approval date June 27, 2014

NAME CHANGES

- The Bank of Verden, Verden, Oklahoma; corporate name change to Community Bank of Oklahoma; approval date December 18, 2013

SALES OF TRUST ASSETS

- MidFirst Trust Company, Oklahoma City, Oklahoma, assets sold to MidFirst Bank, Oklahoma City, Oklahoma; approval date January 24, 2014

SALES OF BANK ASSETS

- None

APPLICATIONS APPROVED BY THE STATE BANKING BOARD

July 1, 2013 through June 30, 2014

NEW BANK CHARTERS

- None

CONVERSIONS FROM NATIONAL BANKS TO STATE BANKS

- None

MERGERS

- The Carney State Bank, Carney, Oklahoma: merger with and into First Bank & Trust Company, Wagoner, Oklahoma; approval date February 19, 2014

- Park Cities Bank, Dallas, Texas: merger with and into InterBank, Oklahoma City, Oklahoma; approval date February 19, 2014

- Montezuma State Bank, Montezuma, Kansas: merger with and into Bank 7, Oklahoma City, Oklahoma; approval date February 19, 2014

ACQUIRED BRANCHES

- First Bank & Trust Company, Wagoner, Oklahoma: acquired branch at 302 North Highway 177, Carney, Oklahoma; approval date February 19, 2014

- InterBank, Oklahoma City, Oklahoma: acquired branch at 5307 East Mockingbird Lane, Dallas, Texas; approval date February 19, 2014

- Bank 7, Oklahoma City, Oklahoma: acquired branch at 209 North Aztec Street, Montezuma, Kansas; approval date February 19, 2014

DE NOVO BRANCHES

- None

MAIN OFFICE RELOCATIONS

- None

BRANCH RELOCATIONS

- None

OKLAHOMA STATE CHARTERED BANKS

as of June 30, 2014

Total Number of Banks – 160

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

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

Broken Bow
- 1st Bank & Trust

Buffalo
- Oklahoma State Bank

Burns Flat
- Washita State Bank

Calumet
- AllNations Bank

Canton
- Community State Bank of Canton

Carnegie
- The Farmers Bank

Chandler
- First Bank of Chandler

Chelsea
- Bank of Commerce

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

Clinton

- First Bank and Trust Company
- Oklahoma Bank and Trust Company

Collinsville

- American Bank of Oklahoma

Commerce

- First State Bank

Cordell

- Bank of Cordell

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
- F&M Bank
- First Commercial Bank
- Kirkpatrick Bank
- Prime Bank

Elk City

- Bank of Western Oklahoma

Elmore City

- First State Bank

Erick

- First American Bank

Eufaula

- Bank of Eufaula

Fairland

- The First Bank of Fairland

Fort Cobb

- Washita Valley Bank

Fort Gibson

- Fort Gibson State Bank

Grandfield

- First State Bank

Grove

- Bank of Grove
- Grand Savings Bank

Guthrie

- 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

Midwest City

- FNB Community Bank

Morris

- The Morris State Bank

Muskogee

- Armstrong Bank

Noble

- First State Bank

Norman

- Great Nations Bank
- Republic Bank & Trust

Nowata

- Regent Bank

Okarche

- The First Bank of Okarche

Okeene

- State Guaranty Bank

Okemah

- The Citizens State Bank

Oklahoma City

- All America Bank
- BancFirst
- Bank 2
- Bank 7
- The Bankers Bank
- First Enterprise Bank
- First Liberty Bank
- First Security Bank and Trust Company
- The First State Bank
- 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

- First Pryority Bank
- Yorktown Bank

Purcell

- First American Bank
- McClain Bank

Quinton

- The Farmers State Bank

Roff

- Oklahoma Heritage Bank

Ryan

- The First State Bank
- Peoples Bank and Trust Company

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

Tahlequah
- First State Bank

Temple
- First State Bank in Temple

Texhoma
- Anchor D Bank

Thomas
- The Bank of the West

Tulsa
- American Bank and Trust Company
- First Oklahoma Bank
- Freedom Bank of Oklahoma
- Grand Bank
- ONB Bank and Trust Company
- Patriot Bank
- Peoples Bank
- Security Bank
- SpiritBank

Tuttle
- Sooner State Bank

Valliant
- First State Bank

Verden
- The Bank of Verden

Vici
- Bank of Vici

Vinita
- Oklahoma State Bank

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

Yukon
- Bank of Commerce
- First State Bank
- YNB

OKLAHOMA STATE CHARTERED BANKS WITH BRANCH OFFICES

as of June 30, 2014

CITY	BANK	BRANCH LOCATION
A		
Ada	▪ Citizens Bank of Ada	Ada (2)
Altus	▪ Stockmans Bank	Gould, Hollis, Mangum, Texas branch in Addison
Alva	▪ Alva State Bank & Trust Company	Burlington, Enid, Freedom
Anadarko	▪ Anadarko Bank and Trust Company	Anadarko, Binger
	▪ First State Bank	Gracemont
Antlers	▪ FirstBank	Atoka, Coalgate, Hugo, Kiowa
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
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, Tuttle
Claremore	▪ RCB Bank	Blackwell, Broken Arrow (2), Catoosa (2), Claremore (3), Collinsville, Cushing, Drumright, Edmond (4), Inola, Oilton, Oklahoma City (3), Owasso (2), Ponca City (4), Pryor (2), Skiatook, Stillwater, Stroud, Kansas branches in Arkansas City (2) and Winfield
Cleo Springs	▪ Cleo State Bank	Carmen, Jet, Meno

Clinton	▪ Oklahoma Bank and Trust Company	Arapaho
Collinsville	▪ American Bank of Oklahoma	Muskogee (2), Ramona, Skiatook
Cushing	▪ Bank of Cushing and Trust Company	Cushing

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), Krum, McKinney, Sanger

E

Edmond	▪ The Citizens Bank of Edmond	Edmond (1)
	▪ F&M Bank	Crescent, Edmond, Guthrie (2), Kingfisher, Piedmont, Yukon
	▪ First Commercial Bank	Norman, Oklahoma City (4); Colorado branches in Colorado Springs, Englewood, Littleton, Lone Tree
	▪ Kirkpatrick Bank	Edmond (2), Oklahoma City; Colorado branch in Colorado Springs
Elk City	▪ Bank of Western Oklahoma	Cordell, Geary, Vici, Weatherford, Woodward

G

Grandfield	▪ First State Bank	Davidson
Grove	▪ Grand Savings Bank	Jay
Guthrie	▪ Oklahoma State Bank	Coyle, Edmond, Mulhall, Norman

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, Weatherford

K

Keyes	▪ High Plains Bank	Alva, Boise City, Cordell
Kremlin	▪ The Bank of Kremlin	Drummond, Enid (2), Goltry

M

Miami	▪ Security Bank and Trust Company	Miami
MIdwest City	▪ FNB Community Bank	Choctaw, Del City, Harrah, Midwest City, Moore, Tinker Air Force Base (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	Noble, 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, Claremore, Coweta, Davenport, Del City, Duncan (3), Edmond, El Reno, 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 (2), Muskogee (3), Nicoma Park (2), Norman (3), Okemah, Oklahoma City (16), Piedmont, Prague, Sand Springs (2), Seminole (2), Shawnee (3), Stillwater (4), Stratford, Stroud, Sulphur, Tahlequah (3), Tecumseh, Tishomingo, Tulsa (6), Union City, Weatherford
	▪ Bank 7	Camargo, Medford, Woodward (2); Kansas branches in Copeland, Montezuma
	▪ The Bankers Bank	Texas branch in McKinney
	▪ First Enterprise Bank	Oklahoma City (3)
	▪ The First State Bank	Canute
	▪ InterBank	Clinton, Edmond (2), El Reno (2), Elk City, Enid, Guthrie (2), Hennessey, Hobart, Kingfisher (2), Oklahoma City (4), Sayre; Texas branches in Aledo, Bluff Dale, Borger, Breckenridge, Canadian, Childress, Coleman, Dallas (3), Follett, Fort Worth, Friona, Glen Rose, Graham, Granbury, Olney, Panhandle, Seymour, Stephenville (2), Stinnett, Vega

Oklahoma City (Cont'd)	▪ NBC Oklahoma	Altus (4), Duncan, Enid, Kingfisher, Oklahoma City, Tulsa
	▪ Valliance Bank	Norman; Texas branch in McKinney
Oologah	▪ Lakeside State Bank	Chelsea
Owasso	▪ First Bank of Owasso	Owasso (2)

P

Perry	▪ Exchange Bank and Trust Company	Stillwater
	▪ First Bank & Trust Company, Perry, Oklahoma	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 (2)
	▪ Yorktown Bank	Tulsa
Purcell	▪ First American Bank	Garber, Maysville, Moore, Newcastle,
	▪ McClain Bank	Lexington, Noble, Norman, Purcell

Q

Quinton	▪ The Farmers State Bank	Red Oak, Stigler

R

Roff	▪ Oklahoma Heritage Bank	Byng

S

Sapulpa	▪ American Heritage Bank	Barnsdall, Bartlesville, Beggs, Cleveland (2), Glenpool, Kiefer, Kellyville, Mannford, Mounds, Pawhuska, Sand Springs (2), Sapulpa (2), 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

T

Tahlequah	▪ First State Bank	Keys
Texhoma	▪ Anchor D Bank	Goodwell, Guymon
Thomas	▪ The Bank of the West	Clinton, Leedey, Oklahoma City
Tulsa	▪ American Bank and Trust Company	Tulsa
	▪ First Oklahoma Bank	Glencoe, Tulsa
	▪ Grand Bank	Bixby, Claremore, Tulsa

Tulsa (Cont'd)	▪ ONB Bank and Trust Company	Edmond, Owasso, Sapulpa, Stillwater, Tulsa (3)
	▪ Peoples Bank	Tulsa
	▪ SpiritBank	Bristow, Depew, Sapulpa, Tulsa (3)
Tuttle	▪ Sooner State Bank	Konawa, Newcastle, The Village

V

Vinita	▪ Oklahoma State Bank	Afton, Langley

W

Wagoner	▪ First Bank & Trust Company	Carney, 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
Wewoka	▪ Security State Bank of Wewoka, Oklahoma	Fairfax, Seminole
Wilburton	▪ Wilburton State Bank	Wilburton
Woodward	▪ The Stock Exchange Bank	Woodward (2)

Y

Yukon	▪ Bank of Commerce	El Reno, Mustang, Yukon
	▪ YNB	Bethany, Mustang, Yukon (2)

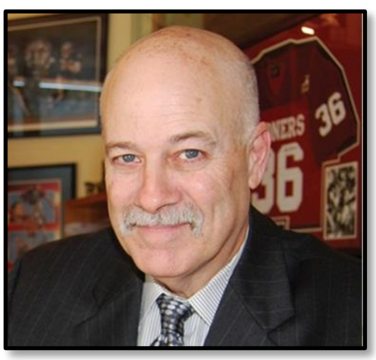
Credit Unions

STATE CREDIT UNION BOARD

Mick Thompson
State Bank Commissioner
Oklahoma City
Term expires September 1, 2016

Jason Boesch
Manager
Energize Credit Union
Oklahoma City
Term expires October 11, 2017

Richard N. Ficken
Lay Member
Tulsa
Term expires October 11, 2016



Mark W. Kelly
President and CEO
Oklahoma Employees Credit Union
Oklahoma City
Term expires October 1, 2018

Gina Wilson
President and CEO
Oklahoma Central Credit Union
Tulsa
Term expires October 11, 2015

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

as of December 31, 2013

Number of Credit Unions – 18

Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	194,264
Total Loans	2,790,644
Loans Held for Sale	3,598
Less: Allowance for Loan Losses	(26,825)
Total Investments (Market Value, AFS only)	1,388,025
Land & Building (Net of Depreciation)	106,337
Other Fixed Assets	10,183
Other Real Estate Owned	3,236
Share Insurance Capitalization Deposit	36,108
Other Assets (including Share Insurance Fund)	53,927
TOTAL ASSETS	**4,559,497**

LIABILITIES	Thousands of Dollars
Total Borrowings	242,542
Dividend/Interest Payable	596
Accounts Payable and Other Liabilities	42,324
TOTAL LIABILITIES	**285,462**
TOTAL SHARES AND DEPOSITS	**3,785,778**

EQUITY	Thousands of Dollars
Regular Reserves	68,895
Plus: Unrealized G/L on AFS Securities	(3,920)
Other Reserves and Miscellaneous Equity	4,911
Reserve for Nonconforming Investments	0
Undivided Earnings (including YTD Net Income)	418,371
TOTAL EQUITY	**488,257**
TOTAL LIABILITIES, SHARES, AND EQUITY	**4,559,497**

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED CREDIT UNIONS

as of June 30, 2014

Number of Credit Unions – 17

Corporate Credit Unions – None

ASSETS	Thousands of Dollars
Cash, Cash Equivalents and Cash on Deposit	183,403
Total Loans	2,888,088
Loans Held for Sale	2,897
Less: Allowance for Loan Losses	(26,799)
Total Investments (Market Value, AFS only)	1,449,350
Land & Building (Net of Depreciation)	108,477
Other Fixed Assets	9,769
Other Real Estate Owned	3,498
Share Insurance Capitalization Deposit	36,068
Other Assets (including Share Insurance Fund)	54,637
TOTAL ASSETS	**4,709,388**

LIABILITIES	Thousands of Dollars
Total Borrowings	277,614
Dividend/Interest Payable	595
Accounts Payable and Other Liabilities	55,812
TOTAL LIABILITIES	**334,021**
TOTAL SHARES AND DEPOSITS	**3,859,642**

EQUITY	Thousands of Dollars
Regular Reserves	68,447
Plus: Unrealized G/L on AFS Securities	6,700
Other Reserves and Miscellaneous Equity	4,860
Reserve for Nonconforming Investments	0
Undivided Earnings (including YTD Net Income)	435,718
TOTAL EQUITY	**515,725**
TOTAL LIABILITIES, SHARES, AND EQUITY	**4,709,388**

SUMMARY OF CHANGES

OKLAHOMA STATE CHARTERED CREDIT UNIONS

July 1, 2013 through June 30, 2014

NAME CHANGE

- Oklahoma RE&T Employees Credit Union, Oklahoma City, Oklahoma: name change to Energize Credit Union; effective date April 15, 2014

CONVERSIONS

- None

MERGERS

- NEO Federal Credit Union, Miami, Oklahoma, merged with and into TTCU The Credit Union, Tulsa, Oklahoma, effective October 1, 2013

- Midwest City Credit Union, Midwest City, Oklahoma, merged with and into Oklahoma Federal Credit Union, Oklahoma City, Oklahoma, effective April 25, 2014

OKLAHOMA STATE CHARTERED CREDIT UNIONS

as of June 30, 2014

Total Number of Credit Unions - 17

Anadarko

- Cooperative Employees Credit Union

El Reno

- El Reno RIL Credit Union

McAlester

- McAlester Credit Union

Oklahoma City

- Allegiance Credit Union
- Credit Union One of Oklahoma
- Energize Credit Union
- FAA Credit Union
- Municipal Employees Credit Union
- Oklahoma Educators Credit Union
- Oklahoma Employees Credit Union
- Teachers Credit Union
- WEOKIE Credit Union

Ponca City

- Cherokee Strip Credit Union

Tulsa

- Fire Fighters Credit Union
- Fraternal Order of Police Credit Union
- Oklahoma Central Credit Union
- TTCU The Credit Union

Trust Companies

OKLAHOMA STATE CHARTERED TRUST COMPANIES

as of June 30, 2014

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	9
	▪	Heritage Trust Company	2
	▪	North Bay Trust Company	0
Tulsa	▪	AmeriTrust Corporation	2
	▪	The Trust Company of Oklahoma	3

- *MidFirst Trust Company, Oklahoma City, transferred its trust assets and liquidated effective April 30, 2014.*

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED TRUST COMPANIES

as of December 31, 2013

Number of Trust Companies – 9

ASSETS	Thousands of Dollars
Cash & Due From Banks	41,479
Notes, Loans & Other Receivables	3,548
Stocks, Bonds, Securities & Investments	19,078
Trust Company Premises, Furniture, Fixtures, and Other Assets Representing Trust Company Premises	1,954
Other Real Estate	0
Investments in Subsidiaries	11,484
Title Records	2,051
Other Assets	3,164
TOTAL ASSETS	**82,758**

LIABILITIES	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnerships and Corporations	0
Certificates & Other Forms Representing Deposits of Government and Political Subdivisions	0
Accounts Payable	2,376
Notes Payable	0
Custodial and Escrow Accounts Payable	11,827
Reserve Provision for Taxes, Interest, etc.	816
Other Liabilities	275
TOTAL LIABILITIES	**15,294**

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	3,900
Surplus	40,358
Paid in Excess	0
Undivided Profits	(2,057)
Reserves for Contingency & Other Capital Reserves including Provisions for Abstract & Title Guarantees	25,263
TOTAL CAPITAL ACCOUNTS	**67,464**
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS	**82,758**

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED TRUST COMPANIES

as of June 30, 2014

Number of Trust Companies – 8

ASSETS	Thousands of Dollars
Cash & Due From Banks	15,721
Notes, Loans & Other Receivables	3,640
Stocks, Bonds, Securities & Investments	20,986
Trust Company Premises, Furniture, Fixtures, and Other Assets Representing Trust Company Premises	1,808
Other Real Estate	0
Investments in Subsidiaries	11,424
Title Records	2,048
Other Assets	3,175
TOTAL ASSETS	**58,802**

LIABILITIES	Thousands of Dollars
Certificates & Other Forms Representing Deposits of Individuals, Partnerships and Corporations	
Certificates & Other Forms Representing Deposits of Government and Political Subdivisions	0
Accounts Payable	1,020
Notes Payable	0
Custodial and Escrow Accounts Payable	7,701
Reserve Provision for Taxes, Interest, etc.	1,200
Other Liabilities	974
TOTAL LIABILITIES	**10,895**

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	3,131
Surplus	17,292
Paid in Excess	0
Undivided Profits	2,344
Reserves for Contingency & Other Capital Reserves including Provisions for Abstract & Title Guarantees	25,140
TOTAL CAPITAL ACCOUNTS	**47,907**
TOTAL LIABILITIES, RESERVES & CAPITAL ACCOUNTS	**58,802**

Savings and Loans

OKLAHOMA STATE CHARTERED SAVINGS AND LOAN ASSOCIATIONS

as of June 30, 2014

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, 2013 through June 30, 2014

MERGERS

- None

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED SAVINGS AND LOAN ASSOCIATIONS

as of December 31, 2013

Number of Savings & Loans – 1

ASSETS	Thousands of Dollars
Cash and Investment Securities	4,831
Other Investment Securities	1,177
Mortgage Loans	3,009
Non-Mortgage Loans	133
Repossessed Real Estate and Other Assets	1
Real Estate Held for Investment	58
Investment in Subsidiaries	0
Premises and Equipment	44
Other Assets	49
TOTAL ASSETS	**9,302**

LIABILITIES	Thousands of Dollars
Deposits	6,379
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	(30)
TOTAL LIABILITIES	**6,349**

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Paid in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Retained Earnings	2,069
TOTAL EQUITY CAPITAL	**2,953**
TOTAL LIABILITIES AND EQUITY CAPITAL	**9,302**

CONSOLIDATED REPORT OF CONDITION

OKLAHOMA STATE CHARTERED SAVINGS AND LOAN ASSOCIATIONS

as of June 30, 2014

Number of Savings & Loans – 1

ASSETS	Thousands of Dollars
Cash and Investment Securities	4,741
Other Investment Securities	1,168
Mortgage Loans	2,974
Non-Mortgage Loans	124
Repossessed Real Estate and Other Assets	0
Real Estate Held for Investment	33
Investment in Subsidiaries	0
Premises and Equipment	36
Other Assets	73
TOTAL ASSETS	**9,149**

LIABILITIES	Thousands of Dollars
Deposits	6,322
Advances from Federal Home Loan Bank	0
Other Borrowings	0
Other Liabilities	(90)
TOTAL LIABILITIES	**6,232**

EQUITY CAPITAL	Thousands of Dollars
Common Stock	100
Paid in Excess of Par	784
Unrealized Gains (Losses) on Available-for-Sale Securities	0
Retained Earnings	2,033
TOTAL EQUITY CAPITAL	**2,917**
TOTAL LIABILITIES AND EQUITY CAPITAL	**9,149**

Sale of Checks

SALE OF CHECKS

(MONEY ORDER COMPANIES)

as of June 30, 2014

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	33
American Express Travel Related Services Co., Inc.	New York, NY	7
Barri Money Services, LLC	Houston, TX	13
BCV Holdings, LP *d/b/a American Money Order Company*	Broken Arrow, OK	9
Blackhawk Network California, Inc.	Pleasanton, CA	317
Continental Exchange Solutions, Inc.	Buena Park, CA	0
Convenience Express Money Orders, LLC	Oklahoma City, OK	109
DolEx Dollar Express, Inc.	Arlington, TX	1
E-Z Mart Stores, Inc.	Texarkana, TX	78
Global Cash Access, Inc.	Las Vegas, NV	29
Google Payment Corp. d/b/a/ Google Wallet	Mountain View, CA	0
Grocers Express, LLC	Oklahoma City, OK	14
GSC Enterprises, Inc. *d/b/a Fidelity Express Money Order Company*	Sulphur Springs, TX	20
Integrated Payment Systems, Inc.	Atlanta, GA	0
Intermex Wire Transfer, LLC	Miami, FL	2
JK&K Corporation d/b/a Retailers Express Money Order Company	Tuttle, OK	165
Michael F. “Mick” LaFevers	Poteau, OK	10
MoneyGram Payment Systems, Inc.	Minneapolis, MN	595
Order Express, Inc.	Chicago, IL	1
Stripes, LLC	Corpus Christi, TX	19
Travelex Currency Services, Inc.	New York, NY	0
Western Union Business Solutions, (USA) LLC	Washington DC	0
Western Union Financial Services, Inc.	Englewood, CO	1,114

Money Transmission

MONEY TRANSMISSION LICENSEES

as of June 30, 2014

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, Inc.	Irving, TX	23
ADP Payroll Services, Inc.	San Dimas, CA	0
Amazon Payments, Inc.	Seattle, WA	0
American Express Travel Related Services Company, Inc.	New York, NY	0
Ascendant FX Capital USA, Inc.	Jersey City, NJ	0
Associated Foreign Exchange, Inc.	Woodland Hills, CA	0
BCV Holdings, L.P.	Tulsa, OK	0
Bancomer Transfer Services, Inc.	Houston, TX	0
Barri Money Services, LLC	Houston, TX	19
Blackhawk Network California, Inc.	Pleasanton, CA	298
Cambridge Mercantile Corp. (U.S.A.)	New York, NY	0
CheckFreePay Corporation	Wallingford, CT	247
CoinX	Atlanta, GA	0
Continental Exchange Solutions, Inc.	Buena Park, CA	213
Custom House (USA) Ltd.	Englewood, CO	0
Dartmouth Capital, LLC	Boston, MA	0
DolEx Dollar Express, Inc.	Arlington, TX	7
Enramex, Inc.	Wheatridge, CO	13
Ethos Group Payment Services, Inc.	Irving, TX	9
Facebook Payments, Inc.	Menlo Park, CA	0
Google Payment Corp.	Mountain View, CA	0
GSC Enterprises, Inc. d/b/a Fidelity Express	Sulphur Springs, TX	95
Hong Lan Services, Inc.	Westminster, CA	3

IDT Payment Services, Inc.	Newark, NJ	0
Integrated Payment Systems, Inc.	Greenwood Village, CO	0
Intermex Wire Transfer, LLC	Miami, FL	20
Intuit Payments, Inc.	Mountain View, CA	0
ITC Financial Licenses, Inc.	Columbus, GA	1,140
JPay	Miami, FL	0
Keefe Commissary Network, LLC	St. Louis, MO	4
Kwik Dollar, LLC	Houston, TX	21
Maxitransfers Corporation	Irving, TX	35
Mexico Transfers,Inc.	Irving, TX	8
Moneydart Global Services, Inc.	Woodbridge, NJ	0
MoneyGram Payment Systems, Inc.	Minneapolis, MN	571
Nationwide Biweekly Administration, Inc.	Xenia, Ohio	0
NetSpend Corporation	Austin, TX	1,149
Official Payments Corporation	Norcross, GA	0
Order Express, Inc.	Chicago, IL	0
PayNearMe, MT, Inc.	Sunnyvale, CA	0
Payoneer, Inc.	New York, NY	0
PayPal	San Jose, CA	4
PreCash, Inc.	Houston, TX	211
Servicio Uniteller, Inc.	Rochelle Park, NJ	3
Sigue Corporation	Sylmar, CA	172
Skrill, USA, Inc.	Brooklyn, NY	0
Softgate Systems, Inc.	Fairfield, NJ	57
Square, Inc.	San Francisco, CA	0
Swanson Services Corporation	Denver, CO	6
Tempus, Inc.	Washington, DC	0
Tiger Commissary Services, Inc.	Jonesboro, AR	0
TouchPay Holdings, LLC	Irving, TX	0

Trans-Fast Remittance LLC	New York, NY	2
Transfermate, Inc.	Chicago, IL	0
Travelex Currency Services, Inc.	New York, NY	0
Unidos Financial Services, Inc.	Greenwood Village, CO	12
U.S.Forex, Inc.	San Francisco, CA	0
U.S. Payments, LLC	Tulsa, OK	0
Viamericas Financial Services Corporation	Bethesda, MD	139
Western Union Business Solutions (USA), LLC	Washington, DC	0
Western Union Financial Services, Inc.	Englewood, CO	699
World First USA, Inc.	Arlington, VA	0
Xoom Corporation	San Francisco, CA	0

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