



**First National Bank  
and Trust Company**

2520042392471

KEITH KING  
Senior Vice President  
and Chief Financial Officer  
(405) 221-1155

March 19, 1998

Top Hat Plan Exemption  
Pension and Welfare Benefits Administration  
U.S. Department of Labor  
200 Constitutional Avenue NW, Room N-5644  
Washington, D.C. 20210

## STATEMENT OF DEFERRED COMPENSATION PLANS

In order to comply with Part 1 of Title I of ERISA, First National Bank & Trust Company of Ardmore is hereby filing this statement with the Secretary of Labor.

First National Bank & Trust Company of Ardmore whose address is:

405 West Main  
P.O. Box 69  
Ardmore, Oklahoma 73402

and whose employer identification number is: 73-0130930,  
maintains three (3) deferred compensation plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

The first plan entitled "First National Corporation of Ardmore Deferred Bonus Plan" defers the bonus of one employee. That employee is the Bank's Executive Vice President.

The second plan entitled "First National Corporation of Ardmore Deferred Compensation Plan" enhances the retirement security of certain management and highly compensated employees by deferring their bonuses. Currently, there are six (6) employees who are covered under this plan.

The third plan entitled "First National Corporation of Ardmore Deferred Director Fees Plan" enables the 12 members of the Bank's board of directors who receive fees, to defer their director fees. Currently five (5) members of the board of directors have elected to defer all or a part of their director fees.

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The plan documents are available upon request and can be obtained by writing  
Keith King, Senior Vice President & CFO  
First National Bank & Trust Company of Ardmore,  
at the above address.

Respectfully yours,

A handwritten signature in black ink, appearing to read "Keith King". The signature is fluid and cursive, with a large initial "K" and "K".

Keith King  
Senior Vice President & CFO

KK/kek

cc: Curtis Davidson, C.P.A.



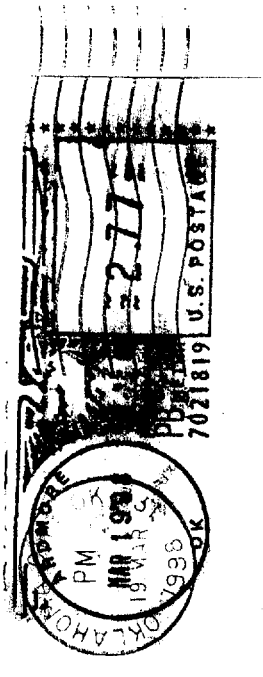
**First National Bank  
and Trust Company**

405 West Main  
P.O. Box 69  
Ardmore, OK 73402-0069  
Member FDIC

**CERTIFIED**

Z 464 904 033

**MAIL**



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