

Governor Brad Henry,
Member Ex-Officio
Douglas F. Riebel,
Chairman
Mike Leonard,
Vice-Chairman
Greg Massey,
Secretary & Treasurer
Clark Brewster,
Member
Hal Ellis,
Member
C. Kendric Fergeson,
Member
Phil Tomlinson,
Secretary of Transportation



**Oklahoma Turnpike
Authority
Report to Bondholders
Third Quarter 2006**

**Phil Tomlinson, Director
and Secretary of Transportation**

Brad Henry
Governor
Member Ex-Officio



Phil Tomlinson
Director
Secretary of Transportation

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Dear Oklahoma Turnpike Authority Bondholders:

Though the third quarter began on a slow note, primarily as a result of the busiest day of the July 4th holiday weekend falling in the end of the second quarter, September's Labor Day weekend traffic rose a significant 14.6% when compared to 2005 third quarter. Overall, third quarter 2006 net toll revenues generated a 1.1% increase over the third quarter of 2005, and year-to-date toll revenues as of September 30, 2006 have exceeded \$145.3 million. The Chickasaw Turnpike opened to traffic in late September after the completion of a major pavement rehabilitation project. Toll transactions during the third quarter of 2006 surpassed 34.4 million, a strong 2.8% increase above the third quarter of 2005. The John Kilpatrick and Creek Turnpikes continued to experience significant growth with toll transactions increasing 8.8% on the John Kilpatrick Turnpike and 6.2% on the Creek Turnpike over the same period last year. While annual toll revenues as of September 30, 2006 reported at slightly .7% under projections, total net revenues for 2006 exceeded budget projections by 4.4%. Revenue fund operating expenses for 2006 continue to be held substantially below estimates, operating at 10.5% below the annual operating budget. Total debt service coverage continues to exceed minimum trust requirements on a rolling twelve-month basis by approximately 18%.

In August, the Oklahoma Turnpike Authority (OTA) issued through a negotiated sale, six separate series of Refunding Second Senior Revenue Bonds totaling \$635,590,000. The Series 2006 Revenue bonds consisted of the Series 2006A fixed rate bonds totaling \$104,709,000 and the five separate Series 2006B-F variable rate bonds totaling \$530,800,000. The New York municipal credit rating agencies Moody's, Standard and Poor's, and Fitch upheld their ratings of Aa, AA-, and AA-, respectively, which led to the bonds being sold at very competitive rates. The fixed rate bonds were sold on August 7th and 8th, with virtually all of the bonds being sold at retail within the State of Oklahoma and resulting coupons ranging from 3.5% to 4%. The variable rate bonds were sold on August 23rd at an initial interest rate of 3.58% with a weekly reset. The \$530,800,000 in variable rate bonds are being hedged with five interest rate swap agreements to convert the Authority's variable interest rate exposure to a fixed rate exposure. Under the terms of the swap agreements, each month the Authority pays the swap providers a fixed rate of 3.859% and in turn receives a payment from the swap providers at a rate equal to the Bond Market Association Index. The bonds closed on August 24th and resulted in net present value savings of just over \$40 million.

Chart 1: Three-Year Comparison of Toll Revenues

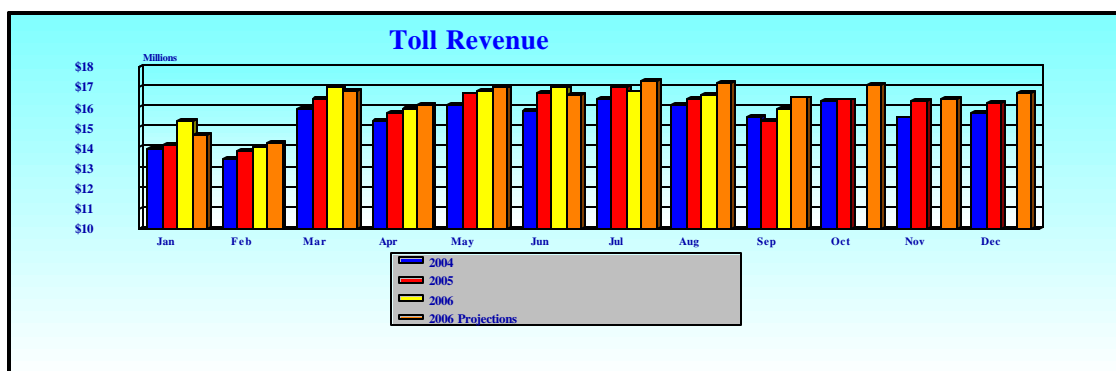


Chart 2: 2006 Operating Expenses – Budget vs. Actual Revenue Fund Only (cumulative)

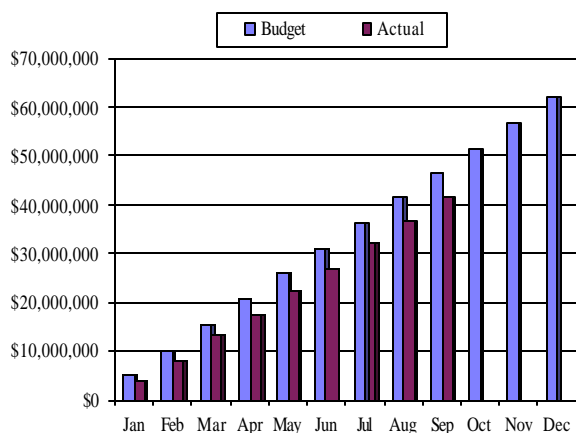
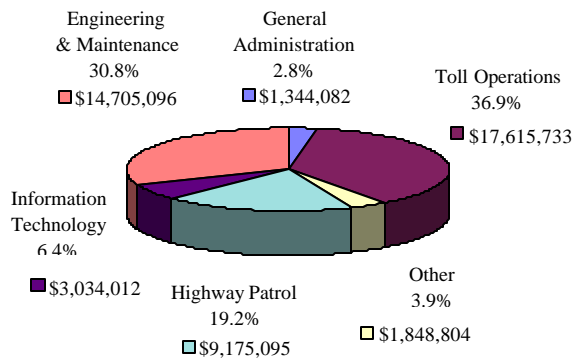


Chart 3: Operating Expenses by Division-All Funds For the Nine Months Ended September 30, 2006



Third Quarter Highlights:

Douglas F. Riebel Chairman	Mike Leonard Vice Chairman	Greg Massey Secretary & Treasurer	C. Kendrick Ferguson Member	Hal Ellis Member	Clark Brewster Member
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- Achieving system maintenance, rehabilitation and improvements identified in the OTA’s five-year Capital Plan remains a priority for the Authority. The major pavement rehabilitation project on the Chickasaw Turnpike was completed in late September with the final additions of sodding and signing still underway. The new toll plaza side gates at Stroud, Afton and Vinita have been completed. In addition, several bridge and pavement rehabilitation projects continued throughout the System.
- The Information Technology (IT) staff continued to progress on the design and development of cEnterprise, OTA’s next generation Customer Account Management software suite. The IT Division, working with the PIKEPASS and Controller Divisions, has made significant progress in the development of reports for this software. During September, IT staff also installed new high-performance, high availability firewalls on OTA’s computer network.
- In September, several members of OTA management staff attended the annual International Bridge, Tunnel and Turnpike Association (IBTTA) conference in Dallas, Texas. IBTTA is an organization comprised of numerous representatives from turnpikes, bridges and tunnels around the world. This conference creates a network for transportation organizations to exchange information and ideas for improving efficiency in operations.
- In July, Toll Division management staff traveled to Houston, Texas to meet with management staff from TransCore, the OTA’s vendor for its electronic toll collection system hardware and software. This group reviewed issues relating to the system and efficient turnpike operation.
- During the third quarter, the OTA’s Maintenance Division along with the supplementation of inmate labor and contractors performed several routine maintenance functions. The Maintenance Division achieved necessary fence repair and replacement and approximately 1,700,000 linear feet of striping and joint/crack sealing. In addition, typical vegetation management and trash removal was performed as well.
- As of September 30, 2006, active PIKEPASS tags totaled 766,010 and active PIKEPASS accounts totaled 418,180, an increase of 7.5% over the number of active PIKEPASS accounts at September 30, 2005. PIKEPASS patrons continued to take advantage of the PIKEPASS volume discount program. Discounts issued to frequent patrons of the System were approximately \$701,433 during the third quarter of 2006, a steady 3.4% increase over the third quarter of 2005.

- The Toll Division Training Branch conducted several training seminars throughout the third quarter for employees. Topics included fiscal responsibility, manual lane terminal training and the new Nova Time timekeeping system.
- The Oklahoma Highway Patrol troopers continued their efforts to achieve safe patron travel through several enforcement programs. In the third quarter of 2006, OHP troopers made 33,384 violator contacts and assisted 3,023 motorists.

Respectfully,

Douglas F. Riebel
Chairman of the Authority

Phil Tomlinson
Director and Secretary of Transportation

**OKLAHOMA TURNPIKE AUTHORITY
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Prepared by the Controller Division

PRELIMINARY AND UNAUDITED

Oklahoma Turnpike Authority
Statements of Net Assets
September 30, 2006 and 2005

	2006	2005
<u>Assets</u>		
Current assets:		
Cash and cash equivalents *	\$ 19,385,186	\$ 12,543,189
Investments	125,402,854	145,731,309
Accounts receivable	1,580,655	1,377,743
Accrued interest receivable	1,762,449	2,205,233
Prepaid expenses	3,371	2,932
Materials inventory	1,262,238	1,299,559
Total current assets	149,396,753	163,159,965
Restricted assets:		
Cash and cash equivalents *	7,000,773	6,535,967
Investments	178,210,061	213,849,400
Accrued interest receivable	1,791,252	2,235,929
Total restricted assets	187,002,086	222,621,296
Capital Assets:		
Land	162,775,877	162,600,867
Construction work in progress	116,094,004	55,127,108
Property and equipment	1,892,927,733	1,849,008,397
Less accumulated depreciation and amortization	(1,002,988,711)	(934,259,212)
Net capital assets	1,168,808,903	1,132,477,160
Revenue bond issuance costs (net of accumulated amortization of \$1,240,057 and \$2,072,825 in 2006 and 2005, respectively)	7,592,228	7,864,163
Total assets	1,512,799,970	1,526,122,584
<u>Liabilities</u>		
Current liabilities:		
Accounts payable and accrued expenses	4,796,070	3,048,253
Liabilities payable from restricted assets:		
Accounts payable and accrued expenses	1,606,124	1,603,263
Accrued interest payable	10,515,599	15,298,655
Deferred revenue	19,818,825	22,558,498
Current portion of revenue bonds payable	36,870,000	27,845,000
Total liabilities payable from restricted assets	68,810,548	67,305,416
Long-term debt:		
Revenue bonds, net of unamortized net premiums of \$13,928,939 and \$13,632,149 in 2006 and 2005, respectively, and of unamortized net deferred debit on refundings of \$43,896,601 and \$22,192,215 in 2006 and 2005, respectively	1,130,062,338	1,165,132,793
Payable to Department of Transportation	46,738,468	45,639,574
Total long-term debt	1,176,800,806	1,210,772,367
Total liabilities	1,250,407,424	1,281,126,036
<u>Net Assets</u>		
Invested in capital assets, net of related debt	343,963	(62,204,997)
Restricted for debt service	81,710,775	74,919,105
Restricted for reserve maintenance	35,473,422	76,350,631
Restricted for other purposes	935,323	(3,508,283)
Unrestricted	143,929,063	159,440,092
Commitments and contingencies	-	-
Total net assets	\$ 262,392,546	\$ 244,996,548

**Oklahoma Turnpike Authority
Schedule of Deposits and Withdrawals
For the Quarter Ending September 30, 2006**

Account	Beginning Book Balance	Receipts or Deposits	Withdrawals or Payments	Ending Book Balance
1992 Debt service accounts	758,790	5,491,947	6,250,737	0
1998 Debt service accounts	25,618,199	87,278,326	99,466,621	13,429,904
2002 Debt service accounts	23,364,270	78,807,105	80,502,516	21,668,859
2006 Fixed rate debt service accounts	0	641,368,983	639,921,699	1,447,284
2006 Variable rate debt service accounts	0	4,655,165	2,948,201	1,706,964
1992 1st Sr. bond reserve account	1,711,919	30,291	247	1,741,963
2nd Sr. bond reserve account	50,936,450	0	0	50,936,450
Revenue fund	19,227,123	89,082,123	91,811,800	16,497,446
Reserve maintenance fund	51,785,233	390,682,614	406,450,023	36,017,824
General fund	127,740,276	873,387,682	872,837,364	128,290,594
Motor fuel tax trust fund	37,217,464	12,348,223	11,952,049	37,613,638
PIKEPASS account	18,939,832	28,900,244	27,192,128	20,647,948
Total	<u>\$ 357,299,556</u>			<u>\$ 329,998,874</u>
				Cash & Cash Equivalents-unrestricted 19,385,186
				Investments-unrestricted 125,402,854
				Cash & Cash Equivalents-restricted 7,000,773
				Investments-restricted 178,210,061
			Total	<u>\$ 329,998,874</u>

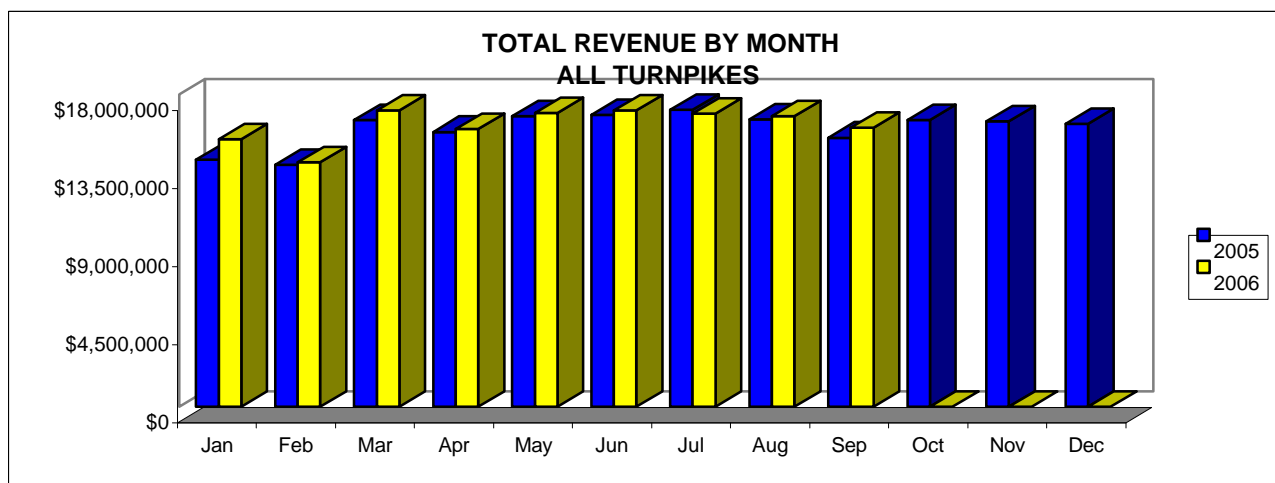
Oklahoma Turnpike Authority
Statements of Revenues, Expenses and Changes in Net Assets
For the Quarters Ended and Year to Date September 30, 2006 and 2005

	2006 Current Quarter	2005 Current Quarter	2006 Year to Date	2005 Year to Date
Operating revenues:				
Tolls	\$ 49,305,149	\$ 48,769,997	\$ 145,308,200	\$ 142,266,590
Concessions	393,736	398,204	1,087,929	1,068,697
Total operating revenues	49,698,885	49,168,201	146,396,129	143,335,287
Operating expenses:				
Toll Operations	4,013,885	3,919,272	12,211,781	10,670,129
Turnpike Maintenance	3,771,738	3,844,179	13,127,681	10,886,473
Engineering	531,277	443,217	1,577,415	1,169,623
Highway Patrol	3,190,387	2,980,911	9,175,095	8,378,690
PIKEPASS Customer Service	1,916,662	1,940,715	5,403,952	5,113,892
General Administration	484,324	411,199	1,344,082	1,294,503
Information Technology	1,093,634	959,833	3,034,012	2,952,480
Controller	153,887	143,955	470,057	454,018
Finance and Revenue	92,930	202,732	295,209	494,637
Executive	356,658	445,030	1,080,419	1,340,021
Authority	1,053	333	3,119	586
Total operating expenses before depreciation and amortization	15,606,435	15,291,376	47,722,822	42,755,052
Operating income before depreciation and amortization	34,092,450	33,876,825	98,673,307	100,580,235
Depreciation and amortization	(17,842,810)	(18,016,988)	(53,983,130)	(53,329,390)
Operating income	16,249,640	15,859,837	44,690,177	47,250,845
Non-operating revenues (expenses):				
Interest earned on investments	3,082,692	3,397,654	9,446,486	9,871,002
Net increase (decrease) in fair value of investments	2,305,747	(1,741,251)	1,526,435	(3,875,441)
Interest expense on revenue bonds outstanding	(11,351,277)	(16,104,870)	(41,688,221)	(48,394,397)
Settlement of PIKEPASS Litigation	-	(9,300,000)	-	(9,300,000)
Other	506,842	270,837	1,203,759	704,440
Net non-operating expenses	(5,455,996)	(23,477,630)	(29,511,541)	(50,994,396)
Change in net assets	10,793,644	(7,617,793)	15,178,636	(3,743,551)
Total net assets, beginning of the quarter	251,598,902	252,614,341	247,213,910	248,740,099
Total net assets, end of the quarter	\$ 262,392,546	\$ 244,996,548	\$ 262,392,546	\$ 244,996,548
Other relevant data:				
Motor fuel tax received	\$ 10,630,158	\$ 10,397,908	\$ 30,330,484	\$ 29,194,803
Reserve maintenance deposits made	7,780,000	7,110,000	23,320,000	21,330,000
Debt interest deposits (net of interest earned on debt service accounts)	13,793,049	15,080,963	43,475,718	45,536,163
Debt principal deposits (net of interest earned on debt service accounts)	9,215,555	6,863,165	28,030,263	20,706,247
			Actual Coverage Ratio	Actual Coverage Ratio
Senior Debt Service Coverage Ratio			205%	216%
Total Debt Service Coverage Ratio			118%	126%

**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
TOTAL ALL TURNPIKES**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 28,551,322	628,314,263	31,095,645
Three Axle Vehicles	739,736	11,461,087	405,663
Four Axle Vehicles	1,474,144	16,129,346	427,386
Five Axle Vehicles	18,009,384	118,749,775	2,481,193
Six Axles Vehicles	530,563	2,864,098	73,777
Total	\$ 49,305,149	777,518,569	34,483,664
Concession Revenue	393,736		
Total Revenue	\$ 49,698,885		
% Increase from prior year quarter	1.08%		

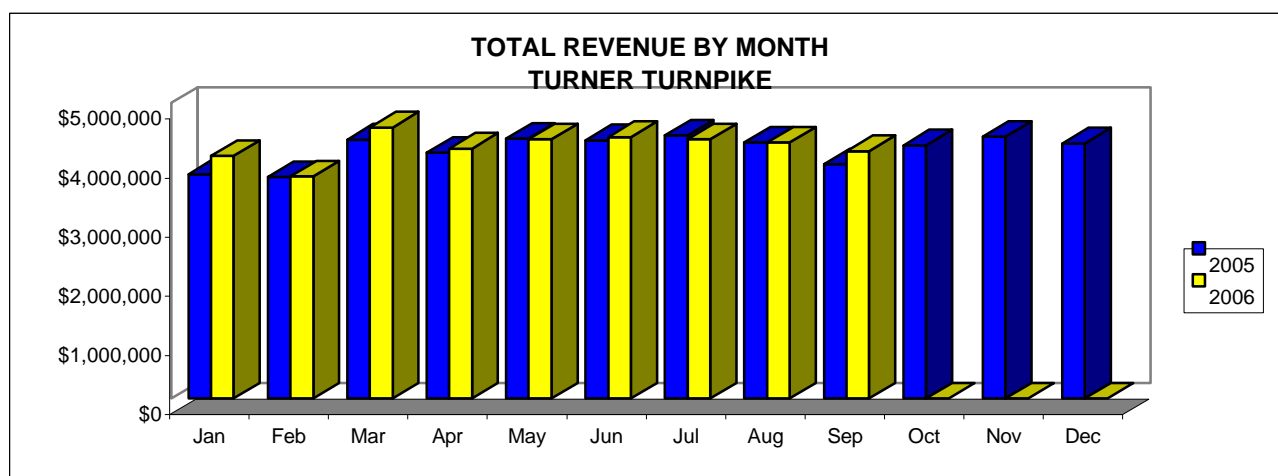
Quarter ended September 2005			
Two Axle Vehicles	\$ 28,494,335	604,145,216	30,273,435
Three Axle Vehicles	754,467	11,652,804	388,535
Four Axle Vehicles	1,408,678	15,218,337	393,060
Five Axle Vehicles	17,655,066	113,787,063	2,427,969
Six Axles Vehicles	457,451	2,370,617	61,138
Total	\$ 48,769,997	747,174,037	33,544,137
Concession Revenue	398,204		
Total Revenue	\$ 49,168,201		



**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
TURNER TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 6,014,766	166,077,138	3,177,999
Three Axle Vehicles	189,333	3,138,269	48,894
Four Axle Vehicles	431,313	4,721,754	64,968
Five Axle Vehicles	5,974,114	38,274,896	486,776
Six Axles Vehicles	176,431	954,017	12,370
Total	\$ 12,785,957	213,166,074	3,791,007
Concession Revenue	112,014		
Total Revenue	\$ 12,897,971		
% Increase from prior year quarter	<u>1.23%</u>		

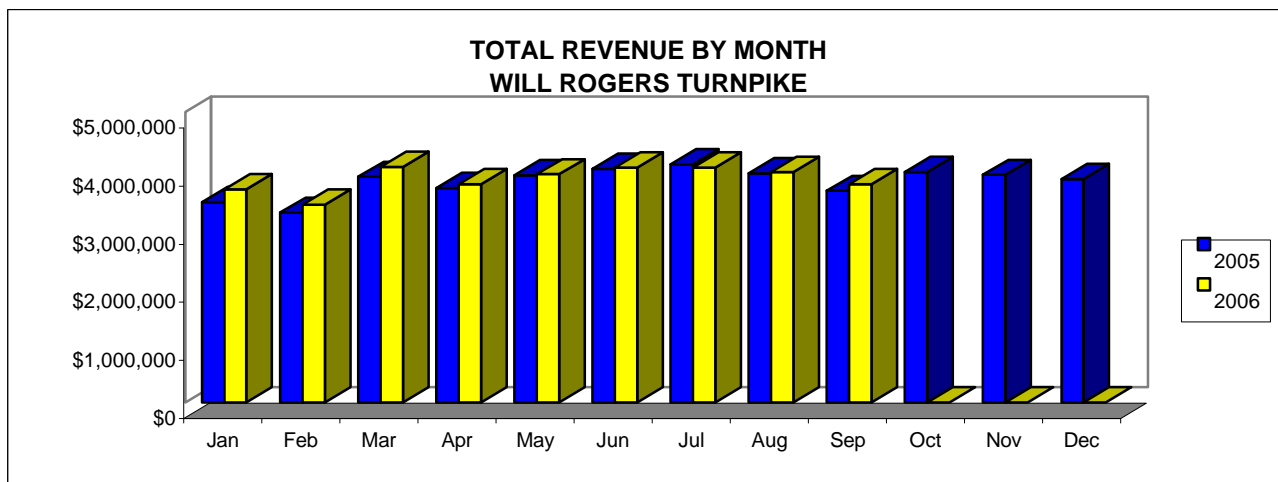
Quarter ended September 2005			
Two Axle Vehicles	\$ 6,016,925	142,011,166	3,245,447
Three Axle Vehicles	197,438	3,095,448	51,619
Four Axle Vehicles	414,245	4,400,539	62,771
Five Axle Vehicles	5,849,308	35,645,203	478,516
Six Axles Vehicles	152,460	741,477	9,983
Total	\$ 12,630,376	185,893,833	3,848,336
Concession Revenue	110,881		
Total Revenue	\$ 12,741,257		



**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
WILL ROGERS TURNPIKE**

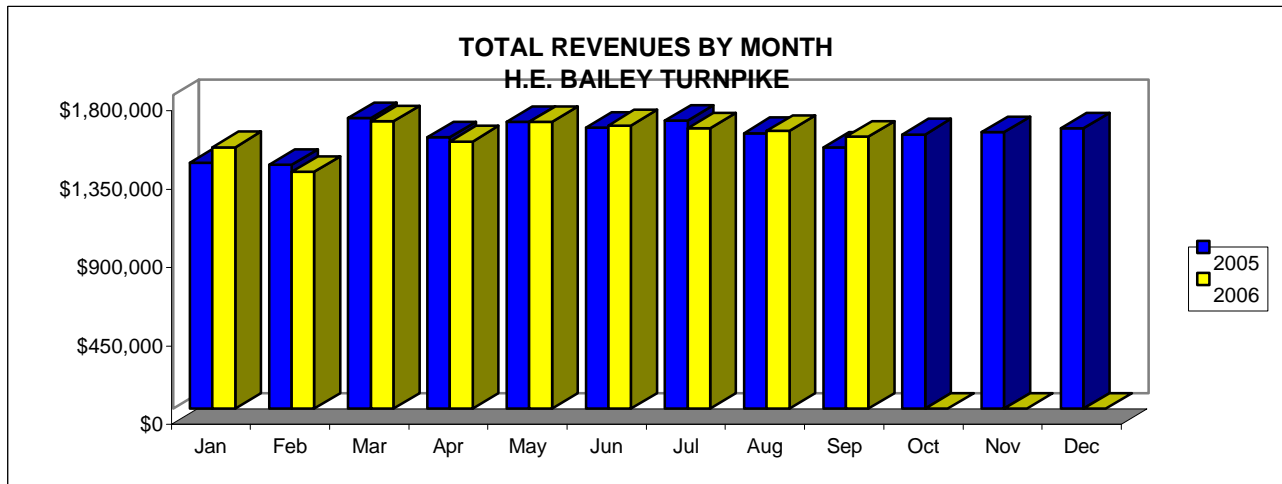
<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 4,134,589	129,753,997	2,702,163
Three Axle Vehicles	171,916	2,991,933	49,238
Four Axle Vehicles	436,409	5,163,890	76,190
Five Axle Vehicles	6,806,763	47,649,164	664,819
Six Axles Vehicles	152,005	876,280	12,366
Total	\$ 11,701,682	186,435,264	3,504,776
Concession Revenue	54,414		
Total Revenue	\$ 11,756,096		
% Increase from prior year quarter	<u>0.61%</u>		

Quarter ended September 2005			
Two Axle Vehicles	\$ 4,191,598	129,854,593	2,606,374
Three Axle Vehicles	189,581	3,281,673	55,040
Four Axle Vehicles	433,403	5,067,268	74,756
Five Axle Vehicles	6,681,385	46,503,913	653,138
Six Axles Vehicles	132,787	765,061	11,123
Total	\$ 11,628,754	185,472,508	3,400,431
Concession Revenue	56,243		
Total Revenue	\$ 11,684,997		



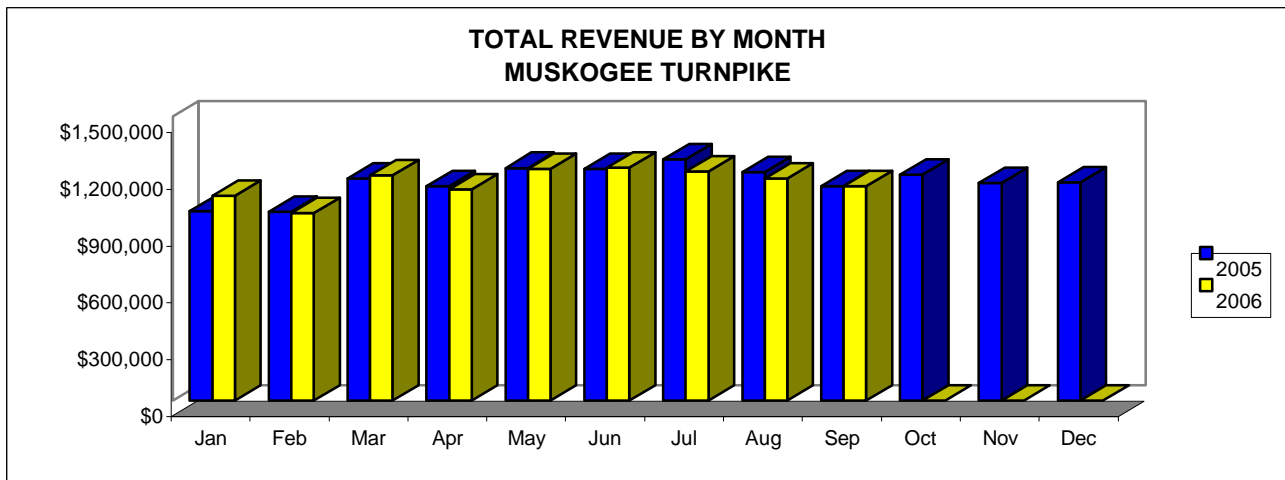
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
H. E. BAILEY TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 3,525,805	79,510,862	3,671,206
Three Axle Vehicles	68,438	1,106,913	44,624
Four Axle Vehicles	122,181	1,422,325	54,138
Five Axle Vehicles	959,709	7,062,509	267,744
Six Axles Vehicles	24,421	159,080	6,063
Total	\$ 4,700,554	89,261,689	4,043,775
Concession Revenue	64,311		
Total Revenue	\$ 4,764,865		
% Increase from prior year quarter	<u>0.59%</u>		
Quarter ended September 2005			
Two Axle Vehicles	\$ 3,505,378	76,661,516	3,544,619
Three Axle Vehicles	74,815	1,197,381	50,055
Four Axle Vehicles	119,082	1,361,395	54,063
Five Axle Vehicles	947,498	6,907,590	264,455
Six Axles Vehicles	23,243	144,764	5,593
Total	\$ 4,670,016	86,272,646	3,918,785
Concession Revenue	67,115		
Total Revenue	\$ 4,737,131		



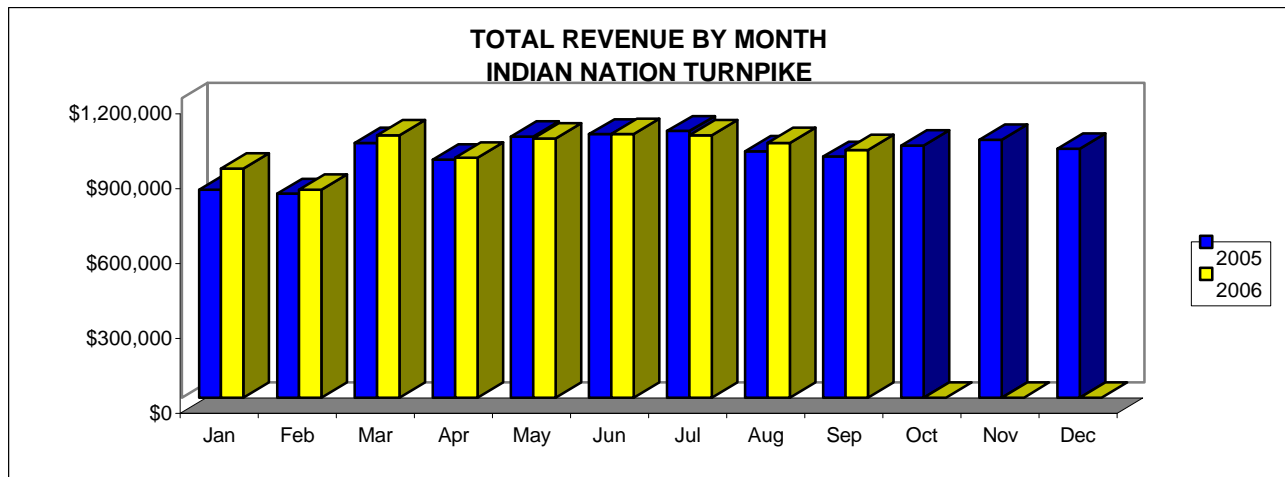
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
MUSKOGEE TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 2,440,086	56,002,837	2,272,028
Three Axle Vehicles	58,869	926,032	36,533
Four Axle Vehicles	84,894	953,268	37,263
Five Axle Vehicles	849,961	5,903,753	238,165
Six Axles Vehicles	36,859	248,112	9,132
Total	\$ 3,470,669	64,034,002	2,593,121
Concession Revenue	41,767		
Total Revenue	\$ 3,512,436		
% Decrease from prior year quarter	(2.78%)		
Quarter ended September 2005			
Two Axle Vehicles	\$ 2,548,682	57,284,479	2,416,937
Three Axle Vehicles	67,902	1,016,926	41,909
Four Axle Vehicles	85,926	926,507	39,231
Five Axle Vehicles	836,111	5,507,182	235,749
Six Axles Vehicles	31,547	199,010	7,841
Total	\$ 3,570,168	64,934,104	2,741,667
Concession Revenue	42,676		
Total Revenue	\$ 3,612,844		



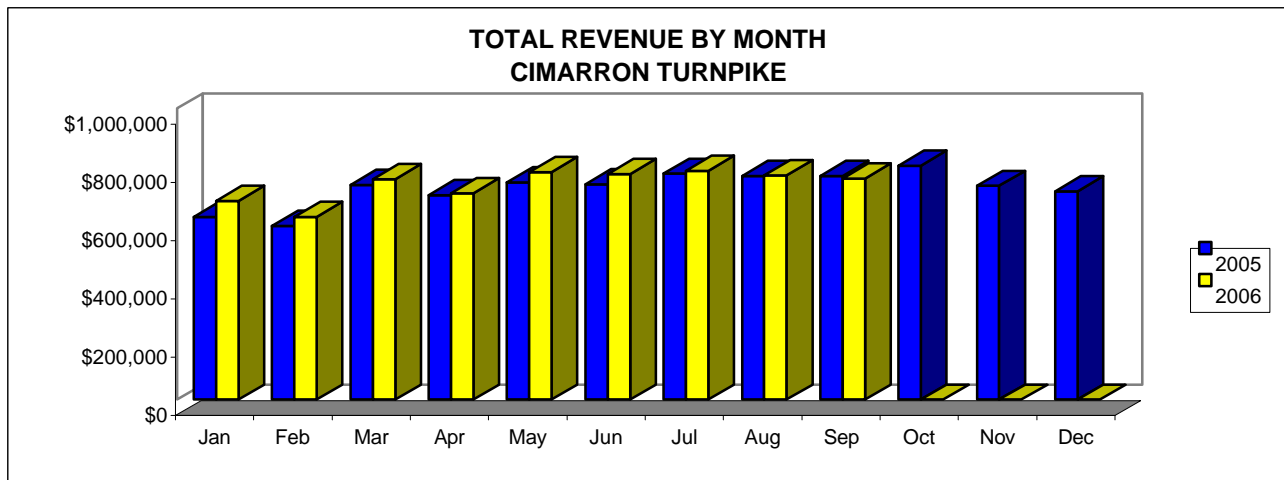
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
INDIAN NATION TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 1,543,309	37,453,169	1,176,050
Three Axle Vehicles	52,853	1,017,763	33,197
Four Axle Vehicles	139,917	1,671,531	52,130
Five Axle Vehicles	1,237,533	8,633,068	256,940
Six Axles Vehicles	28,886	172,155	5,119
Total	\$ 3,002,498	48,947,686	1,523,436
Concession Revenue	63,086		
Total Revenue	\$ 3,065,584		
% Increase from prior year quarter	<u>1.43%</u>		
Quarter ended September 2005			
Two Axle Vehicles	\$ 1,591,198	38,557,144	1,209,341
Three Axle Vehicles	51,379	990,609	30,793
Four Axle Vehicles	131,092	1,543,082	47,453
Five Axle Vehicles	1,158,228	8,048,577	239,162
Six Axles Vehicles	27,353	160,228	4,682
Total	\$ 2,959,250	49,299,640	1,531,431
Concession Revenue	63,158		
Total Revenue	\$ 3,022,408		



**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
CIMARRON TURNPIKE**

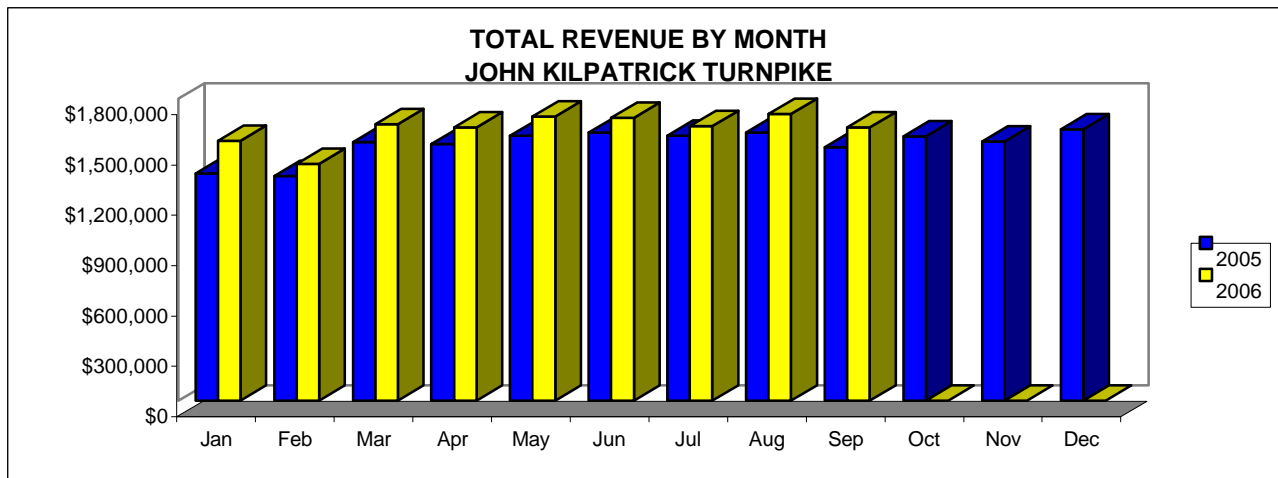
<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 1,224,506	30,996,469	1,457,054
Three Axle Vehicles	44,486	800,929	33,122
Four Axle Vehicles	90,335	938,337	38,001
Five Axle Vehicles	883,047	5,406,333	206,896
Six Axles Vehicles	29,068	149,440	5,604
Total	\$ 2,271,442	38,291,508	1,740,677
Concession Revenue	43,144		
Total Revenue	\$ 2,314,586		
% Increase from prior year quarter	0.69%		
Quarter ended September 2005			
Two Axle Vehicles	\$ 1,253,844	31,550,227	1,483,917
Three Axle Vehicles	40,966	737,731	29,413
Four Axle Vehicles	86,586	879,710	33,941
Five Axle Vehicles	849,162	5,169,808	198,383
Six Axles Vehicles	25,101	128,360	4,705
Total	\$ 2,255,659	38,465,836	1,750,359
Concession Revenue	43,131		
Total Revenue	\$ 2,298,790		



**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
JOHN KILPATRICK TURNPIKE**

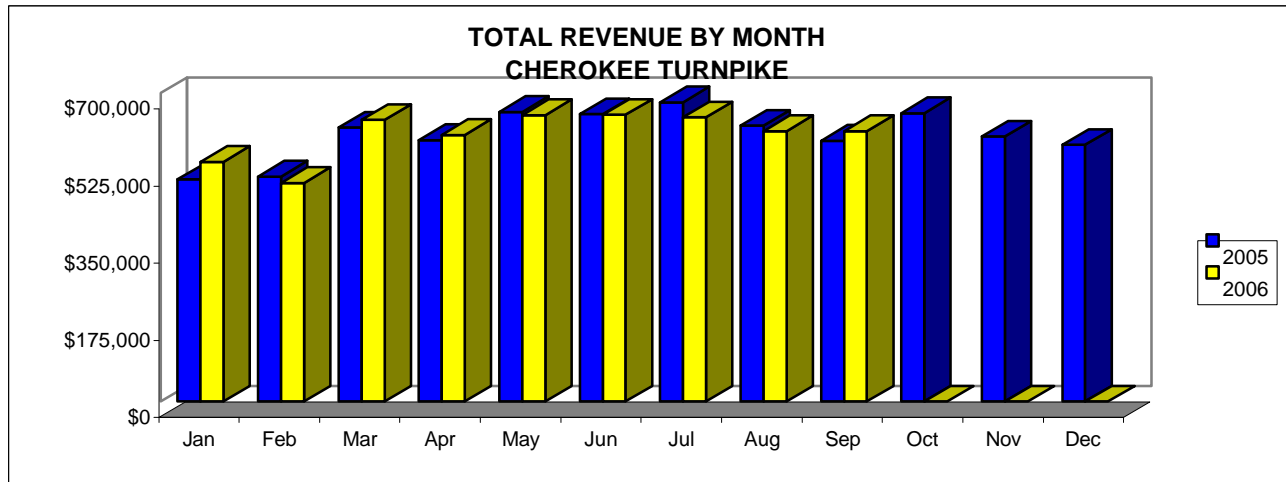
<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 4,453,830	53,700,132	7,718,367
Three Axle Vehicles	62,762	566,634	73,160
Four Axle Vehicles	66,475	448,472	46,781
Five Axle Vehicles	351,819	1,410,958	100,972
Six Axles Vehicles	37,554	126,572	8,617
Total	\$ 4,972,440	56,252,768	7,947,897
Concession Revenue	0		
Total Revenue	\$ 4,972,440		
% Increase from prior year quarter	<u>6.08%</u>		

Quarter ended September 2005			
Two Axle Vehicles	\$ 4,213,015	54,004,954	7,121,701
Three Axle Vehicles	45,380	421,856	49,577
Four Axle Vehicles	45,233	304,488	31,713
Five Axle Vehicles	352,671	1,421,959	96,094
Six Axles Vehicles	31,119	104,282	7,354
Total	\$ 4,687,418	56,257,539	7,306,439
Concession Revenue	0		
Total Revenue	\$ 4,687,418		



**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
CHEROKEE TURNPIKE**

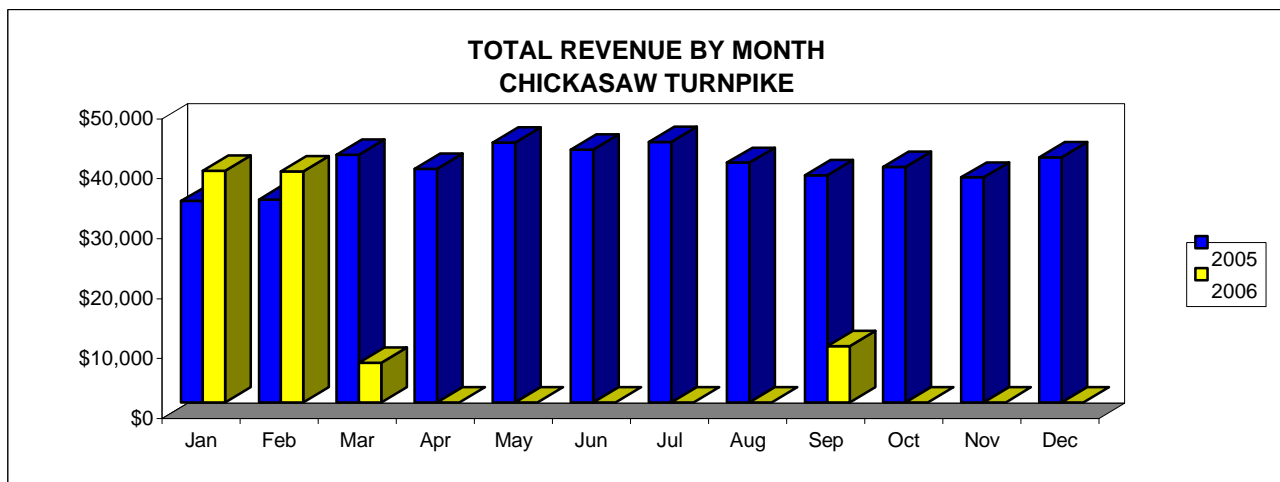
<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 1,147,735	19,171,605	927,842
Three Axle Vehicles	31,382	344,988	14,171
Four Axle Vehicles	56,552	437,987	15,064
Five Axle Vehicles	607,658	2,844,007	95,101
Six Axles Vehicles	12,693	52,042	1,762
Total	\$ 1,856,020	22,850,629	1,053,940
Concession Revenue	15,000		
Total Revenue	\$ 1,871,020		
% Decrease from prior year quarter	(1.30%)		
Quarter ended September 2005			
Two Axle Vehicles	\$ 1,159,012	19,159,560	938,876
Three Axle Vehicles	29,853	328,374	13,557
Four Axle Vehicles	52,918	410,079	13,923
Five Axle Vehicles	626,970	2,909,213	96,711
Six Axles Vehicles	11,874	46,520	1,544
Total	\$ 1,880,627	22,853,746	1,064,611
Concession Revenue	15,000		
Total Revenue	\$ 1,895,627		



**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
CHICKASAW TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 7,962	242,370	14,182
Three Axle Vehicles	60	1,606	94
Four Axle Vehicles	69	1,196	70
Five Axle Vehicles	1,282	13,399	784
Six Axles Vehicles	23	222	13
Total	\$ 9,396	258,793	15,143
Concession Revenue	0		
Total Revenue	\$ 9,396		
% Decrease from prior year quarter	(92.26%)		

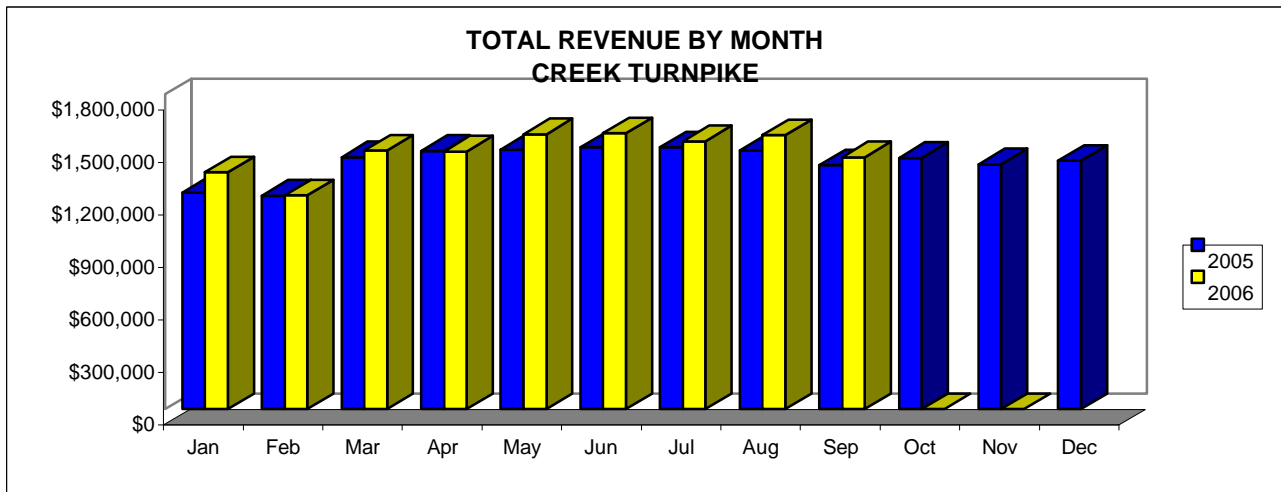
Quarter ended September 2005			
Two Axle Vehicles	\$ 93,058	2,909,135	176,922
Three Axle Vehicles	4,863	107,827	6,368
Four Axle Vehicles	2,518	33,035	1,961
Five Axle Vehicles	20,632	199,999	12,277
Six Axles Vehicles	268	2,297	155
Total	\$ 121,339	3,252,293	197,683
Concession Revenue	0		
Total Revenue	\$ 121,339		



* The Chickasaw Turnpike was closed to traffic March 7th to undergo extensive pavement rehabilitation. It reopened on September 22nd.

**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
CREEK TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2006			
Two Axle Vehicles	\$ 4,058,734	55,405,684	7,978,754
Three Axle Vehicles	59,637	566,020	72,630
Four Axle Vehicles	45,999	370,586	42,781
Five Axle Vehicles	337,498	1,551,688	162,996
Six Axles Vehicles	32,623	126,178	12,731
Total	\$ 4,534,491	58,020,156	8,269,892
Concession Revenue	0		
Total Revenue	\$ 4,534,491		
% Increase from prior year quarter	<u>3.85%</u>		
Quarter ended September 2005			
Two Axle Vehicles	\$ 3,921,625	52,152,442	7,529,301
Three Axle Vehicles	52,290	474,979	60,204
Four Axle Vehicles	37,675	292,234	33,248
Five Axle Vehicles	333,101	1,473,619	153,484
Six Axles Vehicles	21,699	78,618	8,158
Total	\$ 4,366,390	54,471,892	7,784,395
Concession Revenue	0		
Total Revenue	\$ 4,366,390		



Oklahoma Turnpike Authority
Schedule of Cash, Cash Equivalents and Investments
as of September 30, 2006

Description	Interest Rate	Purchase Date	Maturity Date	Cost	Fair Value
Unrestricted:					
General Fund:					
American Performance Treasury Fund	- %	9/29/2006	Demand	\$ 196,348	\$ 196,348
Commercial Paper	5.000	9/29/2006	Demand	3,209,019	3,209,019
FHLB	4.100	6/14/2005	12/14/2007	3,500,000	3,461,167
FHLB	4.500	3/31/2005	6/30/2008	3,000,000	2,971,410
FHLB	4.500	9/26/2005	9/26/2008	2,000,000	1,982,190
FHLB	3.250	6/18/2003	12/18/2008	4,000,000	3,858,120
FHLB	3.500	6/19/2003	6/19/2009	6,000,000	5,782,530
FHLB	4.400	1/25/2005	1/25/2010	5,000,000	4,901,575
FHLB	4.300	4/1/2003	4/1/2010	6,000,000	5,860,320
FHLB	5.050	8/25/2005	8/25/2010	1,000,000	991,875
FHLB	6.050	8/3/2006	8/3/2011	2,000,000	2,008,130
FHLB	6.150	6/14/2006	6/14/2013	5,000,000	5,014,850
FHLMC	3.000	12/15/2003	12/15/2006	1,800,000	1,791,558
FHLMC	4.020	4/15/2004	4/15/2010	5,000,000	4,845,500
FHLMC	5.125	11/28/2005	11/28/2008	5,000,000	4,992,550
U.S. Treasury Notes	3.500	Various	11/15/2006	15,271,348	14,978,925
U.S. Treasury Notes	6.250	8/31/2000	2/15/2007	5,967,461	5,776,047
U.S. Treasury Notes	3.625	5/16/2005	4/30/2007	5,004,688	4,962,100
U.S. Treasury Notes	4.375	12/29/2004	5/15/2007	15,163,555	14,947,875
U.S. Treasury Notes	3.000	Various	11/15/2007	2,008,281	1,960,000
U.S. Treasury Notes	5.500	4/8/2005	2/15/2008	1,045,625	1,009,805
U.S. Treasury Notes	3.375	4/8/2005	2/15/2008	2,223,281	2,208,251
U.S. Treasury Notes	2.625	7/29/2003	5/15/2008	972,414	967,580
U.S. Treasury Notes	5.625	8/16/2004	5/15/2008	18,745,936	18,251,011
U.S. Treasury Notes	3.250	8/16/2004	8/15/2008	7,014,766	6,821,710
U.S. Treasury Notes	4.875	5/16/2006	5/15/2009	4,984,375	5,030,475
U.S. Treasury SLGS	0.000	11/30/1990	2/21/2021	27,300	27,300
				<u>131,134,397</u>	<u>128,808,221</u>
Revenue Fund:					
American Performance Treasury Fund	-	9/29/2006	Demand	117,297	117,297
Commercial Paper	5.000	9/29/2006	Demand	14,893,637	14,893,637
				<u>15,010,934</u>	<u>15,010,934</u>
Total unrestricted cash equivalents & investments				\$ 146,145,331	\$ 143,819,155

Oklahoma Turnpike Authority
Schedule of Cash, Cash Equivalents and Investments
as of September 30, 2006

Description	Interest Rate	Purchase Date	Maturity Date	Cost	Fair Value
Restricted:					
Reserve Maintenance Fund:					
American Performance Treasury Fund	- %	9/29/2006	Demand	\$ 101,696	\$ 101,696
Commercial Paper	5.000	9/29/2006	Demand	1,170,310	1,170,310
FHLB	2.800	2/9/2004	2/9/2007	1,000,000	991,250
FHLB	4.030	4/6/2005	4/5/2007	2,000,000	1,987,810
FHLB	3.700	8/10/2004	8/10/2007	2,000,000	1,975,630
FHLB	4.300	5/9/2005	5/9/2008	2,000,000	1,975,940
FHLB	4.100	6/14/2005	12/14/2007	3,000,000	2,966,715
FHLB	4.350	9/28/2005	12/28/2007	2,500,000	2,479,688
FHLB	4.500	9/26/2005	9/26/2008	2,000,000	1,982,190
FHLB	5.000	1/23/2006	1/23/2009	3,000,000	2,992,515
FHLB	5.250	2/10/2006	2/13/2009	2,500,000	2,498,050
FHLMC	3.000	12/15/2003	12/15/2006	2,000,000	1,990,620
FHLMC	5.125	11/28/2005	11/28/2008	1,000,000	998,510
U.S. Treasury Notes	4.375	Various	5/15/2007	10,180,394	9,965,250
U.S. Treasury Notes	5.500	4/8/2005	2/15/2008	1,033,792	1,009,805
U.S. Treasury Notes	3.375	4/8/2005	2/15/2008	988,139	981,445
				<u>36,474,331</u>	<u>36,067,424</u>
1992 Series F & G Bond Reserve Account:					
American Performance Treasury Fund	-	9/29/2006	Demand	7,385	7,385
U.S. Treasury Strips	-	11/28/2003	2/15/2008	1,650,239	1,734,578
				<u>1,657,624</u>	<u>1,741,963</u>
1998 A&B Bond Service Accounts:					
American Performance Treasury Fund	-	9/29/2006	Demand	12,654	12,654
U.S. Treasury Bills	-	Various	12/28/2006	13,340,010	13,417,250
				<u>13,352,664</u>	<u>13,429,904</u>
Revenue Reserve Accounts:					
JP Morgan Chase Repo	5.991	5/23/2002	1/1/2022	50,936,450	50,936,450
				<u>50,936,450</u>	<u>50,936,450</u>
2002 A&B Bond Service Accounts:					
American Performance Treasury Fund	-	9/29/2006	Demand	20,579	20,579
U.S. Treasury Bills	-	Various	12/28/2006	21,547,920	21,648,280
				<u>21,568,499</u>	<u>21,668,859</u>
2006 Fixed Rate Debt Service Account:					
American Performance Treasury Fund	-	9/29/2006	Demand	6,264	6,264
U.S. Treasury Bills	-	9/11/2006	12/28/2006	1,389,707	1,393,792
				<u>1,395,971</u>	<u>1,400,056</u>
2006 Variable Rate Debt Service Accounts:					
American Performance Treasury Fund	-	9/29/2006	Demand	1,706,964	1,706,964
				<u>1,706,964</u>	<u>1,706,964</u>

Oklahoma Turnpike Authority
Schedule of Cash, Cash Equivalents and Investments
as of September 30, 2006

Description	Interest Rate	Purchase Date	Maturity Date	Cost	Fair Value
Turnpike Trust Fund:					
American Performance Treasury Fund	- %	9/29/2006	Demand	\$ 256,850	\$ 256,850
U.S. Treasury Notes	3.500	Various	11/15/2006	5,713,711	5,492,273
U.S. Treasury Notes	3.375	5/18/2005	2/28/2007	995,203	993,635
U.S. Treasury Notes	3.125	9/2/2004	5/15/2007	950,070	939,460
U.S. Treasury Notes	4.375	12/29/2004	5/15/2007	8,117,523	8,022,024
U.S. Treasury Notes	3.000	Various	11/15/2007	1,180,828	1,151,500
U.S. Treasury Notes	5.625	Various	5/15/2008	6,964,609	6,844,129
U.S. Treasury Notes	3.250	8/16/2004	8/15/2008	2,004,219	1,949,060
U.S. Treasury Notes	4.125	9/1/2005	8/15/2008	2,009,688	1,982,030
U.S. Treasury Notes	3.125	11/26/2003	10/15/2008	498,750	485,158
U.S. Treasury Notes	4.375	12/6/2005	11/15/2008	599,625	596,460
U.S. Treasury Notes	4.875	5/16/2006	5/15/2009	4,984,375	5,030,475
U.S. Treasury Notes	5.500	7/7/2006	5/15/2009	302,684	306,587
U.S. Treasury Notes	4.000	Various	6/15/2009	1,956,227	1,969,380
U.S. Treasury Notes	5.000	7/7/2006	2/15/2011	298,734	305,403
U.S. Treasury Strips	0.000	Various	2/15/2008	1,232,338	1,289,214
				<u>38,065,434</u>	<u>37,613,638</u>
Prepaid PIKEPASS Fund:					
American Performance Treasury Fund	-	9/29/2006	Demand	166,378	166,378
FHLB	4.100	11/19/2003	11/19/2008	1,000,000	981,717
FHLB	3.050	6/30/2003	12/30/2008	500,000	479,923
FHLB	3.280	7/16/2003	1/16/2009	500,000	481,955
FHLB	5.250	2/15/2006	2/13/2009	500,000	499,610
FHLB	4.450	5/27/2004	5/27/2009	500,000	492,503
FHLB	5.750	6/1/2006	6/1/2010	250,000	250,351
FHLB	4.000	4/15/2004	10/15/2010	300,000	289,220
FHLB	4.800	11/24/2003	11/24/2010	750,000	738,986
FHLB	4.750	12/15/2003	12/15/2010	250,000	245,938
FHLB	5.750	3/1/2006	3/1/2013	500,000	498,203
FHLB	6.000	6/15/2006	6/18/2013	250,000	252,305
FHLMC	5.250	3/7/2006	3/7/2008	500,000	498,775
FHLMC	6.000	4/24/2006	4/4/2016	496,250	500,950
FNMA	5.375	2/16/2006	2/16/2011	500,000	500,313
FNMA	6.000	5/30/2006	5/30/2013	300,000	302,766
U.S. Treasury Notes	5.625	8/16/2004	5/15/2008	646,750	608,367
U.S. Treasury Notes	5.500	7/7/2006	5/15/2009	151,342	153,293
U.S. Treasury Notes	5.750	Various	8/15/2010	518,936	520,508
U.S. Treasury Notes	4.875	2/10/2006	2/15/2012	760,898	760,695
Vanguard 500 Index Trust (open-end mutual fund)	-	Various	Demand	4,016,422	4,325,570
Ishares Morgan Stanley Capitol International					
Europe Asia Far East Index (closed-end equity fund)	-	Various	Demand	559,810	711,375
Ishares Russell 2000 Index (closed-end equity fund)	-	Various	Demand	420,181	486,000
Ishares S&P Smallcap 600 (closed-end equity fund)	-	Various	Demand	416,440	478,062
S&P 500 Depository Receipts (closed-end equity fund)	-	Various	Demand	1,674,804	1,870,120
				<u>16,428,211</u>	<u>17,093,883</u>
Total restricted cash equivalents & investments				<u>181,586,148</u>	<u>181,659,141</u>
Cash balance (unrestricted & restricted)				-	4,520,578
Total Cash, Cash Equivalents and Investments				<u>\$ 327,731,479</u>	<u>\$ 329,998,874</u>

**OKLAHOMA TURNPIKE AUTHORITY
SCHEDULE OF BONDS ISSUED, RETIRED, DEFEASED AND OUTSTANDING
AS OF SEPTEMBER 30, 2006**

	Date of Issuance	Amount of Issuance	Range of Maturities	Range of Interest Rates	Beginning Balance Outstanding	Additional Issues	Retired or Defeased	Ending Balance Outstanding
1st Senior Revenue Bonds - Series 1992F	10/1/92	5,760,000	-	-	3,000,000	-	(3,000,000)	-
2nd Senior Revenue Bonds - Series 1998A	5/1/98	350,000,000	1/1/07 to 1/1/09	5.00% to 5.50%	335,010,000	-	(308,105,000)	26,905,000
2nd Senior Revenue Bonds - Series 1998B	7/1/98	337,010,000	1/1/07 to 1/1/09	5.00% to 5.50%	327,915,000	-	(301,565,000)	26,350,000
Refunding 2nd Senior Revenue Bonds - Series 2002A	5/23/02	314,065,000	1/1/07 to 1/1/22	4.00% to 5.50%	277,990,000	-	-	277,990,000
Refunding 2nd Senior Revenue Bonds - Series 2002B	5/23/02	255,575,000	1/1/07 to 1/1/22	4.00% to 5.375%	230,065,000	-	-	230,065,000
Refunding 2nd Senior Revenue Bonds - Series 2006A	8/24/06	104,790,000	1/1/10 to 1/1/14	3.50% to 4.00%	-	\$104,790,000	-	104,790,000
Refunding 2nd Senior Revenue Bonds - Series 2006B	8/24/06	106,160,000	1/1/15 to 1/1/28	*	-	\$106,160,000	-	106,160,000
Refunding 2nd Senior Revenue Bonds - Series 2006C	8/24/06	106,160,000	1/1/15 to 1/1/28	*	-	\$106,160,000	-	106,160,000
Refunding 2nd Senior Revenue Bonds - Series 2006D	8/24/06	106,160,000	1/1/15 to 1/1/28	*	-	\$106,160,000	-	106,160,000
Refunding 2nd Senior Revenue Bonds - Series 2006E	8/24/06	106,160,000	1/1/15 to 1/1/28	*	-	\$106,160,000	-	106,160,000
Refunding 2nd Senior Revenue Bonds - Series 2006F	8/24/06	106,160,000	1/1/15 to 1/1/28	*	-	\$106,160,000	-	106,160,000
Totals					<u>\$1,173,980,000</u>	<u>\$635,590,000</u>	<u>(\$612,670,000)</u>	<u>\$1,196,900,000</u>

**OKLAHOMA TURNPIKE AUTHORITY
PROCEEDS FROM SALE OF SURPLUS PROPERTY
FOR THE QUARTER ENDED SEPTEMBER 30, 2006**

<u>DATE</u>	<u>DESCRIPTION</u>	<u>PROCEEDS</u>
3rd Qtr	Disposal of Surplus Property	<u>\$50,591</u>
	Total	<u>\$50,591</u>

* The Series 2006B-F Bonds are variable rate bonds in the Weekly Mode and bear interest at a rate reset on a weekly basis.