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Secretary & Treasurer
Clark Brewster,
Member
Hal Ellis,
Member
Phil Tomlinson,
Secretary of Transportation



**Oklahoma Turnpike
Authority
Report to Bondholders
Third Quarter 2007**

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



3500 Martin Luther King Ave. • P.O. Box 11357 • Oklahoma City, OK 73136-0357 • 405/425-3600 • Fax: 405/427-8246 • www.pikepass.com

Dear Oklahoma Turnpike Authority Bondholders:

Strong holiday traffic for the Independence and Labor Day holidays in the third quarter of 2007 contributed to the 3.9% growth in net toll revenues over the third quarter of 2006. Total net toll revenues exceeded \$51.2 million for the third quarter of 2007. Level gasoline prices also benefited summer travelers and assisted toll transactions in exceeding 37.1 million, a significant 7.8% increase over the third quarter 2006. The urban turnpikes continue to experience steady growth, with toll transactions increasing 8.7% and 10.0% respectively over the same period last year.

Despite the extreme winter driving conditions experienced in the first quarter of 2007, net toll revenues as of September 30, 2007 reached \$146.9 million, a 1.1% increase over that of the same period in 2006. Revenue fund operating expenses for 2007 continue to be held substantially below estimates, operating at 4.8% below the annual operating budget. Efforts by all divisions to monitor costs also contributed to the senior and total debt service ratios continuing to attain budgeted results. Total debt service coverage continues to exceed minimum trust requirements on a rolling twelve-month basis by approximately 16%.

Chart 1: Three-Year Comparison of Toll Revenues

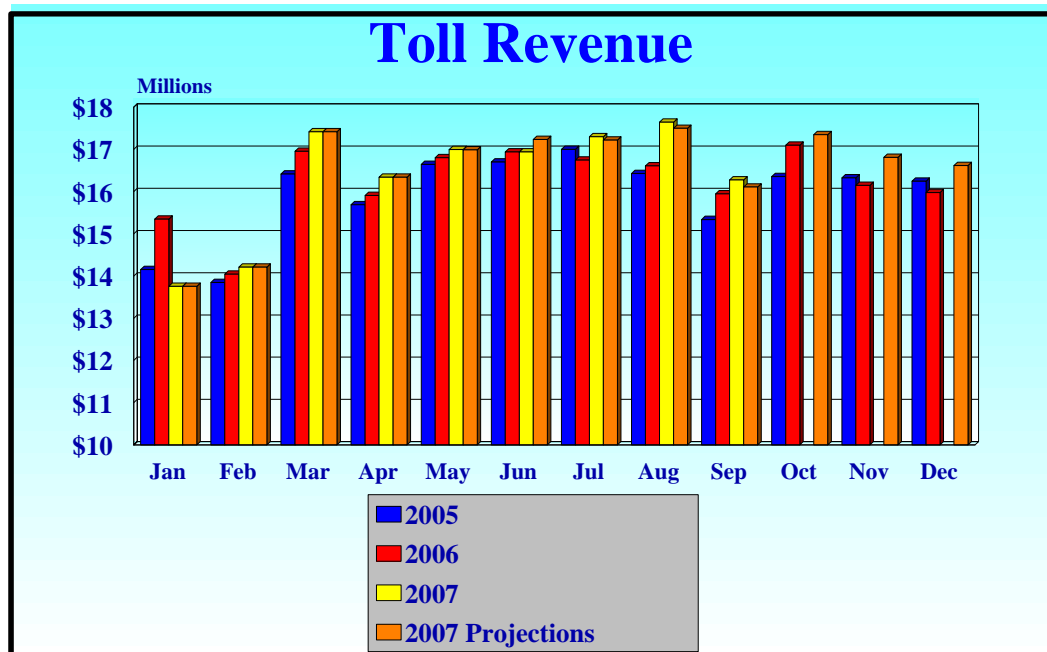


Chart 2: 2007 Operating Expenses – Budget vs. Actual
Revenue Fund Only (cumulative)

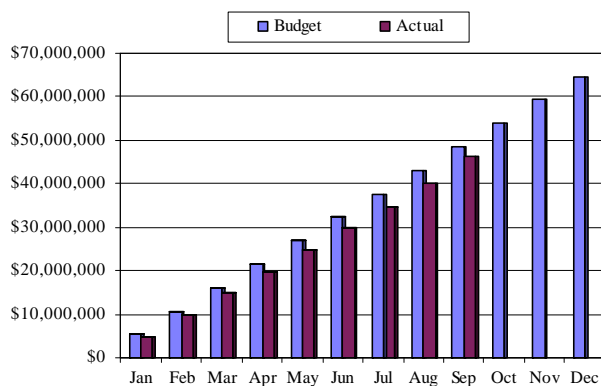
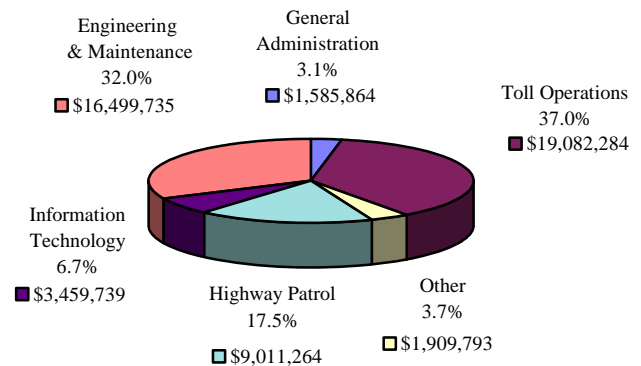


Chart 3: Operating Expenses by Division-All Funds For the Nine Months Ended September 30, 2007



Third Quarter Highlights:

- As part of OTA’s commitment to provide quality roadways for its patrons, pavement rehabilitation projects continued on the Cimarron, Will Rogers and Indian Nation Turnpikes. Construction began on pavement rehabilitation that includes on-ramps on the Turner Turnpike. Bridge and ramp rehabilitation continued at the Big Cabin and Vinita Interchanges on the Will Rogers Turnpike. Additionally, two bridge rehabilitation projects on the Indian Nation were completed. The final estimate of the bridge rehabilitation project of two bridges on the H.E. Bailey Turnpike was approved for payment. In addition, the Indian Nation Turnpike has undergone an extensive sign replacement project.
- Progress continues on several joint projects between the Oklahoma Turnpike Authority (OTA) and the Oklahoma Department of Transportation (ODOT). One such project is the approval to enter into a bridge replacement participation agreement for the replacement of five bridges on the Turner and Will Rogers Turnpikes. Also, plans are being made for a dynamic message sign agreement with ODOT for the placement of nine dynamic message signs on ODOT and OTA right-of-way. These nine signs will focus on traffic traveling the John Kilpatrick, Turner and Creek Turnpikes. Dynamic message signs are permanent, changeable message structures that provide notice to the motoring public of roadway and driving conditions and hazards affecting public safety, such as roadway and lane closures, accidents, snow and ice conditions, and roadway obstructions.
- During the third quarter, a contract was awarded for a new administration building to house both Oklahoma Turnpike Authority and the Oklahoma Highway Patrol law enforcement personnel on the H.E. Bailey Turnpike near Chickasha. The facility will allow both entities to be more efficient and effective.
- The Information Technology (IT) staff, working with the *PIKEPASS* and Controller Divisions, continued the review and implementation phases of cEnterprise, OTA’s next generation Customer Account Management software suite. Successful migration for Phase II accounts occurred in late September. The final implementation phases are on schedule. This new software will allow all *PIKEPASS* accounts to be managed by a system developed and maintained by OTA’s IT division.
- As of September 30, 2007, the total number of active *PIKEPASS* tags increased to 834,841 or 9.0% over the number of active *PIKEPASS* tags at September 30, 2006. Total active *PIKEPASS* accounts totaled 446,572, an increase of 6.8% over that of the prior year. *PIKEPASS* patrons continued to take advantage of the *PIKEPASS* volume discount program with approximately \$743,889 in discounts issued to frequent patrons of the System during the third quarter of 2007.

- During the third quarter of 2007, the OTA's Maintenance Division, supplementing labor through supervised inmates and contractors, completed various System repairs. With combined efforts, approximately 700,000 linear feet of joints and cracks were sealed. In addition, the Maintenance Division repaired and improved approximately 45,000 linear feet of fence, and maintained approximately 12,000 acres of vegetation management.
- The Oklahoma Highway Patrol troopers continued their efforts to achieve safe patron travel through several enforcement programs. The success of some of these programs is seen in the decrease from the prior year in the number of fatalities reported on the System. In the third quarter of 2007, OHP troopers made 28,687 violator contacts and assisted 3,015 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, 2007 and 2006**

	<u>2007</u>	<u>2006</u>
<u>Assets</u>		
Current assets:		
Cash and cash equivalents-unrestricted	\$ 21,920,670	19,385,186
Investments-unrestricted	117,627,896	125,402,854
Cash and cash equivalents - restricted	12,387,789	6,743,923
Investments-restricted	70,621,615	89,916,823
Accounts receivable	2,572,878	1,580,655
Accrued interest receivable-unrestricted	1,582,087	1,762,449
Accrued interest receivable-restricted	1,514,686	1,791,252
Materials inventory	1,342,793	1,262,238
Prepaid expenses	3,631	3,371
Total current assets	<u>229,574,045</u>	<u>247,848,751</u>
Noncurrent assets:		
Cash and cash equivalents - restricted	555,666	256,850
Investments-restricted	90,232,981	88,293,238
Total noncurrent cash, cash equivalents and investments	<u>90,788,647</u>	<u>88,550,088</u>
Capital assets:		
Depreciable, net	892,434,504	889,939,022
Land	162,616,761	162,775,877
Construction work in progress	114,992,097	116,094,004
Net capital assets	<u>1,170,043,362</u>	<u>1,168,808,903</u>
Revenue bond issuance costs (net of accumulated amortization of \$1,740,524 and \$1,240,057 in 2007 and 2006, respectively)	7,240,730	7,592,228
Total noncurrent assets	<u>1,268,072,739</u>	<u>1,264,951,219</u>
Total assets	<u>1,497,646,784</u>	<u>1,512,799,970</u>
<u>Liabilities</u>		
Current liabilities:		
Accounts payable and accrued expenses	3,330,261	4,796,070
Payable from restricted assets :		
Accounts payable and accrued expenses payable	14,485	1,606,124
Accrued interest payable	9,380,520	10,515,599
Deferred revenue	20,445,714	19,818,825
Arbitrage rebate payable to U.S. Treasury	84,911	-
Current portion of revenue bonds payable	38,780,000	36,870,000
Total current liabilities	<u>72,035,891</u>	<u>73,606,618</u>
Noncurrent liabilities:		
Long-term debt:		
Revenue bonds, net of unamortized net premiums of \$12,190,741 and \$13,928,939 in 2007 and 2006, respectively, and of unamortized net deferred debit on refundings of \$43,643,080 and \$43,896,601 in 2007 and 2006, respectively	1,090,487,661	1,130,062,338
Payable to Department of Transportation	49,073,139	46,738,468
Total noncurrent liabilities	<u>1,139,560,800</u>	<u>1,176,800,806</u>
Total liabilities	<u>1,211,596,691</u>	<u>1,250,407,424</u>
<u>Net Assets</u>		
Invested in capital assets, net of related debt	38,795,489	343,963
Restricted for debt service	81,426,439	81,710,775
Restricted for reserve maintenance	20,692,848	35,473,422
Restricted for other purposes	3,415,623	935,323
Unrestricted	141,719,694	143,929,063
Total net assets	<u>\$ 286,050,093</u>	<u>\$ 262,392,546</u>

**Oklahoma Turnpike Authority
Schedule of Deposits and Withdrawals
For the Quarter Ending September 30, 2007**

Account	Beginning Book Balance	Receipts or Deposits	Withdrawals or Payments	Ending Book Balance
1998 Debt service accounts	10,000,117	38,316,062	34,449,858	13,866,321
2002 Debt service accounts	22,197,853	76,124,742	76,729,417	21,593,178
2006 Fixed rate debt service accounts	2,002,771	5,887,199	6,895,297	994,673
2006 Variable rate debt service accounts	1,763,863	15,260,338	15,487,933	1,536,268
2007 Debt service accounts	165,382	2,148,747	1,691,773	622,356
Bond Reserve account	0	1,098	1,098	0
2nd Sr. bond reserve account	50,936,450	1,476	1,476	50,936,450
Revenue fund	16,556,936	91,338,224	96,283,968	11,611,192
Reserve maintenance fund	20,779,680	962,770,748	962,992,742	20,557,686
General fund	124,989,102	885,983,968	883,035,696	127,937,374
Motor fuel tax trust fund	39,006,624	10,945,925	10,100,352	39,852,197
PIKEPASS account	22,797,072	28,348,876	27,307,026	23,838,922
Total	<u>\$ 311,195,850</u>			<u>\$ 313,346,617</u>
				Cash & Cash Equivalents-unrestricted 21,920,670
				Investments-unrestricted 117,627,896
				Cash & Cash Equivalents-restricted 12,943,455
				Investments-restricted 160,854,596
			Total	<u>\$ 313,346,617</u>

PRELIMINARY AND UNAUDITED

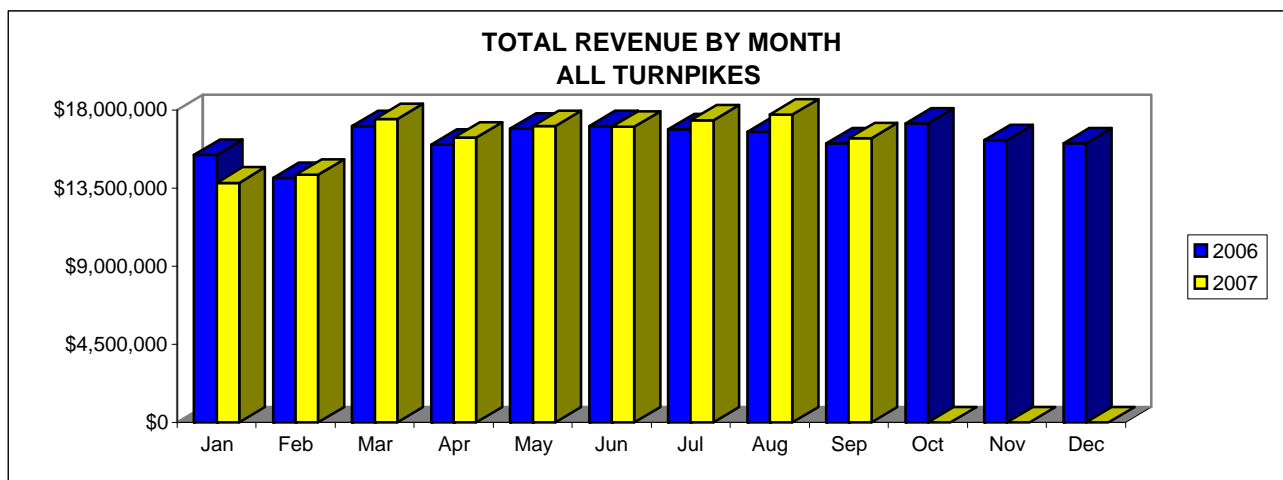
Oklahoma Turnpike Authority
Statements of Revenues, Expenses and Changes in Net Assets
For the Quarters Ended and Year to Date September 30, 2007 and 2006

	2007 Current Quarter	2006 Current Quarter	2007 Year to Date	2006 Year to Date
Operating revenues:				
Tolls	\$ 51,223,627	\$ 49,305,149	\$ 146,889,117	\$ 145,308,200
Concessions	370,892	393,736	1,050,646	1,087,929
Total operating revenues	51,594,519	49,698,885	147,939,763	146,396,129
Operating expenses:				
Toll Operations	4,257,741	4,013,885	12,896,620	12,211,781
Turnpike Maintenance	4,518,183	3,771,738	14,896,355	13,127,681
Engineering	271,843	531,277	1,603,380	1,577,415
Highway Patrol	3,056,306	3,190,387	9,011,264	9,175,095
PIKEPASS Customer Service	2,152,526	1,916,662	6,185,664	5,403,952
General Administration	471,950	484,324	1,585,864	1,344,082
Information Technology	1,277,437	1,093,634	3,459,739	3,034,012
Controller	163,870	153,887	500,097	470,057
Finance and Revenue	99,280	92,930	290,478	295,209
Executive	334,791	356,658	1,117,313	1,080,419
Authority	1,905	1,053	1,905	3,119
Total operating expenses before depreciation and amortization	16,605,832	15,606,435	51,548,679	47,722,822
Operating income before depreciation and amortization	34,988,687	34,092,450	96,391,084	98,673,307
Depreciation and amortization	(17,691,836)	(17,842,810)	(53,941,756)	(53,983,130)
Operating income	17,296,851	16,249,640	42,449,328	44,690,177
Non-operating revenues (expenses):				
Interest earned on investments	2,882,404	3,082,692	8,569,845	9,446,486
Net increase (decrease) in fair value of investments	2,669,491	2,305,747	3,351,104	1,526,435
Interest expense on revenue bonds outstanding	(13,347,791)	(11,351,277)	(39,313,955)	(41,688,221)
Other	553,247	506,842	1,590,146	1,203,759
Net non-operating expenses	(7,242,649)	(5,455,996)	(25,802,860)	(29,511,541)
Change in net assets	10,054,202	10,793,644	16,646,468	15,178,636
Total net assets, beginning of the quarter	275,995,891	251,598,902	269,403,625	247,213,910
Total net assets, end of the quarter	\$ 286,050,093	\$ 262,392,546	\$ 286,050,093	\$ 262,392,546
Other relevant data:				
Motor fuel tax received	\$ 9,772,037	\$ 10,630,158	\$ 29,494,194	\$ 30,330,484
Reserve maintenance deposits made	8,450,000	7,780,000	25,310,000	23,320,000
Debt interest deposits (net of interest earned on debt service accounts)	12,664,660	13,793,049	38,533,772	43,475,718
Debt principal deposits (net of interest earned on debt service accounts)	9,414,185	9,215,555	28,084,199	28,030,263
		Required Coverage Ratio	Actual Coverage Ratio	Actual Coverage Ratio
Senior Debt Service Coverage Ratio		120%	208%	205%
Total Debt Service Coverage Ratio		100%	116%	118%

**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 2007			
Two Axle Vehicles	\$ 30,270,001	667,809,243	33,632,297
Three Axle Vehicles	823,424	12,803,895	480,471
Four Axle Vehicles	1,507,698	16,392,059	460,950
Five Axle Vehicles	18,085,120	119,697,783	2,512,430
Six Axles Vehicles	537,384	2,948,423	74,864
Total	\$ 51,223,627	819,651,403	37,161,012
Concession Revenue	370,892		
Total Revenue	\$ 51,594,519		
% Increase from prior year quarte	<u>3.81%</u>		

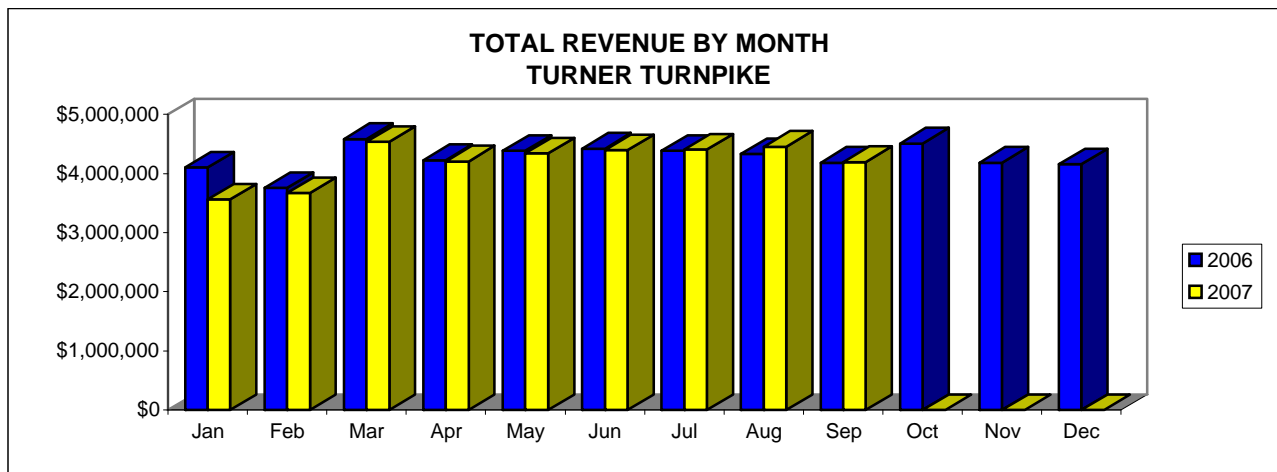
Quarter ended September 2006			
Two Axle Vehicles	\$ 28,551,322	628,314,263	31,095,645
Three Axle Vehicles	739,736	11,461,087	405,663
Four Axle Vehicles	1,474,144	16,129,346	427,386
Five Axle Vehicles	18,009,384	118,749,775	2,481,193
Six Axles Vehicles	530,563	2,864,098	73,777
Total	\$ 49,305,149	777,518,569	34,483,664
Concession Revenue	393,736		
Total Revenue	\$ 49,698,885		



**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 2007			
Two Axle Vehicles	\$ 6,189,111	174,094,421	3,394,710
Three Axle Vehicles	199,290	3,330,644	53,239
Four Axle Vehicles	421,751	4,620,629	66,084
Five Axle Vehicles	5,974,286	38,506,918	491,572
Six Axles Vehicles	178,545	987,013	12,788
Total	<u>\$ 12,962,983</u>	<u>221,539,625</u>	<u>4,018,393</u>
Concession Revenue	90,769		
Total Revenue	<u><u>\$ 13,053,752</u></u>		
 % Increase from prior year quarte	 <u>1.21%</u>		

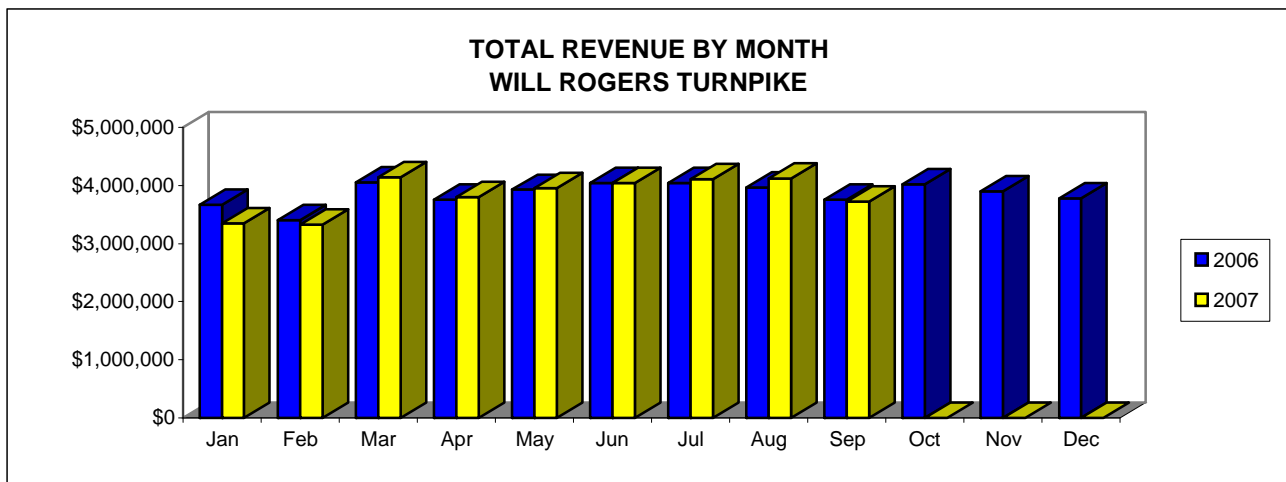
Quarter ended September 2006			
Two Axle Vehicles	\$ 6,014,766	166,077,138	3,177,999
Three Axle Vehicles	189,333	3,138,269	48,894
Four Axle Vehicles	431,313	4,721,754	64,968
Five Axle Vehicles	5,974,114	38,274,896	486,776
Six Axles Vehicles	176,431	954,017	12,370
Total	<u>\$ 12,785,957</u>	<u>213,166,074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



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

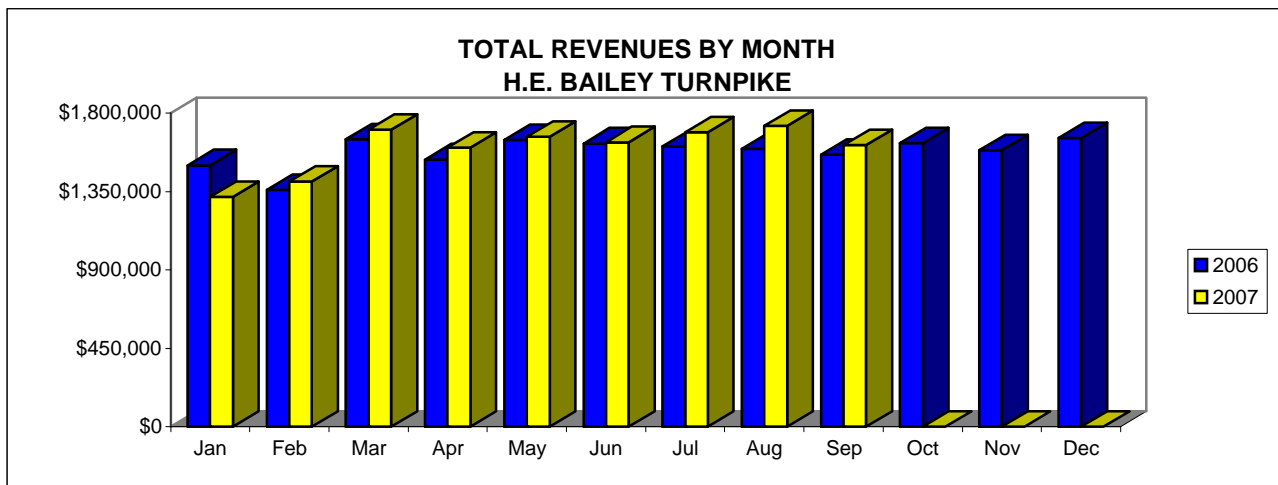
<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2007			
Two Axle Vehicles	\$ 4,227,326	134,770,433	2,866,586
Three Axle Vehicles	186,097	3,274,670	56,453
Four Axle Vehicles	431,348	5,066,168	76,795
Five Axle Vehicles	6,908,868	48,526,534	682,861
Six Axles Vehicles	158,582	946,866	13,289
Total	\$ 11,912,221	192,584,671	3,695,984
Concession Revenue	34,547		
Total Revenue	\$ 11,946,768		
% Increase from prior year quarte	<u>1.62%</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		



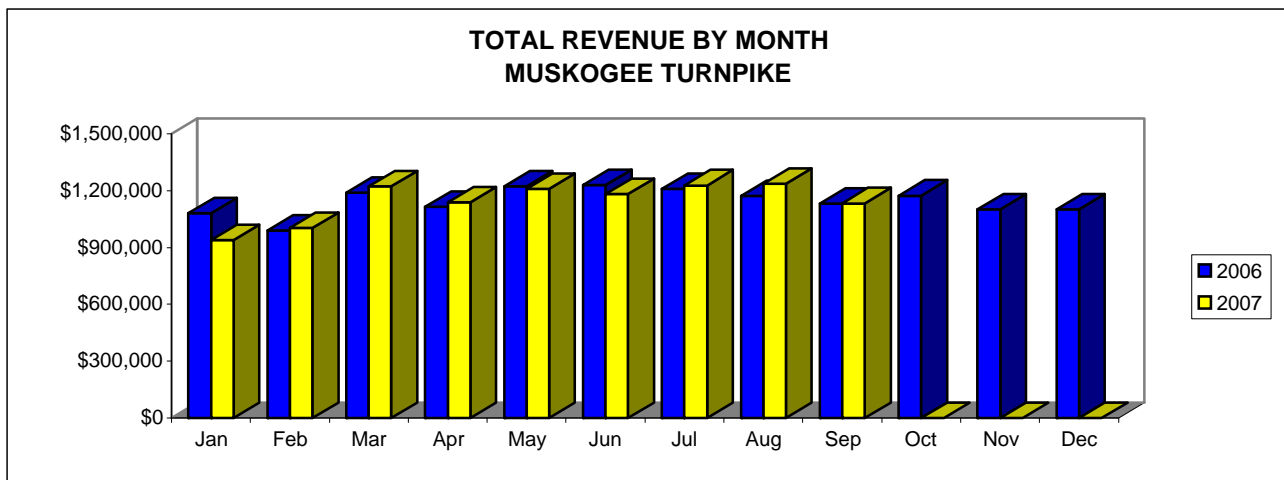
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
H. E. BAILEY TURNPIKE**

Class of Vehicle	Revenue	Vehicle Miles Traveled	Number of Transactions
Quarter ended September 2007			
Two Axle Vehicles	\$ 3,715,532	84,150,592	3,859,487
Three Axle Vehicles	86,076	1,413,264	68,408
Four Axle Vehicles	135,444	1,555,142	65,357
Five Axle Vehicles	999,623	7,334,864	281,389
Six Axles Vehicles	26,302	170,268	6,797
Total	\$ 4,962,977	94,624,130	4,281,438
Concession Revenue	72,120		
Total Revenue	\$ 5,035,097		
% Increase from prior year quarte	<u>5.67%</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		



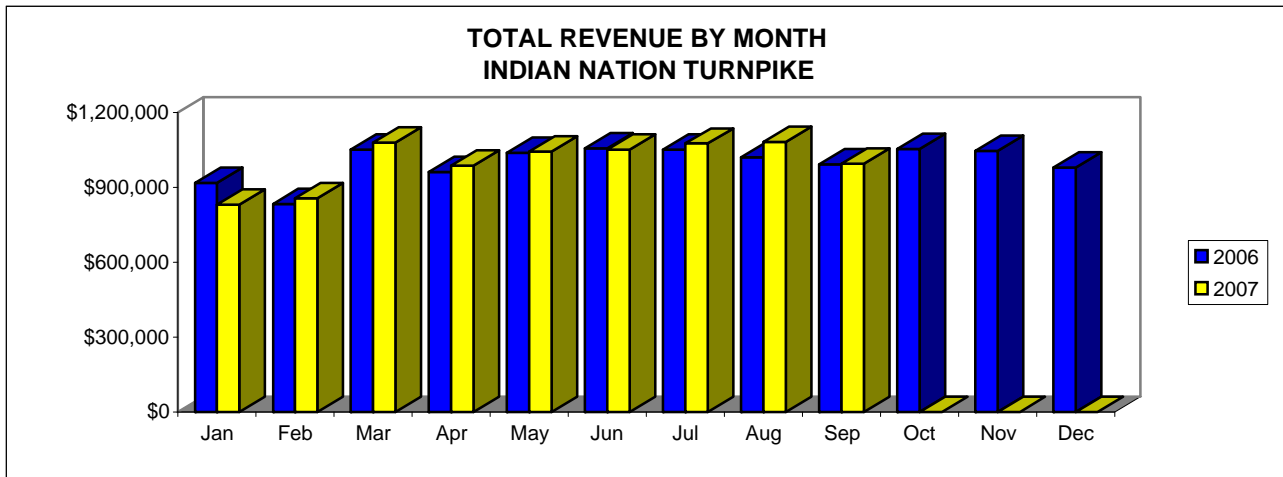
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
MUSKOGEE TURNPIKE**

Class of Vehicle	Revenue	Vehicle Miles Traveled	Number of Transactions
Quarter ended September 2007			
Two Axle Vehicles	\$ 2,518,928	58,986,557	2,371,796
Three Axle Vehicles	60,196	927,356	38,576
Four Axle Vehicles	90,424	1,026,729	41,014
Five Axle Vehicles	845,900	5,866,683	238,051
Six Axles Vehicles	37,320	251,371	8,855
Total	\$ 3,552,768	67,058,696	2,698,292
Concession Revenue	44,375		
Total Revenue	\$ 3,597,143		
% Increase from prior year quarte	<u>2.41%</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		



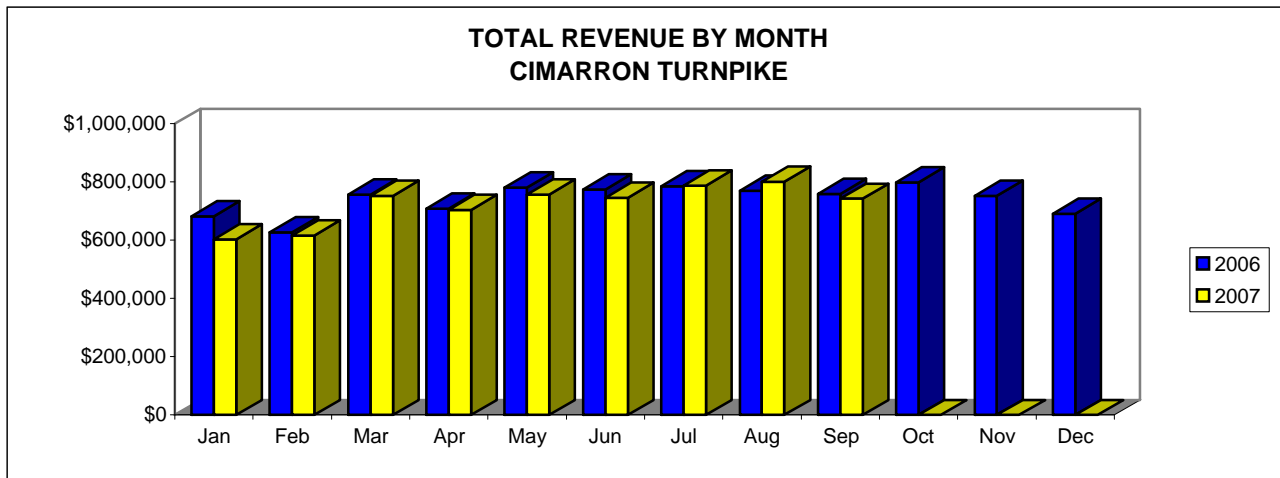
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
INDIAN NATION TURNPIKE**

<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2007			
Two Axle Vehicles	\$ 1,682,149	40,488,875	1,266,080
Three Axle Vehicles	58,540	1,124,973	35,170
Four Axle Vehicles	146,061	1,735,894	54,877
Five Axle Vehicles	1,166,699	8,099,787	241,099
Six Axles Vehicles	27,561	162,277	4,949
Total	\$ 3,081,010	51,611,806	1,602,175
Concession Revenue	69,895		
Total Revenue	\$ 3,150,905		
% Increase from prior year quarte	<u>2.78%</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		



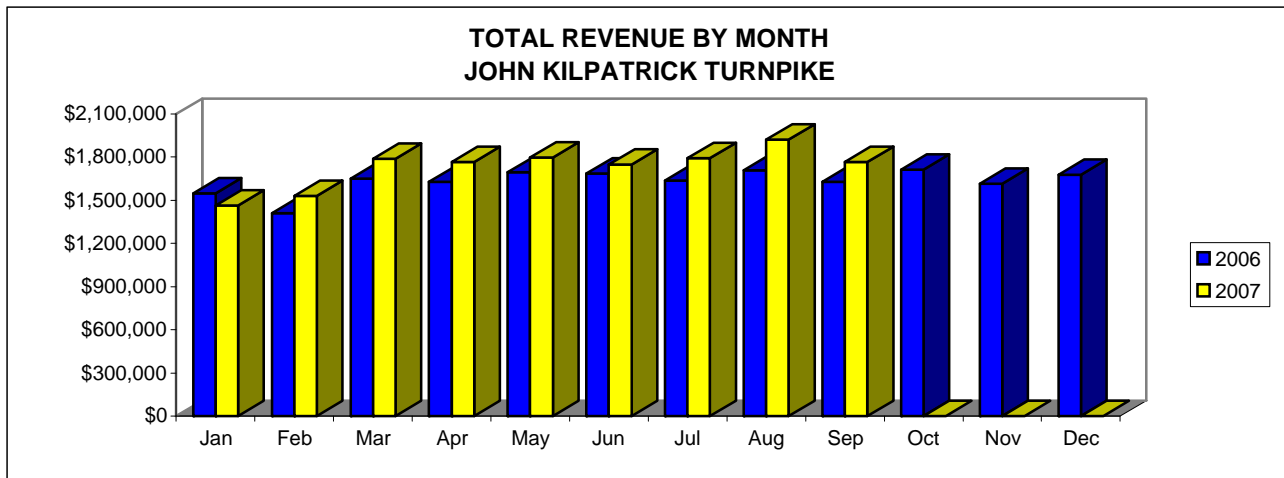
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
CIMARRON TURNPIKE**

Class of Vehicle	Revenue	Vehicle Miles Traveled	Number of Transactions
Quarter ended September 2007			
Two Axle Vehicles	\$ 1,261,790	32,670,030	1,527,126
Three Axle Vehicles	44,391	791,044	33,013
Four Axle Vehicles	94,106	973,593	39,103
Five Axle Vehicles	862,026	5,287,469	200,741
Six Axles Vehicles	23,997	123,013	4,669
Total	\$ 2,286,310	39,845,149	1,804,652
Concession Revenue	44,186		
Total Revenue	\$ 2,330,496		
% Increase from prior year quarte	<u>0.69%</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		



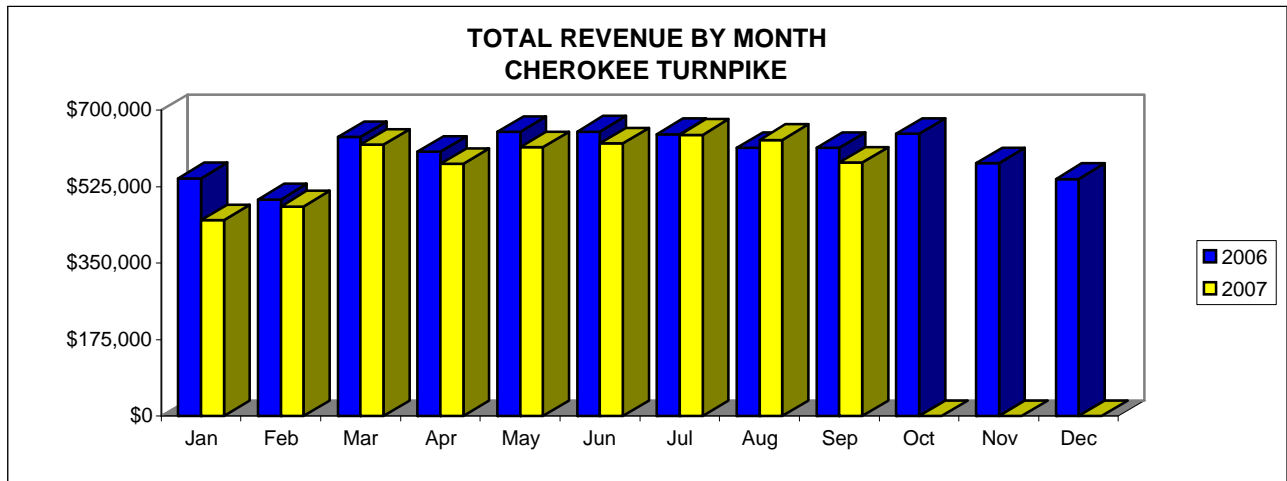
**STATEMENT OF REVENUES
CURRENT QUARTER AND SAME QUARTER PRIOR YEAR
JOHN KILPATRICK TURNPIKE**

Class of Vehicle	Revenue	Vehicle Miles Traveled	Number of Transactions
Quarter ended September 2007			
Two Axle Vehicles	\$ 4,886,505	59,430,219	8,384,499
Three Axle Vehicles	73,722	665,529	84,154
Four Axle Vehicles	74,196	494,099	50,970
Five Axle Vehicles	399,237	1,622,512	111,062
Six Axles Vehicles	43,303	145,062	9,944
Total	\$ 5,476,963	62,357,421	8,640,629
Concession Revenue	0		
Total Revenue	\$ 5,476,963		
% Increase from prior year quarter	10.15%		
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		



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

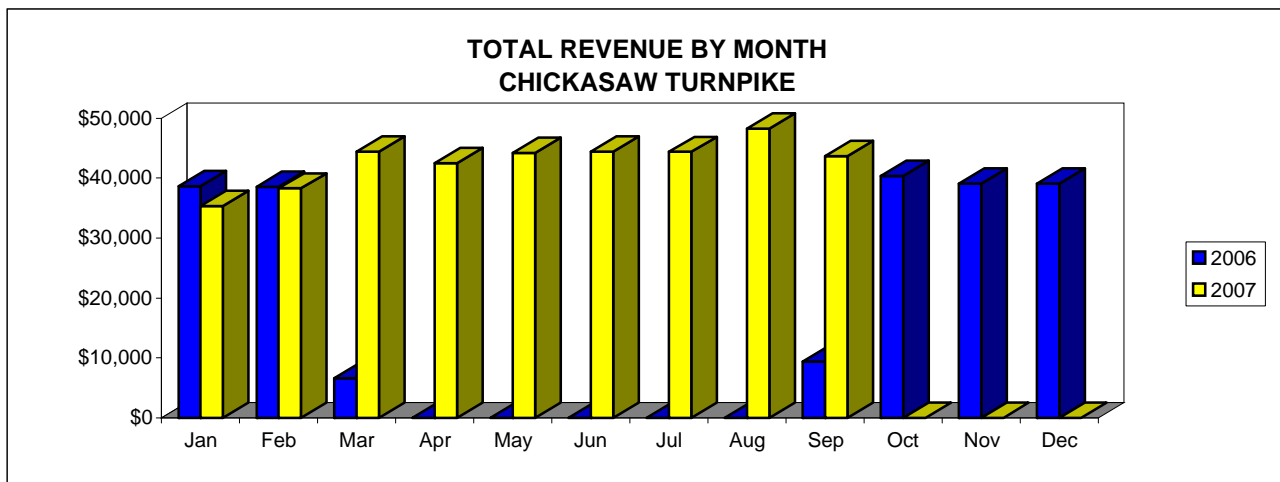
<u>Class of Vehicle</u>	<u>Revenue</u>	<u>Vehicle Miles Traveled</u>	<u>Number of Transactions</u>
Quarter ended September 2007			
Two Axle Vehicles	\$ 1,183,926	19,971,532	982,651
Three Axle Vehicles	36,284	405,824	19,088
Four Axle Vehicles	56,585	442,948	15,795
Five Axle Vehicles	552,163	2,601,955	87,795
Six Axles Vehicles	10,087	40,256	1,465
Total	\$ 1,839,045	23,462,515	1,106,794
Concession Revenue	15,000		
Total Revenue	\$ 1,854,045		
% Decrease from prior year quarter	(0.91%)		
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		



**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 2007			
Two Axle Vehicles	\$ 91,978	3,134,597	183,417
Three Axle Vehicles	11,065	242,353	14,181
Four Axle Vehicles	4,854	62,379	3,650
Five Axle Vehicles	28,147	286,103	16,741
Six Axles Vehicles	317	3,145	184
Total	\$ 136,361	3,728,577	218,173
Concession Revenue	0		
Total Revenue	\$ 136,361		
% Increase from prior year quarte	<u>1351.27%</u>		

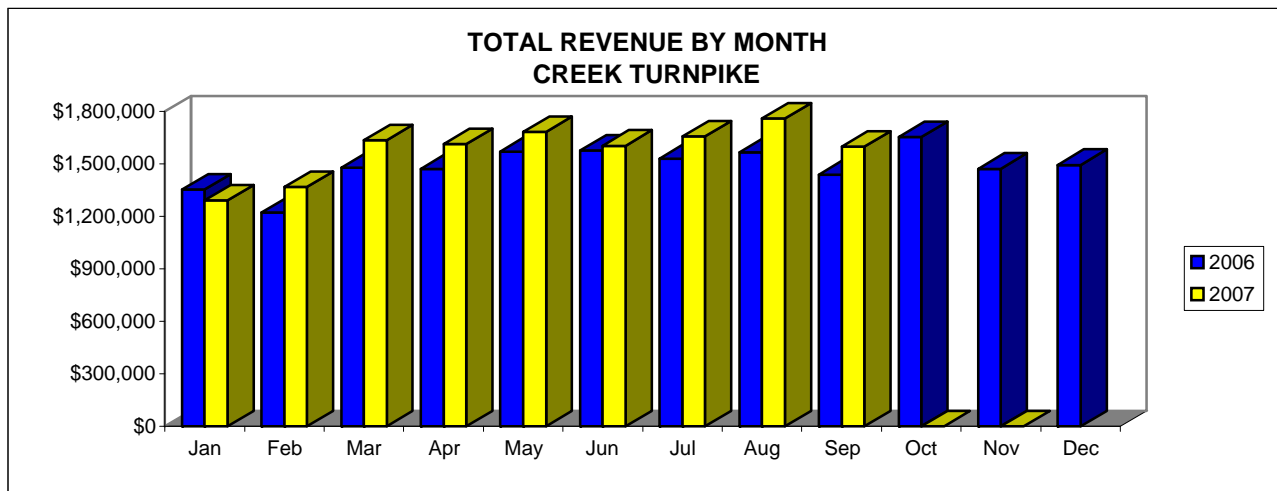
Quarter ended September 2006			
Two Axle Vehicles	\$ 7,962	242,370	14,182
Three Axle Vehicles	60	1,606	94
Four Axle Vehicles	69	1,196	70
Five Axle Vehicles	1,282	13,399	784
Six Axles Vehicles	23	222	13
Total	\$ 9,396	258,793	15,143
Concession Revenue	0		
Total Revenue	\$ 9,396		



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

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

Class of Vehicle	Revenue	Vehicle Miles Traveled	Number of Transactions
Quarter ended September 2007			
Two Axle Vehicles	\$ 4,512,756	60,111,987	8,795,945
Three Axle Vehicles	67,763	628,238	78,189
Four Axle Vehicles	52,929	414,478	47,305
Five Axle Vehicles	348,171	1,564,958	161,119
Six Axles Vehicles	31,370	119,152	11,924
Total	\$ 5,012,989	62,838,813	9,094,482
Concession Revenue	0		
Total Revenue	\$ 5,012,989		
% Increase from prior year quarte	<u>10.55%</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		



**Oklahoma Turnpike Authority
Schedule of Cash, Cash Equivalents and Investments
as of September 30, 2007**

Description	Interest Rate	Purchase Date	Maturity Date	Cost	Fair Value
Unrestricted:					
General Fund:					
American Performance Treasury Fund	-	%	9/28/2007	Demand \$	168,670 \$
Commercial Paper				168,670	168,670
FHLB	3.600	9/28/2007	Demand	12,176,370	12,176,370
FHLB	4.100	6/14/2005	12/14/2007	3,500,000	3,493,997
FHLB	4.500	3/31/2005	6/30/2008	3,000,000	2,994,855
FHLB	4.500	9/26/2005	9/26/2008	2,000,000	1,998,750
FHLB	3.250	6/18/2003	12/18/2008	4,000,000	3,941,260
FHLB	3.500	6/19/2003	6/19/2009	6,000,000	5,910,960
FHLB	4.400	1/25/2005	1/25/2010	5,000,000	4,978,900
FHLB	4.300	4/1/2003	4/1/2010	6,000,000	5,962,530
FHLB	5.050	8/25/2005	8/25/2010	1,000,000	1,001,250
FHLB	5.020	5/3/2007	5/3/2012	2,565,000	2,591,457
FHLB	5.050	5/7/2007	5/7/2012	2,435,000	2,462,405
FHLB	5.125	5/25/2007	5/25/2012	5,000,000	5,068,775
FHLB	5.700	9/26/2007	9/26/2014	500,000	502,500
FHLMC	4.020	4/15/2004	4/15/2010	5,000,000	4,943,350
U.S. Treasury Notes	3.000	Various	11/15/2007	4,979,922	4,995,700
U.S. Treasury Notes	5.500	4/8/2005	2/15/2008	1,045,625	1,006,095
U.S. Treasury Notes	5.625	8/16/2004	5/15/2008	18,745,938	18,165,960
U.S. Treasury Notes	3.250	8/16/2004	8/15/2008	7,014,766	6,951,315
U.S. Treasury Notes	4.875	2/15/2007	1/31/2009	5,000,782	5,058,975
U.S. Treasury Notes	4.875	5/16/2006	5/15/2009	4,984,375	5,073,050
U.S. Treasury Notes	4.625	Various	11/15/2009	14,994,529	15,199,200
U.S. Treasury Notes	4.750	Various	2/15/2010	12,033,789	12,208,140
U.S. Treasury Notes	5.000	6/11/2007	2/15/2011	2,999,297	3,091,172
U.S. Treasury SLGS	0.000	11/30/1990	2/21/2021	27,300	27,300
				<u>130,171,363</u>	<u>129,972,936</u>
Revenue Fund:					
American Performance Treasury Fund	-	9/28/2007	Demand	101,126	101,126
Commercial Paper	3.600	9/28/2007	Demand	11,463,748	11,463,748
				<u>11,564,874</u>	<u>11,564,874</u>
Total unrestricted cash equivalents & investments				<u>\$ 141,736,237</u>	<u>\$ 141,537,810</u>

Oklahoma Turnpike Authority
Schedule of Cash, Cash Equivalents and Investments
as of September 30, 2007

Description	Interest Rate	Purchase Date	Maturity Date	Cost	Fair Value
Restricted:					
Reserve Maintenance Fund:					
American Performance Treasury Fund	- %	9/28/2007	Demand	\$ 158,704	\$ 158,704
Commercial Paper	3.600	9/28/2007	Demand	6,281,218	6,281,218
FHLB	4.300	5/9/2005	5/9/2008	2,000,000	1,993,440
FHLB	4.100	6/14/2005	12/14/2007	3,000,000	2,994,855
FHLB	4.350	9/28/2005	12/28/2007	2,500,000	2,496,875
FHLB	4.500	9/26/2005	9/26/2008	2,000,000	1,998,750
U.S. Treasury Notes	5.500	4/8/2005	2/15/2008	1,033,806	1,006,095
U.S. Treasury Notes	5.000	2/9/2007	7/31/2008	2,000,703	2,014,530
U.S. Treasury Notes	4.875	5/10/2007	5/15/2009	2,502,508	2,536,526
				<u>21,476,939</u>	<u>21,480,993</u>
1998 A&B Bond Service Accounts:					
American Performance Treasury Fund	-	9/28/2007	Demand	12,342	12,342
U.S. Treasury Bills	-	Various	12/27/2007	13,778,502	13,853,979
				<u>13,790,844</u>	<u>13,866,321</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	-	9/28/2007	Demand	7,427	7,427
U.S. Treasury Bills	-	Various	12/27/2007	21,487,555	21,585,751
				<u>21,494,982</u>	<u>21,593,178</u>
2006 Fixed Rate Debt Service Account:					
American Performance Treasury Fund	-	9/28/2007	Demand	1,572	1,572
U.S. Treasury Bills	-	Various	12/27/2007	987,452	993,101
				<u>989,024</u>	<u>994,673</u>
2006 Variable Rate Debt Service Accounts:					
American Performance Treasury Fund	-	9/28/2007	Demand	1,536,268	1,536,268
				<u>1,536,268</u>	<u>1,536,268</u>
2007 Bond Service Account:					
American Performance Treasury Fund	-	9/28/2007	Demand	1,109	1,109
U.S. Treasury Bills	-	Various	12/27/2007	608,410	614,429
				<u>609,519</u>	<u>615,538</u>
Turnpike Trust Fund:					
American Performance Treasury Fund	-	9/28/2007	Demand	555,666	555,666
U.S. Treasury Notes	3.000	Various	11/15/2007	1,499,646	1,498,710
U.S. Treasury Notes	5.625	Various	5/15/2008	6,964,609	6,812,234
U.S. Treasury Notes	3.250	8/16/2004	8/15/2008	1,803,797	1,787,481
U.S. Treasury Notes	4.125	Various	8/15/2008	4,977,109	5,001,175
U.S. Treasury Notes	4.375	Various	11/15/2008	996,719	1,004,220
U.S. Treasury Notes	4.875	5/16/2006	5/15/2009	9,496,328	9,638,795
U.S. Treasury Notes	5.500	Various	5/15/2009	1,016,164	1,024,295
U.S. Treasury Notes	4.000	Various	6/15/2009	2,943,219	3,002,580
U.S. Treasury Notes	4.750	2/16/2007	2/15/2010	5,509,570	5,595,398
U.S. Treasury Notes	5.000	Various	2/15/2011	2,518,656	2,575,975
U.S. Treasury Strips	0.000	Various	2/15/2008	1,232,338	1,355,668
				<u>39,513,821</u>	<u>39,852,197</u>

**Oklahoma Turnpike Authority
Schedule of Cash, Cash Equivalents and Investments
as of September 30, 2007**

Description	Interest Rate	Purchase Date	Maturity Date	Cost	Fair Value
Prepaid PIKEPASS Fund:					
American Performance Treasury Fund	-	%	9/28/2007	Demand \$	432,389 \$
FHLB	4.100		11/19/2003	11/19/2008	1,000,000
FHLB	3.050		6/30/2003	12/30/2008	500,000
FHLB	3.280		7/16/2003	1/16/2009	500,000
FHLB	4.450		5/27/2004	5/27/2009	500,000
FHLB	4.000		4/15/2004	10/15/2010	300,000
FHLB	4.800		11/24/2003	11/24/2010	750,000
FHLB	4.750		12/15/2003	12/15/2010	250,000
FHLB	5.750		3/1/2006	3/1/2013	500,000
FHLB	6.000		6/15/2006	6/18/2013	250,000
FHLMC	5.250		3/7/2006	3/7/2008	500,000
FHLMC	6.000		4/24/2006	4/4/2016	496,250
FNMA	5.300		2/26/2007	2/26/2010	1,000,000
FNMA	6.000		5/30/2006	5/30/2013	300,000
U.S. Treasury Notes	5.625		8/16/2004	5/15/2008	646,750
U.S. Treasury Notes	5.000		1/10/2007	7/31/2008	150,258
U.S. Treasury Notes	5.500		7/7/2006	5/15/2009	354,467
U.S. Treasury Notes	5.750		Various	8/15/2010	518,936
U.S. Treasury Notes	4.875		2/10/2006	2/15/2012	1,009,248
Vanguard 500 Index Trust (open-end mutual fund)	-		Various	Demand	4,016,421
Ishares Morgan Stanley Capitol International					
Europe Asia Far East Index (closed-end equity fund)	-		Various	Demand	559,810
Ishares Russell 2000 Index (closed-end equity fund)	-		Various	Demand	420,181
Ishares S&P Smallcap 600 (closed-end equity fund)	-		Various	Demand	416,440
S&P 500 Depository Receipts (closed-end equity fund)	-		Various	Demand	1,674,804
				<u>17,045,954</u>	<u>18,965,673</u>
Total restricted cash equivalents & investments				<u>167,393,801</u>	<u>169,841,291</u>
Cash balance (unrestricted & restricted)				-	1,967,516
Total Cash, Cash Equivalents and Investments				<u>\$ 309,130,038</u>	<u>\$ 313,346,617</u>

**OKLAHOMA TURNPIKE AUTHORITY
SCHEDULE OF BONDS ISSUED, RETIRED, DEFEASED AND OUTSTANDING
AS OF SEPTEMBER 30, 2007**

	Date of Issuance	Amount of Issuance	Range of Maturities	Range of Interest Rates	Beginning Balance Outstanding	Additional Issues	Retired or Defeased	Ending Balance Outstanding
2nd Senior Revenue Bonds - Series 1998A	5/1/98	350,000,000	1/1/07 to 1/1/09	5.00% to 5.50%	18,425,000	-	-	18,425,000
2nd Senior Revenue Bonds - Series 1998B	7/1/98	337,010,000	1/1/07 to 1/1/09	5.00% to 5.50%	18,005,000	-	-	18,005,000
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%	241,810,000	-	-	241,810,000
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%	201,210,000	-	-	201,210,000
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
Refunding 2nd Senior Revenue Bonds - Series 2007A	6/6/07	45,680,000	1/1/09 to 1/1/22	4.00% to 4.25%	45,680,000	-	-	45,680,000
Totals					\$1,160,720,000	\$0	\$0	\$1,160,720,000

**OKLAHOMA TURNPIKE AUTHORITY
PROCEEDS FROM SALE OF SURPLUS PROPERTY
FOR THE QUARTER ENDED SEPTEMBER 30, 2007**

	DATE	DESCRIPTION	PROCEEDS
3rd Qtr	09/30/07	Disposal of Surplus Property	\$91,818
		Total	\$91,818

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