

HELMERICH & PAYNE, INC.

FORM 8-K (Current report filing)

Filed 11/14/13 for the Period Ending 11/14/13

Address 1437 S. BOULDER AVE. SUITE 1400

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Telephone 918-742-5531

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Symbol HP

SIC Code 1381 - Drilling Oil and Gas Wells

Industry Oil & Gas Drilling

Sector Energy

Fiscal Year 09/30



UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF EARLIEST EVENT REPORTED: November 14, 2013

HELMERICH & PAYNE, INC.

(Exact name of registrant as specified in its charter)

State of Incorporation: Delaware

COMMISSION FILE NUMBER 1-4221

Internal Revenue Service — Employer Identification No. 73-0679879

1437 South Boulder Avenue, Suite 1400, Tulsa, Oklahoma 74119 (Address of Principal Executive Offices)

(918)742-5531

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed since Last Report)

ck the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of following provisions (see General Instruction A.2. below):
Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On November 14, 2013, Helmerich & Payne, Inc. ("Registrant") issued a press release announcing its financial results for its fiscal year ended September 30, 2013. The Registrant also announced that it had signed contracts with three exploration and production companies to build and operate six additional FlexRigs * in the U.S. A copy of the press release is attached as Exhibit 99 to this Report on Form 8-K. This information is being furnished pursuant to Item 2.02 of Form 8-K and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d)	Exhibits

SIGNATURES

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Exhibit No. Description

Helmerich & Payne, Inc. earnings press release dated November 14, 2013

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly authorized the undersigned to sign this report on its behalf.

HELMERICH & PAYNE, INC. (Registrant)

/S/ Steven R. Mackey Steven R. Mackey Executive Vice President

DATE: November 14, 2013

EXHIBIT INDEX

Pescription

99 Helmerich & Payne, Inc. earnings press release dated November 14, 2013

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^{*}FlexRig® is a registered trademark of Helmerich & Payne, Inc.



NEWS RELEASE

HELMERICH & PAYNE, INC. / 1437 SOUTH BOULDER AVENUE / TULSA, OKLAHOMA

November 14, 2013

HELMERICH & PAYNE, INC. ANNOUNCES RECORD FISCAL YEAR-END RESULTS AND ADDITIONAL NEW BUILD CONTRACTS

Helmerich & Payne, Inc. (NYSE:HP) reported record income from continuing operations of \$721.5 million (\$6.65 per diluted share) and record operating revenues of \$3.4 billion for its fiscal year ended September 30, 2013, compared to income from continuing operations of \$573.6 million (\$5.27 per diluted share) from operating revenues of \$3.2 billion during the prior fiscal year ended September 30, 2012. Included in income from continuing operations during fiscal 2013 were \$0.91 per diluted share corresponding to after-tax gains from the sale of investment securities. Also included in income from continuing operations during fiscal 2013 and fiscal 2012 were \$0.11 per diluted share each year of after-tax gains related to the sale of used drilling equipment. Net income for fiscal 2013 was also at an all-time high level of \$736.6 million (\$6.79 per diluted share), compared to \$581.0 million (\$5.34 per diluted share) for fiscal 2012.

Income from continuing operations for the fourth quarter of fiscal 2013 was \$159.8 million (\$1.47 per diluted share) from operating revenues of \$864.5 million, compared to income from continuing operations of \$149.6 million (\$1.39 per diluted share) from operating revenues of \$829.4 million during the fourth fiscal quarter of 2012, and income from continuing operations of \$251.0 million (\$2.32 per diluted share) from operating revenues of \$840.2 million during the third fiscal quarter of 2013. Included in this year's and last year's fourth fiscal quarter income from continuing operations were \$0.03 per diluted share of after-tax gains in each quarter related to the sale of used drilling equipment. Included is this year's third fiscal quarter income from continuing operations were \$0.02 per diluted share of after-tax gains related to the sale of investment securities. Net income for the fourth fiscal quarter of 2013 was \$159.8 million (\$1.47 per diluted share), compared to net income of \$157.1 million (\$1.46 per diluted share) during the fourth fiscal quarter of 2012, and net income of \$266.2 million (\$2.46 per diluted share) during the third fiscal quarter of 2013.

The Company also announced today that it has entered into agreements with three exploration and production companies to build and operate six additional FlexRigs®* in the U.S. All of these rigs were ordered under multi-year term contracts and are expected to generate attractive economic returns for the Company.

(over)

Page 2 News Release November 14, 2013

Chairman and CEO Hans Helmerich commented, "We are pleased to have once again delivered record levels of revenue and operating income during the most recent quarter. Our fiscal 2013 results have also been record-breaking, even if we exclude almost \$100 million in after-tax gains from the sale of investment securities.

"During the last few months we have commented on encouraging signs in the market. Including those announced today, we are pleased to have reported a total of 13 new build orders with customer commitments since the beginning of our 2014 fiscal year. We believe customers are now planning to incrementally increase their development efforts and drilling activity with a continued focus on drilling rig capabilities and efficiencies. As has been the case for a considerable time, these trends clearly work to H&P's advantage. We look forward to continuing to help our customers lower their drilling costs through steady productivity gains and performance improvements."

Operating Segment Results

Segment operating income for U.S. land operations was \$235.8 million for the fourth fiscal quarter of 2013, compared with \$236.6 million for last year's fourth fiscal quarter and \$236.4 million for this year's third fiscal quarter. As compared to this year's third fiscal quarter, the number of revenue days for the segment slightly increased to 22,520 during the fourth fiscal quarter of 2013. Average rig revenue per day increased by \$898 to \$29,058 as compared to this year's third fiscal quarter. This increase was offset by a sequential increase of \$892 in the average rig expense per day, resulting in the average rig margin per day remaining relatively flat at \$15,420 during this year's fourth fiscal quarter. The rig revenue and margin per day averages included approximately \$730 per day of early termination and customer requested delivery delay fees during the fourth fiscal quarter. Rig utilization for the Company's U.S. land segment was 82% for this year's fourth fiscal quarter, compared with 85% for last year's fourth fiscal quarter and 83% for this year's third fiscal quarter. At September 30, 2013, the Company's U.S. land segment had 248 contracted rigs (including 158 under term contracts) and 54 idle rigs.

Segment operating income for the Company's offshore operations was \$10.3 million for the fourth fiscal quarter of 2013, compared with \$12.0 million for last year's fourth fiscal quarter and \$14.1 million for this year's third fiscal quarter. The sequential decline in segment operating income was primarily attributable to a \$6.4 million charge stemming from a recently disclosed plea agreement between Helmerich & Payne International Drilling Co. and the United States Department of Justice, United States Attorney's Office for the Eastern District of Louisiana, and related to an investigation of events initiated by the Company in 2010 on one of its offshore platform rigs. Excluding the corresponding charge, the average rig margin per day would have increased by \$1,569 to \$26,677 during the fourth quarter of fiscal 2013. The number of revenue days between periods increased only slightly to 736, resulting in a rig utilization level of 89% for each of the last two quarters of the fiscal year.

The Company's international land segment operating income was \$13.9 million for this year's fourth fiscal quarter, compared with \$7.1 million for last year's fourth fiscal quarter and \$8.5 million for this year's third fiscal quarter. The sequential increase in segment operating income was attributable to increased activity and stronger margins

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during this year's fourth fiscal quarter. The average rig margin per day increased to \$10,634 in the fourth fiscal quarter, from \$8,591 in the third fiscal quarter of 2013. In addition, revenue days for the fourth fiscal quarter increased by approximately 9% to 2,315 as compared to the previous quarter, resulting in a rig utilization level of 87% as compared to 80% during the third quarter of fiscal 2013.

Drilling Operations Outlook for the First Ouarter of Fiscal 2014

In the U.S. land segment, the Company expects average rig revenue per day during the first quarter to decline by less than 1% as compared to the fourth fiscal quarter of 2013 (excluding early termination and delay revenues). Average rig expense per day is expected to decline to roughly \$13,000 during the first fiscal quarter, which is slightly under the twelve-month trailing average and significantly under the average corresponding to the fourth fiscal quarter of 2013. The total number of revenue days is expected to increase by approximately 3% quarter to quarter. Early termination and delay revenue for the quarter is currently estimated at approximately \$10 million. As of today, the U.S. land segment has approximately 255 active rigs, including 156 under term contracts.

In the offshore segment, the Company expects an average rig margin per day level of approximately \$25,000 during the first fiscal quarter and flat rig utilization levels as compared to the prior quarter.

In the international land segment, the Company expects total revenue days during the first fiscal quarter to decline by approximately 10% and the average rig margin per day to be relatively flat as compared to the prior quarter.

Capital Expenditures and Other Early Estimates for Fiscal 2014

The Company's current capital expenditures estimate for fiscal 2014 is \$850 million. This assumes a continued new build cadence of two rigs per month through the end of the fiscal year. As a result, depreciation expense is expected to increase to approximately \$500 million during fiscal 2014. General and administrative expenses are expected to slightly increase to approximately \$130 million.

About Helmerich & Payne, Inc.

Helmerich & Payne, Inc. is primarily a contract drilling company. As of November 14, 2013, the Company's existing fleet included 305 land rigs in the U.S., 29 international land rigs and 9 offshore platform rigs. In addition, the Company is scheduled to complete another 9 new H&P-designed and operated FlexRigs and one 3,000 horsepower AC drive rig under long-term contracts with customers by early calendar 2014. Upon completion of these commitments, the Company's global fleet is expected to have a total of 344 land rigs, including 314 FlexRigs.

Forward-Looking Statements

This release includes "forward-looking statements" within the meaning of the Securities Act of 1933 and the Securities Exchange Act of 1934, and such statements are

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based on current expectations and assumptions that are subject to risks and uncertainties. All statements other than statements of historical facts included in this release, including, without limitation, statements regarding the registrant's future financial position, business strategy, budgets, projected costs and plans and objectives of management for future operations, are forward-looking statements. For information regarding risks and uncertainties associated with the Company's business, please refer to the "Risk Factors" and "Management's Discussion & Analysis of Results of Operations and Financial Condition" sections of the Company's SEC filings, including but not limited to, its annual report on Form 10-K and quarterly reports on Form 10-Q. As a result of these factors, Helmerich & Payne, Inc.'s actual results may differ materially from those indicated or implied by such forward-looking statements. We undertake no duty to update or revise our forward-looking statements based on changes in internal estimates, expectations or otherwise, except as required by law.

*FlexRig® is a registered trademark of Helmerich & Payne, Inc.

Contact: Investor Relations investor.relations@hpinc.com (918) 588-5207

HELMERICH & PAYNE, INC. Unaudited (in thousands, except per share data)

			Three	Months Ende	Fiscal Year Ended						
CONSOLIDATED STATEMENTS OF	June 30		September 30				Septemb				
INCOME		2013		2013		2012		2013	_	2012	
Operating Revenues:											
Drilling — U.S. Land	\$	695,816	\$	707,893	\$	695,106	\$	2,785,449	\$	2,678,475	
Drilling — Offshore		53,859		54,681		53,256		221,863		189,086	
Drilling — International Land		86,978		98,504		77,722		366,841		270,027	
Other		3,544		3,458		3,363		13,461		14,214	
		840,197		864,536		829,447		3,387,614		3,151,802	
Operating costs and expenses:											
Operating costs and expenses. Operating costs, excluding depreciation		450,990		473,170		447,335		1,852,768		1,750,510	
Depreciation		117,790		118,801		115,145		455,623		387,549	
General and administrative		31,090		29,903		27,763		126,250		107,307	
Research and development		4,373		3,813		4,682		15,235		16,060	
Income from asset sales		(4,006)		(4,385)		(4,858)		(18,923)		(19,223)	
meome from asset sales		600,237		621,302		590,067		2,430,953		2,242,203	
Operating income		239,960		243,234		239,380		956,661		909,599	
Operating income		239,900		243,234		239,380		950,001		909,399	
Other income (expense):											
Interest and dividend income		341		571		359		1,653		1,380	
Interest expense		(2,091)		(1,544)		(1,360)		(6,129)		(8,653)	
Gain on sale of investment securities		153,369		_		_		162,121		_	
Other		(1,214)		3,186		(34)		(9)		254	
		150,405		2,213		(1,035)	_	157,636	_	(7,019)	
Income from continuing operations before income taxes		390,365		245,447		238,345		1,114,297		902,580	
Income tax provision		139,387		85,650		88,739		392,844		328,971	
Income from continuing operations		250,978		159,797		149,606		721,453		573,609	
Income from discontinued operations, before income											
taxes		15,181				7,509		15,186		7,355	
Income tax provision		13,101				7,507		15,160		(81)	
Income from discontinued operations		15,181			_	7,509		15,186	_	7,436	
income from discontinued operations		13,161	_		_	1,509	_	13,100	_	7,430	
NET INCOME	\$	266,159	\$	159,797	\$	157,115	\$	736,639	\$	581,045	
D.:											
Basic earnings per common share:	¢	2.25	Φ	1 40	¢	1 /1	Φ	C 75	Φ	F 2F	
Income from continuing operations	\$ \$	2.35	\$	1.49	\$	1.41	\$	6.75	\$	5.35	
Income from discontinued operations	ф	0.14	\$		\$.07	\$.14	\$.07	
Net income	\$	2.49	\$	1.49	\$	1.48	\$	6.89	\$	5.42	

HELMERICH & PAYNE, INC. Unaudited (in thousands, except per share data)

	Three Months Ended							Fiscal Year Ended			
CONSOLIDATED STATEMENTS OF	June 30			September 30				September 30			
INCOME		2013		2013		2012		2013		2012	
D11 - 1 - 1											
Diluted earnings per common share:											
Income from continuing operations	\$	2.32	\$	1.47	\$	1.39	\$	6.65	\$	5.27	
Income from discontinued operations	\$	0.14	\$	<u> </u>	\$.07	\$.14	\$.07	
Net income	\$	2.46	\$	1.47	\$	1.46	\$	6.79	\$	5.34	
Weighted average shares outstanding:											
Basic		106,430		106,522		105,695		106,286		106,819	
Diluted		107,826		108,057		107,086		107,879		108,377	
		(more)								

HELMERICH & PAYNE, INC. Unaudited (in thousands)

	Septem	ber 30		
CONSOLIDATED CONDENSED BALANCE SHEETS	 2013		2012	
ASSETS				
Cash and cash equivalents	\$ 447,868	\$	96,095	
Other current assets	806,638		791,514	
Current assets of discontinued operations	3,705		7,619	
Total current assets	 1,258,211		895,228	
Investments	316,154		451,144	
Net property, plant, and equipment	4,676,103		4,351,571	
Other assets	14,359		23,142	
TOTAL ASSETS	\$ 6,264,827	\$	5,721,085	
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities	\$ 449,063	\$	376,035	
Current liabilities of discontinued operations	3,210		5,129	
Total current liabilities	452,273		381,164	
Non-current liabilities	1,288,332		1,307,433	
Non-current liabilities of discontinued operations	495		2,490	
Long-term notes payable	80,000		195,000	
Total shareholders' equity	4,443,727		3,834,998	
· ·				
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 6,264,827	\$	5,721,085	
(more)				

HELMERICH & PAYNE, INC. Unaudited (in thousands)

		ars Ende	
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS	2013		2012
OPERATING ACTIVITIES:			
Net income	\$ 736,63	9 \$	581,045
Adjustment for income from discontinued operations	(15,18		(7,436)
Income from continuing operations	721,45		573,609
Depreciation	455.62		387,549
Changes in assets and liabilities	(28,66		40,178
Gain on sale of assets and investment securities	(181,04	,	(19,223)
Other	29,63	,	18,283
Net cash provided by operating activities from continuing operations	996,99		1,000,396
Net cash provided by (used in) operating activities from discontinued operations	18		(64
Net cash provided by operating activities Net cash provided by operating activities	997,18		1,000,332
Net cash provided by operating activities	777,10		1,000,332
INVESTING ACTIVITIES:			
Capital expenditures	(809,06	66)	(1,097,680
Proceeds from sale of assets and investment securities	260,24	7	39,894
Net cash used in investing activities from continuing operations	(548,81	9)	(1,057,786
Net cash provided by investing activities from discontinued operations	15,00	0	7,500
Net cash used in investing activities	(533,81	9)	(1,050,286
FINANCING ACTIVITIES:			
			(77,610
Repurchase of common stock Dividends paid	(02.04	_ '2)	(30,049
Exercise of stock options	(93,05 13,31	,	2,673
Tax withholdings related to net share settlements of restricted stock	(1,67		(1,514
Net payments for short-term and long-term debt	(40,00		(115,000
Excess tax benefit from stock-based compensation	9,82		3,303
-			
Net cash used in financing activities	(111,59	(3)	(218,197
Net increase (decrease) in cash and cash equivalents	351,77	'3	(268,151
Cash and cash equivalents, beginning of period	96,09	5	364,246
Cash and cash equivalents, end of period	\$ 447,86		96,095

	Three Months Ended							Fiscal Year Ended			
		June 30		September 30				September 30			
SEGMENT REPORTING		2013		2013		2012		2013		2012	
				(in thousands,	exce	pt days and per	day:	amounts)			
U.S. LAND OPERATIONS											
Revenues	\$	695,816	\$	707,893	\$	695,106	\$	2,785,449	\$	2,678,475	
Direct operating expenses		348,850		360,628		350,364		1,424,716		1,407,986	
General and administrative expense		9,284		9,408		8,078		37,070		30,798	
Depreciation		101,294		102,040		100,045		391,072		332,723	
Segment operating income	\$	236,388	\$	235,817	\$	236,619	\$	932,591	\$	906,968	
Revenue days		22,510		22,520		21,951		88,620		86,340	
Average rig revenue per day	\$	28,160	\$	29,058	\$	28,325	\$	28,382	\$	27,737	
Average rig expense per day	\$	12,746	\$	13,638	\$	12,620	\$	13,029	\$	13,022	
Average rig margin per day	\$	15,414	\$	15,420	\$	15,705	\$	15,353	\$	14,715	
Rig utilization		83%	6	82%	6	85%	ó	82%	ó	89%	
OFFSHORE OPERATIONS	Φ.	50 0 5 0	ф	7 4 5 04	Φ.	7007	Φ.	221 0 52	Φ.	100.004	
Revenues	\$	53,859	\$	54,681	\$	53,256	\$	221,863	\$	189,086	
Direct operating expenses		33,961		38,910		35,824		146,184		126,470	
General and administrative expense		2,214		2,241		1,974		8,849		7,386	
Depreciation		3,562		3,244		3,425		13,766		13,455	
Segment operating income	\$	14,122	\$	10,286	\$	12,033	\$	53,064	\$	41,775	
Revenue days		728		736		695		2,920		2,625	
Average rig revenue per day	\$	61,380	\$	60,415	\$	62,018	\$	61,069	\$	53,927	
Average rig expense per day	\$	36,272	\$	42,434	\$	38,688	\$	37,654	\$	33,051	
Average rig margin per day	\$	25,108	\$	17,981	\$	23,330	\$	23,415	\$	20,876	
Rig utilization		89%	6	89%	6	84%	84%		89%		

		,	Three	Months Ended		Fiscal Year Ended				
	June 30			September 30				September 30		
SEGMENT REPORTING		2013		2013		2012		2013		2012
				(in thousands,	excep	ot days and per	day a	amounts)		
INTERNATIONAL LAND OPERATIONS										
Revenues	\$	86,978	\$	98,504	\$	77,722	\$	366,841	\$	270,027
Direct operating expenses		68,310		73,694		61,346		282,335		215,642
General and administrative expense		976		986		806		3,911		3,318
Depreciation		9,234		9,967		8,444		36,000		30,701
Segment operating income	\$	8,458	\$	13,857	\$	7,126	\$	44,595	\$	20,366
Revenue days		2,132		2,315		2,001		8,707		7,343
Average rig revenue per day	\$	35,955	\$	37,113	\$	35,732	\$	37,246	\$	32,998
Average rig expense per day	\$	27,364	\$	26,479	\$	27,522	\$	27,589	\$	25,524
Average rig margin per day	\$	8,591	\$	10,634	\$	8,210	\$	9,657	\$	7,474
Rig utilization		80%	ó	87%	ó	79%	ó	82%	ó	77%

Operating statistics exclude the effects of offshore platform management contracts, gains and losses from translation of foreign currency transactions, and do not include reimbursements of "out-of-pocket" expenses in revenue per day, expense per day and margin calculations.

Reimbursed amounts were as follows:

U.S. Land Operations	\$ 61,944	\$ 53,499	\$ 73,346	\$ 270,223	\$ 283,640
Offshore Operations	\$ 4,045	\$ 3,267	\$ 4,731	\$ 19,701	\$ 18,346
International Land Operations	\$ 10,323	\$ 12,587	\$ 6,221	\$ 42,542	\$ 27,720

Segment operating income for all segments is a non-GAAP financial measure of the Company's performance, as it excludes general and administrative expenses, corporate depreciation, income from asset sales and other corporate income and expense. The Company considers segment operating income to be an important supplemental measure of operating performance for presenting trends in the Company's core businesses. This measure is used by the Company to facilitate period-to-period comparisons in operating performance of the Company's reportable segments in the aggregate by eliminating items that affect comparability between periods. The Company believes that segment operating income is useful to investors because it provides a means to evaluate the operating performance of the segments and the Company on an ongoing basis using criteria that are used by our internal decision makers. Additionally, it highlights operating trends and aids analytical comparisons. However, segment operating income has limitations and should not be used as an alternative to operating income or loss, a performance measure determined in accordance with GAAP, as it excludes certain costs that may affect the Company's operating performance in future periods.

The following table reconciles operating income per the information above to income from continuing operations before income taxes as reported on the Consolidated Statements of Income (in thousands).

		7	Three	Fiscal Year Ended							
	June 30			Septem	ıber 3	0	Septembe				
		2013		2013		2012		2013		2012	
Operating income											
U.S. Land	\$	236,388	\$	235,817	\$	236,619	\$	932,591	\$	906,968	
Offshore		14,122		10,286		12,033		53,064		41,775	
International Land		8,458		13,857		7,126		44,595		20,366	
Other		(2,464)		(1,964)		(3,042)		(8,602)		(8,824)	
Segment operating income	\$	256,504	\$	257,996	\$	252,736	\$	1,021,648	\$	960,285	
Corporate general and administrative		(18,616)		(17,268)		(16,905)		(76,420)		(65,805)	
Other depreciation		(3,096)		(3,000)		(2,510)		(12,337)		(7,775)	
Inter-segment elimination		1,162		1,121		1,201		4,847		3,671	
Income from asset sales		4,006		4,385		4,858		18,923		19,223	
Operating income	\$	239,960	\$	243,234	\$	239,380	\$	956,661	\$	909,599	
Other income (expense):											
Interest and dividend income		341		571		359		1,653		1,380	
Interest expense		(2,091)		(1,544)		(1,360)		(6,129)		(8,653)	
Gain on sale of investment securities		153,369		_		_		162,121		_	
Other		(1,214)		3,186		(34)		(9)		254	
Total other income (expense)		150,405		2,213		(1,035)		157,636		(7,019)	
` '								_			
Income from continuing operations before income											
taxes	\$	390,365	\$	245,447	\$	238,345	\$	1,114,297	\$	902,580	