P09000061991

Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000167380 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6381

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone : (305)634-3694

Fax Number : (305)633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION

OM VERITA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78,75

Electronic Filing Menu

Corporate Filing Menu

HOPINSECRETARY OF STATES O

VivianToua/OmVerita/GenCorp/ArtIncorp072109a

ARTICLES OF INCORPORATION OF OM VERITA, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: OM Verita, Inc.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the United States, any State, or any foreign country.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of Common Stock with a par value of \$0.01 per share.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Directors.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

Articles of Incorporation OM Verita, Inc. Page 1 of 5

H09000167380

ARTICLE V - DIRECTORS

This corporation shall have one director. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the bylaws. Directors need not be stockholders or residents of Florida.

This corporation is empowered to indemnify any officer, director, or shareholder in accordance with and to the fullest extent permitted by the Florida Statutes, as now and hereinafter amended.

ARTICLE VI - INITIAL DIRECTORS

The name and address of each member of the first Board of Directors are:

Vivian M. Tous 7801 Mindello Street Coral Gables, Florida 33143

ARTICLE VII - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation are:

Carlos A. Romero, Jr., 3195 Ponce de Leon Blvd., Suite 400, Coral Gables, FL 33134

ARTICLE VIII - BYLAWS

The bylaws may be adopted, altered, amended or repealed by (a) the affirmative vote of a majority of the shares entitled to vote or (b) the affirmative vote of a majority of the board of directors.

ARTICLE IX - STOCKHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

Articles of Incorporation OM Verita, Inc. Page 2 of 5

PAGE 03/06

EMPIRE CORP KIT

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the stockholders.

ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of stockholders may be called by a majority of the stockholders.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by the majority of the stock entitled to vote thereon.

ARTICLE XII - AFFILIATED TRANSACTIONS

This corporation elects not to be governed by the section of the Florida

Business Corporation Act, as hereafter might be amended, dealing with affiliated transactions.

ARTICLE XIII - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office or mailing address is as follows:

OM Verita, Inc., c/o Law Office of Carlos A. Romero, Jr., P.A. ATTN: Carlos A. Romero, Jr. 3195 Ponce de Leon Bivd., Suite 400 Coral Gables, FL 33134

The principal place of business may be changed by a majority of the members of the board of directors present at a validly convened meeting.

Articles of Incorporation OM Verita, Inc. Page 3 of 5

0\\ST\S003 JE:18 302e33aeae Ewblke CDKb KIL 64\0e

IN WITNESS WHEREOF, the Subscriber of these Articles of Incorporation has

hereunto set his hand and seal this 21st day of July, 2009.

Carlos A. Romero, Jr.

Articles of Incorporation OM Verita, Inc. Page 4 of 5

01/21/2009 16:18 3056339696 EMPIRE CORP KIT PAGE 05/06

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Florida Statutes, the following is submitted. First - that OM Verita, Inc. desiring to organize under the laws of the State of Florida with its principal office at 3195 Ponce de Leon Blvd, Suite 400, Coral Gables, FL 33134, has named Law Office of Carlos A. Romero, Jr., P.A. located at 3195 Ponce de Leon Blvd, Suite 400, Coral Gables, FL 33134, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

(MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office. The registered agent is familiar with, and accepts, the obligations provided under the Florida Business Corporation Act.

REGISTERED AGENT: Law Office of Carlos A. Romero, Jr., P.A.

Carlos A. Romero, Jr., its President

Law Office of Carlos A. Romero, Jr., P.A. 3195 Ponce de Leon Blvd., Suite 400, Coral Gables, FL 33134

> Articles of Incorporation OM Verita, Inc. Page 5 of 5

SECRETARY OF STATE DIVISION OF CORPORATION

H09000167380