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Elaine F. Marshall  
North Carolina Secretary of State  
C201019300475

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**ARTICLES OF INCORPORATION**  
**OF**  
**OEMR**  
**A NONPROFIT CORPORATION**

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**ARTICLE ONE**

The name of the filing entity being formed is OEMR, a nonprofit corporation (the "Company")

**ARTICLE TWO**

The purpose for which the Company is formed is for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) and 170(c)(2) of the United States Internal Revenue Code of 1986 (the "Code"), or the corresponding provisions of any future United States Internal Revenue Code.

(Check only if applicable) The Company is a charitable or religious corporation as defined by NCGS §55A-1-40(4).

**ARTICLE THREE**

The street address and county of the initial Registered Office of the Company is:

176 Mine Lake Court, Suite 100  
Raleigh, NC 27615  
Wake County

**ARTICLE FOUR**

The mailing address of the Registered Agent is the same as the Registered Office.

#### **ARTICLE FIVE**

The name of the initial Registered Agent is NC Corporate Connection, Inc.

#### **ARTICLE SIX**

The name and address of each Incorporator is as follows:

Gregory W. Neuman  
14173 Northwest Freeway, Suite 211  
Houston, TX 77040

#### **ARTICLE SEVEN**

The Corporation will have members.

#### **ARTICLE EIGHT**

Upon dissolution of the Company, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations operated exclusively for religious, charitable educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United States Internal Revenue Code as the Board of Directors shall determine, or to federal state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed by the Superior Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

#### **ARTICLE NINE**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its member, officers, directors or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in these articles of incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of

these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the United States Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the United States Internal Revenue Code.

**ARTICLE TEN**

The street address and county of the principal office of the corporation is:

7850 Parkwood Circle #A7  
Houston, TX 77036  
Harris County

**ARTICLE ELEVEN**

The mailing address and county of the principal office of the corporation is:

P.O Box 1838  
Splendora, Texas 77372

IN WITNESS WHEREOF, I have hereunto set my hand this 5<sup>th</sup> day of July,  
2010.



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Gregory W. Neuman  
14173 Northwest Freeway, Suite 211  
Houston, TX 77040

**INCORPORATOR**