

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

**FORM 8-K**

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 10, 2008

**OMEGA FLEX, INC.**

(Exact name of registrant as specified in charter)

<b>Pennsylvania</b>	<b>000-51372</b>	<b>23-1948942</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

**451 Creamery Way,  
Exton, Pennsylvania, 19341**  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: **(610) 524-7272**

(Former name or former address, if changed since last report.)

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:**

- 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))

*INFORMATION CONCERNING FORWARD-LOOKING STATEMENTS - This report and the exhibit or exhibits attached hereto, contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, statements as to management's good faith expectations and beliefs, which are subject to inherent uncertainties which are difficult to predict, and may be beyond the ability of the Company to control. Forward-looking statements are made based upon management's expectations and belief concerning future developments and their potential effect upon the Company. There can be no assurance that future developments will be in accordance with management's expectations or that the effect of future developments on the Company will be those anticipated by management.*

*The words "believes," "expects," "intends," "plans," "anticipates," "hopes," "likely," "will," and similar expressions identify such forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of the Company (or entities in which the Company has interests), or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements.*

*Readers are cautioned not to place undue reliance on these forward-looking statements which reflect management's view only as of the date of this Form 8-K. The Company undertakes no obligation to publicly release the result of any revisions to these forward-looking statements which may be made to reflect events or circumstance after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances. For additional information about risks and uncertainties that could adversely affect the Company's forward-looking statements, please refer to the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the fiscal year ended December 31, 2007 and the Quarterly Report on Form 10-Q for the period ended September 30, 2008.*

#### **ITEM 8.01 OTHER EVENTS**

On December 10, 2008, Omega Flex, Inc. (the "Company") issued a press release, announcing a special dividend of \$0.50 per share to all shareholders of record as of December 9, 2008, and payable on December 23, 2008.

#### **ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

- (a) none
- (b) none
- (c) none
- (d) The following documents are filed herewith as exhibits to this Form 8-K:

Exhibit 99.1 – Press Release

## **SIGNATURES**

In accordance with the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**OMEGA FLEX, INC.**  
(Registrant)

Date: December 10, 2008

By: /s/ Paul J. Kane  
Paul J. Kane  
Vice President – Finance and  
Chief Financial Officer

# OMEGA FLEX, INC.

Manufacturer of flexible metal hose and gas piping products

## Press Release

### Omega Flex, Inc. Announces Special Dividend

Middletown, Connecticut  
December 10, 2008

Contact: Kevin R. Hoben  
(860) 704-6820

Omega Flex, Inc. (the “Company”) today announced that on December 8, 2008, the Board of Directors authorized a special dividend of \$0.50 per share for shareholders of record as of December 9, 2008, and payable on December 23, 2008. In declaring this special dividend, the Board has restated its dividend policy of reviewing the cash needs of the Company from time-to-time, and based on results of operations, financial condition and capital expenditure plans, as well as such other factors as the Board of Directors may consider relevant, determine on a quarterly basis whether to declare a dividend out of the Company’s excess cash reserves.

Kevin R. Hoben, President and Chief Executive Officer of Omega Flex, Inc., stated “We are very pleased to pay a special dividend to the shareholders in light of the current economic conditions and the challenges facing the Company. This dividend represents only a portion of the Company’s cash reserves, the remainder of which will be maintained as a buffer against unanticipated circumstances.”

*Certain statements in this news release constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, that are not historical facts but rather reflect our current expectations concerning future results and events. The words “believes,” “expects,” “intends,” “plans,” “anticipates,” “hopes,” “likely,” “will,” and similar expressions identify such forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of the Company (including its subsidiaries and affiliates) or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements.*

*Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect management’s view only as of the date of this news release. We undertake no obligation to publicly release the result of any revisions to these forward-looking statements, which may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances.*