



North Carolina Department of Health and Human Services
Division of Health Service Regulation

Pat McCrory
Governor

Aldona Z. Wos, M.D.
Ambassador (Ret.)
Secretary DHHS

Drexdal Pratt
Division Director

June 3, 2015

Gerald L. Aben
2723 South State Street, Suite 400
Ann Arbor, MI 48104

No Review

Facility: The Laurels of Hendersonville
Project Description: Change in indirect ownership management structure of facility
County: Henderson
FID #: 923081

Dear Mr. Aben:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) received your letter dated April 3, 2015, and received on April 7, 2015, regarding the above referenced transaction. Based on the CON law **in effect on the date of this response to your request**, the transaction described in your correspondence is not governed by, and therefore, does not currently require a certificate of need.

It should be noted that this determination is binding only for the facts represented in your correspondence. Consequently, if changes are made in the project or in the facts provided in your correspondence referenced above, a new determination as to whether a certificate of need is required would need to be made by this office. Changes in a project include, but are not limited to: (1) increases in the capital cost; (2) acquisition of medical equipment not included in the original cost estimate; (3) modifications in the design of the project; (4) change in location; and (5) any increase in the number of square feet to be constructed.

Please contact this office if you have any questions. Also, in all future correspondence you should reference the Facility ID # (FID) if the facility is licensed.

Sincerely,

Julie Halatek
Project Analyst

Martha J. Frisone
Assistant Chief, Certificate of Need

Healthcare Planning and Certificate of Need Section

www.ncdhhs.gov

Telephone: 919-855-3873 • Fax: 919-733-8139

Location: Edgerton Building • 809 Ruggles Drive • Raleigh, NC 27603

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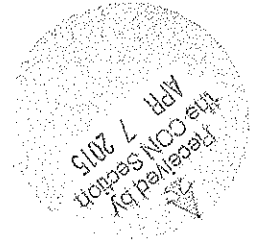
An Equal Opportunity/ Affirmative Action Employer





**The Laurels of Hendersonville
290 Clear Creek Road
Hendersonville, NC 28792**

April 3, 2015



Via Federal Express

Beverly Speroff
North Carolina Division of
Health Service Regulation
2711 Mail Service Center
Raleigh, NC 27699-2711

Martha Frisone
North Carolina Division of
Health Service Regulation
2704 Mail Service Center
Raleigh, NC 27699-2704

Megan Lamphere
North Carolina Division of
Health Service Regulation
Adult Care Licensure Section
2708 Mail Service Center
Raleigh, NC 27699-2708

Re: The Laurels of Hendersonville
Medicare Provider #34-5322
NPI #1770538092
Medicaid Provider #3415322

Ladies and Gentlemen:

Please be advised that effective April 1, 2015 (the "Effective Date"), Aviv REIT, Inc. (NYSE: AVIV) ("Aviv") merged with Omega Healthcare Investors, Inc. (NYSE: OHI) ("Omega"). Aviv is the indirect owner of the real property and improvements comprising the Facility indicated above (the "Facility"), through Aviv's subsidiary Financing VI Healthcare Property, L.L.C. ("Financing VI"). Financing VI is the direct owner and landlord of the Facility. As of the Effective Date, Aviv is now a wholly-owned subsidiary of Omega, and Aviv will cease to be a publicly traded company (the "Merger"). As a result of the Merger, the ultimate ownership of Aviv and its wholly-owned subsidiaries (including Financing VI) has changed. However, the Merger does not change the licensed operator/tenant of the Facility or modify the existing health facility lease pertaining to the Facility. Additionally, none of the management or personnel of the Facility will change as a result of the Merger.

Based upon our review of North Carolina law, it is our understanding that the Merger will not give rise to a "change of ownership" for CON, nursing home licensure, adult care facility licensure, or Medicaid enrollment purposes with respect to the Facility. However, we are notifying you of the Merger as it impacts the ultimate ownership of the real property leased by the licensee of the Facility.

Should you have any questions concerning the Merger or this notice letter, please do not hesitate to contact the undersigned at (734) 332-0033 or rschmick@schmicklawn.com.

Sincerely,



Rayhold A. Schmick
Corporate Secretary

cc: North Carolina Department of Health & Human Services
CSC
P.O. Box 300009
Raleigh, NC 27622-8009

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Received by
the CON Section
APR 7 2015

April 3, 2015

Via Federal Express

Beverly Speroff
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Megan Lamphere
North Carolina Division of
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Raleigh, NC 27699-2708

Re: Laurel Health Care Company

Ms. Speroff, Ms. Frisone and Ms. Lamphere:

Dykema Gossett represents Laurel Health Care Company, from time to time, with respect to regulatory issues involving its licensed nursing home facilities. Enclosed please find a notice letter from Ray Schmick, Corporate Secretary of each Laurel facility identified in the enclosed letters. Mr. Schmick's letters apprise you of a third-party transaction, effective April 1, 2015, that resulted in a change to the real property owner of each Laurel facility.

Should you have any further questions regarding this matter, please feel free to contact me or to contact Mr. Schmick at (734) 332-0033 or rschmick@schmicklax.com. Thank you.

Sincerely,

DYKEMA GOSSETT PLLC

Gerald L. Aben