



NC DEPARTMENT OF
**HEALTH AND
HUMAN SERVICES**

ROY COOPER • Governor
MANDY COHEN, MD, MPH • Secretary
MARK PAYNE • Director, Division of Health Service Regulation

July 31, 2018

Alexander B. Foster
171 17th Street NW, Suite 2100
Atlanta, GA 30363-1031

Exempt from Review – Acquisition of Facility

Record #: 2662
Facility Name: Carillon Assisted Living of Mint Hill
Type of Facility: Adult Care Home
FID #: 150495
Acquisition by: GAHC3 Mint Hill NC ALF, LP
Business #: 2879
County: Mecklenburg

Dear Mr. Foster:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) determined that based on your correspondence of July 18, 2018 and July 23, 2018, the above referenced proposal is exempt from certificate of need review in accordance with N.C. Gen. Stat. §131E-184(a)(8). Therefore, GAHC3 Mint Hill NC ALF, LP may proceed to acquire the above referenced health service facility without first obtaining a certificate of need. However, you need to contact the Agency's Adult Care Home Licensure Section to obtain instructions for changing ownership of the existing facility. Note that pursuant to N.C. Gen. Stat. §131E-181(b): "*A recipient of a certificate of need, or any person who may subsequently acquire, in any manner whatsoever permitted by law, the service for which that certificate of need was issued, is required to materially comply with the representations made in its application for that certificate of need.*"

It should be noted that this Agency's position is based solely on the facts represented by you and that any change in facts as represented would require further consideration by this Agency and a separate determination. If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,

Julie M. Faenza
Project Analyst

Martha J. Frisone
Chief, Healthcare Planning and
Certificate of Need Section

cc: Adult Care Licensure Section, DHSR
Melinda Boyette, Administrative Assistant, Healthcare Planning, DHSR

NC DEPARTMENT OF HEALTH AND HUMAN SERVICES • DIVISION OF HEALTH SERVICE REGULATION

HEALTHCARE PLANNING AND CERTIFICATE OF NEED SECTION

LOCATION: 809 Ruggles Drive, Edgerton Building, Raleigh, NC 27603
MAILING ADDRESS: 2701 Mail Service Center, Raleigh, NC 27699-2701
www.ncdhhs.gov/dhsr/ • TEL: 919-855-3750 • FAX: 919-733-2757

AN EQUAL OPPORTUNITY / AFFIRMATIVE ACTION EMPLOYER

Faenza, Julie M

From: Faenza, Julie M
Sent: Tuesday, July 24, 2018 11:19 AM
To: 'Foster, Alexander B.'
Subject: RE: [External] RE: No Review request for Carillon Assisted Living of Mint Hill

Thanks! That should be it.

Julie M. Faenza, Esq.

Project Analyst

[Division of Health Service Regulation](#), Healthcare Planning and Certificate of Need Section

[NC Department of Health and Human Services](#)

Office: 919-855-3873

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From: Foster, Alexander B. [mailto:Alex.Foster@agg.com]
Sent: Monday, July 23, 2018 4:13 PM
To: Faenza, Julie M <Julie.Faenza@dhhs.nc.gov>
Subject: [External] RE: No Review request for Carillon Assisted Living of Mint Hill

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Hi Julie—Thanks for reaching out. Please see responses below in red and please let me know if you need anything else. Thanks!

Alex

Alexander B. Foster
Attorney at Law

Arnall Golden Gregory LLP

171 17th Street NW, Suite 2100

Atlanta, GA 30363

p: 404.873.8598 f: 404.873.8599

alexander.foster@agg.com | www.agg.com

From: Faenza, Julie M [mailto:Julie.Faenza@dhhs.nc.gov]
Sent: Monday, July 23, 2018 9:43 AM
To: Foster, Alexander B. <Alex.Foster@agg.com>
Subject: No Review request for Carillon Assisted Living of Mint Hill

Good morning, Mr. Foster:

I'm in receipt of your request for a no review determination regarding the proposed transaction involving a change of ownership for the real estate for Carillon Assisted Living of Mint Hill. I need two additional pieces of information from you before I can respond:

1. When you say that only the real estate owner is changing, do you mean that only the land that the facility is situated upon will change, and the owner (not operator) of the physical building will not change? Or will the change in ownership of the real estate include a change in ownership of the physical building? Again, I understand the operator of the facility will not change. **There will be a change of ownership for the land and building (same entity, see below)**
2. What is the name of the company that will be acquiring the real estate? **GAHC3 Mint Hill NC ALF, LP**

Once I receive this information from you, I can review it and respond accordingly. Thanks.

Julie M. Faenza, Esq.

Project Analyst

[Division of Health Service Regulation](#), Healthcare Planning and Certificate of Need Section
[NC Department of Health and Human Services](#)

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July 18, 2018

VIA FEDERAL EXPRESS

Ms. Martha Frisone
North Carolina Department of Health and Human Services
2704 Mail Service Center
Raleigh, NC 27699-2704



Re: Request for No Review: Change of Real Estate Owner of Carillon Assisted Living of Mint Hill

Dear Ms. Frisone:

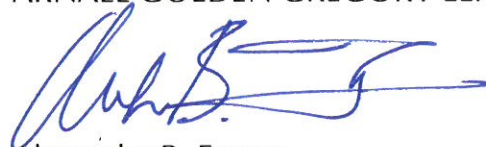
The purpose of this letter is to request a "No Review" letter for the change of real estate owner for Carillon Assisted Living of Mint Hill (the "Facility"), an adult care home located at 5601 Margaret Wallace Road, Matthews, NC 28105 (the "Transaction"). The change of real estate owner is scheduled to occur on or after August 1, 2018. The change will not affect the operator of the Facility (the "Operator"), which will remain the same following the transaction. The Operator will continue to exist and the federal tax identification number of the Operator will not change. In addition, none of the Facility's day-to-day operations should be impacted, as only the real estate owner will change.

It is our understanding that the Transaction does not require any additional filings with your office prior to the change taking place and that we may proceed with consummating the proposed change. **We respectfully request a "No Review" letter or email acknowledgment from your office confirming our understanding.**

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,

ARNALL GOLDEN GREGORY LLP



Alexander B. Foster

cc: Mr. Brooks Barton
Hedy S. Rubinger, Esq.

