



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

May 29, 2014

Renee Montgomery  
Parker Poe Adams & Bernstein LLP  
PO Box 389  
Raleigh, NC 27602

**Exempt from Review – Acquisition of Facility**

Facility: Emeritus at Eastover  
Acquisition by: S-H OpCo Eastover, LLC  
County: Mecklenburg  
FID #: 970113

Dear Ms. Montgomery:

In response to your letter of May 20, 2014, the above referenced proposal is exempt from certificate of need review in accordance with G.S 131E-184(a)(8). Therefore, S-H OpCo Eastover, LLC may proceed to acquire the above referenced health service facility without first obtaining a certificate of need. However, you need to contact the Adult Care Licensure Section of the Division of Health Service Regulation to obtain instructions for changing ownership of the existing facility. Note that pursuant to G.S. 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,

Fatimah Wilson  
Project Analyst

Martha J. Frisone, Interim Chief  
Certificate of Need Section

cc: Adult Care Licensure Section, DHSR



**Certificate of Need Section**

www.ncdhhs.gov

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

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

Mailing Address: 2704 Mail Service Center • Raleigh, NC 27699-2704

An Equal Opportunity/ Affirmative Action Employer





**Renee J. Montgomery**  
**Partner**  
Telephone: 919.890.4162  
Direct Fax: 919.835.4554  
reneemontgomery@parkerpoe.com

Charleston, SC  
Charlotte, NC  
Columbia, SC  
Myrtle Beach, SC  
Spartanburg, SC

May 20, 2014

***Via E-Mail and U.S. Mail***

Martha Frisone  
Interim Chief  
Certificate of Need Section  
Division of Health Service Regulation  
North Carolina Department of Health and Human Services  
2704 Mail Service Center  
Raleigh, North Carolina 27699

Re: ***Change of Ownership of Emeritus at Eastover – License No. HAL-060-110***

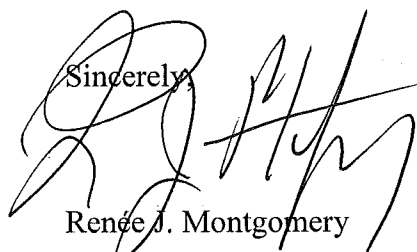
Dear Ms. Frisone:

We represent S-H OpCo Eastover, LLC which is planning to acquire the 104 bed assisted living facility known as Emeritus at Eastover at 3610 Randolph Road, Charlotte, NC 28211. S-H OpCo Eastover, LLC, which also will be the licensee of the facility, is a wholly-owned subsidiary of S-H Forty-Nine OpCo Ventures, LLC which has its headquarters in Irvine, California. This facility is currently owned by Emeritus Corporation which also is the current licensee.

Please confirm that this change of ownership is exempt from Certificate of Need review under N.C. Gen. Stat. § 131E-184(a)(8). The parties anticipate that the sale will take place on or around August 1, 2014. S-H OpCo Eastover, LLC is planning to submit a Change Licensure Application to the Adult Care Licensure Section by June 1, 2014 to address the change of ownership.

Please let me know if you have any questions or need any additional information.

With best wishes,

Sincerely,  
  
Renee J. Montgomery